



DIRECTORS' REPORT

To
The Shareholders,
National Jute Manufactures Corporation Limited

Gentlemen,

Your Directors have pleasure in presenting the 43rd Annual Report of NJMC Ltd. including Consolidated Audited Accounts for the year ended 31st March, 2023 together with the reports of Statutory Auditors and Comptroller and Auditor General of India thereon.

I. Financial Performance

The summarized performance of the Company for the financial year 2022-23 as compared to the previous year is given below:

Sl. No.	PARTICULARS	Consolidated		Standalone	
		2022-23	2021-22	2022-23	2021-22
I	Production (in M. Ton)	NIL	NIL	NIL	NIL
		₹ in Cr.	₹ in Cr.	₹ in Cr.	₹ in Cr.
II.	Revenue from Operations	-	-	-	-
III.	Other Income	65.94	3.99	62.78	3.44
IV.	Net Profit / (Loss) for the year	29.84	(8.13)	31.06	(3.53)
V.	Cash profit / (Loss)	-	-	-	-
VI.	Accumulated Profit/ (Loss)	(356.69)	(386.53)	(257.67)	(288.74)
VII.	Net Worth	(295.74)	(325.58)	(197.45)	(228.51)

The Company has earned a net profit of ₹29.84 crores in comparison to net loss of ₹8.13 crores in previous financial year after consolidation with its subsidiary whereas NJMC Ltd. alone earned a Profit of ₹31.06 crores in comparison to net loss of ₹3.53 crores in previous financial year.

II. Present Status of the Company

The Union Cabinet has approved the closure of the Corporation on 10th October, 2018 and a letter in this regard was forwarded to us vide letter File No.11/18/2014-Jute (Vol III) dated 31st October, 2018. Further, it was also mentioned to follow the closure procedure as per DPE guidelines.

As per the directives, M/s NBCC (I) Ltd. engaged as Land Management Agency was engaged for Pre-LMA activities for verification, assessment and valuation of all movable and immovable property of the Organization. MOU signed with M/s NBCC (I) Ltd. on 09.01.2020 in line with scope of work of NBCC (I) Ltd.

As per the directives M/s MSTC Ltd. has been appointed as an auctioning agency for disposal of movable and immovable assets of NJMC Ltd.

MOU has been signed with MSTC for disposal of movable assets including buildings of NJMC Ltd. on 25.03.2022.

Approval received on 15.09.2022 to initiate the process of e-auction of movable assets in phased manner immediately as per the approved Special Terms & Conditions of e-auction vide "AS IS WHERE IS BASIS and AS IS WHAT IS BASIS" and "NO COMPLAINT BASIS".



As per directions of DPE, an Escrow Account opened with UCO Bank for the purpose of monetization of the non-core assets of NJMC Ltd.

From the e-auction of movable assets of unit Alexandra, RBHM, Kinnison and National Jute Mill, NJMC Ltd. has received total amount ₹ 142.33 crores including GST & TCS.

Regarding Khardah Jute Mill, vendor did not submit the bid value within stipulated time limit, hence NJMC Ltd. forfeited Pre-bid EMD amount ₹ 2.20 cr. as per clause 2.0 of Special Terms & Conditions.

Against the forfeiture of amount of ₹ 2.20 crores, vendor had filed a Writ Petition No. 4751 of 2023, “Sushil Kumar Thard vs NJMC Ltd.” before the Hon’ble Calcutta High Court where NJMC Ltd. was directed to quash the order withholding the pre-bid earnest money deposited by the agency and refund the same within 21 days from the date of judgment.

It is pertinent to mention that NJMC Ltd. appealed Division Bench of Hon’ble Calcutta High Court as well as Hon’ble Supreme Court of India against the Judgment of Single Bench of Hon’ble Calcutta High Court, however, no relief has been received against the judgment. NJMC Ltd. has to pay ₹ 2.20 crores in compliance of the order of Hon’ble Supreme Court to the Vendor.

NJMC Ltd was restricted by the order of injunction to the immovable assets of the Corporation in so far as the usual course of business is concerned vide case AP no. 221 of 2022 & AP No. 89 of Saurabh Muklania vs NJMC Ltd.

Saurabh Muklania, proprietor of M/s Rajat Engineering Works (REW) engage for job work contract, executed between NJMC Ltd. and M/s Rajat Engineering Works (REW) on 16.11.2015 for production of B-Twill Sacking Bags (665 gms). NJMC Ltd. terminated the said contract on 07.03.2016 for non-performance according to the contract. Thereafter M/s Rajat Engineering Works (REW) served upon the corporation a notice for invoking clause of Arbitration as per aforementioned agreement.

The Arbitral Tribunal passed an order amounting ₹ 11,06,76,409/- in favour of M/s Rajat Engineering Works. NJMC Ltd. has filed an application AP 221 of 2023 for setting aside of the Award.

