



BANNARI AMMAN SUGARS LIMITED

Regd. Office : 1212, Trichy Road Coimbatore - 641 018 Tamilnadu India
Phone : 91 - 422 - 2204100 Fax : 2309999 (Sales) 2204222 (Purchase) 2204233 (Accounts)
E-Mail : bascbe@bannari.com Website : www.bannari.com CIN : L15421TZ1983PLC001358

SEC/MAIL/2020

01.08.2020

National Stock Exchange of India Ltd Exchange Plaza C-1, Block G Bundera-Kurla Complex, Bandra (E) Mumbai 400051	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001
NSE CODE : BANARISUG ISIN No. : INE459A01010	BSE CODE : 500041 ISIN No. : INE459A01010

Sub: Notice of AGM and Annual Report for the Financial Year 2019-20

With reference to the above, we wish to submit the following:

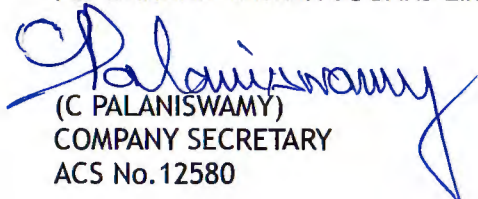
1. The 36th Annual General Meeting (AGM) of the company will be held on Wednesday, the 2nd September, 2020 at 3.30 P.M through Video Conferencing (VC)/Other Audio Visual Means (OAVM);
2. The Register of Members and Share Transfer Books of the company will remain closed from Thursday, the 27th August, 2020 to Tuesday, the 2nd September, 2020 (both days inclusive);
3. The cut-off date for reckoning voting of the members is 26.08.2020 and remote e-voting will be available from 29.08.2020 (9.00 am) to 01.09.2020 (5.00 pm). Voting at the AGM also available through e-voting;
4. The company has engaged Central Depository Services (India) Limited (CDSL) for providing remote e-voting facility;
5. Pursuant to Regulation 34 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the 36th Annual Report containing Notice of AGM, Audited financial statements, Directors' Report, Management Discussion & Analysis Report and other disclosures as specified under the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.

Kindly note that the soft copies of the Notice and Annual Report 2019-20 is being dispatched to the members of the company through e-mail.

Kindly take this on your record.

Thanking you,

Yours faithfully,
For BANNARI AMMAN SUGARS LIMITED


(C PALANISWAMY)
COMPANY SECRETARY
ACS No.12580

Encl:



BANNARI AMMAN SUGARS LIMITED



Annual Report 2019 - 2020

Motto

Strive to perform best at all times

Objectives

Our endeavour is to

- ❖ Identify and improve the processes to have a continuous upgradation of the quality of the end products
- ❖ Serve in the best interest of cane growers and shareholders
- ❖ Maximise productivity by optimising all inputs
- ❖ Expand and diversify utilising by-products in a planned manner

Contents

Page No

Corporate Information	1
Notice to Shareholders	2
Report of the Board of Directors	13
Corporate Governance & Management Discussion and Analysis Report	21
Auditors' Certificate on Corporate Governance	39
Business Responsibility Report	43
Secretarial Audit Report	63
Independent Auditors' Report to the Members	66
Balance Sheet	74
Statement of Profit and loss	75
Cash Flow Statement	76
Statement of changes in Equity	78
Notes Forming part of the Financial Statements	79
Financial Performance - Year Wise	120



CORPORATE INFORMATION

BOARD OF DIRECTORS

Sri S V Balasubramaniam (DIN : 00002405)	Chairman
Sri B Saravanan (DIN : 00002927)	Managing Director
Sri M P Vijayakumar (DIN : 05103089)	Independent Non-Executive Director
Sri E P Muthukumar (DIN : 00003740)	Independent Non-Executive Director
Sri A K Perumalsamy (DIN : 00313769)	Independent Non-Executive Director
Sri T Gundan (DIN : 00624804)	Independent Non-Executive Director
Dr Radha Ramani (DIN : 07083381)	Independent Non-Executive Woman Director

COMPANY SECRETARY

Sri C Palaniswamy

CHIEF FINANCIAL OFFICER

Sri M Ramprabhu

BOARD COMMITTEES

AUDIT COMMITTEE

Sri M P Vijayakumar	Chairman
Sri T Gundan	Member
Sri E P Muthukumar	Member

NOMINATION AND REMUNERATION COMMITTEE

Sri M P Vijayakumar	Chairman
Sri T Gundan	Member
Sri E P Muthukumar	Member

STAKEHOLDERS' COMMITTEE

Sri T Gundan	Chairman
Sri S V Balasubramaniam	Member
Sri M P Vijayakumar	Member
Sri A K Perumalsamy	Member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Sri M P Vijayakumar	Chairman
Sri S V Balasubramaniam	Member
Sri T Gundan	Member
Dr Radha Ramani	Member

RISK MANAGEMENT COMMITTEE

Sri M P Vijayakumar	Chairman
Sri S V Balasubramaniam	Member
Sri B Saravanan	Member
Sri T Gundan	Member

AUDITORS

M/s P K Nagarajan & Co Chartered Accountants

INTERNAL AUDITORS

M/s B M & Associates Chartered Accountants

M/s Nandakumar & Sundaran Chartered Accountants

COST AUDITORS

Sri M Nagarajan Cost Accountant

SECRETARIAL AUDITORS

M/s C Thirumurthy & Associates Company Secretaries

BANKERS

Punjab National Bank
Canara Bank
The Federal Bank Limited
The Karur Vysya Bank Limited
Indian Overseas Bank
State Bank of India
Bank of India
AXIS Bank Limited
ICICI Bank Limited
HDFC Bank Limited

REGISTERED OFFICE

1212 Trichy Road E-mail: shares@bannari.com
Coimbatore - 641 018 Website: www.bannari.com
Tel: 0422: 2204100 CIN: L15421TZ1983PLC001358
Fax: 0422 - 2309999

REGISTRAR AND SHARE TRANSFER AGENT

M/s Cameo Corporate Services Limited
"Subramanian Building" Tel: 044 - 28460395
Club House Road Fax: 044 - 28460129
Chennai - 600 002 E-mail: investor@cameoindia.com
CIN: U67120TN1998PLC041613

LISTING OF EQUITY SHARES

BSE Limited

Phiroze Jeejeebhay Towers, Dalal Street, Mumbai - 400 001
Stock Code: 500041 ISIN : INE459A01010

National Stock Exchange of India Limited

"Exchange Plaza", Bandra - Kurla Complex, Bandra (E),
Mumbai - 400 051
Stock Code: BANARISUG ISIN : INE459A01010

36th ANNUAL GENERAL MEETING (AGM)

Wednesday 2nd September, 2020 at 3.30 p.m.
AGM through Video Conferencing / Other
Audio Visual Means (VC/OAVM)



Notice to Shareholders

NOTICE is hereby given that the THIRTY SIXTH (36TH) ANNUAL GENERAL MEETING of the Members of BANNARI AMMAN SUGARS LIMITED ("the Company") will be held on Wednesday the 2nd day of September 2020 at 3.30 PM through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following businesses:

Ordinary Business

1. Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors thereon

To consider and if thought fit to pass the following resolution as an **Ordinary Resolution**:

RESOLVED that the audited financial statements of the company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon as circulated to the members be and are hereby adopted.

2. Declaration of Dividend

To consider and if thought fit to pass the following resolution as an **Ordinary Resolution**:

RESOLVED that a dividend at the rate of Rs.10/- (Rupees ten only) per equity share as recommended by the Board of Directors be and is hereby declared on 1,25,39,700 equity shares of Rs.10/- each for the year ended March 31, 2020 and that the same be paid to the members whose names appeared in the Register of Members of the company as on 2nd September, 2020 and in the Register of beneficial owners maintained by the depositories as at the close of business hours on 26th August, 2020.

3. Appointment of Director who retires by rotation

To consider and if thought fit to pass the following resolution as an **Ordinary Resolution**:

RESOLVED that Sri B Saravanan, Director (DIN:00002927) who retires by rotation and being eligible for re-appointment be and is hereby re-appointed as Director of the Company.

Special Business

4. Re-appointment of Dr Radha Ramani as Independent Director

To consider and if thought fit to pass the following resolution as a **Special Resolution**:

RESOLVED that pursuant to the provisions of Sections 149,152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1A) and other applicable regulations of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) Dr Radha Ramani (DIN: 07083381) who was appointed as an Independent Director at the 31st Annual General Meeting of the Company and holds such office upto 22nd September, 2020 and who is eligible for re-appointment on passing of Special Resolution be and is hereby re-appointed as an Independent Director of the company, not liable to retire by rotation and to hold office for a second term of 5 (Five) consecutive years from 23rd September, 2020 to 22nd September, 2025

5. Re-appointment of Sri SV Balasubramaniam as Chairman

To consider and if thought fit to pass the following resolutions as **Special Resolutions**:

RESOLVED that pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions if any of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17(6)(e) and other applicable Regulations if any of SEBI (Listing obligations and Disclosure Requirements)

Regulations 2015 approval of the members be and is hereby accorded to the re-appointment of Sri S V Balasubramaniam (DIN : 00002405) as Chairman of the company with substantial powers of management for a further period of five years with effect from 02.06.2020 on such remuneration and terms as set out in the statement annexed to the notice convening the meeting with the liberty to the Board of Directors (the term "Board" includes Nomination and Remuneration Committee of Directors) to alter or vary the remuneration and terms of the said re-appointment and/or remuneration as it may deem fit and as may be acceptable to Sri S V Balasubramaniam subject to the same not exceeding the limit specified under Schedule V of the Companies Act 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER that the Board of Directors be and is hereby authorized to do all such acts as may be necessary proper or expedient to give effect to this resolution.

6. Re-appointment of Sri B Saravanan as Managing Director

To consider and if thought fit to pass the following resolutions as **Special Resolution:**

RESOLVED that pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions if any of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17(6)(e) and other applicable Regulations if any of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 approval of the

members be and is hereby accorded to the re-appointment of Sri B Saravanan (DIN : 00002927) as the Managing Director of the company for a further period of five years with effect from 02.06.2020 on such remuneration and terms as set out in the statement annexed to the notice convening the meeting with the liberty to the Board of Directors (the term "Board" includes Nomination and Remuneration Committee of Directors) to alter or vary the remuneration and terms of the said re-appointment and/or remuneration as it may deem fit and as may be acceptable to Sri B Saravanan subject to the same not exceeding the limit specified under Schedule V of the Companies Act 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER that the Board of Directors be and is hereby authorized to do all such acts as may be necessary proper or expedient to give effect to this resolution.

7. Ratification of Remuneration payable to Cost Auditor

To consider and if thought fit to pass the following resolution as an **Ordinary Resolution:**

RESOLVED that pursuant to Section 148 and other applicable provisions if any of the Companies Act 2013 and the Rules made there under and pursuant to the recommendations of the Audit Committee of the Board the remuneration of Rs.2,00,000/- (Rupees two lakhs only) (plus applicable GST and out of pocket expenses if any for purpose of audit) payable to Sri M Nagarajan (Membership No.F-6384) Cost Accountant as approved by the Board of Directors for conducting the audit of Cost Accounting Records of the company for the financial year ending 31st March 2021 be and is hereby ratified and confirmed.

Coimbatore
24.06.2020

By order of the Board
C PALANISWAMY
Company Secretary



NOTE

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item Nos. 4 to 7 to be transacted at the Annual General Meeting as set out in the notice is annexed hereto. Additional information pursuant to applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial standards on General Meetings issued by the Institute of Company Secretaries of India in respect of Directors seeking appointment / re-appointment at this Annual General Meeting is furnished as Annexure to the Notice.
2. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies are being conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 without physical presence of members at common venue. The forthcoming AGM will thus be held through video conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
3. The Members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, **the facility to appoint proxy to attend and cast vote for the members is not available for this AGM.** Hence attendance slip and proxy forms are not attached to the notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020. Notice of AGM along with the 36th Annual Report is being sent only through electronic mode to those members whose e-mail addresses are registered with the company/depositories. The Notice calling the AGM has been uploaded on the website of the Company at www.bannari.com. The Notice can also be accessed from the websites of BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com). The AGM Notice is disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com. Members who have not registered their e-mail addresses so far are requested to register the same to enable the company to send all communications including Annual Report, Notices, Circular etc. in electronic mode.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended) and MCA Circulars dated April 08, 2020, April 13, 2020 and

May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

8. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday 27th August, 2020 to Wednesday 2nd September, 2020 (both days inclusive).
9. Dividend recommended by the Board of Directors, if approved by the Members at the ensuing Annual General Meeting, will be credited / dispatched between 5th September, 2020 and 25th September, 2020 to those members whose names appear on the Register of Members as on 2nd September, 2020. In respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership furnished by the National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as at the close of business hours on 26th August, 2020.
10. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants (DPs). The address/ bank mandate as furnished to the Company by the respective Depositories Viz., NSDL and CDSL will be printed on the dividend warrants. Members holding shares in physical form are requested to inform the changes in address/mandate/bank details directly to the Registrar and Share Transfer Agent. Members who have not furnished the details of bank accounts so far are requested to furnish the details to their respective DPs or to the Registrar and Transfer Agent as the case may be to enable the company to make dividend payments.
11. Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting to the Company Secretary.
12. The Company has transferred the unpaid or unclaimed dividends upto the financial year 2011-2012 to the Investor Education and Protection Fund (the IEPF) established by the Central Government. The Company has uploaded the details of unpaid and unclaimed dividend amounts lying with the Company as on 12th September, 2019 (date of last Annual General Meeting) on the website of the Company (www.bannari.com) and also on the website of the Ministry of Corporate Affairs www.iepf.gov.in.
13. As required under section 124(6) read with IEPF Rules as amended, all the shares in respect of which dividend remains unpaid / unclaimed for seven consecutive years have been transferred to IEPF Authority.
14. The notice of AGM and Annual Report 2019-20 will be available on the Company's website at the link:<https://www.bannari.com/investorinformation.html>.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER

- 1) The voting period begins on 29th August, 2020 at 9.00 am and ends on 1st September 2020 at 5.00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 26th August 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- 2) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- 3) The shareholders should log on to the e-voting website www.evotingindia.com.
- 4) Click on "Shareholders" module.



- 5) Now enter your User ID
 - i) For CDSL: 16 digits beneficiary ID,
 - ii) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - iii) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 6) Next enter the Image Verification as displayed and Click on Login.
- 7) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 8) If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> ● Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> ● If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction.

- 9) After entering these details appropriately, click on "SUBMIT" tab.
- 10) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 11) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 12) Click on the Electronic Voting Sequence Number (EVSN) relevant for "BANNARI AMMAN SUGARS LIMITED" on which you choose to vote.
- 13) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 14) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 15) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

- 16) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 17) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 18) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 19) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- 20) Note for Non - Individual Shareholders and Custodians:
 - ❖ Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - ❖ A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - ❖ After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - ❖ The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - ❖ A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available

at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800225533.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE

1. For Physical shareholders, please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.
3. The company/RTA shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders /members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the Electronic Voting Sequence Number (EVSN) of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.



4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
5. **Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number through company email id shares@bannari.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number through shares@bannari.com. These queries will be replied to by the company suitably by email.**
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-

Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

SCRUTINIZER AND RESULTS

- 1) M/s C Thirumurthy & Associates, Company Secretaries, have been appointed as the Scrutinizer to Scrutinize the e-voting process in a fair and transparent manner.
- 2) The Scrutinizer shall immediately after the conclusion of AGM unblock the votes casted through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report forthwith to the Chairman of the Company.
- 3) The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.bannari.com and on the website of CDSL www.cdslindia.com immediately after the result is declared by the company and communicated to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item No.4**

Dr Radha Ramani (DIN: 07083381) was appointed as Independent Director of the company at the 31st Annual General Meeting of the company held on 23rd September, 2015 for a consecutive period of five years (first term) and she holds office as Independent Director of the Company upto 22nd September, 2020.

Pursuant to the provisions of Section 149 (10) read with 149(11) of the Companies Act, 2013, the Independent Director may hold office for two consecutive term of 5 (five) consecutive years each. She is eligible for re-appointment upon completion of the first term on passing of special resolutions by the company and disclosure of such appointment in the report of the Board of Directors. She shall meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board of Directors, the aforesaid Director fulfill the conditions laid down in the Companies Act 2013 read with rules made there under and other applicable regulations.

Dr Radha Ramani is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and given her consent to act as Director. The company has also received declaration from the aforesaid Director that she met the criteria of independence as prescribed in Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The Nomination and Remuneration Committee on the basis of the report of the performance evaluation of Independent Directors, has recommended the re-appointment of Dr Radha Ramani as Independent Woman Director for a second term of 5 (five) consecutive years on the Board of Directors of the company. The above Independent Director of the company is not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board i.e. from 23rd September, 2020 to 22nd September, 2025.

The Board of Directors based on the performance evaluation of the above Independent Director and as per the recommendation of the Nomination and Remuneration Committee and considering the experience and contribution made by the above Director during her tenure recommended the proposal of re-appointment of above Independent Director.

The Board also felt that the core skills / expertise / competencies of the above Independent Director would be required for the Company in the context of its businesses and sector to function effectively.

Pursuant to Regulation 17 (1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Dr. Radha Ramani, aged 71 years would continue to hold her Directorship even after attaining the age of 75 years. Her continuation is justified by the Board. In the opinion of the Board her continued association would be beneficial to the company.

The Board recommends the Special Resolutions set out in Item No.4 of the notice for the approval of shareholders.

Copy of the draft letter of re-appointment setting out the terms and conditions are available for inspection by the members at the registered office of the company and at the companies website www.bannari.com.

Except Dr Radha Ramani none of the other Directors/Key Managerial Personnel of the company or their relatives are in any way concerned or interested in the proposed special resolutions.

Item No.5

The Board of Directors at its meeting held on 27.05.2020 has re-appointed Sri S V Balasubramaniam as Chairman of the Company with substantial powers of management for a further period of five years with effect from 02.06.2020 on the recommendation of Nomination and Remuneration Committee.



Sri S V Balasubramaniam aged 80 years has more than 55 years experience in sugar industry He was the President of South Indian Sugar Mills Association (SISMA) Tamilnadu and Karnataka and was the President of the Indian Sugar Mills Association (ISMA) Sri S V Balasubramaniam has been actively involved in the affairs of the company right from incorporation of the company and served as the Managing Director from 09.10.1985 till 01.06.2010 and thereafter as the Chairman of the company with substantial powers of management. The company has achieved substantial growth under his leadership Considering his experience and involvement in the affairs of the company the Nomination and Remuneration Committee has recommended the re-appointment of Sri S V Balasubramaniam as the Chairman with substantial powers of Management for a further period of five years with effect from 02.06.2020.

The remuneration and terms of re-appointment of Sri S V Balasubramaniam are as under:

SALARY

Rs.6,00,000/- per month (Rupees Six Lakhs) only.

PERQUISITES:

As may be decided by the Board of Directors of a value not exceeding annual salary.

COMMISSION

3% (three percent) commission on the net profits of the company, subject to the maximum ceiling specified in Section I of Part II of Schedule V to the Companies Act, 2013.

In the case of absence or inadequacy of profits for any financial year, Sri S V Balasubramaniam shall be paid remuneration in accordance with Section II of Part II of Schedule V of the Companies Act, 2013.

The company's contribution to Provident Fund, Superannuation or annuity fund to the extent these singly or put together are not taxable under the Income Tax Act, gratuity payable and encashment of leave at the end of the tenure as per the rules of the company shall not be included for the purpose of computation of the overall ceiling of remuneration.

Pursuant to the provisions of the Sections 196, 197, 203 and Schedule V and other applicable provisions if any of the Companies Act 2013 and Rules made thereunder the re-appointment of Sri S V Balasubramaniam as Chairman shall be subject to the approval of members by special resolution. More over pursuant to Regulation 17(6) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in case of annual remuneration payable to executive directors who are promoters or members of the promoter group exceeds Rs.5 Crores or 2.5 % of the net profits of the company whichever is higher requires Special Resolution in General Meeting. Sri S V Balasubramaniam is the promoter of the Company. Hence, necessary special resolutions are placed before the members for their approval.

Sri S V Balasubramaniam has affirmed that he is not debarred from holding office of Director by virtue of any SEBI order or any such authority and not disqualified from being appointed as Chairman of the company with substantial powers of Management.

The Board recommends the Special Resolutions set out in Item No.5 of the notice for the approval of shareholders.

None of the Directors, Key Managerial Personnel or their relatives except Sri S V Balasubramaniam and Sri B Saravanan is in any way concerned or interested in the proposed special resolutions.

Item No.6

The Board of Directors at its meeting held on 27.05.2020 has re-appointed Sri B Saravanan as the Managing Director of the Company for a further period of five years with effect from 02.06.2020 on the recommendation of Nomination and Remuneration Committee.

Sri B Saravanan aged 47 years has more than 20 years experience in sugar industry Considering his experience and involvement in the affairs of the company the Nomination and Remuneration Committee has recommended the re-appointment of Sri B Saravanan as Managing Director for a further period of five years with effect from 02.06.2020

The remuneration and terms of re-appointment of

Sri B Saravanan are as under:

SALARY

Rs.5,00,000/- per month (Rupees Five Lakhs) only.

PERQUISITES

As may be decided by the Board of Directors of a value not exceeding annual salary.

COMMISSION

2% (two percent) commission on the net profits of the company, subject to the maximum ceiling specified in Section I of Part II of Schedule V to the Companies Act, 2013.

In the case of absence or inadequacy of profits for any financial year, Sri B Saravanan shall be paid remuneration in accordance with Section II of Part II of Schedule V of the Companies Act, 2013.

The company's contribution to Provident Fund, Superannuation or annuity fund to the extent these singly or put together are not taxable under the Income Tax Act, gratuity payable and encashment of leave at the end of the tenure as per the rules of the company shall not be included for the purpose of computation of the overall ceiling of remuneration.

Sri B Saravanan is also the Managing Director of M/s Shiva Distilleries Private Limited His remuneration is subject to the limits specified in Section V of Part II of Schedule V to the Companies Act 2013.

Pursuant to the provisions of the Sections 196, 197, 203 and Schedule V and other applicable provisions if any of the Companies Act 2013 and Rules made thereunder the re-appointment of Sri B Saravanan as Managing Director shall be subject to the approval of members. More over pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in case of annual remuneration payable to executive directors who are promoters or members of the promoter group exceeds Rs.5 crores or 2.5 % of the net profits of the company whichever is higher or where there is more than

Coimbatore
24.06.2020

one such director, the aggregate annual remuneration to such directors exceeds five per cent of the net profits of the company requires Special Resolution in General Meeting. Sri B Saravanan is a member of promoter group. Hence necessary special resolutions are placed before the members for their approval.

Sri B Saravanan has affirmed that he is not debarred from holding office of Director by virtue of any SEBI order or any such authority and not disqualified from being appointed as Managing Director.

The Board recommends the Special Resolutions set out in Item No.6 of the notice for the approval of shareholders.

None of the Directors Key Managerial Personnel or their relatives except Sri S V Balasubramaniam and Sri B Saravanan is in any way concerned or interested in the proposed special resolutions.

Item No.7

The Board of Directors on the recommendation of the Audit Committee has approved the appointment of Sri M Nagarajan Cost Accountant as Cost Auditor to conduct audit of cost records of the company for the financial year ending March 31, 2021 and fixed his remuneration at Rs.2,00,000/- (Rupees two lakhs only) plus reimbursement of actual out of pocket expenses.

In accordance with the provisions of Section 148 of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules 2014 the remuneration payable to the cost auditor has to be ratified by the members of the company.

Accordingly, consent of the shareholders is sought for passing an ordinary resolution as set out at Item No. 7 of the notice. The Board recommends the Ordinary Resolution set out in Item No.7 of the notice for the approval of the shareholders.

None of the Directors Key Managerial Personnel or their relatives is in any way concerned or interested in the proposed ordinary Resolution.

By order of the Board
C PALANISWAMY
Company Secretary



In terms of Regulation 36(3) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 read with Secretarial Standard on General Meeting a brief profile of the Directors proposed to be re-appointed is given below:

Dr Radha Ramani

Dr Radha Ramani (DIN 07083381) aged 71 years is a Doctor in profession and she has more than 48 years experience in implementing and administering social philanthropic projects.

She is a Member of Corporate Social Responsibility Committee of Bannari Amman Sugars Limited.

She does not hold any equity shares in the company and she is not related to any of the Directors

Sri S V Balasubramaniam

Sri S V Balasubramaniam (DIN 00002405) aged 80 years has been the Managing Director of the company since 09.10.1985 and he was designated as the Chairman of the company with substantial powers of management with effect from 02.06.2010. He has more than 55 years experience in sugar industry. He was the President of South Indian Sugar Mills Association (SISMA) Tamil Nadu and Karnataka and was President of Indian Sugar Mills Association.

He is the Chairman of following private companies viz (1) Annamallai Enterprise (P) Ltd (2) Annamallai Estates (P) Ltd (3) Bannari Amman Enterprises (P) Ltd (4) Bannari Amman Exports (P) Ltd (5) Bannari Amman Finance (P) Ltd (6) Bannari Enterprises (P) Ltd (7) BIT Techno Products (P)

Ltd (8) Kandiamman Enterprise (P) Ltd (9) Kerala Alcoholic Products (P) Ltd (10) Kumaraguru Enterprise (P) Ltd (11) Mehru Enterprises (P) Ltd (12) Mylvagana Enterprises (P) Ltd (13) Shiva Cargo Movers (P) Ltd (14) Shiva Distilleries (P) Ltd (15) Shiva Hi-Tech Infrastructure (P) Ltd (16) Soundaram Enterprise (P) Ltd (17) SVB Enterprise (P) Ltd (18) SVB Holdings (P) Ltd and (19) Velmuruga Enterprises (P) Ltd. He is a member of Corporate Social Responsibility Committee Risk Management Committee and Stakeholders' Committee of Bannari Amman Sugars Limited.

