



BALRAMPUR CHINI MILLS LIMITED

CIN - L15421WB1975PLC030118

REGD. OFF. : "FMC FORTUNA" 2ND FLOOR, 234/3A, A. J. C. BOSE ROAD, KOLKATA - 700 020

PHONE : 2287-4749 • FAX : (033) 2283-4487 • Email : bcml@bcml.in • www.chini.com

1st August, 2019

National Stock Exchange of India Limited Listing Deptt., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400051	BSE Limited The Corporate Relationship Department, 1st Floor, New Trading Wing, Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai- 400001	The Calcutta Stock Exchange Limited 7, Lyons Range, Kolkata – 700 001
Scrip Code: BALRAMCHIN	Scrip Code: 500038	Scrip Code: 12012

Dear Sir/Madam,

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we wish to inform you that:

- (i) The 43rd Annual General Meeting (AGM) of the Members of the Company will be held on Friday, 30th August, 2019.
- (ii) Register of Members and Share Transfer Books of the Company will remain closed from 24th August, 2019 to 30th August, 2019 (both days inclusive) for the purpose of AGM.
- (iii) The Cut-off date for reckoning the voting rights of the members for remote e-voting and voting at the AGM is Friday, 23rd August, 2019.
- (iv) The Company has appointed Karvy Fintech Private Limited for providing remote e-voting facility.

Further, in terms of Regulation 30 and 34 of the Listing Regulations, we are enclosing herewith Notice of 43rd Annual General Meeting of the Company, along with Annual Report 2018-19 as being dispatched to the Members of the Company through permitted modes.

This is for your information and records please.

Thanking you,

Yours faithfully,

For Balrampur Chini Mills Limited


Nitin Bagaria
(Company Secretary)

cc:

National Securities Depository Limited Trade World – A Wing, Kamala Mills Compound Lower Parel, Mumbai-400013.	Central Depository Services (India) Limited, Marathon Futurex, A-Wing, 25 th floor, NM Joshi Marg, Lower Parel, Mumbai – 400013.	Karvy Fintech Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032.
--	--	--



New beginning

BALRAMPUR CHINI MILLS LIMITED

ANNUAL REPORT 2018-19

Contents

Strategic Review

1	New beginning
13	The world of Balrampur Chini Mills Limited
14	Financial performance 2018-19
16	Managing Director's statement
22	How we have been enhancing value for our shareholders
24	Our value-creation business model
26	Our integrated value creation report
28	Our robust business model
30	Our report card, 2018-19
32	The outcomes of our business model

Board's Report

34	Management discussion and analysis
38	Segment-wise performance
41	Business support
42	Financial review
44	SWOT analysis
45	Risk management at Balrampur
49	Report of the Board of Directors
88	Corporate Governance Report
105	Business Responsibility Report

Financial Statements

117	Standalone Financial Statements
191	Consolidated Financial Statements

Major achievements, 2018-19

4,285.78

Revenue from operations
(₹ cr)

689.07

EBIDTA
(₹ cr)

565.50

Total comprehensive income for the year
(₹ cr)

110.36

Cane crushed
(lac tonnes)

12.78

Sugar produced
(lac tonnes)

10.66

Alcohol produced
(cr litres)

104.97

Power produced
(cr units)

3,850

Number of employees

Forward-looking statements

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements – written and oral – that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions. We have tried wherever possible to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in making assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected.

We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.



New beginning

Balrampur Chini Mills Limited has been in business for ~5 decades.

Policy reforms directed at the sugar industry in the last year have inspired new sectoral hope.

Balrampur Chini Mills is responding to this inflection with speed and sensitivity.

The Company is engaged in transforming from an integrated sugar manufacturer to a predominantly 'green energy' organisation.

Two words capture our mood and mindset.

New beginning.

To appraise
where we are
going, it is
important to
appreciate
where we
come from

25,000

TCD, aggregate sugar
manufacturing capacity, 2002-03



76,500

TCD, aggregate sugar
manufacturing capacity, 2018-19

19.55

MW, aggregate saleable
cogeneration capacity, 2002-03



165.2

MW, aggregate saleable
cogeneration capacity, 2018-19

100

KLPD, distillery
capacity, 2002-03



360

KLPD, distillery
capacity, 2018-19



New Beginning

WHAT IT STANDS FOR

Bringing to the existing opportunity the same commitment (de-risking and growth) that we brought to our business in the last few decades

Bringing to the business of green energy, the same focus we brought to building an integrated business

Bringing to value-creation the same passion that we have shown in emerging as India's most valuable sugar company

Green energy

A BUSINESS WHOSE
TIME HAS COME

- ▣ Direction accepted as a global priority
- ▣ Multi-year market potential
- ▣ Base market growing year-on-year
- ▣ Room to address market growth
- ▣ Virtually unlimited room to replace conventional fuels
- ▣ Attracting government policy support

Green energy and the Indian sugar industry

POISED AT AN INFLECTION POINT

- ▣ Green energy is core to the industry's integrated model
- ▣ Agriculture linked to moderated carbon footprint
- ▣ Farmer prosperity central to a cleaner world
- ▣ Broadbasing of the industry's revenues
- ▣ Moderating an excessive dependence on sugar
- ▣ Business now woven around profitable sustainability

India's industrial growth and environment integrity

HOW THE RECONCILIATION OF THESE TWO
SEEMINGLY DIVERGENT OBJECTIVES IS
NOW A GLOBAL PRIORITY

India is likely to grow from a US\$ 2.8 trn economy size to a US\$ 5 trn one in the next five to six years.

This unprecedented growth is likely to generate a significant increase in India's energy appetite.

The world watches with concern as this growing energy appetite could affect global carbon footprint and environmental balance.

This is putting a bigger premium on India's need to reconcile industrial growth with environmental integrity.

The importance of 'Green energy'

OUR BUSINESS MODEL IN TWO WORDS

In the last couple of decades, India encountered a disproportionate increase in oil consumption.

The country's crude import bill increased from ₹171,702 crore in FY06 to ₹8,81,282 crore in FY19.

The outlook is grim.

OPEC indicates that India could report the fastest average annual oil demand growth of 3.7% per annum through to 2040.

WHO indicates 14 of the world's 20 most polluted cities are in India.

Modern India needs to reduce crude oil imports and pollution.

At Balrampur, we are addressing this critical national priority with a business model centred around 'green energy'.

The future of 'Green energy'

FOUNDATION OF LONG-TERM BUSINESS SUSTAINABILITY

What is good for the world is also good for the business.

This indicates that the greater the global economic growth, the bigger the room for a non-carbon footprint.

This indicates that the greater the global economic growth, the wider the sharing of resources between consumers and farmers.

This indicates a win-win proposition for cane growers, millers, primary buyers, end consumers and society.

'Green energy' and the vast headroom

THIS NEW STORY IS ONLY
STARTING OUT IN INDIA

A green energy resource like ethanol is mandatory for blending with automotive fuel in India.

While this represents a decisive step forward, the reality is that the proportion of ethanol being blended is around 4.2% by volume.

India is estimated to achieve ~7.2% blend in 2019. In a country like Brazil, the corresponding blend was nearly 30% during the year under review.

This indicates that India's ethanol sector is at the cusp of a sustainable multi-year growth journey.

At Balrampur Chini, we possessed an ethanol manufacturing capacity of 360 KLPD at the close of 2018-19 which is likely to increase to 520 KLPD in 2019-20.

Strengthening its positioning as a 'Green energy' Company.

India's 'Green energy' policy reform

SECURING LONG-TERM PROSPECTS OF THE SECTOR

In 2018, the Indian government introduced a National Policy on Biofuels.

Conventionally, all the ethanol manufactured in India (for ethanol-blended petrol) was derived from the C-heavy molasses route.

A consistent rise in industrial and potable alcohol demand and the absence of ethanol pricing policy strategy resulted in the country's ethanol blending programme achieving limited success.

In this nebulous environment, the National Policy on

Biofuels – 2018 proved to be a game-changer.

For the first time, the Indian government permitted the manufacture of ethanol from B-heavy molasses and cane juice route, enhancing operational flexibility.

Besides, the Indian government announced a larger ethanol procurement quantum and better prices, inspiring a ground shift within India's integrated sugar sector.

Benefiting early-moving companies like Balrampur Chini.

Balrampur's ethanol foresight

BUILDING CREDIBILITY, CAPACITY AND COMPETENCE AHEAD OF THE CURVE

Balrampur Chini Mills commissioned its first ethanol manufacturing facility in 1996.

Nearly 99% of the Company's distillery capacities are now used for ethanol manufacturing.

The share of distillery revenues in the Company's revenues increased from 7.13% in FY09 to 9.52% in FY19.

The Company's distillery capacity of 520 kilolitres per day, following the on-going construction of the 160 kilolitres per day plant at Gularia, is

expected to make the Company one of the largest ethanol manufacturers in India's sugar industry (capacity of ~11 crore litres per annum to ~18 crore litres per annum).

Going forward a sizable proportion of Balrampur's ethanol output will be derived through the B-heavy molasses route.

Empowering the Company to optimise sugar production and enhance ethanol output during bountiful cane years, strengthening revenues and profits.

India's ethanol blending inflection point

- ▣ Expected to treble ethanol production by 2022
- ▣ Could moderate India's oil import bill
- ▣ Will help reduce the emission of greenhouse gases (carbon monoxide, nitrogen oxides and sulphur dioxide, among others).

The world of Balrampur Chini Mills Limited

WHAT MAKES US A CONSISTENT SECTORAL OUTPERFORMER



Experienced

Led by Mr. Vivek Saraogi, the Company is managed by a team of experienced professionals with deep sectoral understanding. The Company is one of the largest integrated private sector sugar companies in India.



Businesses

The Company generates revenues from the manufacture of sugar, ethanol and co-generation power. It generated 77.78% of revenues from sugar, 9.52% from its distillery and 12.53% from co-generation.



Well-placed

Headquartered in Kolkata, the Company operates out of 10 sugar factories across the cane-rich belts of Eastern and Central Uttar Pradesh, four distilleries (including one under implementation) and eight co-generation units.



Perceptive

The Company was among the earliest in the industry to reduce its dependence on sugar and moderate exposure to sectoral cyclicity. The result is that in addition to sugar manufacture, the Company possesses a distillery capacity of 520 kilolitres (160 kilolitres under construction) per day and a saleable co-generation capacity of 165.2 MW.



State-of-the-art

By investing in cutting-edge technologies, the Company enhanced its production efficiencies and moderate effluents/ emissions. Moreover, the Company has distributed high yielding seeds among farmers to boost yields.



Eco-friendly

The Company is environmentally responsible. It moderated its water consumption, minimised its effluent discharge and increased recycling. It approved the commissioning of a 160-kilolitre per day zero-liquid-discharge-distillery for an investment of ~₹207 crore.



Listing

The Company is listed on the Bombay Stock Exchange (scrip code: 500038) and the National Stock Exchange (scrip code: BALRAMCHIN) where its shares are traded actively. The market capitalisation of the Company stood at ₹3,131.89 crore as on 31st March 2019.



Robust

During 2018-19, the Company was re-accredited with AA rating by CRISIL and ICRA, reflecting Balance Sheet robustness.

Financial performance 2018-19

Revenue from operations

4,285.78

₹ crore

EBIDTA

689.07

₹ crore

Total comprehensive income

565.50

₹ crore

Capacities

Units	Installed cane crushing capacity (tonnes of cane per day)	Installed distillery capacity (kilolitres per day)	Installed co-generation capacity (megawatts)	Saleable co-generation capacity (megawatts)	Agro (metric tonnes)
Balrampur	12,000	160	50.55	27.25	50
Babhnan	10,000	100	27.76	10.00	-
Tulsipur	7,000	-	9.50	-	-
Haidergarh	5,000	-	23.25	20.95	-
Akbarpur	7,500	-	18.00	11.00	-
Mankapur	8,000	100	43.60	30.00	100
Rauzagaon	8,000	-	25.75	23.00	-
Kumbhi	8,000	-	32.70	23.00	-
Gularia	8,000	-	31.30	20.00	-
Maizapur	3,000	-	6.00	-	-
Total	76,500	360	268.41	165.20	150

Financial performance (₹ crore)

Particulars	March 2015	March 2016	March 2017	March 2018	March 2019
Revenue from operations	3,093.21	2,874.07	3,641.00	4,400.72	4,285.78
Other income	15.04	46.48	24.94	27.72	42.75
Total income	3,108.25	2,920.55	3,665.94	4,428.44	4,328.53
Stock adjustments	426.41	(136.23)	(419.52)	409.75	(538.36)
Cost of material consumed	2,083.54	2,112.54	2,576.85	3,064.88	3,595.41
Excise duty*	106.23	117.41	180.86	58.18	-
Gross profit	492.07	826.83	1,327.75	895.63	1,271.48
Overheads and all other expenditure	350.53	369.38	433.24	416.26	539.66
PBDIT	141.54	457.45	894.51	479.37	731.82
Finance costs	102.09	66.55	55.43	52.03	40.94
PBDT	39.45	390.90	839.08	427.34	690.88
Depreciation and amortisation expenses	115.61	110.11	104.94	95.16	95.85
Profit before tax and exceptional items	(76.16)	280.79	734.14	332.18	595.03
Exceptional items	-	173.10	-	-	-
Pre-tax profit	(76.16)	107.69	734.14	332.18	595.03
Tax	(18.43)	7.43	141.86	111.06	24.39
Profit for the year	(57.73)	100.26	592.28	221.12	570.64
Other comprehensive income (net of tax)	N.A.	(0.38)	(3.63)	(4.55)	(5.14)
Total other comprehensive income for the year	N.A.	99.88	588.65	216.57	565.50
Equity capital	24.49	24.50	23.50	22.84	22.84
Reserves (excluding revaluation reserves)	1,104.78	1,207.02	1,517.75	1,564.30	2,059.86

Note: The above financial summary from March 2016 is based on IND AS. Further, previous years figures has been regrouped.

*Excise duty for March 2018 was on sales up to June 2017 following which GST became applicable

Value-added statement (₹ crore)

Particulars	March 2015	March 2016	March 2017	March 2018	March 2019
Income from operations	2,560.57	2,892.89	3,879.66	3,932.79	4,824.14
Add: Other income	15.04	46.48	24.94	27.72	42.75
Total income	2,575.61	2,939.37	3,904.60	3,960.51	4,866.89
Less: Cost of materials consumed	2,083.54	2,112.54	2,576.85	3,064.88	3,595.41
Less: Other expenses	200.23	218.43	252.33	213.57	309.20
Equals gross value-added	291.84	608.40	1075.42	682.06	962.28
Less: Depreciation and amortisation expenses	115.61	110.11	104.94	95.16	95.85
Less: Exceptional items	-	173.10	-	-	-
Equals net value-added	176.23	325.19	970.48	586.90	866.43
Allocation of net value-added					
To personnel	150.30	150.95	180.91	209.79	238.36
To taxes (including tax on dividend & OCI)	(18.43)	7.43	159.32	121.78	33.37
To creditors (via interest)	102.09	66.55	55.43	52.03	40.94
To investors (via dividend)	-	-	85.75	58.76	57.11
To investors (via buy-back)	-	-	175.00	99.00	-
To the Company (via retained earnings)	(57.73)	100.26	314.07	45.54	496.65

Key financial ratios

Financial year	March 2015	March 2016	March 2017	March 2018	March 2019
Overheads/total revenue (%)	11.33	12.85	11.90	9.46	12.59
EBIDTA/total revenue (%)	4.09	14.30	23.88	10.26	16.08
Interest/total revenue (%)	3.30	2.32	1.52	1.18	0.96
Interest cover (times)	1.24	6.18	15.69	8.68	16.83
PBDT/total revenue (%)	1.28	13.60	23.05	9.71	16.12
Total comprehensive income/total revenue (%)	(1.87)	3.49	16.27	4.92	13.19
Return on net worth (%)	(5.03)	8.88	44.42	14.33	31.74
Return on capital employed (%)	4.66	14.86	28.42	15.59	21.79

Balance Sheet ratios

Summary	March 2015	March 2016	March 2017	March 2018	March 2019
Debt-equity ratio	0.38	0.56	0.13	0.08	0.18
Inventory turnover (days)	197	237	232	149	198
Current ratio	1.05	1.22	1.16	1.10	1.37
Quick ratio	0.26	0.18	0.09	0.14	0.31
Asset turnover (total revenue/ total assets)	0.77	0.76	0.95	1.15	1.03
Fixed asset coverage ratio	3.22	2.08	6.92	11.72	3.91
Debt service coverage ratio	0.94	1.22	7.99	2.71	9.90

Growth ratios

Financial year	March 2015	March 2016	March 2017	March 2018	March 2019
Growth in revenues (%)	12.13	(7.08)	26.68	20.87	(2.61)
Growth in EBIDTA (%)	(40.90)	224.90	111.59	(48.06)	52.57
Growth in total comprehensive income (%)	_*	_*	490.74	(63.44)	161.12

Per share data

Financial year	March 2015	March 2016	March 2017	March 2018	March 2019
Basic EPS (₹)	(2.36)	4.09	24.26	9.41	24.98
Dividend (₹)	-	-	3.50	2.50	2.50
Book value (₹)	46.21	50.28	65.58	69.48	91.17
Price earning (%)	-	26.35	5.99	8.04	5.49
Net long-term indebtedness (₹)	17.53	28.03	8.72	5.44	16.45

*Profit to loss

**Loss to profit

Note: Previous year's figures / ratios has been regrouped

How 'New Beginning' is expected to enhance shareholder value

THE THEME OF THIS ANNUAL REPORT IS 'NEW BEGINNING', MAKING IT IMPERATIVE TO UNDERSTAND WHERE WE HAVE COME FROM, WHERE WE ARE POSITIONED AND WHERE WE ARE HEADED.

There is an over-riding message that I need to communicate: during the last decade, easily the most challenging for the Indian sugar sector in living memory. Balrampur Chini Mills enhanced shareholder value during the last decade through ₹531.34 crore buybacks, dividend of ₹358.70 crore and increased market capitalisation to ₹3,131.89 crore.

This encourages me to be optimistic. If we could have

performed attractively during an extended sectoral trough, then considerably better days are in store for us when sectoral fortunes are expected to be better.

During the last decade, the Company added value for its shareholders through a strategic clarity that moderated risk on the one hand and grew profit in a sustainable way on the other.

Strategic discipline

Balrampur resisted a number of strategic temptations during this challenging journey.

One, it would have been easy to commission multiple greenfield plants; we choose to freeze all our incremental cane crushing capacities.

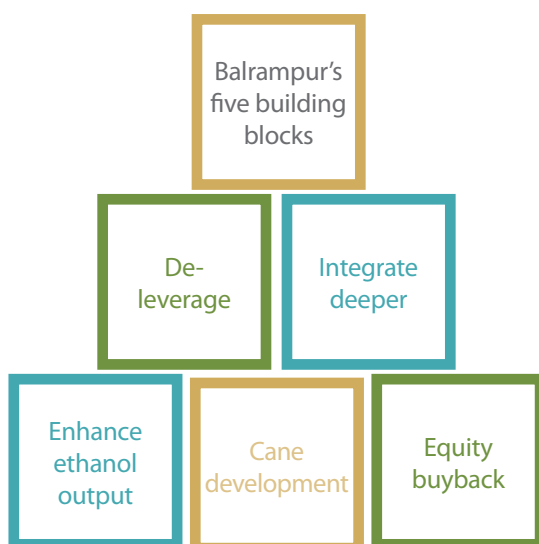
Two, it would have been predictable scaling our sugar business, the largest within the Company; instead we broadbased the portfolio to enter synergic downstream businesses.

Three, it would have been easy growing our topline through unrelated business to enhance corporate value. We focused on creating a relatively smaller Balance Sheet instead.

Four, it would have been reasonable to expect that we

would be singularly volume-driven; even as we broadbased our business, we continued to invest in environment-responsible assets instead.

The import of these initiatives is that in a sector marked by government interventions coupled with climatic vagaries, we focused on the single biggest determinant of our profitability: stronger control over our variables. The result is that by the close of 2018-19, Balrampur possessed negligible long-term debt on its books (if you treat concessional debt provided by the UP state government as quasi-equity) and a business where the working capital debt was usually drawn down to zero as the sugar inventory was liquidated by the close of the sugar season.



Sweet spot

What does this mean? This means that Balrampur has arrived at a sweet spot in its business where it can grow its business largely on the strength of accruals and net worth without recourse to long-term debt. Should we select to expand any of our manufacturing capacities or acquire any distressed sugar manufacturing facilities, we are

attractively placed to do so through accruals alone.

Our optimism is derived from stable government policy. Following the 2019 elections, we expect that the government's pre-election policy for the country's sugar sector will sustain. The government appears committed to doubling farmer income in the foreseeable

future. Over the last year, this commitment has translated into a combination of sector-strengthening initiatives: a ₹31 per kg minimum support price for sugar and a, stable cane price (announced by the government), a Bio-fuel Policy that enhanced operating flexibility in the manufacture of ethanol, and the announcement of an export quota and buffer stock.

We believe that the combination of these initiatives provides us with a basis for long-term profitability that should enhance stakeholder value in a sustainable way.

I have often been asked: 'How different will Balrampur's strategy now be, given the long-term turnaround in the sector's fortunes?'

Five building blocks

At Balrampur, our value-creation blueprint represents the coming together of five building blocks.

One, Balrampur will continue to reduce whatever debt it has on its books and emerge as a completely zero leverage Company. The Company will henceforth grow its business through net worth and accruals. This will ensure that whatever business value is created translates directly into shareholder value.

Two, Balrampur will continue to invest in operational integration – sugar plus ethanol plus co-generation – whereby the end product of one vertical becomes the raw material for the other. This will make it possible for the Company to maximise value for every cane stick crushed.

Three, the arrow-head of our growth is likely to be our ethanol operation where we are increasing distillery capacity by 45% to an aggregate 520

KLPD by December 2019. The Company will not only generate an increased throughput marketed to oil companies at attractive realisations but will also possess a flexible capacity comprising direct cane juice, B-heavy and C-heavy routes by responding to market dynamics.

Four, we will continue to increase the coverage of our command areas with early maturing cane. This will provide us with a larger cane

throughput and stronger economies of scale for our sugar and downstream businesses. Besides, the extensive coverage of our command areas with this superior cane variety will help us overcome a longstanding Eastern Uttar Pradesh yield disadvantage.

Five, should our profits sustain and the sectoral outlook remain optimistic, we will continue to buy back our equity, enhancing value for shareholders.

2019-20 outlook

From this vantage point, there are indications of a drought across Maharashtra moderating sugar production in 2019-20. We believe that the sharp decline in sugar output could help correct the domestic sugar

inventory. When this is complemented by increased export, we feel that the country's sugar inventory could halve in two years and strengthen sugar realisations.

At Balrampur, we are attractively placed to capitalise. Even as Maharashtra's output declines, we foresee no impact on cane output in Uttar Pradesh. Our Company is expected to emerge as one of

the most effective beneficiaries within Uttar Pradesh. We possess among the largest integrated sugar capacities in India. The integration of this scale provides us with a robust platform for sustainable growth.

Overview

Going ahead, we believe that the predictability of our business could graduate us from a commodity sector-based perception, strengthening value in the hands of all those who own shares in our company.

Vivek Saraogi, *Managing Director*



NEW BEGINNING

Pollution is urban India's biggest challenge

BALRAMPUR'S B-HEAVY
MOLASSES INVESTMENT IS
DIRECTED TO ALLEVIATE THE
POLLUTION

Overview

Transportation accounts for ~11% of India's carbon emission, increasing urban pollution.

India has now focused on manufacturing cane-based ethanol for fuel blending to address this problem.

The impact is visible in the numbers.

Nearly 3.78 litres of unblended fossil fuel releases ~8.9 kilograms of carbon dioxide; 90-10 blend (fossil fuel: ethanol) emits 8.01 kilograms of carbon dioxide.

A blend of 10% ethanol and gasoline can potentially moderate the carbon monoxide load of gasoline emissions by 30%.

A blend of 10% ethanol and gasoline can potentially moderate volatile organic compounds in the exhaust by 7%.

By permitting ethanol production through the B-heavy route, India is expected to reduce oil imports and reduce air pollution.

Our response

Balrampur was among the first companies in India's sugar sector to invest in ethanol manufacturing capacities.

Over the last two decades, the Company carved out a ~4 % share

of the country's ethanol production.

By supplying 10.78 crore litres of ethanol for onward blending , the Company helped moderate CO₂ emission in a meaningful way during the year under review.

Providing clean energy. Taking India ahead.



NEW BEGINNING

Ethanol manufactured from the B-heavy molasses route is the next big story

BALRAMPUR IS ENGAGED IN COMMISSIONING 160 KLPD CAPACITY IN 2019-20 TO CAPITALISE

Overview

The National Biofuels Policy 2018 represents an inflection point for India's sugar sector.

The policy has inspired a renewed focus on biofuels. The consequent increase in cash flow will help mills clear cane price arrears. The policy green-lighted the production of

bio-ethanol from non-food material like cellulose, ligno-cellulose and petrochemicals.

The government also approved the proposal to produce ethanol from B-heavy molasses in August 2018.

BCML's response

The Company is ready to capitalise on the Bio-fuel Policy with plans to increase Ethanol production from the B-heavy molasses route from nil to ~8.5 crore litres in a season, going ahead.



NEW BEGINNING

The new Biofuels Policy is expected to reduce cyclical

BALRAMPUR IS POSITIONED TO CAPITALISE ON THE COUNTRY'S HIGHER ETHANOL BLENDING

Overview

India's domestic sugar market is challenged by weak domestic and international sugar realisations.

The Central Government has implemented a number of policies to assist sugar mills and cane farmers: increasing the export quota and finding alternative markets. Both objectives are challenging on account of sluggish global price movements and related renewable energy issues.

India reported a bumper sugar

season (2018-19) wherein production is estimated at 33 million tonnes. This translated into unprecedented arrears which currently stands at ₹17,000 crore, affecting thousands of farmers.

The Central Government's approval for ethanol manufacture through the B-heavy molasses route is expected to moderate sugar output at a time of low realisations on the one hand and recoup sugar losses through enhanced ethanol realisations on the other.

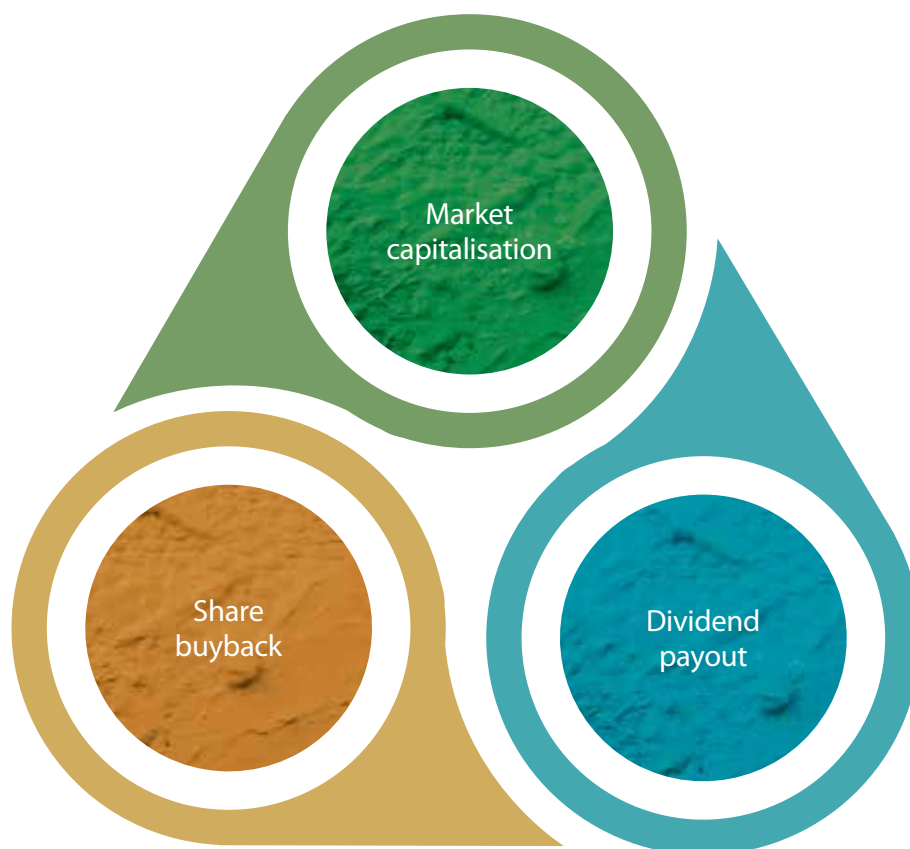
BCML's response

The result is that Balrampur has consistently been one of the largest procurers and processors of cane in Uttar Pradesh, creating a robust foundation on which to scale downstream businesses.

How we have been enhancing value for our shareholders

IN THE LAST FEW YEARS, SOME OF THE MOST CHALLENGING IN THE COMPANY'S EXISTENCE, BALRAMPUR REPORTED AN ATTRACTIVE INCREASE IN SHAREHOLDER VALUE.

THE COMPANY ENHANCED THIS VALUE THROUGH INCREASED MARKET CAPITALISATION, ENHANCED DIVIDEND PAYOUT AND THREE SHARE BUYBACKS.



OUTCOMES OF OUR VALUE-CREATION FOCUS

Market capitalisation

At Balrampur, we believe that a singular unambiguous measure of our success lies in our market capitalisation. Over the years, we have embarked on various initiatives and strategies directed at enhancing our corporate value.

Over the last five years, the Company grew its market capitalisation from ₹1,367.44 crore as on 31st March 2014 to

₹3,131.89 crore as on 31st March 2019. The terminal value was possibly the highest in India's sugar sector.

We believe that our market capitalisation is a reflection of sectoral and corporate optimism at a given juncture, influenced, in turn, by our existing and projected business model.

Balrampur's market capitalisation (₹ crore)

31st March 2015	31st March 2016	31st March 2017	31st March 2018	31st March 2019
1,213.56	2,641.78	3,415.88	1,728.06	3,131.89

Balrampur's market capitalisation growth

(50.6)%	81.2%
31st March 2018	31st March 2019

BSE Sensex growth

11.30%	17.30%
31st March 2018	31st March 2019

Buyback

At Balrampur, we believe that a share buyback represents an effective value-creation strategy over the conventional dividend-based approach. With each stock buyback earnings per share on the post-buyback

equity increases. In the last five years, the Company bought back 2,50,38,327 equity shares (includes 84,38,327 equity shares under process*) for an aggregate amount of ₹421.67 crore.

2016-17	175.00
Buyback -1	Payout (₹ crore)

175	14.72%
Buyback price (₹ per equity share)	of total paid up equity share capital and free reserves as on 31st March, 2016

2017-18	99.00
Buyback -2	Payout (₹ crore)

150	6.78%
Buyback price (₹ per equity share)	of total paid up equity share capital and free reserves as on 31st March, 2017

2019-20	147.67
Buyback -3*	Payout (₹ crore)

175	9.82%
Buyback price (₹ per equity share)	of total paid up equity share capital and free reserves as on 31st March, 2018

*The said buyback was approved by the Board of Directors at their meeting held on 5th April, 2019. The tender period for the said buyback opened on 16th May 2019.

Total Shareholders' Return (TSR)

Total Shareholders' return measures the increase derived directly in the form of dividend and indirectly in the form of capital appreciation recorded by the stock during the financial year under review. TSR

is calculated by adding the dividend to the difference between the closing and the opening market capitalisation (equity shares multiplied by closing market price on the stock exchanges). During the

year under review, the Company reported a TSR of

81.2% while the average for the last five years stood at 158.1%.

TSR over the years (%)

2014-15	2015-16	2016-17	2017-18	2018-19
(11.25)	117.7	29.3	(49.4)	81.2

Dividend payout

Balrampur has paid dividends for seven years of the last 10 years. The Company paid out an aggregated ₹358.70 crore in

dividend (excluding dividend tax) across over the 10 years ending 2018-19.

Dividend payout (₹ crore)

2014-15	2015-16	2016-17	2017-18	2018-19
-	-	85.75	58.76	57.11

Our value-creation business model

What brought us here...

Extensive and balanced integration of manufacturing process

Investments in capacity creation

Proactive investments in environment management

Proactive debt repayment

Consistent focus on sugar and byproducts manufacture (ethanol and power)

Investments in cane development and early maturing cane variety

How we plan to move ahead...

Sustain the integrated business model

Appraise inorganic expansion around the right valuation

Focus on generating an above-average bottomline irrespective of market conditions

Greater flexibility in product mix as per market realities

Reward shareholders through buybacks

Remain largely debt-free (for long-term debt)

Enhance asset sweating; rationalise operating costs.

Competitive advantage of BCML

Over the last four-decades of its existence, BCML has created a unique competitive advantage.

Experience

BCML possesses more than ~45 years of experience in the Indian sugar industry.

Integrated

BCML invested in an integrated manufacturing process where the by-products of sugar manufacture act as raw material in the manufacture of downstream products, maximising cane value.

Scale

BCML is among handful players to run 10 plants and remain profitable, a reflection of its operational discipline and technology investments.

Commitment

The Company is respected for its commitment towards the timely payment of farmer dues.

Robust

The Company created a robust Balance Sheet with long-term debt-based gearing of only 0.18 and overall gearing of 0.85 (including working capital).

Size

The Company possesses one of the largest integrated sugar manufacturing capacities in the country.

Multi-business organisation

The Company broad-based its business by entering the ethanol and cogeneration segments in the early Nineties.

Cane management

The Company invested in cane management, including distribution of early variety seeds and better crop management. Around 75.11% of the Company's command area covers early varietal plants.

What makes BCML an attractive proxy of India's ethanol sector...

Distilleries integrated with sugar manufacturing units



Adequate captive molasses availability to feed ethanol capacity (including B-heavy process plant at Gularia)



Quick to embark on B-heavy manufacturing units to leverage the National Biofuel Policy



Investment in environment management initiatives to enhance distillery availability

Our integrated value creation report

The integrated value creation report is being increasingly recognised as an effective communication format. It overcomes the shortcomings of the conventional communication approach with a comprehensive integrated framework.

The integrated reporting approach explains the sectoral context, analyses corporate strategy and competitiveness leading to different reporting strands (financial, management commentary, governance and remuneration, and sustainability reporting) integrated to express an organisation's holistic ability to enhance value.

Integrated reporting explains to the providers of financial capital how an organisation enhances value. Its impact extends beyond financial stakeholders; it enhances an understanding across all stakeholders - including employees, customers, suppliers, business partners, local communities, legislators, regulators and policy-makers - focused on an organisation's ability to enhance value across time.

This shift from the 'hard' to 'soft' (non-financial data) helps screen an organisation more comprehensively, addressing the emergent needs of stakeholders.



Key strategies	Efficiency and excellence drivers	Cost leadership measures	Proactive investments in technology	Robust people practices	Socially responsible initiatives	Value creation
Facilitators	<p>Created a culture of excellence through efficient input management, improving recovery.</p> <p>Provided effective inputs to cane farmers, helping maximise yields.</p>	<p>Focused on operational excellence and cost leadership.</p> <p>Invested periodically in capacity expansion to achieve economies-of-scale.</p> <p>Established plant locations strategically to ensure better input availability and ease inter-plant transfer of materials.</p>	<p>Pioneered investment in state-of-the-art technology in the sugar sector to stay ahead of competitors.</p>	<p>Employed 3,850 people across plants and branch offices, as on 31st March 2019.</p> <p>Undertook people engagement initiatives that emphasised delegation, empowerment, responsibility and accountability.</p> <p>Created an invigorating workplace through regular training, transparent appraisals and rewards for outperformance.</p>	<p>Cemented its reputation as a responsible corporate citizen.</p> <p>Invested in clean manufacturing processes and community development initiatives.</p> <p>Channelised ₹2.93 crore towards CSR projects during the year gone by.</p>	<p>Enhanced value not just through qualitative excellence but also via maximal byproduct utilisation.</p>
Issues addressed	Maximised recoverable yields.	Ensured organisational viability across market cycles.	Maximised plant availability and ensured compliance with established guidelines.	Created a workplace culture that is continually seeking new ways to improve.	Boosted rural prosperity levels in the areas of presence.	Improved offtake of allied products, strengthening the bottomline.
Capitals impacted	Manufactured, natural and financial.	Financial, intellectual, natural, social and relationship.	Manufactured, financial and natural.	Human and intellectual.	Social and natural.	Intellectual, manufactured, social and relationship.

Our robust business model

OUR BUSINESS MODEL ENABLES US TO CAPITALISE ON EMERGING TRENDS, OUTPERFORM AND DELIVER SUPERIOR STAKEHOLDER RETURNS.

The evolving sectoral landscape

● India targeted 20% blending of ethanol with petrol by 2030

● India is the world's second-largest sugar producer

● India's per capita sugar consumption of 19.6 kilograms is lower than the global average ~27 kilograms, indicating headroom for growth

● Growing vehicular pollution has made it imperative to accelerate the ethanol-blending programme.

Balrampur: Capitalising on unfolding opportunity

Foresight

The Company was among the first in the sector to utilise by-products from sugar manufacture to produce ethanol and power.

Commitment

The Company invested in 520 KLPD distillery capacity over the years (supplemented by a 160 kilolitre per day distillery at Gularia, effective 2019-20).

Capable

The Company represents a combination of promoter-directed and professionally managed capabilities in a systems-driven environment.

Experience

The Company has been engaged in the sugar business for ~5 decades, succeeding through sectoral troughs and crests.

Trust

The Company is respected for timely cane payments resulting in enduring engagements with ~5 lac farmers (supplying ~11 crore quintals of cane a year).

Cane management

The Company invested in superior cane management in its command areas to increase the share of early maturing cane.

Responsible

The Company invested in effluents and emissions management beyond statutory measures, ensuring respect and uninterrupted distillery operations.

Creating a business moat

Forging enduring relationships

A significant share of the Company's institutional revenues is derived from long-standing repeat customers.

By setting up our units tactically

The Company's manufacturing units are located in the cane-rich belts of Eastern and Central Uttar Pradesh (within 150 kilometres of each other).

By investing in capacity scale-up

The Company is the second-largest Indian sugar manufacturer and one of the largest ethanol manufacturers in India's sugar sector.

By remaining relatively debt-free

The Company reinvested accruals in capacity expansion, leveraging its existing infrastructure to expand at a relatively low capital cost.

By embracing a culture of austerity

The Company maintained relatively low overheads to strengthen viability across market cycles.

Strategy to build the business

Invest prudently

The Company invested proactively to expand capacity, environment compliance and capabilities.

Deleverage actively

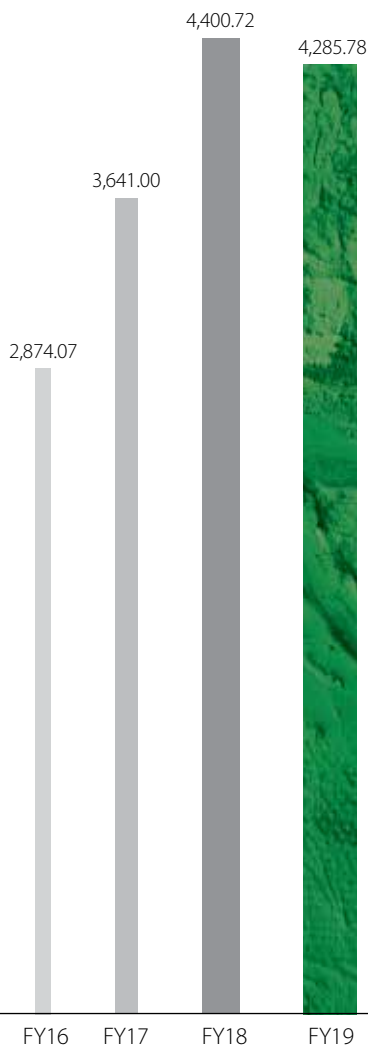
The Company repaid long-term debt to deleverage down to 0.18 in FY2019; overall debt-equity was 0.85 (including working capital, which is usually liquidated when the accumulated sugar stock is sold).

Pay back

Dividend payout of ₹57.11 crore (excluding dividend tax). In addition announced buyback of 84,38,327 equity shares at a price of ₹175 per equity share resulting in payout of ₹147.67 crore.

Our report card, 2018-19

(₹ CRORE)



Revenues

Definition

Growth in sales

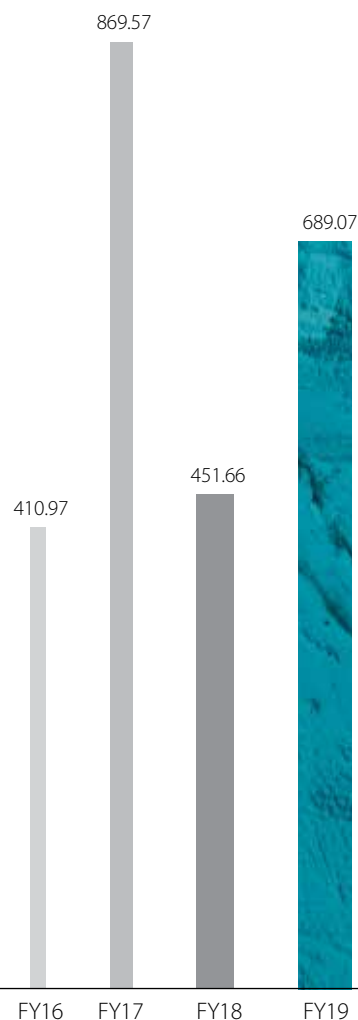
Why is this measured?

It is an index that showcases the Company's ability to optimise revenues, serving as an index of annual growth.

Performance

Revenues were lower by 2.61% to ₹4,285.78 crore in FY19.

(₹ CRORE)



EBIDTA

Definition

Earning before the deduction of fixed expenses (interest, depreciation, extraordinary items and tax)

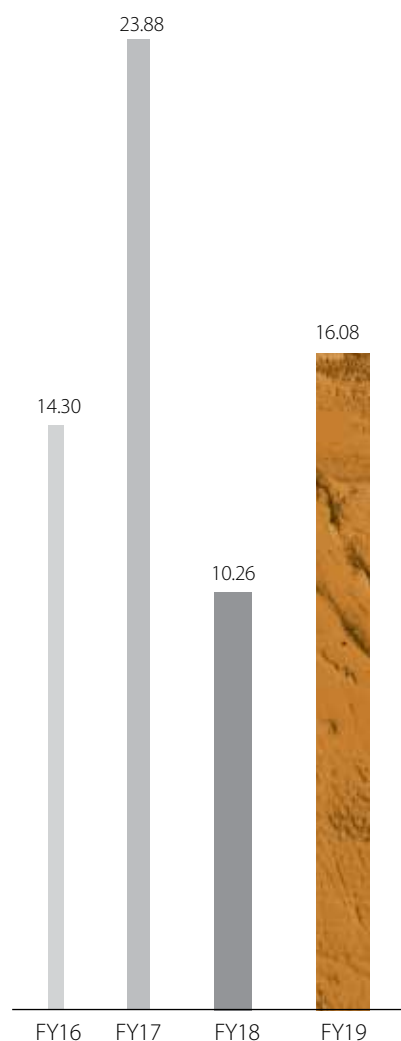
Why is this measured?

It is an index that showcases the Company's ability to optimise business operating costs despite inflationary pressures, making it possible to compare with the retrospective average of sectoral peers.

Performance

The Company reported a 52.6% increase in EBITDA during the year – a result of timely capacity investments, economies of scale and cost management.

(%)



EBIDTA margin

Definition

EBIDTA margin is a profitability ratio used to measure a company's pricing strategy and operating efficiency

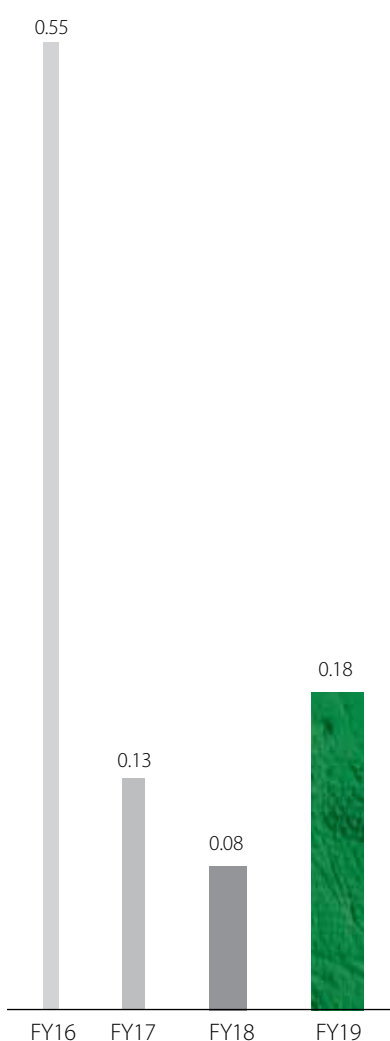
Why is this measured?

The EBIDTA margin provides an idea of how much a company earns (before accounting for interest, depreciation and taxes) on each rupee of sales.

Performance

The Company reported a 581 bps increase in its EBIDTA margin as a result of improved operating efficiencies across the business.

(X)



Gearing

Definition

This is a ratio of long-term debt to net worth (less revaluation reserves)

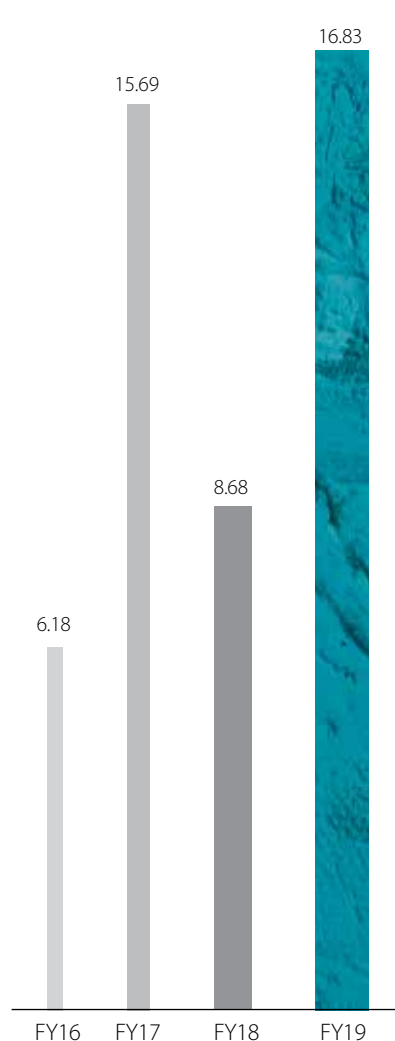
Why is this measured?

This is one of the defining measures of a company's solvency.

Performance

The Company's gearing during the year was 0.18. Ideally this ratio should be read in conjunction with the Company's declining net debt, indicating a growing ability to pay back loans.

(X)



Interest cover

Definition

This is derived from the division of EBIDTA by interest outflow.

Why is this measured?

Interest cover indicates the Company's comfort in servicing interest – the higher the better.

Performance

The Company strengthened its interest cover from 6.18 in 2015-16 to 16.83 during the year.

The outcomes of our business model

Our resources

Financial capital

The financial resources that we seek are based on funds we mobilise from banks and financial institutions, investors and promoters in the form of debt, net worth or accruals.

Manufactured capital

Our manufacturing assets, technologies and equipment for production constitute our manufactured capital. The logistics for the transfer of raw materials and finished products are integral to our manufacturing competence.

Human capital

Our management, employees and workers form a part of our workforce; their combine experience and competence enhance our performance.

Intellectual capital

Our focus on cost optimisation and operational excellence, as well as our repository of proprietary knowledge, account for our intellectual resources.

Natural capital

We depend on raw material sourced from nature, i.e. sugarcane, indicating a moderate impact on the natural environment.

Social and relationship capital

Our relationships with communities and partners (vendors, suppliers and customers) influence our role as a responsible corporate citizen.

The value that we created

Financial capital

Revenue from operations: ₹4,285.78 crore (includes other operating revenues ₹9.54 crore)

Earnings per share: ₹24.98

Manufacturing capital

Quantum of sugar produced: 12.78 lac tonnes

Quantum of sugar sold: 11.53 lac tonnes

Human capital

Number of employees: 3850

Total annual employee benefits expense: ₹238.36 crore

Intellectual capital

Sectoral experience: Around 5 decades

We shared this value with...

Investors

The Company enriched investors through dividends and capital appreciation

Farmers

The Company sourced ~₹3,510 crore of sugar cane from farmers

Employees

The Company provided employee benefits worth ₹238.36 crore and stable employment to 3,850 people

Customers

The Company sold sugar, ethanol, power and by-products generating ₹4276.23 crore in revenues from customers

Distributors and suppliers

The Company enhanced value for distributors and retailers through consistent supply.

Community

The Company invested ₹2.93 crore in CSR, benefiting families across the country.

Business objective

Evolve into a provider of clean and green energy from a longstanding recall of responsible sugar manufacture

Business fundamentals

360 kilolitres per day of existing distillery capacity
+ Incinerator investment enhanced distillery operational days (270 to 330)
+ Invested ~₹207 crore to capitalise on National Biofuels Policy
= Target to supply ~18 crore litres of ethanol going forward

Early-mover advantage

One of the first in the industry to move to the B-heavy molasses route
+ Ample molasses available to be utilised by the distilleries

Sustained growth

Ethanol production from 3.25 crore litres in 2014-15 to 10.29 crore litres in 2018-19
+ 22.22% of allied business (distillery, cogeneration and others) in revenues (2018-19)

Robust financials

16.08% EBIDTA margin, 2018-19
+ 21.79% ROCE, 2018-19
+ 0.18 long-term debt-equity ratio, 2018-19

Management discussion and analysis

Industry structure and development

Global economic review

The year 2018 was marked by low economic activity in the early quarters in major advanced economies as a result of the negative effects of the trade measures implemented or approved between April and September 2018, the failure of Brexit negotiations, tightened financial conditions, geopolitical tensions, and higher oil import bills. These developments occurred against a backdrop of weakening market sentiments, policy uncertainties and concerns about China's outlook. Global trade growth slowed to below 2017 levels to finish at ~3.6%, a 20 bps decline from the previous year. Crude prices remained volatile since August 2018 as a result of multiple factors including the American policy pertaining to Iranian exports and softening global demand. Emerging Asian economies continued to register strong growth,

supported by a demand pickup in India after a four-year interval.

Overview of key global economies

The US: The US economy grew at a rate of ~2.9% in 2018. The consumer price ratio is projected to increase to 2.4% in 2018 and 2.1% in 2019, from 2.1% in 2017.

China: In China, growth is projected to moderate from 6.9% in 2017 to 6.6% in 2018 and 6.2% in 2019, resulting from a deceleration in external demand growth and regulatory tightening.

The Middle East: The cumulative GDP of the Gulf countries is expected to grow to 2.4% this year, up from 0.1% during the previous year.

Europe: The Eurozone grew by 2.3% in 2017, posting its best performance since the financial crisis. Quarterly growth slowed from 0.7% in Q3 and Q4 of FY2017 to 0.4% in Q1 and Q2 of FY2018 and a mere 0.2% in Q3.

Japan: Headline inflation is expected to increase to 1.2% in 2018, up from 0.5% in 2017, mainly due to rising global energy prices. Inflation excluding fresh food and energy prices is expected to rise to 0.5% in 2018 and further to 0.8% in 2019, up from 0.1% in 2017.

Outlook

Global growth is expected to remain at 3.3% in 2019 as the decline in the growth of the advanced economies continued. The unwinding of the US fiscal stimulus and the fading of the favourable spill-overs from US demand to trading partners will be offset by a pickup in growth in emerging markets and developing economies.

Indian economic overview

After growing at 7.2% in 2017-18 the Indian economy grew at 8.2% y-o-y in Q1 FY2018-19 and 7.1% in Q2 FY2018-19. However, the later

quarters were sluggish and India reported a GDP growth of 6.8% during the year under review.

Inflation, which included food and energy prices, fell to a 17-month-low of 2.33% on an annual basis. Falling oil prices eased inflationary pressures on India, a major fuel importer.

Outlook

The Indian economy continued to be sluggish, seeking government catalysts to perform better.

Global sugar industry overview

Global sugar production for MY (marketing year) 2018-19 was expected to decline by 12 million tonnes to 183 million tonnes. Global stocks were expected to reach 53 million metric tonnes (raw value) as a massive stock-building in India was expected to more than offset the impact from lowered stock levels in China and European Union.

Global production and consumption trends

(in million tonnes)

Country/Region	2018-19		2019-20	
	Production	Consumption	Production	Consumption
Brazil CS	26.87	10.30	26.00	10.35
Brazil NNE	2.63	2.47	2.72	2.50
India	33.00	26.00	29.00	26.30
Thailand	13.50	3.53	13.40	3.57
China	10.50	16.41	10.90	16.20
Pakistan	6.72	5.84	5.69	5.96
EU 27	17.20	15.23	17.09	15.59
Australia	4.60	1.10	4.70	1.10
Russia	6.40	6.72	6.47	6.78
Mexico	6.50	5.02	6.64	5.09
Global Total	183.00	180.00	181.00	185.00

Global sugar sector price trends

Sugar stockpiles were poised to reach record levels as demand reduction and a production surge joined forces to ensure that sugar ended up being one of the worst-performing commodities during 2018. While global consumption was still rising, the pace of growth slowed to an average 1.4% during the recent seasons,

down from 1.7% over the past decade.

This came at a time when production was booming, especially in India, the world's second biggest producer. Farmers in Thailand also reported massive output. World stockpiles were set to swell to the highest and veer around similar levels during the next year. Sugar futures in New York slumped 25% during 2018, the

biggest loss on the Bloomberg Commodity Index, which tracked returns for 22 items.

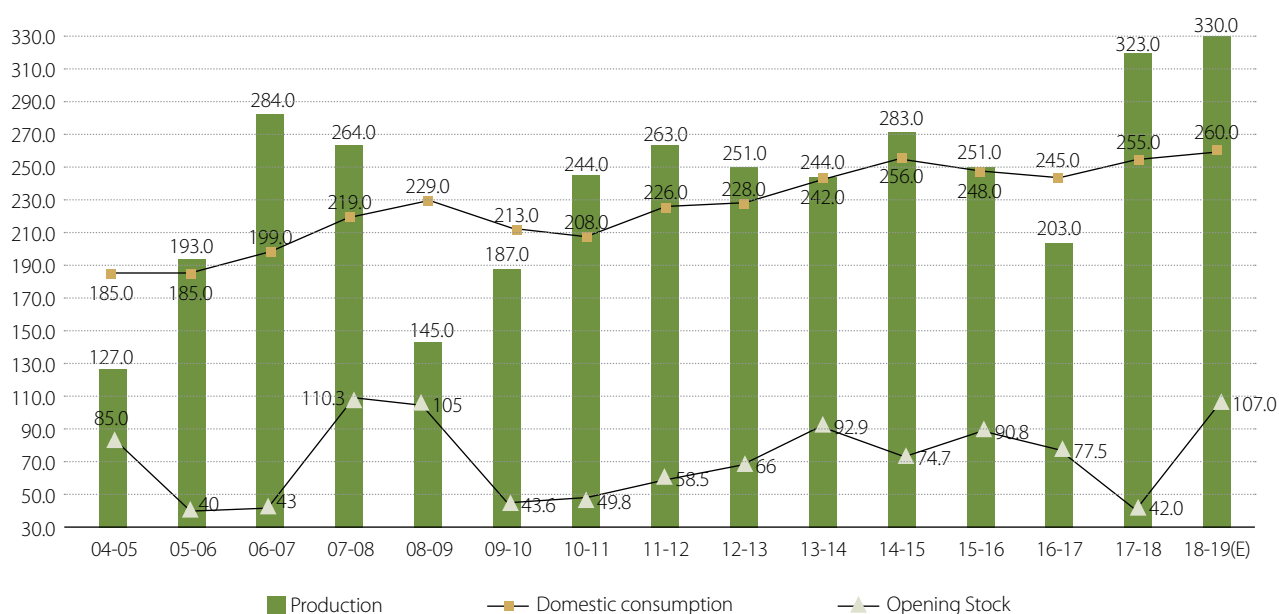
Indian sugar industry overview

India's 2018-19 sugar production estimate was revised to 33.0 million tonnes compared to 32.3 million tonnes produced in the previous year. Output in Uttar Pradesh, Maharashtra and Karnataka accounted for a

~80% share of the country's production. However, this figure was after considering ~0.50 million tonnes of sugar diversion towards ethanol manufacture. Tenders for ethanol procurement during 2018-19 were signed by oil marketing companies. The result: for the first time there were bids for 48.5 crore litres of ethanol from B-heavy molasses and 1.84 crore litres from sugar cane juice.

India sugar production, consumption and opening balance

(in lac tonnes)



Major Indian cane-growing states

Uttar Pradesh: As many as 30 districts of Uttar Pradesh produce sugarcane with the western part of the state, comprising the upper Ganga-Yamuna Doab, Rohilkhand and trans-Saryu areas, together accounting for ~70% share of the total sugarcane output of the State.

The State accounted for ~36% of India's sugar production.

Maharashtra: Though Maharashtra is the second-largest producer of sugarcane in India, it lags behind Uttar Pradesh, accounting for ~32% share India's sugar production.

Karnataka: Karnataka is the third largest sugarcane producing state of India with more than 11% share of production.

Sugar production

The Indian sugar industry is the second largest agro-based industry in India. It supports ~50 million farmers and their families, providing direct employment to ~0.6 million skilled and semi-skilled persons in sugar and its allied industries.

● Mills in Maharashtra produced 10.72 million tonnes of sugar till 15th May 2019 compared to 10.7 million

tonnes in the corresponding period of the previous season

● Uttar Pradesh produced 11.68 million tonnes of sugar till 15th May 2019 compared to 12.1 million tonnes in the corresponding period of the previous season

● Sugar production in Karnataka stood at 4.33 million tonnes compared to 4.5 million tonnes in the previous season.

Sugar Balance Sheet

(in million tonnes)

Country/Region	SS 2017-18	SS 2018-19 (Estimated)
Opening balance (as on 1st October)	4.2	10.7
Estimated sugar production	32.3	33.0
Imports	0.3	0.3
Sugar availability	36.8	44.0
Estimated domestic consumption	25.5	26.0
Estimated exports (MIEQ)	0.6	3.5
Closing balance (as on 30th September)	10.7	14.5

Indian sugar sector price trends

During April and May 2018, sugar realisations declined to ~₹26 per kg on account of the anticipated higher production during the sugar season 2017-18. Further, with anticipated higher sugar production in the current season, millers were in a crisis with cane arrears mounting. To arrest the downfall in prices, the Central Government announced the Minimum Selling Price (MSP) of sugar at ₹29 per kg. The MSP was increased to ₹31 per kg during February 2019.

Demand drivers

Population: With 1.36 billion people, the Indian population is growing at 08% a year and could emerge as the world's most-populous nation by 2024, strengthening sugar consumption.

Consumption: Despite being one of the largest consumers of sugar, India's per capita consumption lags the global average, brightening prospects of long-term growth.

The Uttar Pradesh sugar industry

During the season under review, 119 sugar mills were in operation. Sugarcane crushed till 15th May 2019 was 101.60 million tonnes compared to 107.70 million tonnes during the previous season. Average recovery till 15th May 2019 was 11.50% compared to 10.88% a year ago. Sugar produced stood at 11.68 million tonnes during the 2018-19 season compared to 11.72 million tonnes in the previous season owing to superior recovery and increase in the planting of early variety sugarcane. The State is likely to be the largest sugar producing state for the third year in a row.

Even with a higher recovery, the margins of millers could not increase owing to depressed sugar realisations. With the cane price mechanism of State Advised Price being followed in the state, integration was the key to help millers counter cyclical downturns.

Government initiatives, 2018-19

Fair and Remunerative Price (FRP): The FRP for sugar season 2018-19 was fixed at ₹275 per quintal of sugarcane linked to a basic recovery of 10.00% and subject to a premium of ₹2.75 per quintal of sugarcane for every 0.1 percentage point increase above that level.

State Advised Price (SAP): The SAP for the sugar season 2018-19 was kept unchanged at ₹315 per quintal of the normal variety of sugarcane.

Minimum Selling Price (MSP):

The Central Government for the first time announced a MSP of ₹29 per kg during June 2018 to arrest the downfall in price and help the industry survive. The MSP was raised to ₹31 per kg in February 2019.

Buffer Stock creation:

The Central Government created a buffer stock of 3.0 million tonnes for one year from July 2018 to help the sugar industry address a demand-supply mismatch. The carrying cost of the same was reimbursed by the Central Government.

Minimum Indicative Export Quota (MIEQ):

The Central Government, with a view to correct the demand-supply gap, announced MIEQ quota of 5.0 million tonnes for the sugar season 2018-19 in September 2018.

Transport Rebate on MIEQ: To facilitate the export of sugar in the 2018-19 season, improving the liquidity of sugar mills to help clear cane price dues, the government notified a scheme for defraying the expenditure towards internal transport, freight, handling and other charges.

Ethanol from B-heavy molasses and direct cane juice: For the first time, the government permitted ethanol to be produced from B-heavy molasses and direct sugarcane juice.

GST: The government reduced GST on ethanol from 18% to 5%

Financial assistance: The Central Government provided financial assistance worth ₹13.88 per quintal of cane crushed during sugar season 2018-19 to offset the cost of cane (₹5.50 per quintal in 2017-18).

These steps enabled mills to boost sugar exports and clear sugarcane arrears. In spite of all the measures, cane arrears stood at ~₹17,000 crore.

Ethanol sector in India

A steady rise in ethanol blending is not only likely to moderate crude oil import, saving precious foreign

exchange reserves, but also encourage the use of additional cane juice and other raw materials efficiently while protecting the environment from the release of poisonous vehicular exhaust gas.

Against a requirement of 3300 million litres of ethanol based on 10% ethanol blending, ethanol supply contracts were signed for 2477 million litres for the ethanol supply period 2018-19, which includes ~465 million litres produced from B-heavy molasses. If the quantity as contracted is successfully blended, about 7.2% of petrol consumption would be substituted by the

environment friendly bio-ethanol.

The achievement is significant as the new National Biofuel Policy 2018 has fixed a target of achieving 20% ethanol blending with petrol by 2030 with the government targeting to achieve the 10% milestone of ethanol blending with petrol by 2022.

Ethanol supply to oil marketing companies

Season year	2017-18	2018-19
Blending (%)	4.2	7.2

Biofuels: Opportunity for India

National Policy on Biofuels, 2018

The Cabinet Committee on Economic Affairs approved to revise the price of ethanol derived from B-heavy molasses and fix a higher price for 100% sugarcane juice based ethanol for the period between 1st December 2018 and 30th November 2019.

Measures

- To fix the ex-mill price of ethanol derived out of B-heavy molasses at ₹52.43 per litre.
- To fix the ex-mill price of ethanol derived from 100% sugar cane juice at

₹59.13 per litre for mills diverting 100% sugarcane juice for the production of ethanol (thereby not producing any sugar).

- GST and transportation charges would also be remunerated. OMCs were advised to assign realistic transportation charges so that long distance ethanol transportation was not dis-incentivised.
- OMCs were advised to prioritise ethanol from 100% sugarcane juice, B-heavy molasses, C-heavy molasses and damaged food grain or other sources (in that order).

Impact

- Will help reduce excess sugar supply in the country, increase sectoral liquidity, reduce cane arrears and provide additional ethanol to sustain the Ethanol Blended Petrol Programme.
- Ethanol availability for the Ethanol Blended Petrol Programme is expected to increase on account of higher prices offered for ethanol derived from B-heavy molasses and 100% sugarcane juice.
- Increased ethanol blending in petrol would help reduce import bills, rejuvenate the agricultural sector and reduce pollution.

Biomass power and cogeneration in India

Biomass power generation in India attracts investments of over ₹600 crore a year, generates more than 5,000 million units of electricity and ensures the annual employment of more than 10

million person-days in the rural areas. For the efficient utilisation of biomass, bagasse-based cogeneration in sugar mills and biomass power generation were taken up under the biomass power and cogeneration programmes. The availability of biomass in India is estimated at ~500 million

metric tonnes per year. Surplus biomass availability has been estimated at ~150 million metric tonnes per annum, covering agricultural and forestry residues corresponding to a potential of ~18,000 megawatts. Some 5,000 megawatts of additional power could be generated through

bagasse-based cogeneration via the country's 550 sugar mills, if these sugar mills were to adopt technically and economically optimal levels of cogeneration for extracting power from the bagasse produced by them.

Segment-wise performance

Sugar

The sugar segment constituted the largest share of the Company's revenues. The segment contributed 77.78% of the Company's turnover during the year under review as against 82.83% in 2017-18. Revenues from the sugar segment during 2018-19 stood at ₹3,821.59 crore as against ₹4,164.26 crore in 2017-18.

Distillery

Revenues from this segment constituted 9.52% of the Company's revenues during the year under review against 6.60% in 2017-18. Revenues from the distillery segment during 2018-19 stood at ₹467.70 crore as against ₹331.67 crore in 2017-18.

Co-generation

Revenues from the co-generation segment constituted 12.53% of the Company's revenues during the year under review against 10.57% in 2017-18. Revenues from the segment during 2018-19 stood at ₹615.83 crore as against ₹531.17 crore in 2017-18.

Business review – segment-wise revenue from operations

(₹ in crore)

Segments	March 2015	%	March 2016	%	March 2017	%	March 2018	%	March 2019	%
Sugar	2,606.20	79.56%	2,550.98	78.09%	3,369.59	81.39%	4,164.26	82.83%	3,821.59	77.78%
Distillery	285.01	8.70%	295.49	9.04%	326.76	7.89%	331.67	6.60%	467.70	9.52%
Cogeneration	378.09	11.54%	411.53	12.60%	443.68	10.72%	531.17	10.57%	615.83	12.53%
Others	6.46	0.20%	8.92	0.27%	-	-	0.48	-*	8.02	0.17%
Total	3,275.76	100.00%	3,266.92	100.00%	4,140.03	100.00%	5,027.58	100.00%	4,913.14	100.00%
Less: Inter Segment	288.78		392.85		499.03		626.86		627.36	
Revenue from operations	2,986.98		2,874.07		3,641.00		4,400.72		4,285.78	

* Considered as Nil due to rounding off

Sugar

Revenues in
2018-193,821.59
₹ croreProportion of
overall revenues77.78%
(82.83% in
2017-18)

Overview

Balrampur is the second largest sugar manufacturing company in India with a cumulative crushing capacity of 76,500 tonnes of cane per day. The Company has eight plants in Eastern Uttar Pradesh and two in Central Uttar Pradesh, the major cane-growing areas of Uttar Pradesh. The plants are located in proximity to each other resulting in seamless and cost effective logistical operations.

Operational highlights

- Crushed highest ever 1,103.62 lac quintals of cane across plants (927.83 lac quintals in 2017-18)
- Average sugar recovery stood at 11.58%, highest ever, compared to 10.84% in 2017-18, owing to a larger portion of the Company's command area being planted with the early-maturing variety of cane
- Initiated a number of cost optimisation initiatives

- Undertook cane development activities for better crop plantation, enriching farmers

The BCML edge

- Substantial capacity allows the Company to capitalise on the benefits stemming from economies of scale
- Located in the vicinity of major cane-growing regions of Uttar Pradesh
- Comprehensive cane management guide provided to farmers ensuring timely supply of superior quality cane

- Stringent operational control enabled the Company to produce a superior variety of sugar

- Improved cane handling system facilitated faster cane crushing and lowered turnaround times

Road ahead

The Company will continue to enrich farmers and carry on the cane development activities in order to enhance operations and achieve better efficiencies.

Operational summary

Cane crushed

(lac tonnes)

Location	March 2015	March 2016	March 2017	March 2018	March 2019
Balrampur	12.91	12.02	12.34	13.61	16.17
Babhnan	11.24	8.77	9.84	10.11	13.00
Tulsipur	6.64	7.11	6.25	7.04	9.22
Haidergarh	3.53	3.31	3.75	4.89	5.10
Akbarpur	6.34	7.14	7.51	8.65	11.36
Rauzagaon	6.58	5.62	6.92	8.16	9.12
Mankapur	9.20	7.69	8.43	9.20	11.43
Kumbhi	9.79	10.01	10.48	13.90	15.64
Gularia	8.40	9.79	10.75	13.35	15.06
Maizapur	3.60	2.79	3.19	3.87	4.26
Khalilabad	2.34	-	-	-	-
Total	80.57	74.25	79.46	92.78	110.36

Sugar produced

(lac tonnes)

Location	March 2015	March 2016	March 2017	March 2018	March 2019
Balrampur	1.27	1.30	1.28	1.44	1.86
Babhnan	1.09	0.97	1.00	1.03	1.41
Tulsipur	0.66	0.76	0.65	0.73	0.99
Haidergarh	0.32	0.34	0.36	0.48	0.56
Akbarpur	0.61	0.78	0.76	0.91	1.29
Rauzagaon	0.64	0.61	0.75	0.90	1.09
Mankapur	0.91	0.85	0.84	0.95	1.30
Kumbhi	1.01	1.17	1.24	1.64	1.93
Gularia	0.85	1.14	1.26	1.56	1.84
Maizapur	0.35	0.30	0.33	0.42	0.51
Khalilabad	0.21	-	-	-	-
Total	7.92	8.22	8.47	10.06	12.78

Distillery

Revenues in
2018-19

467.7
₹ crore

Proportion of
overall revenues

9.52%
(6.60% in
2017-18)

Overview

BCML's three distilleries located at Balrampur, Babhnan and Mankapur are engaged in the production of industrial alcohol and ethanol with a cumulative capacity of 360 kilolitres per day. Almost the entire distillery capacity of the Company is dedicated towards ethanol. In addition, 160 KLPD new distillery at Gularia is under

construction and expected to commence operations by December 2019.

Operational highlights, 2018-19

- Reported ₹467.7 crore in revenues (₹331.67 crore in the previous year)
- Sold 10.78 crore bulk litres of ethanol compared to 7.89

crore bulk litres in 2017-18

The BCML edge

- Sizeable capacity of 360 kilolitres per day allows the Company to capitalise on the benefits stemming from economies of scale
- Fixed price contracts with OMCs offer enduring revenue visibility

- State-of-the-art incinerators help the Company's distilleries operate longer (330 days vis-à-vis 270 days in the case of non-zero liquid discharge units)

Road ahead

The Company will focus on improving operational efficiencies and ensuring Zero Liquid Discharge performance for unhindered operations.

Operational summary

Alcohol production

(in crore litres)

Location	March 2015	March 2016	March 2017	March 2018	March 2019
Alcohol production	6.99	7.06	7.22	8.10	10.66
Alcohol sales	7.42	6.47	6.92	8.07	11.09

Co-generation

Revenues in
2018-19

615.83
₹ crore

Proportion of
overall revenues

12.53%
(10.57% in
2017-18)

Overview

Balrampur has an aggregate saleable co-generation capacity of 165.20 megawatts. Of the total power generated, the Company exports nearly 63% to the state electricity grid.

Operational highlights

- Generated ~104.97 crore units of power and exported 66.38 crore units to the state electricity grid
- Achieved higher PLF owing to abundant availability of bagasse compared to the

previous year

The BCML edge

- Sizeable saleable capacity of 165.20 megawatts, one of the largest in the sector, provides flexibility to consume the bagasse in-house
- Regular operational

assessments and prudent debottlenecking measures helped the Company achieve better plant efficiencies

Road ahead

The Company will continue focusing on improving plant efficiencies.

Operational summary

Power

(in crore units)

Location	March 2015	March 2016	March 2017	March 2018	March 2019
Power generation	82.95	74.69	75.37	87.41	104.97
Power sales	61.68	53.07	51.05	56.80	66.38

Cane management at BCML

Overview

Adequate availability of quality cane plays an important role in ensuring business sustainability. Over the years, BCML introduced high-yielding cane varieties and raised awareness about scientific farming practices. During the year under review, the Company enhanced the longevity of these high-yielding variants through the following variants:

- Undertook seed treatment initiatives to enhance the life of the high yielding variety seed in use
- Used granular potash for boosting output and preventing pest attacks
- Promoted power harrowing and deep sowing techniques for enhancing yield
- Fostered inter-culture operations through tractor
- Facilitated farm mechanisation by assisting the development of farm equipment entrepreneurs
- Strengthened the crop monitoring team, which keeps a tab on cultivation and takes proactive actions to prevent infestation

Road ahead

The Company is focusing on increasing the portion of the command area sown with high-yielding seeds. It has a number of varieties under development and expects to start the commercialisation of a few varieties over the next three to five years. This will de-risk the Company in case any particular variety fails.

Key numbers

11.58%

Recovery rate during
2018-19

110.36 lac
tonnes

cane crushed during
2018-19

~75.11%

Share of command area
sown with high-yielding
seeds

~5 lac

Farmers addressed

Financial review

Capital structure

The equity share capital of the Company stood at ₹22.84 crore as on 31st March, 2019 (22,84,38,327 equity shares of ₹1 each) compared to ₹22.84 crore as on 31st March, 2018 (22,84,28,327 equity share of ₹1 each). During the year, the Company issued 10,000 equity shares under the Employee Stock Option Scheme.

Other equity

Other equity of the Company increased by 31.68% from ₹1,564.30 crore as on 31st March, 2018 to ₹2,059.86 crore as on 31st March, 2019. This was mainly on account of profit retention. During the year the Company transferred ₹250.22 crore from Retained Earnings to General Reserve.

Debt profile

Total long-term borrowings including current maturities and deferred income stood at ₹375.75 crore as on 31st March, 2019, compared to ₹124.31 crore as on 31st March, 2018.

During the year under review, the Company repaid ₹113.64 crore and availed fresh loan of ₹365.08 crore under the Scheme of U.P. Government.

Working capital borrowings increased by 61.14% from ₹865.52 crore as on 31st March, 2018 to ₹1,394.66 crore as on 31st March, 2019 to finance the increased level of operations.