The agency has filed an execution petition EC 22 of 2023. According to the Court Order NJMC Ltd. has deposited the total award amount before the Registrar, Original Side, Calcutta High Court in compliance of Court order to remove the said embargo.

Hence NJMC Ltd. is free for disposal of Building and other immovable assets. Therefore based on the approved Pre-LMA Report-June 2023 of NBCC (I) Ltd., NJMC Ltd. has received approval for disposal of (1) Buildings and Structures of Alexandra Mill, Kinnison Mill and National Mill in West Bengal separately, and (2) identified Assets of Unit Khardah Mill for re-auction of its movable assets as well as e-auction of building and structure through separate auctions for each Mill on **“AS IS WHERE IS BASIS AND AS IS WHAT IS BASIS & CLEAN SWEEP BASIS” and “NO COMPLAINT BASIS” and “WITHOUT ANY LIABILITY AFTER SALE” and “NO WARRANTY OR GUARANTEE AS TO THE CONDITION OF THE IDENTIFIED ASSETS.**

With respect to the auction as mentioned above, only the buildings and structures without any encumbrance as per the list of identified assets will be considered for the forthcoming auctions. The available building and structure will represent the majority of the built-up space.

Broadly the following buildings and structures are to be included for dismantling and disposal (upto ground level) through e-auction:

- 1) Complete factory building including surrounding walls, internal walls, internal rooms, pillars and other structures if any.
- 2) Tool room, workshop, store room, boiler room, sub-station, generator room, transformer room etc.
- 3) Empty go downs which are free from all encumbrances and disputes.



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- 4) All office buildings, labour offices, Quality Control Rooms, training and research centers,
- 5) Abandoned staff and officers residences, guest houses, G.M. Bungalow, recreation clubs and associated rooms, mess rooms, dispensaries, community halls, toilet blocks and similar such presently unused and unoccupied structures etc.
- 6) Chimney with its housing and structures.

Mill wise exclusion list containing the i) places of religious significance ii) buildings and structures under litigation (if any), iii) buildings and structures having one wall common with the Mill Boundary(if any, then only the Common wall portion).

The prospective buyers are restricted for the items listed in the exclusion lists.

ED Bungalow Building situated adjacent to the Mill Premises of Khardah Mill, hereby considered a part of the exclusion list and not to be demolished. The said building be used for necessary day to day office activities including Auction related activities of Mills.

It is pertinent to mention that, your corporation is complying with all the applicable guidelines and regular status update on closure of NJMC Ltd. is being updated to the Ministry of Textiles.

Others Matters:

1. The Corporation has received demand notice from ESI, Kolkata demanding ₹3.33 crores vide letter No.C-21973/11-12/RRC & Ors (41000031560000102)/1139 dated 05.10.2021 after they received ₹1.52 crore as contribution amount on 14.09.2021.

As per directive of the Court NJMC Ltd had paid ₹50 lacs on 20.12.2021 and balance amount i.e. ₹2.83 crores has been paid as per the order of the Honorable High Court dated 29th April, 2022 through DD No. 935640 of Indian Bank, Kolkata Main Branch.

2. Continuous report of theft was reported in unit National of NJMC Ltd. Therefore considering the urgency of the situation and to safeguard the high valued assets, NJMC Ltd. approached Directorate General Resettlement (DGR) Security Agency to provide security services at the said unit. DGR has sponsored M/s 7313/Sisir Kumar Bag Security Agency to take the security charges with effect from 05.05.2022 at 2:00 PM. Total cost for deployment of Security personnel as approximately ₹19.84 lakhs per month plus GST.
3. There were differences in books of accounts of NJMC Ltd. and BJEL on interest part against the loan amount, therefore to keep it uniform by charging extra interest of ₹67.41 lacs upto 2020-21 by NJMC Ltd. and BJEL should book ₹77.72 lacs extra interest in their books of accounts.

Hence, NJMC Ltd. received approval to keep uniform interest of ₹536.92 lacs (during the years 2015-16 to 2020-21) in its the Books as well as in the books of BJEL. Further it was noted that the total interest against principal of ₹477.49 lacs as on 2020-21 would be ₹3829.8 lacs and SBI benchmark prime lending rate was considered for calculation interest from 2021-22 onwards.

4. As per the Index of Charges registered at Registrar of Companies (ROC), three (3) Charges were registered in the year 1981 and modified in the year 1986, in the name of NJMC Ltd and were in open status. Out of three (3), two (2) charges was created with UCO Bank and one (1) with Central Bank of India. However, NJMC Ltd has cleared all the liabilities earlier.

After long persuasion of NJMC Ltd. with the respective Banks all charges has been closed and NJMC Ltd has received "No Dues Certificates" for the respective charges from the said Banks.