He holds 1056232 equity shares in the company and he is related to Sri B Saravanan Managing Director of the company as father.

Sri B Saravanan

Sri B Saravanan (DIN 00002927) aged 47 years was appointed as Joint Managing Director of the company from 05.07.2000. He is the Managing Director of the company with effect from 02.06.2010, He is in-charge of the entire operations of the company. He has more than 20 years experience in sugar industry.

He is also the Managing Director of Shiva Distilleries (P) Limited and Director of (1) Bannari Amman Exports (P) Ltd, (2) BIT Techno Products (P) Ltd, (3) Kerala Alcoholic Products (P) Ltd, (5) Shiva Cargo Movers (P) Ltd and (6) SVB Holdings (P) Ltd.

He is a member of the Risk Management Committee of Bannari Amman Sugars Limited.

He holds 175758 equity shares in the company and he is related to Sri S V Balasubramaniam Chairman of the company as son.

Note : The details of number of Board Meetings attended, remuneration paid etc., are available in the Annexures to Directors' Report.

Report of the Board of Directors

Dear members

Your Directors have pleasure in presenting the 36th Annual Report of the company together with audited financial statements for the year ended 31st March 2020.

(₹ in lakhs)

Financial Results	Financial Year	
	2019-20	2018-19
Profit for the year before depreciation	19098.42	15961.35
Less : Depreciation	6494.04	6677.49
Profit Before Tax	12604.38	9283.86
Less: Provisions: Current Tax	2170.60	1947.42
Deferred Tax	870.20	(257.41)
Profit After Tax	9563.58	7593.85
Add : Surplus brought forward from previous year	2487.18	3905.06
Amount available for appropriation	12050.76	11498.91
Appropriations		
Dividend paid on equity shares for the respective previous financial year	1253.97	1253.97
Tax on Dividend paid for the respective previous financial year	257.76	257.76
Transfer to General Reserve	7500.00	7500.00
Surplus carried over to Balance Sheet	3039.03	2487.18
TOTAL	12050.76	11498.91

Dividend

Your Directors are glad to recommend dividend @ Rs.10/- (Rupees ten only) per share for the financial year ended March, 2020 taxable in the hands of the shareholders in accordance with Finance Act, 2020. Payment is subject to the approval of the shareholders at the ensuing Annual General Meeting

Review of Operations

Sugar

During the year under review, the aggregate cane crush was 39.84 lakh tonnes with a recovery of 9.38% compared to 37.33 lakhs tonnes with a recovery of 9.65% in the previous year. Due to higher cane crush, sugar production increased to 37.64 lakh quintals compared to 35.97 lakh quintals in the previous year.

Power

The Co-generation plants generated 477.33 million units of power and exported 323.28 million units of power to grids compared to the generation of 464.98 million units and export of 317.77 million units in the previous year.

Distillery

During the year, the distilleries produced 16.67 million B.Ltrs compared to the production of 21.45 million B.Ltrs in the previous year.

Granite

In the Granite Processing Unit 88483 square metres of Granite Slabs and 28560 square metres of Tiles were produced compared to production of 142748 square metres of Granite Slabs and 59775 square metres of Tiles in the previous year.



Wind Mill

Wind Mills generated 12.87 million units of power and exported 11.29 million units to grid compared to the generation of 13.88 million units and export of 12.16 million units in the previous year.

Covid-19 pandemic

The Ministry of Home Affairs, Government of India on March 24, 2020 notified first ever nationwide lock down in India to contain the outbreak of Covid-19. The operations of the manufacturing facilities had been suspended for few days and resumed operations from 16th April, 2020. The manufacturing activities are being carried out in normal course with the adoption of enhanced safety, security and other required measures. There has been no material impact on the business of the company though the sale and movement of our finished products was affected for a short period of time initially due to lockdown.

The company has taken various initiatives towards financial, medical and community support in the fight against Covid-19 pandemic. This includes support towards relief funds to State Government, providing sanitizers, supply of essential food items to the needy people around the factory areas.

Prospects for the Current year 2020 - 2021

In the current financial year, it is estimated to crush 39 lakh tonnes of sugarcane in aggregate. Performance of co-generation plant will be based on bagasse availability in the sugar mills. It is estimated to produce 22 million B.Litres of alcohol in the Distillery Units. The performance of Granite Division largely depends on the mining policy of the Central/ State Governments.

The increase in installed capacity from 60 Kilo Litre Per Day (KLPD) to 150 Kilo Litre Per Day (KLPD) at the distillery in the Suger Unit at Alaganchi Village, Nanjangud Taluk, Mysore District in Karnataka is under implementation.

Directors and Key Managerial Personnel

In accordance with the provisions of Companies Act, 2013 read with the Articles of Association of the Company Sri B Saravanan, Director is liable to retire by rotation and he is eligible for re-appointment.

Dr Radha Ramani (DIN : 07083381) was appointed as Independent Director of the company at the 31st Annual General Meeting of the company held on 23rd September, 2015 for a consecutive period of five years (first term) and she hold office as Independent Director of the Company upto 22nd September, 2020.

Pursuant to Section 149(10) & (11) of the Companies Act 2013, Dr Radha Ramani is eligible for reappointment on passing of special resolutions by the company and disclosure of such appointment in the Board's Report. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee necessary special resolutions have been placed before the members for reappointment of Dr Radha Ramani as Independent Director for a second term of 5 (five) consecutive years i.e., from 23.09.2020 to 22.09.2025. In the opinion of the Board of Directors, the Independent Director fulfill the conditions specified in the Companies Act, 2013 read with rules made there under and other applicable regulations. Continuance of above Director would be beneficial to the Company.

At the meeting held on 27.05.2020, the Board of Directors has re-appointed Sri S V Balasubramaniam as Chairman of the Company with substantial powers of management and Sri B Saravanan as Managing Director of the Company for a further period of five years with effect from 02.06.2020 on the recommendation of Nomination and Remuneration Committee.

Considering the experience and contributions made by Sri S V Balasubramaniam and Sri B Saravanan the Board of Directors has recommended the re-appointment of Sri S V Balasubramaniam as Chairman with substantial

powers of management and Sri B Saravanan as the Managing Director.

The Company has devised a policy on Director's appointment, remuneration and for performance evaluation of independent directors, Board, Committees and other individual directors which include performance evaluation of non-executive and executive directors

In terms of the provisions of Section 2(51) and Section 203 of the Companies Act, 2013, the following are the Key Managerial Personnel of the company:

- * Sri S V Balasubramaniam, Chairman
- * Sri B Saravanan, Managing Director
- * Sri C Palaniswamy, Company Secretary
- * Sri M Ramprabhu, Chief Financial Officer

The details of programmes for familiarization of independent directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company's operations, business models and related matters are placed on the website of the company at the link <http://www.bannari.com/InvestorInformation.html>

Particulars of Loans, Guarantees or Investments

During the year, the company has not made any loan or guarantee or investment or provided any security under Section 186 of the Companies Act, 2013

Conservation of Energy Technology Absorption Foreign Exchange Earnings and Outgo

The particulars relating to conservation of energy, Technology absorption, Foreign Exchange earnings and outgo as required to be disclosed under the Companies Act, 2013 are provided in Annexure I to this Report.

Particulars of Employees

The information as required under Section 197 of the Companies Act 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is furnished in Annexure II forming part of this Report.

In terms of proviso to Section 136 (1) of the Companies Act, 2013 the Report and Accounts are being sent to the members excluding the information on employees as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the said information is available for inspection by the members at the Registered Office of the Company during business hours on all days except Sundays and public holidays upto the date of Annual General Meeting. If any member is interested in obtaining a copy thereof, such member may write to the Company Secretary in this regard.

The Company has complied with applicable provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013. During the year no complaint / case was filed pursuant to the said Act.

Meetings of the Board

Five Meetings of the Board of Directors were held during the year. The details are furnished in the Report on Corporate Governance attached herewith.

Committees and Policies

The company has constituted Board Committees and framed policies as required under the provisions of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details are furnished in the Corporate Governance Report attached herewith.

Corporate Governance and Management Discussion and Analysis Report

A separate section on Corporate Governance, Management Discussion and Analysis Report, a certificate from the Auditors of the company regarding compliance of conditions of Corporate Governance and a certificate on non-disqualification of Directors as required under the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are annexed as Annexure - III.



Corporate Social Responsibility Committee

Pursuant to Section 135 of the Companies Act 2013 read with the Companies (Corporate Social Responsibility Policy) Rules 2014 the company has formulated a policy on Corporate Social Responsibility. The Annual Report on CSR activities for the financial year ended 31st March, 2020 is attached as Annexure IV to this report.

Risk Management / Risk Management policy

As per Regulation 21 of the SEBI (LODR) Regulations 2015, constitution of Risk Management Committee is not mandatory for the company. However, the company has constituted Risk Management Committee and has formulated a Risk Management Policy including Risk assessment and minimization procedures. The Risk Management Committee has been assigned with the functions of monitoring and reviewing the risk management plans of the company. In the opinion of the Board no element of risk that may threaten the existence of the company has been identified.

Vigil Mechanism/Whistle Blower Policy

The company has established vigil mechanism for Directors and Employees to report concerns about the unethical behavior, actual or suspected incidents of fraud or violation of the code of conduct or ethics. The Whistle Blower Policy is posted in the company's website at the link <https://www.bannari.com/InvestorInformation.html>

Dividend Distribution Policy

The company has formulated and adopted Dividend Distribution Policy which is posted in the company's website at the link <https://www.bannari.com/InvestorInformation.html>

Related Party Transactions

All related party transactions are entered on arm's length basis and are in compliance with the applicable provisions of the Companies Act, 2013 and other relevant Regulations as referred under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. None of

the transactions is materially significant which may have potential conflict with the interest of the company at large and therefore disclosure in Form AOC-2 is not required. All the related party transactions are placed before the Audit Committee and approved by the Audit Committee. Prior omnibus approval of the Audit Committee was obtained on annual basis for the transactions which are at a foreseen and repetitive nature. The Related Party Transactions Policy as approved by the Board is uploaded on the company's website at <https://www.bannari.com/InvestorInformation.html>

The details of transactions with Related Parties are provided in the accompanying financial statements.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 (10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Independent Directors at their meeting held on 12.02.2020 without participation of non-independent directors and management considered and evaluated the performance of the Chairman, Managing Director and the Board.

The Board has carried out an annual evaluation of its own performance, the performance of the committees, board, independent Directors and individual Directors. The criteria applied in the evaluation process are detailed in the Corporate Governance Report which forms part of this report.

Material changes and commitments

There are no material changes and commitments affecting the financial position of your Company which have occurred between the end of the financial year 2019-20 and the date of this report.

Directors' Responsibility Statement

As stipulated in Section 134(3)(c) and 134 (5) of the Companies Act 2013 your Directors confirm that



- a) in the preparation of the annual accounts, all the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) they had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- c) they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) they had prepared the annual accounts on a going concern basis;
- e) they had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f) they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Business Responsibility Report

Pursuant to Regulation 34 (2)(f) SEBI (LODR) Regulations 2015 as amended the Business Responsibility Report has been prepared as prescribed and annexed to this Report as Annexure V and the same shall form part of this report.

Extract of Annual Return

The extract of Annual Return is annexed as Annexure VI and the same is available at the weblink <https://www.bannari.com/InvestorInformation.html>

Auditors / Auditors' Report

M/s P K Nagarajan & Co., Chartered Accountants Coimbatore was appointed as the Statutory Auditors of the company at the 33rd Annual General Meeting of the Company for a period of five years and they shall hold office till the conclusion of 38th Annual General Meeting. The Auditors have confirmed their independence and eligibility under Section 141 of the Companies Act, 2013.

The Report given by M/s P K Nagarajan & Co., Auditors on the financial statements of the company for the financial year 2019-20 does not contain any qualification, reservation or adverse remark.

Secretarial Auditors and Secretarial Audit Report

The Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

The Board appointed M/s C Thirumurthy & Associates, Company Secretaries, Coimbatore as Secretarial Auditors to conduct Secretarial audit for the financial year 2019-2020. The Report of Secretarial Auditors is annexed to this report as Annexure VII.

The Report does not contain any qualification, reservation or adverse remark

Internal Control Systems and their Adequacy

Details of internal control system and their adequacy are provided in the Management Discussion Analysis Report attached herewith.

Cost Audit

The Company has maintained cost records as specified by the Central Government under Section 148 of the Companies Act, 2013.

Sri M Nagarajan, Cost Accountant, Coimbatore was appointed as Cost Auditor to conduct audit of cost accounting records for the financial year 2019-20.



Industrial Relations

The relationship with employees continued to remain cordial throughout the year under review

General

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transaction on these items during the year under review:

- a) Details relating to deposits covered under Chapter V of the Act.
- b) Issue of equity shares with differential rights as to dividend, voting or otherwise

- c) Issue of shares (including sweat equity shares) to employees of the company under any scheme

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

Acknowledgement

Your Directors wish to place on record their appreciation for the continued support and co-operation by the Government Authorities, banks and other stakeholders. Your Directors thank the cane growers who have supplied sugarcane to the factories and wish to place on record their appreciation of the contributions made by all the employees.

Coimbatore
24.06.2020

By order of the Board
S V BALASUBRAMANIAM
Chairman
DIN : 00002405

ANNEXURE - I

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO REQUIRED UNDER THE COMPANIES (ACCOUNTS) RULES, 2014

A) Conservation of energy :

i) The steps taken or impact on conservation of energy

- ❖ Variable Frequency Drives (VFD) were installed in hot air blower in the white sugar hopper, raw water pump at cogen and bagasse blower Direct On Line (DOL) starter replaced with the VFD for energy saving.
- ❖ Replaced cogen street light fittings with LED light fittings and also in many places, replaced conventional type light fittings with LED light fittings to improve the illumination and energy saving.
- ❖ In cogeneration unit Exhaust condensate line from evaporator is directly connected to deaerator tank to avoid the operation of feed water transfer pump.
- ❖ Energy Management System installed at Co-Generation plant. This is an automation system that collects energy measurement data from the field and looks for areas where energy consumption may be optimized. It enables the efficient management of energy resources and leads to conservation of Energy.
- ❖ Imbibition water pump and Hot water pump delivery line connected to a common header and hot water pump (15 kw) is stopped. Due to this changes there is a saving of 78 Units/day.

ii) The steps taken by the company for utilizing alternate sources of energy;

- ❖ The Bio gas generated in the Anaerobic digester of the Effluent Treatment Plants in three locations are taken to gas stoves of dormitory and canteen for cooking purpose and remaining gas is sent to the Bio-gas engines to generate power and also utilized for running of Effluent Treatment Plant in the respective plants.

iii) The capital investment on energy conservation equipments : Nil

B) Technology absorption:

i) The efforts made towards technology absorption : Nil

ii) The benefits derived like product improvement, cost reduction, product development or import substitution : Nil

iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):

The company has not imported any technology during the last three years

iv) The expenditure incurred on Research and Development : Rs. 32.36 Lakhs

C) Foreign exchange earnings and outgo :

- ❖ The Foreign Exchange earned in terms of actual inflows during the year : Rs. 2350.07 lakhs
- ❖ The Foreign Exchange outgo during the year in terms of actual outflows : Rs. 545.29 lakhs

Coimbatore
24.06.2020

By order of the Board
S V BALASUBRAMANIAM
Chairman
DIN : 00002405

**ANNEXURE - II**

THE INFORMATION REQUIRED PURSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013, READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

A) Information as per Section 197(12) read with Rule 5(1) of The Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014:

1. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year :

Name of the Director	Designation	Ratio to median remuneration
Sri S V Balasubramaniam	Chairman - Executive	117.55
Sri B Saravanan	Managing Director	82.03

The median remuneration of employees of the company during the financial year 2019-20 was Rs. 3,45,711/-.

The Non-Executive Directors were paid only sitting fee for attending the meetings of the Board and Committees thereof.

2. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager if any in the financial year.

Name	Designation	% increase in remuneration
Sri S V Balasubramaniam	Chairman - Executive	-14.27
Sri B Saravanan	Managing Director	-13.22
Sri C Palaniswamy	Company Secretary	2.38
Sri M Ramprabhu	Chief Financial Officer	0.99

3. Percentage increase in the median remuneration of employees in the financial year : 7 %.
4. Number of permanent employees on the rolls of company : 1846 .
5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration :

The average percentile increase in salaries of employees other than managerial personnel was 9 %. Since the managerial persons are being paid commission linked to company's profitability in terms of the resolutions passed by the shareholders of the company under the provisions of the Companies Act, 2013, it cannot be compared with the percentile increase in salaries of other employees.

6. Affirmation that the remuneration is as per the remuneration policy of the company.

The company affirms that remuneration is as per the Remuneration Policy of the company.

By order of the Board
S V BALASUBRAMANIAM

Chairman

DIN : 00002405

Coimbatore
24.06.2020

ANNEXURE - III

CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company is committed to achieve high standards of corporate governance

The Company's philosophy on corporate governance envisages the attainment of high levels of transparency, accountability and equity in all facets of its operations and in all the interactions with its stakeholders including shareholders employees cane growers lenders and Governments

BOARD OF DIRECTORS

The Board of Directors comprises of Executive Chairman, Managing Director and Non-Executive Independent Directors. At present 5 Directors are Independent

Directors. None of the independent directors are promoters or related to promoters. Each Independent Director, gives declaration that he /she meets criteria of independence as required under the Companies Act, 2013. The company has issued a formal letter of appointment to all Independent Directors and the terms and conditions of their appointment have been uploaded in the website of the company at the link <http://www.bannari.com/Investor Information.html>.

Attendance of Directors at the Board Meetings, last Annual General Meeting (AGM) and Number of other Directorship and Chairmanships/Memberships of Committees of each Director in various companies are furnished below :

Category and Name of the Directors	Number of Directorships held in other Public Companies	Number of Board Committee Memberships held in other public companies		Number of Board Meetings held	Number of Board Meetings Attended	Last AGM Attended
		Chairman	Member			
Executive						
Sri S V Balasubramaniam (DIN : 00002405)	--	--	--	5	5	Yes
Sri B Saravanan (DIN : 00002927)	--	--	--	5	5	Yes
Sri S V Balasubramaniam and Sri B Saravanan are related to each other as Father and Son.						
Non-Executive Independent						
Sri A K Perumalsamy (DIN : 00313769)	--	--	--	5	4	Yes
Sri E P Muthukumar (DIN : 00003740)	--	--	--	5	5	Yes
Sri T Gundan (DIN : 00624804)	--	--	--	5	5	Yes
Sri M P Vijayakumar (DIN : 05103089)	1	--	--	5	5	Yes
Dr Radha Ramani (DIN : 07083381)	--	--	--	5	4	Yes



Five Board Meetings were held during the year and the details are:

Date of Board Meeting	Board Strength	No of Directors present
29.05.2019	7	7
14.08.2019	7	5
12.09.2019	7	7
06.11.2019	7	7
12.02.2020	7	7

The Board was given all material information, in advance and in defined agenda format, viz budgets, review of budgets, cane crush estimates, actual cane crushed, actual recovery, sugar stock details, details of power generation and power exported to grid production, sales and stock details of granite and distillery products etc for facilitating meaningful and focused discussions at the meetings.

PERFORMANCE EVALUATION OF DIRECTORS

The Nomination and Remuneration Committee has formulated the methodology and criteria to evaluate the performance of the Board and each Director. The evaluation of the performance of the Board, its committees and independent Directors are evaluated through a questionnaire circulated to all directors and based upon the response to the questionnaire, the directors do a self evaluation of their performance. Accordingly Board reviewed the performance of each of the directors and expressed their satisfaction.

List of core skills / expertise / competencies identified by the Board of Directors for the effective functioning of the company in the context of its businesses and sector it belongs :

- ❖ Leadership/Strategy
- ❖ Experience in sugarcane farming
- ❖ Financial
- ❖ Experience in overall management administration
- ❖ Regulatory
- ❖ Social and environmental consciousness.

The performance evaluation of the Chairman and the Managing Director was carried out separately by the Independent Directors. The Independent Directors expressed their satisfaction on the performance of the Chairman and the Managing Director.

CHART SETTING OUT THE SKILLS / EXPERTISE / COMPETENCE OF THE BOARD OF DIRECTORS

The company is engaged in the business of manufacture of sugar, generation of power through co-generation, production of industrial alcohol and granite products. Sector in which it operates is regulated by the Essential Commodities Act, 1955, Sugarcane (Control) Order, 1966 etc., Lot of experience and competencies are required in the context of its business which is basically agro based sector.



Skill	Sri SV Balasubramaniam	Sri B Saravanan	Sri M P Vijayakumar	Sri T Gundan	Sri A K Perumalsamy	Sri E P Muthukumar	Dr Radha Ramani
Leadership / Strategy	✓	✓	✓	✓			✓
Experience in sugarcane farming	✓	✓	✓		✓	✓	
Financial	✓	✓	✓	✓		✓	✓
Experience in overall management administration	✓	✓	✓	✓			✓
Regulatory	✓	✓	✓				
Social and Environmental Consciousness	✓	✓	✓	✓	✓	✓	✓

MEETING OF INDEPENDENT DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and Regulation 25 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, the Independent Directors met on 12.02.2020 and all the Independent Directors were present for the meeting. The Independent Directors inter alia reviewed the performance of the Board, Chairman of the Company and the Managing Director and also assessed the quality and timeliness of flow of information between the management and the Board.

FAMILIARISATION PROGRAMME FOR DIRECTORS

At the time of appointing a Director, a formal letter of appointment is given to him/her which inter alia explains the role, function, duties and responsibilities as a Director of the Company. The Director is also explained in detail the compliance required under the Companies Act, 2013, under Regulation 25 (7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and other relevant regulations and affirmation taken with respect to the same. The Chairman also has one to one discussion with the Directors to familiarize them with the company's operations. Further the company has put in place a system to familiarize the Independent Directors about the company, its products, business modules etc.

CODE OF CONDUCT

The company has adopted the code of conduct for all Board Members and Senior Management as required under Regulation 26 (3) of the Securities and Exchange

Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015. The code is posted on the company's website at the link <https://www.bannari.com/Investor Information.html>. All Board Members and Senior Management personnel have affirmed compliance with the code on an annual basis and a declaration to this effect signed by the Chairman is attached to this report.

WHISTLE BLOWER POLICY/VIGIL MECHANISM

The company has established a whistle blower policy/vigil mechanism for Directors and Employees to report concerns about unethical behavior, actual or suspected incidents of fraud or violation of the code of conduct or ethics. This mechanism provides adequate safeguards against victimization of directors/employees who avail of the mechanism and also provide direct access to the Chairman of Audit Committee. The Company affirms that no person has been denied access to the audit committee. The whistle blower policy is posted on the company's website at the link <http://www.bannari.com/InvestorInformation.html>.

RELATED PARTY TRANSACTIONS

All transactions entered into with Related Parties for the year under review were on arm's length basis and in the ordinary course of business and that the provisions of Section 188 of the Companies Act, 2013 are not attracted. Further, there are no material related party transactions during the year under review. All Related Party Transactions are placed before the Audit Committee as also to the Board of Directors. Omnibus approvals are obtained for the transactions which are of repetitive nature. Transactions entered into pursuant to omnibus approval are reviewed by Audit Committee on quarterly basis.



The policy on related party transactions as approved by the Board of Directors has been uploaded on the website of the company at the link <http://www.bannari.com/InvestorInformation.html>. None of the Independent Director has any pecuniary relationship or transactions vis-a-vis the company.

INSIDER TRADING

The company has formulated code of practices and procedures for fair disclosure of Unpublished Price Sensitive information and code of conduct to regulate and report trading by the designated persons and their immediate relatives under Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015.

COMMITTEES OF THE BOARD

AUDIT COMMITTEE

The Audit Committee consists of Sri M P Vijayakumar, Sri T Gundan and Sri E P Muthukumar. Sri M P Vijayakumar is the Chairman of the Audit Committee. During the financial year ended March 31, 2020, the Committee met 4 times at 1212, Trichy Road Coimbatore 641 018 on 29.05.2019, 14.08.2019, 06.11.2019 and 12.02.2020. Particulars of meetings attended by the members of the Audit Committee are given below :

Name of the Member	Category	No of Meeting	
		Held	Attended
Sri M P Vijayakumar	Non-Executive - Independent	4	4
Sri T Gundan	Non-Executive - Independent	4	4
Sri E P Muthukumar	Non-Executive - Independent	4	4

The term of references to the Audit Committee inter alia include the followings:

- a) Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- b) Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- c) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- d) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - i) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.
 - ii) Changes, if any, in accounting policies and practices and reasons for the same.
 - iii) Major accounting entries involving estimates based on the exercise of judgement by management
- e) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- f) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- g) Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- h) Approval or any subsequent modification of transactions of the company with related parties;
- i) Scrutiny of inter-corporate loans and investments;
- iv) Significant adjustments made in the financial statements arising out of audit findings
- v) Compliance with listing and other legal requirements relating to financial statements
- vi) Disclosure of any related party transactions
- vii) Qualifications in the draft audit report

- j) Valuation of undertakings or assets of the company, wherever it is necessary;
- k) Evaluation of internal financial controls and risk management systems;
- l) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- m) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- n) Discussion with internal auditors of any significant findings and follow up there on;
- o) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- p) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- q) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- r) To review the functioning of the Whistle Blower mechanism;
- s) Approval of appointment of CFO after assessing the qualifications, experience and background, etc., of the candidate;
- t) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

NOMINATION AND REMUNERATION COMMITTEE

The Committee consists of Sri M P Vijayakumar, Sri T Gundan and Sri E P Muthukumar. Sri M P Vijayakumar is the Chairman of the Nomination and Remuneration Committee. During the financial year ended March 31, 2020, the Committee met on 29.05.2019 at 1212 Trichy Road Coimbatore 641018. Particulars of meeting attended by the members of the Nomination and Remuneration Committee are given below :

Name of the Member	Category	No of Meeting	
		Held	Attended
Sri M P Vijayakumar	Non-Executive - Independent	1	1
Sri T Gundan	Non-Executive - Independent	1	1
Sri E P Muthukumar	Non-Executive - Independent	1	1

The term of references to the Nomination and Remuneration Committee inter alia include the following :

- a) Formulation of the criteria for determining qualifications, positive attributes and Independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- b) Formulation of criteria for evaluation of performance of Independent Directors and the Board;
- c) Devising a policy on Board diversity;
- d) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.
- e) Whether to extend or continue the terms of appointment of the Independent Directors, on basis of the report of performance evaluation of Independent Directors.