Capital employed

The capital employed by the Company in the business increased from ₹2,523.97 crore as on 31st March, 2018 to ₹3,800.11 crore as on 31st March, 2019. RoCE for the year stood at 21.79% compared to 15.59% during 2017-18.

Net block

Net block of the Company stood at ₹1,467.38 crore as on 31st March, 2019 as compared to ₹1,456.92 crore as on 31st March, 2018. The Company provided ₹95.85 crore as depreciation and amortisation during the year. During the

year, ₹130.59 crore was added to the Company's asset block.

Investments

Investments stood at ₹120.06 crore as on 31st March, 2019 compared to ₹83.16 crore as on 31st March, 2018. During the year, the Company invested ₹37.50 crore in Auxilo Finserve Pvt. Ltd. (NBFC private limited company based in India engaged in financing activities in the education sector).

Trade and other receivables

Trade and other receivables increased by 146.98% from ₹182.21 crore as on 31st March, 2018 to ₹450.03 crore as on 31st March, 2019. The outstanding included ₹254.08 crore on account of the supply of power to UPPCL and ₹158.78 crore on account of export sales under the Minimum Indicative Export Quota announced by Government of India. Out of the power dues of ₹254.08 crore, a sum of ₹173.76 crore was received during April 2019.

Trade and other payables

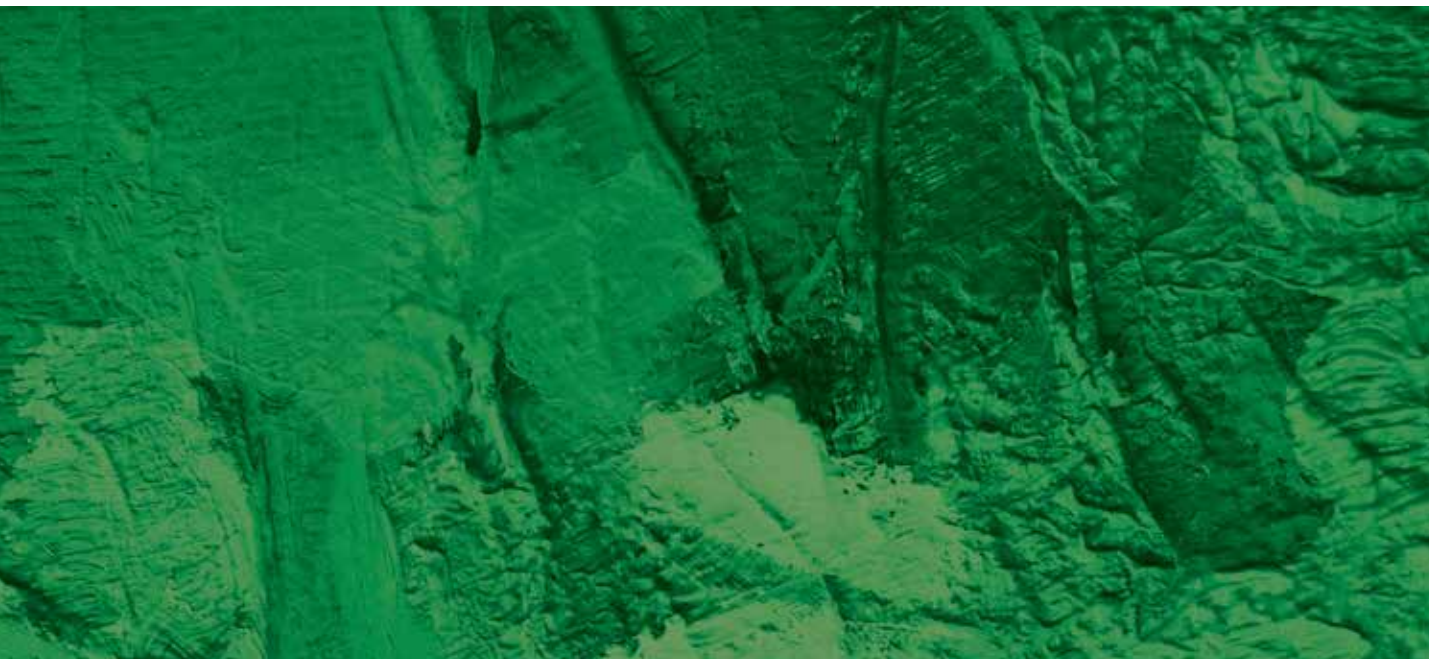
Trade and other payables reduced from ₹785.29 crore as on 31st March, 2018 to ₹618.50 crore as on 31st March, 2019. The outstanding were mainly on account of cane price dues to farmers.

Other financial assets

Other financial assets increased from ₹53.44 crore as on 31st March, 2018 to ₹192.77 crore as on 31st March, 2019. The increase was mainly on account of various claims receivables amounting to ₹189.73 crore.

Other financial liabilities

Other financial liabilities reduced from ₹172.58 crore as on 31st March, 2018 to ₹119.74 crore as on 31st March, 2019. The decrease was mainly on account of current maturities of long-term debt. During 2019-20, ₹60.09 crore was repayable compared to ₹113.64 crore repaid during 2018-19.



Other non-current assets

Other non-current assets increased from ₹5.20 crore on 31st March, 2018 to ₹31.98 crore as on 31st March, 2019. The increase was mainly on account of an increase in capital advances for the purchase of property, plant and equipment for the on-going distillery project.

Other non-current liabilities

Other non-current liabilities stood at ₹0.36 crore as on 31st March, 2019, compared to ₹0.31 crore as on 31st March, 2018.

Other current assets

Other current assets stood at ₹20.70 crore on 31st March, 2019 compared to ₹20.24 crore as on 31st March, 2018. The increase was mainly on account of an increase in prepaid expenses.

Other current liabilities

Other current liabilities reduced from ₹47.53 crore as on 31st March, 2018 to ₹35.52 crore as on 31st March, 2019. The decrease was mainly on account of a reduction in statutory liabilities.

Debtors' turnover

Debtors' turnover ratio stood at 27 days during 2018-19 as compared to 14 days during 2017-18. This was mainly owing to increase in receivables by 146.98% to ₹450.03 crore. During the year, the Company physically exported sugar under the MIEQ Scheme announced by Government of India for which debtors amounted to ₹158.78 crore

Inventory turnover

Inventory turnover ratio for 2018-19 stood at 198 days as compared to 149 days during 2017-18. Increase in the inventory turnover ratio was mainly on account of an increase in stock of sugar owing

to a higher production during the year. Closing stock of sugar increase by 20.7% to 72.37 lac quintals as on 31st March 2019.

Interest coverage ratio

Interest coverage ratio improved from 8.68 times during 2017-18 to 16.83 times during 2018-19. This was on account of higher profits earned by the Company during 2018-19 along with a decrease in interest expenses. The allied business, i.e. distillery and co-generation, performed well during the year under review, which enabled the Company to report higher profits as compared to the previous year.

Current ratio

Current ratio improved from 1.10 in 2017-18 to 1.37 in 2018-19.

Debt-equity ratio

Debt equity ratio increased from 0.08 times to 0.18 times during 2018-19. This was on account of an increase in long-term borrowings availed

by the Company amounting to ₹365.08 crore under the Scheme of Uttar Pradesh Government.

Operating profit margin

Operating profit margin increased from 10.26% during 2017-18 to 16.08% during 2018-19.

Total comprehensive income margin (%)

Total comprehensive income increased from 4.92% during 2017-18 to 13.19% during 2018-19.

Return on net worth

Return on net worth increased from 14.33% during 2017-18 to 31.74% during 2018-19 due to higher rate of growth in profits.

Return on capital employed

Return on capital employed increased from 15.59% during 2017-18 to 21.79% during 2018-19.

Sectoral SWOT analysis

Strengths

- Sugarcane farming is more profitable than any other cash crop in India
- The Indian sugar industry is the second-largest producer of sugar in the world (after Brazil)
- The Indian sugar industry provides direct employment (including ancillary activities) to ~0.6 million workers
- The Indian sugar industry supports growing downstream industries
- The Indian sugar industry has played a pivotal role in the socio-economic development of rural India

Weaknesses

- Most of the co-operative sugar mills in India, for instance, in Maharashtra, have found it difficult to settle their cane dues
- Most sugar factories are more than 40 years old and still using legacy equipment

Opportunities

- High-value by-product availability for downstream industries
- Large potential to increase cane productivity and sugar recovery
- Technology upgradation for byproduct utilisation

Threats

- Sugar sector often falls prey to opposing political agendas
- Unavailability of groundwater for irrigation
- Quality of soil deteriorates due to overuse of fertilisers and pesticides

Risk management at Balrampur

IN THE PRESENT-DAY BUSINESS ENVIRONMENT, FRAMING AND IMPLEMENTING ROBUST RISK MITIGATION STRATEGIES IS IMPERATIVE FOR THE COMPANY'S GROWTH.

THE COMPANY HAS PERIODICALLY PROVED THAT IT POSSESSES THE EXPERTISE TO SUSTAIN GROWTH IN THE FACE OF EMERGING AND EXISTING MACROECONOMIC CHALLENGES.

EVERY MOVE, BE IT A DECISION ON COSTING OR INVESTMENT, IS TAKEN ON THE BACK OF AN IN-DEPTH UNDERSTANDING OF MARKETPLACE REALITIES.

THE COMPANY INVESTED IN SYSTEMS TO IDENTIFY, MONITOR AND MITIGATE RISKS.

Industry risk

REDUCED OFF-TAKE
COULD AFFECT
BUSINESS
SUSTAINABILITY

Risk mitigation

- Though India continues to be the second largest sugar producer, it is also the largest sugar consumer
- India's per capita consumption is lower than the global average, providing headroom for growth
- The Central Government intends to raise ethanol blending in petrol to 20% by 2030

Climatic risk

EXCESSIVE, DEFICIENT
OR UNTIMELY RAIN
COULD AFFECT THE
QUALITY AND
QUANTITY OF
SUGARCANE

Risk mitigation

- The Government focuses on drip irrigation to ensure the efficient utilisation of water.
- The Company's manufacturing facilities are located in the state of Uttar Pradesh, which possesses relatively better irrigation facilities compared to Western/ Southern India.

Business cyclical risk

THE COMPANY'S PERFORMANCE MAY BE AFFECTED BY AN OVER DEPENDENCE ON A PARTICULAR VERTICAL

Risk mitigation

- The Company invested in strong by-product utilisation businesses (power and ethanol) to reduce the impact of cyclical risk in its business.
- The ethanol off-take was backed by government supply contracts at pre-

determined prices; surplus power was exported to the State Electricity Board through long-term power purchase agreements.

- The Company augmented its distillery capacity, helping correct the skew resulting from a disproportionate revenue generation from different verticals

Raw material risk

INABILITY TO SOURCE ADEQUATE CANE FROM THE COMPANY'S COMMAND AREAS AND MOLASSES FOR THE MANUFACTURE OF ETHANOL COULD MODERATE CAPACITY UTILISATION

Risk mitigation

- Sugarcane acreage in the country is still at an elevated level than what it was during the previous sugar season
- The Company possesses an adequate molasses stock to address distillery requirements and adequate bagasse to meet cogeneration requirements

Cost risk

INCREASING CANE PRICES AND INPUT COSTS COULD AFFECT PROFITABILITY

Risk mitigation

- The Company has taken decisive steps to optimise operating costs through higher recovery, emerging as one of the most competitive sugar manufacturers in the country
- The Company diversified into the distillery and co-generation business to broad-base revenues and minimise the impact of increase in the cost of inputs

Regulatory & government intervention risk

BUSINESS OPERATIONS MAY BE AFFECTED ON ACCOUNT OF NON-COMPLIANCE

Risk mitigation

- The Company invested in incinerators to eliminate distillery effluents. It invested in effluent treatment plants to attain zero-discharge at the sugar mills.
- The Company recycles and reuses process water to reduce freshwater drawal

Relationship risk

MOUNTING CANE ARREARS COULD RESULT IN LOWER CANE AVAILABILITY FOR THE COMPANY

Risk mitigation

- Over the years, the Company established a sound record in paying farmers on schedule, industry realities notwithstanding
- The Company maintained a policy of paying farmers as expeditiously as possible
- The Company transferred payments to farmer bank accounts, ensuring transparency and urgency

Finance risk

A STRETCHED BALANCE SHEET COULD AFFECT BUSINESS SUSTAINABILITY

Risk mitigation

- Proper financial planning was secured through detailed annual business plans
- The Company strengthened its internal control system, commensurate with the nature of its business and size of operations
- The Company repaid ₹113.64 crore of long-term debt
- The Company's gearing as on 31st March 2019 stood at 0.18, among the lowest in the industry.

Foreign exchange fluctuation risk

FOREIGN EXCHANGE VOLATILITY COULD RESULT IN UNWARRANTED REVENUE LOSSES

Risk mitigation

- The Company's operations do not generally entail foreign exchange risks
- As a matter of prudence, the Company hedges long-term and short-term foreign exchange exposure, if any
- For exports undertaken by the Company, the Company's exposure in foreign currency was hedged.

Cyber risk

THIS COULD LEAD TO FINANCIAL LOSS, DISRUPTION OR DAMAGE TO THE REPUTATION OF THE COMPANY FROM SOME SORT OF FAILURE OF ITS INFORMATION TECHNOLOGY SYSTEMS

Risk mitigation

- The IT department of the Company maintains and upgrades systems on a continuous basis with trained personnel raising awareness inside the organisation on the importance of information security
- Company ensures data security by having identity and access control, authorisation matrix and all critical business data (user data and application data) are backed to ensure information security
- Complex password protection is enabled at different levels to access business technology to ensure data integrity and licensed software is being used in the IT systems
- The Company's gateway as well as end points are secured using appropriate products to mitigate network and web security risks
- Disaster recovery is in place to ensure business continuity.

Internal control systems and their adequacy

The internal controls are commensurate with the size and the nature of the operations of the Company. These controls have been designed to provide a reasonable assurance of proper accounting controls, monitoring of operations, safeguarding of resources and utilising them to the maximum, promoting operational efficiency, compliances with applicable regulations and ensuring reliability of financial reporting. In addition, there is an internal audit process that reviews the in-system checks and regularly covers significant operational areas.

The Audit Reports, submitted by the Internal Auditors, are reviewed by the Audit Committee. Any suggestion for improvements submitted to the Committee is considered and the implementation of corrective actions, wherever required, is followed up. Statutory and Internal Auditors are also invited to the Audit Committee meetings to ascertain their views on the adequacy of internal control systems. Periodically, the Board of Directors is informed of the same.

Human resources

The focal point of the Company's human resource policy was continuous learning, progressively geared to meet the aspirations of employees. To enhance efficiency, competence and motivation, the Company organised training programmes. This resulted in the effective retention of employees and enhanced loyalty. To attract and retain the best available talent, the Company was committed to provide equal employment opportunities and the best working conditions. The Company had 3,850 employees on its payroll as on 31st March, 2019.

Cautionary statement

The statements in the 'Management discussion and analysis' section with regard to projections estimates and expectations have been made in good faith. The achievement of results is subject to risks, uncertainties and even less than accurate assumptions. Market data and information are gathered from various published and unpublished reports. Their accuracy, reliability and completeness cannot be assured.

REPORT OF THE BOARD OF DIRECTORS

for the year ended 31st March, 2019

Dear Shareholders

Your Directors have the pleasure of presenting their report as a part of the 43rd Annual Report, along with the Audited Accounts of the Company for the year ended 31st March, 2019.

Financial Results

The financial results of the Company are summarised below:

(₹ in Lacs)

Particulars	Standalone		Consolidated	
	2018-19	2017-18	2018-19	2017-18
Revenue from operations	428577.51	440072.06	428577.51	440072.06
Profit before financial costs, tax, depreciation and amortisation, exceptional items and other comprehensive income	73181.91	47937.54	73181.91	48193.40
Less: Finance costs	4093.51	5203.00	4093.51	5203.00
Less: Depreciation and amortisation expense	9585.13	9516.41	9585.13	9516.41
Profit before share of profit of associates and tax	-	-	59503.27	33473.99
Add: Share of profit of associates	-	-	675.48	1041.11
Profit before tax	59503.27	33218.13	60178.75	34515.10
Less: Tax expense	2439.41	11106.26	2596.77	11348.80
Profit for the year	57063.86	22111.87	57581.98	23166.30
Other comprehensive income (net of tax)	(513.88)	(455.20)	(514.31)	(456.74)
Total comprehensive income for the year	56549.98	21656.67	57067.67	22709.56

Dividend and its Distribution Policy

In terms of the Dividend Distribution Policy of the Company, the Board of Directors of the Company declared an interim dividend of 250% (i.e. ₹2.50 per share on Equity Shares of the face value of ₹1/- each) for the financial year ended 31st March, 2019. Total outgo on the interim dividend was ₹6,884.86 Lacs (including dividend distribution tax of ₹1,173.90 Lacs). The said Policy has been annexed to this Report as Annexure - I and the same is also available on the website of the Company at the following web-link: http://chini.com/wp-content/uploads/2018/07/Dividend_Distribution_Policy_2017.pdf

The Board has not proposed any final dividend for the financial year ended 31st March, 2019 and accordingly, the interim dividend paid during the year shall be treated as final dividend.

Reserves and surplus

It is proposed to transfer an amount of ₹25022.09 Lacs to the General Reserves.

Operations

The operational data of the Company for the last two sugar seasons and financial years are as under:

Particulars	Sugar season		Financial year	
	2018-19	2017-18	31.03.2019	31.03.2018
Sugarcane crushed (in lac quintals)	1054.84	1095.12	1103.62	927.83
Sugar produced (in lac quintals)	123.91	118.71	127.81	100.56
Recovery (%)	11.75	10.84	11.58	10.86

Industry scenario and outlook

Current sugar season 2018-19 commenced with a carryover stock of around 10.7 million tonnes. Initially the sugar production for the current sugar season was estimated to be 35.5 million tonnes, significantly higher than the production of 32.5 million tonnes in the last sugar season 2017-18. As the season progressed estimates of sugar production were revised downwards multiple times on account of white grub infestation in Maharashtra, red rot in certain parts of Uttar Pradesh and drought in certain parts of the country. Finally, the country is expected to produce ~32.8 million tonnes of sugar which is slightly higher than last season's production.

As a result of back to back higher production in two years, the opening inventory of sugar for next season stands at ~14 million tonnes (considering that 3.5 million tonnes of sugar will be exported by September 2019). A muted domestic consumption growth has made the demand-supply scenario vulnerable.

Uttar Pradesh, Maharashtra and Karnataka are the three largest sugar producing states in the country. Uttar Pradesh is expected to produce ~11.8 million tonnes compared to 12.1 million tonnes in the previous season, Maharashtra ~10.75 million tonnes compared to 10.7 million tonnes in the last season and Karnataka ~4.4 million tonnes compared to 4.5 million tonnes in the previous season.

Sugar industry was under severe crisis owing to higher production of sugar in sugar season 2017-18 and anticipated higher production in sugar season 2018-19 as the sugar prices tumbled to a low of ₹27 per kilogram in the month of May 2018. This led the Central Government to take the following steps in order to arrest the downfall in sugar prices so that payment to farmers for cane price could be made:

- Announced the Minimum Selling Price (MSP) of sugar at ₹29 per kilogram in June 2018. MSP is the ex-factory price (excluding GST and transportation charges) below which no sugar mills can sell sugar in India. The said MSP was further raised to ₹31 per kilogram in February 2019.

- Continuation with various policies announced last year viz.
 - ✓ higher custom duty on import
 - ✓ zero customs duty on export of sugar
 - ✓ stock holding limits on the mills.

Even after the announcement of aforesaid policies, cane arrears continued to remain in excess of ₹20,000 crores on PAN India basis. Realizing the gravity of the situation both the Central Government and the Government of Uttar Pradesh announced various additional measures.

Measures announced by Central Government were:

- Creation of buffer stock of 3.0 million tonnes of sugar w.e.f 01.07.2018, for which the Central Government will bear the carrying cost for one year.
- Notified the Scheme of Minimum Indicative Export Quota of 5.0 million tonnes for the sugar season 2018-19.
- Announced reimbursement of defraying expenditure towards internal transport, freight, handling and other charges for export of sugar under Minimum Indicative Export Quota.
- Allowed Ethanol to be produced from B-heavy molasses route and from 100% Sugarcane Juice and announced higher supply prices at ₹52.43 per litre and ₹59.13 per litre respectively. Further the prices of Ethanol made out of C-heavy molasses was also raised to ₹43.46 per litre from ₹40.85 per litre.
- Approved soft loan of ₹4400 crores through banks which was subsequently raised to ~₹21000 crores for setting up of distilleries / expansion of existing distilleries which would also facilitate diversion of sugar into production of Ethanol through B-heavy /Cane juice route.
- Reduced GST on Ethanol from 18% to 5%.
- Announced production subsidy @ ₹13.88 per quintal to off-set the cost of sugarcane.

- Notified the scheme for extending soft loans to the extent of ₹10,540 crores to sugar mills with a view to facilitate payment of cane dues of the farmers for the current sugar season.

Measures announced by State Government of Uttar Pradesh were:

- Announced the subsidy of ₹4.50 per quintal of sugarcane for sugar season 2017-18 to off-set the cost of sugarcane.
- Announced a Scheme of Soft Loan for the mills for a tenure of 5 years at @5% p.a. interest to help millers make payment of sugarcane dues for the sugar season 2017-18.

In spite of plethora of steps taken by both the Governments, the sugar industry has still not fully come out of the woods in view of very high inventory and as such more proactive measures needs to be taken in order to safeguard the interest of the various stakeholders.

- Central Government needs to announce ~5-7 million tonnes of mandatory export quota for raw and white sugar by August-September 2019 so that mills can start producing from October 2019 assisted by the production subsidy.
- Cane pricing policy needs to be scientifically restructured that takes into account a long-term perspective.
- Increase in Ethanol prices / Minimum Selling Price of sugar.
- Announce buffer stock of 4 to 5 million tonnes of sugar for 1-2 years, cost of which to be reimbursed by Central Government.
- State Governments need to provide subsidies with respect to cane price arrears
- Staggered cane price payment structure needs to be provided to farmers.
- An aggressive export policy needs to be framed and implemented with India's neighbouring countries under preferential arrangements.

These steps need to be undertaken on top priority basis as the crisis is grave in nature with the need to reduce sugar inventory as quickly as possible.

The global sugar environment has been slightly on the positive side with respect to demand supply situation. Global surplus estimates on a y-o-y basis, has come down from 2.2 million tonnes to a deficit of 2.0 million tonnes, due to decline in sugar production from Brazil and EU. It is also expected that 2019-20 production and consumption trend may not see any major change as against 2018-19 scenario. Sugar production in Brazil is expected ~29.5 million tonnes in 2018-19, on account of climatic conditions and higher switch to Ethanol. Experts feel that Brazil will cut down its sugar output in the next season following the global glut and depressed prices. This may result in Brazil concentrating more on ethanol owing to the better

price parity on offer. Production in Thailand is expected to be ~13.5 million tonnes with exports estimated at ~11 million tonnes. EU is expected to produce ~17.2 million tonnes with expectation of ~2.4 million tonnes of export. China's production in 2018-19 is estimated ~10.5 million tonnes. With an increase in the customs duty on sugar imports, China's import dropped considerably. The key unknown factor currently could be the expected monsoon in India and Thailand which could impact the international prices of sugar. Raw sugar prices were range bound between 11-12 cents per pound owing to the demand-supply mismatch and export announcement made by India. Apart from this fundamental factor or else any unforeseen Oil price surge/geopolitical events, we do foresee global surplus disruption possibility and expect in a normal scenario that the price action may remain range bound within 12 to 13 cents level in near to intermediate time frame.

BCML's performance during 2018-19

Revenues earned from operations during the year stood at ₹4,27,623.06 lac for the year ended 31st March, 2019 as compared to ₹4,40,072.06 lac for the previous year. Revenues were lower mainly on account of lower sugar realisations which stood at ₹29.55 per kilogram as compared to ₹35.56 per kilogram in previous year. Sugar recovery increased to 11.58% during the financial year compared to 10.86% in the previous year. The allied segments i.e. distillery and cogeneration delivered healthy performances. The Company earned a total comprehensive income of ₹56,549.98 lac during the year ended 31st March 2019 compared to ₹21,656.67 lac in the previous year.

Segment-wise performance and outlook

Sugar

During the financial year ended 31st March 2019, sugarcane crushing stood at 1103.62 lac quintals as compared to 927.83 lac quintals in the previous year, an increase of 18.9% over previous year. This was on account of higher sugarcane crushing during April and May 2018 as compared to last year. Sugar recovery increased to 11.58% as compared to 10.86% achieved during the previous year, owing to a higher proportion of early variety sugarcane and favourable weather conditions. The Company continued to work closely with farmers and emphasised more on cane development activities to increase the sowing of early cane varieties which enabled the Company to achieve higher recovery rates. The Company is advising farmers to use the correct agro-inputs so as to increase farm yields and support clean cane quality. Decisive steps were also taken to educate cane growers on modern agricultural practices.

During the year, the Company sold 115.30 lac quintals of sugar [including despatch of 16.67 lac quintals for fulfilling the obligation under the Minimum Indicative Export Quota (MIEQ)] at an average

realisation of ₹29.55 per kilogram compared to 102.95 lac quintals at an average realisation of ₹35.56 per kilogram in the previous year. Average realization of free sale of sugar (i.e. excluding quantity despatched under MIEQ) for the financial year ended 31st March 2019 stood at ₹30.96 per kilogram.

Sugar inventory as on 31st March 2019 stood at 72.37 lac quintals valued at ~ ₹29.44 per quintal as compared to 59.98 lac quintals valued at ~ ₹25.87 per quintal in the previous year.

Distillery

The Company's distillery segment performed very well. The Company produced 1065.67 lac bulk litres of alcohol during the year ended 31st March, 2019 compared to 810.03 lac bulk litres during the previous year, an increase of 31.56% over the previous year. The Company was able to run its plants for a higher number of days to produce more alcohol as a result of zero liquid discharge status at all the three distillery units of the Company. Going forward, the production of alcohol is expected to increase further owing to proposed addition of 160 KLPD distillery at Gularia Unit as well as the Company's intention to produce Ethanol through B-heavy molasses route for which the Central Government has fixed the higher supply price of ₹52.43 per litre as against the price of ₹43.46 per litre for Ethanol made out of C-heavy molasses. The capacity addition at Gularia is expected to come in operation by 31st December 2019. Sales during the year stood at 1108.98 lac bulk litres compared to 806.59 lac bulk litres during the previous year. Ethanol sales constituted 97.2% of the total segmental volume during the year. The average realisation of Ethanol stood at ₹41.68 per bulk litre as compared to ₹39.46 per bulk litre in the previous year. Blended realization for the total alcohol sales stood at ₹41.29 per bulk litre as compared to ₹39.15 per bulk litre in the previous year. Ethanol blending has been increasing on PAN India basis. For the current supply period December 2018 to November 2019 blending is expected to be ~7.5% as compared to ~4% in previous year.

Cogeneration

The performance of the cogeneration segment remained stable during the year. Total power generated during the year stood at 10,497.13 lac units compared to 8,740.91 lac units in the previous year, an increase of 20.1% as a result of higher availability of bagasse. Power exported to the Uttar Pradesh Power Corporation Limited stood at 6,637.72 lac units as against 5,679.85 lac units in the previous year, an increase of 16.9%. The average realisation per unit stood at ₹4.94 as compared to ₹4.81 in previous year. Sales from renewable energy certificates (REC) during the year stood at ₹300.79 lac, due to lower stock of REC available for sale, as compared to ₹3,927.04 lac in previous year. As of 31st March 2019, the Company did not hold any renewable energy certificates. Uttar Pradesh Electricity Regulatory Commission (UPERC) has come out with the draft guidelines for the

fixation/revision of the power tariff. As per the said guidelines the power tariff is proposed to be lower. Industry is in dialogue with the State Government and UPERC for fixation of reasonable power tariff.

Others

The Company also manufactures Granular Potash Fertilizer, Bio-Zyme, Bio-Pesticides for the healthy and salubrious growth of sugarcane and also provide soil health cards to the farmers by analysing the soil samples of the farmers. It produces mainly three products namely Granular Potash, Jaiv-Shakti and Paudh-Shakti. These products provide plants to sustain under the draught conditions, increases metabolism and root development. The Company sells these products to our farmers at subsidised rates and to the Indian fertilizer giant, IFFCO. Due to very heavy demand of the product the Company has increased the production capacity by putting another factory at Mankapur Unit. The Company has sold approx. 15,000 MTs of Granular Potash in financial year 2018-19. Revenues during the year stood at ₹802.75 lacs as compared to ₹47.58 lacs in previous year.

A detailed analysis of the Company's operations, expectations and business environment has been provided in the Management Discussion and Analysis section, which forms a part of this Report.

Governmental policies related to the Sugar Industry

The salient features of the major policies relating to the sugar industry are mentioned hereunder:

- The Central Government increased the FRP for sugarcane for the 2018-19 sugar season to ₹275 per quintal (from ₹255 per quintal during last sugar season) (linked to a basic recovery of 10.00% (last year 9.50%).
- The Government of Uttar Pradesh maintained the SAP of sugarcane for the 2018-19 sugar season at ₹315 per quintal, for the normal variety of sugarcane. Additionally, a society cane commission of ₹5.50 per quintal of sugarcane was announced for the sugar season 2018-19 as compared to ₹4.50 per quintal of sugarcane during last sugar season.
- The Central Government for the first time announced the Minimum Selling Price (MSP) of sugar at ₹29 per kg in June 2018 which was raised to ₹31 per kg in February 2019. MSP is the ex-factory price below which no sugar mill can sale sugar in India.
- The Central Government increased the supply price of ethanol at ₹43.46 per litre, ₹52.43 per litre and ₹59.13 per litre for the supply period between December 2018 and November 2019 for Ethanol produced from C-heavy molasses, B-heavy molasses and Direct Cane Juice respectively.

Subsidiary and Associate Companies

No body corporate has become or ceased to be a subsidiary, joint venture or associate company during the year. Details of the Associate Companies of the Company are given in the Extract of the Annual Return in Form MGT-9.

Consolidated Financial Statements

In compliance with the provisions of the Companies Act, 2013 (as amended) (the "Act") and implementation requirements of the Indian Accounting Standards Rules on accounting and disclosure requirements, as applicable and as prescribed under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (the "Listing Regulations"), the Audited Consolidated Financial Statements form part of this Annual Report.

Pursuant to Section 129(3) of the Act, a statement in Form AOC-1 containing the salient features of the financial statements of the Company's Associate companies is also provided in this Annual Report.

The audited financial statements of the Company including the consolidated financial statements and related information of the Company are available on the website of the Company at www.chini.com. Since, the Company doesn't have any subsidiary, the requirement under Section 136 of the Act, about separate financial statements do not apply to it.

Share Capital

-Allotment

During the year 2018-19, the Company has allotted 10,000 equity shares against the applications received during the year 2017-18 under the Employee Stock Option Scheme.

-Buyback of Shares

During the year 2018-19, the Board of Directors of the Company completed the formalities pertaining to extinguishment of 66,00,000 Equity Shares bought back during the year 2017-18, pursuant to the buy-back of the equity shares of the Company approved at the meeting of the Board held on 21st February, 2018.

Consequently, as on 31st March, 2019 the paid-up share capital of the Company stood at ₹22,84,38,327 consisting of 22,84,38,327 equity shares of ₹1 each.

Further, the Board of Directors of the Company at their meeting held on 5th April, 2019 approved buy-back of 84,38,327 Equity Shares of the Company, through the "Tender Offer" route using the Stock Exchange Mechanism, for an aggregate amount of upto ₹14767.07

Lacs (being 9.82% of the total paid-up equity share capital and free reserves of the Company as on 31st March, 2018), at a price of ₹175/- per Equity Share on a proportionate basis in accordance with the provisions contained in the Act, rules made thereunder, the SEBI (Buy-Back of Securities) Regulations, 2018 and other applicable circulars, clarifications and notifications. The Buyback is under process as on the date of this Report.

Employee Stock Option Scheme

The applicable disclosures as required under the SEBI Guidelines and the details of stock options as at 31st March, 2019 under the Employee Stock Option Scheme, 2005 are set out in the attached Annexure - II and forming part of this Report.

Credit Rating

Details of Credit Ratings assigned to the Company are given in the Corporate Governance Report.

Directors

Pursuant to the provisions of Section 152(6) of the Act, the members of the Company at the 42nd Annual General Meeting (AGM) held on 31st August, 2018, re-appointed Shri Naresh Dayal who was liable to retire by rotation.

Further during the year, the Company has re-appointed certain independent directors for another term of 5 consecutive years. The details of the same are given in the Corporate Governance Report.

None of the Directors of the Company are disqualified as per the applicable provisions of the Act.

Director retiring by rotation

Dr. A. K. Saxena retires from the Board by rotation and being eligible, offers himself for re-appointment. The Board of Directors recommends the said re-appointment. Resume and other information regarding aforementioned Director seeking re-appointment as required under Regulation 36 of the Listing Regulations has been given in the Notice convening the ensuing AGM.

Changes in Board Composition

Smt. Novel S Lavasa vide her letter dated 24th May, 2019 informed the Board about her decision to relinquish her position as an Independent Director of the Company, owing to her eye operation and limitations arising out of that. Accordingly, with effect from the close of business hours on 31st May, 2019, she shall cease to be an Independent Director of the Company. The Board places on record its deep appreciation for the contributions of Smt. Lavasa on key issues, in particular, on conducting business in a socially responsible manner. Smt. Lavasa has confirmed that there are no other reasons attributable/connected with the Company.

Other Information

Appointment of directors is made in accordance with the Policy on Selection & Remuneration of Directors, Key Managerial Personnel and other employees and on Board Diversity as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors.

Other details pertaining to the Directors, their appointment / cessation during the year under review and their remuneration are given in the Extract of Annual Return and the Corporate Governance Report annexed hereto and forming part of this Report.

Declaration by Independent Directors

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence prescribed both under the Act and Regulation 16 of the Listing Regulations.

Separate Meeting of Independent Directors

Details of the separate meeting of Independent Directors held in terms of Schedule IV of the Act and Regulation 25(3) of the Listing Regulations are given in the Corporate Governance Report.

Directors' Responsibility Statement

The Board of Directors acknowledge the responsibility for ensuring compliance with the provisions of Section 134(3)(c) read with Section 134(5) of the Act and Regulation 18 of the Listing Regulations in the preparation of the annual accounts for the year ended 31st March, 2019 and state that :

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- ii. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. The Directors have prepared the annual accounts on a going concern basis;

- v. The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- vi. There is a proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Particulars of Employees

The particulars of employees, as required under Section 197(12) of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended), are given in a separate annexure attached hereto as Annexure – III and forms part of this Report. During the year under review, no complaint / case was filed or was pending for redressal pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The particulars relating to the conservation of energy, technology absorption and foreign exchange earnings and outgo as required under Section 134(3)(m) of the Act are given in Annexure - IV attached hereto and forming part of this Report.

Deposits

The Company has not accepted any deposit from the public and consequently, there are no outstanding deposits in terms of the Companies (Acceptance of Deposits) Rules, 2014.

Key Managerial Personnel

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company are Shri Vivek Saraogi, Managing Director, Shri Pramod Patwari, Chief Financial Officer and Shri Nitin Bagaria, Company Secretary. During the year, there has been no change in the Key Managerial Personnel of the Company.

Details pertaining to their remuneration have been provided in the Extract of Annual Return annexed hereto and forming part of this Report.

Board Meetings

The Board met 4 (four) times during the financial year under review, the details of which are given in the Corporate Governance Report attached to this Report.

Committees of the Board

Pursuant to various requirements under the Act and the Listing Regulations, the Board of Directors has constituted various committees such as Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee, Executive Committee and Share Transfer Committee. The details of composition, terms of reference, etc., pertaining to these committees are mentioned in the Corporate Governance Report.

Compliance of Secretarial Standards

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

Audit Committee

All recommendations made by the Audit Committee during the year were accepted by the Board.

Whistleblower Policy

The Company has in place a Whistleblower Policy to deal with unethical behavior, victimisation, fraud and other grievances or concerns, if any. The aforementioned whistleblower policy is available on the Company's website at the following web-link:

http://chini.com/wp-content/uploads/2018/03/Vigil_Mechanism_Policy.pdf

Policy on Selection and Remuneration of Directors

The Policy on Selection & Remuneration of Directors, Key Managerial Personnel and other employees and on Board Diversity is annexed as Annexure - V.

Board Evaluation

Pursuant to the provisions of the Act and Regulation 17 of the Listing Regulations, the Board has carried out the evaluation of its own performance and that of its Committees as well as evaluation of performance of the individual directors. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report attached to this Report.

Corporate Social Responsibility

During the year under review, the Company achieved setting up of its Skilling Centre (Nipun) in Noida, Uttar Pradesh pursuant to the tripartite Memorandum of Understanding (MoU) with the National Skill Development Fund (NSDF) and National Skill Development Corporation (NSDC) for skilling of 1000 women over a period of 24 months to empower women from various rural and urban areas of Uttar Pradesh. This programme will offer economic security and

stability to women by facilitating employment related training. The NSDC Training Partner has also completed training of the first batch of trainees under the said initiative.

The Company in association with Agastya International Foundation has floated two mobile science vans in the areas of Lakhimpur Kheri & Ghonda, Uttar Pradesh. During the year under review, the said vans made visits to a total of 268 schools in the said areas and provided exposure to more than 20,000 students in aggregate. Apart from this, a total of 8 Science Fairs were organized in the said areas providing exposure to more than 3,200 students. The detailed report of the said initiative is available on the Company's website at the following web-link:

<http://chini.com/corporate-social-responsibility/>

In order to align the CSR Policy with the current CSR Philosophy and CSR activities of the Company, based on the recommendation of the CSR Committee, the Board of Directors at their meeting held on 8th February, 2018 have revised the CSR Policy and the same was made applicable from 1st April, 2018. The said Policy is available on the website of the Company at the following web-link:

http://chini.com/wp-content/uploads/2019/05/CSR_Policy_16052019.pdf

The Annual Report on CSR activities and the Revised CSR Policy are appended as Annexure - VI.

Inter-corporate Loans and Investments

Details of loans, guarantees and investments covered under the provisions of Section 186 of the Act are given in the notes to the financial statements forming part of this Annual Report.

Related Party Transactions

There have been no materially-significant related party transactions made by the Company with the Promoters, the Directors or the Key Managerial Personnel which may be in conflict with the interests of the Company at large. The Policy on Related Party Transactions as approved by the Board can be accessed on the Company's website at following web-link:

http://chini.com/wp-content/uploads/2018/03/Policy_on_materiality_of_Related_Party_Transactions.pdf

The details of the related party transactions are set out in the notes to the financial statements.

No person or entity belonging to the Promoter and Promoter Group of the Company holds 20% or more Share Capital in the Company.

Risk Management Policy

The policy on risk assessment and minimisation procedures as laid down by the Board are periodically reviewed by the Audit Committee and the Board. The policy facilitates in identification of risks at appropriate time and ensures necessary steps to be taken to mitigate the risks. Brief details of risks and concerns are given in the Management Discussion and Analysis Report.

Extract of Annual Return

Extract of Annual Return in Form MGT- 9 is annexed to this Report as Annexure – VII. The said Annexure also contains the list of Associates of the Company as on 31st March, 2019.

Material Changes and Commitments

Except those disclosed in this Annual Report, there are no material changes and commitments affecting the financial position of the Company between the end of the financial year i.e. 31st March, 2019 and the date of this Report.

Significant and Material Orders

There are no significant/ material orders passed by the Regulators / Courts / Tribunals which would impact the going concern status of the Company and its future operations.

Internal Financial Controls

The Company has in place adequate internal financial controls with reference to the financial statements. During the year, such controls were reviewed and no reportable material weakness was observed.

Corporate Governance

In terms of the provisions of Regulation 34(3) of the Listing Regulations, the Management Discussion and Analysis, the Corporate Governance Report and the Certificate on the compliance of conditions of Corporate Governance form part of the Annual Report and are given separately as Annexure - VIII.

Business Responsibility Report

Regulation 34(2) of the Listing Regulations, inter alia, provides that the annual reports of the top 500 listed entities based on market capitalisation (calculated as on March 31st of every financial year), shall include a Business Responsibility Report (BRR). As on 31st March, 2018, the Company was not amongst the top 500 listed entities based on market capitalization. Prior to that the requirement of BRR was applicable to the Company for the years 2016-17 and 2017-18. However, in order to maintain continuity, the Company has presented, on a voluntary basis, its Third Business Responsibility Report for the financial year 2018-19 as Annexure - IX to this Report.

Auditors

Statutory Auditors and their Audit Report

Pursuant to the applicable provisions of the Act, the members of the Company at their AGM held on 30th August, 2017, appointed M/s. Lodha & Co., Chartered Accountants (Firm Registration No. 301051E), as the Statutory Auditors of the Company to hold office from the conclusion of the 41st AGM until the conclusion of the 46th AGM.

The reports given by the Auditors, M/s. Lodha & Co., Chartered Accountants on the standalone and consolidated financial statements of the Company for the year ended 31st March, 2019 form part of this Annual Report and there is no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Reports.

The Auditors of the Company have not reported any fraud in terms of the second proviso to Section 143(12) of the Act.

Secretarial Auditors and their Audit Report

Pursuant to the provisions of Section 204 of the Act, the Company has appointed M/s. MKB & Associates, Company Secretaries, to undertake the secretarial audit of the Company for the financial year 2018-19. The Secretarial Audit Report for the financial year 2018-19 is attached as Annexure - X and forms part of this Report. The contents of the said Audit Report are self-explanatory and do not call for any further comments by the Board. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Cost Auditors and their Audit Report

The Cost Auditors (M/s. N. Radhakrishnan & Co., Cost Accountants) appointed by the Board have submitted the Cost Audit Report within the time limit prescribed under the Act and Rules made thereunder.

During the year under review, pursuant to Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 (as amended), the Board appointed M/s. N. Radhakrishnan & Co., Cost Accountants, to conduct cost audit of the Company relating to sugar (including industrial alcohol) and electricity for the financial year ended 31st March, 2019.

On the date of this Report, your Directors have, on the recommendation of the Audit Committee, appointed M/s. N. Radhakrishnan & Co., Cost Accountants, as the Cost Auditors of the Company for the financial year 2019-20. As required under the Act, a resolution seeking ratification of the remuneration payable to the Cost Auditors forms part of the Notice convening the ensuing AGM.

Annexures forming part of this Report

The Annexures referred to in this Report and other information which are required to be disclosed are annexed herewith and form part of this Report :

Annexure	Particulars
I	Dividend Distribution Policy
II	Details of Employee Stock Option Scheme
III	Particulars of Employees
IV	Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo
V	Policy on Selection & Remuneration of Directors, Key Managerial Personnel and other employees and on Board Diversity
VI	Annual Report on CSR activities and CSR Policy
VII	Extract of the Annual Return as per Form MGT-9

Annexure	Particulars
VIII	Corporate Governance Report and Management Discussion & Analysis
IX	Business Responsibility Report
X	Secretarial Audit Report

Appreciation

Your Directors take this opportunity to thank all the stakeholders including the Central Government, the Government of Uttar Pradesh, shareholders, farmers, customers, dealers, State Bank of India, HDFC Bank, ICICI Bank Limited, Kotak Mahindra Bank, other banks and financial institutions and all other business associates & vendors for their excellent support. Your Directors also wish to place on record their deep appreciation for the committed services by your Company's employees.

For and on behalf of the Board of Directors

Place: Kolkata
Date: 25th May, 2019

sd/-

Dr. Arvind Krishna Saxena
Whole-time Director
DIN – 00846939

sd/-

Vivek Saraogi
Managing Director
DIN – 00221419

Annexure I to the Board's Report

DIVIDEND DISTRIBUTION POLICY

1. Background

Securities and Exchange Board of India (SEBI) has notified the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2016 which came into force w.e.f. July 8, 2016. Pursuant to Regulation 43A of the said Regulations, top 500 listed entities based on market capitalization (calculated as on March 31 of every financial year) should have a Dividend Distribution Policy.

Therefore, the Board of Directors of Balrampur Chini Mills Limited has adopted this Dividend Distribution Policy of the Company as per the aforesaid requirement.

2. Effective Date

This Policy becomes effective from the date of its adoption by the Board i.e. Saturday, 11th February, 2017.

3. Definitions & Interpretations

Unless repugnant to the context:

- (a) 'Act' shall mean the Companies Act, 2013 as amended from time to time and shall include Rules, Regulations and Secretarial Standards made thereunder or pursuant thereto.
- (b) 'Board' shall mean the Board of Directors of the Company, as constituted from time to time.
- (c) 'Company' shall mean 'Balrampur Chini Mills Limited'.
- (d) 'Policy' shall mean this Dividend Distribution Policy as per the SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations, 2016.
- (e) 'Listing Regulations' shall mean SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended).

All words and expressions used but not defined in this Policy, but defined in the Act or the Listing Regulations shall have the same meaning as respectively assigned to them in such Act or Regulations, as the case may be.

Words importing the singular number shall include the plural number and words importing the masculine gender shall, where the context admits, include the feminine and neuter gender.

4. Objective

The Company shall strive to drive growth and thereby maximise shareholders' value. The object of this Policy is to strike a balance between dividend payout and the need to retain earnings for future growth. This Policy broadly specifies the external and internal factors that shall be considered while declaring dividend.

5. General policy of the Company as regards Dividend

The general considerations of the Company for taking decisions with regard to dividend payout or retention of profits shall be as following:

- (a) Subject to the other considerations as provided in the Policy, the Board shall determine the dividend payout in a particular year after taking into consideration the operating and financial performance of the Company, the advice of executive management and other relevant factors.
- (b) The Board may also, where appropriate, aim at distributing dividends in form of fully or partly paid shares or other securities, subject to applicable law.

6. Parameters

The Board shall consider the following parameters:

- (a) Circumstances under which the shareholders of the Company may or may not expect dividend:

Shareholders may expect Dividend when the Company is having adequate surplus funds after providing all expenses, depreciation, etc., and complying all other statutory requirements of the Act.

Shareholders may not expect Dividend:

- (i) When the Sugar Industry Scenario is uncertain, even if the Company has earned profits in the year.
- (ii) When there are regulatory restrictions.
- (iii) Whenever it is proposed to utilise the surplus cash for buy back of securities.
- (b) Financial parameters/Internal factors:

In addition to the aforesaid parameters, the decision of dividend payout or retention of profits shall also be based on the following:-

- (i) Operating Cash Flows.
- (ii) Long term strategic plans.
- (iii) Debt repayment schedules and contractual constraints such as dividend restrictions in debt contracts and the current degree of financial leverage.
- (iv) Such other criteria as deemed fit by the Board.

(c) External factors:

The various legal rules and constraints such as paying dividends that would impair capital and policy decisions that may be formulated by the Government or in case of uncertain or recessionary economic and business conditions, the Company will endeavour to retain larger part of profits to build up reserves to absorb future shocks.

(d) Policy to utilise retained earnings with regard to dividend:

The Company may declare dividend out of the profits of the Company for the year or out of the profits for any previous year(s) or out of free reserves, in accordance with the provisions

of the Act, after due regard to the parameters laid down in this Policy.

(e) Parameters adopted with regard to various classes of shares:

The factors and parameters for declaration of dividend to different class of shares of the Company shall be same as covered above. Additionally, the following shall be considered:

- (i) The dividend will be paid to the equity shareholders based on the terms of the issue.
- (ii) The dividend shall be paid out of Company's distributable profits and / or profits of earlier year(s) (subject to applicable law), and shall be allocated among shareholders on a pro-rata basis according to the number of each type and class of shares held.

7. Review

The Board may review and amend the Policy, from time to time, as it may deem it and / or to give effect to any amendment in any applicable law.

Annexure II to the Board's Report

Disclosures as required under Regulation 14 of the SEBI (Share Based Employee Benefits) Regulations, 2014, with respect to Employees Stock Option Scheme, 2005 of the Company, as on 31st March, 2019

A. Relevant disclosures in terms of the 'Guidance note on accounting for employee share-based payments' issued by ICAI or any other relevant accounting standards as prescribed from time to time

The same has been disclosed in the Notes to the Audited Financial Statements forming part of this Annual Report.

B. Diluted EPS on issue of shares pursuant to the issue of shares on exercise of options calculated in accordance with Accounting Standard [AS] 'Earnings Per Share'

Diluted EPS for the year ended 31st March, 2019 calculated in accordance with Ind-AS 33 (Earnings Per Share) – ₹24.98

C. Details relating to Employees Stock Option Scheme, 2005 (ESOS)

(i) Description including terms and conditions of ESOS

(a) Date of Shareholders' approval: 08.09.2005 (approval for granting of options) and 25.05.2009 (approval for re-pricing of Options);

(b) Total number of options approved under ESOS:

Year	2005	2006	2007	2008	2009
No. of options granted	6,22,500	8,83,000	9,95,500	12,80,000	14,64,500
Date of grant	31.10.2005	27.11.2006	27.11.2007	25.11.2008	28.05.2009

Details of lapse of options remaining unexercised:

Year	2014-15	2015-16	2016-17	2017-18	2018-19
No. of options remaining unexercised	12,000	18,500	27,000	15,000	25,500
Date of end of exercise period	31.10.2014	26.11.2015	26.11.2016	24.11.2017	27.05.2018

(c) Vesting requirements: The options vested on completion of one year from the date of grant of options.

(d) Exercise price or pricing formula:

Date of grant	31.10.2005	27.11.2006	27.11.2007	25.11.2008	28.05.2009
Exercise price per share [^] (Each option is equivalent to one equity share having face value of ₹1 each of the Company)	₹45 (revised from ₹74.60)	₹45 (revised from ₹104.10)	₹45 (revised from ₹72.20)	₹45 (revised from ₹74.20)	₹45

The exercise price of the options is determined by the Remuneration Committee on the date the option is granted. It is based on the average daily closing market price of the equity shares of the Company during the preceding 26 weeks, prior to the date of grant [on the stock exchange it is traded most].

[^]The shareholders of the Company at their Extra-Ordinary General Meeting held on 25th May, 2009 have accorded approval to re-price the exercise price of the options granted in the years 2005, 2006, 2007 & 2008, which have not been exercised and also the exercise price in respect of options to be granted for the year 2009 at 20% discount to the average daily closing market price of the Company's shares, on the stock exchange it is traded most, during the preceding 26 weeks prior to the date of the meeting held to re-price the exercise price of the unexercised options and options granted for the year 2009. Accordingly, the Remuneration Committee on 28th May 2009 has re-priced the exercise price of the unexercised options for the years 2005, 2006, 2007 & 2008 and granted stock options for the year 2009 at an exercise price of ₹45 per equity share.

(e) Maximum term of options granted: The eligible employees can exercise their options within a period of 96 months from the date of vesting of options;

(f) Source of shares (primary, secondary or combination): Primary;

(g) Variation in terms of options: Detailed in para C(i)(d) above.

(ii) Method used to account for ESOS - Intrinsic or fair value: Intrinsic value;

(iii) Options movement during the year

Particulars	Details
Number of options outstanding at the beginning of the period	25,500
Number of options granted during the year	Nil
Number of options forfeited / lapsed during the year	25,500
Number of options vested during the year	Nil
Number of options exercised during the year	Nil
Number of shares arising as a result of exercise of options	Nil
Money realized by exercise of options (INR), if scheme is implemented directly by the company	Not applicable
Loan repaid by the Trust during the year from exercise price received	Not applicable
Number of options outstanding at the end of the year	Nil
Number of options exercisable at the end of the year	Nil

(iv) Details of options granted to

- Senior Managerial Personnel: Options have not been granted during the year ended 31st March, 2019.
- Any other employee who receives a grant in any one year of option amounting to 5% or more of option granted during that year – Nil.
- Identified employees who were granted option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant – Nil.

For and on behalf of the Board of Directors

sd/-

Dr. Arvind Krishna Saxena
Whole-time Director
DIN – 00846939

sd/-

Vivek Saraogi
Managing Director
DIN – 00221419

Place: Kolkata

Date: 25th May, 2019

Notes:

Other disclosures which are not applicable to the Company have not been separately commented upon.

Additional Disclosures pursuant to Regulations 13 and 14 of the SEBI (Share Based Employee Benefits) Regulations, 2014:

- Other disclosures including a certificate from M/s. Lodha & Co. Chartered Accountants, Statutory Auditors with respect to the implementation of the Company's ESOP Scheme have also been uploaded on Company's website at the following web-link: <http://chini.com/financials/> and would also be placed before the shareholders at the ensuing AGM.

Annexure III to the Board's Report

Statement of Disclosure of Remuneration under Section 197(12) of Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended)

I. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2018-19:

Name	Designation	Ratio
Shri Vivek Saraogi	Managing Director	268:1
Dr. A. K. Saxena	Whole-time Director	11:1

II. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer and Company Secretary in the financial year 2018-19:

Name	Designation	% increase in remuneration
Shri Vivek Saraogi	Managing Director	5.68
Dr. A. K. Saxena	Whole-time Director	4.56
Shri Pramod Patwari	Chief Financial Officer	18.32
Shri Nitin Bagaria	Company Secretary	6.75

III. The percentage increase in the median remuneration of employees in the financial year 2018-19:

The median remuneration of the employees increased by 11.02% in the financial year 2018-19.

IV. The number of permanent employees on the rolls of the Company:

There were 3850 number of permanent employees on the rolls of the Company as on 31st March, 2019.

V. 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:

Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year – 14.95%

Percentile increase in the managerial remuneration – 5.12%

Justification – Remuneration paid to the managerial personnel are as per recommendation of the Nomination & Remuneration Committee and as approved by the Board and the Shareholders of the Company. The increase in the salaries of the managerial personnel is less than the increase in the salaries of employees other than managerial personnel and therefore no justification is required.

VI. Affirmation that the remuneration is as per the remuneration policy of the Company:

It is hereby affirmed that the remuneration paid during the year 2018-19 is as per the Remuneration Policy of the Company.

Notes :

- The Non-Executive Directors of the Company are entitled for sitting fees and commission as per the statutory provisions and within the limits approved by the shareholders. The details of remuneration of Non-Executive Directors are provided in the Report on Corporate Governance and is governed by the Policy on Selection & Remuneration of Directors, Key Managerial Personnel and other employees and on Board Diversity of the Company, as provided in the Annual Report. In view of this, the calculation of the ratio of remuneration and percentage increase in remuneration of Non-Executive Directors would not be meaningful and hence not provided.
- Permanent employees on the rolls of the Company does not include Badli Workers, Seasonal, Retainers, Advisors, Trainees / Apprentice, etc.

Statement of Particulars of Employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended)

Name	Designation, Nature of duties	Remuneration (₹)	Qualification and experience (years)	Age (years)	Date of commencement of employment	Last employer, designation
Employed throughout the financial year 2018-19						
Shri Vivek Saraogi	Managing Director	64529908	B.Com (Hons.), (31)	53	03.07.1987	None
Shri Naresh Kumar Khetan	Executive President & Group Commercial Advisor	8562192	B.Com (Hons.) & FCA (35)	60	01.06.1989	Partner in M/s. M. Kumar Jain & Co., Chartered Accountants
Shri Pramod Patwari	Chief Financial Officer	8332009	B.Com (H), FCA, FCS (24)	49	01.06.2007	Zenith Exports Limited, Finance Controller & Company Secretary
Shri Rohit Bothra	President (Taxation & Strategy)	8324521	B.Com (H), CA, GRAD. CWA (25)	46	16.01.2014	Ernst & Young LLP, Sr. Manager
Shri Nirmal Kumar Agarwal	Executive President, Unit Head	7700017	Diploma in Mech. Engineering (38)	61	08.06.2006	Bajaj Hindusthan, Barkhera Unit, Vice President (Unit Head)
Shri Ajay Kumar Dubey	Chief General Manager, Unit Head	7177197	B.Sc, LLB, LLM (32)	56	27.05.2014	Kesar Enterprises Limited – Baheri, Bareilly, U.P., Vice President
Shri Madhukar Mishra	Chief General Manager, Unit Head	6758242	M.Com, I.C.W.A. (32)	56	01.09.2005	K.M. Sugar Mills Ltd., Motinagar, Faizabad. Dy.G.M. (Finance & Accounts)
Shri Vinay Khanna	Sr. General Manager (Business Planning)	6541112	B.Com (H), CA – Inter (19)	42	11.11.1999	None
Shri Manish Purohit	Sr. General Manager (Management Audit)	6525798	C.A., CIA, DISA, Certification in IFRS (22)	44	02.05.2003	Emami Limited, Audit Manager
Shri Praveen Gupta	Chief General Manager, Unit Head	6433483	B.E. (MECH), P.G.D.M. (I.I.M. Calcutta) (37)	60	09.10.2008	M/s Upper Ganges Sugar & Inds., Seohara (U.P.), Jt. Executive President
Employed for part of the financial year 2018-19						
Shri Krishana Pal Singh	Group Head (Operations)	16855548 (includes gratuity settlement)	Diploma in Mech. Engineering (40)	62	16.09.2002	Ghaghara Sugar Ltd., D.G.M. (Engg.)

Notes:

1. Remuneration includes salary, company's contributions to provident fund, bonus, allowances and monetary value of perquisites. However, provision for gratuity during the year have been excluded.
2. Except the appointment of directors, all appointments are non-contractual and terminable by notice on either side.
3. No employee is a relative of any director of the Company.
4. None of the employees are covered under Rule 5(2)(ii) and (iii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended).

For and on behalf of the Board of Directors

Place: Kolkata

Date: 25th May, 2019

sd/-

Dr. Arvind Krishna Saxena

Whole-time Director

DIN – 00846939

sd/-

Vivek Saraogi

Managing Director

DIN – 00221419

Annexure IV to the Board's Report

Particulars of Energy Conservation, Technology Absorption and 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

The Company has taken various steps towards conservation of energy in its Units. Details of steps taken are listed below:

- Variable Frequency Drive (VFDs) is being added in the system in all the Units for reduction of electrical energy consumption.
- Installation of planetary gears in replacement of inefficient worm wheel type gears is also being done on regular basis in all the Units for saving of electrical energy.
- Inefficient steam Turbines for Mill Drive replaced by Efficient D.C. Drives / A.C. VFD drives for Mill drives in Babhnan and Balrampur Units for steam energy conservation and to enhance mill efficiency.
- Use of CFL & LED lights is being encouraged for reduction in power consumption.
- Installation of Auto Slip Resistance STR Panel at Balrampur and Babhnan unit for reduction of electrical losses.
- Gradual replacement of inefficient geared pumps with screw pumps / high flow pumps for electrical energy efficiency.

The impact of above measures are expected to reduce the consumption of fuel and power substantially and consequently the cost of production.

- (ii) The steps taken by the Company for utilising alternate sources of energy

The Company has installed three Incineration Power Plants in its Chemical Plants to use the waste water / spent wash water as fuel after concentration to generate electrical energy through waste. We have installed 6.76

MW at Babhnan Unit, 6.60 MW at Mankapur Unit and 7.5 MW at Balrampur Unit of total 20.86 MW for generation of green power through waste.

- (iii) The capital investment on energy conservation equipments during the year 2018-19 was ₹385.81Lacs.

(B) Technology absorption

- (i) The Company carried on following sugarcane development activities during the financial year 2018-19:

- Distribution of new improved varieties of seeds;
- Use of moist Hot Air, Hot Water and Sett Treatment Machine to eradicate seed borne inoculum of red rot, smut, GSD disease etc.;
- Distribution of quality agri inputs to improve the cane yield and recovery;
- Installation of soil testing laboratory including analysis of micronutrients and providing soil health card to growers for correct nutrient recommendation as per requirement of the soil;
- Popularizing ratoon management;
- Popularizing use of trash mulcher to mix the trash in soil for quick decomposition in soil, which will improve the soil health.
- Popularization of sugarcane planting at 4 feet distance for improving crop growth, yield and recovery.

- (ii) Due to above efforts, it is expected that higher yield of disease free cane will be available to the Company, resulting in higher returns to the Company and the cane growers. Multi cropping also helps farmers to get more returns.

- (iii) The Company has not imported any technology.

- (iv) Expenditure incurred on Research & Development: Nil.

(C) Foreign Exchange Earnings and outgo

Foreign Exchange Earnings and outgo	2018-19	2017-18
Foreign Exchange earned in terms of actual inflows	Nil	Nil
Foreign Exchange outgo in terms of actual outflows	₹9.94 Lacs	₹209.94 Lacs

For and on behalf of the Board of Directors

sd/-

Dr. Arvind Krishna Saxena

Whole-time Director

DIN – 00846939

sd/-

Vivek Saraogi

Managing Director

DIN – 00221419

Place: Kolkata

Date: 25th May, 2019

Annexure V to the Board's Report

Policy on Selection & Remuneration of Directors, Key Managerial Personnel and other employees and on Board Diversity

1. Preamble

Sub-section (3) of Section 178 of the Companies Act, 2013 states that the Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

Part – D of Schedule II to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 also mandates the Nomination and Remuneration Committee to formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees. It further requires the Nomination and Remuneration Committee to devise a policy on diversity of the Board of Directors of the listed entity.

This Policy on Selection & Remuneration of Directors, Key Managerial Personnel and other employees and on Board Diversity ("Policy") is designed to (i) attract, motivate and retain talented employees in the competitive market, (ii) motivate employees to excel in their performance, recognise their contribution, (iii) retain talent in the organisation, reward merit and protect organisational stability & flexibility and (iv) lay down the criteria for selection of directors in the Board and persons in the senior management to assist the Board of Directors in performing its duties. This Policy will also ensure constitution of the Board with optimum combination of Executive and Non-Executive Directors including Independent Directors who possess diverse experience and expertise in strategic management, governance and provide long term vision and direction to the Company.

However, the Board should act according to its obligations under the specific facts and circumstances it faces.

The Board of Directors ("the Board") of Balrampur Chini Mills Limited ("the Company") at their meeting held on August 11, 2016 have adapted this Policy and it shall be effective from September 1, 2016. This Policy supersedes the existing Remuneration Policy and Criteria for selection of Directors and persons in Senior Management.

This Policy applies to the Company's Directors, Key Managerial Personnel and other employees.

2. Objectives

This Policy is formulated with the following objectives:

- (i) To set the criteria for determining qualifications, positive attributes and independence of a director.
- (ii) To have a diverse Board, with people from diverse areas of expertise and experience.
- (iii) To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors and employees of the quality required to run the Company successfully.
- (iv) To ensure that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- (v) To ensure that the remuneration involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.
- (vi) To attract, recruit, motivate and retain desired talent.

However, exceptional occasions may arise where it is appropriate to act differently than set out in this Policy due to some extra-ordinary talent of any candidate and due to outstanding performance.

3. Definitions and Interpretations

"Act" shall mean the Companies Act, 2013 (as amended) along with the rules made thereunder.

"Committee" means "Nomination & Remuneration Committee" constituted by the Board of Directors of the Company.

"Key Managerial Personnel" or "KMP" means personnel as defined under the Companies Act, 2013.

"Listing Regulations" shall mean the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

"Senior Management", "Senior Management Personnel" or "Senior Executives" means employees of Company who are members of its core management team excluding directors comprising all members of management one level below the executive directors, including the functional heads. Unless expressly excluded, Senior Management includes KMP.

4. Policy for selection and appointment of the Board Members

Board Membership Criteria & Diversity

The Board of Directors should be composed of individuals who have demonstrated significant achievements in business, education, individual profession and/or public service. They should have requisite expertise, education and experience to make a significant contribution to the deliberations of the Board of Directors in light of the Company's business. In addition, the Board shall have at least one woman director.

The Committee may review the appropriate skills and characteristics of Board members in the context of the current structure of the Board. This assessment should include issues of diversity, age, business, qualifications, ethics & integrity, willingness to participate in Board matters and other criteria that the Committee and Board find to be relevant at that point of time. A variety and balance of skills, background and experience is desirable.

The composition of the Board shall meet the conditions prescribed under the Act and the Listing Regulations. Proposed appointees shall possess the Director Identification Number and meet the criteria as laid down in the Act and the Listing Regulations.

Attributes

The overall ability and experience of individual Board candidate should determine their suitability. The following attributes may be considered as desirable in any candidate for the Board:

- **Experience** - A Board candidate should have extensive experience in business, administration, profession, governance and/or public service. An ideal Board candidate may have had experience in more than one of these areas.
- **Education** - Ideally, it is desirable that a Board candidate should hold degree from a respected college or university. In some cases, it is further desirable for the candidate also to have earned a masters or acumen in governance & administration. However, these educational criteria are not meant to exclude an exceptional candidate who does not meet these educational criteria.
- **Personal** - A Board candidate should be of the highest moral and ethical character. The candidate should exhibit independence, objectivity and be capable of serving as a representative of the stakeholder.
- **Individual Characteristics** - A Board candidate should have the personal qualities to be able to make a substantial active contribution to the Board deliberations. These qualities include intelligence, self-assuredness, high ethical standard, inter-personal skills, independence, judgmental, courage, a

willingness to ask the difficult question, communication skills and commitment.

- **Availability** - A Board candidate must be willing to commit, as well as have, sufficient time available to discharge the duties of the Board membership. The candidate should not have any prohibited interlocking relationships.
- **Compatibility** - A Board candidate should be able to develop a good working relationship with other Board members and contribute to the Board's working relationship with the Senior Management of the Company.
- **Compliance** - A Candidate should meet the compliance requirements prescribed under the Act, the Listing Regulations and other Rules & Regulations or standards set out by the Company.

Predominance of Independent Directors

Independence promotes integrity, accountability and governance. The Board shall comprise of requisite number of independent directors as prescribed under the law.

Not less than requisite number of directors shall be independent directors who meet the criteria for independence as required under the Act, the Listing Regulations and other prescribed Rules & Regulations applicable to the Company. Besides, the Board will consider all relevant facts and circumstances in making a determination of independence.

Selection and Orientation of New Directors

The Committee shall identify candidates for the Board and recommend them for appointment by Board and subsequently for approval by the shareholders as prescribed under the law. The Board delegates the screening process to the Committee with direct input from the Chairman of the Board or the Managing Director or any other Committee as may deem appropriate. The Senior Management, working in conjunction with the Committee, shall develop an appropriate familiarisation program for new directors that include background briefings, meetings with the Senior Management and visits to Company facilities etc.

Assessing Performance of Board and Committees

The Committee shall evaluate performance of each director and report annually to the Board on the results of the assessment process. The performance evaluation of Independent directors shall be done by the entire Board of Directors. The Independent directors in their meeting shall review the performance of non-independent directors and the Board as a whole. While assessing the performance, the Board or the Committee shall take into account attendance of directors in the Board and Committee meetings, performance of the business, accomplishment of long-term strategic objectives

& their participation, role & functioning of various committees, compliance and other matter as they may think fit. The purpose of the assessment is to increase the effectiveness of the Board.

5. Selection and nomination of Senior Management including KMP

Criteria for selection of directors shall also apply for selection of executives in the Senior Management excepting those which are not applicable for KMP. Where appointment or performance of any KMP requires specific qualification or degree, the person should also possess the same. Keeping self-up-to-date for performing duties, on issues and emerging trends is an important part of responsibilities. KMP must take reasonable steps to remain current in professional development, corporate governance and discharging duties & responsibilities.

The KMP shall meet the conditions prescribed under the Act and other Rules & Regulations as may be applicable.

6. Compensation Structure

Principles of Remuneration

This Policy reflects the balance between the interests of the stakeholders of the Company as well as a balance between the Company's short-term and long-term strategy. As a result, the structure of the remuneration package for the Executive Directors and the Senior Management Personnel are designed to balance short-term operational performance with the medium and long-term objective of creating sustainable value within the Company. The Company strives for high performance in the field of sustainability and aims to maintain a good balance between economic gains, respect for people and concern for the environment in line with the values of the Company and business principles to ensure that highly skilled and qualified personnel can be attracted and retained. The Company aims for a total remuneration level that is comparable to levels provided by other companies that are similar to the Company in terms of size and complexity. The Company shall strive to be an equal opportunity employer.

The following elements shall be considered for payment of remuneration to Executive Directors, Senior Management Personnel and other employees :

Industry Average, Remuneration drawn by peers considering nature and volume of responsibilities, Qualification, Experience, Immediate previous position held in earlier organization & responsibilities occupied, responsibilities shouldered in the Company, contribution made within the organisation, any achievement, reward or recognition, behavioural patterns, work ethics, evaluation of performance etc.

Remuneration to Executive Directors & Non-Executive Directors

The Executive Directors shall be eligible for a monthly remuneration consisting of salary, perquisites and profit based annual commission (in case of Managing Director), as may be approved by the Board of Directors, based on the recommendations of the Committee, provided the same are in accordance with the statutory provisions of the Act, the rules made thereunder, for the time being in force and approved by the Shareholders and Central Government, wherever required.

The Non-Executive Directors (including Independent Directors) shall be entitled to receive sitting fees for attending each meeting of the Board of Directors and the committees thereof. The fees paid to the Non-Executive Directors for attending meetings shall be such as may be determined by the Board within the limits prescribed under the Act. Beside the sitting fees, they are also entitled to reimbursement of expenses for participation in meetings of the Board / Committee / Shareholders and payment of commission on net profits.

Any review of the remuneration to Executive Directors and Non-executive Directors shall be on the basis of performance evaluation of directors and as per recommendation of the Committee.

Payment of commission & sitting fees to Non-Executive Directors shall be subject to the provisions of the Act including prescribed rules & schedules thereunder and the Listing Regulations.

Remuneration to Senior Management and other employees

In order to attract and retain managerial expertise, the elements of the remuneration of the Senior Management are determined on the basis of the work they do and the value they create as well as of the conditions in other similar companies. Each element of the remuneration has been weighted in order to ensure a continuous positive development of the Company both in the short and long-term as well as of the employees to enhance productivity.

Remuneration of employees largely consists of base remuneration, perquisites, bonus, exgratia, etc. The components of the total remuneration vary for different cadres/grades are governed by industry pattern, qualification and experience of the employee, responsibilities handled by him, individual performance, among others. Employees/workers may be granted advance/loan with or without interest in case of genuine needs like- Medical, education, housing, marriage or for any other genuine purpose, subject to in conformity with the applicable laws and regulations as amended from time to time. The remuneration to employees/workers shall also comply with the applicable regulations and policies of the respective governments. As the factories of the Company are situated in the State of Uttar Pradesh, the remuneration to

employees/workers (other than Senior Management) shall also be in compliance with the policies of the U.P. Govt. including Wage Board.

However, the Company may give compensation in the form of reward or incentive to any employee for his outstanding or extraordinary performance, which is over and above the benchmark set for him during any year.

Annual appraisal of performance of Senior Executives and other employees shall be done by the respective reporting authority/ head of the department in association with HR Department. Based on such performance evaluation any increase in remuneration shall be considered.

Long Term Incentive-Employee Stock Option Scheme

The Company has in place a Employees Stock Option Scheme for the Non-Promoter Executive Director(s) and employees of the Company with the objective of aligning interests of the executive management and key employees with the long-term goals of the Company and its shareholders and also to attract and retain talent to align the interest of employees with those creating sustainable value for all stakeholders. The stock options plan is long term for eight years after vesting time of one year from the date of grant of options.

7. Supplementary Provisions

The Committee may review this Policy periodically and suggest revisions in this Policy to the Board to ensure this Policy serves its purpose and accurately reflects the sense of the Board and the Company.

Annexure VI to the Board's Report

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

<p>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:</p>	<p>In order to align the CSR Policy, the current CSR Philosophy and CSR Activities, the Board of Directors of the Company (at its meeting held on 8th February, 2018) based on the recommendations of the CSR Committee, revised the CSR Policy of the Company to be applicable from 1st April, 2018.</p> <p>Our vision for CSR is – “to contribute for bringing social and economic change to the underprivileged sections of the society in an equitable and sustainable manner and to contribute for the skill development as means of livelihood for the weaker sections of the society. In doing so, we believe that we are contributing to develop the quality of human life and making a better India.” CSR Activities will be carried on by the Company through :</p> <ul style="list-style-type: none"> - Balrampur Institute of Vocational Aid (“BIVA”), - Balrampur Foundation, - Other societies, trusts, hospitals, funds or organisations engaged in activities specified in Schedule VII of the Act, as may be approved by the CSR Committee of the Board in accordance with the provisions of the Act and the CSR Rules. <p>BIVA is a registered Public Charitable Trust and is recognized & affiliated by different Central and State Government agencies. It provides employment enhancing specialised vocational training at subsidised costs to the underprivileged for helping alleviate poverty and enhancing self-reliance.</p> <p>BIVA is powered by state-of-the-art training facilities and experienced faculty.</p> <p>The objectives of the Balrampur Foundation is to provide education, medical relief, promoting rural development projects and other charitable objects of general public utility for the upliftment of the economically disempowered sections of the society. It also promotes sports and social activities.</p> <p>CSR Activities may be carried on by the Company through other societies, trusts, hospitals, funds or organizations engaged in activities specified in Schedule VII of the Act, subject to approval by the CSR Committee of the Board in accordance with the provisions of the Act and the CSR Rules.</p> <p>For carrying the CSR Activities, the Company may collaborate with the Governments, the District Authorities, the village panchayats, NGOs and other like-minded stakeholders that can widen the Company's reach and help the Company to leverage upon the collective expertise, wisdom and experience that these partnerships bring to the CSR Activities. The Company may also collaborate with other companies to undertake CSR Activities.</p> <p>The Company shall focus on the following key areas for its CSR Activities:</p> <ol style="list-style-type: none"> 1. Education including skill development, special education and vocational training. 2. Healthcare. 3. Rural Development and Transformation. 4. Sanitation. 5. Preservation of Environment. <p>The revised CSR Policy of the Company has been disclosed on the website of the Company and is available at the following web-link:</p> <p>http://chini.com/wp-content/uploads/2018/03/CSR_Policy.pdf</p>
---	--

2.	The Composition of the CSR Committee:	<p>Your Company's CSR Committee comprises of the following members as on 31st March, 2019:</p> <ul style="list-style-type: none"> - Smt. Novel S Lavasa – Chairperson (Independent Director) - Shri Dinesh Kumar Mittal – Member (Independent Director) - Shri Vivek Saraogi – Member (Managing Director) - Shri Naresh Dayal – Member (Non - Independent Director)
3.	Average net profit of the Company for last three financial years:	₹38,608.22 lacs
4.	Prescribed CSR Expenditure (two percent of the amount as in item 3 above):	₹772.16 lacs
5.	Details of CSR spent during the financial year	
	a. Total amount to be spent for the Financial Year:	₹772.16 lacs
	b. Amount unspent, if any:	₹293.44 lacs
	c. Manner in which the amount spent during the financial year is detailed below:	The manner in which the amount is spent is detailed in Annexure A.
6.	In case the Company has failed to spend the two percent 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:	<p>As a responsible corporate citizen, the Company has been contributing for various societal activities, since many years, to benefit the socially and economically underprivileged sections of the society.</p> <p>Over the last five years, the Company has approached the mandatory requirement of CSR positively by building and scaling-up the existing CSR projects.</p> <p>During the year 2018-19, in line with the revised CSR Policy as approved by the Board of Directors at its meeting held on 8th February 2018, the Company has undertaken new CSR projects in the areas of education and eradication of poverty that are expected to deliver sustainable impact on the socially and economically underprivileged sections of the society.</p> <p>The unspent amount of CSR for the year 2018-19 was partly because of delay in execution of the skilling project of the Company under the Skill India campaign and also owing to the reason that some of the projects undertaken by the Company are multiyear in nature and therefore, further expenditure would be done in stages / ensuing years.</p> <p>For these reasons, despite the unvarying efforts, the Company could not entirely consume the allocated CSR Budget.</p> <p>The Company is committed to continually explore new opportunities which align to its CSR philosophy and create sustainable impact on socially and economically underprivileged sections of the society.</p>
7.	Affirmation by CSR Committee:	The CSR Committee affirms that the implementation and monitoring of the CSR Policy is in compliance with the CSR objective and Policy of the Company.