5. As per the approved Pre LMA report of NBCC Ltd. for movable assets, list of plant & machinery has been considered as scrap for its disposal in a single lot and accordingly fixed assets register updated by transferring all movable assets to scrap. Further, the process of disposal has been carried out considering all movable assets as scrap.



Hence, it was approved to update fixed assets register of the Company as per approved list of plant and machinery considered as scrap in the Pre- LMA Report of NBCC (I) Ltd. for all units of NJMC Ltd.

Further, the existing difference in present Fixed Assets Register with list of plant and machinery considered as scrap and approved to write off its value amount to ₹(120180.55).

6. NJMC Ltd. has received the consent to transfer the balance amount from the Trustee Banks/ Investment Account and other financial institutions and to RPFC and then the said Bank Accounts to be closed with immediate effect after the transfer of the entire funds to RPFC after deducting bank charges, if any.
7. NJMC Ltd. is in the process of finalization of its total liabilities. Hence, NJMC Ltd has engaged an Audit Firm for assessment and finalization of total liabilities of NJMC Ltd. as on 31.07.2023 for settlement of claimed and unclaimed liabilities through Commissioner of Payments (COP) on behalf of NJMC Ltd. as per laid down procedure in The Jute Companies (Nationalisation) Act, 1980 and as per DPE guidelines.

III. Profit & Loss Analysis

During the financial year under review the company has earned net profit of ₹29.84 crores as against the net loss of ₹8.13 crores in previous financial year after consolidation with its subsidiary whereas NJMC Ltd. alone earned a Profit of ₹31.06 crores as against net loss of ₹3.53 crores in previous financial year.

IV. Subsidiary Company – BJEL

The company has one Subsidiary, namely Birds Jute and Exports Limited (BJEL). Union Cabinet has approved the closure of the organization on 10th October, 2018.

The statement containing the salient features of the Financial Statements of Company's Subsidiary Company under the first proviso to sub-section (3) of section 129 of Companies Act, 2013 is enclosed as AOC-1, the Annual Accounts of the Subsidiary Company shall be made available to the Shareholders on demand.

V. Memorandum of Understanding (MOU)

No Memorandum of Understanding (MOU) has been signed during the year under review.

VI. Corporate Governance

Company Philosophy

The Company's philosophy on Corporate Governance is aimed at the attainment of high level of transparency, accountability and compliance of law in all facets of operations, leading to best standards of Corporate Governance.

The Company complies with the requirement of Corporate Governance as per Guidelines for Corporate Governance for Central Public Sector Enterprises, 2010.



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Board of Directors and details of Meetings attended during the year as on 31.03.2023

Pursuant to the Articles of Association, all the Directors are appointed by the Government of India. The current composition of the Board of Directors and Meetings attended during the year are as follows:

Name of Director	Designation	Particulars of Board Meetings held during the year (1 st April, 2022 - 31 st March, 2023)						Whether AGM Attended
		31 st May 2022	15 th Sept. 2022	15 th Nov. 2022	5 th Dec., 2022	31 st Dec., 2022	29 th March 2023	31 st Dec., 2022
Shri Moloy Chandan Chakraborty, Jute Commissioner	Chairman-cum-Managing Director (Addl. Charge)	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Shri Shashi Ranjan Kumar, AS & FA	Govt. Nominee Director	Yes	LoA	LoA	LoA	LoA	LoA	No
Smt. Prajakta L. Verma, JS (Appointment w.e.f. 02.05.2022)	Govt. Nominee Director	Yes	Yes	LoA	Yes	LoA	Yes	No
Smt. Madhavi Agarwal (Cessation w.e.f. 03.02.2023)	Non Official Independent Director	Yes	Yes	Yes	Yes	Yes	NA	Yes
Shri Bimal Chandra Das	Non Official Director	LoA	LoA	LoA	Yes	Yes	Yes	No

Note:

- i. Smt. Prajakta L. Verma, Joint Secretary has been appointed as Govt. Nominee Director w.e.f. 02.05.2022 vide letter no. 11/25/2014-Jute from Ministry of Textiles, Jute Section, Govt. of India dated 2nd May, 2022.
- ii. Cessation of tenure of Smt. Madhavi Agarwal, Non-Official Independent Director w.e.f. 03.02.2023.

Audit Committee

The Audit Committee of your Corporation was constituted in accordance with the provisions of Section 177 of the Companies Act, 2013 read with Rule 5 of Companies (Meetings of Board and its Powers) Rules, 2014 and regulations incidental/ancillary thereto to follow a good corporate practice keeping in view its basic requirement. The Audit Committee comprises of five (5) members and the quorum of the Audit Committee is two members. The present members of the Audit Committee comprises of:

Sl. No.	Name of Directors
1	Smt. Madhavi Agarwal, Non-Official Independent Director - Chairperson (Till 03.02.2023)
2	Shri Bimal Chandra Das Non-Official Director - Chairman (From 29.03.2023)
3	Shri Shashi Ranjan Kumar, Govt. Nominee Director - Member
4	Smt. Prajakta L. Verma, Govt. Nominee Director - Member (From 02.05.2022)
5	Shri Moloy Chandan Chakraborty, Chairman cum Managing Director - Member.