- f) Recommend to the board all remuneration in what ever form payable to senior management.

REMUNERATION POLICY

The remuneration policy is directed towards rewarding performance, based on the review of achievements. It is aimed at attracting and retaining talents. The remuneration structure shall be determined after taking into consideration of age, qualification, experience in the respective field, past performance of the concerned individual, regulatory frame work, competition in the industry, financial position of the company.

The appointment and remuneration of Executive Directors viz. Chairman and Managing Director is governed by the recommendation of Nomination and Remuneration Committee, resolutions passed by the Board of Directors and shareholders of the company. The remuneration consists of salary, perquisites, allowances and commission which are subject to the limitations specified under the Companies Act, 2013 and Schedule V to the said Act.

The Non-Executive Directors are paid sitting fees of Rs.5000/- for each meeting of the Board or Committee

thereof. The company shall also reimburse the out of pocket expenses incurred by the Directors for attending the meetings.

The remuneration paid to the Chairman, Managing Director and other Key Managerial Personnel are disclosed in Page Nos. 60 & 61. The company does not have any Employees Stock Option Scheme.

STAKEHOLDERS' COMMITTEE

The Stakeholders' Committee was formed to specifically look into the shareholders'/investors' complaints if any on transfer of shares, non receipt of Balance Sheet, non receipt of declared dividend etc and this stakeholder' committee consists of Sri T Gundan, Sri S V Balasubramaniam, Sri M P Vijayakumar and Sri A K Perumalsamy. Sri T Gundan is the Chairman of the Stakeholders' Committee. During the financial year ended March 31, 2020, the Committee met 4 times at 1212 Trichy Road, Coimbatore 641018 on 29.05.2019, 14.08.2019, 06.11.2019 and 12.02.2020. Particulars of meetings attended by the members of the Stakeholders' Committee are given below :

Name of the Member	Category	No of Meeting	
		Held	Attended
Sri T Gundan	Non-Executive - Independent	4	4
Sri S V Balasubramaniam	Executive	4	4
Sri M P Vijayakumar	Non-Executive - Independent	4	4
Sri A K Perumalsamy	Non-Executive - Independent	4	3

The role of the Committee shall inter alia include the following:

- 1) Resolving the grievances of the security holders including complaints related to transfer / transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new / duplicate certificates, general meetings etc.
- 2) Review of measures taken for effective exercise of voting rights by shareholders.
- 3) Review of adherence to the service standards adopted in respect of various services being rendered by the Registrar & Share Transfer Agent.
- 4) Review of the various measures and initiatives taken for reducing the quantum of unclaimed dividends

and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

Sri C Palaniswamy, Company Secretary is the compliance officer.

During the financial year 2019-20, the company has not received any complaint from the shareholders relating to transfer of shares, non-receipt of Annual Report, non-receipt of declared dividend etc. No pending complaint as on March 31, 2020.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee consists of Sri M P Vijayakumar, Sri S V Balasubramaniam, Sri T Gundan and Dr Radha Ramani. Sri M P Vijayakumar is the Chairman of the Corporate Social Responsibility Committee. During the financial year ended March 31, 2020, the Committee met 3 times at 1212 Trichy Road Coimbatore 641018 on 29.5.2019, 14.08.2019 and 30.08.2019. Particulars of meeting attended by the members of the Corporate Social Responsibility Committee are given below :

Name of the Member	Category	No of Meeting	
		Held	Attended
Sri M P Vijayakumar	Non-Executive - Independent	3	3
Sri S V Balasubramaniam	Executive	3	3
Sri T Gundan	Non-Executive - Independent	3	3
Dr Radha Ramani	Non-Executive - Independent	3	2

The term of references to the Corporate Social Responsibility Committee inter alia include the following :

- a) To formulate and recommend to the Board, a Corporate Social Responsibility (CSR) Policy indicating activities to be undertaken by the company in compliance with the provisions of the Companies Act, 2013 and Rules made there under.
- b) To recommend the amount of expenditure to be incurred on CSR activities.
- c) To monitor the implementation of the framework of the CSR Policy.
- d) To approve the Annual Report on CSR activities.

RISK MANAGEMENT COMMITTEE

It is not mandatory for the company to constitute Risk Management Committee. However, the company constituted the Risk Management Committee which

consists of Sri MP Vijayakumar, Sri SV Balasubramaniam, Sri B Saravanan and Sri T Gundan. Sri M P Vijayakumar is the Chairman of the Risk Management Committee. During the financial year ended March 31, 2020, the Committee met on 12.02.2020 at 1212 Trichy Road Coimbatore 641018 and all the members were present for the meeting.

The term of references to the Risk Management Committee inter alia include the following :

- a) Oversight of the risk management performed by the executive management.
- b) To ensure that the risk management plan and policies implemented by the company is effective in identifying, analyzing and mitigating all material risks involved in the business of the company.
- c) To assist the Board in formulation of Risk Management Plan and strategies.

**GENERAL BODY MEETING**

Location and time where last three Annual General Meetings were held :

AGM	Date	Venue	Time	Special Resolution Passed
33 rd	25.09.2017	Jenneys Residency 2/2 Avinashi Road Civil Aerodrome Post Coimbatore 641 014	4.30 PM	No special resolution was passed
34 th	20.09.2018	-do-	4.30 PM	Special Resolutions as required under Regulation 17(1A) of SEBI (LODR) Regulation 2015 were passed for the continuance of Independent Directors who attained the age of 75 years
35 th	12.09.2019	-do-	4.30 PM	Special Resolutions were passed for re-appointing four independent directors for a second term of 5 consecutive years.

No special resolution was passed through postal ballot during the last year.

DETAILS OF SHAREHOLDING OF NON-EXECUTIVE DIRECTORS AS ON 31.03.2020

NAME OF THE DIRECTOR	NO. OF SHARES HELD
Sri E P Muthukumar	1000
Sri A K Perumalsamy	900
Sri T Gundan	NIL
Dr M P Vijayakumar	NIL
Dr Radha Ramani	NIL

DISCLOSURES

- None of the transactions with related parties during the year 2019-2020 were in conflict with the interest of the company. The Policy on Related Party Transactions is available on the web link <http://www.bannari.com/Investor Information.html>
- There was no instance of non-compliance of any matter related to the capital markets during the last 3 years.
- In the preparation of the financial statements, the company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the notes to the financial statements.
- The Company has complied with corporate Governance requirements specified in regulations 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (LODR) Regulations, 2015.
- The Company has complied with all mandatory requirements of SEBI (LODR) Regulations, 2015 Adoption of non-mandatory requirements is being reviewed by Board from time-to-time.



MEANS OF COMMUNICATION

- The quarterly / half-yearly / annual financial results of the Company are announced within the stipulated period and are

normally published in Business Standard (English) and Makkal Kural (Tamil). The financial results are also accessible on the Company's website at the link <http://www.bannari.com/InvestorInformation.html>

SHAREHOLDERS' INFORMATION

Annual General Meeting

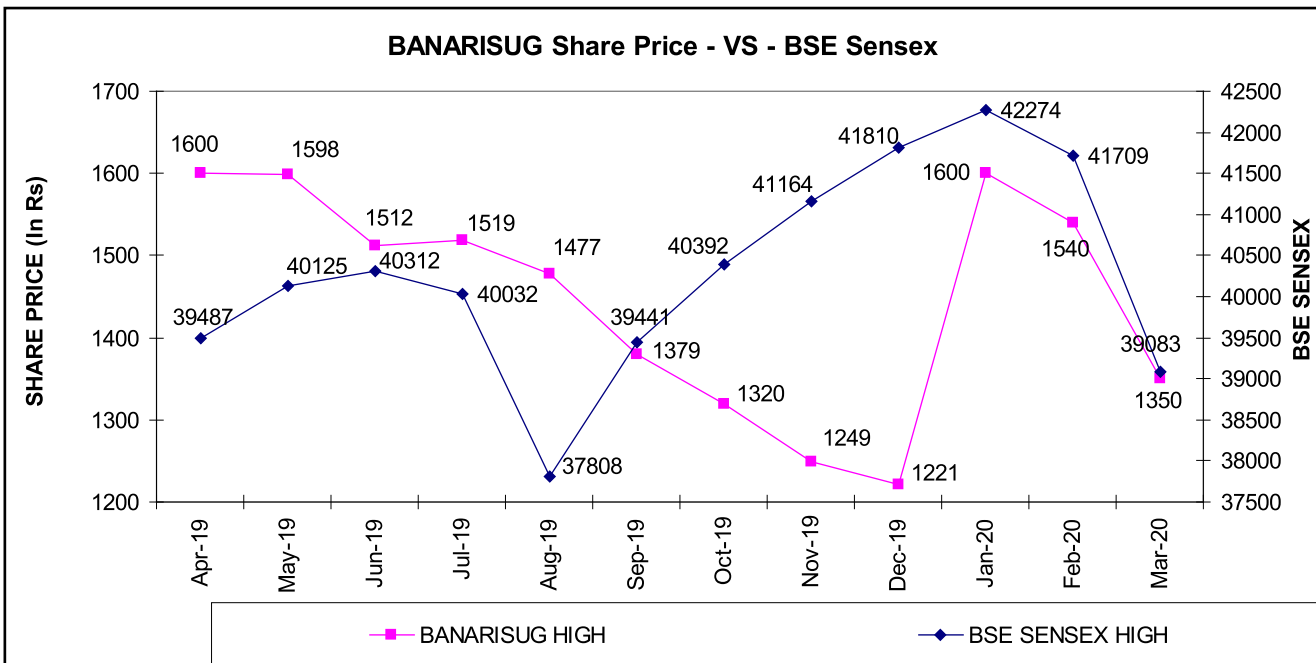
Day and Date	Wednesday the 2nd day of September 2020	
Time	3.30 P M	
Venue	Through Video Conferencing(VC) / Other Audio Visual Means (OAVM)	
Financial Year	2019-2020	
Date of Book Closure for the purpose of Dividend and AGM	27.08.2020 to 02.09.2020 (both days inclusive)	
Dividend	Rs.10/- per equity share (proposed)	
Dividend payment date	On or before 25.09.2020	
The Company's Equity Shares are listed on the following Stock Exchanges	<u>Stock Code</u>	<u>ISIN</u>
BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001	500041	INE459A01010
National Stock Exchange of India Limited "Exchange Plaza" Bandra - Kurla Complex, Bandra (E) Mumbai - 400 051	BANARISUG	INE459A01010
The company has paid annual listing fees for the year 2020-2021 to the above stock exchanges		
Financial Calendar		
Announcement of Quarterly Results for the financial year 2020-2021	Within the time specified in SEBI (LODR) Regulations 2015	



Share Price Movement

The high and low quotations of the company's shares on the National Stock Exchange and Bombay Stock Exchange together with Sensex from April 2019 to March 2020 were given below :

Month	NSE		BSE	
	High (In Rs)	Low (In Rs)	High (In Rs)	Low (In Rs)
April 2019	1574.90	1400.00	1600.00	1370.00
May 2019	1500.00	1235.00	1598.00	1236.05
June 2019	1531.70	1400.00	1512.00	1404.05
July 2019	1475.00	1350.00	1519.00	1350.00
August 2019	1374.90	1051.35	1477.10	1046.60
September 2019	1366.00	1070.00	1379.00	1062.00
October 2019	1270.00	1050.00	1320.00	1083.00
November 2019	1249.90	1114.00	1248.60	1122.10
December 2019	1230.00	1080.25	1221.05	1121.55
January 2020	1560.00	1195.00	1600.00	1200.00
February 2020	1590.00	1261.00	1540.00	1276.00
March 2020	1330.80	638.60	1350.00	636.05



Based on the closing quotation of Rs.883.30 as at 31.03.2020 at the Bombay Stock Exchange the market capitalization of the company was Rs.1107.63 Crores.

Outstanding GDRs/ADRs/Warrants or any convertible instruments

The company does not have any GDRs/ADRs/Warrants or any convertible instruments.

Commodity Price Risk and Commodity Trading Activities

The Price of the products of the company are market driven and is fixed based on the prevailing market price. In respect of Foreign Exchange Commitments no hedging has been made except natural hedging.

Dematerialisation of Shares

The shares of the company are in compulsory demat segment. Members have option to hold their shares in demat form either through National Securities Depository Limited (NSDL) or the Central Depository Services (India) Limited (CDSL). About 97.81% shares of the company have been dematerialized. ISIN allotted to our company is INE459A01010.

Investor Contacts

Registrar and Transfer Agent

M/s Cameo Corporate Services Limited
 "Subramanian Building"
 1 Club House Road
 Chennai 600 002
 Phone : 044-28460395
 Fax : 044-28460129
 E-mail : investor@cameoindia.com

Company

Bannari Amman Sugars Limited
 1212 Trichy Road
 Coimbatore - 641 018 India
 Phone : 0422-2204100
 Fax : 0422-2309999
 Email : secretary@bannari.com
 shares@bannari.com

Distribution of Shareholding as on 31.03.2020

Sl No	Shareholding	No of shareholders	% of shareholders	No of shares	% of share holding
1	1 - 100	4607	73.13	166158	1.33
2	101 - 500	1266	20.10	289939	2.31
3	501 - 1000	208	3.30	164602	1.31
4	1001 - 2000	92	1.46	135661	1.08
5	2001 - 3000	26	0.42	64316	0.51
6	3001 - 4000	14	0.22	50298	0.40
7	4001 - 5000	15	0.24	69689	0.56
8	5001 - 10000	17	0.27	112709	0.90
9	10001 - and above	55	0.87	11486328	91.60
	Total	6300	100	12539700	100

**Transfer of Unclaimed Dividend and Shares to Investor Education and Protection Fund**

During the year under review, the company has credited Rs.7,41,270/- to the Investor Education and Protection Fund (IEPF) being dividend unclaimed pertaining to the financial year 2011-2012.

In accordance with the provisions of Companies Act, 2013, the company has transferred 38411 equity shares of Rs.10/- each, to the credit of IEPF Authority, in respect of which dividend has been unclaimed by the shareholder for seven consecutive years or more.

The company has uploaded on its website the details of unpaid and unclaimed amounts as on the last Annual General Meeting and details of shares transferred to IEPF on account of unclaimed dividend during the financial year 2019-2020.

The voting rights on the shares transferred to IEPF authority shall remain frozen till the rightful owner claims the shares.

Unclaimed Suspense Account

In compliance with requirements under SEBI (LODR) Regulation 2015 the Company has opened the Unclaimed Suspense Account and transferred the shares remained unclaimed even after three reminders to the shareholders. The voting rights in respect of such shares shall remain frozen. The details as required under this regulations are as follows:

Aggregate number of shareholders at the beginning of the year	-	12
Outstanding shares lying in the Unclaimed Suspense Account at the beginning of the year	-	2450
Number of shareholders claimed	-	Nil
Number of shareholders transferred to IEPF	-	1
Number of shares transferred to IEPF	-	200
Aggregate number of shareholders at the end of the year	-	11
Outstanding shares lying in the Unclaimed Suspense Account at the end of the year	-	2250

Shareholding Pattern as on 31.03.2020

SI No	Category	No of Shares	%
1	Promoters	7360276	58.70
2	UTI & Mutual Funds	11500	0.09
3	Banks, Financial Institutions & Insurance Companies	114	0.00
4	Foreign Institutional Investors	20895	0.17
5	Private Corporate Bodies	1677811	13.38
6	Indian Public	3264895	26.03
7	IEPF	38411	0.31
8	NRI/OCB's	161358	1.28
9	Clearing Members	2190	0.02
10	Escrow Account	2250	0.02
	TOTAL	12539700	100.00

**Plant Locations :****Unit I
Sugar, Co-Generation, Granite Processing &
Bio-Products**

Alathukombai Village Sathyamangalam Taluk
Erode District Tamilnadu

**Unit II
Sugar, Co-Generation & Distillery**

Alaganchi Village Nanjangud Taluk Mysore District Karnataka

**Unit III
Sugar & Co-Generation**

Kunthur Village Kollegal Taluk Chamarajanagar District
Karnataka

**Unit IV
Sugar & Co-Generation**

Kolundampattu Village Thandampattu Taluk
Thiruvannamalai District Tamilnadu

**Unit V
Sugar & Co-Generation**

Vengur Village Thirukovilur Taluk
Kallakuruchi District Tamilnadu

Distillery

Sinnapuliur Village Bhavani Taluk Erode District Tamilnadu

Bio-Compost

- ❖ Modur Village Erode District Tamilnadu
- ❖ Alaganchi Village Mysore District Karnataka

Wind Mills

Radhapuram Irukkandurai and Karunkulam Villages
Radhapuram Taluk Tirunelveli District Tamilnadu

Address for Correspondence**Bannari Amman Sugars Limited**

1212 Trichy Road

Coimbatore 641 018

Phone : 0422-2204100 Fax : 0422-2309999

Email : shares@bannari.com /secretary@bannari.com

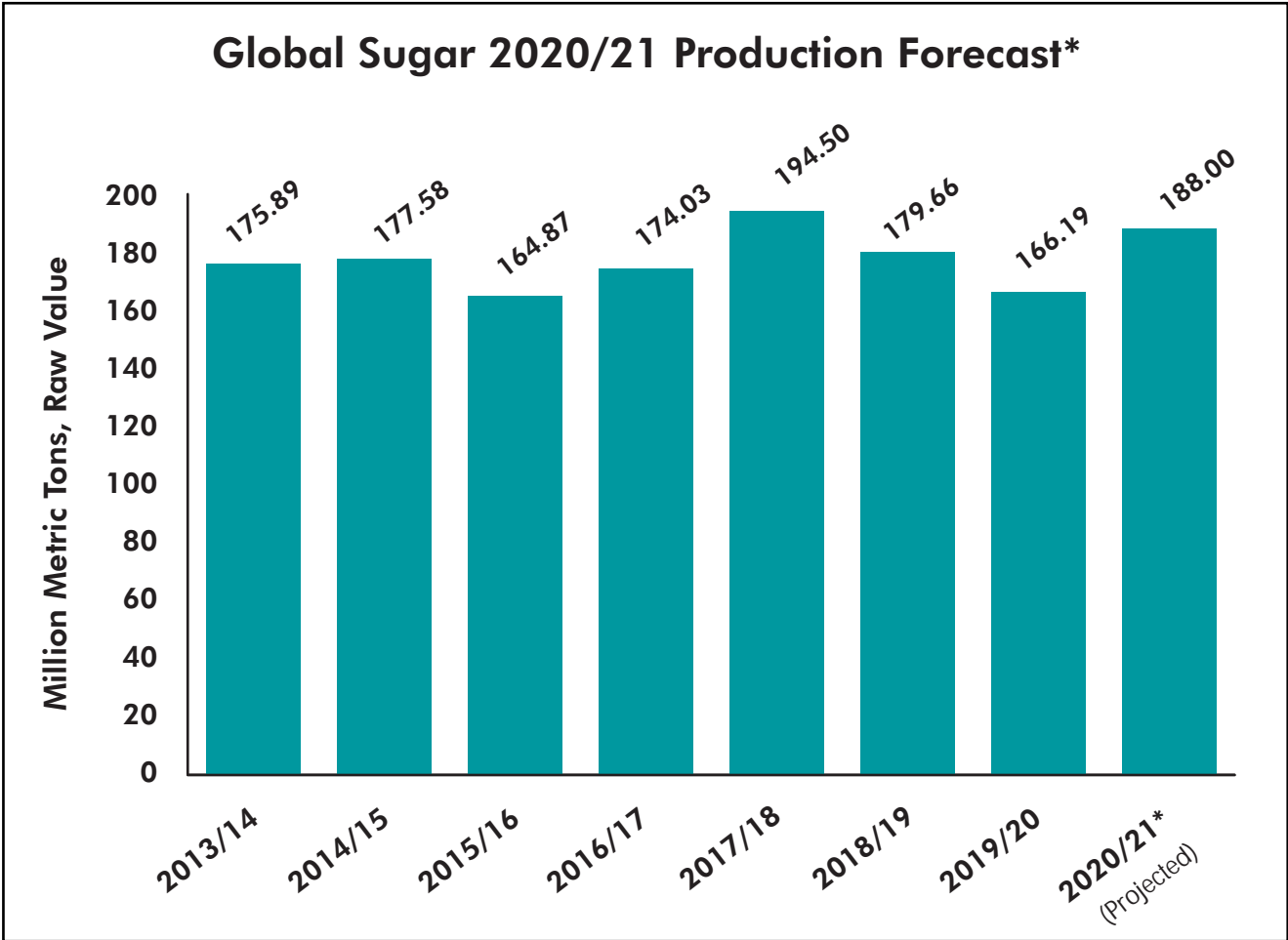


Management Discussion & Analysis

INDUSTRY STRUCTURE AND DEVELOPMENT

In the World more than 110 countries are producing sugar either from cane or beet. World sugar trade averages about 64 million tonnes per year. Raw sugar accounts for around 60% of internationally trade volumes. Although

many countries are producing sugar, the top exporters are Brazil, Thailand, EU, Australia and India. Brazil, as the largest producing and exporting country in the World dominates world trade.



Source : USDA Foreign Agricultural Service

India is the largest consumer of sugar and the second largest producer next to Brazil. India became the World's largest sugar producer in 2018-19 beating out Brazil for the first time in 16 years. India produced 33 million tonnes of sugar out of World sugar production of 179 million

tones in 2018-19. However in 2019-20 the country expects sugar production drop by approximately 20%. According ISMA's expectation sugar production in the year 2019-20 is expected to fall to 27.0 million tonnes due to drought prevailed in Maharashtra and Karnataka.



Domestic Sugar Statistics

(in lakh tonnes)

Particulars	2015-16	2016-17	2017-18	2018-19	2019-20* (Estimate)
Opening Stock as on 1st Oct.	90.80	77.52	38.80	107.20	145.79
Production during the Season	251.25	202.85	324.79	331.62	270.00
Imports	0	4.46	2.15	0	0
Total Availability	342.05	284.83	365.74	438.82	415.79
Off-take					
i) Internal Consumption	247.97	245.61	253.90	255.00	255.00
ii) Exports	16.56	0.46	4.64	38.00	50.00
Total off-take	264.53	246.07	258.54	293.00	305.00
Closing Stock as on 30th Sep	77.52	38.76	107.20	145.82	110.79
Stock as % of off-take	31.3%	15.8%	42.2%	57.2%	43.45%

(Source: Indian Sugar Mills Association (ISMA))

Opportunities and Threats in sugar Industry

The Company has built excellent relationship over the years with the local farming community. It is financially fit and well positioned to meet the challenges.

Sugar industry being agro based and vulnerable to commodity cycles is fraught with several risks. It has to source sugarcane from its command area where growth and availability would depend on monsoon.

Sugar follows 3-5 years cycle which is a function of prices. There is always a risk of bearish phase following excess supply. Sugar business is intrinsically cyclical. Market sentiments move disproportionate to demand-supply parity causing volatile change in product pricing.

Power price is subject to State Government's decision and fluctuating open market prices. Ethanol off take and movement are yet to be regularized, pending over a long period of time.

Performance of the company

Particulars	Year Ended 31.03.2020	Year Ended 31.03.2019
Sugar		
Installed Capacity (TCD)	23700	23700
Sugarcane Crushed (Lakh Tonnes)	39.84	37.33
Recovery %	9.38	9.65
Sugar bagged (Lakh Quintals)	37.64	35.97
Power		
<u>Installed Capacity</u>		
Co-gen Power (MW)	129.80	129.80
Wind Mills (MW)	8.75	8.75
Units Generated (Million Units)	490.20	478.86



Particulars	Year Ended 31.03.2020	Year Ended 31.03.2019
Distillery		
Installed Capacity (KLPD)	127.50	127.50
Alcohol Produced (Million B. Ltrs)	16.67	21.45
Granite Products		
Polished slabs produced (Sq mtrs)	88483	142748
Polished tiles produced (Sq mtrs)	28560	59775

Financial Performance of the Company

(₹ in Lakhs)

Particulars	Year Ended 31.03.2020	Year Ended 31.03.2019
Revenue from operations		
Sugar	133024.51	80150.52
Power	15742.57	15435.09
Distillery	8677.31	11296.26
Granite Products	3484.74	5616.74
Total Expenses (Excluding interest)		
Sugar	128845.89	81841.42
Power	5406.98	3243.80
Distillery	5970.23	8321.78
Granite Products	3667.97	6855.38
Profit Before Interest and Tax (PBIT)		
Sugar	4178.62	(1690.90)
Power	10335.59	12200.29
Distillery	2707.08	2974.48
Granite Products	(183.23)	(1238.64)
Profit After Tax (PAT)	9563.58	7593.85
Earnings per Share (Basic and Diluted)	76.27	60.56



Key Profitability Ratios

Particulars	Year Ended 31.03.2020	Year Ended 31.03.2019
Profitability Ratios		
Operating Profit Margin (EBIDTA / SALES %)	14.62	16.82
Net Profit Margin (PAT / SALES %)	5.94	6.75
Return on net Worth (PAT / Net Worth %)	7.65	6.49
Balance Sheet Ratios		
Debt Equity Ratio (times)	0.21	0.23
Current Ratio (times)	1.46	1.48
Debtors' Turnover (days)	35	24
Inventory Turnover (days)	210	176
Interest Coverage Ratios (times)	3.84	4.13

Turnover : Net Sales + Closing Stock - Opening Stock

The receivable has been increased due to delay in payment from TANGEDCO

Outlook

The World sugar production was 179 million tonnes in the marketing year 2018-19 and 166 million tonnes in 2019-20 and the expected production for the marketing year 2020-21 will be around 188 million tonnes. The current outlook for low crude oil prices and a weak Brazilian Real are expected to continue to drive high sugar production in Brazil in 2020-21. India's production is expected to rebound in the year 2020-21 at 33.7 million tonnes.