Annexure A

1	2	3	4	5	6	7	8
Sl. No.	CSR Project or activity identified	Sector in which the Project is covered	Projects or Programs (1) Local area or other (2) Specify the state and district where the project or programs was undertaken	Amount Outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: Direct expenditure on projects or programs	Cumulative Expenditure up to reporting period	Amount spent: Direct or through implementing agency
				₹	₹	₹	
1.	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water	Local areas - Kolkata (W.B.) & Uttar Pradesh	2,00,00,000	2,55,313	2,55,313	<ul style="list-style-type: none"> - Ramakrishna Mission - Balrampur Foundation - People United for Better Living
2.	Promoting health care including preventive health care	Eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation and making available safe drinking water	Local areas - Kolkata (W.B.) & Uttar Pradesh Other Area – Odisha	1,00,00,000	34,72,655	34,72,655	<ul style="list-style-type: none"> - Khajani Welfare Society - Balrampur Foundation - Anandalok Hospital - Shree Vishudhanand Hospital, etc.,
3.	Promoting education	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Local areas - Kolkata (W.B.) & Uttar Pradesh	2,00,00,000	1,19,37,260	1,19,37,260	<ul style="list-style-type: none"> - Natraj Yuva Sangh - Tree of Hope Foundation - South Kolkata Hamari Muskan - Balrampur Foundation - Agastya International Foundation, - Siksha Educational Trust, etc.,
4.	Special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled and livelihood enhancement projects	Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects	Local areas - Kolkata (W.B.) & Uttar Pradesh Other Area – Maharashtra	2,00,00,000	71,85,288	71,85,288	<ul style="list-style-type: none"> - Balrampur Institute of Vocational Aid - Khajani Welfare Society - Society for the Education of the Crippled - Balrampur Foundation

1	2	3	4	5	6	7	8
Sl. No.	CSR Project or activity identified	Sector in which the Project is covered	Projects or Programs (1) Local area or other (2) Specify the state and district where the project or programs was undertaken	Amount Outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: Direct expenditure on projects or programs	Cumulative Expenditure up to reporting period	Amount spent: Direct or through implementing agency
				₹	₹	₹	
5.	Setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups	Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups	Other Area – Maharashtra & Rajasthan	20,00,000	64,100	64,100	- People's Welfare Society - Blind Organisation of India, etc.,
6.	Training to promote rural sports, nationally recognised sports, paralympic sports and Olympic sports	Training to promote rural sports, nationally recognised sports, paralympic sports and Olympic Sports	Local areas – Kolkata (W.B.) & Uttar Pradesh	20,00,000	12,15,000	12,15,000	- Balrampur Foundation - Calcutta Social Project
7.	Animal Welfare	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water	Local areas - Kolkata (W.B.) & Uttar Pradesh	2,00,000	72,000	72,000	- People for the respect and care of animals - Balrampur Foundation
8.	Rural Development Projects	Rural development projects	Local area - Uttar Pradesh	27,00,000	2,43,040	2,43,040	- Balrampur Foundation
9.	Slum Area Development	Slum Area Development	-	-	-	-	-

1	2	3	4	5	6	7	8
Sl. No.	CSR Project or activity identified	Sector in which the Project is covered	Projects or Programs (1) Local area or other (2) Specify the state and district where the project or programs was undertaken	Amount Outlay (budget) project or programs wise	Amount spent on the projects or programs Sub-heads: Direct expenditure on projects or programs	Cumulative Expenditure up to reporting period	Amount spent: Direct or through implementing agency
				₹	₹	₹	
10.	Ensuring environmental sustainability, ecological balance, conservation of natural resources and maintaining quality of soil.	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga	Local area - Uttar Pradesh	-	35,94,205	35,94,205	- Balrampur Foundation
11.	Clean Ganga Fund for rejuvenation of river Ganga.	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga	Local area - Uttar Pradesh	-	5,00,000	5,00,000	- Clean Ganga Fund
12.	Contribution for the benefit of family of martyrs	Measures for the benefit of armed forces veterans, war widows and their dependents	Local area - Uttar Pradesh and Other area – Rest of India	-	5,00,000	5,00,000	- Bharat Ke Veer Fund
13.	Expenditure on administrative overheads	-	-	3,25,000	3,05,619.80	3,05,619.80	Direct
				7,72,25,000	2,93,44,480.80	2,93,44,480.80	

Place: Kolkata
Date: 25th May, 2019

sd/-
Vivek Saraogi
Managing Director
DIN - 00221419

sd/-
Novel S Lavasa
Chairperson - CSR Committee
DIN - 07071993

CORPORATE SOCIAL RESPONSIBILITY POLICY

INTRODUCTION

Corporate Social Responsibility ("CSR") is a kind of social responsibility integrated into a business model. CSR goes beyond compliance and engages in actions that further some social good, beyond the interests of the firm and those which are required by law. CSR aims to embrace the responsibilities for the business actions and encourage a positive impact through its activities on the environment, communities and in general on the society at large.

At Balrampur Chini Mills Limited (the "Company"), we are committed to economic, social, environmental and cultural growth of the underprivileged in an equitable and sustainable manner, primarily in the peripheral areas around our factories and corporate office. Over the years, the Company has worked for the enrichment of lives across these communities by promoting education, employment enhancement vocational skills, healthcare, sanitation, etc.

Our vision for CSR is – "to contribute for bringing social and economic change to the underprivileged sections of the society in an equitable and sustainable manner and to contribute for the skill development as means of livelihood for the weaker sections of the society. In doing so, we believe that we are contributing to develop the quality of human life and making a better India."

LEGAL REQUIREMENTS

Pursuant to Section 135 of the Companies Act, 2013 (as amended) (the "Act") read with Companies (Corporate Social Responsibility) Rules, 2014, (as amended) (the "CSR Rules") the Board of Directors of the Company is required to formulate a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken as specified in Schedule VII of the Act and the expenditure to be incurred thereon.

In line with the above, the Board of Directors of the Company (the "Board") has approved a Corporate Social Responsibility Policy at its meeting held on 12th May, 2014.

The Board at their meeting held on 8th February, 2018, based on the recommendations of the CSR Committee of the Board, have adopted this Policy, namely, BCML Corporate Social Responsibility Policy ("Policy") and it shall be effective from 1st April, 2018. This Policy shall supersede the existing Corporate Social Responsibility Policy.

CSR ACTIVITIES

CSR Activities, wherever used in this Policy, shall mean the CSR projects / programs undertaken by the Company, directly or through implementing agencies in terms of this Policy. CSR Activities do not include the activities undertaken in pursuance of normal course of business of the Company. The surplus, if any, arising out of the CSR projects or programs or activities, shall not form part of the business profit of the Company. The Board shall be the final internal authority as far as any interpretation of this Policy is concerned.

FOCUS AREAS

The Company shall focus on the following key areas for its CSR Activities:

1. Education including skill development, special education and vocational training.
2. Healthcare.
3. Rural Development and Transformation.
4. Sanitation.
5. Preservation of Environment.

LOCATION

The Company shall give preference to the areas around which it operates for its CSR Activities.


IMPLEMENTATION PROCESS

CSR Activities will be carried on by the Company through :

- (i) Balrampur Institute of Vocational Aid ("BIVA"),
- (ii) Balrampur Foundation,
- (iii) Other societies, trusts, hospitals, funds or organisations engaged in activities specified in Schedule VII of the Act, as may be approved by the CSR Committee of the Board in accordance with the provisions of the Act and the CSR Rules.

CSR ACTIVITIES THROUGH BIVA

BIVA is a registered Public Charitable Trust and is recognized & affiliated by different Central and State Government agencies. It provides employment enhancing specialised vocational training at subsidised costs to the underprivileged for helping alleviate poverty and enhancing self-reliance.



BIVA is powered by state-of-the-art training facilities and experienced faculty.

CSR ACTIVITIES THROUGH BALRAMPUR FOUNDATION

The objectives of the Balrampur Foundation is to provide education, medical relief, promoting rural development projects and other charitable objects of general public utility for the upliftment of the economically disempowered sections of the society. It also promotes sports and social activities.

CSR ACTIVITIES THROUGH OTHER IMPLEMENTING AGENCIES

CSR Activities may be carried on by the Company through other societies, trusts, hospitals, funds or organizations engaged in activities specified in Schedule VII of the Act, subject to approval by the CSR Committee of the Board in accordance with the provisions of the Act and the CSR Rules.

For carrying the CSR Activities, the Company may collaborate with the Governments, the District Authorities, the village panchayats, NGOs and other like-minded stakeholders that can widen the Company's reach and help the Company to leverage upon the collective expertise, wisdom and experience that these partnerships bring to the CSR Activities. The Company may also collaborate with other companies to undertake CSR Activities.

EXPENDITURE

As mandated under Section 135 of the Act read with the CSR Rules, expenditure on CSR Activities in any financial year shall not be less than 2% of the average net profits of the Company made during the three immediately preceding financial years. The Budget of the CSR Activities to be carried on by the Company shall be recommended by the CSR Committee of the Board. Requisite approval shall also be taken from the Board, if necessary.

If the Company fails to spend the allocated budget in a particular year, the reasons for not spending the amount shall be specified in the Board's Report.

MONITORING

CSR Committee of the Board shall monitor the implementation of CSR Activities.

INFORMATION DISSEMINATION

The Company's engagement in CSR Activities shall be disseminated on its website, Annual Reports and / or through the media. An Annual CSR Report will be included in the Board's Report forming part of the Annual Report.

REVIEW

The Board may review and amend the Policy, from time to time, as it may deem fit and / or to give effect to any amendment in any applicable law.

Annexure VII to the Board's Report

FORM MGT. 9**EXTRACT OF ANNUAL RETURN** as on the financial year ended on 31st March, 2019

[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	L15421WB1975PLC030118
ii)	Registration Date	14/07/1975
iii)	Name of the Company	BALRAMPUR CHINI MILLS LIMITED
iv)	Category / Sub-Category of the Company	Public Company / Limited by shares
v)	Address of the Registered office and contact details	FMC Fortuna, 2nd Floor, 234/3A, A.J.C. Bose Road, Kolkata – 700020. Phone: 033-22874749, Fax: 033-22873083, Email: bcml@bcml.in, Website: www.chini.com
vi)	Whether listed company: Yes / No	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Fintech Private Limited* Apeejay House Block "B", 3rd Floor, 15, Park Street, Kolkata – 700016 Karvy Fintech Private Limited* Karvy Selenium Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032. Tel. No. 040-67161500 Fax No. 040-23420814 Toll Free No. 18003454001 Email: einward.ris@karvy.com Website: www.karvyfintech.com

* Pursuant to an Order passed by the National Company Law Tribunal, Hyderabad Bench, the operations of Karvy Computershare Private Limited, Registrar and Transfer Agent of the Company have been transferred to Karvy Fintech Private Limited with effect from 17th November, 2018.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the Company:-

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the Company
1.	Sugar	10721	79.68
2.	Industrial Alcohol	1101	10.83

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Auxilo Finserve Private Limited LG-B-13 & 14, Lower Ground Floor, Art Guild House, Phoenix Market City, LBS Marg, Kurla West, Mumbai 400070	U65990MH2016PTC286516	Associate	50%	Section 2(6)
2.	Visual Percept Solar Projects Private Limited 813, Dalamal Tower, Free Press Journal Marg, Nariman Point, Mumbai 400021	U40106MH2010PTC206631	Associate	45%	Section 2(6)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April -2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	77559792	-	77559792	33.00	77559792	-	77559792	33.95	0.95
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	16064785	-	16064785	6.84	16064785	-	16064785	7.03	0.19
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	93624577	-	93624577	39.84	93624577	-	93624577	40.98	1.14
(2) Foreign									
a) NRI-Individuals	-	-	-	-	-	-	-	-	-
b) Other-Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FIs	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoters (A)= (A)(1)+ (A)(2)	93624577	-	93624577	39.84	93624577	-	93624577	40.98	1.14
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	11969254	862	11970116	5.09	10675176	862	10676038	4.67	(0.42)
b) Banks / FIs	720522	1881	722403	0.31	268554	1541	270095	0.12	(0.19)
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April -2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
f) Insurance Companies	6450525	-	6450525	2.75	1980525	-	1980525	0.87	(1.88)
g) FIIs	335469	100	335569	0.14	229479	100	229579	0.10	(0.04)
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Alternate Investment Fund	-	-	-	-	4830000	-	4830000	2.12	2.12
Sub-total B)(1):-	19475770	2843	19478613	8.29	17983734	2503	17986237	7.88	(0.41)
2. Non-Institutions									
a) Bodies Corporate									
i) Indian	10640177	22048	10662225	4.54	11144788	17436	11162224	4.89	0.35
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ₹1 lakh	39015989	1249489	40265478	17.13	34715866	897810	35613676	15.59	(1.54)
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	9084851	-	9084851	3.86	20702639	-	20702639	9.06	5.20
c) Others (specify)									
Non Resident Indians	1837059	4936	1841995	0.78	1287666	4780	1292446	0.57	(0.21)
Clearing Members	4797871	-	4797871	2.04	501896	-	501896	0.22	(1.82)
Trusts	77859	-	77859	0.03	122992	-	122992	0.05	0.02
Directors & their Relatives	16407	-	16407	0.01	16407	-	16407	0.01	0.00
Foreign Portfolio Investor (Corporate)	48106663	-	48106663	20.47	46809007	-	46809007	20.49	0.02
Unclaimed Shares Suspense Account – Regulation 39 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015	78538	-	78538	0.03	54587	-	54587	0.02	(0.01)
IEPF	394314	-	394314	0.17	551639	-	551639	0.24	0.07
Buyback (2018) Escrow Account	6598936	-	6598936	2.81	-	-	-	-	(2.81)
Sub-total (B)(2):-	120648664	1276473	121925137	51.87	115907487	920026	116827513	51.14	(0.73)
Total Public Shareholding (B)=(B)(1)+ (B)(2)	140124434	1279316	141403750	60.16	133891221	922529	134813750	59.02	(1.14)
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	233749011	1279316	235028327	100.00	227515798	922529	228438327	100.00	0.00

ii) Shareholding of Promoters:

Sl. No.	Name of the Shareholders	Shareholding at the beginning of the year [As on 01-April -2018]			Shareholding at the end of the year [As on 31-March-2019]			% 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.	Shri Vivek Saraogi	35680017	15.18	Nil	35680017	15.62	Nil	0.44
2.	Kamal Nayan Saraogi HUF	7370447	3.14	Nil	7370447	3.23	Nil	0.09
3.	Vivek Saraogi HUF	159403	0.06	Nil	159403	0.07	Nil	0.01
4.	Smt. Meenakshi Saraogi	-	-	-	-	-	-	-
5.	Smt. Sumedha Saraogi	9166061	3.90	Nil	9166061	4.01	Nil	0.11
6.	Smt. Stuti Dhanuka	4658599	1.98	Nil	4658599	2.04	Nil	0.06
7.	Shri Karan Saraogi	17052904	7.26	Nil	17052904	7.46	Nil	0.2
8.	Smt. Avantika Saraogi	3472361	1.48	Nil	3472361	1.52	Nil	0.04
9.	Udaipur Cotton Mills Co. Ltd.	6149316	2.62	Nil	6149316	2.69	Nil	0.07
10.	Meenakshi Mercantiles Ltd.	7008360	2.98	Nil	7008360	3.07	Nil	0.09
11.	Novel Suppliers Pvt. Ltd.	2907109	1.24	Nil	2907109	1.27	Nil	0.03
	Total	93624577	39.84	Nil	93624577	40.98	Nil	1.14

Note: The percentage of Shareholding changed due to the extinguishment of the shares on 4th April, 2018 of the equity shares bought back pursuant to the Buyback approved at the meeting of the Board held on 21st February, 2018.

iii) Change in Promoters' Shareholding (please specify, if there is no change):

Sl. No.	Name of the Shareholders	Date	Reason	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.	Shri Vivek Saraogi						
	At the beginning of the year	01.04.2018		35680017	15.18		
	Increase / Decrease in Shareholding during the year	04.04.2018	Refer Note	0	0.44	35680017	15.62
	At the end of the year	31.03.2019				35680017	15.62
2.	Kamal Nayan Saraogi HUF						
	At the beginning of the year	01.04.2018		7370447	3.14		
	Increase / Decrease in Shareholding during the year	04.04.2018	Refer Note	0	0.09	7370447	3.23
	At the end of the year	31.03.2019				7370447	3.23
3.	Vivek Saraogi HUF						
	At the beginning of the year	01.04.2018		159403	0.06		
	Increase / Decrease in Shareholding during the year	04.04.2018	Refer Note	0	0.01	159403	0.07
	At the end of the year	31.03.2019				159403	0.07
4.	Smt. Meenakshi Saraogi						
	At the beginning of the year	01.04.2018		0	0.00		
	Increase / Decrease in Shareholding during the year						
	At the end of the year	31.03.2019				0	0.00

Sl. No.	Name of the Shareholders	Date	Reason	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.	Smt. Sumedha Saraogi						
	At the beginning of the year	01.04.2018		9166061	3.90		
	Increase / Decrease in Shareholding during the year	04.04.2018	Refer Note	0	0.11	9166061	4.01
	At the end of the year	31.03.2019				9166061	4.01
6.	Smt. Stuti Dhanuka						
	At the beginning of the year	01.04.2018		4658599	1.98		
	Increase / Decrease in Shareholding during the year	04.04.2018	Refer Note	0	0.06	4658599	2.04
	At the end of the year	31.03.2019				4658599	2.04
7.	Shri Karan Saraogi						
	At the beginning of the year	01.04.2018		17052904	7.26		
	Increase / Decrease in Shareholding during the year	04.04.2018	Refer Note	0	0.20	17052904	7.46
	At the end of the year	31.03.2019				17052904	7.46
8.	Smt. Avantika Saraogi						
	At the beginning of the year	01.04.2018		3472361	1.48		
	Increase / Decrease in Shareholding during the year	04.04.2018	Refer Note	0	0.04	3472361	1.52
	At the end of the year	31.03.2019				3472361	1.52
9.	Udaipur Cotton Mills Co. Ltd.						
	At the beginning of the year	01.04.2018		6149316	2.62		
	Increase / Decrease in Shareholding during the year	04.04.2018	Refer Note	0	0.07	6149316	2.69
	At the end of the year	31.03.2019				6149316	2.69
10.	Meenakshi Mercantiles Ltd.						
	At the beginning of the year	01.04.2018		7008360	2.98		
	Increase / Decrease in Shareholding during the year	04.04.2018	Refer Note	0	0.09	7008360	3.07
	At the end of the year	31.03.2019				7008360	3.07
11.	Novel Suppliers Pvt. Ltd.						
	At the beginning of the year	01.04.2018		2907109	1.24		
	Increase / Decrease in Shareholding during the year	04.04.2018	Refer Note	0	0.03	2907109	1.27
	At the end of the year	31.03.2019				2907109	1.27

Note: The percentage of shareholding has changed consequent to the extinguishment of equity share capital on 04.04.2018.

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

Sl. No.	Name of the Shareholders	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.	LIFE INSURANCE CORPORATION OF INDIA*				
	At the beginning of the year - 01/04/2018	6450525	2.74		
	Increase/Decrease in Shareholding during the year				
	-Bought during the year	0	0.00	6450525	2.82
	-Sold during the year	4470000	1.96	1980525	0.87
	At the end of the year - 31/03/2019			1980525	0.87
2.	IDFC PREMIER EQUITY FUND*				
	At the beginning of the year - 01/04/2018	5529011	2.35		
	Increase/Decrease in Shareholding during the year				
	-Bought during the year	0	0.00	5529011	2.42
	-Sold during the year	5529011	2.42	0	0.00
	At the end of the year -31/03/2019			0	0.00
3.	GOVERNMENT PENSION FUND GLOBAL				
	At the beginning of the year - 01/04/2018	5059101	2.16		
	Increase/Decrease in Shareholding during the year				
	-Bought during the year	4171909	1.83	9231010	4.04
	-Sold during the year	5981683	2.62	3249327	1.42
	At the end of the year - 31/03/2019			3249327	1.42
4.	STATE STREET EMERGING MARKETS SMALL CAP*				
	At the beginning of the year - 01/04/2018	2861233	1.22		
	Increase/Decrease in Shareholding during the year				
	-Bought during the year	97032	0.04	2958265	1.29
	-Sold during the year	2958265	1.29	0	0.00
	At the end of the year - 31/03/2019			0	0.00
5.	STATE STREET EMERGING MARKETS ACTIVE SECURITIES*				
	At the beginning of the year - 01/04/2018	2742318	1.17		
	Increase/Decrease in Shareholding during the year				
	-Bought during the year			2742318	1.20
	-Sold during the year	2742318	1.20	0	0.00
	At the end of the year - 31/03/2019			0	0.00
6.	MORGAN STANLEY (FRANCE) S.A.				
	At the beginning of the year - 01/04/2018	2709890	1.15		
	Increase/Decrease in Shareholding during the year				
	-Bought during the year	8832027	3.87	11541917	5.05
	-Sold during the year	7998777	3.50	3543140	1.55
	At the end of the year - 31/03/2019			3543140	1.55

Sl. No.	Name of the Shareholders	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
7.	SOCIETE GENERALE*				
	At the beginning of the year - 01/04/2018	2280601	0.97		
	Increase/Decrease in Shareholding during the year				
	-Bought during the year	3380491	1.48	5661092	2.48
	-Sold during the year	5623991	2.46	37101	0.02
	At the end of the year - 31/03/2019			37101	0.02
8.	POLUNIN EMERGING MARKETS SMALL CAP FUND, LLC				
	At the beginning of the year - 01/04/2018	2249199	0.96		
	Increase / Decrease in Shareholding during the year				
	-Bought during the year	85252	0.04	2334451	1.02
	-Sold during the year	0.00	0.00	2334451	1.02
	At the end of the year - 31/03/2019			2334451	1.02
9.	VANGUARD EMERGING MARKETS STOCK INDEX FUND*				
	At the beginning of the year - 01/04/2018	2244300	0.95		
	Increase / Decrease in Shareholding during the year				
	-Bought during the year	0	0.00	2244300	0.98
	-Sold during the year	2244300	0.98	0	0.00
	At the end of the year - 31/03/2019			0	0.00
10.	DIMENSIONAL EMERGING MARKETS VALUE FUND*				
	At the beginning of the year - 01/04/2018	2074917	0.88		
	Increase / Decrease in Shareholding during the year				
	-Bought during the year	198104	0.09	2273021	0.99
	-Sold during the year	0	0.00	2273021	0.99
	At the end of the year - 31/03/2019			2273021	0.99
11.	RELIANCE CAPITAL TRUSTEE CO. LTD-A/C RELIANCE SMALL#				
	At the beginning of the year - 01/04/2018	0	0.00		
	Increase / Decrease in Shareholding during the year				
	-Bought during the year	5000000	2.19	5000000	2.19
	-Sold during the year	0	0.00	5000000	2.19
	At the end of the year - 31/03/2019			5000000	2.19
12.	AKASH BHANSHALI#				
	At the beginning of the year - 01/04/2018	20565	0.01		
	Increase/Decrease in Shareholding during the year				
	-Bought during the year	4848018	2.12	4868583	2.13
	-Sold during the year	20565	0.01	4848018	2.12
	At the end of the year - 31/03/2019			4848018	2.12
13.	VANTAGE EQUITY FUND#				
	At the beginning of the year - 01/04/2018	0	0.00		
	Increase/Decrease in Shareholding during the year				

Sl. No.	Name of the Shareholders	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
	-Bought during the year	3350000	1.47	3350000	1.47
	-Sold during the year	0	0.00	3350000	1.47
	At the end of the year - 31/03/2019			3350000	1.47
14.	MANGAL BHANSHALI#				
	At the beginning of the year - 01/04/2018	0	0.00		
	Increase/Decrease in Shareholding during the year				
	-Bought during the year	2827009	1.24	2827009	1.24
	-Sold during the year	0	0.00	2827009	1.24
	At the end of the year - 31/03/2019			2827009	1.24
15.	MASSACHUSETTS INSTITUTE OF TECHNOLOGY#				
	At the beginning of the year - 01/04/2018	0	0.00		
	Increase/Decrease in Shareholding during the year				
	-Bought during the year	2501625	1.10	2501625	1.10
	-Sold during the year	0	0.00	2501625	1.10
	At the end of the year - 31/03/2019			2501625	1.10
16.	AADI FINANCIAL ADVISORS LLP#				
	At the beginning of the year - 01/04/2018	0	0.00		
	Increase/Decrease in Shareholding during the year				
	-Bought during the year	2410000	1.05	2410000	1.05
	-Sold during the year	45000	0.02	2365000	1.03
	At the end of the year - 31/03/2019			2365000	1.03
17.	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND#				
	At the beginning of the year - 01/04/2018	1988487	0.85		
	Increase/Decrease in Shareholding during the year				
	-Bought during the year	374578	0.16	2363065	1.03
	-Sold during the year	0	0.00	2363065	1.03
	At the end of the year - 31/03/2019			2363065	1.03

Note: Other than the change in shareholding due to purchase or sale of shares, the percentage of shareholding during the year has also changed consequent to the extinguishment of equity share capital on 04.04.2018.

The above data provides consolidated changes during the year. Date-wise increase/decrease in shareholding of Top Ten Shareholders is available on the website of the Company, www.chini.com

#Not in the list of Top 10 shareholders as on 01.04.2018. The same has been reflected above since the shareholder was one of the Top Ten Shareholders as on 31.03.2019.

*During the year ceased to be in the list of Top Ten Shareholders.

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	Shri Vivek Saraogi, Managing Director				
	At the beginning of the year	35680017	15.18		
	Changes during the year (Refer Note)	0	0.44	35680017	15.62
	At the end of the year			35680017	15.62
2.	Shri R. N. Das, Independent Director				
	At the beginning of the year	0	0.00		
	Changes during the year	Nil	Nil	0	0.00
	At the end of the year			0	0.00
3.	Shri D. K. Mittal, Independent Director				
	At the beginning of the year	0	0.00		
	Changes during the year	Nil	Nil	0	0.00
	At the end of the year			0	0.00
4.	Shri Krishnava Dutt, Independent Director				
	At the beginning of the year	0	0.00		
	Changes during the year	Nil	Nil	0	0.00
	At the end of the year			0	0.00
5.	Smt. Novel S. Lavasa, Independent Director				
	At the beginning of the year	0	0.00		
	Changes during the year	Nil	Nil	0	0.00
	At the end of the year			0	0.00
6.	Dr. Arvind Krishna Saxena, Whole-time Director				
	At the beginning of the year	16407	0.01		
	Changes during the year	Nil	Nil	0	0.00
	At the end of the year			16407	0.01
7.	Shri Sakti Prasad Ghosh, Independent Director				
	At the beginning of the year	0	0.00		
	Changes during the year	Nil	Nil	0	0.00
	At the end of the year			0	0.00
8.	Shri Sumit Mazumder, Independent Director				
	At the beginning of the year	0	0.00		
	Changes during the year	Nil	Nil	0	0.00
	At the end of the year			0	0.00
9.	Shri Naresh Dayal, Non - Executive Director				
	At the beginning of the year	0	0.00		
	Changes during the year	Nil	Nil	0	0.00
	At the end of the year			0	0.00

Sl. No.	Name of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
10.	Shri Nitin Bagaria, Company Secretary				
	At the beginning of the year	6	0.00		
	Changes during the year	Nil	Nil	0	0.00
	At the end of the year			6	0.00
11.	Shri Pramod Patwari, Chief Financial Officer				
	At the beginning of the year	0	0.00		
	Changes during the year	Nil	Nil	0	0.00
	At the end of the year			0	0.00

Note: The percentage of shareholding during the year has changed consequent to the extinguishment of equity share capital on 04.04.2018.

V. INDEBTEDNESS

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

(₹ in Lacs)

Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	98,982.70	-	-	98,982.70
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	615.21	-	-	615.21
Total (i+ii+iii)	99,597.91	-	-	99,597.91
Change in Indebtedness during the financial year				
i) Principal Amount				
Addition*	87,243.96	-	-	87,243.96
Reduction*	12,785.89	-	-	12,785.89
Net Change	74,458.07	-	-	74,458.07
Indebtedness at the end of the financial year				
i) Principal Amount	1,73,400.38	-	-	1,73,400.38
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	655.60	-	-	655.60
Total (i+ii+iii)	1,74,055.98	-	-	1,74,055.98

* Includes an amount towards interest accrued but not due under Secured Loans excluding Deposits

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in Lacs)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Shri Vivek Saraogi	Dr. Arvind Krishna Saxena	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	240.00	23.09	263.09
	(b) Value of perquisites under section 17(2) of the Income-tax Act, 1961	16.50	3.55	20.05
	(c) Profits in lieu of salary under section 17(3) of the Income- tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify	330.00 -	- -	330.00 -
5.	Others, please specify	-	-	-
	Total (A)	586.50	26.64	613.14
	Ceiling as per the Act	10% of the net profit, calculated as per Section 198 of the Companies Act, 2013.		

B. Remuneration to other directors:

(₹ in Lacs)

Sl. No.	Particulars of Remuneration	Name of Directors							Total Amount
		Shri Sumit Mazumder	Shri R. N. Das	Shri D. K. Mittal	Shri Krishnava Dutt	Shri S. P. Ghosh	Smt. Novel S Lavasa	Shri Naresh Dayal	
1.	Independent Directors								
	Fee for attending board/ committee meetings	2.00	4.60	3.60	3.00	8.40	2.80	-	24.40
	Commission	13.50	13.50	10.50	10.50	10.50	10.50	-	69.00
	Others, please specify	-	-	-	-	-	-	-	-
	Total (1)	15.50	18.10	14.10	13.50	18.90	13.30	-	93.40
2.	Other Non-Executive Directors								
	Fee for attending board/ committee meetings	-	-	-	-	-	-	1.60	1.60
	Commission	-	-	-	-	-	-	10.50	10.50
	Others, please specify	-	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-	12.10	12.10
	Total (B)=(1+2)	15.50	18.10	14.10	13.50	18.90	13.30	12.10	105.50
	Total Managerial Remuneration [(A) + (B)]								718.64
	Overall Ceiling as per the Act	11% of the net profit, calculated as per Section 198 of the Companies Act, 2013.							

Commission relates to the financial year 2018-19 and shall be paid after the 43rd Annual General Meeting. Commission and Sitting Fees are net off GST.

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

(₹ in Lacs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
			Shri Nitin Bagaria	Shri Pramod Patwari	
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	34.79	75.99	110.78
	(b) Value of perquisites under section 17(2) of the Income-tax Act, 1961	N.A.	0.45	0.71	1.16
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	N.A.	–	–	–
2.	Stock Option	N.A.	–	–	–
3.	Sweat Equity	N.A.	–	–	–
4.	Commission	N.A.	–	–	–
	- as % of profit	N.A.	–	–	–
	Others, specify	N.A.	–	–	–
5.	Others, please specify	N.A.	–	–	–
	Total		35.24	76.70	111.94

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	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			None		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			None		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			None		
Punishment					
Compounding					

For and on behalf of the Board of Directors

sd/-
Dr. Arvind Krishna Saxena
Whole-time Director
DIN – 00846939

sd/-
Vivek Saraogi
Managing Director
DIN – 00221419

Place: Kolkata
Date: 25th May, 2019

Annexure VIII to the Board's Report

CORPORATE GOVERNANCE REPORT

Company's Philosophy on Code of Governance

Corporate Governance refers to, but not limited to, a set of laws, regulations and good practices & systems that enable an organisation to perform efficiently and ethically to generate long term wealth and create value for all its stakeholders. Sound governance practices and responsible corporate behaviour contribute to superior long term performance of organisations. Corporate Governance requires everyone to raise their level of competency and capability to meet the expectations in managing the enterprise and its resources optimally with prudent ethical standards.

The Company recognises that good corporate governance is a continuous exercise. Adherence to transparency, accountability, fairness and ethical standards are an integral part of the Company's function. The Company's structure, business dealings, administration and disclosure practices are aligned to good corporate governance philosophy. The Company has an adequate system of control in place to ensure that the executive decisions taken should result in optimum growth and development which benefits all the stakeholders. The Company also aims to increase and sustain its corporate values through growth and innovation.

Date of Report

The information provided in this Report on Corporate Governance for the purpose of unanimity is as on 31st March, 2019. This Report is updated as on the date of the Report wherever applicable.

Board of Directors

The Company recognises the importance of a diverse board in its success. The Board is entrusted with the ultimate responsibility of the management, direction and performance of the Company and has been vested with the requisite powers, authorities and duties. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the "Listing Regulations") mandate that for a company with a non-executive chairman, at least one third of the board should comprise of independent directors. As on 31st March, 2019, the Board comprised of 9 (nine) directors, of which 6 (six) (two third) were Independent Directors including the Chairman. The composition of the Board is in conformity with the requirements of Regulation 17(1) of the Listing Regulations.

The composition of the Board of Directors as on 31st March, 2019, the number of other committees of which a director is a Member/ Chairperson and the attendance of each director at the Board Meetings and the last Annual General Meeting (AGM) of the Company were as follows:

Name of the Directors and Category	No. of membership on Board committees including the Company [^]	No. of chairmanship on Board committees including the Company [^]	No. of Board meetings attended during the year 2018-19	Attendance at last AGM held on 31.08.2018
Shri Sumit Mazumder (Chairman) (ID)	4	0	3	Yes
Shri Vivek Saraogi (Managing Director) (PE)	1	0	4	Yes
Shri D. K. Mittal (ID)	9	1	3	No
Shri R. N. Das (ID)	0	2	4	Yes
Shri Krishnava Dutt (ID)	3	2	3	No
Smt. Novel S Lavasa (ID)	1	0	4	Yes
Shri Sakti Prasad Ghosh (ID)	4	1	4	Yes
Dr. Arvind Krishna Saxena (Whole-time Director) (NPE)	0	0	3	Yes
Shri Naresh Dayal (NED)	1	0	3	Yes

ID- Independent, Non-Executive; PE- Promoter, Executive; NPE- Non-Promoter, Executive; NED- Non-Independent, Non-Executive

The Committee positions are based on the latest disclosures received by the Company.

[^]Only membership/ chairmanship of the Audit Committee and Stakeholders' Relationship Committee of Indian public limited companies have been considered.

The Independent Directors of the Company have confirmed that they meet the criteria for “independence” and / or “eligibility” as prescribed under the Listing Regulations and Section 149 of the Companies Act, 2013 (as amended) (the “Act”). None of the directors of the Company are related to each other. The Company is in compliance with the provisions regarding Board, its composition

and committees under the Act and Listing Regulations.

As required under Para C of Schedule V to the Listing Regulations, based on the latest disclosures received by the Company, following are the number of other directorships and the names of the listed entities where the directors of the Company are also a director and the category of their directorships therein:

Name of the Directors	No. of Directorships@	Directorships and its category in listed entities
Shri Sumit Mazumder	6	Balrampur Chini Mills Limited (ID)
		Jay Shree Tea and Industries Limited (ID)
		TIL Limited (PE)
Shri Vivek Saraogi	1	Balrampur Chini Mills Limited (PE)
Shri D. K. Mittal	10	Balrampur Chini Mills Limited (ID)
		Max Financial Services Limited (ID)
		Bharti Airtel Limited (ID)
		Max India Limited (ID)
		Max Ventures and Industries Limited (ID)
		Trident Limited (ID)
Shri R. N. Das	1	Balrampur Chini Mills Limited (ID)
Shri Krishnav Dutt	5	Balrampur Chini Mills Limited (ID)
		Tata Metaliks Limited (ID)
		Tata Steel BSL Limited (ID)
Smt. Novel S Lavasa	3	Balrampur Chini Mills Limited (ID)
		Omax Autos Limited (ID)
Shri Sakti Prasad Ghosh	5	Balrampur Chini Mills Limited (ID)
		Shristi Infrastructure Development Corporation Limited (ID)
Dr. Arvind Krishna Saxena	1	Balrampur Chini Mills Limited (NPE)
Shri Naresh Dayal	2	Balrampur Chini Mills Limited (NED)
		Glaxosmithkline Consumer Healthcare Limited (ID)

ID- Independent, Non-Executive; PE- Promoter, Executive; NPE- Non-Promoter, Executive; NED- Non-Independent, Non-Executive

@Excludes memberships of the managing committee of various chambers/bodies, directorships in private limited companies, foreign companies, companies registered under section 8 of the Act and alternate directorships.

None of the directors on the Board of the Company is a member of more than 10 committees and / or Chairperson of more than 5 committees, reckoned in terms of Regulation 26 of the Listing Regulations. The Independent Directors of the Company do not serve in more than the prescribed number of companies as independent directors in terms of the requirements of the Listing Regulations.

The Board has devised proper system to ensure compliance with the provisions of all applicable laws and periodically reviewed the compliance reports of all laws applicable to the Company and necessary steps were taken to ensure the compliance in letter and spirit.

The Board of Directors of the Company met 4 (four) times during the year 2018-19. Atleast one meeting of the Board was held in every quarter and the time gap between any two consecutive board meetings did not exceed 120 days during the year 2018-19. The details are as follows:

Sl. No.	Date of Board Meetings	Board Strength (No. of Directors)	No. of Directors Present	No. of Independent Directors Present
1.	19th May, 2018	9	8	5
2.	8th August, 2018	9	5	4
3.	31st October, 2018	9	9	6
4.	4th February, 2019	9	9	6

Since February, 2019, the Directors were offered option to access the complete agenda for meetings along with all relevant annexures and other important information on their respective i-Pads/ tablets/ laptops through a software platform that allows secured log in and access to data on the device in online and offline modes as well as functionality to make private notes and comments ahead of the meeting and many other advanced features.

Disclosure regarding re-appointment of the director has been furnished in the Notice convening the 43rd Annual General Meeting, which forms part of the Annual Report.

In pursuance of Para C(2), Schedule V to the Listing Regulations, the Board of Directors of the Company at its meeting held on 4th February, 2019 has identified that the following core skills/expertise/competencies are desirable for the Company to function effectively in the context of the business of the Company and its sector and these core skills/expertise/competencies are actually available with the Board:

Technical skills/experience	Industry knowledge/experience
Accounting and Finance	Industry Experience
Information Technology	Industry Knowledge
Statutory Compliance	Understanding of relevant laws, rules, regulation and policy
Risk Management	Economics
Business Planning and Strategy	
Auditing	Behavioural Competencies
Human Resource Management	Interpersonal Relations
Engineering and Technology	Leadership
Corporate Affairs	
Agri Research & Development	

Website

The Website of the Company (www.chini.com) has been revamped to provide further ease of access to the required information to all the stakeholders.

Board Training and Familiarisation Programme

In terms of Regulation 25 of the Listing Regulations, the Company is required to conduct various programmes for the Independent Directors of the Company to familiarise them with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc.

The details of such programmes for familiarisation of the Independent Directors are put on the website of the Company at the following web-link:

http://chini.com/wp-content/uploads/2018/03/familiarisation_programme.pdf

Independent Directors' Separate Meeting

Schedule IV to the Act and the Listing Regulations mandates the Independent Directors of the Company to hold atleast one meeting in every financial year, without the attendance of non-independent directors and members of the management. During the year ended 31st March, 2019, the Independent Directors met on 4th February, 2019, inter alia, to review performance of Non-Independent Directors & the Board as a whole, to review performance of the Chairman of the Company and to assess the quality, quantity and timeliness of flow of information between the management of the Company and the Board.

Lead Independent Director

Although not mandatory, the Board has appointed Shri D. K. Mittal as the Lead Independent Director at its meeting held on 31st July, 2017. The Lead Independent Director provides leadership to the Independent Directors and liaisons between the Independent Directors and the Management / Board / Shareholders.

Code of Conduct

Regulation 17(5) of the Listing Regulations requires every listed company to have a Code of Conduct for its directors and senior management. Further, Schedule IV of the Act requires the appointment of Independent Director to be formalised through a letter of appointment, which shall set out the Code for Business Ethics that the Company expects its directors and employees to follow. The said Schedule also requires the Independent Directors to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy.

In terms of the above, there exists a comprehensive Code of Conduct for all Directors, Senior Management Personnel and all other employees of the Company and the same is available on the website of the Company at the following web-link:

http://chini.com/wp-content/uploads/2018/04/Code_of_Conduct.pdf

All Directors and Senior Management Personnel have affirmed compliance with the Code for the financial year 2018-19. A declaration to this effect signed by the Managing Director is annexed to this Report.

Board Committees

The Board has constituted various committees consisting of Executive and Non-Executive Directors of the Company to meet various mandatory requirements of the Act and the Listing Regulations as well as to perform other critical functions. Currently, the Board has 6 (six) committees: Audit Committee, CSR Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Executive Committee and Share Transfer Committee.

The compositions of the said committees have also been disclosed on the website of the Company. The Company Secretary acts as the Secretary to all the Committees of the Board.

Audit Committee

The Board of Directors of the Company has constituted a qualified and independent Audit Committee that acts as a link between the management, the Statutory and Internal Auditors and the Board.

Terms of Reference

The terms of reference of the Audit Committee are in conformity with the requirements of Regulation 18 of the Listing Regulations and Section 177 of the Act. Terms of reference of the Audit Committee includes overseeing the financial reporting process, review of financial statements, ensuring compliance with the regulatory guidelines, review of internal audit reports, recommending appointment and remuneration of auditors to the Board of Directors and to review adequacy of internal control systems and internal audit function and other matters specified for Audit Committee under the Listing Regulations and the Act. The Audit Committee also reviews information as per the requirement of Part C of Schedule II to the Listing Regulations.

Composition, Meetings and Attendance

The composition of the Audit Committee is in accordance with the provisions of the Act and Regulation 18 of the Listing Regulations.

In order to have better Corporate Governance practices in the Company, the Board of Directors has reconstituted the Audit Committee w.e.f. 1st January, 2019 to make the Committee comprise of only independent directors. As on 31st March, 2019, the Audit Committee comprised of 4 (four) directors, all of whom are Independent Directors. All the members of the Audit Committee are financially literate with majority having accounting or related financial management expertise. The Chairman of the Committee is an Independent (Non-Executive) Director, nominated by the Board. The Committee meetings were attended by the Statutory Auditors, the Managing Director and the Chief Financial Officer of the Company as invitees. The Committee also invited the representatives of Internal Auditors for obtaining valuable guidance from their expertise in best practices in Internal Audit. The Cost Auditors were also invited whenever the Cost Audit related matters were considered. The minutes of the Audit Committee meetings were circulated to the Board, discussed and taken note of. All recommendations made by the Audit Committee during the year were accepted by the Board.

Atleast one meeting of the Audit Committee was held in every quarter and the time gap between any two consecutive meetings of the Audit Committee did not exceed 120 days during the year 2018-19. During the year ended 31st March, 2019, 4 (four) Audit

Committee meetings were held on 19th May, 2018, 8th August, 2018, 31st October, 2018 and 4th February, 2019. The composition and attendance of the members of the Audit Committee are as follows:

Sl. No.	Name of the Directors	Position	No. of meetings attended
1.	Shri R. N. Das	Chairman	4
2.	Shri Vivek Saraogi	Member (upto 31.12.2018)	3
3.	Shri D. K. Mittal	Member	3
4.	Shri Krishnava Dutt	Member	3
5.	Shri Sakti Prasad Ghosh	Member	4

The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company to answer the queries related to accounts to the satisfaction of the shareholders.

Nomination & Remuneration Committee

Terms of Reference

The terms of reference of the Nomination & Remuneration Committee cover all the areas mentioned under Regulation 19 of the Listing Regulations and Section 178 of the Act. The broad terms of reference of the Committee includes:

- To formulate the criteria for determining qualifications, positive attributes and independence of a Director;
- To recommend to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees of the Company;
- To identify persons who are qualified to become directors and who may be appointed in senior management;
- To evaluate the performance of all Directors.

Composition, Meetings and Attendance

As on 31st March, 2019, the Nomination & Remuneration Committee comprised of 3 (three) directors, all of whom are Non-Executive, Independent Directors.

The details of the composition, meetings and attendance of the members of the Nomination & Remuneration Committee are as follows:

Sl. No.	Name of the Directors	Position	No. of meetings attended	Date of meetings
1.	Shri D. K. Mittal	Chairman	3	19th May, 2018, 31st October, 2018 and 4th February, 2019
2.	Shri R. N. Das	Member	3	
3.	Smt. Novel S Lavasa	Member	3	

The representative of the Chairman of the Nomination & Remuneration Committee was present at the last Annual General Meeting of the Company to answer the queries of the shareholders.

Remuneration Policy

The Policy on Selection & Remuneration of Directors, Key Managerial Personnel and other employees and on Board Diversity as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors is annexed to the Board's Report and is also available on the Company's website.

The Non - Executive Directors do not have any pecuniary relationship/transaction with the Company in their personal capacity other than Commission (not exceeding the limits

prescribed under the Companies Act, 2013) and Sitting Fees (paid @ ₹40,000/- for attending each meeting of the Board and ₹20,000/- for attending each meeting of the Committees thereof, except for Audit Committee. The sitting fees for attending each meeting of Audit Committee is ₹40,000/-). The aggregate annual commission payable to the Non-Executive Directors is upto one percent of the net profit of the Company or ₹80 Lacs, plus applicable taxes, whichever is lower, in such proportion and manner as fixed by the Board of Directors.

The Commission payable to the Managing Director is at the rate of one percent of the net profit of the Company, subject to a ceiling of ₹360 Lacs p.a.

Details of remuneration paid / payable to the Directors for the year ended 31st March, 2019 and their shareholding as on that date is as under:

Name of the Directors	Salary (₹)	Perquisites / Benefits (₹)	Bonus (₹)	Commission (₹)	Sitting Fees (₹)	Total (₹)	Service Contract/ Notice period/ Severance Fees	Shareholding (Equity) (No.)
Shri Vivek Saraogi	2,40,00,000	45,29,908	-	3,60,00,000	-	6,45,29,908	Term of office valid upto 31.03.2022. No notice period and no severance fees	3,56,80,017
Shri R. N. Das	-	-	-	13,50,000	4,60,000	18,10,000	Re-appointed as Independent Director from 01.04.2019 to 31.03.2024	Nil
Shri D.K. Mittal	-	-	-	10,50,000	3,60,000	14,10,000	Re-appointed as Independent Director from 01.04.2019 to 31.03.2024	Nil
Shri Krishnava Dutt	-	-	-	10,50,000	3,00,000	13,50,000	Re-appointed as Independent Director from 01.04.2019 to 31.03.2024	Nil
Smt. Novel S Lavasa	-	-	-	10,50,000	2,80,000	13,30,000	Re-appointed as Independent Director from 01.04.2019 to 31.03.2024	Nil
Shri Sakti Prasad Ghosh	-	-	-	10,50,000	8,40,000	18,90,000	Appointed as Independent Director upto 30.09.2020	Nil
Dr. Arvind Krishna Saxena	23,09,000	5,93,263	-	-	-	29,02,263	Term of office valid upto 31.07.2022 subject to re-appointment after retirement by rotation. No notice period, no severance fees	16,407
Shri Sumit Mazumder	-	-	-	13,50,000	2,00,000	15,50,000	Appointed as Independent Director upto 30.04.2021	Nil
Shri Naresh Dayal	-	-	-	10,50,000	1,60,000	12,10,000	Liable to retire by rotation.	Nil

Note – The Company's contributions to provident fund have been shown under head 'Benefits' in the above Table. Commission relates to the financial year 2018-19 and shall be paid after the 43rd Annual General Meeting. Sitting Fees and Commission are net off GST. None of the Directors of the Company hold any convertible instruments of the Company.

Letters of appointment have been issued by the Company to the Independent Directors who have been re-appointed, stating their roles, duties, responsibilities, etc., which have been accepted by them.

Other terms and conditions of appointment of the Independent Directors have been disclosed on the website of the Company at the following web-link: http://chini.com/wp-content/uploads/2018/07/Terms_and_conditions_of_appointment_of_Non-Executive_Independent_Director.pdf

Performance Evaluation and Criteria

Pursuant to the Section 178 of the Act and the Listing Regulations, the Nomination & Remuneration Committee (NRC) has specified the manner for performance evaluation of the Board, its Committees and Individual Directors. Accordingly, the Board has carried out the performance evaluation of its own performance and that of its Committees as well as evaluation of performance of the Directors individually. The performance evaluation of the Independent Directors was also carried out by the entire Board (excluding the director being evaluated).

The performance evaluation of the Board, its Chairman and the Non-Independent Directors were carried out by the Independent Directors. The NRC also reviewed the implementation of the criteria specified for performance evaluation and also formulated its feedback for supporting the Board in carrying out such evaluation of the performance. The evaluation of performance for the year 2018-19 was carried out through structured questionnaires (based on various aspects of the Board's functioning, composition, its committees, culture, governance, execution and performance of statutory duties and obligations). The questionnaire covers all aspects prescribed by SEBI vide its circular no. SEBI/HO/CFD/CMD/CIR/P/2017/004 dated 5th January, 2017. The Board expressed its satisfaction with the evaluation process and results thereof.

Executive Committee

The Executive Committee, constituted by the Board of Directors of the Company, met 14 (fourteen) times during the year 2018-19. The terms of reference of the said Committee includes the following:

- To approve and / or authorise opening of bank accounts, cash credit, current, dividend payment or otherwise and to give instructions relating to such banking accounts.
- To approve and / or authorise opening of Demat Accounts, Trading Accounts and to give instructions relating to such accounts.
- To borrow money/monies, from time to time, for the purpose of the Company, from banks / Financial Institutions.
- To authorise affixation of the Company's Common Seal.
- To confer signing powers and authorities on such officers and employees of the Company as deemed fit for various operational and statutory matters.
- To perform such other function as may be delegated by the Board of Directors from time to time.

The details of the composition, meetings and attendance of the members of the Executive Committee are as follows:

Sl. No.	Name of the Directors	Position	No. of meetings attended	Date of meetings
1.	Shri S. P. Ghosh	Member*	10	9th May, 2018 ♦ 18th May, 2018 ♦ 27th June, 2018 ♦ 28th July, 2018 ♦ 31st August, 2018 ♦ 26th September, 2018 ♦ 22nd October, 2018 ♦ 13th November, 2018 ♦ 29th November, 2018 ♦ 21st December, 2018 ♦ 3rd January, 2019 ♦ 29th January, 2019 ♦ 9th March, 2019 ♦ 16th March, 2019
2.	Shri Sumit Mazumder	Member	2	
3.	Shri Vivek Saraogi	Member	14	
4.	Dr. A. K. Saxena	Member	4	

(*the Committee doesn't have a Chairman, however, whenever Shri S. P. Ghosh was present, he was elected as the Chairman of the Committee for the meeting.)

CSR Committee

Pursuant to the provisions of the Act, the CSR Committee is required to recommend the amount of expenditure to be incurred for undertaking CSR activities by the Company in terms of the Corporate Social Responsibility Policy. It also monitors the CSR Policy of the Company from time to time. During the year ended 31st March, 2019, 2 (two) CSR Committee meetings were held on 19th May, 2018 and 4th February, 2019. The composition and attendance of the members of the CSR Committee are as follows:

Sl. No.	Name of the Directors	Position	Category	No. of meetings attended
1.	Smt. Novel S Lavasa	Chairperson	Independent, Non-Executive	2
2.	Shri D. K. Mittal	Member	Independent, Non-Executive	2
3.	Shri Vivek Saraogi	Member	Promoter, Executive	2
4.	Shri Naresh Dayal	Member	Non-Independent, Non-Executive	2

Shareholders' Committees

i) Stakeholders Relationship Committee

The Stakeholders' Relationship Committee (SRC) considers and resolves grievances of the security holders of the Company. The SRC also oversees the redressal of shareholders' and investors' grievances in relation to the transfer of shares, non-receipt of annual report, non-receipt of declared dividend, among others. During the year ended 31st March, 2019, 2 (two) SRC meetings were held on 8th August, 2018 and 4th February, 2019. The composition and attendance of the members of the SRC are as follows:

Sl. No.	Name of the Directors	Position	Category	No. of meetings attended
1.	Shri R. N. Das	Chairman	Independent, Non-Executive	2
2.	Shri Krishnava Dutt	Member	Independent, Non-Executive	2
3.	Shri Vivek Saraogi	Member	Promoter, Executive	2

ii) Share Transfer Committee

The Share Transfer Committee of the Board deals with various matters/ requests relating to share transfer/transmission, allotment, issue of duplicate share certificates, demat/remat, split and consolidation requests and other matters relating to shares.

The composition and attendance of the members of the Share Transfer Committee are as follows:

Sl. No.	Name of the Directors	Position	Category	No. of meetings attended
1.	Shri S. P. Ghosh	Chairman	Independent, Non-Executive	15
2.	Shri R. N. Das	Member	Independent, Non-Executive	1
3.	Shri Vivek Saraogi	Member	Promoter, Executive	15
4.	Shri Sumit Mazumder	Member	Independent, Non-Executive	1

During the year ended 31st March, 2019, 16 (Sixteen) meetings of the Share Transfer Committee were held on the following dates:

Month	Date of meetings
April, 2018	2nd, 4th, 11th and 23rd
May, 2018	28th
June, 2018	8th and 20th

Month	Date of meetings
July, 2018	12th, 18th and 30th
August, 2018	-
September, 2018	11th and 27th
October, 2018	-
November, 2018	24th
December, 2018	29th
January, 2019	-
February, 2019	15th
March, 2019	18th

Compliance Officer

The Board has designated Shri Nitin Bagaria, Company Secretary as the Compliance Officer.

Details of Shareholders' complaints

A total of 270 (Two Hundred and Seventy) complaints were received and replied to the satisfaction of the shareholders during the year ended 31st March, 2019. There were no outstanding complaints as on 31st March, 2019. No share was pending for transfer as on 31st March, 2019.

Nature of Complaints:

Description	Received and resolved during the Year
Non-receipt of securities	18
Non receipt of dividend (including warrants)	248
SEBI Complaints	4
Stock Exchange Complaints	Nil
Others – (e.g. Non-receipt of Annual reports, etc.,)	Nil
Total	270

The Company supports SCORES by using it as a platform for communication between SEBI and the Company.

General Body Meetings

Details of the last three Annual General Meetings are given below:

Accounting Year	Date	Location	Time	Special Resolution passed
2015-16	12.08.2016	'Vidya Mandir', 1, Moira Street, Kolkata 700 017	10.30 A.M.	1. Revision in the payment of the Commission to the Non-Executive Directors of the Company.
2016-17	30.08.2017		11.00 A.M.	1. Re-appointment including payment of remuneration to Shri Vivek Saraogi (DIN: 00221419) as the Managing Director for a further term of 5 years with effect from 1st April, 2017. 2. Re-appointment including payment of remuneration to Dr. A. K. Saxena (DIN: 00846939) as a Whole-time Director for a further term of 5 years with effect from 1st August, 2017.
2017-18	31.08.2018		11.30 A.M.	None.

Details of Special Resolution passed through Postal Ballot

During the year ended 31st March, 2019, following special business were carried through Postal Ballot (including E-Voting), conducted in accordance with Sections 108 and 110 and other applicable provisions of the Act, read with Rules 20 and 22 of Companies (Management and Administration) Rules, 2014 (as amended), Revised Secretarial Standard 2 (SS-2) on General Meetings and the Listing Regulations:

1. Special Resolution for reappointment of Shri Rabi Narayan Das (DIN: 03582925) as an Independent Director of the Company for another term of five consecutive years.
2. Special Resolution for reappointment of Shri Dinesh Kumar Mittal (DIN: 00040000) as an Independent Director of the Company for another term of five consecutive years.
3. Special Resolution for reappointment of Shri Krishnava Dutt (DIN: 02792753) as an Independent Director of the Company for another term of five consecutive years.

4. Special Resolution for reappointment of Smt. Novel Singhal Lavasa (DIN: 07071993) as an Independent Director of the Company for another term of five consecutive years.
5. Special Resolution for continuation of directorship of Shri Sakti Prasad Ghosh (DIN: 00183802) as an Independent Director of the Company.

Shri Vivek Saraogi, Managing Director and Shri Nitin Bagaria, Company Secretary and Compliance officer of the Company, were authorised by the Board and were responsible for conducting the entire process of postal ballot and e-voting under the provisions of the Act read together with the Rules made thereunder and in terms of the Listing Regulations.

Notices of Postal Ballot were sent through permitted modes (e-mail/ courier) to all the members of the Company, along with Postal Ballot Form and postage prepaid self-addressed envelopes (in case of physical despatches). The said despatch was completed on 23rd February, 2019.

The Board had appointed CS Amber Ahmed, Company Secretary in Practice (holding CP No.: 8581) as the Scrutinizer for Scrutinizing the Postal Ballot process (including e-voting) in a fair and transparent manner. On the basis of Report of the Scrutinizer, Shri Vivek Saraogi, Managing Director, declared the results of Postal Ballot on 27th March, 2019. The details of voting are as follows:

Resolution(s)	Particulars	Percentage of Votes Cast (%)
For reappointment of Shri Rabi Narayan Das (DIN: 03582925) as an Independent Director of the Company for another term of five consecutive years.	Assent	99.9965
	Dissent	0.0035
	Total	100.0000
For reappointment of Shri Dinesh Kumar Mittal (DIN: 00040000) as an Independent Director of the Company for another term of five consecutive years.	Assent	76.2777
	Dissent	23.7223
	Total	100.0000
For reappointment of Shri Krishnava Dutt (DIN: 02792753) as an Independent Director of the Company for another term of five consecutive years.	Assent	76.2778
	Dissent	23.7222
	Total	100.0000
For reappointment of Smt. Novel Singhal Lavasa (DIN: 07071993) as an Independent Director of the Company for another term of five consecutive years.	Assent	99.9962
	Dissent	0.0038
	Total	100.0000
For continuation of directorship of Shri Sakti Prasad Ghosh (DIN: 00183802) as an Independent Director of the Company.	Assent	99.9965
	Dissent	0.0035
	Total	100.0000

On the basis of the above results, the said Resolutions were deemed to be passed with requisite majority on 25th March, 2019 (i.e. last date for receipt of Postal Ballot Forms) as per Clause 16.6.3 of SS-2.

No special resolution was passed through ballot at the last AGM and no special resolution is proposed to be conducted through postal ballot at the forthcoming/ensuing AGM.

Means of Communication

The extracts of the quarterly and annual financial results were published in the leading English and Bengali newspapers such as Business Standard (All editions) and Arthik Lipi and the full format of the results were filed with the Stock Exchanges on NSE Electronic Application Processing System (NEAPS) and BSE Corporate Compliance & Listing Centre (the Listing Centre) and were available on the Stock Exchange websites - www.nseindia.com and www.bseindia.com.

The financial results, official news releases, presentations made to Institutional Investors and Analysts, concall transcripts with Analysts / Investors are hosted on the Company's website www.chini.com.

Apart from electronic copies of the Annual Report and Notices of the Annual General Meeting / Postal Ballot, etc., the Company sends quarterly individual communication regarding its performance to those shareholders whose email addresses are registered with the Company / Depository Participant(s).

General Shareholders' Information

Annual General Meeting (AGM) and Book Closure Dates

The Day, Date, Time and Venue of the 43rd Annual General Meeting and Book Closure Dates are given below:

Accounting Year	Date & Day	Venue	Time	Book Closure Dates
2018-19	Friday, 30th August, 2019	'Vidya Mandir', 1, Moira Street, Kolkata – 700 017	11.30 A.M.	24th August, 2019 to 30th August, 2019 (both days inclusive)

Financial Year

The financial year of the Company is from 1st April to 31st March every year.

Financial year calendar for 2019-20 (Tentative)

Results for the quarter ending 30th June, 2019	– 1st week of August, 2019
Results for the quarter ending 30th September, 2019	– 2nd week of November, 2019
Results for the quarter ending 31st December, 2019	– 2nd week of February, 2020
Results for the quarter ending/Annual 31st March, 2020	– 4th week of May, 2020

Details of Listing of Equity Shares and Stock Code

National Stock Exchange of India Ltd. (NSE) Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra – Kurla Complex, Bandra (E), Mumbai 400 051.	BSE Ltd. (BSE) PJ Towers, Dalal Street, Fort, Mumbai 400 001.	The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata 700 001 [Application for delisting has been made].
BALRAMCHIN	500038	12012

Listing Fees

Listing fee for the year 2019-20 has been paid to each of the above named stock exchanges.

Depositories

National Securities Depository Ltd. Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400013.	Central Depository Services (India) Ltd. Marathon Futurex, A-Wing, 25th Floor, NM Joshi Marg, Lower Parel, Mumbai - 400013.
--	--

ISIN

INE119A01028 (Equity Shares)

Reuters Code

NSE – BACH.NS and BSE – BACH.BO

Market Price Data (Face value of ₹1 each)

NSE		Months	BSE	
High (₹)	Low (₹)		High (₹)	Low (₹)
82.75	64.15	April, 2018	82.75	64.25
75.35	58.70	May, 2018	75.25	58.80
75.50	63.25	June, 2018	75.40	63.40
74.45	59.70	July, 2018	74.55	59.70
77.85	69.00	August, 2018	77.90	69.05
98.95	68.00	September, 2018	98.95	67.85
113.35	65.00	October, 2018	113.20	66.00
119.60	96.25	November, 2018	119.55	89.00
107.30	96.05	December, 2018	107.00	96.50
114.85	98.10	January, 2019	114.90	98.00
134.35	101.15	February, 2019	134.35	101.25
144.10	126.65	March, 2019	144.00	126.70

Stock Performance in comparison to broad based indices

Financial year	NSE CNX NIFTY		BSE SENSEX	
	Change in BCML share price	Change in Nifty	Change in BCML share price	Change in SENSEX
2018-19	81.23%	14.93%	81.17%	17.30%

Credit Ratings

The Company has obtained credit ratings for the credit facilities sanctioned to it and the strong ratings ascribed by the Rating Agencies reflect the Company's financial discipline and prudence in debt management. Pursuant to Para C(9) of Schedule V to the Listing Regulations, details of the current credit rating profile of the Company are given below:

Facilities	Rating Agency	Rating
Long-term Scale	ICRA	AA/Stable
	CRISIL	AA/Stable
Short-term Scale	ICRA	A1+
	CRISIL	A1+
Commercial Papers	ICRA	A1+
	CRISIL	A1+

The letters assigning the aforesaid credit ratings and any revision thereof issued by the Rating Agencies are available on the website of the Company under the section "Investor Corner".

Registrar and Share Transfer Agent

Karvy Fintech Private Limited Apeejay House Block "B", 3rd Floor, 15, Park Street, Kolkata – 700016	Karvy Fintech Private Limited Karvy Selenium Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032	Tel. No. 040-67161500 Fax No. 040-23420814 Toll Free No.1800-345-4001 Email: einward.ris@karvy.com Website: www.karvyfintech.com
--	--	--

Pursuant to an Order passed by the National Company Law Tribunal, Hyderabad Bench ("NCLT"), the operations of Karvy Computershare Private Limited ("KCPL"), Registrar and Transfer Agent of the Company have been transferred to Karvy Fintech Private Limited ("Karvy Fintech") w.e.f. 17th November, 2018. Further, pursuant to the said Order all the existing agreements to which KCPL is a party including the agreement entered into by the Company shall be in full force and vest with Karvy Fintech. Accordingly, Karvy Fintech is the Registrar and Share Transfer Agent of the Company.

Share Transfer System

Pursuant to the amendment in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent notification(s) issued by SEBI, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. In this regard, SEBI has issued a Press Release clarifying that the said amendment does not prohibit an investor from holding shares in physical form and can hold shares in physical form even after 1st April, 2019. However, any investor who is desirous of transferring shares (which are held in physical form) after 1st April, 2019 can do so only after the shares are dematerialized. Further, the transfer deed(s) once lodged prior to the deadline of 1st April, 2019 and returned due to deficiency in the document may be re-lodged for transfer even after the deadline.

All valid share transfer requests lodged prior to 1st April, 2019 and demat requests are processed and put into effect within a maximum period of 15 days from the date of receipt.

Shareholding Pattern as on 31st March, 2019

Category	No. of Shares	% of Holding
Promoters' Holding (A)	9,36,24,577	40.98
Public Shareholding (B)		
Financial Institutions, Insurance Companies, Banks, NBFCs and Mutual Funds	1,77,56,658	7.77
Foreign Institutional Investors & Foreign Portfolio Investors	2,30,079	0.10
Corporate Bodies	1,11,62,224	4.89
NRIs	12,92,446	0.57
Trusts	1,22,992	0.05
Foreign Portfolio Investor (Corporate)	4,68,08,507	20.49
Indian Public	5,63,87,309	24.69
IEPF	5,51,639	0.24
Clearing Members	5,01,896	0.22
Total (A) + (B)	22,84,38,327	100.00

Distribution of Shareholding and Dematerialisation position as on 31st March, 2019

Shareholding Range	No. of Holders	% of total holders	No. of Shares Held	% of total shares
Up to 5000	86710	98.35	2,22,21,064	9.73
5001 - 10,000	658	0.75	48,88,294	2.14
10,001 - 20,000	364	0.41	51,50,649	2.25
20,001 - 30,000	133	0.15	32,59,560	1.43
30,001-100,000	169	0.19	84,49,317	3.70
100,001 and above	135	0.15	18446,9443	80.75
Total	88169	100.00	22,84,38,327	100.00

Dematerialisation of shares and Liquidity

Around 99.59% of the Share Capital is held in dematerialised form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd. (CDSL) as at 31st March, 2019.

Status of Unpaid Dividend

Dividend for the year	Amount of dividend (₹ in Lacs)	Amount of unpaid dividend as at 31.03.2019 (₹ in Lacs)	Due date of transfer to IEPF
2012-13	4886.28	39.89	7th September, 2020
2016-17 (Interim)	8574.58	58.04	18th September, 2023
2017-18 (Interim)	5875.56	44.44	4th September, 2024
2018-19 (Interim)	5710.96	23.07	7th March, 2026

The Company sends reminders to the shareholders for the unpaid dividend every year.

In terms of Section 125 of the Act, read with rules made thereunder, the Company is required to transfer the unpaid dividend amounts which remained unclaimed for 7 years from the date of transfer of such amounts to Unpaid Dividend A/C to Investor Education and Protection Fund. In compliance with the same, the Company has transferred Unpaid Dividend for the year 2009-11 amounting to ₹13.34 Lacs to Investor Education and Protection Fund on 25th September, 2018.

Equity Shares in Demat Suspense Account

In terms of Regulation 34 read with Schedule V to the Listing Regulations, the Company reports the following details in respect of equity shares lying in the Demat Suspense Account of the Company:

Particulars	Number of Shareholders	Number of equity shares
Aggregate number of shareholders and the outstanding shares lying in the Demat Suspense Account at the beginning of the year	4,347	78,538
Aggregate number of shareholders and the outstanding shares transferred to Suspense Account during the year	2	1016
Number of shareholders who approached the Company for transfer of shares from the Suspense Account during the year	Nil	Nil
Number of Shares transferred to Investor Education and Protection Fund (Demat)	3,792	22,935
Number of shareholders to whom shares were transferred from the Suspense Account during the year	Nil	Nil
Aggregate number of shareholders and the outstanding shares lying in the Suspense Account at the end of the year	553	54,587

The voting rights on the shares outstanding in the Suspense Account as at 31st March, 2019 shall remain frozen till the rightful owners of such shares claim their shares.

Compulsory transfer of Equity Shares to Investor Education and Protection Fund (IEPF) Suspense Account:

In terms of the provisions of the Section 124(6) of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended) ("the Rules") and other applicable rules, notifications and circulars, if any, the Company has transferred the shares, in respect of which dividend remained unpaid / unclaimed for a period of seven (7) consecutive years to the Demat Account of the IEPF Authority ("the IEPF Demat Account") after giving individual as well as newspaper notices to the shareholders holding shares relating to which they have not encashed their dividend since 2009-11 (i.e. none of the dividend(s) declared since 2009-11 were encashed), that such shares are liable to be transferred by the Company under the said Rules to the IEPF Demat Account. The Company has also uploaded the necessary details in this respect on its website at (www.chini.com).

Shareholders can claim both the unclaimed/ unpaid dividend and equity shares transferred to the IEPF Demat Account including benefits accruing on such equity shares, if any, from the IEPF Authority by making an online application in the prescribed Form IEPF-5 (available on the website www.iepf.gov.in) and sending

a duly signed (as per the specimen signature recorded with the Company/Depository) physical copy of the same along with the requisite documents enumerated in Form IEPF-5 to the Company for verification of the claim.

In order to assist the shareholders in the same, the Company has also taken an initiative of publishing and distributing a stepwise guide - "How to claim shares and dividends from IEPF – An Investor's Guide". Shareholders willing to obtain a free copy of the same can write to kamal.sewoda@bcml.in

Plant Locations

- Unit 1 :** Balrampur (Sugar, Co-generation, Distillery and Agro divisions), Dist. Balrampur, Uttar Pradesh.
- Unit 2 :** Babhnan (Sugar, Co-generation and Distillery divisions), Dist. Gonda, Uttar Pradesh.
- Unit 3 :** Tulsipur (Sugar division), Dist. Balrampur, Uttar Pradesh.
- Unit 4 :** Haidergarh (Sugar and Co-generation divisions), Dist. Barabanki, Uttar Pradesh.
- Unit 5 :** Akbarpur (Sugar and Co-generation divisions), Dist. Ambedkarnagar, Uttar Pradesh.
- Unit 6 :** Mankapur (Sugar, Co-generation, Distillery and Agro divisions) Dist. Gonda, Uttar Pradesh.
- Unit 7 :** Rauzagaon (Sugar and Co-generation divisions) Dist. Faizabad, Uttar Pradesh.
- Unit 8 :** Kumbhi (Sugar and Co-generation divisions), Dist. Lakhimpur-Kheri, Uttar Pradesh.

Unit 9: Gularia (Sugar and Co-generation divisions), Dist. Lakhimpur-Kheri, Uttar Pradesh.

Unit 10: Maizapur (Sugar division), Dist. Gonda, Uttar Pradesh.

Investors' Correspondence

Shri Kamal Sewoda

Deputy Manager - Secretarial

Balrampur Chini Mills Limited

FMC Fortuna, 2nd Floor

234/3A, A.J.C. Bose Road

Kolkata – 700 020

Phone : (033) 2287 4749

The Company has designated investorgrievances@bcml.in (email id) exclusively for the purpose of registering complaints by investors.

Other Disclosures

i) The Company does not have any materially significant related party transaction, which may have potential conflict with the interests of the Company at large. The transactions with related parties, in normal course of business, have been disclosed separately in the Notes to the Financial Statements. The Company has disclosed the policy on dealing with the related party transactions on its website at the following web-link:

http://chini.com/wp-content/uploads/2018/03/Policy_on_materiality_of_Related_Party_Transactions.pdf

ii) There were no instances of non-compliances related to capital markets during the year under review and no penalties/strictures were imposed against the Company during the last three years.

iii) Whistle Blower Policy framed by the Company to deal with unethical behavior, victimisation, fraud and other grievances or concerns, if any, is available on the Company's website at the following web-link:

http://chini.com/wp-content/uploads/2018/03/Vigil_Mechanism_Policy.pdf

During the year 2018-19, no personnel has been denied access to the Audit Committee.

iv) All mandatory requirements relating to corporate governance under the Listing Regulations have been appropriately complied with and the status of non-mandatory (discretionary) requirements is given below:

1. The Company doesn't bear any expenses of the Non-Executive Chairman's Office.
2. The Company's financial statements for the year ended March 31, 2019 do not contain any modified audit opinion.
3. The Company has appointed separate persons as its Chairman and Managing Director.