The current composition of the Audit Committee and Meetings attended during the year are as follows:

Name of Director	Designation	Particulars of Audit Committee Meetings held during the year (1 st April, 2022 - 31 st March, 2023)					
		31 st May 2022	15 th Sept. 2022	15 th Nov. 2022	5 th Dec., 2022	31 st Dec., 2022	29 th March 2023
Smt. Madhavi Agarwal, Non-Official Independent Director (Cessation w.e.f. 03.02.2023)	Chairman (till 03.02.2023)	Yes	Yes	Yes	Yes	Yes	NA
Shri Bimal Chandra Das, Non-Official Director	Chairman (from 29.03.2023)	LoA	LoA	LoA	Yes	Yes	Yes
Shri Shashi Ranjan Kumar, AS & FA	Member	Yes	LoA	LoA	LoA	LoA	LoA
Smt. Prajakta L. Verma, JS (Appointment w.e.f. 02.05.2022)	Member	Yes	Yes	LoA	Yes	LoA	Yes
Shri Moloy Chandan Chakraborty, Jute Commissioner, CMD (Addl. Charge)	Member	Yes	Yes	Yes	Yes	Yes	Yes

- ❖ The Audit Committee was reconstituted with the inclusion of Smt. Prajakta L. Verma, Joint Secretary as Member of the Committee.
- ❖ Cessation of the tenure of Smt. Madhavi Agarwal, Non Official Independent Director with effect from 03.02.2023 and thereafter Shri Bimal Chandra Das was designated as Chairman of the Committee w.e.f. 29.03.2023.
- ❖ The Company Secretary shall act as the Secretary to the Committee.

A brief description of the terms of reference of the Audit Committee are:

- a) Examination of the financial statement and auditor's report thereon.
- b) The recommendation for remuneration of auditors of the Company.
- c) Review and monitor the auditors' independence and performance and effectiveness of audit process.
- d) Approval or any subsequent modification of transactions of the Company with related parties.
- e) Scrutiny of inter-corporate loans and investments.
- f) Valuation of undertakings or assets of the company, wherever it is necessary.
- g) Evaluation of internal financial control and risk management system.
- h) Monitoring the end use of funds raised through public offers and related matters, if any.



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General Body Meetings:

		2019-20 (40 th AGM)	2020-21 (41 st AGM)	2021-22 (42 nd AGM)
01	Date	31.12.2020	09.11.2021	31.12.2022
02	Day	Thursday	Tuesday	Saturday
03	Time	03:45 P.M.	03:30 P.M.	12:45 P.M.
04	Venue	Office of the Jute Commissioner, (Through Video Conferencing), C.G.O. Complex, 3rd MSO Building, 4th Floor, DF Block, Salt Lake City, Kolkata – 700064	Ministry of Textiles, Udyog Bhawan, New Delhi-110011.	Registered Office (Through Video Conferencing), Chartered Bank Buildings, 2nd Floor, 4 N. S. Road, Kolkata- 700001

Disclosures

- Disclosures required under the Companies Act, Accounting Standard practice and other Applicable Acts/Rules.
- Employees are free to report of violation of Rules/Regulations to their Supervisors/CVO/CMD.
- The requirements as specified in the applicable guidelines have been complied with as far as possible/ applicable to it.
- Presidential Directives issued by the Central Government have been complied with.
- No expenditure which is not for the purpose of business booked in the Books of Account.
- No expenditure which is personal in nature has been incurred.

a. Other Information

- Board / Audit Committee Meeting and procedure: The information usually placed before the Board includes:
 - Confirmation of the Minutes.
 - Follow up action on decisions taken in the Board Meeting.
 - Updated status report on various issues.
 - Legal Matters.
 - Annual Accounts.
 - Auditors report including Concurrent Auditors' report.
- Agenda for Board/Audit Committee Meetings: On fixation of dates of the Board/Audit Committee Meetings, the Agenda papers are prepared and are circulated to the Directors/Members within a stipulated time. Similarly the draft minutes of the meeting are circulated to the Directors/Members for their consideration and approval.
- Post Meeting Follow up Mechanism: Follow up Reports on decisions recorded in the Minutes of the previous meetings are discussed at the immediately succeeding meeting of the Board/Committee.
- Recording of Minutes at Board/Committee Meetings: The Minutes of the proceedings of each Board/Committee Meetings are recorded by the Company Secretary. The Minutes are subsequently confirmed in the following Meeting of the Board/Committee and entered in the Minutes Book accordingly.