The demand and supply will be tied to measures implemented to control COVID-19 and the speed of economic recovery worldwide.

Risks and Concern

The drawdown of sugar stocks in India slowed in the second quarter of 2020 because of impacts of COVID-19. The National lockdown significantly reduced sugar consumption in India and limited port operations disturbed Indian exports.

The degree to which countries worldwide contain COVID-19 and resume social and economic activities remains uncertain. Out-of-home consumption will increase with the reopening of confectionary and beverages businesses.

Risks from possible supply-chain disruptions in different countries are being factored in to international contracts for the sale of sugar. This will continue to affect supply relationships as markets assess relative risks imposed by COVID-19 in different countries.

Details of Adequacy of Internal Financial Controls

The Company's internal control system is aimed at proper utilization and safeguarding of the Company's resources and promoting operational efficiency. The internal audit process reviews the in-system checks, covering significant operational areas regularly.

The Company's Audit Committee is responsible for reviewing the Report submitted by the Internal Auditors. Suggestions for improvements are considered and the



Audit Committee follows up on the implementation of corrective actions. The Audit Committee also invites the Statutory and Internal Auditors for regular meetings to ascertain their views on the adequacy of internal control systems and keeps the Board of Directors informed of its observations from time to time.

Human Resources and Industrial Relations

The Company employs 1846 permanent employees and the company maintains excellent relationship with its employees during the year under review. No case was filed under Sexual Harassment of women at workplace (Prevention Prohibition and Redressal) Act 2013.

The company has created an excellent relationship with the farmers as well as other stakeholders including bankers.

CSR Activities

The Company is working tirelessly to enrich the lives of people in the rural community by providing them with a host of amenities that not just make their lives a whole lot easier but also ensures agricultural, educational and economic independence. Activities carried out by the Company includes Health camps in rural areas, Sanitation facilities, Check dams construction, desilting of tanks water bodies and contribution to Public authorities including State Disaster Management Authority.

Cautionary Statement

Statements made in this Management Discussion and Analysis Report may contain certain forward-looking statements based on various assumptions on the Company's present and future business strategies and the environment in which it operates. Actual results may differ substantially or materially from those expressed or implied due to risk and uncertainties. These risks and uncertainties include the effect of economic and political conditions in India and abroad, volatility in interest rates and in the securities market, new regulations and Government policies that may impact the Company's businesses as well as the ability to implement its strategies. The information contained herein is as of the date referenced and the Company does not undertake any obligation to update these statements. The Company has obtained all market data and other information from sources believed to be reliable or its internal estimates, although its accuracy or completeness cannot be guaranteed.

DECLARATION ON CODE OF CONDUCT

To

The Members of
Bannari Amman Sugars Limited

In compliance with the requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, I declare that the Board of Directors and members of senior management have affirmed the compliance with the code of conduct during the financial year ended 31.03.2020.

Place : Coimbatore

Date : 24.06.2020

S V BALASUBRAMANIAM

Chairman

DIN 00002405

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of
Bannari Amman Sugars Limited,

We have examined the compliance of conditions of Corporate Governance by Bannari Amman Sugars Limited (CIN: L15421TZ1983PLC001358) ("the Company"), for the year ended on 31st March 2020, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as "SEBI Listing Regulations, 2015").

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned SEBI Listing Regulations, 2015 for the year ended on 31st March 2020.

We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For P K NAGARAJAN & Co.,

Chartered Accountants

Firm Reg. No: 016676S

VIGNESA SOMATHURAI PANDIAN

Partner

M.No. 241168

UDIN: 20241168AAAAAO3874

Place : Coimbatore

Date : 24.06.2020



CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members,
Bannari Amman Sugars Limited
1212, Trichy Road,
Coimbatore – 641018

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. Bannari Amman Sugars Limited having CIN: L15421TZ1983PLC001358 and having registered office at 1212, Trichy Road, Coimbatore - 641 018 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para (C) Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that as on the date of this certificate none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India or Ministry of Corporate Affairs or any such other Statutory Authority.

Ensuring the eligibility for appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

Place : Coimbatore
Date : 24.06.2020

For M/s C Thirumurthy & Associates
C Thirumurthy B Com BL FCS
Practising Company Secretary
FCS 3454 CP 5179
UDIN: F003454B000371085

ANNEXURE - IV

ANNUAL REPORT ON CSR ACTIVITIES

1. A brief outline of the company's CSR policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

The Company's philosophy on Corporate Social Responsibility (CSR) is that "as the organization grows the society and community around it should also grow". The company is consistently making contributions for the welfare of the people living in and around the neighbouring villages of its sugar factories. The areas mainly focused are on health sanitation irrigation education environment water conservation livelihood etc.

Web link to the CSR Policy : <http://www.bannari.com/InvestorInformation.html>

2. The Composition of the CSR Committee

- Sri M P Vijayakumar - Independent Director & Chairman
- Sri S V Balasubramaniam - Executive Non-Independent Director
- Sri T Gundan - Independent Director
- Dr Radha Ramani - Independent Director

3. Average net profit of the company for last three financial years : Rs 13088.08 Lakhs
4. Prescribed CSR Expenditure (2% of the amount as in item 3 above) : Rs 261.76 Lakhs
5. Details of CSR spent during the financial year 2019 - 2020
 - a) Amount to be spent for the financial year : Rs 261.76 Lakhs
 - b) Amount spent : Rs 266.75 Lakhs
 - c) Manner in which the amount spent during the financial year :

(₹ in Lakhs)

Sl. No.	CSR Project / Activity identified	Sector in which the Project / Programs is covered	Projects or programs	Amount outlay (budget) project / programs wise	Amount spent on the project / programs sub heads: (1)Direct expenditure on project / programs	Cumulative expenditure upto reporting period	Amount spent: Direct or through implementing Agency
			1) Local area or other 2) Specify the Place, District and State where the Project or programs was undertaken				
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
1	Promoting healthcare and Sanitation	Item (i) of Sch. VII of Companies Act, 2013	Rshivandhiyam, Tamilnadu		2.17	2.17	Direct
			Mysore, Karnataka		2.50	2.50	Direct
2	Disater Management	Item (xii) of Sch. VII of Companies Act 2013	Nanjangudu, Karnataka		5.88	5.88	Direct
			Ooty, Tamilnadu		0.24	0.24	Direct
			Karnataka State Disaster Management Authority		200.00	200.00	Chief Minister, Karnataka



Sl. No.	CSR Project / Activity identified	Sector in which the Project / Programs is covered	Projects or programs	Amount outlay (budget) project / programs wise	Amount spent on the project / programs sub heads: (1) Direct expenditure on project / programs	Cumulative expenditure upto reporting period	Amount spent: Direct or through implementing Agency
			1) Local area or other 2) Specify the Place, District and State where the Project or programs was undertaken				
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
3	Promoting Education	Item (ii) of Sch. VII of Companies Act 2013	Tiruvannamalai, Tamilnadu		25.00	25.00	District Collector, TV Malai
			Coimbatore Tamilnadu		0.50	0.50	Through a Regd. Trust
			Alambur, Nanjangudu, Karnataka		5.80	5.80	Direct
			Nanjangudu, Mysore Dist. and Kunthur, Chamrajnagar Dist. Karnataka		10.56	10.56	Direct
4	For ensuring environmental sustainability, animal welfare, conservation of natural resources and maintaining quality of soil, air and water	Item (iv) of Sch. VII of Companies Act, 2013	Hosur, Tamilnadu		2.00	2.00	Tamilnadu Forest Dept, Hosur
			Nanjangudu, Karnataka		1.35	1.35	Direct
			Melpennathur, Tiruvannamalai		0.86	0.86	Jointly with NABARD
			K N Palayam, Sathyamangalam		8.23	8.23	Jointly with NABARD
			Melkachirpattu and Melputhiyental Tiruvannamalai		0.76	0.76	Direct
5	Promotion of Rural Sports	Item (vii) of Sch. VII of Companies Act, 2013	Nanjangudu, Mysore District, Karnataka		0.90	0.90	Direct

6. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof the company shall provide the reasons for not spending the amount in its Board report.

Not Applicable

7. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the company.

The CSR Committee confirmed that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and policy of the company.

Place : Coimbatore
Date : 24.06.2020

B SARAVANAN
Managing Director
DIN : 00002927

M P VIJAYAKUMAR
Chairman - CSR Committee
DIN : 05103089

ANNEXURE - V

BUSINESS RESPONSIBILITY REPORT

About this Report

Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 prescribes that the Annual Report of top 1000 listed companies (based on market capitalization as per NSE/BSE as on 31st March of every financial year) should inter alia contain "Business Responsibility Report" (BRR) describing the initiatives taken by them from environmental, social and governance perspective, in the format as specified by the SEBI. Bannari Amman Sugars Limited is one of the top thousand companies based on the market capitalization as on 31st March, 2020. This report has been prepared as prescribed and in accordance with Regulation 34 of the SEBI (LODR) Regulations, 2015 and provides required information.

About Bannari Amman Sugars Limited

Bannari Amman Sugars Limited is one of the leading sugar manufacturers in India. It has three sugar factories with co-generation plants in Tamilnadu and two sugar factories with co-generation plants in Karnataka. The company has two distillery units one in Tamilnadu and other in Karnataka. The Company has a Granite Processing unit in Tamilnadu. The company also has wind mills which are located in southern part of Tamilnadu.

The company's strategy is to produce high quality finished products, optimum utilization of by-products and also be cost effective. The consistent endeavor is to pursue profitable growth strategies for the benefit of all concerned

SECTION - A : GENERAL INFORMATION ABOUT THE COMPANY

1. Corporate Identity Number (CIN) : L15421TZ1983PLC001358
2. Name of the Company : Bannari Amman Sugars Limited
3. Registered Address : 1212, Trichy Road, Coimbatore 641 018
4. Website : www.bannari.com
5. E-mail id : shares@bannari.com
6. Financial year reported : 2019 - 2020
7. Sector(s) that the Company is engaged in (industrial activity code - wise):

Description	NIC Code
White Crystal Sugar	10721
Power	35106
Distillery	1101
Granite	08102

8. List three key products/services that the Company manufactures/ provides (as in balance sheet)
 - ❖ Sugar
 - ❖ Power
 - ❖ Alcohol



9. Total number of locations where business activity is undertaken by the Company:

a) Number of International Locations : Nil

b) Number of National Locations : The company carries its business from its registered office situated in Coimbatore, Tamilnadu. The manufacturing units are located at 4 places in Tamil Nadu and 2 places in Karnataka.

c) Markets served by the Company : Local/State /National/International

The company is predominantly in sugar business and serves Indian market. The company's granite business has an international presence mainly in U.S.A and Europe.

SECTION B: FINANCIAL DETAILS OF THE COMPANY

Sl. No.	Particulars	As on 31.03.2020 (₹ in crores)
1	Paid up Capital (INR)	12.54
2	Total Turnover (INR)	1645.54
3	Total profit after taxes (INR)	95.64
4	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	2.8% (The company has spent Rs.2.67 crores against the requirement of Rs.2.61 Crores)
5	List of activities in which expenditure in 4 above has been incurred : a. Conservation of natural resources b. Education and healthcare c. Animal welfare d. Disaster relief fund	Refer Annual Report on CSR Activities attached along with the Board's Report

SECTION C: OTHER DETAILS

1. Does the Company have any Subsidiary Company/ Companies?

No

2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)

Not Applicable

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]

No

SECTION D: BR INFORMATION

1. Details of Director / Directors responsible for BR

a) Details of Director / Directors responsible for implementation of the BR policy / policies

DIN : 00002927
 Name : SRI B SARAVANAN
 Designation : Managing Director

b) Details of the BR head :

Sl. No	Particulars	Details
1	DIN	00002927
2	Name	SRI B SARAVANAN
3	Designation	Managing Director
4	Telephone number	0422-2204100
5	Email ID	mailto:mdoffice@bannari.com

2. Principle-wise (as per NGV's) BR Policy/Policies [Reply in Y/N]

- ❖ Principle 1: Ethics, Transparency and Accountability [P1]
- ❖ Principle 2: Sustainability of the Product throughout the Lifecycle [P2]
- ❖ Principle 3: Employees' wellbeing [P3]
- ❖ Principle 4: Respect the interests and Response towards Stakeholders [P4]
- ❖ Principle 5: Promotion of human rights [P5]
- ❖ Principle 6: Environment Protection [P6]
- ❖ Principle 7: Responsible towards Public and Regulatory Policy [P7]
- ❖ Principle 8: Inclusive Growth and Equitable Development [P8]
- ❖ Principle 9: Value to Customers /Consumers [P9]



Sl. No.	Questions	P	P	P	P	P	P	P	P	P
		1	2	3	4	5	6	7	8	9
1	Do you have a policy/ policies for...?	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national / international standards? If yes, specify? (50 words)	Yes. This policy is based on the "National Voluntary Guidelines on Social Environmental & Economic responsibilities of business" released by the ministry of Corporate affairs Government of India.								
4	Has the policy being approved by the Board? Is yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
5	Does the company have a specified committee of the Board/Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6	Indicate the link for the policy to be viewed online?	http://www.bannari.com/investorinformation.html								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
8	Does the Company have in-house structure to implement the policy / policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

2a.If answer to Sl.No.1 against any principle, is 'NO', please explain why (Tick up to 2 options)

Sl. No.	Questions	P	P	P	P	P	P	P	P	P	
		1	2	3	4	5	6	7	8	9	
1	The Company has not understood the Principles	Not applicable									
2	The Company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles										
3	The Company does not have financial or manpower resources available for the task										
4	It is planned to be done within next 6 months										
5	It is planned to be done within the next 1 year										
6	Any other reason (please specify)										

3. Governance related to BR

- a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the company. Within 3 months, 3-6 months, annually or more than one year:

There is no defined frequency. The assessment will be carried out by the BR head at such intervals as he considered necessary based upon its importance and impact on the company's business.

- b) Does the company publish a BR or a sustainability report? What is the hyperlink for viewing this report? How frequency it is published?

This is the second BRR of the company which can be accessed at: <https://www.bannari.com/investorinformation.html>

BRR is being published as and when it considered necessary.

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability

- Does the policy relating to ethics, bribery and corruption cover only the company? Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/ NGOs/ Others?

The company's policy relating to ethics, bribery and corruptions are covered in the Code of Conduct and whistle blower policy which aims to provide greater transparency and accountability. It also aims to follow ethics and to detect actual or suspected misconduct. The company has no joint venture/NGOs.

- How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the



management? If so, provide details thereof, in about 50 words or so.

The company has a well established mechanism for receipt and resolution of stakeholders' complaints. During the year under review the company has not received any complaint from stakeholders.

Principle 2 : Business should provide goods and services that are safe and contribute to sustainability "though out their life cycle"

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.
 - a) Sugar
 - b) Power
 - c) Alcohol

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):

- a) Reduction during sourcing/production/distribution achieved since the previous year through out the value chain?

Sugar industry is a seasonal industry and it's working always depending on the availability of sugarcane. Use of raw material, energy and water etc., varies depending on capacity utilization of the plant. Continuous drought in the operational area affects not only the availability of sugarcane but also the yield and recovery. Since the company could not operate its plants at 100% capacity, we could not see any reduction in energy, water and raw material compared to previous year.

- b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

Not Applicable

3. Does the company have procedures in place for

sustainable sourcing (including Transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

The main raw material viz. sugarcane being classified as essential commodity under the Essential Commodities Act, 1955, its distribution is controlled by the Government by allotting area to each sugar mill. The company is sourcing raw materials from the area allotted to each sugar mill. The company is propagating the innovative and technical cultivation practices in farming viz. drip irrigation, trash mulching, pit planting, organic manure etc. Bannari is also supporting farmers by way of arranging harvesting labour, mechanical harvesting and transportation. All the manufacturing units of the company are situated in midst of the area allotted to the company and thereby significantly reduces the environmental impact of transportation.

4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

As already stated sugar mills can draw sugarcane from the area allotted to the concerned sugar mill. The sugarcane is being harvested and transported by using the people surrounding the factory.

5. Does the company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

In the process of sugar manufacturing apart from the main product sugar, bagasse and molasses are being generated. Bagasse is effectively used for power generation and molasses is effectively used for alcohol production. The waste viz. press mud is effectively used for manufacturing bio-compost by treating with distillery spent wash.

Principle 3 : Businesses should promote the wellbeing of all employees

- Please indicate the Total number of employees
Total Number of employees
as on 31.03.2020 : 1846
- Please indicate the Total number of employees hired on temporary/contractual/ casual basis:

Sugar industry being a seasonal industry, the company employs temporary/contractual/casual employees depending on the necessity particularly after considering the sugarcane availability. It varies season to season and during off-season. Hence, providing data relating to such employees would not be meaningful.
- Please indicate the Number of permanent women employees:
Number of permanent women employees as on 31.03.2020 : 5
- Please indicate the Number of permanent employees with disabilities :

Number of permanent employees with disabilities as on 31.03.2020 : 1
- Do you have an employee association that is recognized by management?

The company's manufacturing facilities are situated at six locations. In 3 sugar factories there are employees associations.
- What percentage of your permanent employees is members of this recognized employee association?

It varies from factory to factory and starts from 45% to 80%.
- Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

NIL

- What percentage of your under mentioned employees were given safety & skill up gradation training in the last year?

Sl. No	Safety & Skill up-gradation training	
a	Permanent Employees	62 %
b	Permanent Women Employees	The women employees are employed only in the head office in a fully secured environment
c	Casual/Temporary/ Contractual Employees	45 %
d	Employees with Disabilities	100 %

Principle 4 : Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized.

- Has the company mapped its internal and external stakeholders? Yes/No
Yes
- Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?

Yes. The company has identified the small farmers as disadvantaged, vulnerable and marginalized stakeholders.
- Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof, in about 50 words or so.

The company's field officials are regularly approaching them to identify their needs and resolve their problems.

Principle 5 : Businesses should respect and promote human rights

- Does the policy of the company on human rights



cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?

The company has no group structure and it has no joint ventures/NGOs.

- 2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

The company has not received any complaint relating to violation of human rights.

Principle 6 : Business should respect, protect and make efforts to restore the environment

- 1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others.

The company has no group structure and it has no joint ventures/NGOs.

- 2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? If yes, please give hyperlink for webpage etc.

The company is always and continuously taking initiatives to address environmental issues. The company's wastes are properly treated and utilized in an effective manner.

- 3. Does the company identify and assess potential environmental risks?

Yes.

- 4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

No.

- 5. Has the company undertaken any other initiatives on clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

Yes. The company has taken initiatives on clean technology, energy efficiency and renewable energy. The company has installed Bio Gas Engine in the Effluent Treatment Plant and utilizing the Bio-Gas generated from the Anaerobic Digester for power generation. The generated power is being used for running the Effluent Treatment Plant. Also, the company has installed Co2 Recovery Plant, for the recovery of Co2 Gas coming out of Distillery Fermentation Process. As a renewable energy initiative, the company is using wind energy in one of the distillery units.

- 6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?

Yes. Within the permissible limits given by CPCB/SPCB.

- 7. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

No show cause/legal notice is pending.

Principle 7 : Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner

- 1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:

Yes

- a) Indian Sugar Mills Association, New Delhi
- b) The South Indian Sugar Mills Association, Tamilnadu & Karnataka
- c) All India Distillers Association, New Delhi

- 2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

The company prefers to participate in the meetings and deliberations of the association for the interests of the industry and public good.

Principle 8 : Businesses should support inclusive growth and equitable development

1. Does the company have specified programmes/ initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.

The company has conducted/supported many social welfare programs/ projects directly as well as through government agencies. The company has taken many initiatives for the inclusive growth and equitable development including the following:

- ❖ Conducting monthly medical camps for eye checkup of rural peoples
- ❖ Conducting monthly medical camps for the benefit of elders orphanage
- ❖ Constructing checkdams for water harvesting
- ❖ Desilting of water bodies & ponds to harvest more rain water
- ❖ Contribution to State Disaster Management Authority

2. Are the programmes / projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?

The programmes/projects are undertaken directly as well as through Government Agencies/Public Authority subject to the approval of CSR Committee. The Company has also undertaken some of the projects through government structures.

3. Have you done any impact assessment of your initiative?

Yes. The CSR Committee is assessing the impact of the initiatives taken by the company.

4. What is your company's direct contribution to community development projects Amount in INR and the details of the projects undertaken.

During the company has spent Rs.266.75 lakhs for various activities. The details are furnished in the Annual Return on CSR activities forming part of the Report of the Board of Directors.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

Yes. The company has taken proper steps to ensure that the community development initiative is successfully adopted by the community. The Managing Director of the company as well as the Chairman of CSR Committee themselves are visiting various places and identifying the needs of community and ensuring that the initiatives taken by company are well received by the community.

Principle 9 : Businesses should engage with and provide value to their customers and consumers in a responsible manner

1. What percentage of customer complaints/consumer cases are pending as on the end of financial year.

No pending complaint as on 31st March, 2020.

2. Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks (additional information)

Yes.

3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anticompetitive behavior during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

No case relating to unfair trade practices, irresponsible advertising or anticompetitive behavior has been filed against the company during last five years.

4. Did your company carry out any consumer survey/ consumer satisfaction trends?

No formal survey has been carried out but the company ensures consumer satisfaction through the wholesale dealers.