4. The Internal Auditors of the Company report directly to the Audit Committee.

v) The Company doesn't have any unlisted subsidiary company as defined in the Listing Regulations and therefore corresponding disclosures have not been made.

vi) In terms of the Listing Regulations, the Management Discussion and Analysis Report forms part of the Annual Report. Details of significant changes in key financial ratios, along with detailed explanations thereof (including details of any change in Return on Net Worth as compared to the immediately previous financial year along with a detailed explanation thereof) have been adequately covered under the Management Discussion and Analysis Report.

vii) The CEO & CFO Certification for the year 2018-19 forms part of the Annual Report.

viii) The financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 (the "Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the date the financial statements are approved for issue by the Board of Directors has been considered in preparing these financial statements.

ix) The Company has laid down Risk Assessment and Minimisation procedures and the same are periodically reviewed by the Board. The Company has a defined Risk Management Policy approved by the Board of Directors of the Company. The said policy was reviewed and revised by the Board of Directors at its meeting held on 8th February, 2018 and the same was made applicable w.e.f. 1st April, 2018. The Risk Management Policy is available on the website of the Company at the following web-link:

http://chini.com/wp-content/uploads/2019/05/Risk-Management-Policy_BCML_Revised_Applicable_April-2018.pdf

Further, the Company has adequate internal control systems to identify risks at appropriate time and to ensure that the executive management controls the risk through properly defined framework.

In addition to the above, the Board of Directors of the Company has constituted a Risk Management Committee of the Board effective from 1st April, 2019, to review, in particular, the Risk Management Policy of the Company, the effectiveness and adequacy of the Risk Management Systems of the Company, including cyber security, etc.

Commodities form a major part of business of the Company and hence commodity price risk is one of the important risks for the Company. The Company has a robust mechanism in place to protect the Company's interest from risks arising out of market volatility.

Information required under clause 9(n) of Part C of Schedule V to the Listing Regulations and SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018 are given hereunder:

Sugar, Ethanol and Power together constitute for more than 99% of the Company's revenues.

The major segment in which the Company operates in, which accounts for around 80% of the Company's revenues, is Sugar. The Company does not physically export sugar unless it is mandated by the Government. For domestic sales, under the current regime, sales quotas are announced by the Government on monthly basis. Further there are not many active platforms in India which allow hedging of domestic sugar sales. In addition to above, the Govt. of India has recently announced Minimum Sale Price (MSP) for sale of sugar in the open market by every sugar mill. Such MSP, currently at ₹31/- per kg acts as a minimum floor price for the sale of sugar by the sugar mills in India.

Similarly for supply of power to the State Electricity Grid, which are governed under long term Power Purchase Agreement(s) with the State Electricity Board, the prices are fixed for a term of five years with an escalation clause every year and therefore requires no hedging.

The Ethanol price is fixed by the Central Government every year for the tender period December to November and therefore requires no hedging.

Accordingly, the details required under SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018 are not applicable to the Company.

Further disclosures relating to risks and activities including commodity price risk, foreign exchange risk, etc., have been

adequately covered under the Management Discussion and Analysis Report forming part of the Annual Report.

- x) The disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are given in the Board's Report.
- xi) A certificate has been obtained from CS Amber Ahmed & Associates, Practicing Company Secretaries confirming that none of the Directors of the Company have been debarred or disqualified by the Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority from being appointed or continuing as directors of the Company and the same forms part of the Annual Report.
- xii) All recommendations made by the Committees of the Board during the year were accepted by the Board. During the year 2018-19, there was no such instance wherein the Board had not accepted any recommendation of any committee of the Board.
- xiii) Details of total fees for all services paid by the Company on a consolidated basis, to the Statutory Auditors and all entities in the network firm/network entity of which the Statutory Auditors are a part, given below:

Year 2018-19	Total (₹)
For Statutory Audit	4,500,000
For Taxation Matters	-
For Limited Review & other Audits	1,350,000
For Management Services	-
For Certification Work	170,000
Reimbursement of Expenses	-
	6,020,000

- xiv) The Company has duly complied with the requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.
- xv) Other items which are not applicable to the Company have not been separately commented upon.

For and on behalf of the Board of Directors

sd/-
Dr. Arvind Krishna Saxena
Whole-time Director
DIN – 00846939

sd/-
Vivek Saraogi
Managing Director
DIN – 00221419

Place: Kolkata
Date: 25th May, 2019

DECLARATION REGARDING COMPLIANCE WITH THE CODE OF CONDUCT

Balrampur Chini Mills Limited ("the Company") has adopted the Code of Conduct for its Board Members and Senior Management Personnel and the same is available on the website of the Company.

It is hereby confirmed that the Company has obtained affirmation from all the Board Members and Senior Management Personnel that they have complied with the said Code for the financial year 2018-19.

Place: Kolkata

Date: 25th May, 2019

sd/-

Vivek Saraogi

Managing Director

Balrampur Chini Mills Limited

CERTIFICATION BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER IN TERMS OF REGULATION 17(8) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

We, the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Balrampur Chini Mills Limited ("the Company") to the best of our knowledge and belief, hereby certify that:

- A. We have reviewed the financial statements for the year ended 31st March, 2019 and that to the best of our knowledge and belief, we state that:
 1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. We further state that to the best of our knowledge and belief, no transactions were entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee
 1. there has been no significant change in internal control over financial reporting during the year;
 2. there has been no significant change in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 3. there has been no instance of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control systems over financial reporting.

Place: Kolkata

Date: 25th May, 2019

sd/-

Vivek Saraogi

Managing Director

sd/-

Pramod Patwari

Chief Financial Officer

PRACTICING COMPANY SECRETARY'S CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members
Balrampur Chini Mills Limited

I have examined the compliance of conditions of Corporate Governance by Balrampur Chini Mills Limited (the "Company") for the year ended on 31st March, 2019, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C and D of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the "Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

My examination has been limited to the review of the procedures and implementation thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Clause and / or Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of information and according to the explanations given to me and representations made by the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C and D of Schedule V to the Listing Regulations.

I further state that such compliance is neither an assurance as to future viability of the Company nor as to the efficiency or effectiveness with which the Management has conducted the affairs of the Company

For **AMBER AHMAD & ASSOCIATES**
Company Secretaries

Place : Kolkata
Date : 22nd May, 2019

sd/-
CS AMBER AHMAD
Proprietor
Membership No.: FCS 9312
C.P. NO.: 8581

To,
The Board of Directors
Balrampur Chini Mills Limited
234/3A, A.J.C. Bose Road,
FMC Fortuna, 2nd Floor,
Kolkata – 700020

Sub: Certificate in terms of Para C (10)(i) of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

I have examined relevant records (including data available on MCA Portal), papers, documents, the Disclosures, Declarations and Confirmations received from the Directors of Balrampur Chini Mills Limited (the "Company") and based on the information and explanations furnished to me by the Company, I hereby certify that:

"None of the Directors of the Company has been debarred or disqualified by SEBI, Ministry of Corporate Affairs or any such statutory authority from being appointed or continuing as director of the Company."

Thanking you,

Yours faithfully,
For **AMBER AHMAD & ASSOCIATES**
Company Secretaries

sd/-
CS AMBER AHMAD
Proprietor

Membership No.: FCS 9312
C.P. NO.: 8581

Place : Kolkata
Date : 20th May, 2019

Annexure IX to the Board's Report

BUSINESS RESPONSIBILITY REPORT

About Balrampur Chini Mills Limited:

Balrampur Chini Mills Limited ("the Company") is one of the largest integrated sugar manufacturing companies in India. The Company has 10 factories in Uttar Pradesh possessing a cane crushing capacity of 76,500 tonnes per day in aggregate while its distilleries possess an aggregate capacity of 360 kiloliters per day and cogeneration capacity of 262.41 megawatts (saleable 163.20 megawatts).

About this report:

Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("the Listing Regulations"), prescribe that the Top 500 companies based on market capitalization as on March 31st of every financial year, shall have "Business Responsibility Report" as part of their Annual Report.

Since the Company was one of the Top 500 companies based on market capitalization, the Business Responsibility Report of the Company was presented for the financial years 2016-17 and 2017-18. The same is not applicable for the Company for the financial year 2018-19, since the Company was not amongst the Top 500 companies based on market capitalization as on 31st March, 2018. However, for sake of continuity, the Company is presenting its 3rd Business Responsibility Report ("the BR Report") on a voluntary basis.

The Business Responsibility Policy of the Company is based on the National Voluntary Guidelines on Social, Environmental & Economic Responsibilities of Business (NVGs) issued by the Ministry of Corporate Affairs, Government of India. The BR Report has been prepared in accordance with Regulation 34 of the Listing Regulations and provides the requisite information as prescribed by SEBI.

SECTION A: General information about the Company:

1.	Corporate Identity Number (CIN) of the Company:	L15421WB1975PLC030118	
2.	Name of the Company:	Balrampur Chini Mills Limited	
3.	Registered Address:	234/3A, A J C Bose Road, FMC Fortuna, 2nd Floor, Kolkata 700020	
4.	Website:	www.chini.com	
5.	Email ID:	bcml@bcml.in	
6.	Financial Year Reported:	2018-19	
7.	Sector(s) that the Company is engaged in (industrial activity code-wise):	Manufacturing of Sugar	10721
		Production of Industrial Alcohol	1101
		Generation of Power	35106
8.	List three key products/services that the Company manufactures/provides (as in balance sheet):	1. Sugar 2. Industrial Alcohol 3. Power (Co-generation)	
9.	Total number of locations where business activity is undertaken by the Company:	1. Number of International Locations (Provide details of major 5) – Nil 2. Number of National Locations: The Company carries out its operations through its Registered Office in Kolkata (West Bengal), offices in New Delhi and Lucknow and 10 Manufacturing Facilities located across Eastern and Central Uttar Pradesh at Balrampur, Babhnan, Tulsipur, Haidergarh, Akbarpur, Mankapur, Rauzagaon, Kumbhi, Gularia and Maizapur.	
10.	Markets served by the Company – Local/State/ National/International	Local	✓
		State	✓
		National	✓
		International	✓

SECTION B: Financial details of the Company:

1.	Paid up Capital (INR)	22,84,38,327
2.	Total Turnover (INR)	4285.78 Crore
3.	Total profit after taxes (INR)	570.64 Crore
4.	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	0.76% of average net profit of last three financial years.
5.	List of activities in which expenditure in 4 above has been incurred:-	Please refer to Annexure VI to the Board's Report forming part of this Annual Report.

SECTION C: Other Details:

- Does the Company have any Subsidiary Company/ Companies?
No, the Company does not have any subsidiary as on 31st March, 2019.
- 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.
- 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:

- Details of Director/Directors responsible for BR
 - Details of the Director/Directors responsible for implementation of the BR policy/policies
 - DIN: 00846939
 - Name: Dr. Arvind Krishna Saxena
 - Designation: Whole-time Director
 - Details of the BR head

No.	Particulars	Details
1.	DIN Number (if applicable)	N.A.
2.	Name	Shri N. K. Khetan and Shri N. K. Agarwal
3.	Designation	Shri N. K. Khetan - Executive President & Group Commercial Advisor Shri N. K. Agarwal - Executive President
4.	Telephone number	05263 – 232379
5.	e-mail id	nk.khetan@bcml.in nk.agarwal@bcml.in

2. Principle-wise (as per NVGs) BR Policy/policies:

(a) Details of compliance:

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
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, the 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. Apart from this, the policies on the principles are based on the generally accepted practices for the respective principles. The Company is in a process of making the Policy conform to the "National Guidelines on Responsible Business Conduct (NGRBC)" released by the Ministry of Corporate Affairs, Government of India in March 2019.								
4.	Has the policy being approved by the Board? If yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Yes, the Board of Directors of the Company has approved the Policy at their meeting held on 15th November, 2016 and the same was revised at a meeting of the Executive Committee of the Board held on 29th November, 2018. The Policy has been signed by the Company Secretary, pursuant to the authorization by the Board.								
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://chini.com/wp-content/uploads/2019/05/BRR_Policy_16052019.pdf								
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	The Policy has been posted on the Company's website for information of all stakeholders. For internal stakeholders, appropriate communication means like Notice Boards, etc., are used.								
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?	The implementation of the Business Responsibility Policy was evaluated by the Internal Auditors of the Company, being an independent audit firm, who reports issues, if any, to the Board of Directors of the Company.								

(b) If answer to the question at serial number 1 against any principle, is 'No', please explain why: (Tick up to 2 options)

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
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, More than 1 year

Annually. The Board of Directors has reviewed the BR performance of the Company at their meeting held on 4th February, 2019.

- (b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

The Company has published its Business Responsibility Report (on an annual basis) from the financial year 2016-17 and onwards and the same forms part of the relevant Annual Reports. The same can be accessed at www.chini.com.

SECTION E: Principle-wise performance:

Principle 1

- Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/Contractors/NGOs /Others?

The Company's policies on Ethics, Transparency and Accountability along with the Company's Code of Conduct and Business Ethics ("the Code") are applicable to all directors and employees of the Company. The directors and employees of the Company are expected to read and understand the Code, uphold the standards mentioned thereunder in their day-to-day activities and comply with all applicable laws, rules and regulations. The Company also has in place a Whistle Blower Policy.

There is no group structure or joint venture of the Company. The Company does not have any subsidiary. The Company is gradually encouraging parties associated with it like vendors, suppliers, contractors, etc., to follow the principles envisaged in the Policy.

- 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.

Stakeholder	Complaints Received during FY 2018-19	Complaints Resolved during FY 2018-19	Complaints Resolved (%)
Investors' Complaints	270	270	100%
Customers' Complaints	18	18	100%
Total	288	288	100%

Principle 2

- List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

The Company is engaged in manufacturing of sugar, industrial alcohol and co-generation of power. All the products of the Company take care of the social / environment concerns and risks. The Company has bagasse-based power generation facilities, which is a great alternative to fossil fuels and reduces greenhouse gas emission to safeguard the environment. The Company has also invested in optimization of power and steam consumption which saves additional bagasse and provides additional raw material for enhanced running of capacities already installed. Earlier the effluents from sugar mills was considered a nuisance, however, with improved effluent treatment systems now available, the treated affluent has become a boom for farmers for land irrigation. The treated water is recycled through RO Plants to substitute fresh water requirements.

The Industrial Alcohol producing units are running on Zero Liquid Discharge (ZLD) technology and therefore, does not have any negative impact on the environment.

- 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 throughout the value chain?

The Company has progressively invested in optimum use of resources. The core cane crushing operation generates molasses (as by-product) and bagasse (as waste); molasses is utilized to manufacture ethanol (a green fuel) while bagasse is being utilized to generate green power.

Sugarcane process produces 45 - 50% water (450 - 500 litres / ton cane crush) on cane crushed in the form of vapour condensate of 70-80 degree centigrade out of which approximately 28 - 30% (280 - 300 litres / ton cane crush) evaporates through cooling towers while the remaining 17 - 20% (170 - 200 litres / ton cane crush) is captured within the system through recirculation.

All our sugar units are now equipped with the latest effluent treatment plants (ETP) coupled with buffer storage reservoirs to avoid shock dosing of the ETP and with ponds for irrigation to comply with pollution control norms. We are one of the few companies having Sulphate removal system installed and running at our units. Though we are not in GANGA BASIN, we have upgraded our effluent treatment plants well before others to the best possible levels.

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

The data regarding reduction during usage by consumers is not available with the Company but the Company regularly makes investments to reduce steam and power consumption.

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.

Yes, the Company deploys sustainable procurement practice. All the plants of the Company are situated close to cane growing area. Entire raw material is procured sustainably. Since the inputs are procured from sources close to the units, it also helps in minimizing transportation costs. Cane is also supplied by small and medium farmers through bullock driven carts. This significantly reduces the environmental impact of transportation of raw materials.

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?

The Company sources 100% of its raw materials (that is, sugarcane) from areas near to the units. It procures cane from the farmers (including small and medium farmers) based on the areas allotted to the respective units by the Cane Commissioner. The Company works closely with cane growers of the allotted areas to improve their productivity. In order to achieve this, the Company shares knowledge and expertise in sustainable agriculture practices with the farmers for cane cultivation. Besides this, the farmers are also guided on selection and use of right type of agri-inputs. These developmental activities help in improvement of quality and yield of cane thereby benefitting the Company as well as the farmers. The Company has been highly effective in encouraging farmers to grow the best variety of cane.

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.

The core cane crushing operation generates molasses as a by-product which is utilized to manufacture ethanol. Waste generated from sugar crushing operation (bagasse) & distillery operation (spent wash) are used as fuel for generating clean energy. Further, Boiler Ash generated from Incineration Plants is rich in Potash and thereby serves as a vital soil nutrient. We have installed potash granulation plant for converting the rich potash resource into a form which can be used as agri-inputs.

Thus the by-products and waste generated out of manufacturing processes are mostly recycled.

Principle 3

As on 31st March, 2019

1.	Please indicate the Total number of employees.	3850 (Not including Badli Workers, Seasonal, Retainers, Advisors, Trainees / Apprentices, etc.,)
2.	Please indicate the Total number of employees hired on temporary/ contractual/casual basis.	Sugar Industry being a seasonal industry (October to September), the Company has different number of employees hired on seasonal basis during the season and off-season. In view of this, the number of employees hired on seasonal / temporary / contractual / casual basis as on 31st March, 2019 would not be meaningful and hence not provided.
3.	Please indicate the Number of permanent women employees.	5
4.	Please indicate the Number of permanent employees with disabilities.	2
5.	Do you have an employee association that is recognized by management.	Yes
6.	What percentage of your permanent employees is members of this recognized employee association?	The Company has 10 Sugar Mills located across Eastern and Central Uttar Pradesh. The factory-wise percentage varies from Nil to 70%.
7.	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
8.	What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?	
a.	Permanent Employees	69%
b.	Permanent Women Employees	20%
c.	Casual/Temporary/Contractual Employees	32%
d.	Employees with Disabilities	50%

Principle 4

1. Has the company mapped its internal and external stakeholders? Yes/No

Yes

2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders.

The Company identifies marginal growers with very small land holdings around its units as disadvantaged, vulnerable & marginalized stakeholders. The Company continuously engages with majority of them for identifying their needs & priorities and provides need based resolution to their problems.

3. 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.

Developmental activities are carried out by the Company by providing necessary guidance to the small and marginalized cane growers towards selection of right variety of seed and agri-inputs, etc.

Principle 5

1. 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's policy on Respecting and Promoting Human Rights is applicable to all directors and employees of the Company. There is no group structure or joint venture of the Company. The Company doesn't have any subsidiary. The Company is gradually encouraging vendors, suppliers, contractors, etc., associated with it, to follow the principles envisaged in the Policy.

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

No complaint was received pertaining to human rights violation during the past financial year.

Principle 6

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's policies on Respecting, Promoting and Restoring the Environment and in relation to Environment, Health & Safety (EHS) are applicable to all directors and employees of the Company. There is no group structure or joint venture of the Company. The Company doesn't have any subsidiary. The Company is gradually encouraging vendors, suppliers, contractors, etc. associated with it to follow the principles envisaged in the Policy. The EHS Policy also covers the contractors engaged by the Company.

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

Global environment issues such as climate change, global warming, GHG emissions pose challenges to all. The Company is totally committed to reduce their impact. At the captive power plants, Bagasses (waste generated) is used as fuel for generating power. At the Distillery, Spent Wash (effluent generated) is mixed with Bagasse and used as fuel in boilers to generate clean energy with minimal carbon footprint by incineration process.

There is no usage of non-renewal resources except in case of power outages/emergency. The Company has installed ESP and wet scrubbers at the boilers to arrest / control air pollution.


3. Does the company identify and assess potential environmental risks? Y/N

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 undertaken several initiatives on clean technology, energy efficiency, renewable energy, etc. The Company has achieved spectacular results in utilization of hazardous and pollutant industrial waste namely Spent Wash. This waste is used as a fuel at the incineration boilers of the Company for generating clean energy.

Further details relating to conservation of energy can be found in Annexure IV forming part of the Board's Report.

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

All the emissions / waste generated by the Company during the financial year 2018-19 are generally 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 notices from CPCB/SPCB are pending as on 31st March, 2019.

Principle 7

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:

The Company is member of various trade, industry and chamber associations like CII, FICCI, Indian Chamber of Commerce, Indian Sugar Mills Association, UP Sugar Mills Association, UP Sugar Mills Co Gen Association, etc.

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

The Company prefers to be part of the broader policy development process taking into account the Company's as well as larger national and stakeholders' interest. However, it does not practice lobbying on any specific issue.

Principle 8

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

CSR activities are carried on by the Company through :

- (i) Balrampur Institute of Vocational Aid,
- (ii) Balrampur Foundation,
- (iii) Other societies, trusts, hospitals, funds or organisations engaged in CSR activities, as may be approved by the CSR Committee of the Board.

The details of programmes/ initiatives/ projects in pursuit of the CSR policy are provided in the CSR Report forming part of the Board's Report.

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

The programmes/projects are undertaken through own foundation as well as through other external NGOs / organizations subject to approval of CSR Committee.

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

The Company assesses the impact of its CSR Projects and Programmes at Board and CSR Committee meetings. Updates on the utilization, certifications and details received from the implementing agencies are placed at the CSR Committee meetings for its review and assessment.

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

The Company has spent an amount of ₹293.44 Lacs in various CSR activities during the year 2018-19. The details of the amount incurred and areas covered are given in Annexure - VI (Annual Report on Corporate Social Responsibility Activities) forming part of the Board's Report.

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.

Apart from various CSR projects and programs eligible as CSR spend under the prescribed law, various community development initiatives are also undertaken by the Company after identifying the needs of the communities requiring development. The Company also interacts with the stakeholders to ensure that its projects are being implemented effectively. Apart from this, the Company also procures details of utilization / certificates of utilization from the implementing agencies to which the Company has contributed for community development.

Principle 9

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

The Company has successfully resolved 100% of the complaints received during the financial year ended 31st March, 2019 and no complaint relating to the current year or an earlier year is pending.

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, the applicable product information, wherever it is sold in packed condition (i.e. Sugar), is displayed on the bags. Besides, the Company complies with the applicable regulations as provided in Legal Metrology Act, Bureau of Indian Standards Specifications, Food Safety and Standards Act and the relevant rules prescribed therein.

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

The Company never indulges in any unfair trade practices, irresponsible advertising and/or anti-competitive behavior, however, based on a complaint, CCI has ordered investigation against the Oil Marketing Companies (OMCs), ISMA and various Sugar Mills (including the Company) for anti-competitive behavior in the tender floated by OMCs in 2012-13 for procurement of Ethanol under the Ethanol Blending with Petrol programme of the Government of India. The said allegation has been contested by the Company. In this regard, CCI has passed an Order dated 18th September, 2018 (CCI Order), inter alia, imposing a penalty of ₹4.28 Crores on the Company. The CCI Order has been challenged by the Company before the Hon'ble NCLAT and the said Tribunal has stayed the CCI Order so far as it relates to the penalty amount subject to deposit of 10% of the penalty amount, which has been complied by the Company. The outcome the said appeal before the Hon'ble NCLAT is pending at the end of the financial year under report.

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

There is no formal customer survey carried out by the Company. However, the Company ensures customer satisfaction by obtaining informal feedback from the wholesalers / agents from the market. Further, the website of the Company has a specific section where customers can post their queries, grievances and feedback for the products of the Company.

For and on behalf of the Board of Directors

sd/-

Dr. Arvind Krishna Saxena

Whole-time Director

DIN – 00846939

sd/-

Vivek Saraogi

Managing Director

DIN – 00221419

Place: Kolkata

Date: 25th May, 2019

Annexure X to the Board's Report

FORM NO. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members,

BALRAMPUR CHINI MILLS LIMITED

FMC Fortuna, 2nd Floor

234/3A, A. J. C. Bose Road

Kolkata – 700 020

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by BALRAMPUR CHINI MILLS LIMITED (hereinafter called "the Company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

The Company's Management is responsible for preparation and maintenance of secretarial and other records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

Based on our verification of the 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 authorised representatives during the conduct of the secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019, 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, 2019, to the extent applicable, according to the provisions of:

- i) The Companies Act, 2013 (as amended) (the Act) and the Rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 and Rules made thereunder;
- iii) The Depositories Act, 1996 and Regulations and Bye-laws framed thereunder;
- iv) The 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;
- v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") or by SEBI, to the extent applicable:
 - 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 (Issue of Capital and Disclosure Requirements) Regulations, 2009 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 and the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018
 - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- vi) Other than fiscal, labour and environmental laws which are generally applicable to all manufacturing companies, the following laws/acts are also, inter alia, applicable to the Company:
 - a) The Sugar Cess Act, 1982 and Rules made there under;
 - b) The Sugar Development Fund Act, 1982 and rules made there under;

- c) The Sugar (Control) Order, 1966;
- d) The Levy Sugar Price Equalisation Fund Act, 1976 [as intimated by the Company not applicable during the year under audit];
- e) The Food Safety and Standards Act, 2006 and Rules and Regulations made there under;
- f) The Agricultural and Processed Food Products Export Act, 1986 [as intimated by the Company not applicable during the year under audit];
- g) The Export (Quality Control and Inspection) Act, 1963 [as intimated by the Company not applicable during the year under audit];
- h) The Essential Commodities Act, 1955;
- i) The Legal Metrology Act, 2009

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:

- a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes in the composition of the Board of Directors took place during the period under review.

- b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent atleast 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.
- c) None of the directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

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.

We further report that during the audit period, the Company has allotted 10,000 Equity Shares of ₹1 each at a price of ₹45/- per Equity Share on 23rd April, 2018 to the eligible employees on exercise of Options pursuant to Employees Stock Option Scheme, 2005 of the Company.

We further report that during the audit period, the Competition Commission of India (CCI) has, vide its order dated 18th September, 2018, imposed a penalty on the Company. The Company has filed an appeal against the said order of CCI before the Hon'ble National Company Law Appellate Tribunal, New Delhi which is pending final disposal.

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

For **MKB & Associates**
Company Secretaries

sd/-

Manoj Kumar Banthia

Partner

ACS no. 11470

COP no. 7596

FRN: P2010WB042700

Place: Kolkata

Date: 22nd May, 2019



Annexure I

To

The Members

Balrampur Chini Mills Limited

FMC Fortuna, 2nd Floor

234/3A, A. J. C. Bose Road

Kolkata – 700 020

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

1. It is management's responsibility to identify the Laws, Rules, Regulations, Guidelines and Directions which are applicable to the Company depending upon the industry in which it operates and to comply and maintain those records with same in letter and in spirit. Our responsibility is to express an opinion on those records based on our audit.
2. We have followed the audit practices and process 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 process and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the financial records and the Books of Accounts of the Company.
4. Wherever required, we have obtained the Management's Representation about the compliance of Laws, Rules, Regulations, Guidelines and Directions and happening events, etc.
5. 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.

For **MKB & Associates**
Company Secretaries

sd/-

Manoj Kumar Banthia

Partner

ACS no. 11470

COP no. 7596

FRN: P2010WB042700

Place: Kolkata

Date: 22nd May, 2019

FINANCIAL STATEMENTS

Standalone Financial Statements

Independent Auditors' Report	117
Balance Sheet	124
Statement of Profit and Loss	125
Statement of Changes in Equity	126
Cash Flow Statement	128
Notes forming part of the Standalone Financial Statements	131

Consolidated Financial Statements

Independent Auditors' Report	191
Consolidated Balance Sheet	198
Consolidated Statement of Profit and Loss	199
Consolidated Statement of Changes in Equity	200
Consolidated Cash Flow Statement	202
Notes forming part of the Consolidated Financial Statements	205

Independent Auditors' Report

To the Members of

Balrampur Chini Mills Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Balrampur Chini Mills Limited** ("the Company"), which comprise the balance sheet as at 31st March, 2019, and the statement of Profit and Loss (including other Comprehensive Income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory notes for the year ended on that date (hereinafter referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 31st March, 2019, and profit, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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 Auditors' 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 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

Key audit matters are those matters that, in our professional judgment, 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 considered the matters described below to be the key audit matters for incorporation in our report.

Sl. No.	Key Audit Matters	Addressing the Key Audit Matters
1.	<p>Valuation of Inventory of Sugar</p> <p>As on 31st March, 2019, the Company has inventory of sugar with the carrying value of ₹ 209204.53 Lacs which forms major part of the total assets of the Company. The inventory of sugar is valued at the lower of cost and net realizable value.</p> <p>Determination of net realizable value involves judgements and assumptions with respect to regulatory directives and notifications dealing with quantity and price of sugar to be sold and also the stock to be maintained by the Company.</p>	<p>Our audit procedures based on which we arrived at the conclusion regarding reasonableness of the valuation of inventory include the following</p> <ul style="list-style-type: none"> Evaluating the accounting policy followed for valuation of inventory of sugar and appropriateness thereof with respect to relevant accounting standards in this respect Understanding and testing the design and operating effectiveness of controls as established by the management in determination of net realizable value of inventory of sugar. Obtaining an understanding of the determination of the net realizable value and assessing, testing and evaluating the reasonableness keeping in view the significant judgements applied by the management for such valuation. The above includes evaluation of the selling price prevailing around and subsequent to the year end and regulatory directives issued and compliances thereof by the management and rationale for assumptions in the given situation and business environment.

Sl. No.	Key Audit Matters	Addressing the Key Audit Matters
2.	Recognition of Deferred tax assets Deferred tax assets pertaining to MAT Credit entitlement amounting to ₹ 10621.76 Lacs has been recognised during the year. Recognition of deferred tax asset is based on expected reversal and/or utilization thereof against management's projection of future taxable income of the company. This involves estimation of future operations and profitability based on assumptions and anticipations which may be in variance with the actual happening.	Our audit procedures based on which we arrived at the conclusion regarding reasonableness of the recognition of deferred tax asset include the following <ul style="list-style-type: none"> Evaluation of the temporary differences and reversal/ utilisation of deferred tax assets on the basis of internal forecasts by the management and resultant impact on future taxable income of the Company. The above includes critical review of underlying assumptions for consistency and arriving at reasonable level of probability on the matters with due regard to the current and past results and performances, as required in terms of Ind AS 12 Income Taxes and principles in this regard.
3.	Government grants and assistances During the year, the Company has recognised subsidy claims amounting to ₹ 25522.78 Lacs of which ₹18962.86 Lacs is outstanding as receivable as at 31st March 2019. The various schemes have been notified by central and state government to assist sugar mills so that to protect the interest of the farmers in terms of the price and the release of payment against the sugarcane supplied by them. This has been considered to be a matter of significance considering the nature and type of industry in which the company is operating and related compliance requirements of the schemes and appropriateness of timing of recognition of the government grant and resultant income there against.	Our audit procedures based on which we arrived at the conclusion regarding reasonableness of recognition of various government grants include the following <ul style="list-style-type: none"> Understanding and testing the design and operating effectiveness of controls as established by the management for recognition and assessment of recoverability of the claims for government grants. Evaluating the management's assessment for reasonable certainty of the claim considering the compliances with respect to eligibility requirements as embodied in the various schemes issued by the regulators. Review of each notification for ascertaining the performance obligations concerning grant and arriving at timing of recognition and appropriateness for measurement thereof.

Information Other than the Financial Statements and Auditors' Report thereon


- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Management Discussion and Analysis Report and Business Responsibility Report, but does not include Consolidated financial statements and our auditors' report thereon.
- Our opinion on the Consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report with respect to the above.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

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 standalone financial statements that give a true and fair view of the state of affairs (financial position), Profit or Loss (financial performance including other comprehensive income), changes in equity and cash flows 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.



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 judgments 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.

In preparing the financial statements, management 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

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 auditors' 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.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- 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 controls;

- Obtain an understanding of internal control 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;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- 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 auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- 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.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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.

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.

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 auditors' 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

1. As required by the Companies (Auditor's 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.
2. Further to our comments in the annexure referred to in the paragraph above, as required by Section 143(3) of the Act, we report that:
 - a) 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;
 - b) 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;
 - c) 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;
 - d) In our opinion, the aforesaid standalone 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;
 - e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal control with reference to financial statements of the Company.
3. With respect to the other matters to be included in the Auditors' Report 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:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 37(1) to the financial statements;
 - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
4. With respect to the reporting under section 197(16) of the Act to be included in the Auditors' Report, in our opinion and according to the information and explanations given to us, the remuneration (including sitting fees) paid by the Company to its Directors during the current year is in accordance with the provisions of section 197 of the Act and is not in excess of the limit laid down therein.

For **Lodha & Co,**
Chartered Accountants
Firm's ICAI Registration No.:301051E

sd/-
R. P. Singh
Partner
Membership No: 052438

Place of Signature : Kolkata
Date: 25th May, 2019

ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE:

- i) a. The Company has maintained proper records showing full particulars, including quantitative details and situations of its fixed assets.
- b. During the year, fixed assets have been physically verified by the management according to a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. As informed, no material discrepancies were noticed on such verifications.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties, as disclosed in Note no 4 on Property, plant and equipment to financial statements, are held in the name of the Company.
- ii) As informed, the inventories of the Company, have been physically verified by the management during the year at reasonable intervals and no material discrepancies were noticed on such physical verification.
- iii) The Company has not granted any loans secured or unsecured to companies, firms or parties covered in the register maintained under Section 189 of the Act. Accordingly, clause 3 (iii) of the Order is not applicable to the Company.
- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- v) The Company has not accepted any deposits from public covered under Sections 73 to 76 or any other relevant provisions of the Act and rules framed thereunder.
- vi) We have broadly reviewed the books of account maintained by the Company pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 148 (1) of the Act in respect of the Company's products to which the said rules are made applicable and are of the opinion that prima facie, the prescribed records have been maintained. We have, however, not made a detailed examination of the said records with a view to determine whether they are accurate or complete.

- vii) a. According to the information and explanations given to us, during the year, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Investor Education Protection fund, Employees' State Insurance, Income Tax, Custom Duty, Cess, Goods and Services Tax (GST) and other statutory dues as applicable to it.
- b. According to the information and explanations given to us, the details of disputed dues of income tax or sales tax or service tax or duty of customs or duty of excise and value added tax, if any, as at 31st March, 2019, are as follows:

Name of the Statute	Nature of Dues	Amount (₹ in Lacs)	Period to which the amount relates	Forum where dispute is pending
The Central Sales Tax Act, 1956	Central Sales Tax	1.08	2009-10	Dy. Commissioner, (Appeal) - Balrampur

- viii) In our opinion and on the basis of information and explanations given to us by the management, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks or government. The Company has not issued any debentures.
- ix) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. On the basis of our examination and according to the information and explanations given to us, money raised by way of term loans have been applied for the purpose for which the loans were obtained.
- x) During the course of our examination of books of account carried out in accordance with generally accepted auditing practices in India, we have neither come across incidence of any material fraud on or by the Company nor have we been informed of any such cases by the management.
- xi) According to the information and explanations given to us and based on our examination of the records of the Company, 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 where applicable and details of such 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 of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv) According to the information and explanations given to us and as represented to us by the management and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with 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.

For **Lodha & Co,**
Chartered Accountants
Firm's ICAI Registration No.:301051E

sd/-
R. P. Singh
Partner
Place of Signature : Kolkata
Date: 25th May, 2019
Membership No: 052438

ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

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

We have audited the internal financial controls with reference to financial statements of **Balrampur Chini Mills Limited** ("the Company") as of 31st March, 2019 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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements 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. 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.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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.

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 with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 2019, based on the internal control with reference to financial statements 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 **Lodha & Co,**
Chartered Accountants
Firm's ICAI Registration No.:301051E

sd/-
R. P. Singh
Partner
Place of Signature : Kolkata
Date: 25th May, 2019

sd/-
R. P. Singh
Partner
Membership No: 052438

Balance Sheet

as at 31st March, 2019

(₹ in Lacs)

Particulars	Note No.	As at 31st March, 2019		As at 31st March, 2018	
ASSETS					
Non - current assets					
(a) Property, plant and equipment	4	142001.99		144362.74	
(b) Capital work-in-progress	4A	4582.51		1125.21	
(c) Intangible assets	5	153.76		204.24	
(d) Financial assets					
(i) Investments	6	12005.73		8316.33	
(ii) Trade and other receivables	7(i)	-		-	
(iii) Other financial assets	8(i)	145.51		157.56	
(e) Non-current tax assets (net)	9	5253.92		4832.55	
(f) Other non-current assets	10	3198.32	167341.74	520.49	159519.12
Current assets					
(a) Inventories	11	231589.08		180220.07	
(b) Biological assets	12	17.49		11.60	
(c) Financial assets					
(i) Trade and other receivables	7(ii)	45003.36		18221.31	
(ii) Cash and cash equivalents	13	211.76		245.15	
(iii) Bank balances other than cash and cash equivalents	14	281.08		625.64	
(iv) Loans	15	-		13.28	
(v) Other financial assets	8(ii)	19131.56		5186.50	
(d) Other current assets	16	2070.45	298304.78	2024.09	206547.64
Total Assets			465646.52		366066.76
EQUITY AND LIABILITIES					
Equity					
(a) Share capital	17	2284.38		2284.28	
(b) Other equity	18	205985.50	208269.88	156430.06	158714.34
Liabilities					
Non - current liabilities					
(a) Financial liabilities					
(i) Borrowings	19(i)	27924.52		1066.81	
(ii) Other financial liabilities	20(i)	153.09		306.19	
(b) Deferred income	21	2450.40		13.08	
(c) Provisions	22(i)	528.45		433.41	
(d) Deferred tax liabilities (net)	23	7831.51		18345.48	
(e) Other non-current liabilities	24	35.93	38923.90	30.39	20195.36
Current liabilities					
(a) Financial liabilities					
(i) Borrowings	19(ii)	139466.24		86552.16	
(ii) Trade and other payables	25				
(a) Trade Payables					
Total outstanding dues of micro enterprises and small enterprises		95.43		16.98	
Total outstanding dues of creditors other than micro enterprises and small enterprises		60529.44		77999.12	
(b) Other Payables					
Total outstanding dues of micro enterprises and small enterprises		29.08		87.10	
Total outstanding dues of creditors other than micro enterprises and small enterprises		1196.44		425.98	
(iii) Other financial liabilities	20(ii)	11820.94		16951.31	
(b) Deferred income	21	1190.38		1.09	
(c) Other current liabilities	26	3552.41		4752.69	
(d) Provisions	22(ii)	572.38	218452.74	370.63	187157.06
Total Equity and Liabilities			465646.52		366066.76
Corporate information	1				
Significant accounting policies and the accompanying notes 2 to 37 are an integral part of the standalone financial statements.					

As per our report of even date attached.

For **LODHA & CO.**

Chartered Accountants

Firm's ICAI Registration No. - 301051E

For and on behalf of the Board of Directors

Sd/-

R. P. Singh

Partner

Membership No. 052438

Place of Signature: Kolkata

Date: 25th May, 2019

Sd/-

Nitin Bagaria

Company Secretary

Sd/-

Pramod Patwari

Chief Financial Officer

Sd/-

Dr. Arvind Krishna Saxena

Whole-time Director

DIN - 00846939

Sd/-

Vivek Saraogi

Managing Director

DIN - 00221419

Statement of Profit and Loss for the year ended 31st March, 2019

(₹ in Lacs)

Particulars	Note No.	Year ended 31st March, 2019	Year ended 31st March, 2018
Revenue from operations	27	428577.51	440072.06
Other income	28	4274.50	2771.87
Total income		432852.01	442843.93
Expenses:			
Cost of materials consumed	29	359540.70	306487.53
Excise duty on sale of goods		-	5817.76
Changes in inventories of finished goods, by-products and work-in-progress	30	(53836.44)	40974.80
Employee benefits expense	31	23045.79	20400.35
Finance costs	32	4093.51	5203.00
Depreciation and amortisation expense	33	9585.13	9516.41
Other expenses	34	30920.05	21225.95
Total expenses		373348.74	409625.80
Profit before tax		59503.27	33218.13
Tax expense	35		
Current tax		12847.57	7100.56
Deferred tax		(10408.16)	4005.70
Total tax expenses		2439.41	11106.26
Profit for the year		57063.86	22111.87
Other comprehensive income	36		
Items that will not be reclassified to profit or loss		(789.91)	(578.71)
Income tax relating to items that will not be reclassified to profit or loss		276.03	123.51
Total other comprehensive income		(513.88)	(455.20)
Total comprehensive income for the year		56549.98	21656.67
(Comprising of profit and other comprehensive income for the year)			
Earnings per equity share of ₹ 1/- each	37(7)		
- Basic (₹)		24.98	9.41
- Diluted (₹)		24.98	9.41
Weighted average number of shares used in computing earnings per share			
- Basic		228437725	234948663
- Diluted		228437725	234967468
Corporate information	1		
Significant accounting policies and the accompanying notes 2 to 37 are an integral part of the standalone financial statements.			

As per our report of even date attached.

For **LODHA & CO.**
Chartered Accountants
Firm's ICAI Registration No. - 301051E

For and on behalf of the Board of Directors

Sd/-
R. P. Singh
Partner
Membership No. 052438

Sd/-
Nitin Bagaria
Company Secretary

Sd/-
Pramod Patwari
Chief Financial Officer

Sd/-
Dr. Arvind Krishna Saxena
Whole-time Director
DIN - 00846939

Sd/-
Vivek Saraogi
Managing Director
DIN - 00221419

Place of Signature: Kolkata
Date: 25th May, 2019

Statement of Changes in Equity

for the year ended 31st March, 2019

(a) Equity share capital

For the year ended 31st March, 2019

(₹ in Lacs)

	Changes in equity share capital during the year [Refer Note No. 17(c)]	Balance as at 31st March, 2019
Balance as at 1st April, 2018		
2284.28	0.10	2284.38

For the year ended 31st March, 2018

(₹ in Lacs)

	Changes in equity share capital during the year [Refer Note No. 17(c)]	Balance as at 31st March, 2018
Balance as at 1st April, 2017		
2350.10	(65.82)	2284.28

(b) Other equity

(₹ in Lacs)

	Share application money pending allotment	Capital reserve	Securities premium	Capital redemption reserve	Share options outstanding account	Storage fund for molasses	General reserve	Retained earnings	Other comprehensive income	Re-measurement of defined benefit plan	Total other equity
Balance as at 1st April, 2018 as previously reported	4.50	1075.58	24578.91	2820.10	13.23	139.94	64977.91	62820.28	-	-	156430.45
Impact of change in accounting policy relating to accounting of Government Grant [Refer Note No. 37(13)]	-	-	-	-	-	-	-	(0.39)	-	-	(0.39)
Restated Balance as at 1st April, 2018	4.50	1075.58	24578.91	2820.10	13.23	139.94	64977.91	62819.89	-	-	156430.06
Changes in equity during the year ended 31st March, 2019											
Profit for the year	-	-	-	-	-	-	-	57063.86	-	-	57063.86
Other comprehensive income for the year	-	-	-	-	-	-	-	-	(513.88)	-	(513.88)
Total comprehensive income for the year	-	-	-	-	-	-	-	57063.86	(513.88)	-	56549.98
Equity shares issued on exercise of Employees Stock Options [Refer Note No. 37(3)]	(4.50)	-	-	-	-	-	-	-	-	-	(4.50)
Exercise of stock options [Refer Note No. 37(3)]	-	-	8.14	-	(3.74)	-	-	-	-	-	4.40
Forfeiture of stock options [Refer Note No. 37(3)]	-	-	-	-	(9.49)	-	-	-	-	-	(9.49)
Storage fund for molasses created during the year [Refer Note No. 18(vii)]	-	-	-	-	-	39.08	-	-	-	-	39.08
Storage fund for molasses written back during the year [Refer Note No. 18(vii)]	-	-	-	-	-	(139.17)	-	-	-	-	(139.17)
Transfer (to)/from retained earnings	-	-	-	-	-	-	25022.09	(25535.97)	-	513.88	-
Interim dividend [Refer Note No. 37(21)(b)]	-	-	-	-	-	-	-	(5710.96)	-	-	(5710.96)
Dividend distribution tax on interim dividend [Refer Note No. 37(21)(b)]	-	-	-	-	-	-	-	(1173.90)	-	-	(1173.90)
Balance as at 31st March, 2019	-	1075.58	24587.05	2820.10	-	39.85	90000.00	87462.92	-	-	205985.50

Statement of Changes in Equity

for the year ended 31st March, 2019

(b) Other equity (contd.)

(₹ in Lacs)

	Share application money pending allotment	Reserves and surplus						Other comprehensive income		Total other equity
		Capital reserve	Securities premium	Capital redemption reserve	Share options outstanding account	Storage fund for molasses	General reserve	Retained earnings	Re-measurement of defined benefit plan	
Balance as at 1st April, 2017 as previously reported	-	1075.58	34466.26	2754.10	18.09	117.75	64977.91	48365.62	-	151775.31
Impact of change in accounting policy relating to accounting of Government Grant [Refer Note No. 37(13)]	-	-	-	-	-	-	-	(0.20)	-	(0.20)
Restated Balance as at 1st April, 2017	-	1075.58	34466.26	2754.10	18.09	117.75	64977.91	48365.42	-	151775.11
Profit for the year	-	-	-	-	-	-	-	22111.87	-	22111.87
Other comprehensive income for the year	-	-	-	-	-	-	-	(455.20)	(455.20)	(455.20)
Total comprehensive income for the year	-	-	-	-	-	-	-	22111.87	(455.20)	21656.67
Share application money pending for allotment	4.50	-	-	-	-	-	-	-	-	4.50
Exercise of stock options [Refer Note No. 37(3)]	-	-	12.56	-	(4.86)	-	-	-	-	7.70
Right issue of share earlier kept in abeyance	-	-	0.09	-	-	-	-	-	-	0.09
Transfer on account of buy-back of equity shares [Refer Note No. 37(5)]	-	-	(66.00)	66.00	-	-	-	-	-	-
Utilized on account of buy-back of equity shares [Refer Note No. 37(5)]	-	-	(9834.00)	-	-	-	-	-	-	(9834.00)
Buy back expenses (net of tax, ₹ Nil) [Refer Note No. 37(5)]	-	-	-	-	-	-	-	(130.51)	-	(130.51)
Storage fund for molasses created during the year [Refer Note No. 18(vi)]	-	-	-	-	-	22.19	-	-	-	22.19
Transfer to retained earnings	-	-	-	-	-	-	-	(455.20)	455.20	-
Interim dividend [Refer Note No. 37(21)(b)]	-	-	-	-	-	-	-	(5875.56)	-	(5875.56)
Dividend distribution tax on interim dividend [Refer Note No. 37(21)(b)]	-	-	-	-	-	-	-	(1196.13)	-	(1196.13)
Restated balance as at 31st March, 2018	4.50	1075.58	24578.91	2820.10	13.23	139.94	64977.91	62819.89	-	156430.06

Significant accounting policies and the accompanying notes 2 to 37 are an integral part of the standalone financial statements.

Significant accounting policies and the accompanying notes 2 to 37 are an integral part of the standalone financial statements.

Description of purposes of each reserve have been disclosed in Note No. 18.

As per our report of even date attached.

For **LODHA & CO.**

Chartered Accountants

Firm's ICAI Registration No. - 301051E

For and on behalf of the Board of Directors

Sd/-

R. P. Singh

Partner

Membership No. 052438

Place of Signature: Kolkata

Date: 25th May, 2019

Sd/-

Nitin Bagaria

Company Secretary

Sd/-

Pramod Patwari

Chief Financial Officer

Sd/-

Dr. Arvind Krishna Saxena

Whole-time Director

DIN - 00846939

Sd/-

Vivek Saraogi

Managing Director

DIN - 00221419

Cash Flow Statement

for the year ended 31st March, 2019

(₹ in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	59503.27	33218.13
<i>Adjustments to reconcile profit before tax to net cash flow provided by operating activities :</i>		
Finance costs	4093.51	5203.00
Depreciation and amortisation expense	9585.13	9516.41
Loss on sale/discard of property, plant and equipment (net)	201.24	283.11
Sundry debit balances/advances written off	63.74	75.01
Provision for obsolescence /non-moving store and spares	97.36	-
Transfer to storage fund for molasses	39.08	22.19
Allowance for doubtful receivables	-	97.63
Fair value gain on derivatives	(767.91)	-
Interest income on financial assets	(200.24)	(205.49)
Gain on sale of non-current investment in a subsidiary	-	(20.65)
Unspent liabilities/balances written back	(805.87)	(711.77)
Provision for contingencies written back	(0.21)	(6.31)
Provision for doubtful advances written back	-	(0.05)
Deferred income	(14.17)	(1.09)
Storage fund for molasses written back	(139.17)	-
Expense on employee stock option scheme	(9.49)	-
Unrealised exchange rate fluctuation loss	98.39	-
	12241.39	14251.99
Operating profit before working capital changes	71744.66	47470.12
<i>Adjustments to reconcile operating profit to cash flow provided by changes in working capital:</i>		
(Increase)/decrease in inventories	(51466.37)	43337.78
(Increase)/decrease in biological assets	(5.89)	0.73
(Increase) in trade and other receivables	(27072.58)	(2041.99)
Decrease in loans	13.28	24.06
(Increase) in other financial assets	(13966.29)	(4867.57)
(Increase)/decrease in other non-current and other current assets	(309.32)	643.77
Withdrawal/(deposit) in escrow account for cane price payment	259.86	(46.53)
(Decrease)/increase in trade and other payables	(16585.36)	49565.13
Increase/(decrease) in other current financial liabilities / other non-current financial liabilities	12.79	(564.35)
(Decrease) in other non-current and other current liabilities	(1200.28)	(3300.21)
(Decrease) in provision for employee benefits	(492.91)	(414.77)
	(110813.07)	82336.05
Cash (used in)/generated from operations	(39068.41)	129806.17
Tax expense	(13232.58)	(11821.98)
Net cash (used in)/generated from operating activities (A)	(52300.99)	117984.19
B CASH FLOW FROM INVESTING ACTIVITIES		
Additions to property, plant & equipment and intangibles assets	(13058.86)	(13571.74)
Government grant for purchase of property, plant & equipment	1.83	-
Sale of property, plant & equipment	485.24	357.39
Purchase of shares of associate	(3750.00)	(3750.00)
Sale of shares of subsidiary	-	20.65
Purchase of national savings certificates	-	(0.55)
Proceeds from maturity of national savings certificates	2.65	1.05
Fixed deposits placed with banks	(80.56)	(154.48)
Fixed deposits redeemed from banks	202.89	92.74
Loan received back from a corporate	-	920.00
Interest received on debentures/inter corporate deposits/fixed deposits and NSC	276.84	152.49
Net cash used in investing activities (B)	(15919.97)	(15932.45)

Cash Flow Statement

for the year ended 31st March, 2019 (contd.)

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
C CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from issuance of equity shares on exercise of employee stock option / rights issue	-		7.97	
Payment towards buy-back of shares	-		(9900.00)	
Buy back expenses	-		(130.51)	
Deposit for buy-back of shares (escrow)	-		(266.25)	
Share application money received pending for allotment	-		4.50	
Proceeds from long-term borrowings	36508.11		-	
Repayment of long-term borrowings	(11363.73)		(8053.93)	
Proceeds /(repayment) from issue of commercial paper (net)	-		(95526.25)	
Proceeds /(repayment) of other short-term borrowings (net)	53874.13		24334.70	
Interest expense	(3898.82)		(5364.12)	
Other borrowing costs	(47.26)		(44.06)	
Interim dividend paid	(5710.96)		(5875.56)	
Dividend distribution tax paid	(1173.90)		(1196.13)	
Net cash generated / (used in) financing activities (C)		68187.57		(102009.64)
Net (decrease)/increase in cash and cash equivalents (A+B+C)		(33.39)		42.10
Opening cash and cash equivalents		245.15		203.05
Closing cash and cash equivalents for the purpose of Cash Flow Statement		211.76		245.15

Notes:

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (IND AS) 7 on Statement of Cash Flows.
- Interest expense is inclusive of, and additions to property, plant and equipment and intangible assets are exclusive of, interest capitalised ₹26.82 lacs (previous year ₹ Nil)
- Additions to fixed assets include movement of Capital work-in-progress during the year.
- Proceeds/(repayment) of/from Commercial paper and other Short-term borrowings have been disclosed on net basis.
- Cash and cash equivalents do not include any amount which is not available to the Company for its use.

6) Cash and cash equivalents as at the Balance Sheet date consists of:

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
a) Balance with banks on current accounts	179.04	199.29
b) Cheques on hand	0.53	0.05
c) Cash on hand	32.19	45.81
Closing cash and cash equivalents (Refer Note No. 13)	211.76	245.15

7) Change in Company's liabilities arising from financing activities:

(₹ in Lacs)

Particulars	As at 31st March, 2018	Cash flows*	Non-Cash Flows^	As at 31st March, 2019
a) Long term borrowings [Refer Note No. 19 (i)]	1066.81	36508.11	(9650.40)	27924.52
b) Current maturities of long term debt [Refer Note No. 20 (ii)]	11363.73	(11363.73)	6009.62	6009.62
c) Short term borrowings [Refer Note No. 19 (ii)] **	86552.16	53874.13	(960.05)	139466.24
d) Interest accrued but not due on borrowings [Refer Note No. 20 (i) & (ii)]	615.21	(462.12)	502.51	655.60
Total	99597.91	78556.39	(4098.32)	174055.98

* Includes cash flows on account of both principal and interest.

^ Includes amount on account of effect of change in foreign exchange rates and changes in fair values ₹ 960.05 Lacs

** Cash flows represents cash flows during the year on net basis.

Cash Flow Statement

for the year ended 31st March, 2019 (contd.)

-
- 8) Figure in brackets represent cash outflow from respective activities.
- 9) As breakup of Cash and cash equivalents is also available in Note No. 13, reconciliation of items of Cash and cash equivalents as per Cash Flow Statement with the respective items reported in the Balance Sheet is not required and hence not provided.
-

The accompanying notes 2 to 37 are an integral part of the standalone financial statements.

As per our report of even date attached.

For **LODHA & CO.**
Chartered Accountants
Firm's ICAI Registration No. - 301051E

For and on behalf of the Board of Directors

Sd/-
R. P. Singh
Partner
Membership No. 052438

Sd/-
Nitin Bagaria
Company Secretary

Sd/-
Pramod Patwari
Chief Financial Officer

Sd/-
Dr. Arvind Krishna Saxena
Whole-time Director
DIN - 00846939

Sd/-
Vivek Saraogi
Managing Director
DIN - 00221419

Place of Signature: Kolkata
Date: 25th May, 2019

Notes forming part of the Standalone Financial Statements

Note No. : 1 Corporate information

Balrampur Chini Mills Limited ("BCML" or "the Company") having Corporate Identity Number ("CIN") L15421WB1975PLC030118 is a public limited company incorporated and domiciled in India and has its registered office situated at FMC Fortuna, 2nd Floor, 234/3A, AJC Bose Road, Kolkata – 700020, West Bengal, India.

The Company's shares are listed on the BSE Ltd., National Stock Exchange of India Ltd. and The Calcutta Stock Exchange Ltd.

The Company is one of the major integrated sugar manufacturing companies in India. The principal activity of the Company is manufacturing and sale of sugar. Besides this, the allied business activities undertaken by the Company primarily consists of manufacturing and sale of Ethanol, Ethyl Alcohol, generation and sale of Power and manufacturing and sale of agricultural fertilizers.

The financial statements for the year ended 31st March, 2019 were approved for issue by the Board of Directors of the Company on 25th May, 2019 and are subject to the adoption by the shareholders in the ensuing Annual General Meeting.

Note No. : 2 Significant accounting policies

2.1 Statement of compliance

The financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

All the Ind ASs issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements approved for issue by the Board of Directors have been considered in preparing these financial statements.

Accounting policies have been consistently applied except where a newly issued Indian Accounting Standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

2.2 Recent pronouncements

(a) New and revised standards adopted by the Company

The Company has applied the following standards and amendments for the first time during the year ended 31st March, 2019:

- (i) Ind AS 115 – Revenue from Contracts with Customers revised and made effective from 1st April, 2018.
- (ii) Appendix B, foreign currency transactions and advance consideration to Ind AS 21 – The Effects of Changes in Foreign Exchange Rates and Ind AS 12 – Income Taxes revised and made effective from 1st April, 2018.

The application of Ind AS 115 and revisions/amendments in other standards do not have any material impact on the financial statements.

(b) Standards issued but not yet effective

(i) Ind AS 116 – Leases

Ind AS 116 is effective for period beginning on or after 1st April, 2019. It would replace previous lease standard Ind AS 17. Ind AS 116 sets out the principles for recognition, presentation and disclosure of leases and mandates accounting of all leases under single lease accounting model.

A lessee is required to recognise 'right-of-use asset' representing the value of the right for using the underlying assets and a 'lease liability' representing its obligation to make payments against the same for almost all leasing arrangements. Lessor accounting under Ind AS 116 is substantially unchanged.

(ii) Appendix C, Uncertainty over Income Tax Treatments to Ind AS 12 – Income taxes

Appendix C has been added to Ind AS 12 which seeks to bring clarity to the accounting of uncertainties on income tax treatment that are yet to be accepted by tax authorities and determine the probability thereof to be considered to compute the most likely impact on taxation, unused tax losses, credits etc. for reflection in the measurement of current and deferred taxes.

The Company is evaluating the impacts on account of (i) and (ii) above and other amendments on the financial position and results of operation.

Notes forming part of the Standalone Financial Statements

Note No. : 2 Significant accounting policies (contd.)

2.3 Basis of preparation

(a) Historical cost convention

These financial statements have been prepared under the historical cost convention on accrual basis, except certain financial assets, financial liabilities and Biological assets which are measured in terms of relevant Ind AS at fair value / costs at the end of each Balance Sheet date.

(b) Current and non - current classification

All the assets and liabilities (other than deferred tax assets/liabilities) have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities. Deferred tax assets and liabilities are considered as non-current.

(c) Functional /presentation currency and rounding-off of amounts

The items included in the financial statements (including notes thereon) are measured using the currency of the primary economic environment in which the Company operates ("the functional currency") and are therefore, presented in Indian Rupees ("INR" or "Rupees" or "Rs." or "₹"). All amounts disclosed in the financial statements including notes thereon have been rounded off to the nearest Lacs.

(d) Fair value measurement

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 under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed for such measurement:

- (i) Level 1 : quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (ii) Level 2: inputs other than quoted prices included within level 1 that are observable either directly or indirectly for the asset or liability.
- (iii) Level 3: inputs for the asset or liability which are not based on observable market data.

2.4 Revenue recognition

(a) Revenue from operations

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The revenue from sales is recognised when control over a product or service has been transferred and/or products /services are delivered/provided to the Customers. Delivery occurs when the product has been shipped or delivered to the specific location as the case may be and the customer has either accepted the product in accordance with the contract or the Company has sufficient evidence that all the criteria for acceptance has been satisfied. Returns, discount and rebates as determined/estimated based on sales volume or otherwise are deducted from sales.

Income from sale of Renewable Energy Certificates (REC)

Income from sale of REC is recognised on delivery of REC to the customers' account as evidenced by the receipt of confirmation of execution of delivery instructions.

(b) Other Income

(i) Interest income

For all debt instruments measured at amortized cost, interest income is recognised using the Effective Interest Rate ("EIR"). Interest income is included in "Other Income" in the Statement of Profit and Loss.

(ii) Dividend Income

Dividend income is recognised when the Company's right to receive the dividend is established i.e. in case of interim dividend, on the date of declaration by the Board of Directors; whereas in case of final dividend, on the date of approval by the shareholders.

Notes forming part of the Standalone Financial Statements

Note No. : 2 Significant accounting policies (contd.)

(iii) Insurance claims

Insurance claims are accounted for on the basis of claims admitted/expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

2.5 Property, plant and equipment and Capital work-in-progress

- (a) All property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. For this purpose, cost include deemed cost on the date of transition and the purchase cost of assets, including non-recoverable duties and taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use. Interest on borrowings used to finance the construction of qualifying assets are capitalised as part of the cost of the asset until such time that the asset is ready for its intended use.

- (b) Costs incurred subsequent to initial capitalisation are included in the asset's carrying amount only when it is probable that future economic benefits associated therewith will flow to the Company and it can be measured reliably.

The carrying amount of the replaced part is derecognised. The costs of regular servicing of property, plant and equipment are recognised in the Statement of Profit and Loss as and when incurred.

The present value of the expected cost for the decommissioning of an asset after its use, if any, is included in the cost of the respective asset, if the recognition criteria for provisions are met.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate components, otherwise these are added to and depreciated over the useful life of the main asset.

The cost and related accumulated depreciation are eliminated from the financial statements upon sale or when no future economic benefits are expected to arise from use of the asset and the resultant gains or losses are recognised in the Statement of Profit and Loss.

(c) Depreciation methods, estimated useful lives and residual value

Freehold land is not depreciated. Lease-hold land and lease hold improvements are amortised over the lower of estimated useful life and lease term.

Depreciation on other items of property, plant and equipment commences when the assets are available for their intended use. It is provided on a straight-line basis to allocate their cost, net of their residual value over the estimated useful life of the respective asset specified under Schedule II to the Companies Act, 2013 except in respect of items of Plant and Equipment and Vehicles whose estimated useful lives are determined based on technical assessments in order to reflect the actual usage of the assets. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The estimated useful lives considered are as follows:

Category	31st March 2019
Buildings	03 - 60 years
Roads	03 - 10 years
Plant and equipment	05 - 25 years
Furniture and fixtures	10 years
Vehicles	05- 10 years
Office equipments	03 - 05 years
Computers	03 - 06 years
Electrical installation and equipment	05 - 10 years
Pipelines	15 years

Each item of property, plant and equipment individually costing ₹ 5000/- or less is depreciated over a period of one year from the date the said asset is available for use.

Notes forming part of the Standalone Financial Statements

Note No. : 2 Significant accounting policies (contd.)

The residual value of an item of property, plant and equipment has been kept at $\leq 5\%$ of the cost of the respective assets.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each financial year and are given effect to, wherever appropriate.

(d) Expenditure during construction period

Directly attributable expenditure (including finance costs relating to borrowed funds for construction or acquisition of property, plant and equipment) incurred on projects under implementation are treated as Pre-operative expenses pending allocation to the assets and are shown under Capital work-in-progress. Capital work-in-progress is stated at the amount incurred upto the Balance Sheet date on assets or property, plant and equipment that are not yet ready for their intended use.

2.6 Intangible assets (Computer Software)

- (a)** Where computer software is not an integral part of a related item of computer hardware, the software is treated as an intangible asset.

Acquired computer software is measured at cost less accumulated amortisation and impairment losses, if any.

Cost includes acquisition price, licence fees, non-refundable taxes and costs of implementation/system integration services and any directly attributable expenses, wherever applicable for bringing the asset to its working condition for the intended use.

- (b)** Amortization methods, estimated useful lives and residual value

Computer software are amortized fully (without keeping any residual value) on a straight-line basis over its estimated useful lives of five years from the date they are available for use.

The estimated useful lives, residual values and amortization method are reviewed at the end of each financial year and are given effect to, wherever appropriate.

- (c)** The cost and related accumulated amortization are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognised in the Statement of Profit and Loss.

2.7 Inventories

- (a)** Inventories (other than By-products and scraps) are valued at lower of cost and net realisable value after providing for obsolescence, if any.

Cost of inventory comprises of purchase price, cost of conversion and other directly attributable costs that have been incurred in bringing the inventories to their respective present location and condition. Borrowing costs are not included in the value of inventories. The cost of inventories is computed on weighted average basis.

Net realisable value (NRV) is the estimated selling price in the ordinary course of business less estimated costs of completion and the estimated costs necessary to make the sale.

- (b)** By-products and scraps are valued at net realisable value.

2.8 Biological assets

Biological assets comprise Standing crops (crops under development) of sugarcane.

The biological process starts with preparation of Land for planting, seedlings and ends with the harvesting of crops. When harvested, cane is transferred to inventory at fair value less costs to sell or at cost whichever applicable.

For biological assets, where little biological transformation has taken place since the initial cost was incurred (for example seedlings planted immediately before the Balance Sheet date), such biological assets are measured at cost i.e. the total expenses incurred on such plantation upto the Balance Sheet date.

Notes forming part of the Standalone Financial Statements

Note No. : 2 Significant accounting policies (contd.)

2.9 Government grants

Government grants are recognised when there is reasonable assurance that the grant would be received and the Company would comply with all the conditions attached with them.

Government grants related to property, plant and equipment, including non-monetary grants is presented in the Balance Sheet by deducting the grant in arriving at the carrying amount of the asset.

Government grants related to revenue nature are recognised on a systematic basis in the Statement of Profit and Loss over the periods necessary to match them with the related costs and are adjusted with the related expenditure. If not related to a specific expenditure, it is taken as income and presented under "Other Income".

The benefit of a government loan at a below-market rate of interest or loan with interest subvention is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates.

2.10 Borrowing costs

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such asset till such time that is required to complete and prepare the asset to get ready for its intended use. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing costs also include exchange differences to the extent regarded as an adjustment to the borrowing costs.

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

2.11 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset and the arrangement conveys a right to use the asset even if that right is not explicitly specified in an arrangement.

(a) When the Company is a lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases under which substantially all the risks and rewards of ownership are transferred to the Company are classified as finance leases.

On initial recognition, the finance leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

Payment made under operating leases are recognised as expense in the Statement of Profit and Loss on a straight line basis over the lease term, unless the receipts are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increase.

(b) When the Company is a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Payments received are recognised as income in the Statement of Profit and Loss on a straight line basis over the lease term. Where the escalation of lease rentals is in line with the expected general inflation so as to compensate the lessor for expected inflationary cost, the increases in the rentals is not straight lined.

2.12 Provisions, contingent liabilities and contingent assets

(a) A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are not recognised for future operating losses.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation as at the Balance Sheet date, taking into account the risks and uncertainties surrounding the obligation.

Notes forming part of the Standalone Financial Statements

Note No. : 2 Significant accounting policies (contd.)

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset. The expense relating to provision is presented in the Statement of Profit and Loss, net of any reimbursement.

- (b) A contingent liability is a possible obligation that arises from past events whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an out-flow of resources would be required to settle the obligation.

A contingent liability is not recognised in the financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits there against has been considered remote.

- (c) A contingent asset is not recognised in the financial statements, however, is disclosed, where an inflow of economic benefits is probable.
- (d) Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

2.13 Dividend payable

Final dividend on Shares is recorded as a liability on the date of approval by the shareholders and interim dividend are recorded as a liability on the date of declaration by the Company's Board of Directors. A corresponding amount is recognised directly in Equity.

2.14 Foreign currency transactions and translations

Transactions in foreign currencies are initially recorded at the exchange rate prevailing on the date the transaction first qualifies for recognition.

Monetary assets and liabilities related to foreign currency transactions remaining outstanding on the Balance Sheet date are translated at the exchange rate prevailing on the Balance Sheet date. Any income or expense arising on account of foreign exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.

Non-monetary items which are carried at historical cost denominated in a foreign currency are translated using the exchange rate at the date of the initial transaction.

2.15 Employee benefits

(a) Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss in the year in which the related service is rendered.

(b) Defined contribution plans

The Company pays provident and other fund contributions to publicly administered fund as per related Government regulations.

The Company has no further obligation, other than the contributions payable to the respective funds. The Company recognises contribution payable to such funds as an expense, when an employee renders the related service.

(c) Defined benefit plans

The Company operates a defined benefit gratuity plan, which requires contributions to be made to "The Balrampur Sugar Company Limited Employees Gratuity Fund" ("the Trust"). Trustees administer contributions made to the Trust and contributions are invested through insurance companies.

The liability or asset recognised in the Balance Sheet in respect of gratuity is the present value of the defined benefit obligation as at the Balance Sheet date less the fair value of plan assets. The defined benefit obligation is calculated by external actuaries using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Balance Sheet with a corresponding debit or credit to Retained Earnings through Other Comprehensive Income ("OCI") in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Notes forming part of the Standalone Financial Statements

Note No. : 2 Significant accounting policies (contd.)

(d) Compensated absences

The employees of the Company are entitled to compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation using projected unit credit method for the unused entitlement that has accumulated as at the Balance Sheet date.

The benefits are discounted using the market yields as at the end of the Balance Sheet date that has terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

2.16 Share based payments (Employee stock options)

The eligible employees of the Company receive remuneration in the form of Equity settled instruments, for rendering services over a defined vesting period. When the options are exercised, the Company issues new Equity shares. The proceeds received net of any directly attributable transaction costs are credited to Equity share capital (par value of the Equity share) and securities premium. The Company determines the compensation cost based on the intrinsic value method. The compensation cost is amortised on a straight line basis over the vesting period.

2.17 Financial instruments

Financial assets and financial liabilities are recognised in the Balance Sheet when the Company becomes a party to the contractual provisions of the instrument. The Company determines the classification of its financial assets and financial liabilities at initial recognition based on its nature and characteristics.

Financial assets

(a) Initial recognition and measurement

The financial assets include equity and debt securities, trade and other receivables, loans and advances, cash and bank balances and derivative financial instruments.

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue 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 as appropriate, on initial recognition.

(b) Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in the following categories:

- (i) At amortised cost,
- (ii) At fair value through other comprehensive income (FVTOCI), and
- (iii) At fair value through profit or loss (FVTPL).

Financial assets at amortised cost

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- (i) The asset is held within a business model whose objective is to hold the asset for collecting contractual cash flows, and
- (ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Amortised cost is determined using the Effective Interest Rate (EIR) method. Discount or premium on acquisition and fees or costs forms an integral part of the EIR.

Financial assets at fair value through other comprehensive income (FVOCI)

Financial assets are measured at fair value through Other Comprehensive Income if these financial assets are held both for collection of contractual cash flows and for selling the financial assets and contractual terms of the financial assets give rise to cash flows representing solely payments of principal and interest.

Notes forming part of the Standalone Financial Statements

Note No. : 2 Significant accounting policies (contd.)

Financial assets at fair value through profit or loss (FVTPL)

Financial assets which are not classified in any of the categories above are fair value through profit or loss.

Equity investments

All equity investments in the scope of Ind AS 109 are measured at fair value except in case of investment in subsidiary which as on the transition date to Ind AS have been carried at deemed cost and thereafter investment in subsidiaries and associates are carried at cost.

The Company makes an election to present changes in fair value either through OCI or through profit or loss on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in OCI. Profit or loss arising on sale thereof is also taken to OCI and the amount accumulated in this respect is transferred within the Equity.

(c) De-recognition

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

Financial liabilities

(a) Initial recognition and measurement

The financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, derivative financial instruments, etc.

Financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or 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, as appropriate, on initial recognition.

(b) Subsequent measurement

For the purpose of subsequent measurement, financial liabilities are classified in two categories:

- (i) Financial liabilities at amortised cost, and
- (ii) Derivative instruments at fair value through profit or loss (FVTPL).

Financial liabilities at amortised cost

After initial recognition, financial liabilities are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Discount or premium on acquisition and fees or costs forms an integral part of the EIR.

(c) De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Derivative financial instruments

Initial recognition and subsequent measurement

A derivative financial instrument, such as foreign exchange forward contracts are used to hedge foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value.

Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

Notes forming part of the Standalone Financial Statements

Note No. : 2 Significant accounting policies (contd.)

Offsetting of financial instruments

Financial assets and financial liabilities including derivative instruments are offset and the net amount is reported in the Balance Sheet, if there is currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

Equity share capital

An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Incremental costs directly attributable to the issuance of new equity shares are recognised as a deduction from equity, net of any tax effects.

2.18 Impairment of Assets

(a) Non-financial assets

Property, plant and equipment and intangible assets are evaluated for recoverability whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable.

An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment loss previously recognised is reversed so that the asset is recognised at its recoverable amount but not exceeding the value which would have been reported in this respect if the impairment loss had not been recognised.

(b) Financial assets

The Company recognises loss allowances using the Expected Credit Loss ("ECL") model for the financial assets which are not fair valued through profit or loss.

ECL impairment loss allowance is measured at an amount equal to lifetime ECL.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income or expense in the Statement of Profit and Loss. ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the Balance Sheet. The allowances are reduced from the carrying amount.

Until the asset meets write-off criteria, the Company does not adjust impairment allowance from the gross carrying amount.

2.19 Taxes

Income tax expense comprises current tax and deferred tax and is recognised in the Statement of Profit and Loss except to the extent it relates to items directly recognised in Equity or in Other Comprehensive Income (OCI).

(a) Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities using the tax rates and tax laws that are enacted or substantively enacted by the Balance Sheet date and applicable for the period.

Current tax items in correlation to the underlying transaction relating to OCI and Equity are recognised in OCI and in Equity respectively.

Notes forming part of the Standalone Financial Statements

Note No. : 2 Significant accounting policies (contd.)

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and full provisions are made where appropriate on the basis of amounts expected to be paid to the tax authorities.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

(b) Deferred income tax

Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements.

Deferred tax assets are recognised for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that the same will be reversed or sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates (and tax laws) that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.20 Earnings per Share

- (a) Basic earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of Equity shares outstanding during the year.
- (b) Diluted earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of Equity shares considered for deriving basic earnings per share and also the weighted average number of Equity shares which could be issued on the conversion of all dilutive potential Equity shares. Dilutive potential Equity shares are determined as at the end of each period presented.

The number of Equity shares and potential dilutive Equity shares are adjusted retrospectively for all periods presented for any share split and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

2.21 Segment reporting

Operating segments are identified and reported taking into account the different risk and return, organisational structure and internal reporting system.

2.22 Cash and cash equivalents

Cash and cash equivalents in the Balance Sheet comprise cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of changes in value.

2.23 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

Notes forming part of the Standalone Financial Statements

Note No. : 3 Use of critical estimates, judgements and assumptions

The preparation of the financial statements in conformity with measurement principle under Ind AS requires the management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of revenue, expenses, assets and liabilities including the accompanying disclosures and the disclosure of contingent assets and liabilities.