Code of Business Conduct

The Company is committed to conduct its business in accordance with the highest standards of business ethics and comply with all applicable laws, rules and regulations.



VII. DIVIDEND

Since, the Corporation has accumulated loss of ₹356.69 crores as per consolidated Statement of Accounts and accumulated loss of ₹257.67 crores as per Standalone Statement of Accounts of NJMC Ltd. for the financial year ended 31st March 2023.

The Corporation is under the process of closure in pursuance of a decision of the parliament and is suffering continuous loss, also has accumulated losses.

Therefore, your Directors do not recommend any amount as dividend during the year 2022-23.

VIII. TRANSFER TO RESERVES

During the year under review, the Board of Directors does not recommend to transfer any amount to the reserves.

IX. VIGILANCE

Vigilance Awareness Program was observed from 31.10.2022 to 06.11.2022. During the said period, pledge (physical as well as e- pledge) was taken by all the employees of the Corporation to bring transparency in all spheres of activities for the eradication of corruption

During the year under review, Shri Iman Ali Mandal, COO & DGM, NJMC Ltd. was handed over the charge of Part time Chief Vigilance Officer (CVO) w.e.f. 05.10.2018 and continuing since then.

X. PROMOTION OF OFFICIAL LANGUAGE

The Corporation has been making continuous efforts to implement the directives of Official Language Policy of Govt. of India during the year under review.

XI. DIRECTORS' RESPONSIBILITY STATEMENT

As required by Section 134(3) (c) of the Companies Act, 2013, your Directors state that:

- (i) In the preparation of the annual accounts for the year ended 31st March 2023, the applicable accounting standards have been followed alongwith proper explanation relating to material departures;
- (ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March 2023, and of the profit and loss of the Company for that period.
- (iii) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) The Directors had prepared the annual accounts for the year 2022-23 on a going concern basis.
- (v) The Company being unlisted, sub clause (e) of Section 134(5) of the Companies Act, 2013 pertaining to laying down internal financial controls are not applicable.
- (vi) They have devised proper systems to ensure compliance with the provisions of all the applicable laws and that such systems are adequate and operating effectively.



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XII. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

• Board of Directors

Sl. No.	Name	Designation
1.	Shri Moloy Chandan Chakraborty Jute Commissioner and Chairman cum Managing Director (Additional Charge)	Chairman
2.	Shri Shashi Ranjan Kumar, AS & FA	Govt. Nominee Director
3.	Smt. Prajakta L. Verma	Govt. Nominee Director
4.	Smt. Madhavi Agarwal	Non-Official Independent Director
5.	Shri Bimal Chandra Das	Non-Official Director

NOTE:

• Directors

- Smt. Prajakta L. Verma, Joint Secretary has been appointed as Govt. Nominee Director w.e.f. 02.05.2022 vide letter no. 11/25/2014-Jute from Ministry of Textiles, Jute Section, Govt. of India dated 2nd May, 2022
- Cessation of tenure of Smt. Madhavi Agarwal, Non-Official Independent Director w.e.f. 03.02.2023

• Key Managerial Personnel

Ms. Mohini Verma has been appointed as the Company Secretary of the Corporation w.e.f. 1st February, 2022.

XIII. RELATED PARTY TRANSACTIONS

Related Party Transactions made with the Subsidiary companies were exempted being transactions between two government companies and transactions entered between a holding and its Subsidiary Company whose accounts are consolidated with holding company and placed before the shareholders at the general meeting for approval. Hence, Form AOC-2 is not prepared.

There are no materially significant related party transactions made by the Company which may have potential conflict with the interest of the Company.

The Company has not entered into any transaction with the Related Parties in contravention of Section 188 of the Companies Act, 2013.

XIV. RTI ACT, 2005

Your Corporation implemented the Right to Information Act, 2005 with the appointment of a Central Public Information Officer at the Registered Office. The information sought for is provided within stipulated time.

XV. CORPORATE SOCIAL RESPONSIBILITY

During the year under and in the preceding financial years the Corporation has continuous loss and the Cabinet has also approved the closure of the Corporation on 10.10.2018, hence CSR provisions under section 135 of the Companies Act, 2013 and related rules are not applicable to your Corporation.

XVI. DEPOSITS

During the period under review, your Corporation has neither accepted nor renewed any deposits.



XVII. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.

During the year under review, there were no cases filed pursuant to The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

XVIII. ORDERS PASSED BY REGULATORS/COURTS/TRIBUNALS.

- i. Court vide reference AP/89/2022, order dated 28.02.2022 allowed the prayer of injunction of M/s Rajat Engineering in respect to the immovable property of the respondent. The Court also made it clear that *“the order of injunction is restricted to the immovable assets of the respondents except insofar as the usual course of business is concerned”*.