**Annexure VI****FORM NO. MGT-9****EXTRACT OF ANNUAL RETURN**

as on the financial year ended on 31st March, 2020

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]**I REGISTRATION AND OTHER DETAILS:**

i) CIN	L15421TZ1983PLC001358
ii) Registration Date	01.12.1983
iii) Name of the Company	Bannari Amman Sugars Limited
iv) Category / Sub-Category of the Company	Public Company Limited by Shares / Non - Government
v) Address of the Registered Office and contact	1212 Trichy Road Coimbatore - 641018 Phone : 0422-2204100 Fax : 0422-2309999 E-mail : shares@bannari.com Website : www.bannari.com
vi) Whether Listed Company (yes/no)	Yes
vii) Name, Address and Contact details of Registrar and Transfer Agent (if any)	Cameo Corporate Services Ltd Subramanian Building, 1 Club House Road, Chennai - 600002 Phone : 044-28460395, FAX : 044-28460129 CIN : U67120TN1998PLC041613

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

SI No	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	White Crystal Sugar	10721	82.66

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :

SI No	Name and Address of the Company	CIN/GIN	Holding/ Subsidiary/Associate	% of shares held	Applicable section
NOT APPLICABLE					

IV Shareholding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year (as on 01.04.2019)				No. of Shares held at the end of the year (as on 31.03.2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1) Indian									
a) Individual/HUF	1837535	--	1837535	14.65	1837535	--	1837535	14.65	--
b) Central Govt.	--	--	--	--	--	--	--	--	--
c) State Govt. (s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp.	5522741	--	5522741	44.04	5522741	--	5522741	44.04	--
e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any Other	--	--	--	--	--	--	--	--	--
Sub-total (A) (1):-	7360276	--	7360276	58.70	7360276	--	7360276	58.70	--
2) Foreign									
a) NRIs - Individuals	--	--	--	--	--	--	--	--	--
b) Other - Individuals	--	--	--	--	--	--	--	--	--
c) Bodies Corp.	--	--	--	--	--	--	--	--	--
d) Banks / FI	--	--	--	--	--	--	--	--	--
e) Any Other	--	--	--	--	--	--	--	--	--
Sub-total (A) (2):-	--	--	--	--	--	--	--	--	--
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	7360276	--	7360276	58.70	7360276	--	7360276	58.70	--
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	12360	100	12460	0.10	11500	--	11500	0.09	-0.01
b) Banks /FI	114	--	114	0.00	114	--	114	0.00	--
c) Central Govt.	--	--	--	--	--	--	--	--	--
d) State Govt.(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) Foreign Institutional Investors	21337	--	21337	0.17	20895	--	20895	0.17	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(1):-	33811	100	33811	0.27	32509	0	32509	0.26	-0.01



i) Category-wise Shareholding (Contd.,)

Category of Shareholders	No. of Shares held at the beginning of the year (as on 01.04.2019)				No. of Shares held at the end of the year (as on 31.03.2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2. Non-Institutions									
a) Bodies Corporates									
i) Indian	1707431	357	1707788	13.62	1677454	357	1677811	13.38	-0.24
ii) Overseas	--	45000	45000	0.36	--	45000	45000	0.36	--
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	707770	154368	862138	6.88	725713	138281	863994	6.89	0.01
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	2171243	50000	2221243	17.71	2246892	50000	2296892	18.31	0.60
c) Others (specify)									
Clearing Members	1441	--	1441	0.01	2190	--	2190	0.02	0.01
Escrow Account	2450	--	2450	0.02	2250	--	2250	0.02	0.00
Hindu Undivided Families	150860	--	150860	1.20	104009	--	104009	0.83	-0.37
IEPF	34958	--	34958	0.28	38411	--	38411	0.31	0.03
Non Resident Indians	75763	43872	119635	0.95	75486	40872	116358	0.92	-0.03
Sub-total (B)(2)	4851916	293597	5145513	41.03	4872405	274510	5146915	41.04	0.01
Total Public Shareholding (B)=(B)(1)+(B)(2)	4885727	293697	5179424	41.30	4904914	274510	5179424	41.30	--
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	12246003	293697	12539700	100.00	12265190	274510	12539700	100.00	--

ii) Shareholding of Promoters

SI No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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	Balasubramaniam S V	959062	7.65	--	1056232	8.42	--	0.77
2	Balasubramaniam S V - HUF	97170	0.77	--	--	--	--	-0.77
3	Soundaram B	479349	3.82	--	479349	3.82	--	--
4	Annamallai Enterprise (P) Ltd	255732	2.04	--	255732	2.04	--	--
5	Saravanan B	175758	1.40	--	175758	1.40	--	--
6	Murali B	126196	1.01	--	126196	1.01	--	--
7	Shiva Cargo Movers (P) Ltd	106500	0.85	--	106500	0.85	--	--
8	Bannariamman Finance (P) Ltd	87193	0.69	--	87193	0.69	--	--
9	SVB Enterprise (P) Ltd	10700	0.09	--	10700	0.09	--	--
10	Bannari Amman Enterprises (P) Ltd	9703	0.08	--	9703	0.08	--	--
11	Kerala Alcoholic Products (P) Ltd	4900	0.04	--	4900	0.04	--	--
12	SVB Holdings (P) Ltd	5048013	40.26	--	5048013	40.26	--	--
	TOTAL	7360276	58.70	--	7360276	58.70	--	--

iii) Change in Promoters' Shareholding

SI No	Name of the Shareholder	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
1	Balasubramaniam S V				
	At the beginning of the year	959062	7.65		
	Transferred from his HUF account on 19.03.2020	97170	0.77		
	At the end of the Year			1056232	8.42
2	Balasubramaniam S V - HUF				
	At the beginning of the year	97170	0.77		
	Transferred to his Individual account on 19.03.2020	-97170	-0.77		
	At the end of the Year			0	0
3	Soundaram B				
	At the beginning of the year	479349	3.82		
	At the end of the Year			479349	3.82
4	Annamallai Enterprise (P) Ltd				
	At the beginning of the year	255732	2.04		
	At the end of the Year			255732	2.04



iii) Change in Promoters' Shareholding

SI No	Shareholder's Name	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
5	Saravanan B				
	At the beginning of the year	175758	1.40		
	At the end of the Year			175758	1.40
6	Murali B				
	At the beginning of the year	126196	1.01		
	At the end of the Year			126196	1.01
7	Shiva Cargo Movers (P) Ltd				
	At the beginning of the year	106500	0.85		
	At the end of the Year			106500	0.85
8	Bannariamman Finance (P) Ltd				
	At the beginning of the year	87193	0.69		
	At the end of the Year			87193	0.69
9	SVB Enterprise (P) Ltd				
	At the beginning of the year	10700	0.09		
	At the end of the Year			10700	0.09
10	Bannari Amman Enterprises (P) Ltd				
	At the beginning of the year	9703	0.08		
	At the end of the Year			9703	0.08
11	Kerala Alcoholic Products (P) Ltd				
	At the beginning of the year	4900	0.04		
	At the end of the Year			4900	0.04
12	SVB Holdings (P) Ltd				
	At the beginning of the year	5048013	40.26		
	At the end of the Year			5048013	40.26


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

Sl. No	Shareholder's Name	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
1	GAGANDEEP CREDIT CAPITAL (P) LTD				
	At the beginning of the year 01-Apr-2019	687092	5.4793		
	At the end of the Year 31-Mar-2020			687092	5.4793
2	ANUJ ANANTRAI SHETH JT1 : PARUL ANUJ SHETH				
	At the beginning of the year 01-Apr-2019	566244	4.5155		
	Sale 10-May-2019	-9000			
	Purchase 10-May-2019	9000			
	Sale 24-May-2019	-100000			
	Purchase 20-Dec-2019	100000			
	At the end of the Year 31-Mar-2020			566244	4.5155
3	NEMISH S SHAH JT1 : REKHA N SHAH				
	At the beginning of the year 01-Apr-2019	325000	2.5917		
	At the end of the Year 31-Mar-2020			325000	2.5917
4	SHAMYAK INVESTMENT PRIVATE LIMITED (Formerly AMRIT PETROLEUMS (P) LIMITED)				
	At the beginning of the year 01-Apr-2019	290241	2.3145		
	At the end of the Year 31-Mar-2020			290241	2.3145
5	PRESCIENT SECURITIES PRIVATE LIMITED				
	At the beginning of the year 01-Apr-2019	215578	1.7191		
	At the end of the Year 31-Mar-2020			215578	1.7192
6	AADITYA PARAS SHAH .				
	At the beginning of the year 01-Apr-2019	0	0.0000		
	Purchase 27-Mar-2020	200000	1.5949		
	At the end of the Year 31-Mar-2020			200000	1.5949
7	KOTAK MAHINDRA TRUSTEESHIP SERVICES LIMITED				
	At the beginning of the year 01-Apr-2019	198180	1.5804		
	Sale 07-Jun-2019	-35000	-0.2791		
	At the end of the Year 31-Mar-2020			163180	1.3013



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

Sl. No	Shareholder's Name	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
8	ANVIL SHARE AND STOCK BROKING PVT LTD				
	At the beginning of the year 01-Apr-2019	121000	0.9649		
	Purchase 29-Nov-2019	785	0.0063		
	Sale 06-Dec-2019	-785	-0.0063		
	Purchase 10-Jan-2020	450	0.0036		
	Sale 17-Jan-2020	-316	-0.0025		
	Sale 24-Jan-2020	-52	-0.0004		
	Sale 31-Jan-2020	-82	-0.0007		
	Purchase 14-Feb-2020	25	0.0002		
	Purchase 21-Feb-2020	147	0.0012		
	Sale 28-Feb-2020	-172	-0.0014		
	Purchase 31-Mar-2020	585	0.0047		
	At the end of the Year 31-Mar-2020			121585	0.9696
9	UDAY NANDLAL SHAH JT1 : REKHA UDAY SHAH				
	At the beginning of the year 01-Apr-2019	76279	0.6083		
	Sale 28-Jun-2019	-20000	-0.1595		
	Purchase 26-Jul-2019	20000	0.1595		
	Purchase 27-Mar-2020	40000	0.3190		
	At the end of the Year 31-Mar-2020			116279	0.9273
10	SHARAD NANDLAL SHAH JT1 : KALPANA SHARAD SHAH				
	At the beginning of the year 01-Apr-2019	52500	0.4187		
	Sale 28-Jun-2019	-20000	-0.1595		
	Purchase 26-Jul-2019	20000	0.1595		
	Sale 13-Dec-2019	-3500	-0.0279		
	Purchase 27-Mar-2020	55000	0.4386		
	At the end of the Year 31-Mar-2020			104000	0.8294


v) Shareholding of Directors and Key Managerial Personnel :

Sl. No	Shareholder's Name	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
1	Balasubramaniam S V (Chairman)				
	At the beginning of the year	959062	7.65	--	--
	Transferred from his HUF account on 19.03.2020	97170	0.77	--	--
	At the end of the Year	--	--	1056232	8.42
2	Saravanan B (Managing Director)				
	At the beginning of the year	175758	1.40	--	--
	At the end of the Year	--	--	175758	1.40
3	Perumalsamy A K (Director)				
	At the beginning of the year	900	0.01	--	--
	At the end of the Year	--	--	900	0.01
4	Muthukumar E P (Director)				
	At the beginning of the year	1000	0.01	--	--
	At the end of the Year	--	--	1000	0.01
5	Gundan T (Director)				
	At the beginning of the year	--	--	--	--
	At the end of the Year	--	--	--	--
6	Vijayakumar M P (Director)				
	At the beginning of the year	--	--	--	--
	At the end of the Year	--	--	--	--
7	Radha Ramani (Director)				
	At the beginning of the year	--	--	--	--
	At the end of the Year	--	--	--	--
8	C Palaniswamy (Company Secretary)				
	At the beginning of the year	10	--	--	--
	At the end of the Year			10	--
9	M Ramprabhu (Chief Financial Officer)				
	At the beginning of the year	--	--	--	--
	At the end of the Year	--	--	--	--



V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(₹ in Lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	49898.90	27000.00	--	76898.90
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	354.20	--	--	354.20
Total (i+ii+iii)	50253.10	27000.00	--	77253.10
Change in Indebtedness during the financial year				
Addition (including interest)	19721.52	29996.59	--	49718.11
Reduction (including interest)	26955.44	--	--	26955.44
Net Change Indebtedness	(7233.92)	29996.59	--	22762.67
At the end of the financial year				
i) Principal Amount	42575.42	56996.59	--	99572.01
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	443.76	--	--	443.76
Total (i + ii + iii)	43019.18	56996.59	--	100015.77

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Sri S V Balasubramaniam (Chairman)	Sri B Saravanan (Managing Director)	
1	Gross salary			
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	108.00	90.00	198.00
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	8.29	0.17	8.46
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--
2	Stock Option	--	--	--
3	Sweat Equity	--	--	--
4	Commission - as % of profit/others, specify	290.09	193.39	483.48
5	Others, please specify (Provident Fund)	--	--	--
	Total	406.38	283.56	689.94
	Ceiling as per the Act			
	i) in case the company has profit	5% of the net profit	5% of the net profit	10% of the net profit
	ii) in case the company has profit or profit is inadequate	Minimum remunerations as prescribed in Part II of Section II of Schedule V to the Companies Act 2013		


B. Remuneration to other directors:

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Sri T Gundan	Sri M P Vijayakumar	Sri A K Perumalsamy	Sri E P Muthukumar	Dr Radha Ramani	
1	Independent Directors Fee for attending Board / Committee meetings	0.95	0.95	0.40	0.55	0.35	3.20
	Commission	--	--	--	--	--	--
	Others, please specify	--	--	--	--	--	--
	Total (1)	0.95	0.95	0.40	0.55	0.35	3.20
2	Other Non-Executive Directors						
	Fee for attending Board / Committee meetings	--	--	--	--	--	--
	Commission	--	--	--	--	--	--
	Others, please specify	--	--	--	--	--	--
	Total (2)	--	--	--	--	--	--
	Total (B)=(1+2)	0.95	0.95	0.40	0.55	0.35	3.20
Overall Ceiling as per the Act	The non-executive directors were paid only sitting fee for attending the meetings of the Board and committees thereof. However, the overall ceiling as per the act is 1% of the net profit.						

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

(₹ in Lakhs)

Sl. No.	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
		Sri C Palaniswamy Company Secretary	Sri M Ramprabhu Chief Financial Officer	
1	Gross salary			
	a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961	37.46	20.44	57.90
	b) Value of perquisites u/s 17(2) Income-Tax Act, 1961	1.71	1.02	2.73
	c) Profits in lieu of salary under section 17(3) Income-Tax Act, 1961	--	--	--
2	Stock Option	--	--	--
3	Sweat Equity	--	--	--
4	Commission			
	- as % of profit - others - specify	--	--	--
5	Others, please specify			
	TOTAL	39.17	21.46	60.63



VII. Penalties / Punishment / Compounding of Offences (Under the Companies Act):

	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT	Appeal made, if any (give Details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

---NIL---

By order of the Board
S V BALASUBRAMANIAM
DIN : 00002405
Chairman

Place : Coimbatore
Date : 24.06.2020

ANNEXURE - VII**SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2020**

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members,
M/s. Bannari Amman Sugars Limited
1212, Trichy Road,
Coimbatore - 641018

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to Good Corporate Practices by M/s. Bannari Amman Sugars Limited (hereinafter called the 'Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder (to the extent applicable);
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings. - Not Applicable.
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') :-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 as amended from time to time.
- vi) and other laws applicable to the Company viz.,:-
 1. Essential Commodities Act, 1955
 2. Sugarcane (Control) Order, 1966
 3. Sugar Cess Act, 1982



4. Sugar Development Fund Act, 1982
5. Food Safety and Standards Act, 2006
6. The Boiler Act, 1923
7. The Electricity Act, 2003
8. The Legal Metrology Act, 2011
9. Karnataka Sugar Cane (Regulation of Purchase and Supply) Act, 2013

As per the information and explanation provided by the management and officers of the Company and also on verification of reports and certificates of professionals, we report that the adequate systems are in place to monitor and ensure compliance of Laws relating to Direct and Indirect Taxes and Labour and other Legislations.

We have also examined compliance with the applicable Regulations issued by the Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Secretarial Standards issued by the Institute of Company Secretaries of India.

During the year under review the Company has complied with all the applicable Acts, Rules, Regulations, Guidelines, Standards, etc. including the laws mentioned above.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and a Woman Director. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines:-

As informed the Company has responded appropriately to notices received from various Statutory or Regulatory authorities wherever found necessary.

All decisions at the Board Meetings and Committee Meetings are carried out unanimously as recorded in the Minutes of the Meetings of the Board of the Directors or Committee of the Board as the case may be.

We further report that during the audit period there were no instances of:

- a) Public/Rights/Preferential Issue of shares/Debentures/Sweat Equity
- b) Redemption/Buy Back of Securities
- c) Merger / Amalgamation / reconstruction etc
- d) Foreign Technical Collaboration

This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Place : Coimbatore
Date : 24.06.2020

For M/s C Thirumurthy & Associates
C Thirumurthy B Com BL FCS
Practising Company Secretary
FCS 3454 CP 5179
UDIN: F003454B000371030

Annexure - A

To

The Members
Bannari Amman Sugars Limited
1212, Trichy Road
Coimbatore – 641018

Our report of even date is to be read along with this letter:

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. We have obtained, wherever required, the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Coimbatore
Date : 24.06.2020

For M/s C Thirumurthy & Associates
C Thirumurthy B Com BL FCS
Practising Company Secretary
FCS 3454 CP 5179
UDIN: F003454B000371030



INDEPENDENT AUDITORS' REPORT

To

The Members of Bannari Amman Sugars Limited
Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of Bannari Amman Sugars Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Cash Flows and Statement of Changes in Equity for the year then ended on that date and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and its profit and total comprehensive income, its cash flows and changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements Section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below as the key audit matter of the company for the year ended March 31, 2020.

Sl. No.	Description of Key Audit Matter	How the matter was addressed in Audit
4.1	<p>Determination of net realizable value of inventory of sugar as at the year ended March 31, 2020</p> <p>The Company has inventory of sugar with the carrying value of Rs.83602.69 lakhs as on March 31, 2020. The inventory of sugar is valued at the lower of Weighted Average cost and net realizable value.</p> <p>We considered the value of the inventory of sugar as a key audit matter given the relative size of the balance in the financial statements and significant judgement involved in the consideration of factors such as minimum sale price, monthly quota, fluctuation in selling prices and the related notifications of the Government in determination of net realizable value.</p>	<p>We understood and tested the design and operating effectiveness of controls as established by the management in preparation of cost sheet and underlying judgement and basis of determination of net realizable value of inventory of sugar.</p> <p>We considered various factors including the actual selling price prevailing around and subsequent to the year end, minimum selling price & monthly quota and other notifications of the Government of India, initiatives taken by the Government with respect to sugar industry as a whole.</p> <p>Based on the above procedures performed, the management's determination of the cost and net realizable value of the inventory of sugar as at the year-end is considered to be reasonable.</p>

Information Other than the Financial Statements and Auditor's Report thereon

5. The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon, which we have obtained prior to the date of this Audit Report.
6. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
7. In connection with our audit of the financial statements, our responsibility is to read the other information identified above, and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. Based on the work we have performed on other information, if we conclude that there is a material misstatement, if any, of this other information, we are required to report that fact.

We have nothing to report in this regard.

Management's Responsibilities and those Charged with Governance for the Financial Statements

8. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act read with Companies (Indian Accounting Standard) Rules, 2015 as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were



operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

9. In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
10. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

11. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
12. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:
 - a) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - b) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
13. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
14. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

15. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

16. As required by the Companies (Auditors' Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
17. As required by Section 143(3) of the Act, we report that:
- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
 - With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - With respect to the matter to be included as per Section 197(16) of the Act:
In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act.
 - With respect to the other matters to be included in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note No. 35 to the financial statements;
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Company.

For P K NAGARAJAN & Co.,
Chartered Accountants
Firm Reg. No: 016676S

VIGNESA SOMATHURAI PANDIAN
Partner
M.No. 241168
UDIN: 20241168AAAAAL8129

Place : Coimbatore
Date : 24.06.2020



Annexure - A to the Independent Auditors' Report

Referred to in paragraph 16 of the Independent Auditors' Report of even date to the members of Bannari Amman Sugars Limited on the financial statements for the year ended March 31, 2020

- i. a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) The Company has a regular programme of physical verification of its fixed assets by which all fixed assets are verified in a phased manner. In accordance with this programme, certain fixed assets were verified by the management during the year and according to the information and explanation given to us no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- c) In our opinion and according to the information and explanations given to us and on the basis of examination of the records of the company the title deeds of immovable properties are held in the name of the company. In respect of immovable properties taken on lease and disclosed as right-of-use-assets in the financial statements, the lease agreements are in the name of the company.
- ii. The inventory has been physically verified by the management at reasonable intervals during the year. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- iii. In our opinion and according to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans secured or unsecured to companies, firms, Limited Liability partnerships or other parties listed in the register maintained under Section 189 of the Act. Consequently, the provisions of paragraph 3(iii) of the Order are not applicable to the Company.
- iv. In our opinion and according to the information and the explanations given to us, the Company has not granted any loans or provided any guarantees or securities to the parties covered under the Section 185 of the Act. The Company has complied with the provisions of Section 186 of the Act in respect of investments made or loans or guarantee or security provided.
- v. The Company has not accepted any deposits from the public.
- vi. As per the information and explanation given by the management, maintenance of cost records has been prescribed by the Central Government and we are of the opinion that prima facie the prescribed accounts and records have been made and maintained under Section 148(1) of the Act, by the company.
- vii. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the undisputed statutory dues including Provident fund, Employee's State Insurance, Income Tax, Goods and Service Tax, duty of Customs, duty of Excise, and any other material statutory dues, as applicable, have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income tax, Goods and Service Tax, duty of Customs, duty of



Excise, and other material statutory dues were in arrears as at 31st March, 2020 for a period of more than six months from the date they became payable.

- b) According to the information and explanations given to us, the company has no disputed dues of income tax or duty of customs or duty of excise or Goods and Service Tax that have not been deposited on account of matters pending before appropriate authority.
- viii. According to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions, banks and Government during the year. The company has not issued any debentures.
- ix. The Company has not raised any money by way of Initial Public Offer or further public offer (including Debt instruments) during the year. According to the information and explanations given to us, the term loans availed during the year have been applied for the purposes for which those were obtained.
- x. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us and based on the examination of the records, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by the applicable Accounting Standards.
- xiv. According to the information and explanations given to us and based on our examination of the records, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, paragraph 3(xiv) of the Order is not applicable.
- xv. According to the information and explanations given to us and based on our examination of the records, the Company has not entered into non-cash transactions with the Directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the paragraph 3(xvi) of the Order is not applicable to the Company.

For P K NAGARAJAN & Co.,
Chartered Accountants
Firm Reg. No: 016676S

VIGNESA SOMATHURAI PANDIAN
Partner
M.No. 241168
UDIN: 20241168AAAAAL8129

Place : Coimbatore
Date : 24.06.2020



Annexure - B to the Independent Auditors' Report

Referred to in paragraph 17(f) of the Independent Auditors' Report of even date to the members of Bannari Amman Sugars Limited on the financial statements for the year ended March 31, 2020.

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act").

1. We have audited the internal financial controls over financial reporting of Bannari Amman Sugars Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.



5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:
- a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
 - b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorization of management and directors of the company; and
 - c) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For P K NAGARAJAN & Co.,
Chartered Accountants
Firm Reg. No: 016676S

VIGNESA SOMATHURAI PANDIAN
Partner
M.No. 241168
UDIN: 20241168AAAAAL8129

Place : Coimbatore
Date : 24.06.2020


STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2020

(₹ in Lakhs)

SI No	PARTICULARS	Note No.	Year ended 31.03.2020		Year ended 31.03.2019	
			Details	Total	Details	Total
I	INCOME :					
	Revenue from Operations	26	160929.13		112498.61	
	Other Income	27	386.29		767.55	
	TOTAL REVENUE			161315.42		113266.16
II	EXPENSES :					
	Cost of Materials Consumed	28	110046.93		104719.54	
	Purchase of Stock-in-Trade	29	1022.61		546.40	
	Changes in Inventories of Finished goods and Work-in-progress	30	(3624.39)		(39514.05)	
	Employee Benefits Expense	31	11186.13		10201.92	
	Finance Costs	32	4433.68		2961.37	
	Depreciation and Amortisation expense	33	6494.04		6677.49	
	Other Expenses	34	19152.04		18389.63	
	TOTAL EXPENSES			148711.04		103982.30
III	PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX (I- II)			12604.38		9283.86
IV	Exceptional Items			-		-
V	PROFIT BEFORE TAX (III - IV)			12604.38		9283.86
VI	Tax Expenses:					
	a. Current Tax	50	2170.60		1947.42	
	b. Deferred Tax		870.20	3040.80	(257.41)	1690.01
VII	PROFIT FOR THE PERIOD (V - VI)			9563.58		7593.85
VIII	OTHER COMPREHENSIVE INCOME					
	Items that will not be reclassified to profit or loss					
	i) Remeasurement of the defined benefit plans (Net of Income Tax effect thereon)		(116.49)		(124.55)	
	ii) Equity Instruments through Other Comprehensive Income (Net of Income Tax effect thereon)		(30.27)		(25.88)	
				(146.76)		(150.43)
IX	TOTAL COMPREHENSIVE INCOME FOR THE PERIOD (VII + VIII)			9416.82		7443.42
X	EARNINGS PER SHARE - BASIC AND DILUTED (₹)	39		76.27		60.56

Significant Accounting Policies

1

 The accompanying notes are an integral part of the financial statements
 As per our report of even date attached

For P K NAGARAJAN & Co.,
 Chartered Accountants – Firm Regn. No: 016676S

VIGNESA SOMATHURAI PANDIAN

Partner

M No 241168

UDIN : 20241168AAAAAL8129

Place : Coimbatore

Date : 24.06.2020

S V BALASUBRAMANIAM

Chairman

DIN 00002405

B SARAVANAN

Managing Director

DIN 00002927

C PALANISWAMY

Company Secretary

M RAMPRABHU

Chief Financial Officer

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2020**

(₹ in lakhs)

	Year ended 31.03.2020		Year ended 31.03.2019	
A. OPERATING ACTIVITIES :				
Net profit before tax		12604.38		9283.86
Adjustments for :				
Depreciation and Amortisation expenses	6494.04		6677.49	
Finance costs	4433.68		2961.37	
Loss on sale of Property, Plant and Equipment	5.47		50.89	
Interest Income	(80.89)		(339.69)	
Dividend Income	(2.02)		(1.95)	
Profit on sale of Property, Plant and Equipment	(6.44)		(140.20)	
		10843.84		9207.91
Operating Profit before working capital changes		23448.22		18491.77
Adjustments for :				
Inventories	(2585.67)		(39934.37)	
Trade receivables	(6020.89)		(6171.03)	
Other Financial Assets	493.28		(469.51)	
Other Assets	(10519.31)		1228.08	
Trade and other payables	(8632.87)		9374.38	
		(27265.46)		(35972.45)
Cash generated from operations		(3817.24)		(17480.68)
Less : Income tax paid (Net of refund)		1906.36		1718.20
Net cash used in operating activities		(5723.60)		(19198.88)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2020 (Contd.,)

(₹ in lakhs)

	Year ended 31.03.2020		Year ended 31.03.2019	
B. INVESTING ACTIVITIES :				
Interest Received	80.89		339.69	
Dividend Received	2.02		1.95	
Purchase of Property, Plant and Equipment	(10699.87)		(3430.89)	
Sale of Property, Plant and Equipment	17.17		380.79	
Net cash used in investing activities		(10599.79)		(2708.46)
C. FINANCING ACTIVITIES :				
Proceeds from Borrowings (Net)	22673.11		26100.00	
Finance Costs paid	(4380.53)		(2748.35)	
Payment of Lease Liabilities (Ind AS 116)	(33.20)		--	
Capital Receipts	--		100.00	
Dividends and Dividend Tax paid	(1511.73)		(1511.73)	
Net cash from financing activities		16747.65		21939.92
Net increase in cash and cash equivalents (A+B+C)		424.26		32.59
Reconciliation :				
Opening Cash and Cash equivalents	347.91		315.32	
Closing Cash and Cash equivalents	772.17		347.91	
Net Increase in Cash and Cash Equivalents		424.26		32.59

As per our report of even date attached

For P K NAGARAJAN & Co.,
Chartered Accountants – Firm Regn. No: 016676S

VIGNESA SOMATHURAI PANDIAN
Partner
M No 241168
UDIN : 20241168AAAAA18129

Place : Coimbatore
Date : 24.06.2020

S V BALASUBRAMANIAM
Chairman
DIN 00002405

C PALANISWAMY
Company Secretary

B SARAVANAN
Managing Director
DIN 00002927

M RAMPRABHU
Chief Financial Officer

**STATEMENT OF CHANGES IN EQUITY****FOR THE YEAR ENDED 31.3.2020****A. Equity Share Capital**

(₹ in Lakhs)

	As at 31.03.2020	As at 31.03.2019
Balance at the beginning of the reporting period	1253.97	1253.97
Balance at the end of the reporting period	1253.97	1253.97

B. Other Equity

(₹ in Lakhs)

Particulars	Reserves and Surplus					
	Securities Premium	Capital Reserve	Capital redemption Reserve	General Reserve	Retained Earnings	Total
Balance as at 1.4.2018	8503.35	656.25	1846.00	97244.81	4052.33	112302.74
Movement during the year ended 31.03.2019						
Capital receipts during the period		100.00				100.00
Profit for the period					7593.85	7593.85
Other Comprehensive Income					(150.43)	(150.43)
Dividend and Tax on Dividend					(1511.73)	(1511.73)
Transfer to General Reserve				7500.00	(7500.00)	--
Balance as at 31.03.2019	8503.35	756.25	1846.00	104744.81	2484.02	118334.43
Movement during the year ended 31.03.2020						
Profit for the period					9563.58	9563.58
Other Comprehensive Income					(146.76)	(146.76)
Dividend and Tax on Dividend					(1511.73)	(1511.73)
Transfer to General Reserve				7500.00	(7500.00)	
Balance as at 31.03.2020	8503.35	756.25	1846.00	112244.81	2889.11	126239.52

As per our report of even date attached

For P K NAGARAJAN & Co.,
Chartered Accountants – Firm Regn. No: 016676S
VIGNESA SOMATHURAI PANDIAN
Partner
M No 241168
UDIN : 20241168AAAAAL8129

Place : Coimbatore
Date : 24.06.2020

S V BALASUBRAMANIAM
Chairman
DIN 00002405

C PALANISWAMY
Company Secretary

B SARAVANAN
Managing Director
DIN 00002927

M RAMPRABHU
Chief Financial Officer

Notes forming part of the Financial Statements for the year ended 31.03.2020

NOTE 1:

Statement of Significant Accounting Policies followed by the Company

COMPANY BACKGROUND

"Bannari Amman Sugars Limited (the 'Company') is a public limited Company domiciled and incorporated in India under the Companies Act, 1956. The registered office of the Company is located at 1212 Trichy Road, Coimbatore 641 018. The Company has five sugar factories with a total capacity of 23700 MT of sugarcane crushing per day, 129.80 MW of Cogeneration, 127.50 KLPD of Industrial alcohol, Bio-products and 7 numbers of Windmill with a total capacity of 8.25 MW. The company's Shares are listed in BSE and NSE."

a) Basis of Preparation

i) Compliance with IND AS

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') notified under Section 133 of the Companies Act 2013 (the Act) read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

The accounting policies are applied consistently to all the periods presented in the financial statements.

ii) Historical Cost Convention

The financial statements have been prepared on a historical cost basis, except for certain financial instruments and Defined Benefit plans - plan assets measured at fair value at the end of the each reporting period.