Estimates, judgements and assumptions are continuously evaluated. They are based on historical experience and other factors including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

Estimates and assumptions

The Company based its estimates, judgements and assumptions on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

The application of accounting policies that require critical judgements and accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed herein below.

(i) Estimated useful life of property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual value of the asset are determined by the management when the asset is acquired and reviewed periodically including at each financial year end. The lives are based on technical evaluation, technological obsolesces and historical experience with similar assets as well as anticipation of future events, which may impact their lives.

(ii) Current taxes and deferred taxes

Significant judgment is required in determination of taxability of certain income and deductibility of certain expenses during the estimation of the provision for income taxes.

Deferred tax assets are recognised for unused losses (carry forward of prior years' losses) and unused tax credit to the extent that it is probable that taxable profit would be available against which the losses could be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

(iii) Estimation of defined benefit obligations

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at every financial year end.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans, the actuary considers the interest rates of government bonds.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

(iv) Estimated fair value of unlisted securities

The fair values of financial instruments that are not traded in an active market and cannot be measured based on quoted prices in active markets is determined using valuation techniques including the Discounted Cash Flow (DCF) model. The Company uses its judgement to select a variety of method / methods and make assumptions that are mainly based on market conditions at regular intervals.

The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(v) Provisions, contingent liabilities and contingent assets

The timing of recognition and quantification of the provisions, contingent liabilities and contingent assets requires the application of judgement to existing facts and circumstances which are subject to change on actual occurrence or happening. Management judgement and evaluation is required for estimating the possible outflow of resources, if any, in respect of contingencies/claims/litigations against the Company and possible inflow of resources in respect of the claims made by the Company which have been considered to be contingent in nature.

Notes forming part of the Standalone Financial Statements

Note No.: 4 Property, plant and equipment and Capital work-in-progress

Particulars	Property, Plant and Equipment											Capital work-in-progress @	
	Land (Free hold)	Land (Lease hold)	Buildings	Roads	Plant and equipment	Furniture & Fixtures	Vehicles	Office equipment	Computers	Electrical Installation and equipment	Pipelines		Total
Gross block													
Gross carrying amount as at 1st April, 2018	6583.56	402.54	36491.75	1591.46	107389.18	744.14	1437.83	168.07	657.74	11196.18	7647.76	174310.21	1125.21
Additions during the year	14.73	-	1211.18	16.76	4393.52	108.94	369.81	34.42	150.43	961.01	552.65	7813.45	9887.65
Disposals/deductions during the year	54.42	-	10.41	-	629.81	26.25	233.01	14.14	17.65	41.82	0.76	1028.27	6430.35
Gross carrying amount as at 31st March, 2019	6543.87	402.54	37692.52	1608.22	111152.89	826.83	1574.63	188.35	790.52	12115.37	8199.65	181095.39	4582.51
Depreciation /amortisation													
Accumulated depreciation / amortisation as at 1st April, 2018	-	19.22	3724.05	1161.61	15743.38	315.47	459.75	75.27	317.70	5938.13	2192.89	29947.47	-
Depreciation/ amortisation for the year	-	6.44	1328.30	63.71	6215.04	81.81	276.69	28.36	142.53	572.78	772.06	9487.72	-
Disposals/deductions during the year	-	-	2.51	-	121.42	20.50	147.75	11.18	7.61	30.82	-	341.79	-
Accumulated depreciation / amortisation as at 31st March, 2019	-	25.66	5049.84	1225.32	21837.00	376.78	588.69	92.45	452.62	6480.09	2964.95	39093.40	-
Net carrying amount as at 31st March, 2019	6543.87	376.88	32642.68	382.90	89315.89	450.05	985.94	95.90	337.90	5635.28	5234.70	142001.99	4582.51
Gross block													
Gross carrying amount as at 1st April, 2017	6824.83	399.29	34932.32	1437.18	98916.16	648.68	1145.69	156.06	512.28	9538.07	7004.84	161515.40	612.95
Additions during the year	-	3.25	1572.14	154.28	8762.63	109.47	491.05	24.16	162.28	1672.87	666.60	13618.73	13058.08
Disposals/deductions during the year	241.27	-	12.71	-	289.61	14.01	198.91	12.15	16.82	14.76	23.68	823.92	12545.82
Gross carrying amount as at 31st March, 2018	6583.56	402.54	36491.75	1591.46	107389.18	744.14	1437.83	168.07	657.74	11196.18	7647.76	174310.21	1125.21
Depreciation /amortisation													
Accumulated depreciation / amortisation as at 1st April, 2017	-	12.80	2448.61	1007.69	10044.73	238.06	254.91	52.12	194.04	5060.11	1396.81	20709.88	-
Depreciation/ amortisation for the year	-	6.42	1278.79	153.92	5740.67	84.16	305.75	28.42	133.39	886.22	803.28	9421.02	-
Disposals/deductions during the year	-	-	3.35	-	42.02	6.75	100.91	5.27	9.73	8.20	7.20	183.43	-
Accumulated depreciation / amortisation as at 31st March, 2018	-	19.22	3724.05	1161.61	15743.38	315.47	459.75	75.27	317.70	5938.13	2192.89	29947.47	-
Net carrying amount as at 31st March, 2018	6583.56	383.32	32767.70	429.85	91645.80	428.67	978.08	92.80	340.04	5258.05	5454.87	144362.74	1125.21
Refer Note No. 4A.													

@ Refer Note No. 4A.

Notes :

- Depreciation capitalised and transferred to Capital Work in progress ₹ 3.16 Lacs (Previous year ₹ 0.15 Lacs) - Refer Note No. 4A.
- The Company has capitalised borrowing costs on its general borrowings amounting to ₹ 26.82 Lacs (Previous year ₹ Nil) using the weighted average capitalisation rate of 6.52% (Previous year Nil%) per annum.
- The Company has availed loans from banks and other entities against security of the fixed assets as referred in Note No. 19.
- The Company has entered into various agreements in respect of land under finance lease arrangements. The lease agreements include renewal and escalation clause and do not provide the Company a right to sub-lease. For most of the lease agreements, original lease term is 30 years subject to maximum of 90 years from the date of inception.
- For restatement of property plant and equipment, Refer Note No. 37(13).

Notes forming part of the Standalone Financial Statements

Note No. : 4A Capital work-in-progress

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Plant and equipment / Civil work - in - progress				
Additions during the year		9715.83		13051.38
(A)		9715.83		13051.38
Preoperative expenses/ trial run expenses				
Additions during the year :				
Cost of materials consumed		45.59		30.58
Employee benefits expense				
Salaries and wages	13.27		2.50	
Contribution to provident, gratuity and other funds	1.22	14.49	0.23	2.73
Finance costs				
Interest [Refer Note No. 4(b)]		26.82		-
Depreciation expense [Refer Note No. 4(a)]		3.16		0.15
Other expenses				
Consumption of stores				
Process chemicals	0.96		40.52	
Others	0.02	0.98	0.44	40.96
Packing materials		-		10.14
Power and fuel		-		25.71
Insurance		0.03		-
Rates and taxes (excluding taxes on income)		1.46		-
Professional expenses		93.65		-
Miscellaneous expenses		5.39	101.51	25.23
(B)		191.57		135.50
Income during trial run :				
Inter division transfers				
Power		13.26		-
Credit during pre-operative / trial run :				
Sales		6.49		74.83
Closing stock		-	6.49	53.97
(C)		19.75		128.80
Total additions during the year D= (A+B-C)		9887.65		13058.08
Balance brought forward				
Plant and equipment/ Civil work - in- progress (E)		1125.21		612.95
F = (D+E)		11012.86		13671.03
Capitalised during the year (G)		6430.35		12545.82
Capital work-in-progress at the end of the year H= (F-G)		4582.51		1125.21

Notes forming part of the Standalone Financial Statements

Note No. : 5 Intangible assets

(₹ in Lacs)

Particulars	Intangible assets Computer Software (Acquired)
Gross block	
Gross carrying amount as at 1st April, 2018	490.59
Additions during the year	50.09
Gross carrying amount as at 31st March, 2019	540.68
Amortisation	
Accumulated amortisation as at 1st April, 2018	286.35
Amortisation for the year	100.57
Accumulated amortisation as at 31st March, 2019	386.92
Net carrying amount as at 31st March, 2019	153.76
Gross block	
Gross carrying amount as at 1st April, 2017	470.96
Additions during the year	19.64
Disposals/deductions during the year	0.01
Gross carrying amount as at 31st March, 2018	490.59
Amortisation	
Accumulated amortisation as at 1st April, 2017	190.81
Amortisation for the year	95.54
Disposals/deductions during the year	-
Accumulated amortisation as at 31st March, 2018	286.35
Net carrying amount as at 31st March, 2018	204.24

Note:

The Company has availed loans from banks and other entities against security of the aforesaid assets (Refer Note No. 19 for charge created/security terms for the said loans).

Notes forming part of the Standalone Financial Statements

Note No. : 6 Investments

Non-Current

(₹ in Lacs)

Particulars	Face value	Number of Shares / debentures	As at 31st March, 2019	Number of Shares / debentures	As at 31st March, 2018
(a) Investment in Equity instruments (Carried at cost)					
Fully paid up :					
Unquoted					
In associates *					
Visual Percept Solar Projects Pvt. Ltd.	₹10	8914500	2228.63	8914500	2228.63
Auxilo Finserve Pvt. Ltd. (w.e.f 20th March, 2018) [Refer Note No. 37(18)]	₹10	75000000	7500.00	37500000	3750.00
(A)			9728.63		5978.63
(b) Investment in Equity instruments (Designated at fair value through other comprehensive income)					
Fully paid up :					
Unquoted					
Asia Sugar Industries Pvt. Ltd.	₹10	250000	60.93	250000	55.39
Fortuna Services Ltd.	₹1	70287	0.70	70287	0.70
(B)			61.63		56.09
(c) Investment in Debentures # (Measured at amortised cost)					
Fully paid up :					
Unquoted					
In associate					
Visual Percept Solar Projects Pvt. Ltd.	₹100	1822500	2210.63	1822500	2274.12
(C)			2210.63		2274.12
(d) Investment in Post Office National Saving Certificates (Measured at amortised cost)					
Unquoted			4.84		7.49
(Deposited with government authorities)					
(D)			4.84		7.49
E = (A + B + C + D)			12005.73		8316.33
Aggregate amount of quoted investments			Not applicable		Not applicable
Aggregate market value of quoted investments			Not applicable		Not applicable
Aggregate amount of unquoted investments			12005.73		8316.33
Aggregate amount of impairment in value of investments			Nil		Nil
Aggregate amount of investments carried at cost			9728.63		5978.63
Aggregate amount of investments carried at amortized cost			2215.47		2281.61
Aggregate amount of investments designated at fair value through other comprehensive income			61.63		56.09

*The list of associates along with proportion of ownership interest held and country of incorporation are disclosed in Note No.6 to Consolidated Financial Statements.

#Unsecured non-convertible debentures carrying overall simple yield to maturity of 9.50% p.a. The coupon amount is payable annually @ 5% p.a. for the first six years and 14% p.a. for the next six years. The debentures are redeemable at par at the end of twelve years from the date of allotment.

Notes forming part of the Standalone Financial Statements

Note No. : 7 Trade and other receivables (carried at amortized cost)

(i) Non-current (Unsecured, considered good unless stated otherwise) (₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Trade receivables		
Credit impaired	97.63	97.63
Less : Allowance for impaired receivables	97.63	97.63
	-	-

(ii) Current (Unsecured, considered good unless stated otherwise) (₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Trade receivables*	44985.00	18210.92
Other receivables	18.36	10.39
	45003.36	18221.31

* Refer Note No. 19 for charge created against trade receivables.

* Includes ₹ 15878.23 Lacs (Previous year Nil) against which the Company holds irrevocable letter of credit ("LCs") issued by banks in favour of the Company. Amount received as discounting of receivables backed by LCs have been shown as Post-shipment credit under Borrowings - Current - Refer Note No. 19(ii).

Note No. : 8 Other financial assets (carried at amortized cost)

(i) Non-current (Unsecured, considered good unless stated otherwise) (₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Security deposits	68.70	57.56
Fixed deposits with banks		
(Bank deposits with more than 12 months maturity)		
For Molasses storage fund (Earmarked)	-	46.43
For Pledge with excise authorities	71.27	45.01
	71.27	91.44
Interest accrued but not due on		
Fixed deposits with banks	3.38	5.27
National saving certificates	2.16	3.29
	5.54	8.56
	145.51	157.56

(ii) Current (Unsecured, considered good unless stated otherwise) (₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Advances to employees	149.03	104.04
Security deposits	-	2.00
Claims receivable*	18973.48	5053.26
Interest accrued but not due on		
Fixed deposits with banks	6.39	16.93
Others	2.66	2.21
	9.05	19.14
Miscellaneous	-	8.06
	19131.56	5186.50

* Includes claim for subsidy [Refer Note No. 37(8)]

Notes forming part of the Standalone Financial Statements

Note No. : 9 Non-current tax assets (net)

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Advance tax	42924.98	29826.26
Less : Provision for taxation	37671.06	24993.71
	5253.92	4832.55

Note No. : 10 Other non-current assets (Unsecured, considered good unless stated otherwise)

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Capital advances	2623.26	144.65
Advances other than capital advances		
Other advances		
Advances to suppliers and others		
Considered doubtful	16.33	16.33
Less: Allowance for bad and doubtful advances	16.33	16.33
Others		
Prepaid expenses	121.03	53.30
Duties and taxes paid under protest	454.03	322.54
	3198.32	520.49

Note No. : 11 Inventories

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Raw materials	5624.42	7751.62
Add : Goods-in-transit	1.81	87.33
Packing materials	430.11	563.60
Work-in-progress		
Sugar	3707.98	3511.47
Molasses	317.82	333.63
Finished goods		
Sugar	209204.53	151651.93
Industrial alcohol	404.89	2884.21
Banked power	81.29	67.12
Others	6.34	71.64
	209697.05	154674.90
Add : Goods-in-transit	190.16	-
	209887.21	154674.90
Stores and spares	5446.23	5645.52
Add : Goods-in-transit	329.37	129.05
	5775.60	5774.57
Less: Provision for obsolescence /non-moving stores and spares [Refer Note No. 34]	97.36	-
	5678.24	5774.57
Loose tools	0.17	0.17
By-products	5895.37	7493.94
Scrap	45.95	28.84
	231589.08	180220.07

Notes forming part of the Standalone Financial Statements

Note No. : 11 Inventories (contd.)

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Notes				
(i) Carrying amount of inventories pledged as security for loans (Refer Note No. 19 for charge created/security terms against borrowings).		230987.10		177235.38
(ii) Amount of write-down of inventories recognised as expense		-		33236.51
(iii) Refer Note No. 2(7) for mode of valuation.				

Note No. : 12 Biological assets

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Reconciliation of changes in book value of biological assets:				
Opening balance		11.60		12.33
Changes in fair value		28.10		26.15
Decrease due to harvested sugarcane transferred to inventory *		22.21		26.88
Closing balance		17.49		11.60

* Includes sugarcane captively consumed

Note No. : 13 Cash and cash equivalents

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Balances with banks				
On current accounts		179.04		199.29
Cheques on hand		0.53		0.05
Cash on hand		32.19		45.81
		211.76		245.15

Notes forming part of the Standalone Financial Statements

Note No. : 14 Bank balances other than cash and cash equivalents

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Earmarked balances				
Fixed deposits for molasses storage fund				
Current portion of original maturity period more than 12 months	2.50		16.78	
Original maturity period up to 12 months	45.20	47.70	113.08	129.86
Unpaid dividend accounts		165.44		147.98
Fixed deposits pledged with excise authorities				
Current portion of original maturity period more than 12 months		15.02		35.02
Other bank balances *		52.92		312.78
		281.08		625.64

* Balances in subsidy accounts and escrow accounts for buy-back of equity shares and cane price payment.

Note No. : 15 Loans (carried at amortized cost)

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Other loans				
Loans to employees *		-		13.28
		-		13.28
* Includes loan to officer (other than directors) of the Company		-		2.71

Note No. : 16 Other current assets (Unsecured, considered good unless stated otherwise)

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Advances other than capital advances				
Other advances				
Advances to suppliers and others	898.49		1240.40	
GST, Vat and other taxes / duties	402.66	1301.15	328.68	1569.08
Others				
Prepaid expenses	743.90		429.66	
Miscellaneous	25.40	769.30	25.35	455.01
		2070.45		2024.09

Notes forming part of the Standalone Financial Statements

Note No. : 17 Share capital

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	No. of shares	(₹ in Lacs)	No. of shares	(₹ in Lacs)
(a) Authorised				
Equity shares of par value ₹ 1/- each	400000000	4000.00	400000000	4000.00
Preference shares of par value ₹ 100/- each	2500000	2500.00	2500000	2500.00
		6500.00		6500.00
(b) Issued, subscribed and fully paid up				
Equity shares of par value ₹ 1/- each	228438327	2284.38	228428327	2284.28
		2284.38		2284.28

Issue of 16910 (Previous year 16910) equity shares on Right basis has been kept in abeyance in view of pending disputes.

(c) Reconciliation of number and amount of equity shares outstanding:

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	No. of shares	(₹ in Lacs)	No. of shares	(₹ in Lacs)
At the beginning of the year	228428327	2284.28	235010467	2350.10
Add: Shares issued on exercise of Employee Stock Options [Refer Note No. 37(3)]	10000	0.10	17500	0.18
Add: Shares issued on rights issue earlier kept in abeyance *	-	-	360	- @
Less: Buyback of shares [Refer Note No. 37(5)]	-	-	6600000	66.00
At the end of the year	228438327	2284.38	228428327	2284.28

*The Board of Directors of the Company, at their meeting held on 15th September, 2017, allotted 360 equity shares of face value of ₹ 1 each of the Company at a price of ₹ 26 per equity share (including premium of ₹ 25 per equity share) on rights basis out of the Rights Issue 2004. These shares were kept in abeyance out of the Rights Issue 2004 due to pendency of certain disputes.

@ ₹ 360/- shown as nil due to rounding off.

- (d) The Company has only one class of equity shares. The Company declares and pays dividend in Indian rupees. The holders of equity shares are entitled to receive dividend as declared from time to time and are entitled to one vote per share.
- (e) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.

(f) Shareholders holding more than 5 % of the equity shares in the Company :

Name of the shareholder	As at 31st March, 2019		As at 31st March, 2018	
	No. of shares held	% of holding	No. of shares held	% of holding
Shri Vivek Saraogi	35680017	15.62	35680017	15.62
Shri Karan Saraogi	17052904	7.46	17052904	7.47

- (g) The aggregate number of equity shares issued pursuant to Scheme of amalgamation without payment being received in cash in immediately preceding last five years - 31st March, 2019 – Nil (31st March, 2018 – 526894 equity shares).
- (h) The aggregate number of equity shares bought back in immediately preceding last five years ended 31st March, 2019 - 16600000 equity shares (previous period of five years ended 31st March, 2018 - 16600000 equity shares).
- (i) The Company has reserved Nil (Previous year 35500) equity shares of par value ₹ 1/- each for issue at a premium of ₹ 44/- each to eligible employees of the Company under Employee Stock Option Scheme. Refer Note No. 37(3) for terms of Employee Stock Option Scheme.

Notes forming part of the Standalone Financial Statements

Note No. : 18 Other equity

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
A. Reserve & Surplus				
(a) Capital reserves				
Balance as per last account		1075.58		1075.58
(b) Capital redemption reserve				
Balance as per last account	2820.10		2754.10	
Add: Transfer from securities premium on buy back of equity shares [Refer Note No. 37 (5)]	-	2820.10	66.00	2820.10
(c) Securities premium				
Balance as per last account	24578.91		34466.26	
Add: On exercise of Employee Stock Options Scheme	8.14		12.56	
Add: On rights issue of equity shares kept on abeyance	-		0.09	
Less : Utilised on buy back of equity shares	-		9834.00	
Less: Transfer to capital redemption reserve on buy back of equity shares [Refer Note No. 37 (5)]	-	24587.05	66.00	24578.91
(d) Share options outstanding account				
Balance as per last account	13.23		18.09	
Less: Options exercised [Refer Note No. 37(3)]	3.74		4.86	
Less: Options forfeited [Refer Note No. 37(3)]	9.49	-	-	13.23
(e) General reserve				
Balance as per last account	64977.91		64977.91	
Add: Transfer from retained earnings	25022.09	90000.00	-	64977.91
(f) Storage fund for molasses				
Balance as per last account	139.94		117.75	
Add: Created during the year	39.08		22.19	
Less: Written back during the year	139.17	39.85	-	139.94
(g) Retained earnings				
Balance as per last account	62820.28		48365.62	
Impact of change in accounting policy relating to accounting of Government Grant [Refer Note No. 37 (13)]	(0.39)		(0.20)	
	62819.89		48365.42	
Add: Profit for the year	57063.86		22111.87	
Less: Transfer from other comprehensive income	513.88		455.20	
Less: Transfer to General reserve	25022.09		-	
Less: Buyback expenses, net of tax ₹ Nil (Previous year ₹ Nil) [Refer Note No. 37 (5)]	-		130.51	
	94347.78		69891.58	
Less : Appropriations:				
Interim dividend paid during the year	5710.96		5875.56	
Tax on interim dividend paid during the year	1173.90	87462.92	1196.13	62819.89
(A)		205985.50		156425.56
B. Other comprehensive income				
Balance as per last account	-		-	
Add: Other comprehensive income for the year	(513.88)		(455.20)	
Less: Transfer to retained earnings	513.88	-	455.20	-
(B)		-		-
C. Share application money pending for allotment				
(C)		-		4.50
D = (A + B + C)		205985.50		156430.06

Notes forming part of the Standalone Financial Statements

Note No. : 18 Other equity (contd.)

Notes:

- i) Capital Reserves comprise of reserve arising consequent to business combination in earlier years, in accordance with applicable accounting standard and court's order as on that date.
- ii) Capital redemption reserve is created consequent to redemption of preference share capital and buy back of equity shares. This reserve shall be utilised in accordance with the provisions of the Act.
- iii) Securities premium is used to record the premium on issue of shares. This reserve is being utilised in accordance with the provisions of the Act.
- iv) The share options outstanding account is used to record the value of equity-settled share based payment transactions with employees under its employee share option plan. The amounts recorded in share options outstanding account are transferred to securities premium reserve upon exercise of stock options by employees.
- v) The general reserve represents amount kept by the Company out of its profits for future purposes and reserve aggregating to ₹ 4224.23 Lacs (Previous year ₹ 4224.23 Lacs) arising consequent to business combination in earlier years, in accordance with applicable accounting standard and court's order as on that date. It is not earmarked for any specific purpose.
- vi) The storage fund for molasses has been created to meet the cost of construction of molasses storage tank as required under Uttar Pradesh Sheera Niyantran (Sansodhan) Adesh, 1974. The fund to the extent utilized i.e. ₹ 139.17 Lacs (Previous year Nil) is credited to the Statement of Profit and Loss in the year of utilization. The said storage fund is represented by investment in the form of fixed deposits with banks amounting to ₹ 47.70 Lacs (Previous year ₹ 176.29 Lacs).
- vii) Retained earnings represents the undistributed profit / amount of accumulated earnings of the Company.
- viii) Other Comprehensive income (OCI) represents the balance in equity relating to re-measurement gain/(loss) of defined benefit obligation. This would not be re-classified to Statement of Profit and Loss.

Notes forming part of the Standalone Financial Statements

Note No. : 19 Borrowings

(i) Non-current

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Carried at amortized cost		
Term loans		
From banks		
Secured		
Rupee loans:		
ICICI Bank Ltd. (ICICI)		
(Acting as an agent on behalf of Government of Uttar Pradesh)		
[Refer footnote (a)(i) below]	27391.12	-
From entities other than banks		
Secured		
Rupee loans:		
Government of India, Sugar Development Fund (SDF)		
[Refer footnote (a)(ii) below]	533.40	1066.81
	27924.52	1066.81

a) Nature of securities for the aforesaid borrowings including current maturities of long term debt:

- Rupee Term Loan from Government of Uttar Pradesh, sanctioned by ICICI amounting to ₹ 36508.11 Lacs (Previous year Nil) under the Scheme for Financial Assistance to Sugar Undertakings, 2018, of Uttar Pradesh Government is secured by pari passu first charge, by way of hypothecation of movable fixed assets, both present and future, pertaining to seven cogen divisions of the Company viz. Balrampur, Babhnan, Haidergarh, Akbarpur, Mankapur, Kumbhi and Gularia.
- Rupee Term Loan from SDF amounting to ₹1066.81 Lacs (Previous year ₹1600.21 Lacs) is secured by an exclusive second charge by way of equitable mortgage on immovable properties and hypothecation of movable properties (excluding current assets and book debts), both present and future, pertaining to Company's sugar and cogeneration divisions at Rauzagaon.
- Rupee Term Loan from SBI amounting to Nil (Previous year ₹5833.60 Lacs) under Scheme for Extending Financial Assistance to Sugar Undertakings, 2014, was secured by pari passu first charge, by way of hypothecation of all the movable and immovable fixed assets, both present and future, pertaining to all the ten sugar divisions of the Company viz; Balrampur, Babhnan, Tulsipur, Haidergarh, Akbarpur, Mankapur, Rauzagaon, Kumbhi, Gularia and Maizapur. The said amount has been fully repaid during the year.
- Rupee Term Loan from PNB amounting to Nil (Previous year ₹1546.73 Lacs) under Scheme for Extending Financial Assistance to Sugar Undertakings, 2014, was secured by residual charge, by way of hypothecation of all the movable fixed assets, both present and future, pertaining to all the ten sugar divisions of the Company. The said amount has been fully repaid during the year.
- Rupee Term Loan from HDFC amounting to Nil (Previous year ₹3450.00 Lacs) was secured by first charge, by way of hypothecation of movable fixed assets, both present and future, pertaining to Company's distillery divisions at Babhnan and Mankapur. The said amount has been fully repaid during the year.
- Release of securities in respect of a long-term loan fully repaid by the Company is in progress.

Notes forming part of the Standalone Financial Statements

Note No. : 19(i) Borrowings (contd.)

(b) Terms of Repayment:

Lender of Loan	Rate of Interest (ROI) (%)	Amount outstanding as at 31st March, 2019		Amount outstanding as at 31st March, 2018		Period of maturity w.r.t. the Balance Sheet date as at 31st March, 2019	Number of installments outstanding as at 31st March, 2019	Amount of each installment (₹ in Lacs)	Details of security offered
		Current (₹ in Lacs)	Non-current (₹ in Lacs)	Current (₹ in Lacs)	Non-current (₹ in Lacs)				
1. Government of U.P. (through ICICI Bank Ltd.)	* 5% p.a. (Fixed)	5476.22	27391.12 ^a	-	-	5 years 3 months and 3 days	60	608.47	Refer note no. 19 (i) (a) (i) above
	Sub - Total	5476.22	27391.12	-	-				
2. Government of India, Sugar Development Fund	# Bank Rate (-) 2% i.e. 4% p.a.	533.40	533.40	533.40	1066.81	1 year 5 months and 15 days	2	533.40	Refer note no. 19 (i) (a) (ii) above
	Sub - Total	533.40	533.40	533.40	1066.81				
3. State Bank of India	ROI - Not applicable since repaid	-	-	5833.60	-	-	-	-	Refer note no. 19 (i) (a) (iii) above
	Sub - Total	-	-	5833.60	-				
4. Punjab National Bank	ROI - Not applicable since repaid	-	-	1546.73	-	-	-	-	Refer note no. 19 (i) (a) (iv) above
	Sub - Total	-	-	1546.73	-				
5. HDFC Bank Limited	ROI - Not applicable since repaid	-	-	3450.00	-	-	-	-	Refer note no. 19 (i) (a) (v) above
	Sub - Total	-	-	3450.00	-				
	Grand Total	6009.62	27924.52	11363.73	1066.81				

* Rate of interest has been fixed by the Government of Uttar Pradesh @5% for entire tenure of the loan under the Scheme of Extending Financial Assistance to Sugar Undertaking - 2018

Bank rate as prevailing on the date of disbursement.

^a excluding ₹3640.78 Lacs on account of effective interest rate adjustment for being taken to Deferred income as stated in Note No. 37(8)(xi).

Notes forming part of the Standalone Financial Statements

Note No. : 19 Borrowings (contd.)

(ii) Current

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Carried at amortized cost				
Loans repayable on demand				
Working capital loans				
From banks				
Secured				
Rupee loans				
State Bank of India (SBI)	66879.25		55917.73	
Punjab National Bank (PNB)	-		5147.49	
HDFC Bank Ltd. (HDFC)	12957.16		20371.23	
Kotak Mahindra Bank Ltd. (KOTAK)	5100.07		-	
ICICI Bank Ltd. (ICICI)	68.46	85004.94	5115.71	86552.16
Foreign currency loans				
Pre-shipment packing credit				
HDFC Bank Ltd. (HDFC)		4363.10		-
Other loans				
Working capital loans				
From banks				
Secured				
Rupee loans				
HDFC Bank Ltd. (HDFC)		38762.94		-
Foreign currency loans				
Post-shipment credit (Bill discounted with banks)				
HDFC Bank Ltd. (HDFC)	5674.92		-	
ICICI Bank Ltd. (ICICI)	5660.34	11335.26	-	-
		139466.24		86552.16
Summary of current borrowings				
Secured borrowings		139466.24		86552.16
Unsecured borrowings		-		-
		139466.24		86552.16

Nature of securities :

a) Working capital loans from SBI are secured / to be secured:

- by way of hypothecation of entire stock of sugar, sugar in process, mill stores, bagasse, molasses and other current assets including book debts, both present and future, of all the ten sugar divisions of the Company on pari passu basis with HDFC, ICICI and Kotak.
- by way of exclusive hypothecation of entire current assets of all the Cogeneration units of the Company.
- by way of third charge on immovable and movable properties (excluding current assets and book debts), both present and future, of all the ten sugar divisions of the Company on pari passu with HDFC.

b) Working capital loans from HDFC are secured / to be secured (except as given in (c) below)

- by way of hypothecation of entire stock of sugar, sugar in process, mill stores, bagasse, molasses and other current assets including book debts, both present and future, of all the ten sugar divisions of the Company on pari passu basis with SBI, ICICI and Kotak.
- by way of third charge on immovable and movable properties (excluding current assets and book debts), both present and future, of all the ten sugar divisions of the Company on pari passu with SBI.

Notes forming part of the Standalone Financial Statements

Note No. : 19 Borrowings (contd.)

- c) **Working Capital Loan from HDFC** amounting to ₹38762.94 Lacs (previous year Nil) under the Scheme for extending Soft Loans to Sugar Mills by Central Government is secured by first charge, by way of hypothecation of movable fixed assets, both present and future, pertaining to nine sugar divisions of the Company viz. Balrampur, Babhnan, Tulsipur, Haidergarh, Akbarpur, Mankapur, Kumbhi, Gularia and Maizapur and is further secured by way of hypothecation of movable fixed assets, both present and future, pertaining to three distillery divisions of the Company viz. Balrampur, Babhnan and Mankapur.
- d) **Working capital loans from ICICI are secured:**
by way of hypothecation of entire stock of sugar, sugar in process, mill stores, bagasse, molasses and other current assets including book debts, both present and future, of all the ten sugar divisions of the Company on pari passu basis with SBI, HDFC and Kotak.
- e) **Working capital loans from Kotak are secured:**
by way of hypothecation of entire stock of sugar, sugar in process, mill stores, bagasse, molasses and other current assets including book debts, both present and future, of all the ten sugar divisions of the Company on pari passu basis with SBI, HDFC and ICICI.
- f) **Working capital loans from PNB was secured:**
- by way of hypothecation of entire stock of sugar, sugar in process, mill stores, bagasse, molasses and other current assets including book debts, both present and future, of all the ten sugar divisions of the Company on pari passu basis with SBI, HDFC and ICICI.
 - by way of third charge on immovable and movable properties (excluding current assets and book debts), both present and future, of all the ten sugar divisions of the Company on pari passu with SBI and HDFC.
 - The Company has surrendered the limits during the year and security has also been released.

Note No. : 20 Other financial liabilities (Carried at amortized cost)

(i) Non-current (₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Interest accrued but not due on borrowings		153.09		306.19
		153.09		306.19

(ii) Current (₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Current maturities of long - term debt *		6009.62		11363.73
Interest accrued but not due on borrowings		502.51		309.02
Unpaid dividend @		165.44		147.98
Other payables				
Retention monies	889.09		1274.81	
Security deposits	516.60		264.82	
Accrued expenses	160.10		125.39	
Unpaid salaries and other payroll dues	3414.10		3126.48	
Others	163.48	5143.37	339.08	5130.58
		11820.94		16951.31

*Refer Note No. 19 (i) (a) and (b) for nature of securities and terms of repayment respectively.

@There are no amounts due and outstanding to be credited to Investor Education and Protection Fund.

Notes forming part of the Standalone Financial Statements

Note No. : 21 Deferred income

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Opening balance	14.17	15.26
Add: Addition during the year [Refer Note No. 37(8)(xi)]	4051.19	-
Less: Released to the Statement of Profit and Loss [Refer Note No. 37(8) (g) and (h)]	424.58	1.09
Closing balance	3640.78	14.17
Current	1190.38	1.09
Non - Current	2450.40	13.08
[Refer Note No. 37(8) for other disclosures]		

Note No. : 22 Provisions

(i) Non-Current

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Provision for employee benefits - unavailed leave [Refer Note No. 37(9)]	528.45	433.41
	528.45	433.41

(ii) Current

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Provision for employee benefits [Refer Note No. 37(9)]		
Unavailed leave	434.55	370.00
Gratuity	137.41	-
Other provisions		
Provision for contingencies [Refer Note No. 37(2)]	0.42	0.63
	572.38	370.63

Notes forming part of the Standalone Financial Statements

Note No. : 23 Deferred tax liabilities (net)

As at 31st March, 2019

(₹ in Lacs)

Particulars	Opening Balance	Recognised in profit or loss	Recognised in other comprehensive income	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Depreciation	27334.72	147.15	-	27481.87
Investment	157.82	(22.18)	-	135.64
	27492.54	124.97	-	27617.51
Tax effect of items constituting deferred tax assets				
Carried forward tax losses/unabsorbed depreciation	224.77	7.04	-	231.81
Expenses allowable on payment basis	299.06	38.77	-	337.83
VRS expenses	57.28	(28.63)	-	28.65
MAT credit entitlement	8565.95	10515.95	105.81	19187.71
	9147.06	10533.13	105.81	19786.00
Net deferred tax liabilities / expense	18345.48	(10408.16)	(105.81)	7831.51

As at 31st March, 2018

(₹ in Lacs)

Particulars	Opening Balance	Recognised in profit or loss	Recognised in other comprehensive income	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Depreciation	25328.94	2005.78	-	27334.72
Investment	134.97	22.85	-	157.82
	25463.91	2028.63	-	27492.54
Tax effect of items constituting deferred tax assets				
Carried forward tax losses/unabsorbed depreciation	149.81	74.96	-	224.77
Expenses allowable on payment basis	4667.24	(4368.18)	-	299.06
VRS expenses	85.10	(27.82)	-	57.28
MAT credit entitlement	6221.37	2344.58	-	8565.95
Others	0.61	(0.61)	-	-
	11124.13	(1977.07)	-	9147.06
Net deferred tax liabilities / expense	14339.78	4005.70	-	18345.48

The ultimate realisation of the deferred tax assets, carried forward losses and unused tax credits is dependent upon the generation of future taxable income. Deferred tax assets including MAT credit entitlement is recognised on management's assessment of reasonable certainty for reversal/ utilisation thereof against future taxable income.

Deferred tax assets in respect of MAT credit entitlement aggregating to ₹ 10621.76 Lacs (Previous year ₹ Nil) [net of ₹ 79.11 Lacs (Previous year ₹ Nil) utilized] has been recognized during the year ended 31st March, 2019.

Notes forming part of the Standalone Financial Statements

Note No. : 24 Other Non-current liabilities

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Deferred gain on changes in fair value of financial assets	35.93	30.39
	35.93	30.39

Note No. : 25 Trade and other payables

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Trade payables		
Total outstanding dues of micro enterprises and small enterprises [Refer Note No. 37(4)]	95.43	16.98
Total outstanding dues of creditors other than micro enterprises and small enterprises	60529.44	77999.12
	60624.87	78016.10
Other payables		
Payable to suppliers of capital goods		
Total outstanding dues of micro enterprises and small enterprises [Refer Note No. 37(4)]	29.08	87.10
Total outstanding dues of creditors other than micro enterprises and small enterprises	1196.44	425.98
	1225.52	513.08
	61850.39	78529.18

Note No. : 26 Other Current liabilities

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Other advances		
Advances from customers [Refer Note No. 37(11)]	469.12	422.03
Others		
Statutory liabilities	2731.20	3598.45
Others [Refer Note No. 37(4)]	352.09	732.21
	3083.29	4330.66
	3552.41	4752.69

Notes forming part of the Standalone Financial Statements

Note No. : 27 Revenue from operations

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Sale of goods				
Domestic sales				
Sugar	324572.10		370602.85	
Industrial alcohol	46324.88		32888.08	
Power	32801.46		27247.87	
Molasses	38.65		665.03	
Renewable energy certificates	300.79		3927.04	
Bagasse	5454.44		3723.74	
Others	1961.98	411454.30	1017.45	440072.06
Export sales				
Sugar		16168.76		-
		427623.06		440072.06
Other operating revenue				
Government grants [Refer Note No. 37(8)]				
Insurance and storage charges on buffer stock	360.57		-	
Re-imbursement of transportation expenses for export	593.88	954.45	-	-
Revenue from operations		428577.51		440072.06
[Refer Note No. 37(11) for other disclosures]				

Note No. : 28 Other income

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Interest income on financial assets carried at amortized cost				
Non-current investments				
Debentures	191.66		186.46	
National saving certificates	0.60		0.55	
	192.26		187.01	
Deposit with banks and others	23.75	216.01	39.33	226.34
Gain on sale of non-current investment in a subsidiary		-		20.65
Gain on sale of highly liquid investments (treated as cash equivalent)		1317.57		835.29
Government grants [Refer Note No. 37(8)]				
Amortized portion of deferred income		14.17		1.09
Other non-operating income				
Fair value gain on derivatives	773.24		-	
Insurance claims	100.44		109.22	
Unspent liabilities/balances written back	805.87		711.77	
Provision for contingencies written back [Refer Note No. 37(2)]	0.21		6.31	
Provision for doubtful advances written back	-		0.05	
Recovery towards written off balances	3.58		-	
Storage fund for molasses written back [Refer Note No. 18(vi)]	139.17		-	
Miscellaneous	904.24	2726.75	861.15	1688.50
		4274.50		2771.87

Notes forming part of the Standalone Financial Statements

Note No. : 29 Cost of materials consumed

(₹ in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Sugarcane *	354036.80	305531.30
Molasses	3750.77	490.49
Bagasse	1601.69	432.32
Others	151.44	33.42
	359540.70	306487.53

* Refer Note No. 37(8)(ii), (iii) and (iv) for adjustments of government grants.

Note No. : 30 Changes in inventories of finished goods, by-products and work-in-progress

(₹ in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Finished goods		
Opening stock		
Sugar	151651.93	204419.91
Industrial alcohol	2884.21	3443.52
Banked power	67.12	77.47
Others	71.64	-
	154674.90	207940.90
Less : Closing stock		
Sugar	209249.90	151651.93
Industrial alcohol	549.68	2884.21
Banked power	81.29	67.12
Others	6.34	71.64
	209887.21	154674.90
Add: Generated during the trial run of capital projects	-	53.97
Less: Used during the trial run of capital projects	-	1.87
(Increase) / Decrease (A)	(55212.31)	53318.10
By-products		
Opening stock	7493.94	9519.72
Less : Closing stock	5895.37	7493.94
Less: Used during the trial run of capital projects	42.00	2.96
Decrease (B)	1556.57	2022.82
Work- in-progress		
Opening stock		
Sugar	3511.47	2368.26
Molasses	333.63	223.97
	3845.10	2592.23
Less : Closing stock		
Sugar	3707.98	3511.47
Molasses	317.82	333.63
	4025.80	3845.10
(Increase) (C)	(180.70)	(1252.87)
(Increase) / Decrease D = (A + B + C)	(53836.44)	54088.05
Less : Excise duty on stock *	-	13113.25
	(53836.44)	40974.80

* The amount of excise duty on stock represents differential excise duty on opening and closing stock.

Notes forming part of the Standalone Financial Statements

Note No. : 31 Employee benefits expense

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Salaries and wages		20612.69		17980.04
Contribution to provident, gratuity and other funds		2163.42		2015.87
Employee stock option expense [Refer Note No. 37(3)]		(9.49)		-
Staff welfare expense		279.17		404.44
		23045.79		20400.35

Note No. : 32 Finance costs

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Interest				
On long term borrowings	748.99		215.85	
On short term borrowings	3152.22		4912.58	
Others *	145.04	4046.25	30.51	5158.94
Other borrowing costs		47.26		44.06
		4093.51		5203.00
* Includes interest on statutory dues		2.71		1.37
* Includes interest on shortfall in payment of advance income-tax		133.86		-

Note No. : 33 Depreciation and amortisation expense

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Depreciation and amortisation of property, plant and equipment [Refer Note No. 4]		9484.56		9420.87
Amortisation of intangible assets [Refer Note No. 5]		100.57		95.54
		9585.13		9516.41

Notes forming part of the Standalone Financial Statements

Note No. : 34 Other expenses

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Consumption of stores				
Process chemicals	3343.76		2713.42	
Others	362.34	3706.10	292.66	3006.08
Packing materials		4520.87		3276.74
Power and fuel		425.87		492.61
Rent		67.33		77.43
Repairs				
Buildings	473.60		353.73	
Machinery	6019.96		4676.12	
Others	191.97	6685.53	204.04	5233.89
Insurance		537.22		482.22
Rates and taxes (excluding taxes on income)		574.27		563.47
Commission to non-executive directors		79.50		76.00
Directors' fees		26.00		27.67
Payments to auditors*				
As auditor for statutory audit	45.00		45.00	
For taxation matters	-		12.50	
For other services (Limited reviews and certifications)	15.20		16.99	
For reimbursement of expenses	-	60.20	0.53	75.02
Cost audit fees		3.50		3.50
Net loss on foreign currency transactions and translations		110.80		3.86
Charity and donation		13.03		17.38
Corporate social responsibility expense [Refer Note No. 37(6)]		293.44		397.14
Professional expenses #		5635.22		612.33
Miscellaneous expenses [Refer Note No. 37(8)(d)]		4810.33		4306.38
Freight and handling expenses		2463.46		1503.40
Brokerage and commission		494.18		516.26
Loss on sale/discard of property, plant and equipment (net)		201.24		283.11
Sundry debit balances/advances written off		63.74		75.01
Payment towards balances earlier written back		11.78		76.63
Provision for obsolescence /non-moving store and spares		97.36		-
Allowance for doubtful receivables		-		97.63
Transfer to storage fund for molasses		39.08		22.19
		30920.05		21225.95
* Includes amount paid to previous statutory auditors				
For taxation matters		-		12.50
For other services (Limited review and certifications)		-		4.38
For reimbursement of expenses		-		0.53
		-		17.41
# includes expenses incurred towards fulfillment of export obligation		5343.84		-

Notes forming part of the Standalone Financial Statements

Note No. : 35 Tax expense

(₹ in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Current tax	12847.57	7114.68
Tax provision for earlier years written back	-	(14.12)
Deferred tax [Refer Note No. 23]	(10408.16)	4005.70
	2439.41	11106.26
Reconciliation of Tax Expense		
Profit before tax	59503.27	33218.13
Applicable tax rate (using the Company's tax rate)	34.944%	34.608%
Computed tax expense (A)	20792.82	11496.13
Adjustments for:		
Expenses not allowed for tax purpose	138.15	132.89
Effect of tax deductions	(7512.96)	(7440.72)
Changes in recognised deductible temporary differences	(247.47)	245.64
Effect of transition adjustment under MAT	(30.26)	(29.97)
Recognition of MAT credit	(10700.87)	-
Unrecognised MAT credit for the year (to the extent related to profit before tax)	-	6546.76
Changes in deferred tax rates	-	258.76
Effect of losses carried forward	-	(89.11)
Tax provision for earlier years written back	-	(14.12)
Net adjustments (B)	(18353.41)	(389.87)
Tax Expense C=(A+B)	2439.41	11106.26

Note No. : 36 Other comprehensive income

(₹ in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Items that will not be reclassified to profit or loss		
Re-measurements of defined benefit plans	(789.91)	(578.71)
Less: Income tax relating to items that will not be reclassified to profit or loss	276.03	123.51
	(513.88)	(455.20)

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures

1. Contingent liabilities and commitments (to the extent not provided for)

(a) Contingent liabilities :

(₹ in Lacs)

Sl. No.	Particulars	As at 31st March, 2019		As at 31st March, 2018	
(i)	Claims against the Company not acknowledged as debts :				
	- Excise duty demand - under appeal		167.00		167.00
	- Sales tax demand- under appeal		12.98		15.46
	- Others - under appeal/litigation		605.91		525.45
			785.89		707.91
(ii)	Claims for acquisition of 1.99 acres of land for the Distillery unit at Balrampur and compensation there against is under dispute as the matter is subjudice		Amount not ascertainable		Amount not ascertainable

Also refer note no. 37(16) (b) for avilment of remission of taxes and levies pending final decision at the Hon'ble Supreme Court on the matter.

The amounts shown in (i) above represent the best possible estimates arrived at on the basis of available information. The uncertainties and timing of the cash flows are dependent on the outcome of different legal processes which have been invoked by the Company or the claimants, as the case may be and, therefore, cannot be estimated accurately. The Company does not expect any reimbursement in respect of above contingent liabilities.

In the opinion of the management, no provision is considered necessary for the disputes mentioned above on the ground that there are fair chances of successful outcome of the appeals / litigations.

(b) Commitments :

Estimated amount of contracts remaining to be executed on capital account and not provided for

(₹ in Lacs)

Sl. No.	Particulars	As at 31st March, 2019		As at 31st March, 2018	
(i)	Estimated amount of contracts remaining to be executed on capital account and not provided for		16717.77		1290.46
(ii)	Advance paid against above		2623.26		144.65

Other commitments

The Board of Directors of the Company at their meeting held on 5th April, 2019 approved buy-back of 8438327 equity shares of the Company, through the "Tender Offer" route using the Stock Exchange Mechanism, for an aggregate amount of upto ₹ 14767.07 lacs (being 9.82% of the total paid-up equity share capital and free reserves of the Company as on 31st March, 2018), at a price of ₹ 175/- per equity share on a proportionate basis in accordance with the provisions contained in the Companies Act, 2013 (as amended), rules made thereunder, the SEBI (Buy Back of Securities) Regulations, 2018 and other applicable circulars, clarifications and notifications. The tender period for the buyback has been opened on 16th May, 2019 and shall close on 29th May, 2019.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

2. Disclosures as required by Indian Accounting Standard (Ind AS) 37 Provisions, Contingent liabilities and Contingent assets :

(a) Provision for contingencies

- (i) Provisions for contingencies represent provision towards various claims made/anticipated in respect of duties and taxes and other claims against the Company based on the Management's assessment.

(ii) Movements in Provision for contingencies:

(₹ in Lacs)

Particulars	Duties and taxes	Other litigation claims	Total
Balance as at 1st April, 2018	-	0.63	0.63
Provided during the year	-	-	-
Reversed during the year upon final decision	-	0.21	0.21
Balance as at 31st March, 2019	-	0.42	0.42
- Non-current	-	-	-
- Current	-	0.42	0.42
Balance as at 1st April, 2017	6.31	0.63	6.94
Provided during the year	-	-	-
Reversed during the year upon final decision	6.31	-	6.31
Balance as at 31st March, 2018	-	0.63	0.63
- Non-current	-	-	-
- Current	-	0.63	0.63

It is not possible to estimate the timing/uncertainties relating to utilisation /reversal from the provision for contingencies. Future cash outflow in respect of the above is determinable only upon Court decision/out of Court settlement/disposal of appeals. The Company does not expect any reimbursement in respect of above provisions.

(b) Contingent assets

During the normal course of business, several unresolved claims are currently outstanding. The inflow of economic benefits, in respect of such claims cannot be measured due to uncertainties that surround the related events and circumstances. Also refer Note No. 37(16)(a) in this respect.

3. The Employee Stock Option Scheme 2005 (Scheme 2005) of the Company was formulated by the Committee of the Board of Directors of the Company and approved by the Board at its meeting held on 11th August, 2005 and 31st October, 2005 and by the shareholders at the Extraordinary General Meeting of the Company held on 8th September, 2005 and in accordance with the Employee Stock Option Scheme and Employee Stock Purchase Scheme Guidelines, 1999 prescribed by the Securities and Exchange Board of India.

Employees covered under the Employee stock option scheme were granted an option to purchase equity shares of the Company at the exercise price determined by the Remuneration Committee (presently "Nomination & Remuneration Committee") on the date the option was granted. It was based on the average daily closing market price of the equity shares of the Company during the preceding 26 weeks, prior to the date of grant.

Under the said Scheme, Options granted had vesting period of one year and exercise period of maximum eight years.

The shareholders of the Company at their Extra-Ordinary General Meeting held on 25th May, 2009 had accorded approval to re-price the exercise price of the options granted in the years 2005-06 (1st series), 2006-07 (2nd series), 2007-08 (3rd series), and 2008-09 (4th series), which were not exercised, and also to the exercise price in respect of options to be granted for the year 2008-09 (5th series), at 20% discount to the average daily closing market price of the Company's share, on the stock exchange it was traded most, during the preceding 26 weeks prior to the date of the meeting. Accordingly, the Remuneration Committee (presently "Nomination & Remuneration Committee") on 28th May, 2009 had re-priced the exercise price of the unexercised options for the years 2005-06 (1st series), 2006-07 (2nd series), 2007-08 (3rd series) and 2008-09 (4th series) and granted stock options for the year 2008-2009 (5th series) at an exercise price of ₹ 45/- per equity share.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

There were no modifications to the terms of Scheme 2005 either in the current year or in the previous years other than the re-pricing as stated above.

The maximum number of options granted till date stands at 5245500 and each option is equivalent to one equity share of par value of ₹ 1/- each of the Company.

The details of Options granted, lapsed and exercised as at 31st March, 2019 are as under :

Year of Issue	2008-09	2008-09	Total
Series	4th Series	5th Series	
Date of grant of Option	25/11/2008	28/05/2009	
Initial exercise price (₹)	74.20	45.00	
Revised exercise price (₹)	45.00	Not applicable	
Market price on the date of grant (₹)	35.40	82.35	
Excess of initial exercise price over revised exercise price (₹)	29.20	Not applicable	
Excess of market price over exercise price/ revised exercise price (₹)	-	37.35	
As at 31st March, 2019:			
Outstanding at the beginning of the year (Nos.)	-	25500	25500
Granted (Nos.)	-	-	-
Exercised (Nos.)	-	-	-
Forfeited/Lapsed and expired (Nos.)	-	25500	25500
Outstanding at the end of the year (Nos.)	-	-	-
Exercisable at the end of the year (Nos.)	-	-	-
As at 31st March, 2018:			
Outstanding at the beginning of the year (Nos.)	19500	48500	68000
Granted (Nos.)	-	-	-
Exercised (Nos.) *	4500	23000	27500
Forfeited/Lapsed and expired (Nos.)	15000	-	15000
Outstanding at the end of the year (Nos.)	-	25500	25500
Exercisable at the end of the year (Nos.)	-	25500	25500

* Includes 10000 options which were exercised within 31st March, 2018 against which allotment of equity shares were made during the year ended 31st March, 2019.

Total Number of Options outstanding/exercisable as at 1st April, 2017 relating to 1st, 2nd and 3rd series is Nil. Therefore, details for the same has been excluded from above table.

The following table summarizes information about outstanding stock options:

Particulars	As at 31st March, 2019			As at 31st March, 2018		
	Numbers	Weighted average remaining life (Years)	Weighted average exercise price (₹)	Numbers	Weighted average remaining life (Years)	Weighted average exercise price (₹)
5th Series	-	-	-	25500	0.16	45.00

Other information:

- Options vested upto 31st March, 2019 : 4593000 (Previous year : 4593000)
- Options exercised upto 31st March, 2019 : 4422500 (Previous year : 4422500)
- Options exercised during the year ended 31st March, 2019 : Nil (Previous year : 27500)

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

- (d) Total number of equity shares arising as a result of exercise of Options as at 31st March, 2019 : 4422500 (Previous year 4422500) Options equivalent to 10000 equity shares were exercised during the year ended 31st March, 2018, however, equity shares against the Options exercised were allotted during the year ended 31st March, 2019.
- (e) Options lapsed upto 31st March, 2019 : 823000 (Previous year 797500)
- (f) Options lapsed during the year ended 31st March, 2019 : 25500 (Previous year 15000)
- (g) Money realised on exercise of Options upto 31st March, 2019 : ₹ 2014.29 Lacs (Previous year ₹ 2014.29 Lacs)
- (h) Money realised on exercise of Options during the year ended 31st March, 2019: Nil (Previous year ₹ 12.37 Lacs)
- (i) Total number of Options in force as at 31st March, 2019 : Nil (Previous year 25500)
- (j) Details of Options granted to :-
- (i) Senior Managerial Personnel: No Options have been granted either during the year ended 31st March, 2019 or during the year ended 31st March, 2018;
- (ii) Any other employee who receives a grant in any one year of Options amounting to 5% or more of Options granted during year ended 31st March, 2019 - Nil (Previous year Nil); and
- (iii) Identified employees who were granted Options, during any one year equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant - Nil (Previous year Nil).
4. Based on the information/documents available with the Company, information as per the requirement of section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 with respect to trade payables and payable to suppliers of capital goods are as follows:

As at 31st March, 2019:

(₹ in Lacs)

Sl. No.	Description	Trade Payables	Payable to suppliers of capital goods	Total
(i)	The principal amount remaining unpaid to suppliers as at the end of accounting year *	95.43	29.08	124.51
(ii)	The interest due thereon remaining unpaid to suppliers as at the end of accounting year	-	0.01	0.01
(iii)	The amount of interest paid by the Company in terms of section 16, of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the suppliers beyond the appointed day during the year	1.19	1.98	3.17
(iv)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	1.97	1.29	3.26
(v)	The amount of interest accrued during the year and remaining unpaid at the end of the accounting year**	1.97	1.30	3.27
(vi)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-	-

* Included in the line item "Total outstanding dues of micro enterprises and small enterprises" under Note No. 25.

** Included in the line item "Others" under Note No. 26.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

As at 31st March, 2018:

(₹ in Lacs)

Sl. No.	Description	Trade Payables	Payable to suppliers of capital goods	Total
(i)	The principal amount remaining unpaid to suppliers as at the end of accounting year *	16.98	87.10	104.08
(ii)	The interest due thereon remaining unpaid to suppliers as at the end of accounting year	0.17	1.47	1.64
(iii)	The amount of interest paid by the Company in terms of section 16, of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the suppliers beyond the appointed day during the year	2.03	1.99	4.02
(iv)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	1.02	0.51	1.53
(v)	The amount of interest accrued during the year and remaining unpaid at the end of the accounting year**	1.19	1.98	3.17
(vi)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-	-

* Included in the line item "Total outstanding dues of micro enterprises and small enterprises" under Note No. 25.

** Included in the line item "Others" under Note No. 26.

- During the year ended 31st March, 2018, the Company had undertaken a Buy Back of 6600000 equity shares of the Company, through the "Tender Offer" route using the Stock Exchange Mechanism, for an aggregate amount of ₹ 9900.00 Lacs (being 6.78% of the total Paid-up Equity Share Capital and Free Reserves of the Company as on 31st March, 2017), at a price of ₹150/- per Equity Share on a proportionate basis in accordance with the Companies Act, 2013 (as amended), rules made thereunder, the SEBI (Buy Back of Securities) Regulations, 1998 and other applicable circulars, clarifications and notifications and the settlement in respect of shares bought back have been completed on 28th March, 2018. Formalities pertaining to extinguishment of the shares bought back were completed on 4th April, 2018.

Consequent to the said buy-back, the equity share capital has been reduced by ₹ 66.00 Lacs and Capital Redemption Reserve of an equivalent amount has therefore been created.

6. Expenditure on Corporate Social Responsibility (CSR) activities :

(a) Details of CSR expenditure:

(₹ in Lacs)

Sl. No.	Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
(i)	Gross amount required to be spent by the Company during the year	772.16	500.43
(ii)	Amount spent during the year :		
	i) Construction/acquisition of any asset		
	- in cash	27.75	27.60
	- yet to be paid in cash	-	-
	ii) On purposes other than (i) above		
	- in cash	265.69	369.54
	- yet to be paid in cash	-	-

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

(b) The various heads under which the CSR expenditure were incurred in cash is detailed as follows:

(₹ in Lacs)

Sl. No.	Relevant clause of Schedule VII to the Act	Description of CSR activities	Year ended 31st March, 2019	Year ended 31st March, 2018
(i)	Clause (i)	Promoting healthcare including preventive healthcare	34.73	37.39
(ii)	Clause (i)	Eradicating hunger, poverty and malnutrition, making available safe drinking water	2.55	50.53
(iii)	Clause (ii)	Promoting education, including special education and employment enhancing vocational training and livelihood enhancement projects	191.23	278.38
(iv)	Clause (iii)	Setting up homes and other facilities for orphans, senior citizens and for socially and economically backward groups	0.64	8.37
(v)	Clause (iv)	Animal welfare	0.72	1.51
(vi)	Clause (iv)	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga	40.94	-
(vii)	Clause (vi)	Measures for the benefit of armed forces veterans, war widows and their dependents	5.00	-
(viii)	Clause (vii)	Promoting rural sports and nationally recognised sports	12.15	14.00
(ix)	Clause (x)	Rural development projects	2.43	4.77
(x)		Expenditure on administrative overheads	3.05	2.19
			293.44	397.14

7. Earnings per share - The numerators and denominators used to calculate Basic / Diluted earnings per share :

Sl. No.	Particulars		Year ended 31st March, 2019	Year ended 31st March, 2018
(i)	Amount used as the numerator Profit after Tax (₹ in Lacs)	(A)	57063.86	22111.87
(ii)	Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings per share *	(B)	228437725	234948663
(iii)	Add: Weighted average number of dilutive potential equity shares on account of Employees Stock Option Scheme		-	18805
(iv)	Weighted average number of equity shares outstanding used as the denominator for computing Diluted Earnings per share *	(C)	228437725	234967468
(v)	Nominal value of equity shares (₹)		1.00	1.00
(vi)	Basic Earnings per share (₹)	(A/B)	24.98	9.41
(vii)	Diluted Earnings per share (₹)	(A/C)	24.98	9.41

* The weighted average number of shares takes into account the weighted average effect of changes in number of shares due to employee stock options during the year ended 31st March, 2019 and buy back of shares and employee stock options during the year ended 31st March, 2018.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

8. The Company is eligible to receive various financial assistance from government authorities. Accordingly, the Company has recognised these government grants in the following manner:

(₹ in Lacs)

Sl. No.	Particulars	Treatment in Accounts	Year ended 31st March, 2019	Year ended 31st March, 2018
(i)	Grants related to Income			
	Revenue related Government Grants:			
(a)	Pradhan Mantri Rojgar Protsahan Yojana (PMRPY) Plan Scheme (Refer footnote (i) below)	Deducted from Contribution to provident, gratuity and other funds under Employee benefits expense	33.91	3.45
(b)	Cane crush subsidy (Refer footnote (ii) and (iii) below)	Deducted from cost of materials consumed	12722.14	4792.83
(c)	Cane purchase subsidy (Refer footnote (iv) below)	Deducted from cost of materials consumed	4930.98	-
(d)	Defraying expenditure towards internal transport, freight, handling and other charges on export (Refer footnote (v) and (vi) below)	i) Deducted from Miscellaneous expenses under Other Expenses	4194.75	-
		ii) Shown as separate line item "Re-imbursement of transportation expenses for export" under Revenue from operations	593.88	-
(e)	Financial support for maintaining buffer stock of sugar inventory (Refer footnote (vii) below)	i) Shown as separate line item "Insurance and storage charges on buffer stock" under Revenue from Operations	360.57	-
		ii) Deducted from interest expense on short term borrowings	2053.01	-
(f)	Interest on term loans (Refer footnote (viii) and (ix) below) (Refer footnote (x) below)	Deducted from interest expense on long term borrowings	637.71	1604.68
		Deducted from interest expense on short term borrowings	29.74	-
			25556.69	6400.96
	Deferred Government Grants:			
(g)	Government grant relating to interest on term loans (Refer footnote (xi) below)	Deducted from interest expense on long term borrowings	410.41	-
(h)	Government grant relating to property, plant and equipment	Shown as separate line item "Deferred income under Other Income	14.17	1.09
			424.58	1.09
(ii)	Grants related to Assets			
	Government grant relating to property, plant and equipment	Adjusted with carrying amount of property, plant and equipment	1.83	-
			1.83	-
			25983.10	6402.05

Footnotes:

- (i) The Pradhan Mantri Rojgar Protsahan Yojana (PMRPY) Plan Scheme has been designed to incentivise employers for generation of new employment, where Government of India will be paying the 8.33% Employee Pension Scheme contribution of the employer for the new employment.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

- (ii) The Central Government pursuant to Notification No. 1(5)/2018-SP-I dated 9th May, 2018 issued by the Ministry of Consumer Affairs, Food and Public Distribution (Department of Food and Public Distribution) had notified a scheme for assistance to sugar mills @ ₹ 5.50 per quintal of sugarcane crushed during sugar season 2017-18 with a view of offset cost of sugarcane. Accordingly, ₹ 546.89 Lacs (Previous year ₹ 4792.83 Lacs) has been adjusted during the year ended 31st March 2019 as reduction in the cost of materials consumed.
- (iii) The Central Government pursuant to Notification No. 1(14)/2018-SP-I dated 5th October, 2018 issued by the Ministry of Consumer Affairs, Food and Public Distribution (Department of Food and Public Distribution) had notified a scheme for assistance to sugar mills @ ₹ 13.88 per quintal of sugarcane crushed during sugar season 2018-19 with a view to offset cost of sugarcane. Accordingly, ₹ 12175.25 Lacs (Previous year Nil) has been adjusted during the year ended 31st March 2019 as reduction in the cost of materials consumed.
- (iv) The Government of Uttar Pradesh pursuant to Notification No. 13/2018/1697/46-3-18-3(37)/2018 dated 1st October, 2018 notified a scheme for assistance to sugar mills @ ₹ 4.50 per quintal of sugarcane purchased during sugar season 2017-18 with a view for timely clearance of sugarcane price and assist the millers from falling sugar and molasses prices. Accordingly, ₹ 4930.98 Lacs (Previous year Nil) has been adjusted during the year ended 31st March 2019 as reduction in the cost of materials consumed.
- (v) The Central Government pursuant to Notification No. 1(14)/2018-S.P-I dated 5th October, 2018 announced the Scheme for defraying expenditure towards internal transport, freight, handling and other charges on export with a view to facilitate export of sugar during sugar season 2018-19. Based on actual expenditure incurred by the Company on physical exports a sum of ₹ 4194.75 Lacs (Previous year Nil) has been deducted from miscellaneous expenses under other expenses. Further, a sum of ₹ 593.88 Lacs (Previous year Nil) has been shown under line item "Re-imburement of transportation expenses for export" under Revenue from operations.
- (vi) The Central Government pursuant to Notification No. 1(4)/2018-SP-I dated 28th September 2018 allocated factory-wise Minimum Indicative Export Quota (MIEQ) of 50 Lakh MT for export of sugar in sugar season 2018-19. The Company was allocated MIEQ of 180160 MT as per the said Notification. The Notification required the mills to undertake exports allocated to them under MIEQ or 16.70 kg of sugar per MT of actual cane crushed by them during sugar season 2018-19, whichever is lower.

The Company has physically exported 166701.80 MT of raw /white sugar till 31st March 2019 by way of direct exports and through merchant exporter.
- (vii) The Central Government pursuant to Notification No. 1(6)/2018-S.P-I dated 15th June, 2018 issued by the Ministry of Consumer Affairs, Food and Public Distribution (Department of Food and Public Distribution) announced a Scheme for Creation and Maintenance of Buffer Stock of 30 Lakh MT of sugar by the sugar mills in the country for one year w.e.f. 1st July, 2018 with a view to improve liquidity of the sugar industry; enabling sugar mills to clear cane price arrears of farmers and to stabilize domestic sugar price. The Company was allocated 1110450 quintals of buffer stock with respect to its ten sugar mills located in the State of Uttar Pradesh. Accordingly, ₹ 2053.01 Lacs (Previous year Nil) has been adjusted during the year ended 31st March 2019 as reduction in finance cost. Further, storage charges amounting to ₹ 360.57 Lacs (Previous year Nil) shown under line item "Insurance and storage charges on buffer stock" under Revenue from operations.
- (viii) Pursuant to the Scheme for extending financial assistance to Sugar mills under SEFASU 2014 notified by the Central Government issued by the Ministry of Consumer Affairs, Food and Public Distribution (Department of Food and Public Distribution), the Company was eligible for interest subvention upto 12% or at actual rate charged by the banks, whichever was lower. Accordingly, ₹ 528.54 Lacs (Previous year ₹ 1432.18 Lacs) has been adjusted during the year ended 31st March, 2019 with interest on long term borrowings.
- (ix) Pursuant to the Sugar Industry, Cogeneration and Distillery Promotion Policy, 2013 notified by the Government of Uttar Pradesh, the Company was eligible for re-imburement @ 5% on the interest payable on the loans obtained from bank for setting up of new Co-Generation unit at Kumbhi Unit. Accordingly, ₹ 109.17 Lacs (Previous year ₹ 172.50 Lacs) has been adjusted with interest on long term borrowings.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

- (x) The Central Government vide its Notification No. 1(4)/2019-S.P-I dated 2nd March, 2019 issued by the Ministry of Consumer Affairs, Food and Public Distribution (Department of Food and Public Distribution) notified a scheme for extending soft loan to sugar mills with a view to facilitate payment of cane price dues of farmers for the Sugar Season 2018-19 relating to the Fair and Remunerative Price (FRP) of sugarcane fixed by the Central Government for which interest subvention @ 7% would be borne by the Central Government for a period of 1 year from the date of disbursement of the loan.

Under the said scheme, HDFC Bank has disbursed Rupee Loan aggregating to ₹ 38762.94 Lacs (Previous year Nil) which has been utilized for clearance of sugarcane price for sugar season 2018-19 as per the scheme. Accordingly, ₹ 29.74 Lacs (Previous year Nil) has been adjusted during the year ended 31st March, 2019, with interest on short term borrowings.

- (xi) The Government of Uttar Pradesh vide its Order No. - 12/2018/1698 / 46-3-18-3 (36-A) / 2018 dated 28th September, 2018 notified a scheme for assistance to sugar mills under the Scheme for Extending Financial Assistance to Sugar Undertakings-2018 ("SEFASU 2018"), for the purpose of clearance of sugarcane price for sugar season 2016-17 and 2017-18 as per the State Advised Price of sugarcane fixed by the State Government.

Under the said scheme, the State Government has extended Rupee term loan to the Company through ICICI Bank @ 5% p.a. interest for a period of 5 years aggregating to ₹ 36508.11 Lacs (Previous year Nil) which has been utilized for clearance of sugarcane price for sugar season 2017-18 as per the scheme.

Pursuant to the requirements of Ind AS 20- "Accounting for Government Grants and Disclosure of Government Assistance" and Ind AS 109 - "Financial Instruments", ₹ 4051.19 Lacs (Previous year Nil) has been accounted for and included under Note No. 21 - "Deferred income" and proportionate income during the year ended 31st March, 2019 amounting to ₹ 410.41 Lacs (Previous year Nil) has been adjusted with interest on long term borrowings.

9. Employee Benefits :

As per Ind AS - 19 "Employee Benefits", the disclosures of Employee Benefits are as follows:

Defined Contribution Plan :

Employee benefits in the form of Provident Fund are considered as defined contribution plan.

The contributions to the respective fund are made in accordance with the relevant statute and are recognised as expense when employees have rendered service entitling them to the contribution. The contributions to defined contribution plan, recognised as expense in the Statement of Profit and Loss are as under :

(₹ in Lacs)

Defined Contribution Plan	Year ended 31st March, 2019	Year ended 31st March, 2018
Employer's Contribution to Provident Fund	947.24	867.80
Employer's Contribution to Pension Scheme	713.21	661.20

The Hon'ble Supreme Court has passed a decision on 28th February, 2019 in relation to inclusion of certain allowances within the scope of "Basic wages" for the purpose of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. There are interpretative aspects related to the Judgement including the effective date of application. The Company, based on legal advice, is awaiting further clarifications in this matter in order to reasonably assess the impact and application thereof with respect to the Company and its financial statements.

Gratuity

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the said Act, an employee who has completed five years of service or continuance service is entitled for the same. The Gratuity plan provides a lumpsum payment to employees at retirement, death, incapacitation or termination of employment. The level of benefits provided depends on the member's length of service and salary at retirement age etc. The fund is in the form of a trust and is governed by the Board of Trustees who are responsible for its administration. The Company contributes ascertained liabilities towards gratuity to the trust.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

The following tables summarizes the components of net benefit expense recognised in the Statement of Profit and Loss, the funded status and amounts recognised in the Balance Sheet for the said plan:

(a) Details of funded post retirement plans are as follows :

(₹ in Lacs)

Sl. No.	Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
I.	Expenses recognised in the Statement of Profit and Loss:		
1	Current service cost	458.82	385.70
2	Net interest on the net defined benefit liability/asset	(40.17)	(16.67)
3	Expense recognised in the Statement of Profit and Loss	418.65	369.03
II.	Other comprehensive income		
1	Actuarial gain / (loss) arising from:		
	- change in financial assumptions	(55.04)	227.74
	- changes in experience adjustments	811.61	314.81
2	(Returns)/loss on plan assets excluding amounts included in interest income	33.34	36.16
3	Components of defined benefit costs recognised in Other comprehensive income	789.91	578.71
III.	Change in present value of defined benefit obligation :		
1	Present value of defined benefit obligation at the beginning of the year	4912.87	4135.70
2	Interest expense	354.35	293.51
3	Current service cost	458.82	385.70
4	Benefits paid	376.45	444.59
5	Actuarial gain / (loss) arising from:		
	- changes in financial assumptions	(55.04)	227.74
	- changes in experience adjustments	811.61	314.81
6	Present value of Defined Benefit Obligation at the end of the year	6106.16	4912.87
IV.	Change in fair value of plan assets during the year :		
1	Plan assets at the beginning of the year	4912.87	4135.70
2	Interest income	394.52	310.18
3	Employers' contributions	1071.15	947.74
4	Benefits paid	376.45	444.59
5	Re-measurement (Returns on plan assets excluding amounts included in interest income)	33.34	36.16
6	Fair Value of Plan Assets at the end of the year	5968.75	4912.87
V.	Net Asset / (Liability) recognised in the Balance Sheet as at the year end:		
1	Present value of Defined Benefit Obligation	6106.16	4912.87
2	Fair value of Plan Assets	5968.75	4912.87
3	Funded Status [Surplus/(Deficit)]	(137.41)	-
4	Net Asset / (Liability) recognised in Balance Sheet	(137.41)	-
	- Current Liability (Short term)	(137.41)	-
	- Non-Current Liability (Long term)	-	-
VI.	Actuarial Assumptions :		
1	Discount Rate (per annum) %	7.60%	7.50%
2	Expected return on Plan Assets (per annum) %	7.60%	7.50%
3	Expected Rate of Salary increase %	6.00%	6.00%
4	Retirement/Superannuation Age (Year)	60	60
5	Mortality Rates	IALM 2006-2008 Ultimate	IALM 2006-2008 Ultimate

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

(₹ in Lacs)

Sl. No.	Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
VII.	Major Category of Plan Assets as a % of the Total Plan Assets as at the year end :		
1	Administered by Insurance Companies	99.94%	99.94%
2	Others (Cash and cash equivalents)	0.06%	0.06%
VIII.	Maturity Profile of Defined Benefit Obligation		
	Expected cash flows (valued on undiscounted basis):		
	Within the next 12 months	371.71	455.23
	Between 2 and 5 years	1732.22	1137.59
	Between 5 and 10 years	4853.25	2607.98
	Total expected payments	6957.18	4200.80
	The average duration of the defined benefit plan obligation at the end of the balance sheet date (in years)	9	15
IX.	Sensitivity analysis on Present value of Defined Benefit Obligations:		
	Discount rates		
	0.50% Increase	(4.00)%	(4.58)%
	0.50% Decrease	5.00%	4.92%
	Expected rates of salary increases		
	0.50% Increase	5.00%	4.94%
	0.50% Decrease	(4.50)%	(4.64)%

The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring as at the balance sheet date.

All sensitivities are calculated using the same actuarial method as for the disclosed present value of the defined benefits obligation at year end.