Thereafter, application under Sec 34 of Arbitration Act is filed on 19.04.2022 on the grounds of the illegality of the Award passed by the Ld Arbitration Tribunal against NJMC Ltd.

Then the Opposite Parties has filed an Execution Application being E.C. Case No. 22 of 2023, where the Single Bench of Hon’ble Justice. S. B Saraf vide its order dated 31.01.2023 directed the Corporation to deposit 75% of the awarded sum as cash deposit within the period of six weeks from the date of order issued, with the Registrar, Original Side, Calcutta High Court and the balance amount by way of Bank Guarantee before the Registrar Original Side with any Nationalized Bank with an additional clause of renewal of the Bank Guarantee every year with an increment of 5% per annum and atleast one month before the scheduled date of expiry.

As per the order Hon’ble Justice. S. B Saraf dated 31.01.2023, in the event of the above order of security is carried out by the award debtor, AP/89/2022 shall stand disposed of along with the order passed therein. The orders passed in AP/89/2022 shall also stand vacated.

- ii. The writ petition was filed in Patna High Court (CWJC No. 1850 of 2018) by M/s Rajesh Kumar, a proprietor alleged that they had supplied Jute to NJMC Ltd in 2015 as a result raised claim of Rs. 15,82,609/- which remain unpaid.

Ex-Parte Order was passed on 29.10.2018 to pay outstanding due to the petitioner.

NJMC Ltd. has filed a Review Petition (Civil Revision No. 233 of 2019) before Patna High Court. Hon’ble Patna High Court passed an order on 31.08.2022 and disposed off the review petition, leaving it open to the NJMC Ltd to determine the admitted outstanding dues required to be paid to the opposite party, which in any case, shall be determined and paid within a period of four weeks from the date of /order passed by J. Mohit Kr. Jha.

XIX. MATERIAL CHANGES & COMMITMENTS

Following material changes and commitments have occurred between the end of the financial year to which the financial statements relate and the date of this Report and their impact on financial position of the company is not determinable.

1. NJMC Ltd. paid ₹9,48,000/- in compliance of court order of Civil Revision No. 233 of 2019, CWJ 1850 of 2018 NJMC Ltd. -vs- M/s Rajesh Kumar at Patna High Court on 25.07.2023.
2. NJMC Ltd. received approval on Pre-LMA Report-June 2023 of NBCC (I) Ltd., submitted for verification, assessment and valuation of immovable assets of NJMC Ltd. to initiate the process of disposal of immovable assets of NJMC Ltd.

Separate auctions for each Mill to be initiated starting from the auctioning of identified movable and immovable assets (Buildings & Structures only) of Khardah Mill, followed by the auctioning of identified assets (Buildings & Structures only) of National Mill, Alexandra Mill and Kinnison Mill successively, **“AS IS WHERE IS BASIS AND AS IS WHAT IS BASIS & CLEAN SWEEP**



BASIS” and “NO COMPLAINT BASIS” and “WITHOUT ANY LIABILITY AFTER SALE” and “NO WARRANTY OR GUARANTEE AS TO THE CONDITION OF THE IDENTIFIED ASSETS.” as per approved Special Terms & Conditions.

3. With respect to AP/89/2022, order dated 28.02.2022, NJMC Ltd. has deposited a cheque of ₹8,30,07,307/- dated 21.04.2023 in favour of The Registrar, Original Side, High Court Calcutta. Further, NJMC Ltd. has paid cash security of ₹2,76,69,102/- through Demand draft issued dated 02.08.2023 in favour of Registrar, Original Side, Calcutta High Court and respondent cost of ₹20,000/- was paid through cheque dated 10.08.2023 in the favour of M/s Rajat Engineering in compliance of Court order.
4. A Writ petition No. 4751 of 2023, “Sushil Kumar Thard vs NJMC Ltd.” before the Hon’ble Calcutta High Court. Where, NJMC Ltd. to quash the order withholding Rs. 2.20 crores pre-bid earnest money deposited by the agency and refund the same within 21 days from the date of judgment.

Aggrieved with the judgment, NJMC Ltd. has filed MAT No. 2068 of 2023, (NJMC Ltd. vs Sushil Kr. Thard), before the Hon’ble Division Bench of Calcutta High Court. The matter was heard on 17.10.2023, NJMC Ltd. was directed for compliance of the direction of the Learned Single Bench and extended the time by a period of 21 days from the date of order. NJMC Ltd. has filed a Special Leave Petitions (SLP) No. 25436 of 2023 (Diary No. 46006 of 2023), NJMC Ltd. vs Sushil Kr. Thard before the Hon’ble Supreme Court on 03.11.2023, against the Judgment passed by the Learned Division Bench of Hon’ble Calcutta High Court.