Historical cost is generally based on the fair value of consideration given in exchange of goods and services. Fair Value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated

using another valuation technique. The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest. Fair value for measurement and/or disclosure purposes in these financial statement is determined on such a basis except for leasing transactions that are within the scope of Ind AS 116 and measurements that have similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 (Inventories) or value in use in Ind AS 36 (Impairment of Assets).

iii) Current and Non - Current Classification

All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act 2013.

Deferred Tax assets and liabilities are classified as Non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The company has identified Twelve months as its operating cycle.

iv) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

b) Use of Estimates and Judgements

The estimates and judgements used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other



assumptions and factors (including expectations of future events) that the company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised. The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after the date but provide additional evidence about conditions existing as at the reporting date.

c) **Property Plant and Equipment**

Property, plant and equipment that qualifies for recognition as an asset is measured at cost net of tax / duty credit availed less accumulated depreciation and accumulated impairment losses, if any. The Cost includes Deemed Cost as on the date of transition. Freehold land is not depreciated.

Cost includes related taxes, duties, freight, insurance etc., attributable to acquisition and installation of assets and borrowing cost incurred up to the date of commencing operations, but excludes duties and taxes that are recoverable from taxing authorities.

Subsequent cost are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefit associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. Cost in the nature of repairs and maintenance are recognised in the Statement of Profit and Loss during the reporting period in which they are incurred.

Assets which are not ready for their intended use and other capital work in progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest. Advances given towards acquisition of Property, Plant and Equipments outstanding at each balance sheet date are disclosed

as Capital Advances under other Non-Current Assets.

Depreciation

Straight line method has been adopted for providing depreciation on fixed assets other than for Co-Generation Division and Wind Mill Division. For the assets of Co-Generation division and Wind Mill Division, depreciation has been provided under written down value method. The assets are depreciated over the useful life as prescribed in Schedule II of the Companies Act, 2013. Depreciation on additions / deletions on Property, Plant and Equipments is computed on pro-rate basis from the date of purchase of such addition or upto the date of such deletion as the case may be. The residual values are not more than 5% of the original cost of the asset. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of changes in estimate accounted for on a prospective basis.

Derecognition

The carrying amount of an item of property, plant and equipment shall be derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of property, plant and equipment shall be determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item. The same is recognised in the statement of profit and loss.

d) **Impairment of Non financial Assets**

Non financial assets are tested for impairment at the end of each reporting period as to whether events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the assets' carrying amount exceeds its recoverable amount. The recoverable amount is higher of an assets' fair value less costs of disposal and value in use. For the

purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash generating units). Non financial assets that suffered an impairment in prior periods are reviewed for possible reversal of the impairment at the end of the each reporting period.

e) Derivative financial Instruments

Derivative financial instruments such as forward contracts, to hedge its foreign currency risks are initially recognised at fair value on the date, a derivative contract is entered into. The same is subsequently remeasured at their fair value with changes in fair value recognised in the statement of profit and loss in the period when they arise.

f) Financial Instruments

A Financial Instrument is any contract that give rise to a financial asset of one entity and Financial Liability or equity instrument of another entity. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial Assets

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition of financial assets (other than financial assets at fair value through profit or loss) are added to or deducted from the fair value of the financial assets, on initial recognition.

When the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognised as a gain or loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or 2 input as mentioned above, the difference between the fair value and the transaction price is deferred appropriately and recognised as a gain or loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial asset.

Investment in Equity instruments at Fair Value Through Other Comprehensive Income (FVTOCI)

Initial Recognition

The Company, through an irrevocable election (on an instrument by instrument basis), has measured investments in equity instruments at FVTOCI. These equity instruments are neither held for trading nor are contingent consideration recognised under a business combination. These elected investments are initially measured at fair value plus transaction costs.

Subsequent measurement

Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income.

Dividend

Dividend on investments in equity instruments are recognised in profit or loss unless the dividend does not represent a recovery of part of cost of the investment. Dividend is recognised only when the company's right to receive the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably. The Company has recognised dividend in Statement of profit and loss under 'Other Income'.

Derecognition

A financial asset is derecognised when the contractual rights to the cash flows from the financial asset expires or the Company transfers the financial asset and substantially all the risks and rewards of



ownership of the asset. If the Company neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset, but retains control of the financial asset, the Company continues to recognise the transferred asset to the extent of its continuing involvement. The extent of the Company's continuing involvement in the financial asset is the extent to which it is exposed to changes in the value of the transferred asset. In such cases, the Company also recognises an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On derecognition of such financial assets, the cumulative gain / loss previously recognised in Other Comprehensive Income is not reclassified from the equity to the Statement of Profit and Loss. However, the company may transfer such cumulative gain / loss into the retained earnings within equity.

Impairment of Financial Asset

The Company applies expected credit loss model for recognising impairment loss on financial assets measured at fair value through other comprehensive income (FVTOCI), trade receivables, lease receivables and other financial assets measured at amortised cost.

The Company follows a simplified approach wherein an amount equal to lifetime expected credit losses is measured and recognised as loss allowance in the case of trade receivables and lease receivables.

In case of financial assets measured at fair value through other comprehensive income or at amortised cost, the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk has not increased significantly, an amount equal to 12-month expected credit losses is measured as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime expected

credit losses is measured and recognised as loss allowance.

Financial Liabilities

Initial Recognition

Financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the issue of financial liabilities (other than financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial liabilities, on initial recognition.

When the fair value of a financial liabilities at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognised as a gain or loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or 2 input as mentioned above, the difference between the fair value and the transaction price is deferred appropriately and recognised as a gain or loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial liabilities.

Subsequent measurement

Financial Liabilities are subsequently carried at amortised cost using the effective interest method, which is subsequently measured at fair value through profit or loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged or cancelled or expires. When an existing financial

liability is replaced by another from the same lender on substantially different terms, or the terms of an existing financial liability is substantially modified, such an exchange or modification is treated as the extinguishment of the original liability and the recognition of a new financial liability. The difference

between the carrying amount of a financial liability extinguished and the consideration paid is recognised in the Statement of Profit and Loss recognised in the Statement of Profit and Loss.

g) Valuation of Inventories :

- i) Finished Goods
 - Sugar
 - Granite Blocks
 - Polished Granite slabs and tiles
 - Molasses
 - Bagasse
 - Industrial Alcohol
 - Bio-Products

At weighted average cost or Net
Realisable value whichever is lower

- Sawn Granite slabs and process stock - At cost or net realisable value whichever is lower

- Raw material, consumables, stores & spares and others - At weighted average cost or Net
Realisable value whichever is lower

- ii) The cost of the finished goods and process stock comprises all cost of purchase, cost of conversion, duties and taxes (other than those subsequently recovered from tax authorities) and other costs incurred in bringing the inventories to their present location and condition.

- iii) Due allowance is estimated and made for defective and obsolete items wherever necessary.

h) Fair value measurement

The Company measures financial instruments, such as, investments at fair value at each balance sheet date. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy that categorises into three levels, described as follows, the inputs to valuation techniques used to measure value.

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly or indirectly

Level 3: inputs that are unobservable for the asset or liability.

For Assets and liabilities that are recognised in the financial statement on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing the categorisation (based on the lowest



level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

i) Revenue Recognition

Revenue from contracts with customers is recognised on transfer of control of promised goods or service to a customer at an amount that reflects the consideration to which the company is expected to be entitled to in exchange for those goods or services. The company recognises the revenue at the amount of transaction price on the satisfaction of performance obligation. The Transaction Price is the amount of consideration to which the company expects to be entitled in exchange for transferring the promised goods or services to a customer excluding the amount collected on behalf of third parties, The consideration promised in a contract with the customer may include fixed amounts, variable amount or both.

Revenue is recognised only to the extent that is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

Sale of Goods :

Revenue is recognised when the performance obligations are satisfied and the control of the product is transferred, being when the goods are delivered as per the relevant terms of the contract at which point in time the Company has a right to payment for the asset, customer has legal title of the asset, customer bears significant risk and rewards of ownership and the customer has accepted the asset or the Company has objective evidence that all criteria for acceptance have been satisfied. Payment for the sale is made as per the credit terms in the agreements with the customers. The credit period is generally short term, thus there is no significant financing component.

Revenue is measured based on the transaction price, which is the consideration, net of customer incentives,

discounts, variable considerations, payments made to customers, other similar charges, as specified in the contract with the customer. Additionally, revenue excludes taxes collected from customers, which are subsequently remitted to Government authorities.

Export incentives under various schemes are accounted in the year of export at the estimated realisable value.

Sale of Services

The Company recognises its revenue from sale of services based on the recognition criteria that the outcome of a transaction involving the rendering of services can be estimated reliably.

Stage of completion of transactions is measured by determining the services performed till balance sheet date as a percentage of total services to be performed as per the contract. The credit period is generally short term, thus there is no significant financing component.

Dividend and Interest Income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

Interest income from financial asset is recognised when it is probable that the economic benefits will flow to the entity and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets' net carrying amount on initial recognition.

Rental Income

Rental Income arising from operating leases are accounted over the lease terms and is recognised in the statement of profit and loss.

j) Foreign Currency Transactions

The financial statements are presented in Indian Rupee which is company's functional and presentation currency. Foreign currency transactions are recorded at the exchange rate prevailing on the date of the transaction. Exchange differences arising on foreign exchange transaction settled during the year are recognised in the statement of profit and loss. Foreign currency monetary items as at the balance sheet date are translated using the closing rate. The gain or loss arising out of these translations are recognized in the statement of profit and loss.

k) Provisions and Contingencies

Provision is recognised only when there is a present obligation as a result of past event and it is probable that there will be an outflow of resources embodying economic benefits to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Contingent liabilities are disclosed when there is a possible obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of obligation cannot be measured reliably. When the possible obligation in respect of which the outflow of resources embodying economic benefits is remote, it is not been disclosed as Contingent Liability.

l) Income Tax

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current Tax

Current tax is the amount of income tax payable in respect of taxable profit for the year. The taxable profit differs from profit before tax as reported in Statement of profit and Loss because of items of income or expenses that are taxable or deductible in other years and items that are never taxable or deductible under the Income Tax Act, 1961. The

Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period for the amount expected to be paid to / recovered from the taxation authorities.

Minimum Alternate Tax (MAT) credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the sufficient taxable profit will be available against which the MAT credit can be utilised.

Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statement and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised on all temporary differences. Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. Deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of an asset or liability in a transaction (other than a business combination) affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for the carry forward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised based on the review at the end of each reporting period by the company considering the likely timing and the level of future taxable profits together with future tax planning strategies

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the



reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of reporting period, to recover or settle the carrying amount of its assets and liabilities.

As per the company's assessment on uncertainty over tax treatment on recognising Income Tax with respect to Appendix C amendment, there are no material uncertainties over tax treatments.

Presentation of Current and Deferred Tax

Current and deferred tax is recognised in the statement of profit and loss except to the extent it relates to items recognised in other comprehensive income or directly in equity. In such cases, the tax is also recognised in other comprehensive income or directly in equity respectively.

The company offsets current tax assets and current tax liabilities, where it is legally enforceable right to set off the recognised amount and where it intends either to settle on a net basis or to realize the assets and settle the liabilities simultaneously. In case of deferred tax assets and deferred tax liabilities, the company offsets only when they relate to income taxes levied by the same taxation authorities and it has legally enforceable right to set off current tax assets against current tax liabilities.

m) Government grants

Government grants are recognized only when there is reasonable assurance that the Company will comply with the conditions attached to the grants and the grants will be received. Government grant in the nature of revenue has been recognized on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs which they are intended to compensate. The company had accounted for Export benefits in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

Government Grant is recognised either as Other Operating Revenue or Other Income or adjusted against the expenses depending upon the nature of the grant.

n) Employee Benefits

Short Term Employee Benefits

All employee benefits payable within twelve months of rendering service are classified as short term employee benefits and are recognised in the period in which the employee renders the related service. The Company recognises the undiscounted amount of short term employee benefits expected to be paid as a liability after deducting the amount already paid.

Post-employment Benefits

The Company operates the following post-employment schemes:

- a) defined contribution plans such as provident fund; and
- b) defined benefit plans such as gratuity.

Defined Contribution Plans

Defined Contribution Plans are Provident Fund, Employee State Insurance scheme and Government administered Pension Fund scheme for all applicable employees. The company recognises contribution payable to a defined contribution plan as expenses in the statement of profit and loss when the employee renders services to the company during the reporting period. If the contribution payable for services received from employee before the reporting date exceeds the contribution already paid, the deficit payable is recognised as a liability after deducting the contribution already paid.

Defined Benefit Plans

Gratuity obligations

The Company operates a defined benefit plan for employees. The Company contributes to a separate entity (a fund), towards meeting the gratuity

obligation. The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows at a predetermined rate of interest based on the market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income

Other long-term employee benefit obligations

The liabilities for earned leave which is not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted at a predetermined rate of interest based on yields on Government Bonds that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

o) Operating Segments

Operating segments are identified in accordance with the criteria set out in paragraphs 5 to 10 of Ind AS 108 viz. a component of an entity that engages in business activities from which the company earns revenues and incur expenses and the operating results are regularly reviewed by the entity's Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the

segment and assess the performance for which discrete financial information is available. The operating segments are reported after taken into consideration of Aggregation criteria and Quantitative threshold as mentioned in Para 12 and 13 of Ind AS 108. Operating segments are reported in a manner consistent with the internal reporting provided to the CODM of the company. The CODM is responsible for allocating the resources and assessing the performance of the operating segments of the company..

p) Leases

The Company's significant leasing arrangements are operating leases and cancelable in nature.

Company as Lessor

The lease rental income under agreements are recognised in the statement of profit and loss as per the terms of the lease. The rental income from operating lease is generally recognised on a straight line basis over the term of relevant lease. When the rentals are structured solely to increase in line with expected general inflation to compensate for the Company's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue. Contingent rental income arising under operating leases are recognised as income in the period in which they accrue.

Company as Lessee

Upto 31st March 2019

The lease rental under agreements are recognised in the statement of profit and loss as per the terms of the lease. The rental expense under operating lease is generally recognised on a straight line basis over the term of relevant lease. When the rentals are structured solely to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue. Contingent rentals arising under operating



leases are recognised as expense in the period in which they are incurred.

Transition to Ind AS 116

With effect from 1st April 2019

Ministry of Corporate Affairs (MCA) has notified new Ind AS 116 Leases in March 2019 vide the companies (Indian Accounting Standards) Amendment Rules, 2019 and the companies (Indian Accounting Standards) Second Amendment Rules, 2019. The Company has adopted Ind AS 116 "Leases" under modified retrospective approach with effect from 1st April 2019. Accordingly, the company has recognised the lease liability existing on 1st April 2019 as Right-of-Use-Asset and has not restated the comparative information i.e the comparative information for the year ended 31st March 2019 to be reported under Ind AS 17.

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified assets, the Company assesses whether: (i) the right to obtain substantially all of the economic benefits from use of the identified asset through the period of the lease and (ii) the right to direct the use of the asset. The Company's lease asset classes primarily consists of leases for land and building.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The Right-of-Use-Assets is subsequently measured at cost less any accumulated depreciation thereon. The right-of-use asset is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rate. Lease liabilities are remeasured with a corresponding adjustment to the related Right-of-Use asset if the Company changes its assessment of whether it will exercise an extension or a termination option. Lease liability and Right-of-Use assets have been presented in the Balance Sheet and lease payments have been classified as cash flows from financing activities. The Interest expense and depreciation relating to Right-of- Use Assets have also been disclosed in the statement of profit and loss.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases, leases of low-value assets and variable lease payments. The Company recognises such lease payments relating to these leases as an expense on a straight-line basis over the lease term.

q) Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit or loss is adjusted for the effects of transactions of non cash nature, any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the company are segregated based on the available information.



For the purpose of presentation of cash flow statement, cash and cash equivalents includes cash on hand, cheques on hand, bank balances, demand deposit with banks where the original maturity is three months or less and other short term highly liquid investments.

r) Borrowings

Borrowings are initially recognised at net of transaction costs incurred and are subsequently measured at amortised cost.

s) Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying

assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale are added to the cost of those assets. Borrowing costs capitalisation be commenced by the company when (i) incurs expenditure for the asset (ii) incurs borrowing cost (iii) incurs activities that are necessary to prepare the asset for its intended use or sale. All other borrowing costs are recognised as an expense in the statement of profit and loss in the period in which they are incurred.

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS
NON-CURRENT ASSETS**
2 PROPERTY, PLANT AND EQUIPMENT

(₹ in Lakhs)

	Freehold Land	Lease hold Land	Buildings	Plant and Equipment	Furniture and Fixtures	Motor Vehicles	Office and other Equipments	Total	Capital Work in progress
Gross Carrying amount									
Balance as at 01.04.2018	5459.73	1.11	48150.86	83502.54	320.66	832.54	316.74	138584.18	363.67
Additions	3.23	--	463.33	764.43	39.13	75.23	30.69	1376.04	2052.37
Deduction/Adjustments	(1.33)	(0.02)	(35.52)	(1316.08)	--	(44.87)	(1.68)	(1399.50)	(3.85)
Balance as at 31.03.2019	5461.63	1.09	48578.67	82950.89	359.79	862.90	345.75	138560.72	2412.19
Additions	--	--	2069.18	1810.27	11.51	208.94	86.61	4186.51	8894.08
Deduction/Adjustments	--	--	--	(6.51)	--	(19.70)	--	(26.21)	(2338.05)
Transition impact - Ind AS 116	--	(1.09)	--	--	--	--	--	(1.09)	--
Balance as at 31.03.2020	5461.63	--	50647.85	84754.65	371.30	1052.14	432.36	142719.93	8968.22
Accumulated Depreciation									
Balance as at 01.04.2018	--	--	6609.40	22908.39	220.35	414.72	205.56	30358.42	--
Depreciation for the year	--	--	1571.80	4927.59	42.38	98.68	37.04	6677.49	--
Withdrawn	--	--	(8.61)	(1059.52)	--	(38.35)	(1.54)	(1108.02)	--
Balance as at 31.03.2019	--	--	8172.59	26776.46	262.73	475.05	241.06	35927.89	--
Depreciation for the year	--	--	1551.41	4761.60	25.23	92.60	35.98	6466.82	--
Withdrawn	--	--	--	(2.08)	--	(7.93)	--	(10.01)	--
Balance as at 31.03.2020	--	--	9724.00	31535.98	287.96	559.72	277.04	42384.70	--
Net Carrying amount									
Balance as at 31.03.2019	5461.63	1.09	40406.08	56174.43	97.06	387.85	104.69	102632.83	2412.19
Balance as at 31.03.2020	5461.63	--	40923.85	53218.67	83.34	492.42	155.32	100335.23	8968.22


NOTE 3. RIGHT-OF-USE ASSETS

The Company has adopted Ind AS 116 "Leases" under modified retrospective approach with effect from 1st April 2019. Accordingly, the company has recognised the lease liability existing on 1st April 2019 as Right-of-Use-Asset and has not restated the comparative information.

(₹ in Lakhs)

PARTICULARS	Land	Building	Total
COST			
Balance as at 01.04.2019	76.43	39.68	116.11
Balance as at 31.03.2020	76.43	39.68	116.11
ACCUMULATED DEPRECIATION			
Balance as at 01.04.2019	--	--	--
Depreciation for the period	18.85	8.37	27.22
Balance as at 31.03.2020	18.85	8.37	27.22
NET CARRYING AMOUNT AS AT 31.03.2020	57.58	31.31	88.89

Expenses relating to leases of low value assets and variable lease payments not included in the measurement of lease liabilities of Rs. 81.50 Lakhs are shown under other expenses.

NOTE 4. BIOLOGICAL ASSETS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Live Stock	32.60	32.51
Others	6.09	1.87
TOTAL	38.69	34.38

NOTE 5. FINANCIAL ASSETS - INVESTMENTS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
I. QUOTED INVESTMENTS - AT FVTOCI		
INVESTMENT IN EQUITY INSTRUMENTS		
i) 84375 Equity Shares (P.Y : 84375) of Sakthi Finance Ltd of Rs. 10 each	10.56	15.19
ii) 50000 Equity Shares (P.Y : 50000) of Bank of Baroda of Rs. 2 each	26.78	64.40
iii) 73400 Equity Shares (P.Y.: 73400) of Indraprastha Medical Corporation Ltd of Rs.10 each	24.92	28.15
iv) 14300 Equity Shares (P.Y. : 14300) of Indian Overseas Bank of Rs.10 each	1.01	2.05
TOTAL	63.27	109.79
II. UN QUOTED INVESTMENTS - AT COST		
i) IN GOVERNMENT SECURITIES :		
Kisan Vikas Patra (Pledged with State Government Authorities)	0.40	0.40
ii) IN EQUITY INSTRUMENTS OF OTHER ENTITIES :		
Bannari Amman Sugars Employees' Co-operative Stores Limited	2.35	2.35
TOTAL	2.75	2.75
TOTAL (QUOTED & UNQUOTED)	66.02	112.54
Aggregate cost of Quoted Investments	49.36	49.36
Aggregate market value of Quoted Investments	63.27	109.79
Aggregate cost of unquoted Investments	2.75	2.75

**NOTE 6. OTHER NON-CURRENT ASSETS**

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
UNSECURED, CONSIDERED GOOD		
Capital Advances	2493.99	2693.40
Security Deposits	250.85	274.74
Advance payment of Income Tax	872.84	1029.20
Balance with Government Authorities	148.44	148.44
TOTAL	3766.12	4145.78

CURRENT ASSETS**NOTE 7. INVENTORIES**

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020		As at 31.03.2019	
	Details	Total	Details	Total
RAW MATERIALS :				
Molasses at Distillery Units	1008.31		1285.03	
Granite Rough Blocks	76.49		154.59	
Press-mud	4.84		13.42	
		1089.64		1453.04
WORK IN PROGRESS :				
Sugar	173.28		1011.50	
Molasses	66.58		119.10	
Press mud	46.59		63.45	
		286.45		1194.05
FINISHED GOODS :				
Sugar	83602.69		81961.66	
Molasses at Sugar Units	2784.29		2429.00	
Bagasse	314.86		154.85	
Granite Products	2959.27		1107.09	
Industrial Alcohol	1463.14		983.70	
Bio-Compost	44.25		0.21	
		91168.50		86636.51
Stores, Spares and others		3469.63		4144.95
TOTAL		96014.22		93428.55

NOTE 8. TRADE RECEIVABLES

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Unsecured, considered good	18940.14	12919.25
TOTAL	18940.14	12919.25



Of the above, customer balances which represent more than 5% of the total balance of trade receivables are as follows :

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Tamilnadu Generation and Distribution Corporation	15459.90	8214.98
Tamil Nadu Civil Supply Corporation	--	1426.79

The Credit period on sale of goods ranges from 10 to 180 days. No interest is charged on trade receivables upto the due date. The company uses other publicly available financial information and its own trading records before accepting any customer.