X. The history of funded post retirement plans are as follows :

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016	As at 31st March, 2015
Present value of Defined Benefit Obligation	6106.16	4912.87	4135.70	3327.08	3655.68
Fair value of Plan Assets	5968.75	4912.87	4135.70	3327.08	3655.68

(b) Details of unfunded post retirement obligations are as follows:

(₹ in Lacs)

Sl. No.	Particulars	Leave Encashment (Unfunded)	
		Year ended 31st March, 2019	Year ended 31st March, 2018
I.	Components of employer expense :		
1	Current service cost	42.73	102.15
2	Interest cost	28.99	22.79
3	Actuarial (gain) /loss recognised in the year	141.11	47.78
4	Expense recognised in the Statement of Profit and Loss	212.83	172.72

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

(₹ in Lacs)

Sl. No.	Particulars	Leave Encashment (Unfunded)	
		Year ended 31st March, 2019	Year ended 31st March, 2018
II.	Change in present value of obligation :		
1	Present value of obligation at the beginning of the year	433.41	347.08
2	Interest cost	28.99	22.79
3	Current service cost	42.73	102.15
4	Benefits paid	93.76	86.39
5	Actuarial (gain) /loss recognised in the year	141.11	47.78
6	Present value of obligation at the end of the year	552.48	433.41
III.	Net Asset / (Liability) recognised in the Balance Sheet as at the year end:		
1	Present value of defined benefit obligation	552.48	433.41
2	Fair value of plan assets	-	-
3	Funded status [Surplus/(Deficit)]	(552.48)	(433.41)
4	Net Asset / (Liability) recognised in Balance Sheet	(552.48)	(433.41)
IV.	Actuarial Assumptions :		
1	Discount Rate (per annum) %	7.60	7.50
2	Expected rate of Salary increase %	6.00	6.00
3	Retirement/Superannuation Age (Year)	60	60
4	Mortality Rates	IALM 2006-08 Ultimate	IALM 2006-08 Ultimate
V.	Maturity Profile		
	Expected cash flows (valued on undiscounted basis):		
	Within the next 12 months	24.93	35.19
	Between 2 and 5 years	90.82	71.78
	Between 5 and 10 years	244.50	196.07
	Total expected payments	360.25	303.04

(c) Risks related to defined benefit plans:

The main risks to which the Company is exposed in relation to operating defined benefit plans are :

i) Mortality risk:

The assumptions adopted by the Company make allowances for future improvements in life expectancy. However, if life expectancy improves at a faster rate than assumed, this would result in greater payments from the plans and consequently increases the plan's liabilities. In order to minimise this risk, mortality assumptions are reviewed on a regular basis.

ii) Market and liquidity risks:

These are the risks that the investments do not meet the expected returns over the medium to long term. This also encompasses the mismatch between assets and liabilities. In order to minimise the risks, the structure of the portfolios is reviewed and asset-liability matching analysis are performed on a regular basis.

(d) Asset - liability management and funding arrangements

The trustees are responsible for determining the investment strategy of plan assets. The overall investment policy and strategy for Company's funded defined benefit plan is guided by the objective of achieving an investment return which, together with the contribution paid is sufficient to maintain reasonable control over various funding risks of the plan.

(e) Other disclosures :

(i) The following are the assumptions used to determine the benefit obligation:

Discount rate:

The yield of government bonds are considered as the discount rate. The tenure has been considered taking into account the past long term trend of employees' average remaining service life which reflects the average estimated term of the post - employment benefit obligations.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

Rate of escalation in salary :

The estimates of rate of escalation in salary, considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary. Rate of return on plan assets: Rate of return for the year was the average yield of the portfolio in which Company's plan assets are invested over a tenure equivalent to the entire life of the related obligation.

Attrition rate :

Attrition rate considered is the management's estimate based on the past long- term trend of employee turnover in the Company.

- (ii) The Gratuity and Provident Fund expenses have been recognised under "Contribution to provident, gratuity and other funds" and Leave Encashment under Salaries and Wages under Note No. 31 - Employee benefits expense.

10. Related party disclosures :

(a) Name of the related parties and description of relationship :-

(i) Subsidiary Company (Control exists)	:	Indo Gulf Industries Ltd. (IGIL) (upto 18th May, 2017)
(ii) Associate Company (Significant influence can be exercised)	:	1. Visual Percept Solar Projects Pvt. Ltd. (VSPPL) 2. Auxilo Finserve Pvt. Ltd. (AFPL) (w.e.f. 20th March, 2018)
(iii) Key Managerial Personnel (KMP)	:	1. Shri Vivek Saraogi - Managing Director 2. Dr. Arvind Krishna Saxena - Whole-time Director

(iv) Other related parties:

Close members of family of KMP :

Shri Vivek Saraogi	:	1. Shri K.N.Saraogi - Father 2. Smt. Meenakshi Saraogi - Mother 3. Smt. Sumedha Saraogi - Wife 4. Shri Karan Saraogi - Son 5. Smt. Natisha Saraogi - Son's wife 6. Smt. Avantika Saraogi - Daughter 7. Shri Ashray Butta - Daughter's husband 8. Smt. Stuti Dhanuka - Sister
--------------------	---	---

Significant influence entities :

1. Meenakshi Mercantiles Ltd.
2. Udaipur Cotton Mills Co. Ltd.
3. Novel Suppliers Pvt. Ltd.
4. Neoworth Commercial Pvt. Ltd.
5. Kamal Nayan Saraogi (HUF)
6. Vivek Saraogi (HUF)
7. The Balrampur Sugar Company Limited Employees Gratuity Fund

(b) Transactions with Related parties :

(₹ in Lacs)

	Nature of transaction / Name of the related party	Subsidiary	Associates	Significant influence entities	Key Managerial Personnel (KMP)	Close members of family of KMP	Total
(i)	Compensation/ Remuneration of KMP						
	Shri Vivek Saraogi	-	-	-	645.30	-	645.30
		(-)	(-)	(-)	(610.61)	(-)	(610.61)
	Dr. Arvind Krishna Saxena	-	-	-	29.02	-	29.02
		(-)	(-)	(-)	(25.47)	(-)	(25.47)

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

(₹ in Lacs)

	Nature of transaction / Name of the related party	Subsidiary	Associates	Significant influence entities	Key Managerial Personnel (KMP)	Close members of family of KMP	Total
(ii)	Interest income (at amortized cost)						
	Visual Percept Solar Projects Pvt. Ltd.	-	191.66	-	-	-	191.66
		(-)	(186.46)	(-)	(-)	(-)	(186.46)
(iii)	Contribution to employees defined benefit plans						
	The Balrampur Sugar Company Limited Employees Gratuity Fund	-	-	1071.15	-	-	1071.15
		(-)	(-)	(947.74)	(-)	(-)	(947.74)
(iv)	Interim dividend paid to equity shareholders						
	Shri Vivek Saraogi	-	-	-	892.00	-	892.00
		(-)	(-)	(-)	(916.55)	(-)	(916.55)
	Dr. Arvind Krishna Saxena	-	-	-	0.41	-	0.41
		(-)	(-)	(-)	(0.42)	(-)	(0.42)
	Smt. Sumedha Saraogi	-	-	-	-	229.15	229.15
		(-)	(-)	(-)	(-)	(235.57)	(235.57)
	Shri Karan Saraogi	-	-	-	-	426.32	426.32
		(-)	(-)	(-)	(-)	(437.99)	(437.99)
	Smt. Avantika Saraogi	-	-	-	-	86.81	86.81
		(-)	(-)	(-)	(-)	(89.47)	(89.47)
	Smt. Stuti Dhanuka	-	-	-	-	116.46	116.46
		(-)	(-)	(-)	(-)	(119.94)	(119.94)
	Meenakshi Mercantiles Ltd.	-	-	175.21	-	-	175.21
		(-)	(-)	(180.00)	(-)	(-)	(180.00)
	Udaipur Cotton Mills Co. Ltd.	-	-	153.73	-	-	153.73
		(-)	(-)	(157.94)	(-)	(-)	(157.94)
	Novel Suppliers Pvt. Ltd.	-	-	72.68	-	-	72.68
		(-)	(-)	(74.67)	(-)	(-)	(74.67)
	Kamal Nayan Saraogi (HUF)	-	-	184.26	-	-	184.26
		(-)	(-)	(189.30)	(-)	(-)	(189.30)
	Vivek Saraogi (HUF)	-	-	3.99	-	-	3.99
		(-)	(-)	(4.09)	(-)	(-)	(4.09)
(v)	Amount paid upon buyback of equity shares						
	Shri Vivek Saraogi	-	-	-	-	-	-
		(-)	(-)	(-)	(1472.93)	(-)	(1472.93)
	Dr. Arvind Krishna Saxena	-	-	-	-	-	-
		(-)	(-)	(-)	(0.67)	(-)	(0.67)
	Smt. Sumedha Saraogi	-	-	-	-	-	-
		(-)	(-)	(-)	(-)	(384.85)	(384.85)
	Shri Karan Saraogi	-	-	-	-	-	-
		(-)	(-)	(-)	(-)	(699.81)	(699.81)
	Smt. Avantika Saraogi	-	-	-	-	-	-
		(-)	(-)	(-)	(-)	(159.89)	(159.89)

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

(₹ in Lacs)

Nature of transaction / Name of the related party	Subsidiary	Associates	Significant influence entities	Key Managerial Personnel (KMP)	Close members of family of KMP	Total
Smt. Stuti Dhanuka	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(208.58)	(208.58)
Meenakshi Mercantiles Ltd.	-	-	-	-	-	-
	(-)	(-)	(287.61)	(-)	(-)	(287.61)
Udaipur Cotton Mills Co. Ltd.	-	-	-	-	-	-
	(-)	(-)	(252.35)	(-)	(-)	(252.35)
Novel Suppliers Pvt. Ltd.	-	-	-	-	-	-
	(-)	(-)	(119.30)	(-)	(-)	(119.30)
Kamal Nayan Saraogi (HUF)	-	-	-	-	-	-
	(-)	(-)	(302.47)	(-)	(-)	(302.47)
Vivek Saraogi (HUF)	-	-	-	-	-	-
	(-)	(-)	(6.54)	(-)	(-)	(6.54)
(vi) Balance Outstanding:						
Investment in debentures (at amortized cost)	-	2210.63	-	-	-	2210.63
	(-)	(2274.12)	(-)	(-)	(-)	(2274.12)
Remuneration payable	-	-	-	360.00	-	360.00
	(-)	(-)	(-)	(330.00)	(-)	(330.00)
Contribution to employees defined benefit plan	-	-	137.41	-	-	137.41
	(-)	(-)	(-)	(-)	(-)	(-)

Figures in brackets pertain to previous year.

(c) Details of Remuneration paid/payable to KMP:

(₹ in Lacs)

Particulars	Year ended 31st March, 2019			Year ended 31st March, 2018		
	Shri Vivek Saraogi	Dr. Arvind Krishna Saxena	Total	Shri Vivek Saraogi	Dr. Arvind Krishna Saxena	Total
Short-term employee benefits						
- Salary	240.00	23.09	263.09	240.00	20.03	260.03
- Commission	360.00	-	360.00	330.00	-	330.00
- Perquisites	16.50	3.55	20.05	11.81	3.24	15.05
	616.50	26.64	643.14	581.81	23.27	605.08
Post-employment benefits						
- Contribution to Provident Fund	28.80	2.38	31.18	28.80	2.20	31.00
	645.30	29.02	674.32	610.61	25.47	636.08

The above remuneration does not include provision for gratuity and leave encashment, which is determined for the Company as a whole.

- (d) The transactions with related parties have been entered at an amount which are not materially different from those on normal commercial terms.
- (e) The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received. No expense has been recognised in current year and previous year for bad or doubtful debts in respect of the amounts owed by related parties.
- (f) The remuneration of directors is determined by the Nomination & Remuneration Committee having regard to the performance of individuals and market trends.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

11. Revenue

- (i) The disclosures pertaining to disaggregation of revenue and performance obligation in terms of Ind AS 115 - Revenue from contracts with customers are as follows:

(a) Sugar

The Sugar segment of the Company principally generates revenue from manufacturing and sale of sugar and its by-products, such as molasses, bagasse, pressmud. Domestic sales of sugar is made on ex-factory terms/agreed terms to wholesale / institutional buyers/merchant exporters within the country. Domestic sugar sales is majorly done on advance payment terms; however, credit is extended at times which is generally not more than 3 days.

Export sales of sugar to merchant exporters are recognised when the goods have been delivered to the buyers' specific location (as per agreed terms). The sale price and payments terms are determined based on contracted terms.

Molasses are sold to customers on ex-factory /delivered basis in terms of the agreement and revenue is recognised when the goods have been shipped to / delivered to the buyer. The sale price is fixed as per contracted terms and payments terms is determined as per Company's credit policy which is up-to 60 days.

Bagasse and pressmud are sold generally on advance payment terms to customers on ex-factory basis in terms of the agreement and revenue is recognised when the goods have been shipped to / delivered to the buyer.

(b) Co-generation

The co-generation segment of the Company principally generates revenue from sale of power to distribution companies and sale of renewable energy certificates to obligated /non-obligated entities (as the case may be).

Power is supplied to distribution companies from the Company's facility in accordance with the sale price, payment terms and other conditions as per the Power Purchase Agreements ("PPA").

Renewable energy certificates are sold through Central Electricity Regulatory Commission ("CERC") approved power exchanges namely – Indian Energy Exchange Ltd. ("IEX") and Power Exchange India Ltd. ("PXIL"). Revenue from sale of RECs is recognised on delivery of RECs to the customers' account as evidenced by the receipt on confirmation of execution of delivery instructions.

(c) Distillery

The distillery segment of the Company principally generates revenue from sale of industrial alcohol which mainly constitutes ethanol sold under contracts with Oil Marketing Companies ("OMCs") and other products to institutional buyers.

For sale of ethanol under contracts with OMCs, sale price is pre-determined based on Expression of Interest ("EOI")/ TENDER floated from OMC's. The prices are on delivered cost basis at OMC's locations inclusive of all duties / levies/ taxes/ charges etc.

Other products like Rectified Spirit, ENA, etc. are sold on bulk basis to institutional buyers on Ex-factory/ Delivered cost basis as per agreed terms. Revenue is recognised when goods have been shipped to the buyers' specific location as per agreed terms (as the case may be). The payments terms are fixed as per Company's credit policy which is up-to 60 days.

(d) Others

Other segment principally generates revenue from sale of agricultural fertilizers such as soil conditioner, granulated potash etc.

Agricultural fertilizers such as soil conditioner, granulated potash etc. are sold to customers on ex-factory/ delivered cost basis as per agreed terms. Revenue is recognised when the goods have been shipped to the buyers' specific location as per agreed terms (as the case may be). The payments terms are fixed as per Company's credit policy which is up-to 90 days.

- (ii) Disaggregated revenue information have been given along with segment information [Refer Note No. 37(12)(c)].

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

12. Segment information

- (a) The Managing Director has been identified as the Company's chief operating decision-maker (CODM) as defined by Ind AS 108 – Operating Segments. The Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by Business segments. The CODM of the Company evaluates the segments based on their revenue growth, operating income and return on capital employed. No operating segments have been aggregated in arriving at the Business Segment of the Company.

Management has determined the operating segments based on the information reviewed by the CODM for the purposes of allocating resources and assessing performance. The Company has identified three business segments viz. Sugar, Distillery and Co-generation and presented the same in the financial statements on a consistent basis. Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

Segment assets and segment liabilities represent assets and liabilities of respective segment. Investments, tax related assets/liabilities and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

- (b) The following is an analysis of revenue and results from operations by reportable segments: (₹ in Lacs)

Particulars	Sugar	Co-generation	Distillery	Others	Unallocable	Adjustments / Elimination	Total
Revenue							
External Sales	346965.77	33104.67	46769.84	782.78	-	-	427623.06
	(375674.49)	(31182.53)	(33167.46)	(47.58)	(-)	(-)	(440072.06)
Inter Segment Sales	34238.55	28477.86	-	19.97	-	(62736.38)	-
	(40751.17)	(21934.55)	(-)	(-)	(-)	(-)(62685.72)	(-)
Other operating revenue	954.45	-	-	-	-	-	954.45
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Revenue from operations	382158.77	61582.53	46769.84	802.75	-	(62736.38)	428577.51
	(416425.66)	(53117.08)	(33167.46)	(47.58)	(-)	(-)(62685.72)	(440072.06)
Segment profit	16616.65	17858.35	31652.51	284.59	-	-	66412.10
	(13882.92)	(17206.58)	(10819.55)	(12.55)	(-)	(-)	(41921.60)
Unallocable expenditure net of unallocable income					3031.33		3031.33
					(3726.81)		(3726.81)
Interest income							216.01
							(226.34)
Finance costs							4093.51
							(5203.00)
Profit before tax							59503.27
							(33218.13)
Tax							
Current tax							12847.57
							(7100.56)
Deferred tax							(10408.16)
							(4005.70)
Profit after tax							57063.86
							(22111.87)

Notes:

- (i) Inter-segment revenues are eliminated upon consolidation and reflected in the 'adjustments and eliminations' column. Finance income and costs, and fair value gains and losses on financial assets are not allocated to individual segments as the underlying instruments are managed at Company level. Current taxes, deferred taxes and certain financial assets and liabilities are not allocated to those segments as they are also managed at Company level. Capital expenditure consists of additions to property, plant and equipment, capital work in progress and intangible assets.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

(ii) Transactions between segments are primarily transferred at cost/market determined prices. Common costs are apportioned on a reasonable basis.

(iii) Figures in brackets pertain to previous year.

(c) In the following table, revenue is disaggregated by geographical market, major products/service lines and timing of revenue recognition which also includes a reconciliation of the disaggregated revenue with the Company's three strategic divisions, which are its reportable segments. (₹ in Lacs)

Particulars	Sugar		Co-generation Domestic	Distillery Domestic	Total reportable segment	All other Segment	Total
	Domestic	Export					
Geographical markets							
Within India	311553.05	-	33104.67	46769.84	391427.56	782.78	392210.34
	(375674.49)	(-)	(31182.53)	(33167.46)	(440024.48)	(47.58)	(440072.06)
Within India to merchant exporter	19243.96	-	-	-	19243.96	-	19243.96
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Within India to Special Economic Zone	-	16168.76	-	-	16168.76	-	16168.76
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Total	330797.01	16168.76	33104.67	46769.84	426840.28	782.78	427623.06
	(375674.49)	(-)	(31182.53)	(33167.46)	(440024.48)	(47.58)	(440072.06)
Major product							
Sugar	305328.14	11473.10	-	-	316801.24	-	316801.24
	(370602.85)	(-)	(-)	(-)	(370602.85)	(-)	(370602.85)
Raw Sugar	19243.96	4695.66	-	-	23939.62	-	23939.62
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Industrial alcohol	-	-	-	46324.88	46324.88	-	46324.88
	(-)	(-)	(-)	(32888.08)	(32888.08)	(-)	(32888.08)
Power	-	-	32801.46	-	32801.46	-	32801.46
	(-)	(-)	(27247.87)	(-)	(27247.87)	(-)	(27247.87)
Molasses	38.65	-	-	-	38.65	-	38.65
	(665.03)	(-)	(-)	(-)	(665.03)	(-)	(665.03)
Renewable energy certificates	-	-	300.79	-	300.79	-	300.79
	(-)	(-)	(3927.04)	(-)	(3927.04)	(-)	(3927.04)
Bagasse	5454.44	-	-	-	5454.44	-	5454.44
	(3723.74)	(-)	(-)	(-)	(3723.74)	(-)	(3723.74)
Others	731.82	-	2.42	444.96	1179.20	782.78	1961.98
	(682.87)	(-)	(7.62)	(279.38)	(969.87)	(47.58)	(1017.45)
Total	330797.01	16168.76	33104.67	46769.84	426840.28	782.78	427623.06
	(375674.49)	(-)	(31182.53)	(33167.46)	(440024.48)	(47.58)	(440072.06)
Timing of revenue recognition							
Products and services transferred at a point in time	330797.01	16168.76	33104.67	46769.84	426840.28	782.78	427623.06
	(375674.49)	(-)	(31182.53)	(33167.46)	(440024.48)	(47.58)	(440072.06)
Products and services transferred over time	-	-	-	-	-	-	-
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Total	330797.01	16168.76	33104.67	46769.84	426840.28	782.78	427623.06
	(375674.49)	(-)	(31182.53)	(33167.46)	(440024.48)	(47.58)	(440072.06)

Figures in brackets pertain to previous year.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

(d) Other information

(₹ in Lacs)

Particulars	Sugar	Co-generation	Distillery	Others	Unallocable	Adjustments / Elimination	Total
Segment assets	337597.83	83246.99	23116.07	1151.31	20534.32	-	465646.52
	(255939.87)	(68180.88)	(25351.76)	(514.03)	(16080.22)	(-)	(366066.76)
Segment liabilities	70989.59	1659.94	1543.04	162.01	183022.06	-	257376.64
	(84682.95)	(1937.75)	(1620.30)	(135.18)	(118976.24)	(-)	(207352.42)
Capital expenditure *	3183.96	4797.50	2351.10	574.26	414.02	-	11320.84
	(11275.29)	(1413.50)	(1075.93)	(253.58)	(132.33)	(-)	(14150.63)
Depreciation and amortisation	4977.45	3254.85	1064.60	16.49	271.74	-	9585.13
	(4946.11)	(3275.55)	(1037.45)	(1.19)	(256.11)	(-)	(9516.41)
Non cash expenses other than depreciation and amortisation	271.98	211.92	18.31	-	9.95	-	512.16
	(197.36)	(125.92)	(114.49)	(-)	(40.17)	(-)	(477.94)

*Includes depreciation, interest and other borrowing costs capitalised.

Note:

Figures in brackets pertain to previous year.

(e) Geographical information:

Refer Note No. 37(12) (c) above for disclosures relating to revenue disaggregated by geographical market.

(f) Information about major customers:

No single customer contributed 10% or more of the total revenue of the Company for the year ended 31st March, 2019 and 31st March, 2018.

13. The Ministry of Corporate Affairs (MCA) notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2018 (the 'Rules') on 20th September, 2018 amending Ind AS 20 – "Accounting for Government Grants and Disclosure of Government Assistance" to allow entities the option of recording non-monetary government grants at a nominal amount and presenting government grants related to assets by deducting the grant from the carrying amount of the asset.

Till the previous year, such grants relating to property, plant and equipment were treated as deferred income and was recognised in the Statement of Profit and Loss on a systematic basis over the useful life of the asset.

During the year ended 31st March, 2019, the Company has elected to opt for change its accounting policy of presentation of asset related government grant outstanding as on the date of aforesaid pronouncement and accordingly, has given retrospective application of the change in accounting policy i.e. the Company has adjusted all comparative amounts to show the results and financial position of comparative periods as if the new policy had always been applied and accordingly, the relevant figures for the comparative figures have been restated.

Impacts arising on application of the aforesaid policy are as follows:

(₹ in Lacs)

Particulars	As at 31st March, 2018			As at 31st March, 2017		
	Reported Earlier	Adjustment	Restated	Reported Earlier	Adjustment	Restated
Assets						
Property, plant and equipment	144501.28	(138.54)	144362.74	140949.76	(144.24)	140805.52
Net change		(138.54)			(144.24)	
Equity and Liabilities						
Other equity	156430.45	(0.39)	156430.06	151775.31	(0.20)	151775.11
Deferred tax liabilities (net)	18345.69	(0.21)	18345.48	14339.88	(0.10)	14339.78
Deferred Income						
- Non current	145.02	(131.94)	13.08	152.11	(137.94)	14.17
- Current	7.09	(6.00)	1.09	7.09	(6.00)	1.09
Net change		(138.54)			(144.24)	

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

(₹ in Lacs)

Particulars	Year ended 31st March, 2018		
	Reported Earlier	Adjustment	Restated
Other income	2777.87	(6.00)	2771.87
Depreciation	9522.11	(5.70)	9516.41
Profit before tax	33218.43	(0.30)	33218.13
Tax expense	11106.37	(0.11)	11106.26
Profit for the year	22112.06	(0.19)	22111.87

14. Disclosure under Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company has neither given any loan nor has advanced any amount either during the year ended 31st March, 2019 or year ended 31st March, 2018. Hence, the requirements under the said Schedule is not applicable to the Company and no information is required to be disclosed.

15. Details of Loans and Investments covered under section 186 (4) of the Companies Act, 2013 :

Details of loans given and investments made are given under the respective note.

16. (a) The Hon'ble High Court at Allahabad pursuant to its order dated 12.02.2019 (Order) has upheld the validity and applicability of UP Sugar Industry Promotion Policy 2004(SIPP) to the Company. Consequent to this, the company in respect of its capital projects and expansions during the period from 2004 to 2008 is entitled for capital subsidy, reimbursement of certain expenses, remission of certain taxes and levies in accordance with the provision of the said policy.

The State Government of UP has filed a special leave petition challenging the said order before Hon'ble Supreme Court of India and matter is pending for hearing as on this date. Pending this, the Company's claim for reimbursement of ₹ 33654.94 lacs and capital subsidy of ₹ 13137.77 lacs pursuant to SIPP being contingent in nature, has not been recognised.

(b) In terms of SIPP, the Company also availed in earlier years remission of taxes and levies, namely, Entry Tax on Sugar, Trade Tax on Molasses and Cane Purchase Tax, Stamp duty and registration charges on purchase of land aggregating to ₹ 11278.45 lacs. These remissions were availed pursuant to limited protection earlier provided by the Hon'ble High Court at Allahabad, which has now been confirmed in terms of the aforesaid Order.

The above remissions includes Entry Tax on Sugar and Tax on Molasses for Akbarpur, Mankapur, Kumbhi and Gularia units aggregating to ₹ 6274.01 lacs (including ₹364.59 Lacs pertaining to the years 2015-16 and 2016-17 determined during the current year) which even though assessed has not been demanded or pursued against the Company.

17. The Company had entered into a Share Purchase Agreement (SPA) on 27th January, 2017 inter-alia with Ganesh Explosives Pvt. Ltd. (GEPL) for sale of its entire shareholding of 53.96% in Indo Gulf Industries Ltd. (IGIL).

Pursuant to the completion of the Open Offer formalities by the acquirer (GEPL), IGIL had ceased to be the Subsidiary of the Company w.e.f. 19th May, 2017.

18. The Board of Directors of the Company at its meeting held on 15th September, 2017 considered and approved cumulative investment of ₹ 17500.00 Lacs in tranches over a period of five years in Auxilo Finserve Private Limited ("AFPL"), an unlisted NBFC based in India and engaged in financing activities in education sector. The objects and effects of the said company includes but not limited to carrying on financing activities in education sector in India.

The Company has so far acquired 75000000 (Previous year 37500000) Equity shares of AFPL at par value ₹ 10 each aggregating to ₹ 7500.00 Lacs (Previous year ₹ 3750.00 Lacs) on preferential issue basis constituting 50% (Previous year 50%) of the shareholding in AFPL, pursuant to which, AFPL continues to be an Associate Company.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

19. Financial instruments - Accounting, Classification and Fair value measurements

A. Financial instruments by category

As at 31st March, 2019

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Carrying and fair value			
			Cost	Amortized cost	FVTOCI	Total
(1) Financial assets						
(a) Investments	6		9728.63	2215.47	61.63	12005.73
(b) Trade and other receivables	7		-	45003.36	-	45003.36
(c) Cash and cash equivalents	13		-	211.76	-	211.76
(d) Bank balances other than cash and cash equivalents	14		-	281.08	-	281.08
(e) Loans	15		-	-	-	-
(f) Other financial assets	8		-	19277.07	-	19277.07
Total			9728.63	66988.74	61.63	76779.00
(2) Financial liabilities						
(a) Borrowings	19		-	167390.76	-	167390.76
(b) Trade and other payables	25		-	61850.39	-	61850.39
(c) Other financial liabilities	20		-	11974.03	-	11974.03
Total			-	241215.18	-	241215.18

As at 31st March, 2018

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Carrying and fair value			
			Cost	Amortized cost	FVTOCI	Total
(1) Financial assets						
(a) Investments	6		5978.63	2281.61	56.09	8316.33
(b) Trade and other receivables	7		-	18221.31	-	18221.31
(c) Cash and cash equivalents	13		-	245.15	-	245.15
(d) Bank balances other than cash and cash equivalents	14		-	625.64	-	625.64
(e) Loans	15		-	13.28	-	13.28
(f) Other financial assets	8		-	5344.06	-	5344.06
Total			5978.63	26731.05	56.09	32765.77
(2) Financial liabilities						
(a) Borrowings	19		-	87618.97	-	87618.97
(b) Trade and other payables	25		-	78529.18	-	78529.18
(c) Other financial liabilities	20		-	17257.50	-	17257.50
Total			-	183405.65	-	183405.65

B. Fair value hierarchy

The fair value of the financial assets and financial liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- Fair value of cash and cash equivalents, bank balances other than cash and cash equivalents, trade and other receivables, loans and other current financial assets, short term borrowings from banks and financial institutions, trade and other payables and other current financial liabilities approximate their carrying amounts due to the short-term maturities of these instruments.
- The carrying value of debentures approximate their fair value as the instruments are at prevailing market rate.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

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

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

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following tables provide the fair value hierarchy of the Company's assets and liabilities measured at fair value on a recurring basis:

Financial assets and financial liabilities measured at fair value on a recurring basis as at 31st March, 2019: (₹ in Lacs)

Particulars	Refer Note No.	Level 1	Level 2	Level 3	Total
Financial assets (At FVTOCI)					
Investments in equity instruments	6	-	-	61.63	61.63
Total financial assets		-	-	61.63	61.63

Financial assets and financial liabilities measured at fair value on a recurring basis as at 31st March, 2018: (₹ in Lacs)

Particulars	Refer Note No.	Level 1	Level 2	Level 3	Total
Financial assets (At FVTOCI)					
Investments in equity instruments	6	-	-	56.09	56.09
Total financial assets		-	-	56.09	56.09

There have been no transfers between Level 1 and Level 2 either during the year ended 31st March, 2019 or year ended 31st March, 2018.

Description of significant unobservable inputs to valuation:

The following table shows the valuation technique and inputs for financial instruments: (₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Investments in unquoted equity shares	Adjusted net asset method	

Reconciliation of opening and closing balances for Level 3 fair value:

Particulars	Investments in unquoted equity shares
Balance as at 1st April, 2018	56.09
Net re-measurement gain recognised and deferred during the year	5.54
De-recognition during the year	-
Balance as at 31st March, 2019	61.63
Balance as at 1st April, 2017	53.29
Net re-measurement gain recognised and deferred during the year	2.80
De-recognition during the year	-
Balance as at 31st March, 2018	56.09

20. Financial risk management objectives and policies

The Company's principal financial liabilities includes borrowings, trade payables and other financial liabilities and principal financial assets include trade receivables, cash and cash equivalents, bank balances other than cash and cash equivalents and other financial assets.

The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management under the supervision of Board of Directors oversees the management of these risks. The policies framed with respect to risks summarised below provides assurance that the Company's financial risks 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 prices. Market risk comprises three types of risk: interest rate risk, currency risk and other risks, such as regulatory risk and commodity price risk.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

(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 rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings obligations.

Sugar is produced over a period of 4 to 5 months and is required to be stored for sale over a period of 12 to 14 months, thereby resulting in very high requirement of Working Capital. Cost of funding depends on the overall fiscal environment in the country as well as the Company's credit worthiness /credit ratings. Failure to maintain credit rating can adversely affect the cost of funds.

To mitigate the interest rate risk, the Company maintains an impeccable track record and ensures long term relation with the lenders to raise adequate funds at competitive rates. Company has access to low cost borrowings because of its healthy Balance Sheet. In addition, steady revenue from co-generation and distillery business reduces the overall requirement of working capital.

(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 rates. To mitigate fluctuating foreign exchange rates, the Company covers its position through permitted hedging methods.

Foreign currency exposure as at 31st March, 2019 :

(US\$ in Lacs)

Particulars	Hedged	Unhedged	Total
Foreign currency receivables			
Export related trade receivables	228.41	2.66	231.07
	(-)	(-)	(-)
	228.41	2.66	231.07
	(-)	(-)	(-)
Foreign currency payables			
Borrowings - Current	228.41	-	228.41
	(-)	(-)	(-)
Interest accrued but not due on borrowings	-	0.19	0.19
	(-)	(-)	(-)
	228.41	0.19	228.60
	(-)	(-)	(-)

Figures in brackets pertain to previous year.

(iii) Commodity price risk

Sugar industry being cyclical in nature, adverse production/supply position may severely impact the sugar prices thereby impacting the overall financials of the Company. Factors that can affect commodity prices include political and regulatory changes, seasonal variations, weather, technology and market conditions. Unexpected changes in commodity prices in international exchanges / markets and the domestic market can reduce the Company's profit margin.

The Company's fully integrated business model to utilize the by-products to a very large extent insulates it from the uneconomical sugar prices. Further, the Government's accommodative policy on managing the demand/ supply position of sugar in addition to remunerative ethanol prices also reduces the adverse impact of sugar pricing.

(b) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company's sugar sales are mostly on cash. Power and ethanol are sold to government entities, thereby the credit default risk is significantly mitigated.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

The Company uses judgement in making these assumptions and selecting the inputs for assessing the impairment calculation, based on the Company's past history, existing market conditions as well as future 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. Where recoveries are made, these are recognised in the Statement of Profit and Loss.

(i) Trade receivables

Trade receivables are non-interest bearing; Refer Note No. 37(11) for credit terms.

Trade receivables includes ₹ 15878.23 Lacs (Previous year Nil) backed by letter of credit as referred in Note No. 7(ii) discounted / negotiated with banks on recourse basis and thereby the credit risk is retained by the Company and receivables have not been de-recognised in the financial statements.

An impairment analysis is performed at each balance sheet date on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the balance sheet date is the carrying value of each class of financial assets disclosed under Note No. 7.

The ageing analysis of the receivables has been considered from the date the invoice falls due: (₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Upto 6 months	40018.49	18301.99
6 to 12 months	4959.94	1.37
More than 12 months	104.20	5.19
	45082.63	18308.55
Including trade receivables discounted/negotiated with to banks	11335.26	-

The following table summarizes the change in the loss allowances measured using life time expected credit loss model for trade receivables:

Particulars	(₹ in Lacs)
Balance as at 1st April, 2018	97.63
Provided during the year	-
Reversed during the year	-
Balance as at 31st March, 2019	97.63
Balance as at 1st April, 2017	-
Provided during the year	97.63
Reversed during the year	-
Balance as at 31st March, 2018	97.63

No significant changes in estimation were made during the reported period.

(ii) Balances with banks

Credit risk for balances with banks is managed in accordance with the Company's policy.

The Company's maximum exposure to credit risk for the components of the balance sheet as at 31st March, 2019 and 31st March, 2018 is the carrying amounts as stated under Note No. 13 and 14.

(c) Liquidity risk

The Company's objective is to meet the funding requirement and maintain flexibility in this respect through the use of cash credit facilities, short term loans and commercial papers.

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

The table below summarises the maturity profile of the Company's financial liabilities :

(₹ in Lacs)

Sl. No.	Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
A.	As at 31st March, 2019				
(i)	Borrowings (excluding current maturities of long - term debt)				
	Non-current				
	Term loans				
	From banks	-	25565.71	1825.41	27391.12
	From entities other than banks	-	533.40	-	533.40
	Current				
	Loans repayable on demand				
	Pre-shipment packing credit	4363.10	-	-	4363.10
	Others	85004.94	-	-	85004.94
	Other loans				
	Post-shipment credit	11335.26	-	-	11335.26
	Others	38762.94	-	-	38762.94
		139466.24	26099.11	1825.41	167390.76
(ii)	Trade and other payables	61850.39	-	-	61850.39
(iii)	Other financial liabilities	11820.94	153.09	-	11974.03
	Total	213137.57	26252.20	1825.41	241215.18
B.	As at 31st March, 2018				
(i)	Borrowings (excluding current maturities of long - term debt)				
	Non-current				
	Term loans				
	From banks	-	-	-	-
	From entities other than banks	-	1066.81	-	1066.81
	Current				
	Loans repayable on demand				
	Pre-shipment packing credit	-	-	-	-
	Others	86552.16	-	-	86552.16
	Other loans				
	Post-shipment credit	-	-	-	-
	Others	-	-	-	-
		86552.16	1066.81	-	87618.97
(ii)	Trade and other payables	78529.18	-	-	78529.18
(iii)	Other financial liabilities	16951.31	306.19	-	17257.50
	Total	182032.65	1373.00	-	183405.65

Notes forming part of the Standalone Financial Statements

Note No. : 37 Other disclosures (contd.)

21. Capital Management

(a) Risk management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders of the Company. The Company's objective while managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns to shareholders and other stake holders.

The Company manages its capital structure and makes adjustments in the light of changes in the financial condition and the requirements of the financial covenants and return of capital to shareholders.

In order to achieve this overall objective, the Company's capital management, amongst other things, also aim to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings. The Company has complied with these covenants and there have been no breaches in the financial covenants of any interest-bearing loans and borrowings.

No changes were made in the objectives, policies or processes for managing capital during the year ended 31st March, 2019 and 31st March, 2018.

The Company monitors capital using debt-equity ratio, which is total long-term debt divided by total equity

(₹ in Lacs unless stated otherwise)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Total long-term debt (including current maturities)	37574.92	12430.54
Total equity	208269.88	158714.34
Debt to equity ratio	0.18	0.08

(b) Dividend

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Year to which interim dividend relates	2018-19	2017-18
Interim dividend paid per equity share (₹)	2.50	2.50
Gross amount of Interim dividend (₹ in Lacs)	5710.96	5875.56
Dividend distribution tax on above (₹ in Lacs)	1173.90	1196.13

22. The previous year's figures have been restated due to retrospective application of accounting policy as stated in Note No. 37(13). Further, these have been regrouped and rearranged wherever necessary to make them comparable with those of the current year's figures.

As per our report of even date attached.

For **LODHA & CO.**
Chartered Accountants
Firm's ICAI Registration No. - 301051E

For and on behalf of the Board of Directors

Sd/-
R. P. Singh
Partner
Membership No. 052438

Sd/-
Nitin Bagaria
Company Secretary

Sd/-
Pramod Patwari
Chief Financial Officer

Sd/-
Dr. Arvind Krishna Saxena
Whole-time Director
DIN - 00846939

Sd/-
Vivek Saraogi
Managing Director
DIN - 00221419

Place of Signature: Kolkata
Date: 25th May, 2019

Independent Auditors' Report

To the Members of

Balrampur Chini Mills Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of **Balrampur Chini Mills Limited** ("the Company") and share of profit/loss of associates, which comprise the Consolidated Balance Sheet as at 31st March, 2019, and the Consolidated Statement of Profit and Loss (including other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory notes for the year ended on that date (hereinafter referred to as "the Consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us based on the consideration of reports of other auditors on separate financial statements, and on the other financial information of the associates, the aforesaid consolidated 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 Consolidated state of affairs (financial position) of the Company including its associates, as at 31st March, 2019, and their consolidated profit (financial performance including other comprehensive income), their consolidated cash flows and the consolidated changes in equity for the year then ended.

Basis for Opinion

We conducted our audit of the consolidated financial statements 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 Consolidated Financial Statements section of our report. We are independent of the Company and its associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated 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

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have considered the matters described below to be the key audit matters for incorporation in our report.

Sl. No.	Key Audit Matters	Addressing the Key Audit Matters
1.	<p>Valuation of Inventory of Sugar</p> <p>As on 31st March, 2019, the Company has inventory of sugar with the carrying value of ₹ 209204.53 Lacs which forms major part of the total assets of the Company. The inventory of sugar is valued at the lower of cost and net realizable value.</p> <p>Determination of net realizable value involves judgements and assumptions with respect to regulatory directives and notifications dealing with quantity and price of sugar to be sold and also the stock to be maintained by the Company.</p>	<p>Our audit procedures based on which we arrived at the conclusion regarding reasonableness of the valuation of inventory include the following</p> <ul style="list-style-type: none"> Evaluating the accounting policy followed for valuation of inventory of sugar and appropriateness thereof with respect to relevant accounting standards in this respect Understanding and testing the design and operating effectiveness of controls as established by the management in determination of net realizable value of inventory of sugar. Obtaining an understanding of the determination of the net realizable value and assessing, testing and evaluating the reasonableness keeping in view the significant judgements applied by the management for such valuation. The above includes evaluation of the selling price prevailing around and subsequent to the year end and regulatory directives issued and compliances thereof by the management and rationale for assumptions in the given situation and business environment.

Sl. No.	Key Audit Matters	Addressing the Key Audit Matters
2.	Recognition of Deferred tax assets Deferred tax assets pertaining to MAT Credit entitlement amounting to ₹ 10621.76 lacs has been recognised during the year. Recognition of deferred tax asset is based on expected reversal and/or utilization thereof against management's projection of future taxable income of the company. This involves estimation of future operations and profitability based on assumptions and anticipations which may be in variance with the actual happening.	Our audit procedures based on which we arrived at the conclusion regarding reasonableness of the recognition of deferred tax asset include the following <ul style="list-style-type: none"> Evaluation of the temporary differences and reversal/ utilisation of deferred tax assets on the basis of internal forecasts by the management and resultant impact on future taxable income of the Company. The above includes critical review of underlying assumptions for consistency and arriving at reasonable level of probability on the matters with due regard to the current and past results and performances, as required in terms of Ind AS12 Income taxes and principles in this regard.
3.	Government grants and assistances During the year, the Company has recognised subsidy claims amounting to ₹ 25522.78 Lacs of which ₹ 18962.86 Lacs is outstanding as receivable as at 31st March 2019. The various schemes have been notified by central and state government to assist sugar mills so that to protect the interest of the farmers in terms of the price and the release of payment against the sugarcane supplied by them. This has been considered to be a matter of significance considering the nature and type of industry in which the company is operating and related compliance requirements of the schemes and appropriateness of timing of recognition of the government grant and resultant income thereagainst.	Our audit procedures based on which we arrived at the conclusion regarding reasonableness of recognition of various government grants include the following <ul style="list-style-type: none"> Understanding and testing the design and operating effectiveness of controls as established by the management for recognition and assessment of recoverability of the claims for government grants. Evaluating the management's assessment for reasonable certainty of the claim considering the compliances with respect to eligibility requirements as embodied in the various schemes issued by the regulators. Review of each notification for ascertaining the performance obligations concerning grant and arriving at timing of recognition and appropriateness for measurement thereof.

Information Other than the Consolidated Financial Statements and Auditors' Report thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Management Discussion and Analysis Report and Business Responsibility Report, but does not include standalone financial statements and our auditors' report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report with respect to the above.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

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 Consolidated financial statements that give a true and fair view of the state of affairs (consolidated financial position), Profit or Loss (consolidated financial performance including other comprehensive income), consolidated changes in equity and consolidated cash flows of the Company including its Associates in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act.

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 including its Associates and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error which has been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the Company including its associates are responsible for assessing the Company's ability including its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the financial reporting process of the Company including its associates.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated 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 controls;

- Obtain an understanding of internal control 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 including its associates has adequate internal financial controls system in place and the operating effectiveness of such controls;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- 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 including its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated 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 auditors' report. However, future events or conditions may cause the Company including its associates to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation;
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities with the Company including its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements

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.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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.

Other Matter

We did not audit the financial statements of the two associate companies, Visual Percept Solar Projects Private Limited and Auxilo Finserve Private Limited included in the consolidated financial statements for the year ended 31st March, 2019 which includes Company's share of net profit/(loss) of ₹ 518.12 Lacs, other comprehensive income of ₹ (0.43) Lacs and total comprehensive income of ₹ 517.69 Lacs. These financial statements have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the associates, and our report in terms of sub-section (3) and sub section (11) of Section 143 of the Act, in so far as it relates to the aforesaid associates, is based solely on the report of other auditors.


Our opinion is not modified in respect of the above matter.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, we report that to the extent applicable, that:

2. Further to our comments in the annexure referred to in the paragraph above, as required by Section 143(3) of the Act, we report that:

- a) 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 of the aforesaid consolidated financial statements;
- b) In our opinion, proper books of account as required by law relating to the preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the report of the other auditors;
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;
- d) In our opinion, the aforesaid Consolidated 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;
- e) On the basis of the written representations received from the directors of the Company as on 31st March, 2019 taken on record by the Board of Directors of the Company and the report of other statutory auditors of its associate companies, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
- f) With respect to the adequacy of the internal financial controls with reference to financial statements and the operating effectiveness of such controls, refer to our Report in "Annexure A" which is based on the audited report of the Company audited by us and two associates audited by other auditors. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal control with reference to financial statements of the Company and its associates incorporated in India; and

- 
3. With respect to the other matters to be included in the Auditors' Report 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 and its associates has disclosed the impact of pending litigations on its financial position in its consolidated financial statements – Refer Note 38(1) to the consolidated financial statements;
 - The Company and its associates did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company and its associates.
4. With respect to the reporting under section 197(16) of the Act to be included in the Auditors' Report, in our opinion and according to the information and explanations given to us, the remuneration (including sitting fees) paid by the Company and its associates to its Directors during the current year is in accordance with the provisions of section 197 of the Act and is not in excess of the limit laid down therein.
- For **Lodha & Co,**
Chartered Accountants
Firm's ICAI Registration No.:301051E
- sd/-
R. P. Singh
Partner
Membership No: 052438
- Place of Signature : Kolkata
Date: 25th May, 2019

ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

(Referred to in paragraph (f) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date)

Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the consolidated financial statements of the Company and its associates as of and for the year ended 31st March, 2019, we have audited the internal financial controls with reference to financial statements of **Balrampur Chini Mills Limited** (hereinafter referred to as “the Company”) and its associate companies, which are companies incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the Company and its associate companies which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements 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 the respective 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.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to financial statements 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”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 with reference to financial statements was established

and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 auditors’ judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the associate companies, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company’s internal financial controls with reference to financial statements 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 controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) 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 authorisations of management and directors of the company; and (3) provide reasonable assurance

regarding prevention or timely detection of unauthorised 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 with reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company, its associates, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2019, based on the internal control with reference to financial

statements 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.

Other Matters

Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements in so far as it relates to two associates, which are companies incorporated in India, is based on the corresponding standalone reports of the auditors', as applicable, of such companies incorporated in India.

For **Lodha & Co,**
Chartered Accountants
Firm's ICAI Registration No.:301051E

sd/-

R. P. Singh

Partner

Place of Signature : Kolkata
Date: 25th May, 2019

Membership No: 052438

Consolidated Balance Sheet

as at 31st March, 2019

(₹ in Lacs)

Particulars	Note No.	As at 31st March, 2019		As at 31st March, 2018	
ASSETS					
Non - current assets					
(a) Property, plant and equipment	4	142001.99		144362.74	
(b) Capital work-in-progress	4A	4582.51		1125.21	
(c) Intangible assets	5	153.76		204.24	
(d) Financial assets					
(i) Investments					
Investment in associates accounted for using the equity method	6	14311.63		9886.70	
Other Investments	7	2264.53		2325.14	
(ii) Trade and other receivables	8(i)	-		-	
(iii) Other financial assets	9(i)	145.51		157.56	
(e) Non-current tax assets (net)	10	5253.92		4832.55	
(f) Other non-current assets	11	3198.32	171912.17	520.49	163414.63
Current assets					
(a) Inventories	12	231589.08		180220.07	
(b) Biological assets	13	17.49		11.60	
(c) Financial assets					
(i) Trade and other receivables	8(ii)	45003.36		18221.31	
(ii) Cash and cash equivalents	14	211.76		245.15	
(iii) Bank balances other than cash and cash equivalents	15	281.08		625.64	
(iv) Loans	16	-		13.28	
(v) Other financial assets	9(ii)	19131.56		5186.50	
(d) Other current assets	17	2070.45	298304.78	2024.09	206547.64
Total Assets			470216.95		369962.27
EQUITY AND LIABILITIES					
Equity					
(a) Share capital	18	2284.38		2284.28	
(b) Other equity	19	209494.72		159421.59	
Equity attributable to equity shareholders of the parent		211779.10		161705.87	
Non-controlling interests		-	211779.10	-	161705.87
Liabilities					
Non - current liabilities					
(a) Financial liabilities					
(i) Borrowings	20(i)	27924.52		1066.81	
(ii) Other financial liabilities	21(i)	153.09		306.19	
(b) Deferred income	22	2450.40		13.08	
(c) Provisions	23(i)	528.45		433.41	
(d) Deferred tax liabilities (net)	24	8892.72		19249.46	
(e) Other non-current liabilities	25	35.93	39985.11	30.39	21099.34
Current liabilities					
(a) Financial liabilities					
(i) Borrowings	20(ii)	139466.24		86552.16	
(ii) Trade and other payables	26				
(a) Trade Payables					
Total outstanding dues of micro enterprises and small enterprises		95.43		16.98	
Total outstanding dues of creditors other than micro enterprises and small enterprises		60529.44		77999.12	
(b) Other Payables					
Total outstanding dues of micro enterprises and small enterprises		29.08		87.10	
Total outstanding dues of creditors other than micro enterprises and small enterprises		1196.44		425.98	
(iii) Other financial liabilities	21(ii)	11820.94		16951.31	
(b) Deferred income	22	1190.38		1.09	
(c) Other current liabilities	27	3552.41		4752.69	
(d) Provisions	23(ii)	572.38	218452.74	370.63	187157.06
Total Equity and Liabilities			470216.95		369962.27
Corporate information					
Significant accounting policies and the accompanying notes 2 to 38 are an integral part of the consolidated financial statements.					

As per our report of even date attached.

For **LODHA & CO.**

Chartered Accountants

Firm's ICAI Registration No. - 301051E

For and on behalf of the Board of Directors

Sd/-
R. P. Singh

Partner

Membership No. 052438

Place of Signature: Kolkata

Date: 25th May, 2019

Sd/-
Nitin Bagaria

Company Secretary

Sd/-
Pramod Patwari

Chief Financial Officer

Sd/-
Dr. Arvind Krishna Saxena

Whole-time Director

DIN - 00846939

Sd/-
Vivek Saraogi

Managing Director

DIN - 00221419

Consolidated Statement of Profit and Loss

for the year ended 31st March, 2019

(₹ in Lacs)

Particulars	Note No.	Year ended 31st March, 2019	Year ended 31st March, 2018
Revenue from operations	28	428577.51	440072.06
Other income	29	4274.50	3027.73
Total income		432852.01	443099.79
Expenses:			
Cost of materials consumed	30	359540.70	306487.53
Excise duty on sale of goods		-	5817.76
Changes in inventories of finished goods, by-products and work-in-progress	31	(53836.44)	40974.80
Employee benefits expense	32	23045.79	20400.35
Finance costs	33	4093.51	5203.00
Depreciation and amortisation expense	34	9585.13	9516.41
Other expenses	35	30920.05	21225.95
Total expenses		373348.74	409625.80
Profit before share of profit of associates and tax		59503.27	33473.99
Share of profit of associates		675.48	1041.11
Profit before tax		60178.75	34515.10
Tax expense	36		
Current tax		12847.57	7100.56
Deferred tax		(10250.80)	4248.24
Total tax expense		2596.77	11348.80
Profit for the year		57581.98	23166.30
Other comprehensive income	37		
Items that will not be reclassified to profit or loss		(790.47)	(580.72)
Income tax relating to items that will not be reclassified to profit or loss		276.16	123.98
Total other comprehensive income		(514.31)	(456.74)
Total comprehensive income for the year		57067.67	22709.56
(Comprising of profit and other comprehensive income for the year)			
Profit for the year attributable to :-			
a) Owners of the parent		57581.98	23166.30
b) Non-controlling interests		-	-
		57581.98	23166.30
Other comprehensive income attributable to :-			
a) Owners of the parent		(514.31)	(456.74)
b) Non-controlling interests		-	-
		(514.31)	(456.74)
Total comprehensive income attributable to :-			
a) Owners of the parent		57067.67	22709.56
b) Non-controlling interests		-	-
		57067.67	22709.56
Earnings per equity share of ₹ 1/- each	38(7)		
- Basic (₹)		25.21	9.86
- Diluted (₹)		25.21	9.86
Weighted average number of shares used in computing earnings per share			
- Basic		228437725	234948663
- Diluted		228437725	234967468
Corporate information	1		
Significant accounting policies and the accompanying notes 2 to 38 are an integral part of the consolidated financial statements.			

As per our report of even date attached.

For **LODHA & CO.**

Chartered Accountants

Firm's ICAI Registration No. - 301051E

For and on behalf of the Board of Directors

Sd/-
R. P. Singh
 Partner
 Membership No. 052438

Sd/-
Nitin Bagaria
 Company Secretary

Sd/-
Pramod Patwari
 Chief Financial Officer

Sd/-
Dr. Arvind Krishna Saxena
 Whole-time Director
 DIN - 00846939

Sd/-
Vivek Saraogi
 Managing Director
 DIN - 00221419

Place of Signature: Kolkata
 Date: 25th May, 2019

Consolidated Statement of Changes in Equity

for the year ended 31st March, 2019

(a) Equity share capital

For the year ended 31st March, 2019

(₹ in Lacs)

	Changes in equity share capital during the year [Refer Note No. 17(c)]	Balance as at 31st March, 2019
Balance as at 1st April, 2018	0.10	2284.38
2284.28		

For the year ended 31st March, 2018

(₹ in Lacs)

	Changes in equity share capital during the year [Refer Note No. 17(c)]	Balance as at 31st March, 2018
Balance as at 1st April, 2017	(65.82)	2284.28
2350.10		

(b) Other equity

(₹ in Lacs)

	Share application money pending allotment	Attributable to the equity shareholders of the parent								Non-controlling interests	Total Other Equity	
		Reserves and surplus										
		Capital reserve	Securities premium	Capital redemption reserve	Share options outstanding account	Storage fund for molasses	General reserve	Retained earnings	Other comprehensive income			Total
									Re-measurement of defined benefit plan			
Balance as at 1st April, 2018 as previously reported	4.50	3184.58	24578.91	2820.10	13.23	139.94	64977.91	63702.81	-	159421.98	-	159421.98
Impact of change in accounting policy relating to accounting of Government Grant [Refer Note No. 38(13)]	-	-	-	-	-	-	-	(0.39)	-	(0.39)	-	(0.39)
Restated balance as at 1st April, 2018	4.50	3184.58	24578.91	2820.10	13.23	139.94	64977.91	63702.42	-	159421.59	-	159421.59
Changes in equity during the year ended 31st March, 2019												
Profit for the year	-	-	-	-	-	-	-	57581.98	-	57581.98		57581.98
Other comprehensive income for the year	-	-	-	-	-	-	-	-	(514.31)	(514.31)		(514.31)
Total comprehensive income for the year	-	-	-	-	-	-	-	57581.98	(514.31)	57067.67		57067.67
Equity shares issued on exercise of Employees Stock Options [Refer Note No. 38(3)]	(4.50)	-	-	-	-	-	-	-	-	(4.50)		(4.50)
Exercise of stock options [Refer Note No. 38(3)]	-	-	8.14	-	(3.74)	-	-	-	-	4.40		4.40
Forfeiture of stock options [Refer Note No. 38(3)]	-	-	-	-	(9.49)	-	-	-	-	(9.49)		(9.49)
Storage fund for molasses created during the year [Refer Note No. 19(vi)]	-	-	-	-	-	39.08	-	-	-	39.08		39.08
Storage fund for molasses written back during the year [Refer Note No. 19(vi)]	-	-	-	-	-	(139.17)	-	-	-	(139.17)		(139.17)
Transfer (to)/from retained earnings	-	-	-	-	-	-	25022.09	(25536.40)	514.31	-		-
Interim dividend [Refer Note No. 38(22)(b)]	-	-	-	-	-	-	-	(5710.96)	-	(5710.96)		(5710.96)
Dividend distribution tax on interim dividend [Refer Note No. 38(22)(b)]	-	-	-	-	-	-	-	(1173.90)	-	(1173.90)		(1173.90)
Balance as at 31st March, 2019	-	3184.58	24587.05	2820.10	-	39.85	90000.00	88863.14	-	209494.72	-	209494.72

Consolidated Statement of Changes in Equity

for the year ended 31st March, 2019

(b) Other equity (contd.) (₹ in Lacs)

	Share application money pending allotment	Attributable to the equity shareholders of the parent								Non-controlling interests	Total Other Equity	
		Reserves and surplus										
		Capital reserve	Securities premium	Capital redemption reserve	Share options outstanding account	Storage fund for molasses	General reserve	Retained earnings	Other comprehensive income			
Balance as at 1st April, 2017 as previously reported	-	3184.58	34466.26	2754.10	18.09	117.75	64974.04	48195.26	-	153710.08	(28.83)	153681.25
Impact of change in accounting policy relating to accounting of Government Grant [Refer Note No. 38(13)]	-	-	-	-	-	-	-	(0.20)	-	(0.20)	-	(0.20)
Restated balance as at 1st April, 2017	-	3184.58	34466.26	2754.10	18.09	117.75	64974.04	48195.06	-	153709.88	(28.83)	153681.05
Profit for the year	-	-	-	-	-	-	-	23166.30	-	23166.30	-	23166.30
Other comprehensive income for the year	-	-	-	-	-	-	-	(456.74)	(456.74)	(456.74)	-	(456.74)
Total comprehensive income for the year	-	-	-	-	-	-	-	23166.30	(456.74)	22709.56	-	22709.56
Share application money pending for allotment	4.50	-	-	-	-	-	-	-	-	4.50	-	4.50
Consolidation adjustment on sale of non-current investments	-	-	-	-	-	-	3.87	-	-	3.87	28.83	32.70
Exercise of stock options [Refer Note No. 38(3)]	-	-	12.56	-	(4.86)	-	-	-	-	7.70	-	7.70
Right issue of share earlier kept in abeyance	-	-	0.09	-	-	-	-	-	-	0.09	-	0.09
Transfer on account of buy-back of equity shares [Refer Note No. 38(5)]	-	-	(66.00)	66.00	-	-	-	-	-	-	-	-
Utilized on account of buy-back of equity shares [Refer Note No. 38(5)]	-	-	(9834.00)	-	-	-	-	-	-	(9834.00)	-	(9834.00)
Buy back expenses (net of tax, ₹ Nil)	-	-	-	-	-	-	-	-	-	-	-	-
[Refer Note No. 38(5)]	-	-	-	-	-	-	-	(130.51)	-	(130.51)	-	(130.51)
Storage fund for molasses created during the year [Refer Note No. 19(vii)]	-	-	-	-	-	22.19	-	-	-	22.19	-	22.19
Transfer to retained earnings	-	-	-	-	-	-	-	(456.74)	456.74	-	-	-
Interim dividend [Refer Note No. 38(22)(b)]	-	-	-	-	-	-	-	(5875.56)	-	(5875.56)	-	(5875.56)
Dividend distribution tax on interim dividend [Refer Note No. 38(22)(b)]	-	-	-	-	-	-	-	(1196.13)	-	(1196.13)	-	(1196.13)
Restated balance as at 31st March, 2018	4.50	3184.58	24578.91	2820.10	13.23	139.94	64977.91	63702.42	-	159421.59	-	159421.59

The accompanying notes 2 to 38 are an integral part of the consolidated financial statements.

description of purposes of each reserve have been disclosed in Note No. 19

The accompanying notes 2 to 38 are an integral part of the consolidated financial statements.

Description of purposes of each reserve have been disclosed in Note No. 19.

As per our report of even date attached.

For LODHA & CO.

Chartered Accountants

Firm's ICAI Registration No. - 301051E

For and on behalf of the Board of Directors

Sd/-

R. P. Singh

Partner

Membership No. 052438

Place of Signature: Kolkata

Date: 25th May, 2019

Sd/-

Nitin Bagaria

Company Secretary

Sd/-

Pramod Patwari

Chief Financial Officer

Sd/-

Dr. Arvind Krishna Saxena

Whole-time Director

DIN - 00846939

Sd/-

Vivek Saraogi

Managing Director

DIN - 00221419

Consolidated Cash Flow Statement

for the year ended 31st March, 2019

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
A CASH FLOW FROM OPERATING ACTIVITIES				
Profit before share of profit of associates and tax		59503.27		33473.99
<i>Adjustments to reconcile profit before share of profit of associates and tax to net cash flow provided by operating activities :</i>				
Finance costs	4093.51		5203.00	
Depreciation and amortisation expense	9585.13		9516.41	
Loss on sale/discard of property, plant and equipment (net)	201.24		283.11	
Sundry debit balances/advances written off	63.74		75.01	
Provision for obsolescence /non-moving store and spares	97.36		-	
Transfer to storage fund for molasses	39.08		22.19	
Allowance for doubtful receivables	-		97.63	
Fair value gain on derivatives	(767.91)		-	
Interest income on financial assets	(200.24)		(205.49)	
Gain on sale of non-current investment in a subsidiary	-		(276.51)	
Unspent liabilities/balances written back	(805.87)		(711.77)	
Provision for contingencies written back	(0.21)		(6.31)	
Provision for doubtful advances written back	-		(0.05)	
Deferred income	(14.17)		(1.09)	
Storage fund for molasses written back	(139.17)		-	
Expense on employee stock option scheme	(9.49)		-	
Unrealised exchange rate fluctuation loss	98.39	12241.39	-	13996.13
		71744.66		47470.12
Operating profit before working capital changes				
<i>Adjustments to reconcile operating profit to cash flow provided by changes in working capital :</i>				
(Increase)/decrease in inventories	(51466.37)		43337.78	
(Increase)/decrease in biological assets	(5.89)		0.73	
(Increase) in trade and other receivables	(27072.58)		(2041.99)	
Decrease in loans	13.28		24.06	
(Increase) in other financial assets	(13966.29)		(4867.57)	
(Increase)/decrease in other non-current and other current assets	(309.32)		643.77	
Withdrawal/(deposit) in escrow account for cane price payment	259.86		(46.53)	
(Decrease)/increase in trade and other payables	(16585.36)		49565.13	
Increase/(decrease) in other current financial liabilities / other non-current financial liabilities	12.79		(564.35)	
(Decrease) in other non-current and other current liabilities	(1200.28)		(3300.21)	
(Decrease) in provision for employee benefits	(492.91)	(110813.07)	(414.77)	82336.05
Cash (used in)/generated from operations		(39068.41)		129806.17
Tax expense		(13232.58)		(11821.98)
Net cash (used in)/generated from operating activities (A)		(52300.99)		117984.19
B CASH FLOW FROM INVESTING ACTIVITIES				
Additions to property, plant & equipment and intangibles assets	(13058.86)		(13571.74)	
Government grant for purchase of property, plant & equipment	1.83		-	
Sale of property, plant & equipment	485.24		357.39	
Purchase of shares of associate	(3750.00)		(3750.00)	
Sale of shares of subsidiary	-		20.65	
Purchase of national savings certificates	-		(0.55)	
Proceeds from maturity of national savings certificates	2.65		1.05	
Fixed deposits placed with banks	(80.56)		(154.48)	
Fixed deposits redeemed from banks	202.89		92.74	
Loan received back from a corporate	-		920.00	
Interest received on debentures/inter corporate deposits/fixed deposits and NSC	276.84		152.49	
Net cash used in investing activities (B)		(15919.97)		(15932.45)

Consolidated Cash Flow Statement

for the year ended 31st March, 2019 (contd.)

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
C CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from issuance of equity shares on exercise of employee stock option / rights issue	-		7.97	
Payment towards buy-back of shares	-		(9900.00)	
Buy back expenses	-		(130.51)	
Deposit for buy-back of shares (escrow)	-		(266.25)	
Share application money received pending for allotment	-		4.50	
Proceeds from long-term borrowings	36508.11		-	
Repayment of long-term borrowings	(11363.73)		(8053.93)	
Proceeds /(repayment) from issue of commercial paper (net)	-		(95526.25)	
Proceeds/(repayment) of other short-term borrowings (net)	53874.13		24334.70	
Interest expense	(3898.82)		(5364.12)	
Other borrowing costs	(47.26)		(44.06)	
Interim dividend paid	(5710.96)		(5875.56)	
Dividend distribution tax paid	(1173.90)		(1196.13)	
Net cash generated / (used in) financing activities (C)		68187.57		(102009.64)
Net (decrease)/increase in cash and cash equivalents (A+B+C)		(33.39)		42.10
Opening cash and cash equivalents		245.15		203.05
Closing cash and cash equivalents for the purpose of Consolidated Cash Flow Statement		211.76		245.15

Notes:

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (IND AS) 7 on Statement of Cash Flows.
- Interest expense is inclusive of, and additions to property, plant and equipment and intangible assets are exclusive of, interest capitalised ₹ 26.82 Lacs (Previous year : Nil).
- Additions to fixed assets include movement of Capital work-in-progress during the year.
- Proceeds/(repayment) of/from Commercial paper and other Short-term borrowings have been disclosed on net basis.
- Cash and cash equivalents do not include any amount which is not available to the Company for its use.

6) Cash and cash equivalents as at the Balance Sheet date consists of:

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
a) Balance with banks on current accounts	179.04	199.29
b) Cheques on hand	0.53	0.05
c) Cash on hand	32.19	45.81
Closing cash and cash equivalents (Refer Note No. 14)	211.76	245.15

7) Change in Company's liabilities arising from financing activities:

(₹ in Lacs)

Particulars	As at 31st March, 2018	Cash flows*	Non-Cash Flows^	As at 31st March, 2019
a) Long term borrowings [Refer Note No. 20 (i)]	1066.81	36508.11	(9650.40)	27924.52
b) Current maturities of long term debt [Refer Note No. 21 (ii)]	11363.73	(11363.73)	6009.62	6009.62
c) Short term borrowings [Refer Note No. 20 (ii)] **	86552.16	53874.13	(960.05)	139466.24
d) Interest accrued but not due on borrowings [Refer Note No. 21 (i) & (ii)]	615.21	(462.12)	502.51	655.60
Total	99597.91	78556.39	(4098.32)	174055.98

* Includes cash flows on account of both principal and interest.

^ Includes amount on account of effect of change in foreign exchange rates and changes in fair values ₹ 960.05 Lacs.

** Cash flows represents cash flows during the year on net basis.

Consolidated Cash Flow Statement for the year ended 31st March, 2019 (contd.)

- 8) Figure in brackets represent cash outflow from respective activities.
- 9) As breakup of Cash and cash equivalents is also available in Note No. 14, reconciliation of items of Cash and cash equivalents as per Consolidated Cash Flow Statement with the respective items reported in the Consolidated Balance Sheet is not required and hence not provided.

The accompanying notes 2 to 38 are an integral part of the consolidated financial statements.

As per our report of even date attached.

For **LODHA & CO.**

Chartered Accountants

Firm's ICAI Registration No. - 301051E

For and on behalf of the Board of Directors

Sd/-
R. P. Singh
Partner
Membership No. 052438

Sd/-
Nitin Bagaria
Company Secretary

Sd/-
Pramod Patwari
Chief Financial Officer

Sd/-
Dr. Arvind Krishna Saxena
Whole-time Director
DIN - 00846939

Sd/-
Vivek Saraogi
Managing Director
DIN - 00221419

Place of Signature: Kolkata

Date: 25th May, 2019

Notes forming part of the Consolidated Financial Statements

Note No. : 1 Corporate information

The consolidated financial statements comprise financial statements of Balrampur Chini Mills Ltd. ("BCML" or "the Company" or "the Parent") and its two associates; Visual Percept Solar Projects Pvt. Ltd. ("VPSPPL") and Auxilo Finserve Pvt. Ltd. ("AFPL") for the year ended 31st March, 2019.

Balrampur Chini Mills Limited ("BCML" or "the Company") having Corporate Identity Number ("CIN") L15421WB1975PLC030118 is a public limited company incorporated and domiciled in India and has its registered office situated at FMC Fortuna, 2nd Floor, 234/3A, AJC Bose Road, Kolkata – 700020, West Bengal, India.

The Company's shares are listed on the BSE Ltd., National Stock Exchange of India Ltd. and The Calcutta Stock Exchange Ltd.

The Company is one of the major integrated sugar manufacturing companies in India. The principal activity of the Company is manufacturing and sale of sugar. Besides this, the allied business activities undertaken by the Company primarily consists of manufacturing and sale of Ethanol, Ethyl Alcohol, generation and sale of Power and manufacturing and sale of agricultural fertilizers.

The consolidated financial statements for the year ended 31st March, 2019 were approved for issue by the Board of Directors of the Company on 25th May, 2019 and are subject to the adoption by the shareholders in the ensuing Annual General Meeting.

Note No. : 2 Consolidated Significant accounting policies

2.1 Statement of compliance

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

All the Ind ASs issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the consolidated financial statements approved for issue by the Board of Directors have been considered in preparing these consolidated financial statements.

Accounting policies have been consistently applied except where a newly issued Indian Accounting Standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

2.2 Recent pronouncements

(a) New and revised standards adopted by the Company

The Company has applied the following standards and amendments for the first time during the year ended 31st March, 2019:

- (i) Ind AS 115 – Revenue from Contracts with Customers revised and made effective from 1st April, 2018.
- (ii) Appendix B, foreign currency transactions and advance consideration to Ind AS 21 – The Effects of Changes in Foreign Exchange Rates and Ind AS 12 – Income Taxes revised and made effective from 1st April, 2018.

The application of Ind AS 115 and revisions/amendments in other standards do not have any material impact on the consolidated financial statements.

(b) Standards issued but not yet effective

(i) Ind AS 116 – Leases

Ind AS 116 is effective for period beginning on or after 1st April, 2019. It would replace previous lease standard Ind AS 17. Ind AS 116 sets out the principles for recognition, presentation and disclosure of leases and mandates accounting of all leases under single lease accounting model.

A lessee is required to recognise 'right-of-use asset' representing the value of the right for using the underlying assets and a 'lease liability' representing its obligation to make payments against the same for almost all leasing arrangements. Lessor accounting under Ind AS 116 is substantially unchanged.

Notes forming part of the Consolidated Financial Statements

Note No. : 2 Significant accounting policies (contd.)

(ii) **Appendix C, Uncertainty over Income Tax Treatments to Ind AS 12 – Income taxes**

Appendix C has been added to Ind AS 12 which seeks to bring clarity to the accounting of uncertainties on income tax treatment that are yet to be accepted by tax authorities and determine the probability thereof to be considered to compute the most likely impact on taxation, unused tax losses, credits etc. for reflection in the measurement of current and deferred taxes.

The Company is evaluating the impacts on account of (i) and (ii) above and other amendments on the financial position and results of operation.

2.3 Basis of preparation and consolidation

2.3.1 Basis of preparation

(a) **Historical cost convention**

These consolidated financial statements have been prepared under the historical cost convention on accrual basis, except certain financial assets, financial liabilities and Biological assets which are measured in terms of relevant Ind AS at fair value / costs at the end of each Balance Sheet date.

(b) **Current and non - current classification**

All the assets and liabilities (other than deferred tax assets/liabilities) have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities. Deferred tax assets and liabilities are considered as non-current.

(c) **Functional /presentation currency and rounding-off of amounts**

The items included in the consolidated financial statements (including notes thereon) are measured using the currency of the primary economic environment in which the Company operates ("the functional currency") and are therefore, presented in Indian Rupees ("INR" or "Rupees" or "Rs." or "₹"). All amounts disclosed in the consolidated financial statements including notes thereon have been rounded off to the nearest Lacs.

(d) **Fair value measurement**

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 under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed for such measurement:

- (i) Level 1 : quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (ii) Level 2: inputs other than quoted prices included within level 1 that are observable either directly or indirectly for the asset or liability.
- (iii) Level 3: inputs for the asset or liability which are not based on observable market data.

2.3.2 Basis of consolidation

The Consolidated Financial Statements have been prepared in accordance with principles laid down in Ind AS 110 on "Consolidated Financial Statements" and Ind AS 28 on "Accounting for Investments in Associates and Joint Ventures".

The Company's investments in its associates are accounted for using the equity method. Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Company's share of net assets of the associate since the acquisition date. If the Company's share of the net fair value of the investee's identifiable assets and liabilities exceeds the cost of the investment, any excess is recognised directly in Equity as capital reserve in the period in which the investment is acquired. Goodwill, if any, relating to the associate is included in the carrying amount of the investment and is not tested for impairment individually.

Notes forming part of the Consolidated Financial Statements

Note No. : 2 Significant accounting policies (contd.)

The Consolidated Statement of Profit and Loss reflects the Company's share of the results of operations of the associates. Any change in Other Comprehensive Income of investee is presented as part of the Company's Other Comprehensive Income. In addition, when there has been a change recognised directly in the equity of the associates, the Company recognises its share of any changes, when applicable, in the Consolidated Statement of Changes in Equity. Unrealised gains and losses resulting from transactions between the Company and the associates are eliminated to the extent of the interest in the associates.

If the Company's share of losses of associates equals or exceeds its interest in the associates (which includes any long term interest that, in substance, form part of the Group's net investment in the associate), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associates. If the associate subsequently reports profits, the Company resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Company's share of profit or loss of associates is shown on the face of the Consolidated Statement of Profit and Loss.

The consolidated financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date, i.e., year ended on 31st March.

When necessary, adjustments are made to bring the accounting policies in line with those of the Company.

After application of the equity method, the Company determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each balance sheet date, the Company determines whether there is objective evidence that the investment in the associates is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss as 'Share of profit/loss of associates' in the Consolidated Statement of Profit and Loss.

2.4 Revenue recognition

(a) Revenue from operations

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The revenue from sales is recognised when control over a product or service has been transferred and/or products /services are delivered/provided to the Customers. Delivery occurs when the product has been shipped or delivered to the specific location as the case may be and the customer has either accepted the product in accordance with the contract or the Company has sufficient evidence that all the criteria for acceptance has been satisfied. Returns, discount and rebates as determined/estimated based on sales volume or otherwise are deducted from sales.

Income from sale of Renewable Energy Certificates (REC)

Income from sale of REC is recognised on delivery of REC to the customers' account as evidenced by the receipt of confirmation of execution of delivery instructions.

(b) Other Income

(i) Interest income

For all debt instruments measured at amortized cost, interest income is recognised using the Effective Interest Rate ("EIR"). Interest income is included in "Other Income" in the Statement of Profit and Loss.

(ii) Dividend Income

Dividend income is recognised when the Company's right to receive the dividend is established i.e. in case of interim dividend, on the date of declaration by the Board of Directors; whereas in case of final dividend, on the date of approval by the shareholders.

(iii) Insurance claims

Insurance claims are accounted for on the basis of claims admitted/expected to be admitted and to the extent that there is no uncertainty in receiving the claims.

Notes forming part of the Consolidated Financial Statements

Note No. : 2 Significant accounting policies (contd.)