Supreme Court has dismissed the matter on 28.11.2023

XX. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

As required to be disclosed under the Companies Act, details relating to conservation of energy, technology absorption and foreign exchange earnings and outgo are given in the Annexure-I attached hereto and forms part of this Report.

XXI. EXTRACT OF ANNUAL RETURN

The details forming part of the Extract of Annual Return in form MGT-9 as required under Section 92 of the Companies Act 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014 is annexed herewith as Annexure-II and forms part of this report.

XXII. RESERVATION FOR SCHEDULED CASTES, SCHEDULED TRIBES AND OTHER BACKWARD COMMUNITIES

Government of India has approved the closure of the Corporation on 10.10.2018. At present no permanent employee exists in the roll of the company, thus the above is not applicable.

XXIII. HUMAN RESOURCE POLICY AND INDUSTRIAL RELATIONS

In view of ongoing closure of the Corporation, NJMC Ltd. was suggested to operate the business with Contractual manpower, accordingly manpower are engaged on contractual basis. The recruited manpower is selected through agencies/ service providers and in conformity with the PSU selection process of open advertisement to get the best pool of manpower.

XIV. STATUTORY AUDITORS

M/s. R. K. Patodi & Co, Chartered Accountants, Kolkata has been appointed as the Statutory Auditors by the Comptroller And Auditor General of India for the financial year 2022-23 pursuant to the provisions of Section 139 of the Companies Act, 2013 and applicable rules there under as amended from time to time.



Your Corporation is not required to conduct Cost Audit pursuant to Section 148 of the Companies Act, 2013 in view of the ongoing closure of the Corporation and the Company has stopped all its production.

XXV. AUDIT OBSERVATIONS AND COMMENTS

During the year under review, the observations made by the statutory auditors are self explanatory and do not call for further comments under section 134 (3) (f) of the Companies Act, 2013.

XXVI. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Corporation has an internal control system in place which is reviewed periodically. As a measure of internal control, the management has in place Internal Audit which is conducted by a team of Chartered Accountants every year.

XXVII. REVIEW OF ACCOUNTS BY COMPTROLLER & AUDITOR GENERAL OF INDIA

The Comptroller and Auditor General of India, has reviewed the accounts of your company and their comments has been placed in Annexure III.

XXVIII. ACKNOWLEDGEMENT:

Your Directors are grateful to the various Ministries of the Government of India particularly the Ministry of Textiles, Ministry of Finance and the Department of Public Enterprise for their support and guidance to the company from time to time. They are also thankful for the co-operation received from the Government of West Bengal and Bihar. The Directors also place on record the continued association and support received from Company's Bankers, C&AG, Statutory Auditors and all its employees.

For and on behalf of the Board of Directors

(Prajakta L. Verma)
Director
DIN: 05117895

(Bimal Chandra Das)
Director
DIN: 09485570

Place : New Delhi
Date : 19.12.2023



NATIONAL JUTE MANUFACTURES CORPORATION LTD.

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part “A”: Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in ₹)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	Birds Jute & Exports Ltd.
2.	The date since when subsidiary was acquired	29.09.1986
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA
5.	Share capital	3948000
6.	Reserves & surplus	(151087000)
7.	Total assets	90343000
8.	Total Liabilities	15972665000
9.	Investments	NIL
10.	Turnover	NIL
11.	Profit before taxation	(33324000)
12.	Provision for taxation	NIL
13.	Profit after taxation	(33324000)
14.	Proposed Dividend	NIL
15.	% of shareholding	58.92

(Prajakta L. Verma)
Director
DIN: 05117895

(Bimal Chandra Das)
Director
DIN: 09485570

(Mohini Verma)
Company Secretary
ACS : 52405



ANNEXURE - I

Disclosure of particulars with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo.

A. Conservation of energy:

As the Corporation has received the Union Cabinet approval for the closure dated 10th October, 2018 the conservation of energy clause has lost its relevancy with the discontinue of operation and closure of all mills.

B. Technology Absorption

As the Corporation has received the Union Cabinet approval for the closure dated 10th October, 2018 the technology absorption clause has lost its relevancy with the discontinue of operation and closure of all mills.

C. Foreign exchange Earnings and outgo

There were no foreign exchange earnings or outgo during the year under review.

For and on behalf of the Board of Directors

(Prajakta L. Verma)
Director
DIN: 05117895

(Bimal Chandra Das)
Director
DIN: 09485570

Place : New Delhi

Date : 19.12.2023



NATIONAL JUTE MANUFACTURES CORPORATION LTD.