NOTE 9. CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Cash on hand	15.91	20.95
Balance with Banks in Current Accounts	756.26	326.96
TOTAL	772.17	347.91

NOTE 10. BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Balance in Unpaid Dividend Accounts	67.30	70.25
TOTAL	67.30	70.25

NOTE 11. LOANS

(Unsecured considered good)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Security deposits	40.56	534.51
Loan to Staff	72.00	71.33
TOTAL	112.56	605.84

NOTE 12. OTHER CURRENT ASSETS

(Unsecured - considered good)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Advance recoverable in cash or kind	1778.33	1477.51
Prepaid expenses	402.44	531.13
Advance to staff	22.00	8.19
Subsidies receivable	10252.77	297.16
Balance with Government Authorities	1811.53	600.55
Interest accrued on loans and advances	2.45	610.52
TOTAL	14269.52	3525.06

**NOTE 13. EQUITY SHARE CAPITAL**

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
AUTHORISED		
4,40,00,000 Equity Shares of Rs. 10/- each (4,40,00,000 of Equity Shares of Rs. 10/- each)	4400.00	4400.00
21,00,000 Redeemable Preference Shares of Rs.100/- each (21,00,000 Redeemable Preference Shares of Rs.100/-each)	2100.00	2100.00
TOTAL	6500.00	6500.00
ISSUED, SUBSCRIBED AND FULLY PAID UP		
1,25,39,700 Equity Shares of Rs. 10/- each (1,25,39,700 Equity Shares of Rs. 10/- each)	1253.97	1253.97
TOTAL	1253.97	1253.97

a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

PARTICULARS	As at 31.03.2020		As at 31.03.2019	
	No. of shares	Amount (₹ in Lakhs)	No. of shares	Amount (₹ in Lakhs)
EQUITY SHARES				
At the beginning of the period	12539700	1253.97	12539700	1253.97
At the end of the period	12539700	1253.97	12539700	1253.97

b. Details of shareholders holding more than 5% shares in the company

NAME OF THE SHAREHOLDERS	As at 31.03.2020		As at 31.03.2019	
	No. of shares	% of holdings	No. of shares	% of holdings
i. S V Balasubramaniam	1056232	8.42	959062	7.65
ii. SVB Holdings Private Limited	5048013	40.26	5048013	40.26
iii. Gagandeep Credit Capital Pvt Ltd	687092	5.48	687092	5.48

c. Terms/rights attached to equity shares

The company has issued only one class of equity shares having face value of Rs. 10/- each. One equity share carries one vote. The members are entitled to vote in accordance with their shareholding. The Company declares and pays dividend in Indian rupees. The dividend recommended by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.


NOTE 14. OTHER EQUITY

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020		As at 31.03.2019	
	Details	Total	Details	Total
Securities Premium account		8503.35		8503.35
Capital Reserve		756.25		756.25
Capital Redemption Reserve		1846.00		1846.00
General Reserve				
Opening Balance	104744.81		97244.81	
Add : Transfer from statement of profit and loss	7500.00		7500.00	
Closing balance		112244.81		104744.81
Surplus in the statement of profit and loss				
Opening balance	2487.18		3905.06	
Add : Profit for the period	9563.58		7593.85	
	12050.76		11498.91	
Less : Appropriations :				
Dividend on Equity Shares paid	1253.97		1253.97	
Tax on Dividend paid	257.76		257.76	
Transfer to General Reserve	7500.00		7500.00	
	9011.73		9011.73	
Closing balance		3039.03		2487.18
Other Comprehensive Income		(149.92)		(3.16)
TOTAL		126239.52		118334.43

Description of nature and purpose of Reserve :

Securities premium represents premium on issue of Shares. The reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

Capital reserve is utilised in accordance with the Act and not available for distribution by way of dividend.

Capital Redemption Reserve is created for redemption of Preference Shares and it is not available for distribution by way of dividend.

General Reserve is created out of retained earnings from time to time.

**NON-CURRENT LIABILITIES****NOTE 15. BORROWINGS**

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020		As at 31.03.2019	
	Details	Total	Details	Total
SECURED :				
Term Loan from banks	3475.00		3150.00	
Term Loan from Sugar Development Fund	6076.15		6321.34	
Interest Free Sales Tax Loan - Govt of Karnataka	307.39		164.32	
		9858.54		9635.66
UNSECURED :				
Interest Free Loan - from a related party (as specified in the scheme of amalgamation)		15000.00		15000.00
TOTAL		24858.54		24635.66

15.1 Rupee term loan of Rs. 1350 Lakhs (Rs.3150 Lakhs) from HDFC Bank Ltd is secured by pari passu first charge on the movable plant and machinery of the Sugar and Co-generation Plant at Unit III.

The loan carries Interest at the rate of 1 year MCLR and repayable in 20 equal quarterly instalments starting from January 2016.

The loan amount repayable within twelve months of Rs.1350 lakhs (Rs.1800 Lakhs) is grouped under Other Current Financial Liabilities.

15.2 Rupee term loan of Rs. 1500 Lakhs (Rs.1900 Lakhs) from HDFC Bank Ltd is secured by pari passu first charge on the movable fixed assets of Sugar Unit I.

The loan carries Interest at the rate of 1 Year MCLR and repayable in 20 equal quarterly instalments starting from December 2018.

The loan amount repayable within twelve months of Rs 400 lakhs (Rs.400 Lakhs) is grouped under Other Current Financial Liabilities.

15.3 Rupee term loan of Rs. 2500 Lakhs (Nil) from HDFC Bank Ltd is secured by pari passu first charge on the movable fixed assets of Distillery Plant at Unit II.

The loan carries Interest at the rate of 0.20% over applicable six months MCLR and repayable in 20 quarterly instalments from March 2021.

The loan amount repayable within twelve months of Rs. 125 lakhs (Nil) is grouped under Other Current Financial Liabilities.

15.4 Rupee term loan of Rs. 300 Lakhs (Rs.700 Lakhs) from The Federal Bank Ltd is secured by pari passu first charge on the movable plant and machinery of the Sugar and Co-generation Plant at Unit III.

The loan carries Interest at the rate of 1 month MCLR and repayable in 20 equal quarterly instalments starting from January 2016.

The loan amount repayable within twelve months of Rs 300 lakhs (Rs.400 Lakhs) is grouped under Other Current Financial Liabilities.

15.5 Loan from Sugar Development Fund (Government of India) availed for setting up of cogeneration plant in Sugar Unit-IV, amounting to Nil (Rs.480.69 lakhs) is secured by way of first charge on the movable and immovable properties of Sugar Unit-IV and first pari passu charge on the movable and immovable properties of Co-generation Plant in Unit IV.

The loan carries interest at the rate of 2% below the bank rate prevailing on the date of disbursement. Repayment of principal commenced after the expiry of three years and in ten equal half yearly installments. The interest on the loan shall be paid half-yearly from the date of disbursement. The loan was disbursed during the financial year 2013.

The loan amount repayable within twelve months of Nil (Rs.480.69) is grouped under Other Current Financial Liabilities.

15.6 Loan from Sugar Development Fund (Government of India) availed for implementation of the schemes aimed

at development of sugar cane in the factory area of Sugar Unit-II, amounting to Rs. 33.75 Lakhs (Rs.101.25 lakhs) is secured by way of exclusive second charge on the movable and immovable properties of Sugar Unit-II.

Repayment of principal commenced after the expiry of three years and in four equal annual instalments. The loan carries interest at the rate of 2% below the bank rate prevailing on the date of disbursement. The loan was disbursed in two instalments of Rs. 270 lakhs each. The interest on the first instalment of Rs. 270 lakhs disbursed during the financial year 2013 is payable annually and the interest on the second instalment of Rs. 270 lakhs disbursed during the financial year 2014 is payable half yearly from the date of disbursement.

The loan amount repayable within twelve months of Rs 33.75 lakhs (Rs.67.50 Lakhs) is grouped under Other Current Financial Liabilities.

- 15.7 Loan from Sugar Development Fund (Government of India) availed for modernisation cum expansion of Sugar Unit-III, amounting to Rs. 3040.24 Lakhs (Rs.3040.24 Lakhs) is secured by way of pari passu first charge basis on the immovable and movable properties of Sugar Plant at Unit-III.

The loan carries interest at the rate of 2% below the bank rate prevailing on the date of disbursement. Repayment of principal and payment of interest thereon commenced after the expiry of one year from the repayment of bank term loan and interest thereon or on the expiry of a period of 5 years reckoned from the date of disbursement whichever is earlier in ten half yearly instalments.

- 15.8 Loan from Sugar Development Fund (Government of India) availed for setting up of 20 MW bagasse based cogeneration plant at Sugar Unit-III, amounting to Rs. 2107.73 Lakhs (Rs. 2107.73 Lakhs) is secured by way of pari passu first charge basis on the immovable and movable properties of Cogeneration Plant at Unit-III.

The loan carries interest at the rate of 2% below the bank rate prevailing on the date of disbursement. Interest shall be paid half yearly for the first three years from the date of each disbursement after which it shall be paid half yearly alongwith repayment of principal.

Repayment of principal shall commence after expiry of three years reckoned from the date of each disbursement and it shall be paid in ten half yearly instalments.

The loan amount repayable within twelve months of

Rs 211.44 lakhs (Nil) is grouped under Other Current Financial Liabilities.

- 15.9 Loan from Sugar Development Fund (Government of India) availed for modernisation of Sugar Unit-I, amounting to Rs. 1139.62 Lakhs (Rs.1139.62 Lakhs) is secured by way of pari passu first charge basis on the immovable and movable properties of Sugar Plant at Unit-I.

The loan carries interest at the rate of 2% below the bank rate prevailing on the date of disbursement. Repayment of principal and payment of interest thereon commenced after the expiry of one year from the repayment of bank term loan and interest thereon or on the expiry of a period of 5 years reckoned from the date of disbursement whichever is earlier in ten half yearly instalments.

- 15.10 Loan of Nil (Rs.31.67 Lakhs) under SEFASU notified by Government of India availed from Central Bank of India and The Karur Vysya Bank Ltd is secured by residual first charge on all fixed assets of Sugar Unit V.

The loan availed from Central Bank of India carries interest at the rate of 12% per annum and loan availed from The Karur Vysya Bank Ltd carries interest at the rate of Bank's base rate plus 0.50%. The loan is eligible for interest subvention upto 12% and is repayable in 36 equal monthly instalments after the expiry of 2 years from the date of disbursement.

The loan amount repayable within twelve months is Nil (Rs 31.67 Lakhs) is grouped under Other Current Financial Liabilities.

- 15.11 The purchase tax of Rs. 340.25 lakhs (Rs.164.32 lakhs) payable to Government of Karnataka for purchase of Sugarcane to sugar Unit III during the years ended 31.03.2015 and 31.03.2016 has been converted into interest free loan. The loan is secured by issue of Bank Guarantee from ICICI Bank Limited. The loan is repayable in five annual instalments from the sixth year of Conversion into Loan.

The loan amount repayable within twelve months is Rs.32.86 Lakhs (Nil) is grouped under Other Current Financial Liabilities.

- 15.12 The interest free loan availed by erstwhile Madras Sugars Limited (which is amalgamated with the company) from a related party is repayable as specified in the scheme of Amalgamation and the same will continue to be interest free loan until repayment.

**NOTE 16. OTHER FINANCIAL LIABILITIES**

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Lease Liabilities (Ind AS 116)	65.58	--
TOTAL	65.58	--

NOTE 17. PROVISIONS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Provision for employee benefits compensated absences and gratuity	798.31	567.76
TOTAL	798.31	567.76

NOTE 18. DEFERRED TAX LIABILITIES (NET)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Deferred Tax Liabilities / (Assets) on account of Difference in WDV of PPE and treatment of expenses in Income Tax Act	13387.40	13459.49
Other Comprehensive Income	(80.53)	(1.70)
MAT Credit Entitlement	(12390.60)	(13332.88)
DEFERRED TAX LIABILITIES (NET)	916.27	124.91

NOTE 19. OTHER NON CURRENT LIABILITIES

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Interest accrued but not due on borrowings	425.77	239.52
TOTAL	425.77	239.52

CURRENT LIABILITIES**NOTE 20. BORROWINGS**

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020		As at 31.03.2019	
	Details	Total	Details	Total
SECURED :				
Cash Credit Loan from banks repayable on demand	17759.69		30832.88	
Buffer stock Loan notified by the Central Government	12504.13		6250.50	
		30263.82		37083.38
UNSECURED :				
Soft Loan notified by the Central Government	8196.59		--	
Short Term Loan from banks	33800.00		12000.00	
		41996.59		12000.00
TOTAL		72260.41		49083.38

20.1 Cash Credit and other Working Capital Limits/ Demand Loan sanctioned by Punjab National Bank consortium consists of Punjab National Bank, Canara Bank, The Federal Bank Ltd, The Karur Vysya Bank Ltd, Indian Overseas Bank, State Bank of India, Bank of India, Axis bank Ltd, ICICI Bank Ltd and The HDFC Bank Ltd to the company are secured by way of hypothecation of current assets and other movable block assets of the sugar units I, II, III and IV and third mortgage on the immovable properties of the Sugar units I, II, III and IV.

The credit limit availed as at 31.03.2020 is Rs. 17759.69 Lakhs (Rs.30832.88 Lakhs)

The availed limits are repayable on demand and carries interest rates between Bank's MCLR plus 0.25% and 1% per annum.

20.2 Buffer stock Loan of Rs.12504.13 Lakhs (Rs.6250.50) sanctioned by Canara Bank, HDFC Bank Ltd, Axis bank Ltd, Punjab National Bank, and The Federal Bank Ltd to the company are secured by way of hypothecation of Buffer stock of Sugar of the Sugar units I, II, III, IV and V respectively and is repayable in one year from the date of availment.

The Loan is eligible for interest subvention upto 10% p.a.

20.3 The Unsecured Soft Loan of Rs.8196.59 Lakhs (Nil) sanctioned by The Federal Bank Ltd and HDFC Bank Ltd to the company's Sugar Units I, II, III, IV and V and is repayable in one year from the date of availment.

The Loan is eligible for interest subvention upto 7% p.a.

20.4 The Unsecured Short term loan of Rs.17800 lakhs (Rs.5000 lakhs) from HDFC Bank Ltd is repayable within one hundred and eighty days from the date of availment and carries interest at the rate of 8% per annum.

The Unsecured short term loan of Rs. 7000 lakhs (Rs.7000 lakhs) from The Federal Bank Ltd is repayable within one hundred and eighty days from the date of availment and carries interest at 6.80% per annum.

The Unsecured short term loan of Rs. 3000 lakhs from The Federal Bank Ltd is repayable within one hundred and eighty days from the date of availment and carries interest at 7.65% per annum.

The Unsecured short term loan of Rs. 6000 lakhs from The Axis Bank Ltd is repayable within one hundred and eighty days from the date of availment and carries interest at 7.55% per annum.

NOTE 21. TRADE PAYABLES

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Outstanding dues of Micro and Small Enterprise	7.74	81.32
Outstanding dues of others	6155.45	16636.90
TOTAL	6163.19	16718.22

The outstanding dues to Micro and Small Enterprises has been determined based on the information collected by the company.

There are no dues of Micro and Small Enterprises exceeding 45 days from the date of acceptance.

NOTE 22. OTHER FINANCIAL LIABILITIES

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Current maturities of long term borrowings	2453.06	3179.86
Interest accrued but not due on borrowings	17.99	114.68
Unpaid Dividend	67.30	70.25
Lease Liability (Ind AS 116)	25.73	--
TOTAL	2564.08	3364.79



NOTE 23. OTHER CURRENT LIABILITIES

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Advance from customers	1360.62	335.68
Statutory remittances	2893.82	2937.35
Trade or security deposits received	379.47	319.33
Payable on purchase of fixed assets	1152.38	629.85
Other payables	1438.26	1163.02
TOTAL	7224.55	5385.23

NOTE 24. PROVISIONS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
For employee benefits	535.89	501.60
TOTAL	535.89	501.60

NOTE 25. CURRENT TAX LIABILITIES (NET)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2020	As at 31.03.2019
Provision for Income Tax (Net)	133.00	25.11
TOTAL	133.00	25.11

NOTE 26. REVENUE FROM OPERATIONS

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2020		Year ended 31.03.2019	
	Details	Total	Details	Total
SALE OF PRODUCTS				
MANUFACTURED GOODS				
Sugar	114377.45		70419.36	
Molasses	8797.98		5486.21	
Bagasse	2875.60		2901.23	
Granite Products	2566.55		5259.25	
Industrial Alcohol	8185.77		10776.20	
Power	15311.76		15101.24	
Pressmud	5.82		6.69	
Bio-products	842.67		796.67	
		152963.60		110746.85
TRADED GOODS				
Sugar	634.59		222.33	
Granite Products	917.77		355.50	
Fertiliser & Pesticides	297.25		283.12	
		1849.61		860.95
SALE OF SERVICES				
Handling and Hire charges	513.93		428.72	
		513.93		428.72


NOTE 26. REVENUE FROM OPERATIONS (Contd...)

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2020		Year ended 31.03.2019	
	Details	Total	Details	Total
OTHER OPERATING REVENUE				
Government subsidies	5533.66		--	
Sale of Scrap and Store material	68.33		101.87	
Claim received	-		360.22	
		5601.99		462.09
Revenue from Operations		160929.13		112498.61

- i) The Company has recognised the Financial Assistance of Rs. 4573.09 lakhs based on the fulfillment of sugar export obligation as notified by the Central Government for the Sugar Season 2019-2020.
- ii) The Company has recognised the Transport Subsidy of Rs. 960.57 lakhs towards reimbursement of transport expenses for export of sugar as notified by the Central Government for the Sugar Season 2018-2019.

NOTE 27. OTHER INCOME

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2020		Year ended 31.03.2019	
	Details	Total	Details	Total
Interest Income from loans and advances		80.89		327.69
Dividend income from long term investments		2.02		1.95
Other non-operating income :				
Rent receipts from operating leases	207.83		202.40	
Profit on Sale of Property, Plant and Equipment	0.97		89.31	
Agricultural Income (Net)	2.34		46.02	
Other Service receipts	64.23		65.29	
Miscellaneous income	28.01		22.89	
		303.38		425.91
TOTAL		386.29		767.55

NOTE 28. COST OF MATERIALS CONSUMED

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2020		Year ended 31.03.2019	
	Details	Total	Details	Total
Opening Stock of Raw Materials:				
Molasses at Distillery Units	1285.03		1137.20	
Granite rough blocks	154.59		97.84	
Press-mud	13.42		21.04	
		1453.04		1256.08
Add: Purchase of Raw Materials :				
Sugarcane	105548.05		99356.34	
Sugarcane cess	7.49		88.87	
Freight and transport on sugar cane	2214.84		2888.77	
Molasses at Distillery Units	61.12		172.89	
Granite rough blocks	490.42		984.79	
Press-Mud	50.28		103.57	
		108372.20		103595.23
TOTAL		109825.24		104851.31

**NOTE 28. COST OF MATERIALS CONSUMED (Contd...)**

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2020		Year ended 31.03.2019	
	Details	Total	Details	Total
Less: Closing Stock of Raw Materials :				
Molasses at Distillery Units	1008.31		1285.03	
Granite rough Blocks	76.49		154.59	
Press-mud	4.83		13.42	
		1089.63		1453.04
Raw Material Consumed		108735.61		103398.27
Packing Material Consumed		1311.32		1321.27
TOTAL		110046.93		104719.54
Details of Raw Material Consumed				
Sugarcane		107770.38		102333.98
Packing Material for Sugar		1311.32		1321.27
Molasses at Distillery Units		337.84		25.06
Granite rough blocks		568.52		928.04
Press-Mud		58.87		111.19
TOTAL		110046.93		104719.54

Note: The Company has recognised the Financial Assistance of Rs. 4322.60 lakhs on fulfillment of conditions prescribed by the Central Government to offset the cost of cane crushed during the Sugar Season 2018-2019 as reduction in purchase cost of sugarcane.

NOTE 29. PURCHASE OF STOCK - IN - TRADE

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2020	Year ended 31.03.2019
Sugar	634.59	222.33
Granite Products	253.68	104.33
Fertiliser & Pesticides	134.34	219.74
TOTAL	1022.61	546.40

NOTE 30. CHANGES IN INVENTORIES

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2020		Year ended 31.03.2019	
	Details	Total	Details	Total
I. FINISHED GOODS :				
a. Opening Stock :				
Sugar	81961.66		41952.93	
Molasses at Sugar Units	2429.00		2401.46	
Bagasse	154.85		80.99	
Granite Products	1107.09		757.22	
Industrial Alcohol	983.70		1883.08	
Bio-Compost	0.21		0.01	
TOTAL	86636.51		47075.69	


NOTE 30. CHANGES IN INVENTORIES (Contd...)

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2020		Year ended 31.03.2019	
	Details	Total	Details	Total
b. Closing Stock :				
Sugar	83602.69		81961.66	
Molasses at Sugar Units	2784.29		2429.00	
Bagasse	314.86		154.85	
Granite Products	2959.27		1107.09	
Industrial Alcohol	1463.14		983.70	
Bio-Compost	44.25		0.21	
	91168.50		86636.51	
(a) - (b)		(4531.99)		(39560.82)
II. WORK IN PROGRESS :				
a. Opening Stock :				
Sugar	1011.50		1036.08	
Molasses	119.10		140.06	
Press-mud	63.45		64.68	
	1194.05		1240.82	
b. Closing Stock :				
Sugar	173.28		1011.50	
Molasses	66.58		119.10	
Press-mud	46.59		63.45	
	286.45		1194.05	
(a) - (b)		907.60		46.77
TOTAL		(3624.39)		(39514.05)

NOTE 31. EMPLOYEE BENEFIT EXPENSES

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2020	Year ended 31.03.2019
Salaries, wages and allowances	9192.45	8417.93
Contribution to Provident and other funds	1004.64	984.00
Staff Welfare expenses	989.04	799.99
TOTAL	11186.13	10201.92

NOTE 32. FINANCE COSTS

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2020	Year ended 31.03.2019
Interest Expenses	4440.78	3007.30
Interest on lease liabilities (Ind AS 116)	9.50	--
Other borrowing costs	(16.60)	(45.93)
TOTAL	4433.68	2961.37

**NOTE 33. DEPRECIATION AND AMORTISATION EXPENSES**

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2020	Year ended 31.03.2019
Depreciation and Amortisation account of Property, Plant and Equipment	6466.82	6677.49
Right - of Use - Assets	27.22	--
TOTAL	6494.04	6677.49

NOTE 34. OTHER EXPENSES

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2020		Year ended 31.03.2019	
	Details	Total	Details	Total
Consumption of stores and spare parts		2630.04		2638.62
Power and fuel		6263.05		6761.18
Water charges		196.34		177.38
Rent		81.50		101.86
Granite processing charges		277.85		438.21
Cane development expenses		585.94		490.23
Repairs and maintenance :-				
Buildings	665.34		759.48	
Plant and Machinery	4039.77		3314.87	
Vehicles	460.35		463.78	
Others	296.34		235.57	
		5461.80		4773.70
Effluent disposal expenses		398.61		265.11
Insurance charges		229.86		247.66
Rates and taxes		579.75		466.37
Telephone & Fax charges		42.40		45.65
Traveling expenses		249.35		243.86
Printing and Stationery		44.62		41.04
Directors' sitting fees		3.20		3.20
Advertisement		4.44		6.34
Other Administrative expenses		137.14		112.77
Freight and forwarding		1025.94		264.83
Selling and distribution expenses		553.95		933.79
Sales commission		5.66		10.72
Donations		16.80		9.29
Corporate Social Responsibility expenses		266.75		227.84
Legal and professional charges		74.80		107.93
Auditor's Remuneration (net of input credit, where applicable)				
For statutory audit	15.00		15.00	
For Company law matters	1.60		1.60	
For other services	5.40		5.20	
Reimbursement of expenses	0.25	22.25	0.25	22.05
TOTAL		19152.04		18389.63

35. CONTINGENT LIABILITIES AND COMMITMENTS (to the extent not provided for)
CONTINGENT LIABILITIES

- 35.1. The company has preferred a Writ Appeal before the Division Bench of the Hon'ble High Court, Madras challenging the Order pronounced in Writ Petition No. 4030/2002 dated 28.02.2006 in connection with increase in rate of water charges and the method of computation of water charges pursuant to the G.O. No.474 dated 13.11.2001 for the water drawn for industrial purposes. The approximate amount under dispute is Rs. 480.52 Lakhs (Rs. 448.73 Lakhs)
- 35.2. Sugar Unit-I at Sathyamangalam was permitted to sell 100% of the sugar production as Free Sugar for a period of 8 years from 1985-86 Sugar Season. Chief Director (Sugar), Directorate of Sugar Department of Food New Delhi has restricted the entitlement of Free sale Sugar Incentive to 275000 quintals production per season by a subsequent notification. A Writ Petition has been filed in the Madras High Court Challenging the restriction imposed and

interim injunction has been obtained. By virtue of injunction order the entire production was sold as Free Sugar. The approximate unprovided quantum under dispute is Rs. 683.35 Lakhs.

- 35.3. The Entry Tax of Rs. 188.29 lakhs on Inter-state purchase of Granite rough blocks is disputed.
- 35.4. The Company has received a demand for payment of excise duty for Rs.148.44 lakhs on the machineries purchased for co-generation plant in Sugar Unit-II which have been cleared by the manufacturers based on the certificates alleged to have been forged by an Official in the Ministry of Finance. The Company has remitted the amount under protest. The company opted for obtaining a valid certificate for which steps have been taken through a writ petition filed in Hon'ble High Court of Madras.

COMMITMENTS

- 35.5. Estimated amount of contracts remaining to be executed on capital account - Tangible Assets not provided for is Rs. 5084.74 Lakhs (Rs. 7512.86 lakhs).