2.5 Property, plant and equipment and Capital work-in-progress

- (a) All property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. For this purpose cost include deemed cost on the date of transition and the purchase cost of assets, including non-recoverable duties and taxes, and any directly attributable costs of bringing an asset to the location and condition of its intended use. Interest on borrowings used to finance the construction of qualifying assets are capitalised as part of the cost of the asset until such time that the asset is ready for its intended use.
- (b) Costs incurred subsequent to initial capitalisation are included in the asset's carrying amount only when it is probable that future economic benefits associated there with will flow to the Company and it can be measured reliably.

The carrying amount of the replaced part is derecognised. The costs of regular servicing of property, plant and equipment are recognised in the Statement of Profit and Loss as and when incurred.

The present value of the expected cost for the decommissioning of an asset after its use, if any, is included in the cost of the respective asset, if the recognition criteria for provisions are met.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate components, otherwise these are added to and depreciated over the useful life of the main asset.

The cost and related accumulated depreciation are eliminated from the consolidated financial statements upon sale or when no future economic benefits are expected to arise from use of the asset and the resultant gains or losses are recognised in the Statement of Profit and Loss.

(c) **Depreciation methods, estimated useful lives and residual value**

Freehold land is not depreciated. Lease-hold land and lease hold improvements are amortised over the lower of estimated useful life and lease term.

Depreciation on other items of property, plant and equipment commences when the assets are available for their intended use. It is provided on a straight-line basis to allocate their cost, net of their residual value over the estimated useful life of the respective asset specified under Schedule II to the Companies Act, 2013 except in respect of items of Plant and Equipment and Vehicles whose estimated useful lives are determined based on technical assessments in order to reflect the actual usage of the assets. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The estimated useful lives considered are as follows:

Category	31st March 2019
Buildings	03 - 60 years
Roads	03 - 10 years
Plant and equipment	05 - 25 years
Furniture and fixtures	10 years
Vehicles	05- 10 years
Office equipments	03 - 05 years
Computers	03 - 06 years
Electrical installation and equipment	05 - 10 years
Pipelines	15 years

Each item of property, plant and equipment individually costing ₹ 5000/- or less is depreciated over a period of one year from the date the said asset is available for use.

The residual value of an item of property, plant and equipment has been kept at $\leq 5\%$ of the cost of the respective assets.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each financial year and are given effect to, wherever appropriate.

Notes forming part of the Consolidated Financial Statements

Note No. : 2 Significant accounting policies (contd.)

(d) Expenditure during construction period

Directly attributable expenditure (including finance costs relating to borrowed funds for construction or acquisition of property, plant and equipment) incurred on projects under implementation are treated as Pre-operative expenses pending allocation to the assets and are shown under Capital work-in-progress. Capital work-in-progress is stated at the amount incurred upto the Balance Sheet date on assets or property, plant and equipment that are not yet ready for their intended use.

2.6 Intangible assets (Computer Software)

- (a) Where computer software is not an integral part of a related item of computer hardware, the software is treated as an intangible asset.

Acquired computer software is measured at cost less accumulated amortisation and impairment losses, if any.

Cost includes acquisition price, licence fees, non-refundable taxes and costs of implementation/system integration services and any directly attributable expenses, wherever applicable for bringing the asset to its working condition for the intended use.

- (b) Amortization methods, estimated useful lives and residual value

Computer software are amortized fully (without keeping any residual value) on a straight-line basis over its estimated useful lives of five years from the date they are available for use.

The estimated useful lives, residual values and amortization method are reviewed at the end of each financial year and are given effect to, wherever appropriate.

- (c) The cost and related accumulated amortization are eliminated from the consolidated financial statements upon sale or retirement of the asset and the resultant gains or losses are recognised in the Statement of Profit and Loss.

2.7 Inventories

- (a) Inventories (other than By-products and scraps) are valued at lower of cost and net realisable value after providing for obsolescence, if any.

Cost of inventory comprises of purchase price, cost of conversion and other directly attributable costs that have been incurred in bringing the inventories to their respective present location and condition. Borrowing costs are not included in the value of inventories. The cost of inventories is computed on weighted average basis.

Net realisable value (NRV) is the estimated selling price in the ordinary course of business less estimated costs of completion and the estimated costs necessary to make the sale.

- (b) By-products and scraps are valued at net realisable value.

2.8 Biological assets

Biological assets comprise Standing crops (crops under development) of sugarcane.

The biological process starts with preparation of Land for planting, seedlings and ends with the harvesting of crops. When harvested, cane is transferred to inventory at fair value less costs to sell or at cost whichever applicable.

For biological assets, where little biological transformation has taken place since the initial cost was incurred (for example seedlings planted immediately before the Balance Sheet date), such biological assets are measured at cost i.e. the total expenses incurred on such plantation upto the Balance Sheet date.

2.9 Government grants

Government grants are recognised when there is reasonable assurance that the grant would be received and the Company would comply with all the conditions attached with them.

Government grants related to property, plant and equipment, including non-monetary grants is presented in the Balance Sheet by deducting the grant in arriving at the carrying amount of the asset.

Notes forming part of the Consolidated Financial Statements

Note No. : 2 Significant accounting policies (contd.)

Government grants related to revenue nature are recognised on a systematic basis in the Statement of Profit and Loss over the periods necessary to match them with the related costs and are adjusted with the related expenditure. If not related to a specific expenditure, it is taken as income and presented under "Other Income".

The benefit of a government loan at a below-market rate of interest or loan with interest subvention is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates.

2.10 Borrowing costs

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of such asset till such time that is required to complete and prepare the asset to get ready for its intended use. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Borrowing costs also include exchange differences to the extent regarded as an adjustment to the borrowing costs.

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

2.11 Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset and the arrangement conveys a right to use the asset even if that right is not explicitly specified in an arrangement.

(a) When the Company is a lessee

A lease is classified at the inception date as a finance lease or an operating lease. Leases under which substantially all the risks and rewards of ownership are transferred to the Company are classified as finance leases.

On initial recognition, the finance leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

Payment made under operating leases are recognised as expense in the Statement of Profit and Loss on a straight line basis over the lease term, unless the receipts are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increase.

(b) When the Company is a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Payments received are recognised as income in the Statement of Profit and Loss on a straight line basis over the lease term. Where the escalation of lease rentals is in line with the expected general inflation so as to compensate the lessor for expected inflationary cost, the increases in the rentals is not straight lined.

2.12 Provisions, contingent liabilities and contingent assets

(a) A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are not recognised for future operating losses.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation as at the Balance Sheet date, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset. The expense relating to provision is presented in the Statement of Profit and Loss, net of any reimbursement.

(b) A contingent liability is a possible obligation that arises from past events whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an out-flow of resources would be required to settle the obligation.

Notes forming part of the Consolidated Financial Statements

Note No. : 2 Significant accounting policies (contd.)

A contingent liability is not recognised in the consolidated financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits there against has been considered remote.

- (c) A contingent asset is not recognised in the consolidated financial statements, however, is disclosed, where an inflow of economic benefits is probable.
- (d) Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

2.13 Dividend payable

Final dividend on Shares is recorded as a liability on the date of approval by the shareholders and interim dividend are recorded as a liability on the date of declaration by the Company's Board of Directors. A corresponding amount is recognised directly in Equity.

2.14 Foreign currency transactions and translations

Transactions in foreign currencies are initially recorded at the exchange rate prevailing on the date the transaction first qualifies for recognition.

Monetary assets and liabilities related to foreign currency transactions remaining outstanding on the Balance Sheet date are translated at the exchange rate prevailing on the Balance Sheet date. Any income or expense arising on account of foreign exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.

Non-monetary items which are carried at historical cost denominated in a foreign currency are translated using the exchange rate at the date of the initial transaction.

2.15 Employee benefits

(a) Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss in the year in which the related service is rendered.

(b) Defined contribution plans

The Company pays provident and other fund contributions to publicly administered fund as per related Government regulations.

The Company has no further obligation, other than the contributions payable to the respective funds. The Company recognises contribution payable to such funds as an expense, when an employee renders the related service.

(c) Defined benefit plans

The Company operates a defined benefit gratuity plan, which requires contributions to be made to "The Balrampur Sugar Company Limited Employees Gratuity Fund" ("the Trust"). Trustees administer contributions made to the Trust and contributions are invested through insurance companies.

The liability or asset recognised in the Balance Sheet in respect of gratuity is the present value of the defined benefit obligation as at the Balance Sheet date less the fair value of plan assets. The defined benefit obligation is calculated by external actuaries using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the Balance Sheet with a corresponding debit or credit to Retained Earnings through Other Comprehensive Income ("OCI") in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

(d) Compensated absences

The employees of the Company are entitled to compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation using projected unit credit method for the unused entitlement that has accumulated as at the Balance Sheet date.

The benefits are discounted using the market yields as at the end of the Balance Sheet date that has terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

Notes forming part of the Consolidated Financial Statements

Note No. : 2 Significant accounting policies (contd.)

2.16 Share based payments (Employee stock options)

The eligible employees of the Company receive remuneration in the form of Equity settled instruments, for rendering services over a defined vesting period. When the options are exercised, the Company issues new Equity shares. The proceeds received net of any directly attributable transaction costs are credited to Equity share capital (par value of the Equity share) and securities premium. The Company determines the compensation cost based on the intrinsic value method. The compensation cost is amortised on a straight line basis over the vesting period.

2.17 Financial instruments

Financial assets and financial liabilities are recognised in the Balance Sheet when the Company becomes a party to the contractual provisions of the instrument. The Company determines the classification of its financial assets and financial liabilities at initial recognition based on its nature and characteristics.

Financial assets

(a) Initial recognition and measurement

The financial assets include equity and debt securities, trade and other receivables, loans and advances, cash and bank balances and derivative financial instruments.

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue 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 as appropriate, on initial recognition.

(b) Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in the following categories:

- (i) At amortised cost,
- (ii) At fair value through other comprehensive income (FVTOCI), and
- (iii) At fair value through profit or loss (FVTPL).

Financial assets at amortised cost

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- (i) The asset is held within a business model whose objective is to hold the asset for collecting contractual cash flows, and
- (ii) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Amortised cost is determined using the Effective Interest Rate (EIR) method. Discount or premium on acquisition and fees or costs forms an integral part of the EIR.

Financial assets at fair value through other comprehensive income (FVOCI)

Financial assets are measured at fair value through Other Comprehensive Income if these financial assets are held both for collection of contractual cash flows and for selling the financial assets and contractual terms of the financial assets give rise to cash flows representing solely payments of principal and interest.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets which are not classified in any of the categories above are fair value through profit or loss.

Equity investments

All equity investments in the scope of Ind AS 109 are measured at fair value except in case of investment in associates which are carried at cost.

The Company makes an election to present changes in fair value either through OCI or through profit or loss on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Notes forming part of the Consolidated Financial Statements

Note No. : 2 Significant accounting policies (contd.)

If the Company decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in OCI. Profit or loss arising on sale thereof is also taken to OCI and the amount accumulated in this respect is transferred within the Equity.

(c) De-recognition

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

Financial liabilities

(a) Initial recognition and measurement

The financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, derivative financial instruments, etc.

Financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or 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, as appropriate, on initial recognition.

(b) Subsequent measurement

For the purpose of subsequent measurement, financial liabilities are classified in two categories:

- (i) Financial liabilities at amortised cost, and
- (ii) Derivative instruments at fair value through profit or loss (FVTPL).

Financial liabilities at amortised cost

After initial recognition, financial liabilities are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Discount or premium on acquisition and fees or costs forms an integral part of the EIR.

(c) De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Derivative financial instruments

Initial recognition and subsequent measurement

A derivative financial instrument, such as foreign exchange forward contracts are used to hedge foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value.

Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities including derivative instruments are offset and the net amount is reported in the Balance Sheet, if there is currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

Equity share capital

An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Incremental costs directly attributable to the issuance of new equity shares are recognised as a deduction from equity, net of any tax effects.

Notes forming part of the Consolidated Financial Statements

Note No. : 2 Significant accounting policies (contd.)

2.18 Impairment of Assets

(a) Non-financial assets

Property, plant and equipment and intangible assets are evaluated for recoverability whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable.

An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment loss previously recognised is reversed so that the asset is recognised at its recoverable amount but not exceeding the value which would have been reported in this respect if the impairment loss had not been recognised.

(b) Financial assets

The Company recognises loss allowances using the Expected Credit Loss ("ECL") model for the financial assets which are not fair valued through profit or loss.

ECL impairment loss allowance is measured at an amount equal to lifetime ECL.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income or expense in the Statement of Profit and Loss. ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the Balance Sheet. The allowances are reduced from the carrying amount.

Until the asset meets write-off criteria, the Company does not adjust impairment allowance from the gross carrying amount.

2.19 Taxes

Income tax expense comprises current tax and deferred tax and is recognised in the Statement of Profit and Loss except to the extent it relates to items directly recognised in Equity or in Other Comprehensive Income (OCI).

(a) Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities using the tax rates and tax laws that are enacted or substantively enacted by the Balance Sheet date and applicable for the period.

Current tax items in correlation to the underlying transaction relating to OCI and Equity are recognised in OCI and in Equity respectively.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and full provisions are made where appropriate on the basis of amounts expected to be paid to the tax authorities.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognised amounts and where it intends either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

(b) Deferred income tax

Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in consolidated financial statements.

Notes forming part of the Consolidated Financial Statements

Note No. : 2 Significant accounting policies (contd.)

Deferred tax assets are recognised for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that the same will be reversed or sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates (and tax laws) that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.20 Earnings per Share

- (a) Basic earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of Equity shares outstanding during the year.
- (b) Diluted earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of Equity shares considered for deriving basic earnings per share and also the weighted average number of Equity shares which could be issued on the conversion of all dilutive potential Equity shares. Dilutive potential Equity shares are determined as at the end of each period presented.

The number of Equity shares and potential dilutive Equity shares are adjusted retrospectively for all periods presented for any share split and bonus shares issues including for changes effected prior to the approval of the consolidated financial statements by the Board of Directors.

2.21 Segment reporting

Operating segments are identified and reported taking into account the different risk and return, organisational structure and internal reporting system.

2.22 Cash and cash equivalents

Cash and cash equivalents in the Balance Sheet comprise cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of changes in value.

2.23 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

Notes forming part of the Consolidated Financial Statements

Note No. : 3 Use of critical estimates, judgements and assumptions

The preparation of the consolidated financial statements in conformity with measurement principle under Ind AS requires the management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of revenue, expenses, assets and liabilities including the accompanying disclosures and the disclosure of contingent assets and liabilities.

Estimates, judgements and assumptions are continuously evaluated. They are based on historical experience and other factors including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

Estimates and assumptions

The Company based its estimates, judgements and assumptions on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

The application of accounting policies that require critical judgements and accounting estimates involving complex and subjective judgments and the use of assumptions in these consolidated financial statements have been disclosed herein below.

(i) Estimated useful life of property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual value of the asset are determined by the management when the asset is acquired and reviewed periodically including at each financial year end. The lives are based on technical evaluation, technological obsolesces and historical experience with similar assets as well as anticipation of future events, which may impact their lives.

(ii) Current taxes and deferred taxes

Significant judgment is required in determination of taxability of certain income and deductibility of certain expenses during the estimation of the provision for income taxes.

Deferred tax assets are recognised for unused losses (carry forward of prior years' losses) and unused tax credit to the extent that it is probable that taxable profit would be available against which the losses could be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

(iii) Estimation of defined benefit obligations

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at every financial year end.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans, the actuary considers the interest rates of government bonds.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

(iv) Estimated fair value of unlisted securities

The fair values of financial instruments that are not traded in an active market and cannot be measured based on quoted prices in active markets is determined using valuation techniques including the Discounted Cash Flow (DCF) model. The Company uses its judgement to select a variety of method / methods and make assumptions that are mainly based on market conditions at regular intervals.

The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

(v) Provisions, contingent liabilities and contingent assets

The timing of recognition and quantification of the provisions, contingent liabilities and contingent assets requires the application of judgement to existing facts and circumstances which are subject to change on actual occurrence or happening. Management judgement and evaluation is required for estimating the possible outflow of resources, if any, in respect of contingencies/claims/litigations against the Company and possible inflow of resources in respect of the claims made by the Company which have been considered to be contingent in nature.

Notes forming part of the Consolidated Financial Statements

Note No.: 4 Property, plant and equipment and Capital work-in-progress

Particulars	Land (Free hold)	Land (Lease hold)	Buildings	Roads	Property, Plant and Equipment				Computers	Electrical Installation and equipment	Pipelines	Total	Capital work-in- progress@
					Plant and equipment	Furniture & Fixtures	Vehicles	Office equipment					
Gross block													
Gross carrying amount as at 1st April, 2018	6583.56	402.54	36491.75	1591.46	107389.18	744.14	1437.83	168.07	657.74	11196.18	7647.76	174310.21	1125.21
Additions during the year	14.73	-	1211.18	16.76	4393.52	108.94	369.81	34.42	150.43	961.01	552.65	7813.45	9887.65
Disposals/deductions during the year	54.42	-	10.41	-	62.981	26.25	233.01	14.14	17.65	41.82	0.76	1028.27	6430.35
Gross carrying amount as at 31st March, 2019	6543.87	402.54	37692.52	1608.22	111152.89	826.83	1574.63	188.35	790.52	12115.37	8199.65	181095.39	4582.51
Depreciation / amortisation													
Accumulated depreciation / amortisation as at 1st April, 2018	-	19.22	3724.05	1161.61	15743.38	315.47	459.75	75.27	317.70	5938.13	2192.89	29947.47	-
Depreciation/ amortisation for the year	-	6.44	1328.30	63.71	6215.04	81.81	276.69	28.36	142.53	572.78	772.06	9487.72	-
Disposals/deductions during the year	-	-	2.51	-	121.42	20.50	147.75	11.18	7.61	30.82	-	341.79	-
Accumulated depreciation / amortisation as at 31st March, 2019	-	25.66	5049.84	1225.32	21837.00	376.78	588.69	92.45	452.62	6480.09	2964.95	39093.40	-
Net carrying amount as at 31st March, 2019	6543.87	376.88	32642.68	382.90	89315.89	450.05	985.94	95.90	337.90	5635.28	5234.70	142001.99	4582.51
Gross block													
Gross carrying amount as at 1st April, 2017	6824.83	399.29	34932.32	1437.18	98916.16	648.68	1145.69	156.06	512.28	9538.07	7004.84	161515.40	612.95
Additions during the year	-	3.25	1572.14	154.28	8762.63	109.47	491.05	24.16	162.28	1672.87	666.60	13618.73	13058.08
Disposals/deductions during the year	241.27	-	12.71	-	289.61	14.01	198.91	12.15	16.82	14.76	23.68	823.92	12545.82
Gross carrying amount as at 31st March, 2018	6583.56	402.54	36491.75	1591.46	107389.18	744.14	1437.83	168.07	657.74	11196.18	7647.76	174310.21	1125.21
Depreciation / amortisation													
Accumulated depreciation / amortisation as at 1st April, 2017	-	12.80	2448.61	1007.69	10044.73	238.06	254.91	52.12	194.04	5060.11	1396.81	20709.88	-
Depreciation/ amortisation for the year	-	6.42	1278.79	153.92	5740.67	84.16	305.75	28.42	133.39	886.22	803.28	9421.02	-
Disposals/deductions during the year	-	-	3.35	-	42.02	6.75	100.91	5.27	9.73	8.20	7.20	183.43	-
Accumulated depreciation / amortisation as at 31st March, 2018	-	19.22	3724.05	1161.61	15743.38	315.47	459.75	75.27	317.70	5938.13	2192.89	29947.47	-
Net carrying amount as at 31st March, 2018	6583.56	383.32	32767.70	429.85	91645.80	428.67	978.08	92.80	340.04	5258.05	5454.87	144362.74	1125.21

@ Refer Note No. 4A.

Notes :

- Depreciation capitalised and transferred to Capital Work in progress ₹ 3.16 Lacs (Previous year ₹ 0.15 Lacs) - Refer Note No. 4A.
- The Company has capitalised borrowing costs on its general borrowings amounting to ₹ 26.82 Lacs (Previous year ₹ Nil) using the weighted average capitalisation rate of 6.52% (Previous year Nil%) per annum.
- The Company has availed loans from banks and other entities against security of the fixed assets as referred in Note No. 20.
- The Company has entered into various agreements in respect of land under finance lease arrangements. The lease agreements include renewal and escalation clause and do not provide the Company a right to sub-lease. For most of the lease agreements, original lease term is 30 years subject to maximum of 90 years from the date of inception.
- For restatement of property plant and equipment, Refer Note No. 38(13).

Notes forming part of the Consolidated Financial Statements

Note No. : 4A Capital work-in-progress

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Plant and equipment / Civil work - in - progress				
Additions during the year		9715.83		13051.38
(A)		9715.83		13051.38
Preoperative expenses/ trial run expenses				
Additions during the year :				
Cost of materials consumed		45.59		30.58
Employee benefits expense				
Salaries and wages	13.27		2.50	
Contribution to provident, gratuity and other funds	1.22	14.49	0.23	2.73
Finance costs				
Interest [Refer Note No. 4(b)]		26.82		-
Depreciation expense [Refer Note No. 4(a)]		3.16		0.15
Other expenses				
Consumption of stores				
Process chemicals	0.96		40.52	
Others	0.02	0.98	0.44	40.96
Packing materials		-		10.14
Power and fuel		-		25.71
Insurance		0.03		-
Rates and taxes (excluding taxes on income)		1.46		-
Professional expenses		93.65		-
Miscellaneous expenses		5.39	25.23	102.04
(B)		191.57		135.50
Income during trial run :				
Inter division transfers				
Power		13.26		-
Credit during pre-operative / trial run :				
Sales	6.49		74.83	
Closing stock	-	6.49	53.97	128.80
(C)		19.75		128.80
Total additions during the year D= (A+B-C)		9887.65		13058.08
Balance brought forward				
Plant and equipment/ Civil work - in- progress (E)		1125.21		612.95
F = (D+E)		11012.86		13671.03
Capitalised during the year (G)		6430.35		12545.82
Capital work-in-progress at the end of the year H= (F-G)		4582.51		1125.21

Notes forming part of the Consolidated Financial Statements

Note No. : 5 Intangible assets

(₹ in Lacs)

Particulars	Intangible assets Computer Software (Acquired)
Gross block	
Gross carrying amount as at 1st April, 2018	490.59
Additions during the year	50.09
Gross carrying amount as at 31st March, 2019	540.68
Amortisation	
Accumulated amortisation as at 1st April, 2018	286.35
Amortisation for the year	100.57
Accumulated amortisation as at 31st March, 2019	386.92
Net carrying amount as at 31st March, 2019	153.76
Gross block	
Gross carrying amount as at 1st April, 2017	470.96
Additions during the year	19.64
Disposals/deductions during the year	0.01
Gross carrying amount as at 31st March, 2018	490.59
Amortisation	
Accumulated amortisation as at 1st April, 2017	190.81
Amortisation for the year	95.54
Disposals/deductions during the year	-
Accumulated amortisation as at 31st March, 2018	286.35
Net carrying amount as at 31st March, 2018	204.24

Note:

The Company has availed loans from banks and other entities against security of the aforesaid assets (Refer Note No. 20 for charge created/security terms for the said loans).

Notes forming part of the Consolidated Financial Statements

Note No. : 6 Investment in associates accounted for using the equity method

(a) Break-up of investment in associates (Non-Current)

(₹ in Lacs)

Particulars	Face value	Number of Shares	As at 31st March, 2019	Number of Shares	As at 31st March, 2018
Investment in Equity instruments					
Fully paid up :					
Unquoted					
Visual Percept Solar Projects Pvt. Ltd. ("VPSPPL") (w.e.f 24th January, 2017)	₹10	8914500	7115.56	8914500	6148.47
Auxilo Finserve Pvt. Ltd. ("AFPL") (w.e.f 20th March, 2018)	₹10	75000000	7196.07	37500000	3738.23
(A)			14311.63		9886.70
Aggregate amount of quoted investments			Not applicable		Not applicable
Aggregate market value of quoted investments			Not applicable		Not applicable
Aggregate amount of unquoted investments			14311.63		9886.70
Aggregate amount of impairment in value of investments			Nil		Nil

(b) Details of the associates

During the year ended 31st March, 2019, the Company has acquired 37500000 Equity shares of AFPL at par value ₹ 10 each aggregating to ₹ 3750.00 Lacs on preferential basis resulting in total investment of ₹ 7500.00 Lacs in AFPL [Refer Note No.38(18)].

The Group's interest in associates is accounted for using the equity method in the consolidated financial statements.

Name of associate	Principal activity	Place of incorporation and principal place of business	Proportion of ownership interest / voting rights held by the Group	
			As at 31st March, 2019	As at 31st March, 2018
Visual Percept Solar Projects Pvt. Ltd.	Generation and sale of power	Mumbai, Surendranagar (Gujarat)	45%	45%
Auxilo Finserve Pvt. Ltd.	Financing activities in education sector in India	Mumbai	50%	50%

The following table summarizes the financial information of the Balance Sheet of the associates prepared in accordance with Ind AS:

(₹ in Lacs)

Particulars	AFPL		VPSPPL	
	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018
Non-current assets	26222.66	1733.96	21928.50	23707.38
Current assets	2207.88	5318.93	793.62	1628.17
Non-current liabilities	3226.60	26.16	6270.15	8820.22
Current liabilities	11396.65	218.71	639.62	2852.07
Equity	13807.29	6808.02	15812.35	13663.26

Notes forming part of the Consolidated Financial Statements

Note No. : 6 Investment in associates accounted for using the equity method (contd.)

The following table summarizes the financial information of the Statement of Profit and Loss of the associates prepared in accordance with Ind AS:

(₹ in Lacs)

Particulars	AFPL		VSPPL	
	Year ended 31st March, 2019	Year ended 31st March, 2018	Year ended 31st March, 2019	Year ended 31st March, 2018
Revenue	1452.77	16.17	5710.18	5552.89
Other Income	682.42	70.09	30.35	68.54
Employee benefits expense	1370.68	564.40	78.58	125.40
Finance costs	403.75	-	651.34	690.52
Depreciation and amortisation expense	61.52	20.43	1786.39	1749.20
Other expenses	1033.61	431.94	210.39	565.43
Profit before tax	(734.37)	(930.51)	3013.83	2490.88
Tax expenses	(150.90)	(215.32)	864.45	151.18
Net Profit after tax for the year	(583.47)	(715.19)	2149.38	2339.70
Other comprehensive income, net of tax for the year	(0.88)	-	(0.28)	(4.46)
Total comprehensive income for the year	(584.35)	(715.19)	2149.10	2335.24
Group's proportionate share of profit before tax	(291.74)	(11.76)	967.22	1052.87
Less: Deferred tax	(67.96)	(2.74)	225.32	245.28
Group's proportionate share of profit after tax	(223.78)	(9.02)	741.90	807.59
Group's proportionate share of other comprehensive income	(0.44)	-	(0.12)	(2.01)
Less: Deferred tax	(0.10)	-	(0.03)	(0.47)
Group's proportionate share of other comprehensive income, after tax	(0.34)	-	(0.09)	(1.54)
Group's proportionate share of total comprehensive income	(224.12)	(9.02)	741.81	806.05

Reconciliation of the above summarised financial information to the carrying amount of the interest in associates recognised in the consolidated financial statements:

(₹ in Lacs)

Particulars	AFPL		VSPPL	
	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018
Net assets of the associate	13807.29	6808.02	15812.35	13663.26
Proportion of the Group's ownership interest	50.00%	50.00%	45.00%	45.00%
Group's share of net assets*	6903.65*	3404.01*	7115.56	6148.47

*Differential of ₹292.42 Lacs (Previous Year : ₹334.22 Lacs) with respect to carrying amount of investment is represented by preacquisition losses not forming part of goodwill/investment.

Notes forming part of the Consolidated Financial Statements

Note No. : 7 Other investments

Non-Current

(₹ in Lacs)

Particulars	Face value	Number of Shares / debentures	As at 31st March, 2019	Number of Shares / debentures	As at 31st March, 2018
(a) Investment in Equity instruments (Designated at fair value through other comprehensive income)					
Fully paid up :					
Unquoted					
Asia Sugar Industries Pvt. Ltd.	₹10	250000	48.36	250000	42.83
Fortuna Services Ltd.	₹1	70287	0.70	70287	0.70
Total (A)			49.06		43.53
(b) Investment in Debentures # (Measured at amortised cost)					
Fully paid up :					
Unquoted					
Associate Company (w.e.f 24th January, 2017)					
Visual Percept Solar Projects Pvt. Ltd.	₹100	1822500	2210.63	1822500	2274.12
Total (B)			2210.63		2274.12
(c) Investment in Post Office National Saving Certificates (Measured at amortised cost)					
Unquoted					
(Deposited with government authorities)			4.84		7.49
Total (C)			4.84		7.49
Total D = (A + B + C)			2264.53		2325.14
Aggregate amount of quoted investments			Not applicable		Not applicable
Aggregate market value of quoted investments			Not applicable		Not applicable
Aggregate amount of unquoted investments			2264.53		2325.14
Aggregate amount of impairment in value of investments			-		-
Aggregate amount of investments carried at amortized cost			2215.47		2281.61
Aggregate amount of investments designated at fair value through other comprehensive income			49.06		43.53
			2264.53		2325.14

Unsecured non-convertible debentures carrying overall simple yield to maturity of 9.50% p.a. The coupon amount is payable annually @ 5% p.a. for the first six years and 14% p.a. for the next six years. The debentures are redeemable at par at the end of twelve years from the date of allotment.

Notes forming part of the Consolidated Financial Statements

Note No. : 8 Trade and other receivables (carried at amortized cost)

(i) Non-current (Unsecured, considered good unless stated otherwise) (₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Trade receivables		
Credit impaired	97.63	97.63
Less : Allowance for impaired receivables	97.63	97.63
	-	-

(ii) Current (Unsecured, considered good unless stated otherwise) (₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Trade receivables*	44985.00	18210.92
Other receivables	18.36	10.39
	45003.36	18221.31

* Refer Note No. 20 for charge created against trade receivables.

* Includes ₹ 15878.23 Lacs (Previous year Nil) against which the Company holds irrevocable letter of credit ("LCs") issued by banks in favour of the Company. Amount received as discounting of receivables backed by LCs have been shown as Post-shipment credit under Borrowings - Current - Refer Note No. 20(ii).

Note No. : 9 Other financial assets (carried at amortized cost)

(i) Non-current (Unsecured, considered good unless stated otherwise) (₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Security deposits	68.70	57.56
Fixed deposits with banks		
(Bank deposits with more than 12 months maturity)		
For Molasses storage fund (Earmarked)	-	46.43
For Pledge with excise authorities	71.27	45.01
	71.27	91.44
Interest accrued but not due on		
Fixed deposits with banks	3.38	5.27
National saving certificates	2.16	3.29
	145.51	157.56

(ii) Current (Unsecured, considered good unless stated otherwise) (₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Advances to employees	149.03	104.04
Security deposits	-	2.00
Claims receivable*	18973.48	5053.26
Interest accrued but not due on		
Fixed deposits with banks	6.39	16.93
Others	2.66	2.21
	9.05	19.14
Miscellaneous	-	8.06
	19131.56	5186.50

* Includes claim for subsidy [Refer Note No. 38(8)]

Notes forming part of the Consolidated Financial Statements

Note No. : 10 Non-current tax assets (net)

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Advance tax		42924.98		29826.26
Less : Provision for taxation		37671.06		24993.71
		5253.92		4832.55

Note No. : 11 Other non-current assets (Unsecured, considered good unless stated otherwise)

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Capital advances		2623.26		144.65
Advances other than capital advances				
Other advances				
Advances to suppliers and others				
Considered doubtful	16.33		16.33	
Less: Allowance for bad and doubtful advances	16.33	-	16.33	-
Others				
Prepaid expenses	121.03		53.30	
Duties and taxes paid under protest	454.03	575.06	322.54	375.84
		3198.32		520.49

Note No. : 12 Inventories

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Raw materials	5624.42		7751.62	
Add : Goods-in-transit	1.81	5626.23	87.33	7838.95
Packing materials		430.11		563.60
Work-in-progress				
Sugar	3707.98		3511.47	
Molasses	317.82	4025.80	333.63	3845.10
Finished goods				
Sugar	209204.53		151651.93	
Industrial alcohol	404.89		2884.21	
Banked power	81.29		67.12	
Others	6.34		71.64	
	209697.05		154674.90	
Add : Goods-in-transit	190.16	209887.21	-	154674.90
Stores and spares	5446.23		5645.52	
Add : Goods-in-transit	329.37		129.05	
	5775.60		5774.57	
Less: Provision for obsolescence /non-moving stores and spares [Refer Note No. 35]	97.36	5678.24	-	5774.57
Loose tools		0.17		0.17
By-products		5895.37		7493.94
Scrap		45.95		28.84
		231589.08		180220.07

Notes forming part of the Consolidated Financial Statements

Note No. : 12 Inventories (contd.)

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Notes		
(i) Carrying amount of inventories pledged as security for loans (Refer Note No. 20 for charge created/security terms against borrowings).	230987.10	177235.38
(ii) Amount of write-down of inventories recognised as expense	-	33236.51
(iii) Refer Note No. 2(7) for mode of valuation.		

Note No. : 13 Biological assets

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Reconciliation of changes in book value of biological assets:		
Opening balance	11.60	12.33
Changes in fair value	28.10	26.15
Decrease due to harvested sugarcane transferred to inventory *	22.21	26.88
Closing balance	17.49	11.60

* Includes sugarcane captively consumed

Note No. : 14 Cash and cash equivalents

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Balances with banks		
On current accounts	179.04	199.29
Cheques on hand	0.53	0.05
Cash on hand	32.19	45.81
	211.76	245.15

Note No. : 15 Bank balances other than cash and cash equivalents

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Earmarked balances		
Fixed deposits for molasses storage fund		
Current portion of original maturity period more than 12 months	2.50	16.78
Original maturity period up to 12 months	45.20	113.08
Unpaid dividend accounts	165.44	147.98
Fixed deposits pledged with excise authorities		
Current portion of original maturity period more than 12 months	15.02	35.02
Other bank balances *	52.92	312.78
	281.08	625.64

* Balances in subsidy accounts and escrow accounts for buy-back of equity shares and cane price payment.

Notes forming part of the Consolidated Financial Statements

Note No. : 16 Loans (carried at amortized cost)

Current (Unsecured, considered good unless stated otherwise)

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Other loans				
Loans to employees *		-		13.28
		-		13.28
* Includes loan to officer (other than directors) of the Company		-		2.71

Note No. : 17 Other current assets (Unsecured, considered good unless stated otherwise)

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Advances other than capital advances				
Other advances				
Advances to suppliers and others	898.49		1240.40	
GST, Vat and other taxes / duties	402.66	1301.15	328.68	1569.08
Others				
Prepaid expenses	743.90		429.66	
Miscellaneous	25.40	769.30	25.35	455.01
		2070.45		2024.09

Note No. : 18 Share capital

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	No. of shares	(₹ in Lacs)	No. of shares	(₹ in Lacs)
(a) Authorised				
Equity shares of par value ₹ 1/- each	400000000	4000.00	400000000	4000.00
Preference shares of par value ₹ 100/- each	2500000	2500.00	2500000	2500.00
		6500.00		6500.00
(b) Issued, subscribed and fully paid up				
Equity shares of par value ₹ 1/- each	228438327	2284.38	228428327	2284.28
		2284.38		2284.28

Issue of 16910 (Previous year 16910) equity shares on Right basis has been kept in abeyance in view of pending disputes.

Notes forming part of the Consolidated Financial Statements

Note No. : 18 Share capital (contd.)

(c) Reconciliation of number and amount of equity shares outstanding:

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	No. of shares	(₹ in Lacs)	No. of shares	(₹ in Lacs)
At the beginning of the year	228428327	2284.28	235010467	2350.10
Add: Shares issued on exercise of Employee Stock Options [Refer Note No. 38(3)]	10000	0.10	17500	0.18
Add: Shares issued on rights issue earlier kept in abeyance *	-	-	360	- @
Less: Buyback of shares [Refer Note No. 38(5)]	-	-	6600000	66.00
At the end of the year	228438327	2284.38	228428327	2284.28

* The Board of Directors of the Company, at their meeting held on 15th September, 2017, allotted 360 equity shares of face value of ₹ 1 each of the Company at a price of ₹ 26 per equity share (including premium of ₹ 25 per equity share) on rights basis out of the Rights Issue 2004. These shares were kept in abeyance out of the Rights Issue 2004 due to pendency of certain disputes.

@ ₹ 360/- shown as nil due to rounding off.

- (d) The Company has only one class of equity shares. The Company declares and pays dividend in Indian rupees. The holders of equity shares are entitled to receive dividend as declared from time to time and are entitled to one vote per share.
- (e) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.

(f) Shareholders holding more than 5 % of the equity shares in the Company :

Name of the shareholder	As at 31st March, 2019		As at 31st March, 2018	
	No. of shares held	% of holding	No. of shares held	% of holding
Shri Vivek Saraogi	35680017	15.62	35680017	15.62
Shri Karan Saraogi	17052904	7.46	17052904	7.47

- (g) The aggregate number of equity shares issued pursuant to Scheme of amalgamation without payment being received in cash in immediately preceding last five years - 31st March, 2019 – Nil (31st March, 2018 – 526894 equity shares).
- (h) The aggregate number of equity shares bought back in immediately preceding last five years ended 31st March, 2019 - 16600000 equity shares (previous period of five years ended 31st March, 2018 - 16600000 equity shares).
- (i) The Company has reserved Nil (Previous year 35500) equity shares of par value ₹ 1/- each for issue at a premium of ₹ 44/- each to eligible employees of the Company under Employee Stock Option Scheme. Refer Note No. 38(3) for terms of Employee Stock Option Scheme.

Notes forming part of the Consolidated Financial Statements

Note No. : 19 Other equity

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
A. Reserve & Surplus				
(a) Capital reserves				
Balance as per last account		3184.58		3184.58
(b) Capital redemption reserve				
Balance as per last account	2820.10		2754.10	
Add: Transfer from securities premium on buy back of equity shares [Refer Note No. 38(5)]	-	2820.10	66.00	2820.10
(c) Securities premium				
Balance as per last account	24578.91		34466.26	
Add: On exercise of Employee Stock Options Scheme	8.14		12.56	
Add: On rights issue of equity shares kept on abeyance	-		0.09	
Less: Utilised on buy back of equity shares	-		9834.00	
Less: Transfer to capital redemption reserve on buy back of equity shares [Refer Note No. 38 (5)]	-	24587.05	66.00	24578.91
(d) Share options outstanding account				
Balance as per last account	13.23		18.09	
Less: Options exercised [Refer Note No. 38(3)]	3.74		4.86	
Less: Options forfeited [Refer Note No. 38(3)]	9.49	-	-	13.23
(e) General reserve				
Balance as per last account	64977.91		64974.04	
Add: Transfer from retained earnings	25022.09		-	
Add: Elimination on disposal of a subsidiary	-	90000.00	3.87	64977.91
(f) Storage fund for molasses				
Balance as per last account	139.94		117.75	
Add: Created during the year	39.08		22.19	
Less: Written back during the year	139.17	39.85	-	139.94
(g) Retained earnings				
Balance as per last account	63702.81		48195.26	
Impact of change in accounting policy relating to accounting of Government Grant [Refer Note No. 38(13)]	(0.39)		(0.20)	
	63702.42		48195.06	
Add: Profit for the year	57581.98		23166.30	
Less: Transfer from other comprehensive income	514.31		456.74	
Less: Transfer to General reserve	25022.09		-	
Less: Buyback expenses, net of tax ₹ Nil (Previous year ₹ Nil) [Refer Note No. 38 (5)]	-		130.51	
	95748.00		70774.11	
Less : Appropriations:				
Interim dividend paid during the year	5710.96		5875.56	
Tax on interim dividend paid during the year	1173.90	88863.14	1196.13	63702.42
(A)		209494.72		159417.09
B. Other comprehensive income				
Balance as per last account				
Add: Other comprehensive income for the year	(514.31)		(456.74)	
Less: Transfer to retained earnings	514.31	-	456.74	-
(B)		-		-
C. Share application money pending for allotment		-		4.50
(C)		-		4.50
D = (A + B + C)		209494.72		159421.59

Notes forming part of the Consolidated Financial Statements

Note No. : 19 Other equity (contd.)

Notes:

- i) Capital Reserves comprise of reserve arising consequent to business combination in earlier years, in accordance with applicable accounting standard and court's order as on that date.
- ii) Capital redemption reserve is created consequent to redemption of preference share capital and buy back of equity shares. This reserve shall be utilised in accordance with the provisions of the Act.
- iii) Securities premium is used to record the premium on issue of shares. This reserve is being utilised in accordance with the provisions of the Act.
- iv) The share options outstanding account is used to record the value of equity-settled share based payment transactions with employees under its employee share option plan. The amounts recorded in share options outstanding account are transferred to securities premium reserve upon exercise of stock options by employees.
- v) The general reserve represents amount kept by the Company out of its profits for future purposes and reserve aggregating to ₹ 4224.23 Lacs (Previous year ₹ 4224.23 Lacs) arising consequent to business combination in earlier years, in accordance with applicable accounting standard and court's order as on that date. It is not earmarked for any specific purpose.
- vi) The storage fund for molasses has been created to meet the cost of construction of molasses storage tank as required under Uttar Pradesh Sheera Niyantran (Sansodhan) Adesh, 1974. The fund to the extent utilised i.e. ₹139.17 (Previous year : Nil) is credited to the Statement of Profit and Loss in the year of utilisation. The said storage fund is represented by investment in the form of fixed deposits with banks amounting to ₹47.70 Lacs (Previous year ₹176.29 Lacs).
- vii) Retained earnings represents the undistributed profit / amount of accumulated earnings of the Company.
- viii) Other Comprehensive income (OCI) represents the balance in equity relating to re-measurement gain/(loss) of defined benefit obligation. This would not be re-classified to Statement of Profit and Loss.

Notes forming part of the Consolidated Financial Statements

Note No. : 20 Borrowings

(i) Non-current

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Carried at amortized cost				
Term loans				
From banks				
Secured				
Rupee loans:				
ICICI Bank Ltd. (ICICI) (Acting as an agent on behalf of Government of Uttar Pradesh) [Refer foot note(a)(i) below]		27391.12		-
From entities other than banks				
Secured				
Rupee loans:				
Government of India, Sugar Development Fund (SDF) [Refer foot note(a)(ii) below]		533.40		1066.81
		27924.52		1066.81

a) Nature of securities for the aforesaid borrowings including current maturities of long term debt:

- i) Rupee Term Loan from Government of Uttar Pradesh, sanctioned by ICICI amounting to ₹ 36508.11 Lacs (Previous year Nil) under the Scheme for Financial Assistance to Sugar Undertakings, 2018, of Uttar Pradesh Government is secured by pari passu first charge, by way of hypothecation of movable fixed assets, both present and future, pertaining to seven cogen divisions of the Company viz. Balrampur, Babhnan, Haidergarh, Akbarpur, Mankapur, Kumbhi and Gularia.
- ii) Rupee Term Loan from SDF amounting to ₹1066.81 Lacs (Previous year ₹1600.21 Lacs) is secured by an exclusive second charge by way of equitable mortgage on immovable properties and hypothecation of movable properties (excluding current assets and book debts), both present and future, pertaining to Company's sugar and cogeneration divisions at Rauzagaon.
- iii) Rupee Term Loan from SBI amounting to Nil (Previous year ₹5833.60 Lacs) under Scheme for Extending Financial Assistance to Sugar Undertakings, 2014, was secured by pari passu first charge, by way of hypothecation of all the movable and immovable fixed assets, both present and future, pertaining to all the ten sugar divisions of the Company viz; Balrampur, Babhnan, Tulsipur, Haidergarh, Akbarpur, Mankapur, Rauzagaon, Kumbhi, Gularia and Maizapur. The said amount has been fully repaid during the year.
- iv) Rupee Term Loan from PNB amounting to Nil (Previous year ₹1546.73 Lacs) under Scheme for Extending Financial Assistance to Sugar Undertakings, 2014, was secured by residual charge, by way of hypothecation of all the movable fixed assets, both present and future, pertaining to all the ten sugar divisions of the Company. The said amount has been fully repaid during the year.
- v) Rupee Term Loan from HDFC amounting to Nil (Previous year ₹3450.00 Lacs) was secured by first charge, by way of hypothecation of movable fixed assets, both present and future, pertaining to Company's distillery divisions at Babhnan and Mankapur. The said amount has been fully repaid during the year.
- vi) Release of securities in respect of a long-term loan fully repaid by the Company is in progress.

Notes forming part of the Consolidated Financial Statements

Note No. : 20 (i) Borrowings (contd.)

(b) Terms of Repayment:

Lender of Loan	Rate of Interest (ROI) (%)	Amount outstanding as at 31st March, 2019		Amount outstanding as at 31st March, 2018		Period of maturity w.r.t. the Balance Sheet date as at 31st March, 2019	Number of installments outstanding as at 31st March, 2019	Amount of each installment (₹ in Lacs)	Details of security offered
		Current (₹ in Lacs)	Non-current (₹ in Lacs)	Current (₹ in Lacs)	Non-current (₹ in Lacs)				
1. Government of U.P. (through ICICI Bank Ltd.)	* 5% p.a. (Fixed)	5476.22	27391.12 [^]	-	-	5 years 3 months and 3 days	60	608.47	Refer note no. 20 (i) (a) (i) above
	Sub - Total	5476.22	27391.12	-	-				
2. Government of India, Sugar Development Fund	# Bank Rate (-) 2% i.e. 4% p.a.	533.40	533.40	533.40	1066.81	1 year 5 months and 15 days	2	533.40	Refer note no. 20 (i) (a) (ii) above
	Sub - Total	533.40	533.40	533.40	1066.81				
3. State Bank of India	ROI - Not Applicable since repaid	-	-	5833.60	-	-	-	-	Refer note no. 20 (i) (a) (iii) above
	Sub - Total	-	-	5833.60	-				
4. Punjab National Bank	ROI - Not Applicable since repaid	-	-	1546.73	-	-	-	-	Refer note no. 20 (i) (a) (iv) above
	Sub - Total	-	-	1546.73	-				
5. HDFC Bank Limited	ROI - Not Applicable since repaid	-	-	3450.00	-	-	-	-	Refer note no. 20 (i) (a) (v) above
	Sub - Total	-	-	3450.00	-				
	Grand Total	6009.62	27924.52	11363.73	1066.81				

* Rate of interest has been fixed by the Government of Uttar Pradesh @5% for entire tenure of the loan under the Scheme of Extending Financial Assistance to Sugar Undertaking - 2018

Bank rate as prevailing on the date of disbursement.

[^] excluding ₹3640.78 Lacs on account of effective interest rate adjustment for being taken to Deferred income as stated in Note No. 38(8)(xi).

Notes forming part of the Consolidated Financial Statements

Note No. : 20 Borrowings (contd.)

(ii) Current

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Carried at amortized cost				
Loans repayable on demand				
Working capital loans				
From banks				
Secured				
Rupee loans				
State Bank of India (SBI)	66879.25		55917.73	
Punjab National Bank (PNB)	-		5147.49	
HDFC Bank Ltd. (HDFC)	12957.16		20371.23	
Kotak Mahindra Bank Ltd. (KOTAK)	5100.07		-	
ICICI Bank Ltd. (ICICI)	68.46	85004.94	5115.71	86552.16
Foreign currency loans				
Pre-shipment packing credit				
HDFC Bank Ltd. (HDFC)		4363.10		-
Other loans				
Working capital loans				
From banks				
Secured				
Rupee loans				
HDFC Bank Ltd. (HDFC)		38762.94		-
Foreign currency loans				
Post-shipment credit (Bill discounted with banks)				
HDFC Bank Ltd. (HDFC)	5674.92		-	
ICICI Bank Ltd. (ICICI)	5660.34	11335.26	-	-
		139466.24		86552.16
Summary of current borrowings				
Secured borrowings		139466.24		86552.16
Unsecured borrowings		-		-
		139466.24		86552.16

Nature of securities :

a) Working capital loans from SBI are secured / to be secured:

- by way of hypothecation of entire stock of sugar, sugar in process, mill stores, bagasse, molasses and other current assets including book debts, both present and future, of all the ten sugar divisions of the Company on pari passu basis with HDFC, ICICI and Kotak.
- by way of exclusive hypothecation of entire current assets of all the Cogeneration units of the Company.
- by way of third charge on immovable and movable properties (excluding current assets and book debts), both present and future, of all the ten sugar divisions of the Company on pari passu with HDFC.

b) Working capital loans from HDFC are secured / to be secured (except as given in (c) below)

- by way of hypothecation of entire stock of sugar, sugar in process, mill stores, bagasse, molasses and other current assets including book debts, both present and future, of all the ten sugar divisions of the Company on pari passu basis with SBI, ICICI and Kotak.
- by way of third charge on immovable and movable properties (excluding current assets and book debts), both present and future, of all the ten sugar divisions of the Company on pari passu with SBI.

Notes forming part of the Consolidated Financial Statements

Note No. : 20 Borrowings (contd.)

- c) **Working Capital Loan from HDFC** amounting to ₹38762.94 Lacs (previous year Nil) under the Scheme for extending Soft Loans to Sugar Mills by Central Government is secured by first charge, by way of hypothecation of movable fixed assets, both present and future, pertaining to nine sugar divisions of the Company viz. Balrampur, Babhnan, Tulsipur, Haidergarh, Akbarpur, Mankapur, Kumbhi, Gularia and Maizapur and is further secured by way of hypothecation of movable fixed assets, both present and future, pertaining to three distillery divisions of the Company viz. Balrampur, Babhnan and Mankapur.
- d) **Working capital loans from ICICI are secured:**
by way of hypothecation of entire stock of sugar, sugar in process, mill stores, bagasse, molasses and other current assets including book debts, both present and future, of all the ten sugar divisions of the Company on pari passu basis with SBI, HDFC and Kotak.
- e) **Working capital loans from Kotak are secured:**
by way of hypothecation of entire stock of sugar, sugar in process, mill stores, bagasse, molasses and other current assets including book debts, both present and future, of all the ten sugar divisions of the Company on pari passu basis with SBI, HDFC and ICICI.
- f) **Working capital loans from PNB was secured:**
- by way of hypothecation of entire stock of sugar, sugar in process, mill stores, bagasse, molasses and other current assets including book debts, both present and future, of all the ten sugar divisions of the Company on pari passu basis with SBI, HDFC and ICICI.
 - by way of third charge on immovable and movable properties (excluding current assets and book debts), both present and future, of all the ten sugar divisions of the Company on pari passu with SBI and HDFC.
 - The Company has surrendered the limits during the year and security has also been released.

Note No. : 21 Other financial liabilities (Carried at amortized cost)

(i) Non-current (₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Interest accrued but not due on borrowings		153.09		306.19
		153.09		306.19

(ii) Current (₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Current maturities of long - term debt *		6009.62		11363.73
Interest accrued but not due on borrowings		502.51		309.02
Unpaid dividend @		165.44		147.98
Other payables				
Retention monies	889.09		1274.81	
Security deposits	516.60		264.82	
Accrued expenses	160.10		125.39	
Unpaid salaries and other payroll dues	3414.10		3126.48	
Others	163.48	5143.37	339.08	5130.58
		11820.94		16951.31

* Refer Note No. 20 (i) (a) and (b) for nature of securities and terms of repayment respectively.

@There are no amounts due and outstanding to be credited to Investor Education and Protection Fund.

Notes forming part of the Consolidated Financial Statements

Note No. : 22 Deferred income

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Opening balance		14.17		15.26
Add: Addition during the year [Refer Note No. 38(8)(xi)]		4051.19		-
Less: Released to the Statement of Profit and Loss [Refer Note No. 38(8) (g) and (h)]		424.58		1.09
Closing balance		3640.78		14.17
Current		1190.38		1.09
Non - Current		2450.40		13.08

[Refer Note No. 38(8) for other disclosures]

Note No. : 23 Provisions

(i) Non-current

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Provision for employee benefits - unavailed leave [Refer Note No. 38(9)]		528.45		433.41
		528.45		433.41

(ii) Current

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Provision for employee benefits [Refer Note No. 38(9)]				
Unavailed leave	434.55		370.00	
Gratuity	137.41	571.96	-	370.00
Other provisions				
Provision for contingencies [Refer Note No. 38(2)]		0.42		0.63
		572.38		370.63

Notes forming part of the Consolidated Financial Statements

Note No. : 24 Deferred tax liabilities (net)

As at 31st March, 2019

(₹ in Lacs)

Particulars	Opening Balance	Recognised in profit or loss	Recognised in other comprehensive income	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Depreciation	27334.72	147.15	-	27481.87
Investment	1061.80	135.17	(0.13)	1196.84
	28396.52	282.32	(0.13)	28678.71
Tax effect of items constituting deferred tax assets				
Carried forward tax losses/unabsorbed depreciation	224.77	7.04	-	231.81
Expenses allowable on payment basis	299.06	38.77	-	337.83
VRS expenses	57.28	(28.64)	-	28.64
MAT credit entitlement	8565.95	10515.95	105.81	19187.71
	9147.06	10533.12	105.81	19785.99
Net deferred tax liabilities / expense	19249.46	(10250.80)	(105.94)	8892.72

As at 31st March, 2018

(₹ in Lacs)

Particulars	Opening Balance	Recognised in profit or loss	Recognised in other comprehensive income	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Depreciation	25328.94	2005.78	-	27334.72
Investment	796.88	265.39	(0.47)	1061.80
	26125.82	2271.17	(0.47)	28396.52
Tax effect of items constituting deferred tax assets				
Carried forward tax losses/unabsorbed depreciation	149.81	74.96	-	224.77
Expenses allowable on payment basis	4667.24	(4368.18)	-	299.06
VRS expenses	85.10	(27.82)	-	57.28
MAT credit entitlement	6221.37	2344.58	-	8565.95
Others	0.61	(0.61)	-	-
	11124.13	(1977.07)	-	9147.06
Net deferred tax liabilities / expense	15001.69	4248.24	(0.47)	19249.46

The ultimate realisation of the deferred tax assets, carried forward losses and unused tax credits is dependent upon the generation of future taxable income. Deferred tax assets including MAT credit entitlement is recognised on management's assessment of reasonable certainty for reversal/ utilisation thereof against future taxable income.

Deferred tax assets in respect of MAT credit entitlement aggregating to ₹ 10621.76 Lacs (Previous year ₹ Nil) [net of ₹ 79.11 Lacs (Previous year ₹ Nil) utilized] has been recognized during the year ended 31st March, 2019.

Notes forming part of the Consolidated Financial Statements

Note No. : 25 Other Non-current liabilities

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Deferred gain on changes in fair value of financial assets		35.93		30.39
		35.93		30.39

Note No. : 26 Trade and other payables

Current

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Trade payables				
Total outstanding dues of micro enterprises and small enterprises [Refer Note No. 38(4)]		95.43		16.98
Total outstanding dues of creditors other than micro enterprises and small enterprises		60529.44		77999.12
		60624.87		78016.10
Other payables				
Payable to suppliers of capital goods				
Total outstanding dues of micro enterprises and small enterprises [Refer Note No. 38(4)]		29.08		87.10
Total outstanding dues of creditors other than micro enterprises and small enterprises		1196.44		425.98
		1225.52		513.08
		61850.39		78529.18

Note No. : 27 Other Current liabilities

(₹ in Lacs)

Particulars	As at 31st March, 2019		As at 31st March, 2018	
Other advances				
Advances from customers [Refer Note No. 38(11)]		469.12		422.03
Others				
Statutory liabilities	2731.20		3598.45	
Others [Refer Note No. 38(4)]	352.09	3083.29	732.21	4330.66
		3552.41		4752.69

Notes forming part of the Consolidated Financial Statements

Note No. : 28 Revenue from operations

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Sale of goods				
Domestic sales				
Sugar	324572.10		370602.85	
Industrial alcohol	46324.88		32888.08	
Power	32801.46		27247.87	
Molasses	38.65		665.03	
Renewable energy certificates	300.79		3927.04	
Bagasse	5454.44		3723.74	
Others	1961.98	411454.30	1017.45	440072.06
Export sales				
Sugar		16168.76		-
		427623.06		440072.06
Other operating revenue				
Government grants [Refer Note No. 38(8)]				
Insurance and storage charges on buffer stock	360.57		-	
Re-imbursement of transportation expenses for export	593.88	954.45	-	-
Revenue from operations		428577.51		440072.06
[Refer Note No. 38(11) for other disclosures]				

Note No. : 29 Other income

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Interest income on financial assets carried at amortized cost				
Non-current investments				
Debentures	191.66		186.46	
National saving certificates	0.60		0.55	
	192.26		187.01	
Deposit with banks and others	23.75	216.01	39.33	226.34
Gain on sale of non-current investment in a subsidiary		-		276.51
Gain on sale of highly liquid investments (treated as cash equivalent)		1317.57		835.29
Government grants [Refer Note No. 38(8)]				
Amortized portion of deferred income		14.17		1.09
Other non-operating income				
Fair value gain on derivatives	773.24		-	
Insurance claims	100.44		109.22	
Unspent liabilities/balances written back	805.87		711.77	
Provision for contingencies written back [Refer Note No. 38(2)]	0.21		6.31	
Provision for doubtful advances written back	-		0.05	
Recovery towards written off balances	3.58		-	
Storage fund for molasses written back [Refer Note No. 19 (vi)]	139.17		-	
Miscellaneous	904.24	2726.75	861.15	1688.50
		4274.50		3027.73

Notes forming part of the Consolidated Financial Statements

Note No. : 30 Cost of materials consumed

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Sugarcane *		354036.80		305531.30
Molasses		3750.77		490.49
Bagasse		1601.69		432.32
Others		151.44		33.42
		359540.70		306487.53

* Refer Note No. 38(8)(ii),(iii) and (iv) for adjustments of government grants.

Note No. : 31 Changes in inventories of finished goods, by-products and work-in-progress

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Finished goods				
Opening stock				
Sugar	151651.93		204419.91	
Industrial alcohol	2884.21		3443.52	
Banked power	67.12		77.47	
Others	71.64	154674.90	-	207940.90
Less : Closing stock				
Sugar	209249.90		151651.93	
Industrial alcohol	549.68		2884.21	
Banked power	81.29		67.12	
Others	6.34	209887.21	71.64	154674.90
Add: Generated during the trial run of capital projects		-		53.97
Less: Used during the trial run of capital projects		-		1.87
(Increase) / Decrease (A)		(55212.31)		53318.10
By-products				
Opening stock		7493.94		9519.72
Less : Closing stock		5895.37		7493.94
Less: Used during the trial run of capital projects		42.00		2.96
Decrease (B)		1556.57		2022.82
Work- in-progress				
Opening stock				
Sugar	3511.47		2368.26	
Molasses	333.63	3845.10	223.97	2592.23
Less : Closing stock				
Sugar	3707.98		3511.47	
Molasses	317.82	4025.80	333.63	3845.10
(Increase) (C)		(180.70)		(1252.87)
(Increase) / Decrease D = (A + B + C)		(53836.44)		54088.05
Less : Excise duty on stock *		-		13113.25
		(53836.44)		40974.80

* The amount of excise duty on stock represents differential excise duty on opening and closing stock.

Notes forming part of the Consolidated Financial Statements

Note No. : 32 Employee benefits expense

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Salaries and wages		20612.69		17980.04
Contribution to provident, gratuity and other funds		2163.42		2015.87
Employee stock option expense [Refer Note No. 38(3)]		(9.49)		-
Staff welfare expense		279.17		404.44
		23045.79		20400.35

Note No. : 33 Finance costs

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Interest				
On long term borrowings	748.99		215.85	
On short term borrowings	3152.22		4912.58	
Others *	145.04	4046.25	30.51	5158.94
Other borrowing costs		47.26		44.06
		4093.51		5203.00
* Includes interest on statutory dues		2.71		1.37
* Includes interest on shortfall in payment of advance income-tax		133.86		-

Note No. : 34 Depreciation and amortisation expense

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Depreciation and amortisation of property, plant and equipment [Refer Note No. 4]		9484.56		9420.87
Amortisation of intangible assets [Refer Note No. 5]		100.57		95.54
		9585.13		9516.41

Notes forming part of the Consolidated Financial Statements

Note No. : 35 Other expenses

(₹ in Lacs)

Particulars	Year ended 31st March, 2019		Year ended 31st March, 2018	
Consumption of stores				
Process chemicals	3343.76		2713.42	
Others	362.34	3706.10	292.66	3006.08
Packing materials		4520.87		3276.74
Power and fuel		425.87		492.61
Rent		67.33		77.43
Repairs				
Buildings	473.60		353.73	
Machinery	6019.96		4676.12	
Others	191.97	6685.53	204.04	5233.89
Insurance		537.22		482.22
Rates and taxes (excluding taxes on income)		574.27		563.47
Commission to non-executive directors		79.50		76.00
Directors' fees		26.00		27.67
Payments to auditors*				
As auditor for statutory audit	45.00		45.00	
For taxation matters	-		12.50	
For other services (Limited reviews and certifications)	15.20		16.99	
For reimbursement of expenses	-	60.20	0.53	75.02
Cost audit fees		3.50		3.50
Net loss on foreign currency transactions and translations		110.80		3.86
Charity and donation		13.03		17.38
Corporate social responsibility expense [Refer Note No. 38(6)]		293.44		397.14
Professional expenses#		5635.22		612.33
Miscellaneous expenses [Refer Note No. 38(8)(d)]		4810.33		4306.38
Freight and handling expenses		2463.46		1503.40
Brokerage and commission		494.18		516.26
Loss on sale/discard of property, plant and equipment (net)		201.24		283.11
Sundry debit balances/advances written off		63.74		75.01
Payment towards balances earlier written back		11.78		76.63
Provision for obsolescence /non-moving store and spares		97.36		-
Allowance for doubtful receivables		-		97.63
Transfer to storage fund for molasses		39.08		22.19
		30920.05		21225.95
* Includes amount paid to previous statutory auditors				
For taxation matters		-		12.50
For other services (Limited review and certifications)		-		4.38
For reimbursement of expenses		-		0.53
		-		17.41
# Includes expenses incurred towards fulfillment of export obligation		5343.84		-

Notes forming part of the Consolidated Financial Statements

Note No. : 36 Tax expense

(₹ in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Current tax	12847.57	7114.68
Tax provision for earlier years written back	-	(14.12)
Deferred tax [Refer Note No. 24]	(10250.80)	4248.24
	2596.77	11348.80
Reconciliation of Tax Expense		
Profit before tax	60178.79	34515.11
Applicable tax rate (using the Company's tax rate)	34.944%	34.608%
Computed tax expense (A)	21028.88	11944.99
Adjustments for :		
Expenses not allowed for tax purpose	138.15	132.89
Effect of tax deductions	(7512.96)	(7440.72)
Changes in recognised deductible temporary differences	(247.50)	245.64
Effect of transition adjustment under MAT	(30.26)	(29.97)
Recognition of MAT credit	(10700.87)	-
Unrecognized MAT credit for the year (to the extent related to profit before tax)	-	6546.76
Changes in deferred tax rates	-	258.75
Effect of losses carried forward	-	(89.11)
Tax provision for earlier years written back	-	(14.12)
Loss /(Gain) of subsidiary	-	(88.55)
Share of profit in associates	(78.67)	(117.76)
Net adjustments (B)	(18432.11)	(596.19)
Tax Expense C=(A+B)	2596.77	11348.80

Note No. : 37 Other comprehensive income

(₹ in Lacs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Items that will not be reclassified to profit or loss		
Re-measurements of defined benefit plans	(789.91)	(578.71)
Share of Other Comprehensive Income in an associate, to the extent not to be classified into profit or loss	(0.56)	(2.01)
Less: Income tax relating to items that will not be reclassified to profit or loss	276.16	123.98
	(514.31)	(456.74)

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures

1. Contingent liabilities and commitments (to the extent not provided for)

(a) Contingent liabilities :

(₹ in Lacs)

Sl. No.	Particulars	As at 31st March, 2019		As at 31st March, 2018	
(i)	Claims against the Company not acknowledged as debts :				
	- Excise duty demand - under appeal		167.00		167.00
	- Sales tax demand- under appeal		12.98		15.46
	- Others - under appeal/litigation		605.91		525.45
			785.89		707.91
(ii)	Claims for acquisition of 1.99 acres of land for the Distillery unit at Balrampur and compensation there against is under dispute as the matter is subjudice		Amount not ascertainable		Amount not ascertainable

Also refer note no. 38(16)(b) for availment of remission of taxes and levies pending final decision at the Hon'ble Supreme Court on the matter.

The amounts shown in (i) above represent the best possible estimates arrived at on the basis of available information. The uncertainties and timing of the cash flows are dependent on the outcome of different legal processes which have been invoked by the Company or the claimants, as the case may be and, therefore, cannot be estimated accurately. The Company does not expect any reimbursement in respect of above contingent liabilities.

In the opinion of the management, no provision is considered necessary for the disputes mentioned above on the ground that there are fair chances of successful outcome of the appeals / litigations.

(b) Commitments :

Estimated amount of contracts remaining to be executed on capital account and not provided for

(₹ in Lacs)

Sl. No.	Particulars	As at 31st March, 2019		As at 31st March, 2018	
(i)	Estimated amount of contracts remaining to be executed on capital account and not provided for		16717.77		1290.46
(ii)	Advance paid against above		2623.26		144.65

Other commitments

The Board of Directors of the Company at their meeting held on 5th April, 2019 approved buy-back of 8438327 equity shares of the Company, through the "Tender Offer" route using the Stock Exchange Mechanism, for an aggregate amount of upto ₹ 14767.07 lacs (being 9.82% of the total paid-up equity share capital and free reserves of the Company as on 31st March, 2018), at a price of ₹ 175/- per equity share on a proportionate basis in accordance with the provisions contained in the Companies Act, 2013 (as amended), rules made thereunder, the SEBI (Buy Back of Securities) Regulations, 2018 and other applicable circulars, clarifications and notifications. The tender period for the buyback has been opened on 16th May, 2019 and shall close on 29th May, 2019.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

2. Disclosures as required by Indian Accounting Standard (Ind AS) 37 Provisions, Contingent liabilities and Contingent assets :

(a) Provision for contingencies

- (i) Provisions for contingencies represent provision towards various claims made/anticipated in respect of duties and taxes and other claims against the Company based on the Management's assessment.

(ii) Movements in Provision for contingencies:

(₹ in Lacs)

Particulars	Duties and taxes	Other litigation claims	Total
Balance as at 1st April, 2018	-	0.63	0.63
Provided during the year	-	-	-
Reversed during the year upon final decision	-	0.21	0.21
Balance as at 31st March, 2019	-	0.42	0.42
- Non-current	-	-	-
- Current	-	0.42	0.42
Balance as at 1st April, 2017	6.31	0.63	6.94
Provided during the year	-	-	-
Reversed during the year upon final decision	6.31	-	6.31
Balance as at 31st March, 2018	-	0.63	0.63
- Non-current	-	-	-
- Current	-	0.63	0.63

It is not possible to estimate the timing/uncertainties relating to utilisation /reversal from the provision for contingencies. Future cash outflow in respect of the above is determinable only upon Court decision/out of Court settlement/disposal of appeals. The Company does not expect any reimbursement in respect of above provisions.

(b) Contingent assets

During the normal course of business, several unresolved claims are currently outstanding. The inflow of economic benefits, in respect of such claims cannot be measured due to uncertainties that surround the related events and circumstances. Also refer Note No. 38(16)(a) in this respect.

3. The Employee Stock Option Scheme 2005 (Scheme 2005) of the Company was formulated by the Committee of the Board of Directors of the Company and approved by the Board at its meeting held on 11th August, 2005 and 31st October, 2005 and by the shareholders at the Extraordinary General Meeting of the Company held on 8th September, 2005 and in accordance with the Employee Stock Option Scheme and Employee Stock Purchase Scheme Guidelines, 1999 prescribed by the Securities and Exchange Board of India.

Employees covered under the Employee stock option scheme were granted an option to purchase equity shares of the Company at the exercise price determined by the Remuneration Committee (presently "Nomination & Remuneration Committee") on the date the option was granted. It was based on the average daily closing market price of the equity shares of the Company during the preceding 26 weeks, prior to the date of grant.

Under the said Scheme, Options granted had vesting period of one year and exercise period of maximum eight years.

The shareholders of the Company at their Extra-Ordinary General Meeting held on 25th May, 2009 had accorded approval to re-price the exercise price of the options granted in the years 2005-06 (1st series), 2006-07 (2nd series), 2007-08 (3rd series), and 2008-09 (4th series), which were not exercised, and also to the exercise price in respect of options to be granted for the year 2008-09 (5th series), at 20% discount to the average daily closing market price of the Company's share, on the stock exchange it was traded most, during the preceding 26 weeks prior to the date of the meeting. Accordingly, the Remuneration Committee (presently "Nomination & Remuneration Committee") on 28th May, 2009 had re-priced the exercise price of the unexercised options for the years 2005-06 (1st series), 2006-07 (2nd series), 2007-08 (3rd series) and 2008-09 (4th series) and granted stock options for the year 2008-2009 (5th series) at an exercise price of ₹ 45/- per equity share.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

There were no modifications to the terms of Scheme 2005 either in the current year or in the previous years other than the re-pricing as stated above.

The maximum number of options granted till date stands at 5245500 and each option is equivalent to one equity share of par value of ₹ 1/- each of the Company.

The details of Options granted, lapsed and exercised as at 31st March, 2019 are as under :

Year of Issue	2008-09	2008-09	Total
Series	4th Series	5th Series	
Date of grant of Option	25/11/2008	28/05/2009	
Initial exercise price (₹)	74.20	45.00	
Revised exercise price (₹)	45.00	Not applicable	
Market price on the date of grant (₹)	35.40	82.35	
Excess of initial exercise price over revised exercise price (₹)	29.20	Not applicable	
Excess of market price over exercise price/ revised exercise price (₹)	-	37.35	
As at 31st March, 2019:			
Outstanding at the beginning of the year (Nos.)	-	25500	25500
Granted (Nos.)	-	-	-
Exercised (Nos.)	-	-	-
Forfeited/Lapsed and expired (Nos.)	-	25500	25500
Outstanding at the end of the year (Nos.)	-	-	-
Exercisable at the end of the year (Nos.)	-	-	-
As at 31st March, 2018:			
Outstanding at the beginning of the year (Nos.)	19500	48500	68000
Granted (Nos.)	-	-	-
Exercised (Nos.) *	4500	23000	27500
Forfeited/Lapsed and expired (Nos.)	15000	-	15000
Outstanding at the end of the year (Nos.)	-	25500	25500
Exercisable at the end of the year (Nos.)	-	25500	25500

* Includes 10000 options which were exercised within 31st March, 2018 against which allotment of equity shares were made during the year ended 31st March, 2019.

Total Number of Options outstanding/exercisable as at 1st April, 2017 relating to 1st, 2nd and 3rd series is Nil. Therefore, details for the same has been excluded from above table.

The following table summarizes information about outstanding stock options:

Particulars	As at 31st March, 2019			As at 31st March, 2018		
	Numbers	Weighted average remaining life (Years)	Weighted average exercise price (₹)	Numbers	Weighted average remaining life (Years)	Weighted average exercise price (₹)
5th Series	-	-	-	25500	0.16	45.00

Other information:

- Options vested upto 31st March, 2019 : 4593000 (Previous year : 4593000)
- Options exercised upto 31st March, 2019 : 4422500 (Previous year : 4422500)
- Options exercised during the year ended 31st March, 2019 : Nil (Previous year : 27500)

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

- (d) Total number of equity shares arising as a result of exercise of Options as at 31st March, 2019 : 4422500 (Previous year 4422500) Options equivalent to 10000 equity shares were exercised during the year ended 31st March, 2018, however, equity shares against the Options exercised were allotted during the year ended 31st March, 2019.
- (e) Options lapsed upto 31st March, 2019 : 823000 (Previous year 797500)
- (f) Options lapsed during the year ended 31st March, 2019 : 25500 (Previous year 15000)
- (g) Money realised on exercise of Options upto 31st March, 2019 : ₹ 2014.29 Lacs (Previous year ₹ 2014.29 Lacs)
- (h) Money realised on exercise of Options during the year ended 31st March, 2019: Nil (Previous year ₹ 12.37 Lacs)
- (i) Total number of Options in force as at 31st March, 2019 : Nil (Previous year 25500)
- (j) Details of Options granted to :-
 - (i) Senior Managerial Personnel: No Options have been granted either during the year ended 31st March, 2019 or during the year ended 31st March, 2018;
 - (ii) Any other employee who receives a grant in any one year of Options amounting to 5% or more of Options granted during year ended 31st March, 2019 - Nil (Previous year Nil); and
 - (iii) Identified employees who were granted Options, during any one year equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant - Nil (Previous year Nil).

4. Based on the information/documents available with the Company, information as per the requirement of section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 with respect to trade payables and payable to suppliers of capital goods are as follows:

As at 31st March, 2019:

(₹ in Lacs)

Sl. No.	Description	Trade Payables	Payable to suppliers of capital goods	Total
(i)	The principal amount remaining unpaid to suppliers as at the end of accounting year *	95.43	29.08	124.51
(ii)	The interest due thereon remaining unpaid to suppliers as at the end of accounting year	-	0.01	0.01
(iii)	The amount of interest paid by the Company in terms of section 16, of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the suppliers beyond the appointed day during the year	1.19	1.98	3.17
(iv)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	1.97	1.29	3.26
(v)	The amount of interest accrued during the year and remaining unpaid at the end of the accounting year**	1.97	1.30	3.27
(vi)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-	-

* Included in the line item "Total outstanding dues of micro enterprises and small enterprises" under Note No. 26.