ANNEXURE - II

Form No: MGT-9

Extract of Annual Return as on financial year ended 31.03.2023

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management & Administration) Rules, 2014

I. REGISTRATION AND OTHER DETAILS

i)	CIN	U17232WB1980GOI032768
ii)	Date of Registration	03/06/1980
iii)	Name of the company	National Jute Manufactures Corporation Limited
iv)	Category/sub. Category of the company	Company Limited by Shares/ Union Government Company
v)	Address of the Registered office and contact details	Chartered Bank Buildings, 4, N. S. Road, 2 nd Floor, Kolkata-700 001. Telephone: 033-22306434
vi)	Whether listed	No
vii)	Name Address and contact Details of Registrar an Transfer Agent, of any	NA

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the Turnover shall be stated

All the six (6) mills of the Company are not in operation which has resulted in nil production during the year 2022-23.

Sl No.	Name and Description of the main products/services	NIC Code of the Product/ Service	% of total turnover of the Company
1.	N.A.	N.A.	N.A.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	BIRDS JUTE & EXPORTS LIMITED	U17232WB1904GOI001579	Subsidiary Company	59%	2(87)



IV. SHARE HOLDING PATTERN

(Equity Share Capital Breakup as Percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total
A. Promoters							
(1) Indian							
a) Individual/ HUF	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Central Govt.	Nil	557974	557974	100	Nil	557974	557974
c) State Govt. (s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any Other....	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub Total (A)(1):-	Nil	557974	557974	100	Nil	557974	557974
(2) Foreign							
a) NRIs – Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Other – Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Bodies Corp	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Any Other	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub Total (A)(2):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	Nil	557974	557974	100	Nil	557974	557974
							100
							Nil



NATIONAL JUTE MANUFACTURES CORPORATION LTD.

Category of Shareholders		No. of Shares held at the beginning of the year				No. of Shares held at the end of the year			% change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total Shares	
B.	Public Shareholding								
	1. Institutions								
	a)	Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	b)	Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	c)	Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	d)	State Govt(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	e)	Venture Capital Fund	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	f)	Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	g)	FIIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	h)	Foreign Venture Capital Fund	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	i)	Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Sub Total (B)(1)		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	2. Non-Institutions								
	a)	Bodies Corp.							
		i) Indian	Nil	Nil	Nil	Nil	Nil	Nil	Nil
		ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil



Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total Shares	% of Total Shares	
3. Individuals									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
4. Other (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub Total (B)(2):-	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total Public Shareholding (B) = (B)(1) + (B)(2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	Nil	557974	557974	100	Nil	557974	557974	100	Nil



NATIONAL JUTE MANUFACTURES CORPORATION LTD.

(ii) Shareholding of Promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the year			No. of Shares held at the end of the year			% change during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	
1.	President of India	557974	100	Nil	557974	100	Nil	Nil
	Total	557974	100	Nil	557974	100	Nil	Nil

❖ The Company is a wholly owned Govt. Company, out of the total shareholding of 557972 equity shares are held by the Nominee of Hon'ble President of India and rest 2 no. of shares are held by nominated officials of Ministry of Textiles, Govt. of India.

(iii) Change in Promoters' Shareholding

(Please specify, if there is no change)-No Change

Sl No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
	At the beginning of the year	557974	100	557974	100
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year	557974	100	557974	100



(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

SI No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
	President of India				
	At the beginning of the year	557974	100	557974	100
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the year	557974	100	557974	100

(v) Shareholding of Directors and Key Managerial Personnel:

SI No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	Nil	Nil	Nil	Nil
	At the End of the year (or on the date of separation, if separated during the year	Nil	Nil	Nil	Nil



NATIONAL JUTE MANUFACTURES CORPORATION LTD.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment
(₹ in Crores)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	218.52	
ii) Interest due but not paid	-	-	13.09	
iii) Interest accrued but not due	-	-	-	
Total (i + ii + iii)	-	-	231.61	
Change in Indebtedness during the financial year				
Addition	-	-	-	
Reduction	-	-	-	
Net Change	-	-	3.05	
Indebtedness at the end of the financial year:				
i) Principal Amount	-	-	218.52	
ii) Interest due but not paid	-	-	16.14	
iii) Interest accrued but not due	-	-	-	
Total (i + ii + iii)	-	-	234.66	

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Your Corporation being a Central Public Sector Enterprise (Government Company), the appointment of Directors is made by the Govt. of India. Remuneration to the functional directors is made as per terms of their appointment by Govt. of India. During the year the remuneration paid to Non-Official Independent Director is ₹ 10,000/- per Meeting by way of sitting fees and Key Managerial Personnel (Company Secretary) is ₹ 4.60 lacs.

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

There were no penalties / punishments / compounding of offences for breach of any section of the Companies Act, 2013 against the Company, its Directors or other officers in default, during the financial year ended March 31, 2023.

For and on behalf of the Board of Directors

(Prajakta L. Verma)
Director
DIN: 05117895

(Bimal Chandra Das)
Director
DIN: 09485570

Place : New Delhi
Date : 19.12.2023