36. DISCLOSURE UNDER IND AS 19 :

i) DEFINED CONTRIBUTION PLAN :

The Company has defined contribution plan like Provident Fund and Employees State Insurance Scheme for the benefit of employees. Contributions are made at the specified rate of percentage to payroll cost as per the regulations to fund the benefits. The expenses recognised in the statement of profit and loss is Rs.616.40 Lakhs (Rs.576.04 Lakhs)

ii) DEFINED BENEFIT PLAN :

GRATUITY

The company provides the Gratuity benefit through annual contributions to the fund managed by Life Insurance Corporation of India (LIC). The following table sets out the details of the defined benefits obligations and amount recognised in the financial statements.



36 DISCLOSURE UNDER IND AS 19 (Contd...)

(₹ in Lakhs)

PARTICULARS	GROUP GRATUITY	
	31.03.2020	31.03.2019
PRINCIPAL ACTUARIAL ASSUMPTIONS		
Discount Rate (%)	6.86	7.76
Salary Escalation rate (%)	6.50	6.50
Expected Return on Plan Assets (%)	6.86	7.76
Attrition Rate (%)	3.00	3.00

A NET ASSET/ (LIABILITY) RECOGNISED IN BALANCE SHEET AT THE BEGINNING OF THE YEAR

Present value of Defined Benefit Obligation	2701.82	2258.09
Fair Value of Plan Assets	2701.82	2258.09
Net Asset/(Liability) Recognised in Balance Sheet	--	--

B DISCLOSURE OF EMPLOYER EXPENSE

Current Service Cost (including risk Premium for fully insured benefits)	489.91	155.64
Net Interest Expenses / (Income)	(11.17)	(12.68)
Total Employer Expense Recognised in the Statement of Profit & Loss	478.74	142.96

C OTHER COMPREHENSIVE INCOME

Remeasurement of Defined Benefit Obligation		
Effect of Changes in Financial assumptions	268.20	540.65
Effect of Changes in Experience adjustments	(145.67)	(288.75)
(Return)/Loss on Plan Assets	22.69	(68.13)
Net Cost in Other comprehensive Income	145.22	183.77


36 DISCLOSURE UNDER IND AS 19 Contd.... :

(₹ in Lakhs)

PARTICULARS	GROUP GRATUITY	
	31.03.2020	31.03.2019
D CHANGE IN OBLIGATIONS AND ASSETS		
Change in Obligations		
Present Value of Defined Benefit Obligation at the Beginning of the period	2701.82	2258.09
Employer Service Cost	489.91	155.64
Interest Cost	179.85	170.03
Actuarial(Gains)/Losses	122.53	251.90
Benefits Payments	(160.15)	(133.84)
Present Value of Defined Benefit Obligation at the end of Period	3333.96	2701.82

Change in Assets

Fair value of Plan Assets at Beginning of Period	2701.82	2258.09
Expected Return on Plan Assets	191.02	182.71
Actuarial Gain/(Loss)	(22.68)	68.13
Actual Company Contributions Less Risk Premium	325.70	326.73
Benefit payments	(160.15)	(133.84)
Fair value of Plan Assets at the end of Period	3035.71	2701.82

E NET ASSET / (LIABILITY) RECOGNISED IN BALANCE SHEET

Present Value of Defined Benefit Obligation at the end of Period	3333.96	2701.82
Fair value of Plan Assets at the end of Period	3035.71	2701.82
NET ASSET / (LIABILITY) RECOGNISED IN BALANCE SHEET	298.25	--

**36 DISCLOSURE UNDER IND AS 19 Contd.... :****F SENSITIVITY ANALYSIS**

The significant actuarial assumptions for the determination of the defined obligations are discount rate and expected salary increase. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The defined benefit obligation increases / (decreases) as follows :

(₹ in Lakhs)

PARTICULARS	31.03.2020	31.03.2019
Discount Rate		
+100 basis points	(288.92)	(228.15)
-100 basis points	338.38	265.66
Salary Growth		
+100 basis points	324.73	255.01
-100 basis points	(283.48)	(223.64)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumption may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligations has been calculated using the Projected Unit Credit Method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

The expected contribution to the plan for the next annual reporting period is Rs. 220.62 lakhs (Rs. 184.51 lakhs).

LONG TERM COMPENSATED ABSENCES

The assumption used for computing the long term accumulated compensated absences on actuarial basis are as follows:

Assumption	31.03.2020	31.03.2019
Discount Rate (%)	6.86	7.76
Salary Escalation rate (%)	6.50	6.50
Expected Return on Plan Asset (%)	6.86	7.76
Attrition Rate (%)	3.00	3.00



37. Segment Information for the year ended 31st March 2020

Revenues and expenses directly attributable to segments are reported under each reportable segment. Expenses which are not directly identifiable to each reportable segment have been allocated on the basis of associated revenues of the segment/manpower efforts. Income or Expenses which are not attributable or allocable to segments have been disclosed as unallocable Income / Expenses. Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. Geographical revenues are allocated based on the location of the customer. The Company has the following operating segments, which are its reportable segments.

Operating segment disclosures are consistent with the information provided to and reviewed by the Chief Operating Decision Maker (CODM). These operating segments have been identified on the basis of nature of products and other quantitative criteria specified in the Ind AS 108

Segment	Sugar	Power	Distillery	Granite Products
Product	Sugar	Power	Industrial Alcohol	Granite Products

(₹ in Lakhs)

PARTICULARS	Sugar		Power		Distillery		Granite Products		Unallocated		TOTAL	
	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19	2019-20	2018-19
PRIMARY												
Segment Revenue	150303.69	93715.04	33185.26	29928.07	8728.17	11318.12	3484.74	6398.80			195701.86	141360.03
Intersegment Revenue	17279.18	13564.52	17442.69	14492.98	50.86	21.86		782.06			34772.73	28861.42
	133024.51	80150.52	15742.57	15435.09	8677.31	11296.26	3484.74	5616.74			160929.13	112498.61
RESULT												
Segment Result	3904.45	(2093.49)	10335.59	12200.29	2707.08	2974.49	(183.23)	(1248.90)			16763.89	11832.39
Add: Un-allocable Income											274.17	412.84
Operating Profit											17038.06	12245.23
Less: Finance Costs											4433.68	2961.37
Tax expenses											3040.80	1690.01
Profit after Tax											9563.58	7593.85
OTHER INFORMATION												
Segment Assets	164988.85	156312.88	34394.42	29256.99	18093.89	9549.21	8631.47	8702.60	17330.45	16412.90	243439.08	220234.58
Segment Liabilities	102028.38	89798.59	5619.47	7855.00	2769.12	189.01	478.36	715.30	5050.26	2088.28	115945.59	100646.18
Capital expenditure	3633.33	807.48	37.98	192.12	448.45	106.77	66.75	269.67			4186.51	1376.04
Depreciation	3552.96	3583.98	1466.98	1612.75	482.30	471.84	991.80	1008.92			6494.04	6677.49
SECONDARY												
Revenue by Geographical Market												
India	111461.32	80150.52	15742.56	15435.09	8677.31	11296.26	344.35	1885.12			136225.54	108766.99
Outside India	21563.20						3140.39	3731.62			24703.59	3731.62

All non-current assets of the Company are located in India. There is no transactions with single external customer which amounts to 10% or more of the Company's revenue.



38 Related Party disclosures as required under Ind AS-24 issued by the Institute of Chartered Accountants of India are given below :

- 1 KEY MANAGEMENT PERSONNEL :
 - Sri S V Balasubramaniam, Chairman
 - Sri B Saravanan, Managing Director
 - Sri C Palaniswamy, Company Secretary
 - Sri M Ramprabhu, Chief Financial Officer
- 2 COMPANY HAVING SIGNIFICANT INFLUENCE
 - SVB Holdings Private Limited
- 3 NON EXECUTIVE INDEPENDENT DIRECTORS
 - Sri A K Perumalsamy
 - Sri E P Muthukumar
 - Sri T Gundan
 - Sri M P Vijayakumar
 - Dr Radha Ramani
- 4 OTHER RELATED PARTIES

<ol style="list-style-type: none"> 1. Annamallai Enterprise Private Limited 2. Annamallai Estates Private Limited 3. Bannari Amman Enterprises Private Limited 4. Bannari Amman Exports Private Limited 5. Bannari Amman Finance Private Limited 6. Bannari Enterprises Private Limited 7. BIT Techno Products Private Limited 8. Kandiamman Enterprises Private Ltd 9. Kumaraguru Enterprises Private Ltd 	<ol style="list-style-type: none"> 10. Mehru Enterprises Private Limited 11. Mylvagana Enterprises Private Limited 12. Shiva Cargo Movers Private Limited 13. Shiva Distilleries Private Limited 14. Shiva Hi-Tech Infrastructure Private Limited 15. Soundram Enterprises Private Limited 16. SVB Enterprises Private Limited 17. SVB Holdings Private Limited 18. Velmuruga Enterprises Private Limited
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Related Party Transactions

(₹ in Lakhs)

PARTICULARS	Key Management Personnel	Non Executive Independent Directors	Company having Significant Influence	Other Related parties
Purchase of Goods			Nil (2.45)	41.78 (72.00)
Sale of Goods				2721.36 (4356.70)
Remuneration	946.91 (768.15)			
Directors sitting fees		3.20 (3.20)		
Availing services				226.47 (548.66)
Rent paid				35.94 (33.94)
Rent receipt				1.72 (Nil)
Balance outstanding as on 31st March 2020			15000.00 (*) (15000.00)	

* Transferred pursuant to Scheme of Amalgamation of M/s Madras Sugars Limited with the Company.


Whole time Directors' Remuneration

(₹ in Lakhs)

PARTICULARS	For the Year Ended	
	31.03.2020	31.03.2019
Short Term Employee Benefit	870.44	692.80
Post Employment Benefit	15.84	15.84
	886.28	708.64

Non - Whole time Directors' Remuneration

(₹ in Lakhs)

PARTICULARS	For the Year Ended	
	31.03.2020	31.03.2019
Directors Sitting Fee	3.20	3.20

39 EARNINGS PER SHARE

PARTICULARS	For the Year Ended	
	31.03.2020	31.03.2019
a) Weighted average number of equity shares of Rs 10/-each		
i) Number of shares at the beginning of the year	12539700	12539700
ii) Number of shares at the end of the year	12539700	12539700
Weighted average number of equity shares outstanding during the year	12539700	12539700
b) Net Profit after tax available for equity shareholders (Rs in Lakhs)	9563.58	7593.85
c) Basic and diluted earnings per share (Rs)	76.27	60.56

40 DETAILS OF RESEARCH AND DEVELOPMENT EXPENDITURE RECOGNISED AS AN EXPENSE

(₹ in Lakhs)

PARTICULARS	For the Year Ended	
	31.03.2020	31.03.2019
Materials	32.36	32.61

41 BORROWINGS COSTS

The Company has capitalised the specific borrowing costs of Rs. 70.92 lakhs during the period, which were incurred specifically to get ready the qualifying assets for their intended use.



42 FOREIGN CURRENCY EXPOSURES THAT ARE NOT HEDGED BY A DERIVATIVE INSTRUMENT OR OTHERWISE ARE AS UNDER :-

PARTICULARS	As at 31.03.2020		As at 31.03.2019	
	US DOLLAR	EURO	US DOLLAR	EURO
Receivables	35329	256198	21075	334105
Payables	46082	26597	--	388925
Advance for Purchase	12736	--	27600	9641
Advance received	3162	--	--	-

The dividend is paid to Non Resident shareholders in Indian Rupee by crediting to their Rupee Bank account.

43. VALUE OF RAW MATERIALS

PARTICULARS	Consumption (Rs in Lakhs)	% to total consumption
43.1 Imported Value of		
Spares and Components	778.17 (1209.34)	5.18% (9.20%)
43.2 Indigenous Value of		
a Sugarcane	107770.38 (102333.98)	100% (100%)
b Granite Rough Blocks	568.52 (1710.10)	100% (100%)
c Molasses	2978.96 (3799.70)	100% (100%)
d Pressmud	72.41 (125.59)	100% (100%)
e Spares and Components	14240.52 (11935.18)	94.82% (90.80%)



(₹ in Lakhs)

PARTICULARS	For the Year Ended	
	31.03.2020	31.03.2019

44. VALUE OF IMPORTS ON C.I.F. BASIS :

a. Spare and Components	539.45	1302.22
b. Capital Goods	2.26	193.69

45. EXPENDITURE IN FOREIGN CURRENCY :

1. Traveling	2.45	4.17
2. Subscription	1.13	1.09

46. EARNINGS IN FOREIGN EXCHANGE :

F.O.B Value of Exports	2350.07	3731.48
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47. FINANCIAL INSTRUMENTS
a) Financial Instruments by category
As at 31st March 2020

(₹ in Lakhs)

PARTICULARS	Note No.	Total fair Value	Carrying Value	
			Amortised Cost	FVTOCI
FINANCIAL ASSETS				
Investments	5	66.02	2.75	63.27
Trade Receivables	8	18940.14	18940.14	--
Cash and Cash Equivalents	9	772.17	772.17	--
Bank Balance other than Cash and Cash equivalents	10	67.30	67.30	--
Loans	11	112.56	112.56	--
Total		19958.19	19894.92	63.27
FINANCIAL LIABILITIES				
Borrowing Non Current	15	24858.54	24858.54	--
Other Liabilities - Non Current	16	65.58	65.58	--
Borrowing - Current	20	72260.41	72260.41	--
Trade Payables	21	6163.19	6163.19	--
Other Liabilities - Current	22	2564.08	2564.08	--
Total		105911.80	105911.80	--



As at 31st March 2019

(₹ in Lakhs)

PARTICULARS	Note No.	Total fair Value	Carrying Value	
			Amortised Cost	FVTOCI
FINANCIAL ASSETS				
Investments	5	112.54	2.75	109.79
Trade Receivables	8	12919.25	12919.25	--
Cash and Cash Equivalents	9	347.91	347.91	--
Bank Balance other than Cash and Cash equivalents	10	70.25	70.25	--
Loans	11	605.84	605.84	--
Total		14055.79	13946.00	109.79
FINANCIAL LIABILITIES				
Borrowing - Non Current	15	24635.66	24635.66	--
Borrowing - Current	20	49083.38	49083.38	--
Trade Payables	21	16718.22	16718.22	--
Other Financial Liabilities	22	3364.79	3364.79	--
Total		93802.05	93802.05	--

b) Fair Value Hierarchy**Fair Value Measurement Hierarchy of Financial Instruments :**

The Company uses the following fair value Hierarchy for determining and disclosing the fair value of the financial instruments

Level 1 : quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 : inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly or indirectly

Level 3 : inputs that are unobservable for the asset or liability.

(₹ in Lakhs)

PARTICULARS	Note No.	Level 1	Level 2	Level 3	Total fair Value
Financial Assets at FVTOCI - 31.03.2020	5	63.27	--	--	63.27
Financial Assets at FVTOCI - 31.03.2019	5	109.79	--	--	109.79

Fair Value Measured at amortised Cost:

The carrying amount of financial assets and liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the company does not anticipate that the carrying amount would be significantly different from the values that would eventually be received or settled.

48. Financial Risk Management - Objectives & Policies

The Company's principal financial liabilities includes borrowings, trade payable and other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include investments, trade receivables, cash and cash equivalents, Bank Balance other than cash and cash equivalent, loans and other financial assets that derive directly from its operations.

The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management under the supervision of Risk management committee / Board of Directors oversees the management of these risks and the appropriate financial risk governance framework for the Company. The senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market price. Market risk comprises three types of risk: interest rate risk, currency risk and other risks, such as regulatory risk and commodity price risk. Financial Instruments affected by market risk includes investment, borrowings, trade receivable, trade payable and loans.

i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rate. The Company's exposure to the risk of changes in market interest rate relates primarily to the Company's borrowings obligations with floating interest rate. Interest rate risk is managed by maintaining a combination of fixed and floating rate debt and cash management policies. There is no material interest risk to the company's financial liabilities.

ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rate. The Company's exposure to the risk of changes in foreign exchange rate relates primarily to the Company's foreign currency denominated financial assets and financial liabilities.

The carrying amounts of the Company's foreign currency denominated monetary assets and liabilities at the end of the reporting period is as under

(₹ in Lakhs)

Foreign Currency	Liabilities		Assets	
	31.03.2020	31.03.2019	31.03.2020	31.03.2019
US \$	37.41	--	26.65	33.82
Euro	22.29	303.95	221.65	267.03
TOTAL	59.70	303.95	248.31	300.85



The above table represents total exposure of the Company towards foreign exchange denominated liabilities (net). The details of unhedged exposures are given as part of Note No.42

The company determines the sensitivity of 10% increase or decrease in the foreign currency rate. The impact on the profit after tax and total equity at the reporting date, assuming other factors constant except the exchange difference will be Rs.18.86 Lakhs (Rs.0.31 Lakhs)

iii) Other price risk

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. The Company is exposed to price risk arising mainly from investments in equity instruments recognised at FVTOCI. As at 31st March, 2020, the carrying value of such equity instruments recognised at FVTOCI amounts to Rs. 63.27 Lakhs (Rs.109.79 Lakh). The details of such investments in equity instruments are given in Note No 5.

b) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument leading to a financial loss. Credit risk arising from trade receivables is managed in accordance with the Company's established policy, procedures and control relating to customer credit risk management. The Company had managed the credit risk with respect to trade receivables by selling majority of sugar sales covering minimal portion on credit basis.

The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions is reasonably spread amongst the counterparties. The company manages the risk by credit approval. Credit quality of a customer is assessed based on a detailed study of credit worthiness and accordingly individual credit limits are defined/modified.

The impairment for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each balance sheet date.

Financial assets are written off when there is no reasonable expectation of recovery. However, the Company continues to attempt to recover the receivables and are recognised in the Statement of Profit and Loss when recovered.

c) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result for an inability to sell a financial asset quickly close to its fair value.

The Company has an established liquidity risk management framework for managing its short term, medium term and long term funding. The Company also has adequate credit facilities agreed with banks to ensure that there is sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.



(₹ in Lakhs)

Particulars	Less than 1 year	Between 1 and 5 years	More than 5 years	Total
As at 31.03.2020				
Borrowing	72260.41	22528.44	2330.10	97118.95
Trade Payables	6163.19	--	--	6163.19
Lease Liabilities (Ind AS 116)	25.73	65.58	--	91.31
Other Financial Liabilities	2538.35	--	--	2538.35
	80987.68	22594.02	2330.10	105911.80
As at 31.03.2019				
Borrowing	49083.38	21454.29	3181.37	73719.04
Trade Payables	16718.22	--	--	16718.22
Other Financial Liabilities	3364.79	--	--	3364.79
	69166.39	21454.29	3181.37	93802.05

49. CAPITAL MANAGEMENT

The objective of Capital Management is to safeguard its ability to continue as a going concern and optimise the returns to shareholders. Capital includes paid up equity capital, securities premium and all other equity reserves attributable to the equity shareholders of the Company and debt refers to Long Term Borrowings, Short Term Borrowings and Other Financial Liabilities for the purpose of Capital Management of the Company.

The Company manages its capital structure and makes adjustments in light of changes in the financial condition and the requirements of the financial covenants. The capital structure of the Company consist of net debt and total equity of the Company.

In order to achieve this overall objectives, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. The Company has complied with these covenants and there have been no breaches in the financial covenants of any interest-bearing loans and borrowings.

The following table summarizes the capital of the Company :

(₹ in Lakhs)

PARTICULARS	31.03.2020	31.03.2019
Equity	125041.16	116989.31
Debt	99590.00	77013.58
Less : Cash and Cash Equivalent	772.17	347.91
Net Debt	98817.83	76665.67
Net Debt to Equity Ratio	79.03%	65.53%

**50. TAX EXPENSES**

(₹ in Lakhs)

PARTICULARS	For the year ended	
	31.03.2020	31.03.2019
Current Tax		
On Taxable Income for the year	2170.60	1963.39
Adjustments in respect of earlier years	--	(15.97)
Total Current Tax expenses	2170.60	1947.42
Deferred Tax		
In respect of current year	(72.08)	387.67
MAT credit entitlement	942.28	(645.08)
Total Deferred Tax expenses	870.20	(257.41)
Income Tax Expenses recognised in the Statement of Profit & Loss	3040.80	1690.01

The income tax expense for the year can be reconciled to the accounting profit as follows:

(₹ in Lakhs)

PARTICULARS	For the year ended	
	31.03.2020	31.03.2019
Profit before tax	12604.38	9283.86
Income Tax Rate	34.944%	34.944%
Income tax expenses calculated	4404.47	3244.15
Tax effect of the amounts which are not deductible / (taxable) in calculating taxable income		
Effect of expenses that are not deductible in determining taxable profit	2474.23	2977.31
Effect of expenses that are deductible in determining taxable profit	(2027.08)	(2112.38)
Income exempted from Income Taxes	(0.71)	(16.76)
Prior years tax loss credit utilised	--	(1274.33)
Incentive tax credits	(1810.11)	(1112.01)
Adjustments in respect of current income tax of previous year	--	(15.97)
Income tax recognised in the statement of profit or loss	3040.80	1690.01

The Company has made an assessment on the impact of Section 115 BAA of the Income Tax Act, 1961 and decided to continue with the existing tax structure until utilisation of accumulated MAT Credit.

51. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

52. COVID - 19 PANDEMIC - IMPACT

The Ministry of Home Affairs, Government of India on 24th March, 2020 notified first ever national wide lock down in India to contain the outbreak of Covid-19. The Operations of the manufacturing facilities of the Company had been suspended initially only for few days. Subsequently the Manufacturing activities are being carried in normal course with the adoption of enhanced safety, security and other required measures. The Company has made detailed assessment on recoverability of trade receivables, Inventories, liquidity position and the related internal controls as at the balance sheet date. The Company has concluded that there has been no material impact on the business of the Company for the reporting period.

53. Events occurring after Balance Sheet date

The Board of Directors at its meeting held on 24th June, 2020 has recommended a payment of final dividend of Rs.10/- per equity share for the year ended 31st March, 2020 amounting to Rs.1253.97 lakhs.

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

54. Approval of Financial Statements

The Financial Statements are reviewed and recommended for issue by Audit Committee and approved for issue by the Board of Directors at their meeting held on 24th June, 2020

As per our report of even date attached

For P K NAGARAJAN & Co.,
Chartered Accountants
Firm Regn. No: 016676S

VIGNESA SOMATHURAI PANDIAN
Partner
M No 241168
UDIN : 20241168AAAAAL8129

Place : Coimbatore
Date : 24.06.2020

S V BALASUBRAMANIAM
Chairman
DIN 00002405

C PALANISWAMY
Company Secretary

B SARAVANAN
Managing Director
DIN 00002927

M RAMPRABHU
Chief Financial Officer

**Financial Performance - Year Wise**

(₹ in Lakhs)

Financial Year	Equity Share Capital	Reserves & Surplus	Turnover*	Profit before Depreciation	Depreciation	Profit before Tax	Dividend on Equity Shares (%)
1985-1986	373.26	85.15	1421.08	247.65	192.32	55.33	15
1986-1987	374.81	150.60	1585.78	258.56	117.68	140.88	15
1987-1989 (18 months)	374.95	558.79	3157.49	743.55	200.87	542.68	25
1989-1990	375.00	821.84	2941.28	479.29	127.04	352.25	18
1990-1991	375.00	1097.53	3035.74	470.31	169.05	301.26	20
1991-1992	375.00	1381.32	4354.55	572.49	244.04	328.45	21
1992-1993	375.00	1526.96	6154.24	623.38	415.35	208.03	21
1993-1994	753.97	3004.49	5502.34	486.04	382.17	103.87	21
1994-1995	953.97	4937.00	12219.55	853.98	403.98	450.00	22
1995-1996	953.97	6107.79	15686.98	1895.45	533.78	1361.67	24
1996-1997	953.97	7201.67	16133.02	1884.43	560.90	1323.53	25
1997-1998	953.97	8704.64	14229.49	2292.81	568.50	1724.31	25
1998-1999	953.97	9737.98	20572.87	2009.33	598.43	1410.60	25
1999-2000	953.97	11071.16	23242.80	2425.92	675.51	1750.41	25
2000-2001	953.97	12728.83	30792.42	3655.88	1710.46	1945.42	27
2001-2002	953.97	12296.57	36158.79	4727.63	1652.41	3075.22	33
2002-2003	953.97	13265.96	34823.17	4429.97	2160.88	2269.09	30
2003-2004	953.97	16192.33	45778.58	7298.47	2705.14	4593.33	36
2004-2005	953.97	20070.14	38318.31	8826.31	3200.10	5626.21	45
2005-2006	953.97	27158.61	49408.86	13878.66	4307.00	9571.66	70
2006-2007	953.97	40572.76	69116.18	14570.19	3734.83	10835.36	70
2007-2008	1143.97	43825.26	60608.73	7397.92	3481.86	3916.06	70
2008-2009	1143.97	54270.49	67404.42	16597.74	3408.23	13189.51	100
2009-2010	1143.97	67301.16	85346.50	23807.83	3834.06	19973.77	100
2010-2011	1143.97	71273.33	111880.26	12692.25	7083.08	5609.17	100
2011-2012	1143.97	80355.33	126046.54	17920.15	6676.92	11243.23	100
2012-2013	1143.97	93055.51	148321.54	23430.89	5995.44	17435.45	125
2013-2014	1143.97	94256.37	107709.57	8410.18	5195.53	3214.65	125
2014-2015	1143.97	94044.97	96109.23	5159.42	5125.55	33.87	25
2015-2016	1143.97	90805.37	142741.00	9139.79	6154.07	2985.72	75
2016-2017	1253.97	105453.78	141571.72	25630.74	6945.21	18685.53	125
2017-2018	1253.97	112302.75	107504.40	18198.47	6960.50	11237.97	100
2018-2019	1253.97	118334.43	152012.66	15961.35	6677.49	9283.86	100
2019-2020	1253.97	126239.52	164553.52	19098.42	6494.04	12604.38	100

* Turnover = Net Sales + Closing Stock – Opening Stock

* Excludes inter-segment transfers