** Included in the line item "Others" under Note No. 27.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

As at 31st March, 2018:

(₹ in Lacs)

Sl. No.	Description	Trade Payables	Payable to suppliers of capital goods	Total
(i)	The principal amount remaining unpaid to suppliers as at the end of accounting year *	16.98	87.10	104.08
(ii)	The interest due thereon remaining unpaid to suppliers as at the end of accounting year	0.17	1.47	1.64
(iii)	The amount of interest paid by the Company in terms of section 16, of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of payment made to the suppliers beyond the appointed day during the year	2.03	1.99	4.02
(iv)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	1.02	0.51	1.53
(v)	The amount of interest accrued during the year and remaining unpaid at the end of the accounting year**	1.19	1.98	3.17
(vi)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-	-

* Included in the line item "Total outstanding dues of micro enterprises and small enterprises" under Note No. 26.

** Included in the line item "Others" under Note No. 27.

5. During the year ended 31st March, 2018, the Company had undertaken a Buy Back of 6600000 equity shares of the Company, through the "Tender Offer" route using the Stock Exchange Mechanism, for an aggregate amount of ₹ 9900.00 Lacs (being 6.78% of the total Paid-up Equity Share Capital and Free Reserves of the Company as on 31st March, 2017), at a price of ₹150/- per Equity Share on a proportionate basis in accordance with the Companies Act, 2013 (as amended), rules made thereunder, the SEBI (Buy Back of Securities) Regulations, 1998 and other applicable circulars, clarifications and notifications and the settlement in respect of shares bought back have been completed on 28th March, 2018. Formalities pertaining to extinguishment of the shares bought back were completed on 4th April, 2018.

Consequent to the said buy-back, the equity share capital has been reduced by ₹ 66.00 Lacs and Capital Redemption Reserve of an equivalent amount has therefore been created.

6. Expenditure on Corporate Social Responsibility (CSR) activities :

(a) Details of CSR expenditure:

(₹ in Lacs)

Sl. No.	Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
(i)	Gross amount required to be spent by the Company during the year	772.16	500.43
(ii)	Amount spent during the year :		
	i) Construction/acquisition of any asset		
	- in cash	27.75	27.60
	- yet to be paid in cash	-	-
	ii) On purposes other than (i) above		
	- in cash	265.69	369.54
	- yet to be paid in cash	-	-

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

(b) The various heads under which the CSR expenditure were incurred in cash is detailed as follows: (₹ in Lacs)

Sl. No.	Relevant clause of Schedule VII to the Act	Description of CSR activities	Year ended 31st March, 2019	Year ended 31st March, 2018
(i)	Clause (i)	Promoting healthcare including preventive healthcare	34.73	37.39
(ii)	Clause (i)	Eradicating hunger, poverty and malnutrition, making available safe drinking water	2.55	50.53
(iii)	Clause (ii)	Promoting education, including special education and employment enhancing vocational training and livelihood enhancement projects	191.23	278.38
(iv)	Clause (iii)	Setting up homes and other facilities for orphans, senior citizens and for socially and economically backward groups	0.64	8.37
(v)	Clause (iv)	Animal welfare	0.72	1.51
(vi)	Clause (iv)	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga	40.94	-
(vii)	Clause (vi)	Measures for the benefit of armed forces veterans, war widows and their dependents	5.00	-
(viii)	Clause (vii)	Promoting rural sports and nationally recognised sports	12.15	14.00
(ix)	Clause (x)	Rural development projects	2.43	4.77
(x)		Expenditure on administrative overheads	3.05	2.19
			293.44	397.14

7. Earnings per share - The numerators and denominators used to calculate Basic / Diluted earnings per share :

Sl. No.	Particulars		Year ended 31st March, 2019	Year ended 31st March, 2018
(i)	Amount used as the numerator			
	Profit after Tax (₹ in Lacs)	(A)	57581.98	23166.30
(ii)	Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings per share *	(B)	228437725	234948663
(iii)	Add: Weighted average number of dilutive potential equity shares on account of Employees Stock Option Scheme		-	18805
(iv)	Weighted average number of equity shares outstanding used as the denominator for computing Diluted Earnings per share *	(C)	228437725	234967468
(v)	Nominal value of equity shares (₹)		1.00	1.00
(vi)	Basic Earnings per share (₹)	(A/B)	25.21	9.86
(vii)	Diluted Earnings per share (₹)	(A/C)	25.21	9.86

* The weighted average number of shares takes into account the weighted average effect of changes in number of shares due to employee stock options during the year ended 31st March, 2019 and buy back of shares and employee stock options during the year ended 31st March, 2018.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

8. The Company is eligible to receive various financial assistance from government authorities. Accordingly, the Company has recognised these government grants in the following manner: (₹ in Lacs)

Sl. No.	Particulars	Treatment in Accounts	Year ended 31st March, 2019	Year ended 31st March, 2018
(i)	Grants related to Income			
	Revenue related Government Grants:			
(a)	Pradhan Mantri Rojgar Protsahan Yojana (PMRPY) Plan Scheme (Refer footnote (i) below)	Deducted from Contribution to provident, gratuity and other funds under Employee benefits expense	33.91	3.45
(b)	Cane crush subsidy (Refer footnote (ii) and (iii) below)	Deducted from cost of materials consumed	12722.14	4792.83
(c)	Cane purchase subsidy (Refer footnote (iv) below)	Deducted from cost of materials consumed	4930.98	-
(d)	Defraying expenditure towards internal transport, freight, handling and other charges on export (Refer footnote (v) and (vi) below)	i) Deducted from Miscellaneous expenses under Other Expenses ii) Shown as separate line item "Re-imbursement of transportation expenses for export" under Revenue from operations	4194.75 593.88	- -
(e)	Financial support for maintaining buffer stock of sugar inventory (Refer footnote (vii) below)	i) Shown as separate line item "Insurance and storage charges on buffer stock" under Revenue from Operations ii) Deducted from interest expense on short term borrowings	360.57 2053.01	- -
(f)	Interest on term loans (Refer footnote (viii) and (ix) below) (Refer footnote (x) below)	Deducted from interest expense on long term borrowings Deducted from interest expense on short term borrowings	637.71 29.74	1604.68 -
			25556.69	6400.96
	Deferred Government Grants:			
(g)	Government grant relating to interest on term loans (Refer footnote (xi) below)	Deducted from interest expense on long term borrowings	410.41	-
(h)	Government grant relating to property, plant and equipment	Shown as separate line item "Deferred income under Other Income"	14.17	1.09
			424.58	1.09
(ii)	Grants related to Assets			
	Government grant relating to property, plant and equipment	Adjusted with carrying amount of property, plant and equipment	1.83	-
			1.83	-
			25983.10	6402.05

Footnotes:

- (i) The Pradhan Mantri Rojgar Protsahan Yojana (PMRPY) Plan Scheme has been designed to incentivise employers for generation of new employment, where Government of India will be paying the 8.33% Employee Pension Scheme contribution of the employer for the new employment.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

- (ii) The Central Government pursuant to Notification No. 1(5)/2018-SP-I dated 9th May, 2018 issued by the Ministry of Consumer Affairs, Food and Public Distribution (Department of Food and Public Distribution) had notified a scheme for assistance to sugar mills @ ₹ 5.50 per quintal of sugarcane crushed during sugar season 2017-18 with a view of offset cost of sugarcane. Accordingly, ₹ 546.89 Lacs (Previous year ₹ 4792.83 Lacs) has been adjusted during the year ended 31st March 2019 as reduction in the cost of materials consumed.
- (iii) The Central Government pursuant to Notification No. 1(14)/2018-SP-I dated 5th October, 2018 issued by the Ministry of Consumer Affairs, Food and Public Distribution (Department of Food and Public Distribution) had notified a scheme for assistance to sugar mills @ ₹ 13.88 per quintal of sugarcane crushed during sugar season 2018-19 with a view to offset cost of sugarcane. Accordingly, ₹ 12175.25 Lacs (Previous year Nil) has been adjusted during the year ended 31st March 2019 as reduction in the cost of materials consumed.
- (iv) The Government of Uttar Pradesh pursuant to Notification No. 13/2018/1697/46-3-18-3(37)/2018 dated 1st October, 2018 notified a scheme for assistance to sugar mills @ ₹ 4.50 per quintal of sugarcane purchased during sugar season 2017-18 with a view for timely clearance of sugarcane price and assist the millers from falling sugar and molasses prices. Accordingly, ₹ 4930.98 Lacs (Previous year Nil) has been adjusted during the year ended 31st March 2019 as reduction in the cost of materials consumed.
- (v) The Central Government pursuant to Notification No. 1(14)/2018-S.P-I dated 5th October, 2018 announced the Scheme for defraying expenditure towards internal transport, freight, handling and other charges on export with a view to facilitate export of sugar during sugar season 2018-19. Based on actual expenditure incurred by the Company on physical exports a sum of ₹ 4194.75 Lacs (Previous year Nil) has been deducted from miscellaneous expenses under other expenses. Further, a sum of ₹ 593.88 Lacs (Previous year Nil) has been shown under line item "Re-imbursement of transportation expenses for export" under Revenue from operations.
- (vi) The Central Government pursuant to Notification No. 1(4)/2018-SP-I dated 28th September 2018 allocated factory-wise Minimum Indicative Export Quota (MIEQ) of 50 Lakh MT for export of sugar in sugar season 2018-19. The Company was allocated MIEQ of 180160 MT as per the said Notification. The Notification required the mills to undertake exports allocated to them under MIEQ or 16.70 kg of sugar per MT of actual cane crushed by them during sugar season 2018-19, whichever is lower.

The Company has physically exported 166701.80 MT of raw /white sugar till 31st March 2019 by way of direct exports and through merchant exporter.
- (vii) The Central Government pursuant to Notification No. 1(6)/2018-S.P-I dated 15th June, 2018 issued by the Ministry of Consumer Affairs, Food and Public Distribution (Department of Food and Public Distribution) announced a Scheme for Creation and Maintenance of Buffer Stock of 30 Lakh MT of sugar by the sugar mills in the country for one year w.e.f. 1st July, 2018 with a view to improve liquidity of the sugar industry; enabling sugar mills to clear cane price arrears of farmers and to stabilize domestic sugar price. The Company was allocated 1110450 quintals of buffer stock with respect to its ten sugar mills located in the State of Uttar Pradesh. Accordingly, ₹ 2053.01 Lacs (Previous year Nil) has been adjusted during the year ended 31st March 2019 as reduction in finance cost. Further, storage charges amounting to ₹ 360.57 Lacs (Previous year Nil) shown under line item "Insurance and storage charges on buffer stock" under Revenue from operations.
- (viii) Pursuant to the Scheme for extending financial assistance to Sugar mills under SEFASU 2014 notified by the Central Government issued by the Ministry of Consumer Affairs, Food and Public Distribution (Department of Food and Public Distribution), the Company was eligible for interest subvention upto 12% or at actual rate charged by the banks, whichever was lower. Accordingly, ₹ 528.54 Lacs (Previous year ₹ 1432.18 Lacs) has been adjusted during the year ended 31st March, 2019 with interest on long term borrowings.
- (ix) Pursuant to the Sugar Industry, Cogeneration and Distillery Promotion Policy, 2013 notified by the Government of Uttar Pradesh, the Company was eligible for re-imbursement @ 5% on the interest payable on the loans obtained from bank for setting up of new Co-Generation unit at Kumbhi Unit. Accordingly, ₹ 109.17 Lacs (Previous year ₹ 172.50 Lacs) has been adjusted with interest on long term borrowings.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

- (x) The Central Government vide its Notification No. 1(4)/2019-S.P-I dated 2nd March, 2019 issued by the Ministry of Consumer Affairs, Food and Public Distribution (Department of Food and Public Distribution) notified a scheme for extending soft loan to sugar mills with a view to facilitate payment of cane price dues of farmers for the Sugar Season 2018-19 relating to the Fair and Remunerative Price (FRP) of sugarcane fixed by the Central Government for which interest subvention @ 7% would be borne by the Central Government for a period of 1 year from the date of disbursement of the loan.

Under the said scheme, HDFC Bank has disbursed Rupee Loan aggregating to ₹ 38762.94 Lacs (Previous year Nil) which has been utilized for clearance of sugarcane price for sugar season 2018-19 as per the scheme. Accordingly, ₹ 29.74 Lacs (Previous year Nil) has been adjusted during the year ended 31st March, 2019, with interest on short term borrowings.

- (xi) The Government of Uttar Pradesh vide its Order No. - 12/2018/1698 / 46-3-18-3 (36-A) / 2018 dated 28th September, 2018 notified a scheme for assistance to sugar mills under the Scheme for Extending Financial Assistance to Sugar Undertakings-2018 ("SEFASU 2018"), for the purpose of clearance of sugarcane price for sugar season 2016-17 and 2017-18 as per the State Advised Price of sugarcane fixed by the State Government.

Under the said scheme, the State Government has extended Rupee term loan to the Company through ICICI Bank @ 5% p.a. interest for a period of 5 years aggregating to ₹ 36508.11 Lacs (Previous year Nil) which has been utilized for clearance of sugarcane price for sugar season 2017-18 as per the scheme.

Pursuant to the requirements of Ind AS 20- "Accounting for Government Grants and Disclosure of Government Assistance" and Ind AS 109 - "Financial Instruments", ₹ 4051.19 Lacs (Previous year Nil) has been accounted for and included under Note No. 22 - "Deferred income" and proportionate income during the year ended 31st March, 2019 amounting to ₹ 410.41 Lacs (Previous year Nil) has been adjusted with interest on long term borrowings.

9. Employee Benefits :

As per Ind AS - 19 "Employee Benefits", the disclosures of Employee Benefits are as follows:

Defined Contribution Plan :

Employee benefits in the form of Provident Fund are considered as defined contribution plan.

The contributions to the respective fund are made in accordance with the relevant statute and are recognised as expense when employees have rendered service entitling them to the contribution. The contributions to defined contribution plan, recognised as expense in the Consolidated Statement of Profit and Loss are as under :

(₹ in Lacs)

Defined Contribution Plan	Year ended 31st March, 2019	Year ended 31st March, 2018
Employer's Contribution to Provident Fund	947.24	867.80
Employer's Contribution to Pension Scheme	713.21	661.20

The Hon'ble Supreme Court has passed a decision on 28th February, 2019 in relation to inclusion of certain allowances within the scope of "Basic wages" for the purpose of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. There are interpretative aspects related to the Judgement including the effective date of application. The Company, based on legal advice, is awaiting further clarifications in this matter in order to reasonably assess the impact and application thereof with respect to the Company and its financial statements.

Gratuity

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the said Act, an employee who has completed five years of service or continuance service is entitled for the same. The Gratuity plan provides a lumpsum payment to employees at retirement, death, incapacitation or termination of employment. The level of benefits provided depends on the member's length of service and salary at retirement age etc. The fund is in the form of a trust and is governed by the Board of Trustees who are responsible for its administration. The Company contributes ascertained liabilities towards gratuity to the trust.

The following tables summarizes the components of net benefit expense recognised in the Statement of Profit and Loss, the funded status and amounts recognised in the Balance Sheet for the said plan:

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

(a) Details of funded post retirement plans are as follows :

(₹ in Lacs)

Sl. No.	Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
I.	Expenses recognised in the Consolidated Statement of Profit and Loss:		
1	Current service cost	458.82	385.70
2	Net interest on the net defined benefit liability/asset	(40.17)	(16.67)
3	Expense recognised in the Consolidated Statement of Profit and Loss	418.65	369.03
II.	Other comprehensive income		
1	Actuarial gain / (loss) arising from:		
	- change in financial assumptions	(55.04)	227.74
	- changes in experience adjustments	811.61	314.81
2	(Returns)/loss on plan assets excluding amounts included in interest income	33.34	36.16
3	Components of defined benefit costs recognised in Other comprehensive income	789.91	578.71
III.	Change in present value of defined benefit obligation :		
1	Present value of defined benefit obligation at the beginning of the year	4912.87	4135.70
2	Interest expense	354.35	293.51
3	Current service cost	458.82	385.70
4	Benefits paid	376.45	444.59
5	Actuarial gain / (loss) arising from:		
	- changes in financial assumptions	(55.04)	227.74
	- changes in experience adjustments	811.61	314.81
6	Present value of Defined Benefit Obligation at the end of the year	6106.16	4912.87
IV.	Change in fair value of plan assets during the year :		
1	Plan assets at the beginning of the year	4912.87	4135.70
2	Interest income	394.52	310.18
3	Employers' contributions	1071.15	947.74
4	Benefits paid	376.45	444.59
5	Re-measurement (Returns on plan assets excluding amounts included in interest income)	33.34	36.16
6	Fair Value of Plan Assets at the end of the year	5968.75	4912.87
V.	Net Asset / (Liability) recognised in the Consolidated Balance Sheet as at the year end:		
1	Present value of Defined Benefit Obligation	6106.16	4912.87
2	Fair value of Plan Assets	5968.75	4912.87
3	Funded Status [Surplus/(Deficit)]	(137.41)	-
4	Net Asset / (Liability) recognised in Consolidated Balance Sheet	(137.41)	-
	- Current Liability (Short term)	(137.41)	-
	- Non-Current Liability (Long term)	-	-
VI.	Actuarial Assumptions :		
1	Discount Rate (per annum) %	7.60%	7.50%
2	Expected return on Plan Assets (per annum) %	7.60%	7.50%
3	Expected Rate of Salary increase %	6.00%	6.00%
4	Retirement/Superannuation Age (Year)	60	60
5	Mortality Rates	IALM 2006-2008 Ultimate	IALM 2006-2008 Ultimate

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

(₹ in Lacs)

Sl. No.	Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
VII.	Major Category of Plan Assets as a % of the Total Plan Assets as at the year end :		
1	Administered by Insurance Companies	99.94%	99.94%
2	Others (Cash and cash equivalents)	0.06%	0.06%
VIII.	Maturity Profile of Defined Benefit Obligation		
	Expected cash flows (valued on undiscounted basis):		
	Within the next 12 months	371.71	455.23
	Between 2 and 5 years	1732.22	1137.59
	Between 5 and 10 years	4853.25	2607.98
	Total expected payments	6957.18	4200.80
	The average duration of the defined benefit plan obligation at the end of the balance sheet date (in years)	9	15
IX.	Sensitivity analysis on Present value of Defined Benefit Obligations:		
	Discount rates		
	0.50% Increase	(4.00)%	(4.58)%
	0.50% Decrease	5.00%	4.92%
	Expected rates of salary increases		
	0.50% Increase	5.00%	4.94%
	0.50% Decrease	(4.50)%	(4.64)%

The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring as at the balance sheet date.

All sensitivities are calculated using the same actuarial method as for the disclosed present value of the defined benefits obligation at year end.

X. The history of funded post retirement plans are as follows :

(₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016	As at 31st March, 2015
Present value of Defined Benefit Obligation	6106.16	4912.87	4135.70	3327.08	3655.68
Fair value of Plan Assets	5968.75	4912.87	4135.70	3327.08	3655.68

(b) Details of unfunded post retirement obligations are as follows:

(₹ in Lacs)

Sl. No.	Particulars	Leave Encashment (Unfunded)	
		Year ended 31st March, 2019	Year ended 31st March, 2018
I.	Components of employer expense :		
1	Current service cost	42.73	102.15
2	Interest cost	28.99	22.79
3	Actuarial (gain) /loss recognised in the year	141.11	47.78
4	Expense recognised in the Consolidated Statement of Profit and Loss	212.83	172.72

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

(₹ in Lacs)

Sl. No.	Particulars	Leave Encashment (Unfunded)	
		Year ended 31st March, 2019	Year ended 31st March, 2018
II.	Change in present value of obligation :		
1	Present value of obligation at the beginning of the year	433.41	347.08
2	Interest cost	28.99	22.79
3	Current service cost	42.73	102.15
4	Benefits paid	93.76	86.39
5	Actuarial (gain) /loss recognised in the year	141.11	47.78
6	Present value of obligation at the end of the year	552.48	433.41
III.	Net Asset / (Liability) recognised in the Consolidated Balance Sheet as at the year end:		
1	Present value of defined benefit obligation	552.48	433.41
2	Fair value of plan assets	-	-
3	Funded status [Surplus/(Deficit)]	(552.48)	(433.41)
4	Net Asset / (Liability) recognised in Consolidated Balance Sheet	(552.48)	(433.41)
IV.	Actuarial Assumptions :		
1	Discount Rate (per annum) %	7.60	7.50
2	Expected rate of Salary increase %	6.00	6.00
3	Retirement/Superannuation Age (Year)	60	60
4	Mortality Rates	IALM 2006-08 Ultimate	IALM 2006-08 Ultimate
V.	Maturity Profile		
	Expected cash flows (valued on undiscounted basis):		
	Within the next 12 months	24.93	35.19
	Between 2 and 5 years	90.82	71.78
	Between 5 and 10 years	244.50	196.07
	Total expected payments	360.25	303.04

(c) Risks related to defined benefit plans:

The main risks to which the Company is exposed in relation to operating defined benefit plans are :

i) Mortality risk:

The assumptions adopted by the Company make allowances for future improvements in life expectancy. However, if life expectancy improves at a faster rate than assumed, this would result in greater payments from the plans and consequently increases the plan's liabilities. In order to minimise this risk, mortality assumptions are reviewed on a regular basis.

ii) Market and liquidity risks:

These are the risks that the investments do not meet the expected returns over the medium to long term. This also encompasses the mismatch between assets and liabilities. In order to minimise the risks, the structure of the portfolios is reviewed and asset-liability matching analysis are performed on a regular basis.

(d) Asset - liability management and funding arrangements

The trustees are responsible for determining the investment strategy of plan assets. The overall investment policy and strategy for Company's funded defined benefit plan is guided by the objective of achieving an investment return which, together with the contribution paid is sufficient to maintain reasonable control over various funding risks of the plan.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

(e) Other disclosures :

- (i) The following are the assumptions used to determine the benefit obligation:

Discount rate:

The yield of government bonds are considered as the discount rate. The tenure has been considered taking into account the past long term trend of employees' average remaining service life which reflects the average estimated term of the post - employment benefit obligations.

Rate of escalation in salary :

The estimates of rate of escalation in salary, considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

Rate of return on plan assets:

Rate of return for the year was the average yield of the portfolio in which Company's plan assets are invested over a tenure equivalent to the entire life of the related obligation.

Attrition rate :

Attrition rate considered is the management's estimate based on the past long- term trend of employee turnover in the Company.

- (ii) The Gratuity and Provident Fund expenses have been recognised under " Contribution to provident, gratuity and other funds" and Leave Encashment under Salaries and Wages under Note No. 32 - Employee benefits expense.

10. Related party disclosures :

(a) Name of the related parties and description of relationship :-

(i) Associate Company : (Significant influence can be exercised)	1. Visual Percept Solar Projects Pvt. Ltd. (VSPPL)
	2. Auxilo Finserve Pvt. Ltd. (AFPL) (w.e.f. 20th March, 2018)
(ii) Key Managerial Personnel (KMP) :	1. Shri Vivek Saraogi - Managing Director
	2. Dr. Arvind Krishna Saxena - Whole-time Director

(iii) Other related parties:

Close members of family of KMP :

Shri Vivek Saraogi	1. Shri K.N.Saraogi - Father
	2. Smt. Meenakshi Saraogi - Mother
	3. Smt. Sumedha Saraogi - Wife
	4. Shri Karan Saraogi - Son
	5. Smt. Natisha Saraogi - Son's wife
	6. Smt. Avantika Saraogi - Daughter
	7. Shri Ashray Butta - Daughter's husband
	8. Smt. Stuti Dhanuka - Sister

Significant influence entities :

1. Meenakshi Mercantiles Ltd.
2. Udaipur Cotton Mills Co. Ltd.
3. Novel Suppliers Pvt. Ltd.
4. Neoworth Commercial Pvt. Ltd.
5. Kamal Nayan Saraogi (HUF)
6. Vivek Saraogi (HUF)
7. The Balrampur Sugar Company Limited Employees Gratuity Fund

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

(b) Transactions with Related parties :

(₹ in Lacs)

Nature of transaction / Name of the related party	Associates	Significant influence entities	Key Managerial Personnel (KMP)	Close members of family of KMP	Total
(i) Compensation/Remuneration of KMP					
Shri Vivek Saraogi	-	-	645.30	-	645.30
	(-)	(-)	(610.61)	(-)	(610.61)
Dr. Arvind Krishna Saxena	-	-	29.02	-	29.02
	(-)	(-)	(25.47)	(-)	(25.47)
(ii) Interest income (at amortized cost)					
Visual Percept Solar Projects Pvt. Ltd.	191.66	-	-	-	191.66
	(186.46)	(-)	(-)	(-)	(186.46)
(iii) Contribution to employees defined benefit plans					
The Balrampur Sugar Company Limited Employees Gratuity Fund	-	1071.15	-	-	1071.15
	(-)	(947.74)	(-)	(-)	(947.74)
(iv) Interim dividend paid to equity shareholders					
Shri Vivek Saraogi	-	-	892.00	-	892.00
	(-)	(-)	(916.55)	(-)	(916.55)
Dr. Arvind Krishna Saxena	-	-	0.41	-	0.41
	(-)	(-)	(0.42)	(-)	(0.42)
Smt. Sumedha Saraogi	-	-	-	229.15	229.15
	(-)	(-)	(-)	(235.57)	(235.57)
Shri Karan Saraogi	-	-	-	426.32	426.32
	(-)	(-)	(-)	(437.99)	(437.99)
Smt. Avantika Saraogi	-	-	-	86.81	86.81
	(-)	(-)	(-)	(89.47)	(89.47)
Smt. Stuti Dhanuka	-	-	-	116.46	116.46
	(-)	(-)	(-)	(119.94)	(119.94)
Meenakshi Mercantiles Ltd.	-	175.21	-	-	175.21
	(-)	(180.00)	(-)	(-)	(180.00)
Udaipur Cotton Mills Co. Ltd.	-	153.73	-	-	153.73
	(-)	(157.94)	(-)	(-)	(157.94)
Novel Suppliers Pvt. Ltd.	-	72.68	-	-	72.68
	(-)	(74.67)	(-)	(-)	(74.67)
Kamal Nayan Saraogi (HUF)	-	184.26	-	-	184.26
	(-)	(189.30)	(-)	(-)	(189.30)
Vivek Saraogi (HUF)	-	3.99	-	-	3.99
	(-)	(4.09)	(-)	(-)	(4.09)
(v) Amount paid upon buyback of equity shares					
Shri Vivek Saraogi	-	-	-	-	-
	(-)	(-)	(1472.93)	(-)	(1472.93)
Dr. Arvind Krishna Saxena	-	-	-	-	-
	(-)	(-)	(0.67)	(-)	(0.67)
Smt. Sumedha Saraogi	-	-	-	-	-
	(-)	(-)	(-)	(384.85)	(384.85)

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

(₹ in Lacs)

Nature of transaction / Name of the related party	Associates	Significant influence entities	Key Managerial Personnel (KMP)	Close members of family of KMP	Total
Shri Karan Saraogi	-	-	-	-	-
	(-)	(-)	(-)	(699.81)	(699.81)
Smt. Avantika Saraogi	-	-	-	-	-
	(-)	(-)	(-)	(159.89)	(159.89)
Smt. Stuti Dhanuka	-	-	-	-	-
	(-)	(-)	(-)	(208.58)	(208.58)
Meenakshi Mercantiles Ltd.	-	-	-	-	-
	(-)	(287.61)	(-)	(-)	(287.61)
Udaipur Cotton Mills Co. Ltd.	-	-	-	-	-
	(-)	(252.35)	(-)	(-)	(252.35)
Novel Suppliers Pvt. Ltd.	-	-	-	-	-
	(-)	(119.30)	(-)	(-)	(119.30)
Kamal Nayan Saraogi (HUF)	-	-	-	-	-
	(-)	(302.47)	(-)	(-)	(302.47)
Vivek Saraogi (HUF)	-	-	-	-	-
	(-)	(6.54)	(-)	(-)	(6.54)
(vi) Balance Outstanding:					
Investment in debentures (at amortized cost)	2210.63	-	-	-	2210.63
	(2274.12)	(-)	(-)	(-)	(2274.12)
Remuneration payable	-	-	360.00	-	360.00
	(-)	(-)	(330.00)	(-)	(330.00)
Contribution to employees defined benefit plan	-	137.41	-	-	137.41
	(-)	(-)	(-)	(-)	(-)

Figures in brackets pertain to previous year.

(c) Details of Remuneration paid/payable to KMP:

(₹ in Lacs)

Particulars	Year ended 31st March, 2019			Year ended 31st March, 2018		
	Shri Vivek Saraogi	Dr. Arvind Krishna Saxena	Total	Shri Vivek Saraogi	Dr. Arvind Krishna Saxena	Total
Short-term employee benefits						
- Salary	240.00	23.09	263.09	240.00	20.03	260.03
- Commission	360.00	-	360.00	330.00	-	330.00
- Perquisites	16.50	3.55	20.05	11.81	3.24	15.05
	616.50	26.64	643.14	581.81	23.27	605.08
Post-employment benefits						
- Contribution to Provident Fund	28.80	2.38	31.18	28.80	2.20	31.00
	645.30	29.02	674.32	610.61	25.47	636.08

The above remuneration does not include provision for gratuity and leave encashment, which is determined for the Company as a whole.

- (d) The transactions with related parties have been entered at an amount which are not materially different from those on normal commercial terms.
- (e) The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received. No expense has been recognised in current year and previous year for bad or doubtful debts in respect of the amounts owed by related parties.
- (f) The remuneration of directors is determined by the Nomination & Remuneration Committee having regard to the performance of individuals and market trends.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

11. Revenue

- (i) The disclosures pertaining to disaggregation of revenue and performance obligation in terms of Ind AS 115 - Revenue from contracts with customers are as follows:

(a) Sugar

The Sugar segment of the Company principally generates revenue from manufacturing and sale of sugar and its by-products, such as molasses, bagasse, pressmud. Domestic sales of sugar is made on ex-factory terms/agreed terms to wholesale / institutional buyers/merchant exporters within the country. Domestic sugar sales is majorly done on advance payment terms; however, credit is extended at times which is generally not more than 3 days.

Export sales of sugar to merchant exporters are recognised when the goods have been delivered to the buyers' specific location (as per agreed terms). The sale price and payments terms are determined based on contracted terms.

Molasses are sold to customers on ex-factory /delivered basis in terms of the agreement and revenue is recognised when the goods have been shipped to / delivered to the buyer. The sale price is fixed as per contracted terms and payments terms is determined as per Company's credit policy which is up-to 60 days.

Bagasse and pressmud are sold generally on advance payment terms to customers on ex-factory basis in terms of the agreement and revenue is recognised when the goods have been shipped to / delivered to the buyer.

(b) Co-generation

The co-generation segment of the Company principally generates revenue from sale of power to distribution companies and sale of renewable energy certificates to obligated /non-obligated entities (as the case may be).

Power is supplied to distribution companies from the Company's facility in accordance with the sale price, payment terms and other conditions as per the Power Purchase Agreements ("PPA").

Renewable energy certificates are sold generally through Central Electricity Regulatory Commission ("CERC") approved power exchanges namely – Indian Energy Exchange Ltd. ("IEX") and Power Exchange India Ltd. ("PXIL"). Revenue from sale of RECs is recognised on delivery of RECs to the customers' account as evidenced by the receipt on confirmation of execution of delivery instructions.

(c) Distillery

The distillery segment of the Company principally generates revenue from sale of industrial alcohol which mainly constitutes ethanol sold under contracts with Oil Marketing Companies ("OMCs") and other products to institutional buyers.

For sale of ethanol under contracts with OMCs, sale price is pre-determined based on Expression of Interest ("EOI")/ TENDER floated from OMC's. The prices are on delivered cost basis at OMC's locations inclusive of all duties / levies/ taxes/ charges etc.

Other products like Rectified Spirit, ENA, etc. are sold on bulk basis to institutional buyers on Ex-factory/ Delivered cost basis as per agreed terms. Revenue is recognised when goods have been shipped to the buyers' specific location as per agreed terms (as the case may be). The payments terms are fixed as per Company's credit policy which is up-to 60 days.

(d) Others

Other segment principally generates revenue from sale of agricultural fertilizers such as soil conditioner, granulated potash etc.

Agricultural fertilizers such as soil conditioner, granulated potash etc. are sold to customers on ex-factory/ delivered cost basis as per agreed terms. Revenue is recognised when the goods have been shipped to the buyers' specific location as per agreed terms (as the case may be). The payments terms are fixed as per Company's credit policy which is up-to 90 days.

- (ii) Disaggregated revenue information have been given along with segment information [Refer Note No. 38(12)(c)].

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

12. Segment information

- (a) The Managing Director has been identified as the Company's chief operating decision-maker (CODM) as defined by Ind AS 108 – Operating Segments. The Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by Business segments. The CODM of the Company evaluates the segments based on their revenue growth, operating income and return on capital employed. No operating segments have been aggregated in arriving at the Business Segment of the Company.

Management has determined the operating segments based on the information reviewed by the CODM for the purposes of allocating resources and assessing performance. The Company has identified three business segments viz. Sugar, Distillery and Co-generation and presented the same in the financial statements on a consistent basis. Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and expenses which relate to enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Unallocable".

Segment assets and segment liabilities represent assets and liabilities of respective segment. Investments, tax related assets/ liabilities and other assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Unallocable".

- (b) The following is an analysis of revenue and results from operations by reportable segments: (₹ in Lacs)

Particulars	Sugar	Co-generation	Distillery	Others	Unallocable	Adjustments / Elimination	Total
Revenue							
External Sales	346965.77	33104.67	46769.84	782.78	-	-	427623.06
	(375674.49)	(31182.53)	(33167.46)	(47.58)	(-)	(-)	(440072.06)
Inter Segment Sales	34238.55	28477.86	-	19.97	-	62736.38	-
	(40751.17)	(21934.55)	(-)	(-)	(-)	(-)(62685.72)	(-)
Other operating revenue	954.45	-	-	-	-	-	954.45
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Revenue from operations	382158.77	61582.53	46769.84	802.75	-	62736.38	428577.51
	(416425.66)	(53117.08)	(33167.46)	(47.58)	(-)	(-)(62685.72)	(440072.06)
Segment profit	16616.65	17858.36	31652.51	284.58	-	-	66412.10
	(13882.92)	(17206.58)	(10819.55)	(12.55)	(-)	(-)	(41921.60)
Unallocable expenditure net of unallocable income					3031.33		3031.33
					(3470.95)		(3470.95)
Interest income							216.01
							(226.34)
Finance costs							4093.51
							(5203.00)
Profit before share of profit of associates and tax							59503.27
							(33473.99)
Share of profit of associates							675.48
							(1041.11)
Profit before tax							60178.75
							(34515.10)
Tax							
Current tax							12847.57
							(7100.56)
Deferred tax							(10250.80)
							(4248.24)
Profit after tax							57581.98
							(23166.30)

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

Notes:

- (i) Inter-segment revenues are eliminated upon consolidation and reflected in the 'adjustments and eliminations' column. Finance income and costs, and fair value gains and losses on financial assets are not allocated to individual segments as the underlying instruments are managed at Company level. Current taxes, deferred taxes and certain financial assets and liabilities are not allocated to those segments as they are also managed at Company level. Capital expenditure consists of additions to property, plant and equipment, capital work in progress and intangible assets.
- (ii) Transactions between segments are primarily transferred at cost/market determined prices. Common costs are apportioned on a reasonable basis.
- (iii) Figures in brackets pertain to previous year.
- (c) In the following table, revenue is disaggregated by geographical market, major products/service lines and timing of revenue recognition which also includes a reconciliation of the disaggregated revenue with the Company's three strategic divisions, which are its reportable segments.

(₹ in Lacs)

Particulars	Sugar		Co-generation Domestic	Distillery Domestic	Total reportable segment	All other Segment	Total
	Domestic	Export					
Geographical markets							
Within India	311553.05	-	33104.67	46769.84	391427.56	782.78	392210.34
	(375674.49)	(-)	(31182.53)	(33167.46)	(440024.48)	(47.58)	(440072.06)
Within India to merchant exporter	19243.96	-	-	-	19243.96	-	19243.96
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Within India to Special Economic Zone	-	16168.76	-	-	16168.76	-	16168.76
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Total	330797.01	16168.76	33104.67	46769.84	426840.28	782.78	427623.06
	(375674.49)	(-)	(31182.53)	(33167.46)	(440024.48)	(47.58)	(440072.06)
Major product							
Sugar	305328.14	11473.10	-	-	316801.24	-	316801.24
	(370602.85)	(-)	(-)	(-)	(370602.85)	(-)	(370602.85)
Raw Sugar	19243.96	4695.66			23939.62		23939.62
	(-)	(-)	(-)	(-)	(-)	(-)	(-)
Industrial alcohol	-	-	-	46324.88	46324.88	-	46324.88
	(-)	(-)	(-)	(32888.08)	(32888.08)	(-)	(32888.08)
Power	-	-	32801.46	-	32801.46	-	32801.46
	(-)	(-)	(27247.87)	(-)	(27247.87)	(-)	(27247.87)
Molasses	38.65	-	-	-	38.65	-	38.65
	(665.03)	(-)	(-)	(-)	(665.03)	(-)	(665.03)
Renewable energy certificates	-	-	300.79	-	300.79	-	300.79
	(-)	(-)	(3927.04)	(-)	(3927.04)	(-)	(3927.04)
Bagasse	5454.44	-	-	-	5454.44	-	5454.44
	(3723.74)	(-)	(-)	(-)	(3723.74)	(-)	(3723.74)
Others	731.82	-	2.42	444.96	1179.20	782.78	1961.98
	(682.87)	(-)	(7.62)	(279.38)	(969.87)	(47.58)	(1017.45)
Total	330797.01	16168.76	33104.67	46769.84	426840.28	782.78	427623.06
	(375674.49)	(-)	(31182.53)	(33167.46)	(440024.48)	(47.58)	(440072.06)

Figures in brackets pertain to previous year.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

(₹ in Lacs)

Particulars	Sugar		Co-generation Domestic	Distillery Domestic	Total reportable segment	All other Segment	Total
	Domestic	Export					
Timing of revenue recognition							
Products and services transferred at a point in time	330797.01 (375674.49)	16168.76 (-)	33104.67 (31182.53)	46769.84 (33167.46)	426840.28 (440024.48)	782.78 (47.58)	427623.06 (440072.06)
Products and services transferred over time	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)	- (-)
	330797.01 (375674.49)	16168.76 (-)	33104.67 (31182.53)	46769.84 (33167.46)	426840.28 (440024.48)	782.78 (47.58)	427623.06 (440072.06)

(d) Other information

(₹ in Lacs)

Particulars	Sugar	Co-generation	Distillery	Others	Unallocable	Adjustments / Elimination	Total
Segment assets	337597.83 (255939.87)	83246.99 (68180.88)	23116.07 (25351.76)	1151.31 (514.03)	25104.75 (19975.73)	- (-)	470216.95 (369962.27)
Segment liabilities	70989.59 (84682.95)	1659.94 (1937.75)	1543.04 (1620.30)	162.01 (135.18)	184083.27 (119880.22)	- (-)	258437.85 (208256.40)
Capital expenditure *	3183.96 (11275.29)	4797.50 (1413.50)	2351.10 (1075.93)	574.26 (253.58)	414.02 (132.33)	- (-)	11320.84 (14150.63)
Depreciation and amortisation	4977.45 (4946.11)	3254.85 (3275.55)	1064.60 (1037.45)	16.49 (1.19)	271.74 (256.11)	- (-)	9585.13 (9516.41)
Non cash expenses other than depreciation and amortisation	271.98 (197.36)	211.92 (125.92)	18.31 (114.49)	- (-)	9.95 (40.17)	- (-)	512.16 (477.94)
Investment in associates	- (-)	- (-)	- (-)	- (-)	14311.63 (9886.70)	- (-)	14311.63 (9886.70)
Share of profit of associates (including other comprehensive income)	- (-)	- (-)	- (-)	- (-)	517.69 (797.03)	- (-)	517.69 (797.03)

*Includes depreciation, interest and other borrowing costs capitalised.

Note:

Figures in brackets pertain to previous year.

(e) Geographical information:

Refer Note No. 38(12) (c) above for disclosures relating to revenue disaggregated by geographical market.

(f) Information about major customers:

No single customer contributed 10% or more of the total revenue of the Company for the year ended 31st March, 2019 and 31st March, 2018.

13. The Ministry of Corporate Affairs (MCA) notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2018 (the 'Rules') on 20th September, 2018 amending Ind AS 20 – "Accounting for Government Grants and Disclosure of Government Assistance" to allow entities the option of recording non-monetary government grants at a nominal amount and presenting government grants related to assets by deducting the grant from the carrying amount of the asset.

Till the previous year, such grants relating to property, plant and equipment were treated as deferred income and was recognised in the Consolidated Statement of Profit and Loss on a systematic basis over the useful life of the asset.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

During the year ended 31st March, 2019, the Company has elected to opt for change its accounting policy of presentation of asset related government grant outstanding as on the date of aforesaid pronouncement and accordingly, has given retrospective application of the change in accounting policy i.e. the Company has adjusted all comparative amounts to show the results and financial position of comparative periods as if the new policy had always been applied and accordingly, the relevant figures for the comparative figures have been restated.

Impacts arising on application of the aforesaid policy are as follows:

(₹ in Lacs)

Particulars	As at 31st March, 2018			As at 31st March, 2017		
	Reported Earlier	Adjustment	Restated	Reported Earlier	Adjustment	Restated
Assets						
Property, plant and equipment	144501.28	(138.54)	144362.74	140949.75	(144.24)	140805.51
Net change		(138.54)			(144.24)	
Equity and Liabilities						
Other equity						
(Attributable to the equity shareholders of the parent)	159421.98	(0.39)	159421.59	153710.03	(0.20)	153709.83
Deferred tax liabilities (net)	19249.67	(0.21)	19249.46	15001.81	(0.10)	15001.71
Deferred Income						
- Non current	145.02	(131.94)	13.08	152.11	(137.94)	14.17
- Current	7.09	(6.00)	1.09	7.09	(6.00)	1.09
Net change		(138.54)			(144.24)	

(₹ in Lacs)

Particulars	As at 31st March, 2018		
	Reported Earlier	Adjustment	Restated
Other income	3033.73	(6.00)	3027.73
Depreciation	9522.11	(5.70)	9516.41
Profit before tax	34515.40	(0.30)	34515.10
Tax expense	11348.91	(0.11)	11348.80
Profit for the year	23166.49	(0.19)	23166.30

14. Disclosure under Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company has neither given any loan nor has advanced any amount either during the year ended 31st March, 2019 or year ended 31st March, 2018. Hence, the requirements under the said Schedule is not applicable to the Company and no information is required to be disclosed.

15. Details of Loans and Investments covered under section 186 (4) of the Companies Act, 2013 :

Details of loans given and investments made are given under the respective note.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

16. (a) The Hon'ble High Court at Allahabad pursuant to its order dated 12.02.2019 (Order) has upheld the validity and applicability of UP Sugar Industry Promotion Policy, 2004(SIPP) to the Company. Consequent to this, the Company in respect of its capital projects and expansions during the period from 2004 to 2008 is entitled for capital subsidy, reimbursement of certain expenses, remission of certain taxes and levies in accordance with the provision of the said policy.

The State Government of UP has filed a special leave petition challenging the said order before the Hon'ble Supreme Court of India and matter is pending for hearing as on this date. Pending this, the Company's claim for reimbursement of ₹ 33654.94 lacs and capital subsidy of ₹ 13137.77 lacs pursuant to SIPP being contingent in nature, has not been recognised.

- (b) In terms of SIPP, the Company also availed in earlier years remission of taxes and levies, namely, Entry Tax on Sugar, Trade Tax on Molasses and Cane Purchase Tax, Stamp duty and registration charges on purchase of land aggregating to ₹ 11278.45 lacs. These remissions were availed pursuant to limited protection earlier provided by the Hon'ble High Court at Allahabad, which has now been confirmed in terms of the aforesaid Order.

The above remissions includes Entry Tax on Sugar and Tax on Molasses for Akbarpur, Mankapur, Kumbhi and Gularia units aggregating to ₹ 6274.01 lacs (including ₹364.59 Lacs pertaining to the years 2015-16 and 2016-17 determined during the current year) which even though assessed has not been demanded or pursued against the Company.

17. The Company had entered into a Share Purchase Agreement (SPA) on 27th January, 2017 inter-alia with Ganesh Explosives Pvt. Ltd. (GEPL) for sale of its entire shareholding of 53.96% in Indo Gulf Industries Ltd. (IGIL).

Pursuant to the completion of the Open Offer formalities by the acquirer (GEPL), IGIL had ceased to be the Subsidiary of the Company w.e.f. 19th May, 2017.

18. The Board of Directors of the Company at its meeting held on 15th September, 2017 considered and approved cumulative investment of ₹ 17500.00 Lacs in tranches over a period of five years in Auxilo Finserve Private Limited ("AFPL"), an unlisted NBFC based in India and engaged in financing activities in education sector. The objects and effects of the said company includes but not limited to carrying on financing activities in education sector in India.

The Company has so far acquired 75000000 (Previous year 37500000 Equity shares of AFPL at par value ₹ 10 each aggregating to ₹ 7500.00 Lacs (Previous year ₹ 3750.00 Lacs) on preferential issue basis constituting 50% (Previous year 50%) of the shareholding in AFPL, pursuant to which, AFPL continues to be an Associate Company.

19. Additional Information as required under Schedule III to the Companies Act, 2013 :

As at 31st March, 2019 :

Name of the entity	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	(₹ in Lacs)	As % of consolidated profit or loss	(₹ in Lacs)	As % of consolidated other comprehensive income	(₹ in Lacs)	As % of consolidated total comprehensive income	(₹ in Lacs)
Parent								
Balrampur Chini Mills Ltd.	93.24	197467.47	99.10	57063.86	99.92	(513.88)	99.09	56549.98
Associates - (Investment as per equity method)								
Auxilo Finserve Pvt. Ltd.	3.40	7196.07	(0.39)	(223.78)	0.06	(0.34)	(0.39)	(224.12)
Visual Percept Solar Projects Pvt. Ltd.	3.36	7115.56	1.29	741.90	0.02	(0.09)	1.30	741.81
	100.00	211779.10	100.00	57581.98	100.00	(514.31)	100.00	57067.67

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

As at 31st March, 2018 :

Name of the entity	Net Assets i.e. total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	(₹ in Lacs)	As % of consolidated profit or loss	(₹ in Lacs)	As % of consolidated other comprehensive income	(₹ in Lacs)	As % of consolidated total comprehensive income	(₹ in Lacs)
Parent								
Balrampur Chini Mills Ltd.	93.89	151819.17	96.55	22367.73	99.66	(455.20)	96.49	21912.53
Associates - (Investment as per equity method)								
Auxilo Finserve Pvt. Ltd.	2.31	3738.23	(0.04)	(9.02)	-	-	(0.04)	(9.02)
Visual Percept Solar Projects Pvt. Ltd.	3.80	6148.47	3.49	807.59	0.34	(1.54)	3.55	806.05
	100.00	161705.87	100.00	23166.30	100.00	(456.74)	100.00	22709.56

20. Financial instruments - Accounting, Classification and Fair value measurements

A. Financial instruments by category

As at 31st March, 2019

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Carrying and fair value		
			Amortized cost	FVTOCI	Total
(1) Financial assets					
(a) Investments	7		2215.47	49.06	2264.53
(b) Trade and other receivables	8		45003.36	-	45003.36
(c) Cash and cash equivalents	14		211.76	-	211.76
(d) Bank balances other than cash and cash equivalents	15		281.08	-	281.08
(e) Loans	16		-	-	-
(f) Other financial assets	9		19277.07	-	19277.07
Total			66988.74	49.06	67037.80
(2) Financial liabilities					
(a) Borrowings	20		167390.76	-	167390.76
(b) Trade and other payables	26		61850.39	-	61850.39
(c) Other financial liabilities	21		11974.03	-	11974.03
Total			241215.18	-	241215.18

As at 31st March, 2018

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Carrying and fair value		
			Amortized cost	FVTOCI	Total
(1) Financial assets					
(a) Investments	7		2281.61	43.53	2325.14
(b) Trade and other receivables	8		18221.31	-	18221.31
(c) Cash and cash equivalents	14		245.15	-	245.15
(d) Bank balances other than cash and cash equivalents	15		625.64	-	625.64
(e) Loans	16		13.28	-	13.28
(f) Other financial assets	9		5344.06	-	5344.06
Total			26731.05	43.53	26774.58

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Carrying and fair value		
			Amortized cost	FVTOCI	Total
(2)	Financial liabilities				
(a)	Borrowings	20	87618.97	-	87618.97
(b)	Trade and other payables	26	78529.18	-	78529.18
(c)	Other financial liabilities	21	17257.50	-	17257.50
	Total		183405.65	-	183405.65

B. Fair value hierarchy

The fair value of the financial assets and financial liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- Fair value of cash and cash equivalents, bank balances other than cash and cash equivalents, trade and other receivables, loans and other current financial assets, short term borrowings from banks and financial institutions, trade and other payables and other current financial liabilities approximate their carrying amounts due to the short-term maturities of these instruments.
- The carrying value of debentures approximate their fair value as the instruments are at prevailing market rate.

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

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

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following tables provide the fair value hierarchy of the Company's assets and liabilities measured at fair value on a recurring basis:

Financial assets and financial liabilities measured at fair value on a recurring basis as at 31st March, 2019:

(₹ in Lacs)

Particulars	Refer Note No.	Level 1	Level 2	Level 3	Total
Financial assets (At FVTOCI)					
Investments in equity instruments	7	-	-	49.06	49.06
Total financial assets		-	-	49.06	49.06

Financial assets and financial liabilities measured at fair value on a recurring basis as at 31st March, 2018:

(₹ in Lacs)

Particulars	Refer Note No.	Level 1	Level 2	Level 3	Total
Financial assets (At FVTOCI)					
Investments in equity instruments	7	-	-	43.53	43.53
Total financial assets		-	-	43.53	43.53

There have been no transfers between Level 1 and Level 2 either during the year ended 31st March, 2019 or year ended 31st March, 2018.

Description of significant unobservable inputs to valuation:

The following table shows the valuation technique and inputs for financial instruments:

Particulars	As at 31st March, 2019	As at 31st March, 2018
Investments in unquoted equity shares	Adjusted net asset method	

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

Reconciliation of opening and closing balances for Level 3 fair value:

(₹ in Lacs)

Particulars	Investments in unquoted equity shares
Balance as at 1st April, 2018	43.53
Net re-measurement gain recognised and deferred during the year	5.53
De-recognition during the year	-
Balance as at 31st March, 2019	49.06
Balance as at 1st April, 2017	40.72
Net re-measurement gain recognised and deferred during the year	2.81
De-recognition during the year	-
Balance as at 31st March, 2018	43.53

21. Financial risk management objectives and policies

The Company's principal financial liabilities includes borrowings, trade payables and other financial liabilities and principal financial assets include trade receivables, cash and cash equivalents, bank balances other than cash and cash equivalents and other financial assets.

The Company is exposed to credit risk, liquidity risk and market risk. The Company's senior management under the supervision of Board of Directors oversees the management of these risks. The policies framed with respect to risks summarised below provides assurance that the Company's financial risks 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 prices. Market risk comprises three types of risk: interest rate risk, currency risk and other risks, such as regulatory risk and commodity price risk.

(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 rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings obligations.

Sugar is produced over a period of 4 to 5 months and is required to be stored for sale over a period of 12 to 14 months, thereby resulting in very high requirement of Working Capital. Cost of funding depends on the overall fiscal environment in the country as well as the Company's credit worthiness /credit ratings. Failure to maintain credit rating can adversely affect the cost of funds.

To mitigate the interest rate risk, the Company maintains an impeccable track record and ensures long term relation with the lenders to raise adequate funds at competitive rates. Company has access to low cost borrowings because of its healthy Balance Sheet. In addition, steady revenue from co-generation and distillery business reduces the overall requirement of working capital.

(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 rates. To mitigate fluctuating foreign exchange rates, the Company covers its position through permitted hedging methods.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

Foreign currency exposure as at 31st March, 2019 :

(US\$ in Lacs)

Particulars	Hedged	Unhedged	Total
Foreign currency receivables			
Export related trade receivables	228.41	2.66	231.07
	(-)	(-)	(-)
	228.41	2.66	231.07
	(-)	(-)	(-)
Foreign currency payables			
Borrowings - Current	228.41	-	228.41
	(-)	(-)	(-)
Interest accrued but not due on borrowings	-	0.19	0.19
	(-)	(-)	(-)
	228.41	0.19	228.60
	(-)	(-)	(-)

Figures in brackets pertain to previous year.

(iii) Commodity price risk

Sugar industry being cyclical in nature, adverse production/supply position may severely impact the sugar prices thereby impacting the overall financials of the Company. Factors that can affect commodity prices include political and regulatory changes, seasonal variations, weather, technology and market conditions. Unexpected changes in commodity prices in international exchanges / markets and the domestic market can reduce the Company's profit margin.

The Company's fully integrated business model to utilize the by-products to a very large extent insulates it from the uneconomical sugar prices. Further, the Government's accommodative policy on managing the demand/ supply position of sugar in addition to remunerative ethanol prices also reduces the adverse impact of sugar pricing.

(b) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company's sugar sales are mostly on cash. Power and ethanol are sold to government entities, thereby the credit default risk is significantly mitigated.

The Company uses judgement in making these assumptions and selecting the inputs for assessing the impairment calculation, based on the Company's past history, existing market conditions as well as future 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. Where recoveries are made, these are recognised in the Consolidated Statement of Profit and Loss.

(i) Trade receivables

Trade receivables are non-interest bearing; Refer Note No. 38(11) for credit terms.

Trade receivables includes ₹ 15878.23 Lacs (Previous year Nil) backed by letter of credit as referred in Note No. 8(ii) discounted / negotiated with banks on recourse basis and thereby the credit risk is retained by the Company and receivables have not been de-recognised in the consolidated financial statements.

An impairment analysis is performed at each balance sheet date on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The maximum exposure to credit risk at the balance sheet date is the carrying value of each class of financial assets disclosed under Note No. 8.

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

The ageing analysis of the receivables has been considered from the date the invoice falls due: (₹ in Lacs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Upto 6 months	40018.49	18301.99
6 to 12 months	4959.94	1.37
More than 12 months	104.20	5.19
	45082.63	18308.55
Including trade receivables discounted/negotiated with banks	11335.26	-

The following table summarizes the change in the loss allowances measured using life time expected credit loss model for trade receivables:

Particulars	(₹ in Lacs)
Balance as at 1st April, 2018	97.63
Provided during the year	-
Reversed during the year	-
Balance as at 31st March, 2019	97.63
Balance as at 1st April, 2017	-
Provided during the year	97.63
Reversed during the year	-
Balance as at 31st March, 2018	97.63

No significant changes in estimation were made during the reported period.

(ii) Balances with banks

Credit risk for balances with banks is managed in accordance with the Company's policy.

The Company's maximum exposure to credit risk for the components of the consolidated balance sheet as at 31st March, 2019 and 31st March, 2018 is the carrying amounts as stated under Note No. 14 and 15.

(c) Liquidity risk

The Company's objective is to meet the funding requirement and maintain flexibility in this respect through the use of cash credit facilities, short term loans and commercial papers.

The table below summarises the maturity profile of the Company's financial liabilities : (₹ in Lacs)

Sl. No.	Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
A.	As at 31st March, 2019				
(i)	Borrowings (excluding current maturities of long - term debt)				
	Non-current				
	Term loans				
	From banks	-	25565.71	1825.41	27391.12
	From entities other than banks	-	533.40	-	533.40
	Current				
	Loans repayable on demand				
	Pre-shipment packing credit	4363.10	-	-	4363.10
	Others	85004.94	-	-	85004.94
	Other loans				
	Post-shipment credit	11335.26	-	-	11335.26
	Others	38762.94	-	-	38762.94
		139466.24	26099.11	1825.41	167390.76
(ii)	Trade and other payables	61850.39	-	-	61850.39
(iii)	Other financial liabilities	11820.94	153.09	-	11974.03
	Total	213137.57	26252.20	1825.41	241215.18

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

(₹ in Lacs)

Sl. No.	Particulars	Less than 1 year	1 to 5 years	More than 5 years	Total
B.	As at 31st March, 2018				
(i)	Borrowings (excluding current maturities of long - term debt)				
	Non-current				
	Term loans				
	From banks	-	-	-	-
	From entities other than banks	-	1066.81	-	1066.81
	Current				
	Loans repayable on demand				
	Pre-shipment packing credit	-	-	-	-
	Others	86552.16	-	-	86552.16
	Other loans				
	Post-shipment credit	-	-	-	-
	Others	-	-	-	-
		86552.16	1066.81	-	87618.97
(ii)	Trade and other payables	78529.18	-	-	78529.18
(iii)	Other financial liabilities	16951.31	306.19	-	17257.50
	Total	182032.65	1373.00	-	183405.65

22. Capital Management

(a) Risk management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders of the Company. The Company's objective while managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns to shareholders and other stake holders.

The Company manages its capital structure and makes adjustments in the light of changes in the financial condition and the requirements of the financial covenants and return of capital to shareholders.

In order to achieve this overall objective, the Company's capital management, amongst other things, also aim to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings. The Company has complied with these covenants and there have been no breaches in the financial covenants of any interest-bearing loans and borrowings.

No changes were made in the objectives, policies or processes for managing capital during the year ended 31st March, 2019 and 31st March, 2018.

The Company monitors capital using debt-equity ratio, which is total long-term debt divided by total equity

(₹ in Lacs unless stated otherwise)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Total long-term debt (including current maturities)	37574.92	12430.54
Total equity	211779.10	161705.87
Debt to equity ratio	0.18	0.08

Notes forming part of the Consolidated Financial Statements

Note No. : 38 Other disclosures (contd.)

(b) Dividend

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
Year to which interim dividend relates	2018-19	2017-18
Interim dividend paid per equity share (₹)	2.50	2.50
Gross amount of Interim dividend (₹ in Lacs)	5710.96	5875.56
Dividend distribution tax on above (₹ in Lacs)	1173.90	1196.13

23. The previous year's figures have been restated due to retrospective application of accounting policy as stated in Note No. 38(13). Further, these have been regrouped and rearranged wherever necessary to make them comparable with those of the current year's figures.

As per our report of even date attached.

For **LODHA & CO.**
Chartered Accountants
Firm's ICAI Registration No. - 301051E

For and on behalf of the Board of Directors

Sd/-
R. P. Singh
Partner
Membership No. 052438

Sd/-
Nitin Bagaria
Company Secretary

Sd/-
Pramod Patwari
Chief Financial Officer

Sd/-
Dr. Arvind Krishna Saxena
Whole-time Director
DIN - 00846939

Sd/-
Vivek Saraogi
Managing Director
DIN - 00221419

Place of Signature: Kolkata
Date: 25th May, 2019

FORM AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013,
read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of
subsidiaries/associate companies/joint ventures as at 31st March, 2019:

Part "A": Subsidiaries

Sl. No.	Particulars	Detailed Information	
		As at 31st March, 2019	As at 31st March, 2018
1.	Name of the subsidiary *	Not applicable	Not applicable
2.	The date since when subsidiary was acquired		
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period		
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries		
5.	Share capital (₹ in Lacs)		
6.	Reserves and surplus (₹ in Lacs)		
7.	Total assets (₹ in Lacs)		
8.	Total Liabilities (₹ in Lacs)		
9.	Investments (₹ in Lacs)		
10.	Turnover (₹ in Lacs)		
11.	(Loss)/Profit before taxation (₹ in Lacs)		
12.	Provision for taxation (₹ in Lacs)		
13.	(Loss)/Profit after taxation (₹ in Lacs)		
14.	Proposed Dividend (₹ in Lacs)		
15.	Extent of shareholding (in %)		

* There were no subsidiary of the Company as at 31st March, 2019 and 31st March, 2018.

Notes:

(i)	Names of subsidiaries which are yet to commence operations	Not applicable	Not applicable
(ii)	Names of subsidiaries which have been liquidated or sold during the year	Not applicable	Indo Gulf Industries Ltd.

FORM AOC-I (contd.)

(Pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013,
read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of
subsidiaries/associate companies/joint ventures as at 31st March, 2019:

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies

Sl. No.	Particulars	Detailed Information			
		As at 31st March, 2019		As at 31st March, 2018	
1.	Name of Associates [^]	Auxilo Finserve Pvt. Ltd.	Visual Percept Solar Projects Pvt. Ltd.	Auxilo Finserve Pvt. Ltd.	Visual Percept Solar Projects Pvt. Ltd.
2.	Latest audited Balance Sheet Date	31/03/2019	31/03/2019	31/03/2018	31/03/2018
3.	Date on which the Associate was associated or acquired	20/03/2018	24/01/2017	20/03/2018	24/01/2017
4.	Shares of Associate held by the Company on the year end				
	- Number	75000000	8914500	37500000	8914500
	- Amount of Investment in Associates (₹ in Lacs)	7500.00	2228.63	3750.00	2228.63
	- Extent of shareholding (in %)	50%	45%	50%	45%
5.	Description of how there is significant influence	By virtue of voting power	By virtue of voting power	By virtue of voting power	By virtue of voting power
6.	Reason why the associate is not consolidated	Not applicable	Not applicable	Not applicable	Not applicable
7.	Networth attributable to shareholding as per latest audited Balance Sheet (₹ in Lacs)	6903.65*	7115.56	3404.01*	6148.47
8.	Profit / (loss) for the year #				
	i. Considered in Consolidation (₹ in Lacs)	(292.18)	967.10	@ (357.59)	1050.86
	ii. Not considered in Consolidation (₹ in Lacs)	(292.17)	1182.00	(357.60)	1284.38

[^] There is/was no other associate of the Company during the year/previous year.

* Differential of ₹292.42 Lacs (Previous Year : ₹334.22 Lacs with respect to carrying amount of investment is represented by preacquisition losses not forming part of goodwill /investment.

includes Other comprehensive income for the year, net of tax.

@ proportionate share pertaining to pre-acquisition period considered in capital reserve and post-acquisition period considered in profit for the year.

Notes:

(i)	Names of associates which are yet to commence operations	Not applicable	Not applicable
(ii)	Names of associates which have been liquidated or sold during the year	Not applicable	Not applicable
(iii)	The Company does not have a joint venture, hence, the requirements under this Part is not applicable to the Company and no information is required to be disclosed.		

As per our report of even date attached.

For **LODHA & CO.**
Chartered Accountants
Firm's ICAI Registration No. - 301051E

For and on behalf of the Board of Directors

Sd/-
R. P. Singh
Partner
Membership No. 052438

Sd/-
Nitin Bagaria
Company Secretary

Sd/-
Pramod Patwari
Chief Financial Officer

Sd/-
Dr. Arvind Krishna Saxena
Whole-time Director
DIN - 00846939

Sd/-
Vivek Saraogi
Managing Director
DIN - 00221419

Place of Signature: Kolkata
Date: 25th May, 2019

Notes

Corporate Information

Chairman Emeritus

Kamal Nayan Saraogi

Chief Mentor

Meenakshi Saraogi (Smt.)

Board of Directors

Sumit Mazumder

Chairman & Independent Director

Vivek Saraogi

Managing Director

D. K. Mittal (IAS Retd.)

Lead Independent Director

R. N. Das (IAS Retd.)

Independent Director

Naresh Dayal (IAS Retd.)

Non-Executive Director

Krishna Dutt,

Independent Director

Novel S. Lavasa (Smt.)

Independent Director (upto 31st May, 2019)

Sakti Prasad Ghosh

Independent Director

Dr. Arvind Krishna Saxena

Whole-time Director

Chief Financial Officer

Pramod Patwari

Company Secretary

Nitin Bagaria

Corporate Identification Number

L15421WB1975PLC030118

Registered Office

FMC Fortuna, 2nd Floor,
234/3A, A.J.C. Bose Road,
Kolkata 700 020

Website

www.chini.com

Bankers

State Bank of India
HDFC Bank
ICICI Bank
Kotak Mahindra Bank

Statutory Auditors

M/s. Lodha & Co.,
Chartered Accountants

Registrar and Share Transfer Agent

Karvy Fintech Private Limited,
Karvy Selenium Tower B,
Plot No. 31-32, Gachibowli,
Financial District,
Nanakramguda,
Hyderabad- 500032

Sugar Factories

Unit 1: Balrampur

(Including distillery,
cogeneration and agro units)
Dist: Balrampur, Uttar Pradesh

Unit 2: Babhnan

(Including distillery and
cogeneration units)
Dist: Gonda, Uttar Pradesh

Unit 3: Tulsipur

Dist: Balrampur, Uttar Pradesh

Unit 4: Haidergarh

(Including cogeneration unit)
Dist: Barabanki, Uttar Pradesh

Unit 5: Akbarpur

(Including cogeneration unit)
Dist: Ambedkarnagar, Uttar Pradesh

Unit 6: Rauzagaon

(Including cogeneration unit)
Dist: Faizabad, Uttar Pradesh

Unit 7: Mankapur

(Including distillery,
cogeneration and agro units)
Dist: Gonda, Uttar Pradesh

Unit 8: Kumbhi

(Including cogeneration unit)
Dist: Lakhimpur Kheri, Uttar Pradesh

Unit 9: Gularia

(Including cogeneration unit)
Dist: Lakhimpur Kheri, Uttar Pradesh

Unit 10: Maizapur

Dist: Gonda, Uttar Pradesh



Balrampur Chini Mills Limited

CIN: L15421WB1975PLC030118

Registered Office:

FMC Fortuna, 2nd Floor,
234/3A A.J.C. Bose Road, Kolkata 700020, India
P: (033) 22874749 F: (033) 22873083 E: bcml@bcml.in
W: www.chini.com

NOTICE

Balrampur Chini Mills Limited

CIN: L15421WB1975PLC030118

Registered Office: FMC Fortuna, 2nd Floor,
234/3A, A.J.C. Bose Road, Kolkata 700 020

Tel: +91 33 2287 4749 **Fax:** +91 33 2287 3083

Email: secretarial@bcml.in, **Website:** www.chini.com



NOTICE is hereby given that the Forty Third (43rd) Annual General Meeting of the Members of Balrampur Chini Mills Limited will be held on Friday, the 30th day of August, 2019 at 11.30 A.M. at 'Vidya Mandir', 1, Moira Street, Kolkata – 700017 to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2019 and the Report of the Auditors thereon.
3. To approve and confirm the interim dividend of Rs. 2.50 per Equity Share of the Company paid during the year as final dividend for the financial year ended 31st March, 2019.
4. To appoint a director in place of Dr. Arvind Krishna Saxena (DIN: 00846939), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Special Business:

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

“RESOLVED THAT in supersession to the resolution passed at the 40th Annual General Meeting of the Company and pursuant to the provisions of Sections 149(9), 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, as amended, (the “Act”) and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the provisions of the Articles of Association of the Company, the Non-Executive Directors of the Company be paid, in addition to the sitting fees for attending the meetings of the Board or Committees thereof, a Commission of an amount not exceeding the maximum limit of 1% per annum of the Net Profits of the Company or Rs. 125,00,000/- (Rupees One Crore Twenty Five Lakhs) in aggregate, plus applicable taxes, whichever is lower, in any financial year, as specified in Section 197(1)(ii)(A) of the Act, with effect from the financial year commencing from 1st April, 2019.

RESOLVED FURTHER THAT the quantum of commission payable to each of the Non-Executive Directors for each year may be decided by the Board of Directors as it may deem fit, based on the recommendation of Nomination & Remuneration Committee, provided that the same is within the aforesaid limits.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary, proper or desirable to give effect to the aforesaid resolution.”

6. To consider and if thought fit to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (as amended) and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of M/s. N. Radhakrishnan & Co., Cost Accountants (Firm Registration No.: 000056), appointed by the Board of Directors, on the recommendation of the Audit Committee, as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the financial year ending 31st March, 2020 at a remuneration of Rs. 3,50,000 plus applicable taxes and reimbursement of out-of-pocket expenses, be and is hereby ratified.

RESOLVED FURTHER THAT each of the Directors and the Company Secretary of the Company, be and are hereby severally authorised to take all such steps as may be necessary, proper and expedient to give effect to the aforesaid Resolution."

Place: Kolkata

Date: 25th May, 2019

Registered Office:

FMC Fortuna, 2nd Floor,

234/3A, A.J.C. Bose Road, Kolkata-700020

By order of the Board of Directors
For **Balrampur Chini Mills Limited**

Sd/-

Nitin Bagaria

Company Secretary

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 43RD ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument appointing the proxy, in order to be effective, should be deposited, duly completed and signed, at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting. A proxy form is attached herewith.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. The proxy holder shall prove his / her identity at the time of attending the Meeting.
3. When a member appoints a proxy and both the member and proxy attend the Meeting, the proxy stands automatically revoked.
4. Corporate members are required to send to the Company, a certified copy of the Board Resolution (together with the respective specimen signature), pursuant to Section 113 of the Companies Act, 2013 (as amended) (the "Act") / Power of Attorney, authorising their representative to attend and vote on their behalf at the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. A Statement pursuant to Section 102 of the Act and Secretarial Standard on General Meetings (Revised) (SS-2), relating to the Special Business to be transacted at the Meeting is annexed hereto. The said Statement also contains the recommendation of the Board of Directors of the Company in terms of Regulation 17(11) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (the "Listing Regulations"). Information on the Director proposed to be re-appointed at the Meeting as required under Regulation 36(3) of the Listing Regulations is provided in the Annexure to this Notice.
7. The Register of Members and Share Transfer Books of the Company will remain closed from **(Saturday) 24th August, 2019 to (Friday) 30th August, 2019 (both days inclusive).**
8. The Board of Directors, has declared interim dividend @ 250% i.e. Rs. 2.50 per equity share of Re. 1 each at its Meeting held on 4th February, 2019 which was paid to the equity shareholders whose names appeared on the Company's Register of Members or in the records of the depositories as beneficial owners on 15th February, 2019. The interim dividend so declared by the Board of Directors is being proposed to be confirmed as final dividend for the financial year ended 31st March, 2019 at the Meeting.
9. Members holding shares in electronic form may note that the Company or its Registrar and Share Transfer Agent (Karvy Fintech Private Limited, hereinafter referred to as "Karvy") cannot act on any request received directly from the members holding shares in electronic form for any change in their address or bank particulars or bank mandates. Such changes are to be advised only to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address and / or bank mandates immediately to Karvy.

10. In terms of Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended) (the "IEPF Rules"), the due date for transferring the unclaimed final dividend for the financial year 2012-13 to the Investor Education and Protection Fund established by the Central Government is 7th September, 2020. Shareholders who have not yet encashed their final dividend warrants for the financial year 2012-13 or any subsequent financial year(s) are requested to claim the same by sending a duly signed letter (along with a copy of cancelled cheque) to Karvy immediately. The Company has uploaded the details of unpaid and unclaimed dividend amounts lying with the Company as on 31st August, 2018 (date of last AGM) on the website of the Company (www.chini.com) and also on the website of the Ministry of Corporate Affairs. No claim shall lie against the Company in respect of individual amount(s) so credited to the Investor Education and Protection Fund.
11. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be downloaded from the Company's website (www.chini.com) under the section "Investor Corner".
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to the Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Karvy.
13. Since securities of the Company are traded compulsorily in dematerialized form as per SEBI mandate, members holding shares in physical form are requested to get their shares dematerialized at the earliest. Further, pursuant to the amendment in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent notification issued by SEBI, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository. In this regard, SEBI has clarified by a Press Release that the said amendments does not prohibit an investor from holding the shares in physical form and the investor has the option of holding shares in physical form even after 1st April, 2019. However, any investor who is desirous of transferring shares (which are held in physical form) after 1st April, 2019 can do so only after the shares are dematerialized.
14. In accordance with the provisions of Section 108 and other applicable provisions, if any, of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and Regulation 44 of the Listing Regulations, the Company has engaged the services of Karvy to provide remote e-voting facility to all the Members to enable them to cast their votes electronically in respect of the businesses to be transacted at the Meeting. **The instructions for remote e-voting are annexed separately and forms part of this Notice.** Members who would have cast their vote by remote e-voting may attend the Meeting, but shall not be able to vote at the Meeting. Such a member will also not be allowed to change or cast vote again. The facility of voting through electronic means ("Insta Poll") will also be available at the Meeting. Members attending the Meeting who would have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the Meeting. *(Members may note that in case of any technical failure or any other eventuality resulting into non-functionality of Insta Poll at the Meeting, the Members would be provided the facility for voting through Ballot Paper for casting their votes at the Meeting).* **The Members, whose names appear in the Register of Members / list of Beneficial Owners as on (Friday) 23rd August 2019, being the cut-off date, are entitled to vote on the Resolutions set forth in the Notice. A person who is not a member as on the cut-off date, (Friday) 23rd August 2019, should treat this Notice for information purpose only.**
15. Electronic copy of the Notice of the Meeting, inter alia, indicating the process and manner of voting through electronic means along with Attendance Slip, Proxy Form and the Annual Report 2018-19 is being sent to all the Members (except those who have requested for a physical copy of the same) whose email addresses are registered with the Company's Registrar and Share Transfer Agent / Depository Participants. However, any member may request for a physical copy of the Notice of the Meeting, Attendance Slip, Proxy Form and the Annual Report 2018-19 which will be sent by the Company to the said member free of cost. Physical copies of the Notice of the Meeting, inter alia, indicating the process and manner of voting through electronic means along with Attendance Slip, Proxy Form and the Annual Report 2018-19 is being sent (through a permitted mode) to all those members of the Company who have not registered their email addresses or have requested for a physical copy. In keeping with the Ministry of Corporate Affairs' Green Initiative measures, the Company hereby requests its Members who have not registered their email addresses so far, to

register their email addresses for receiving all communication including annual report, notices, etc. from the Company electronically.

16. A route map and prominent landmark for easy location of the venue of the Meeting is enclosed with this Notice. Members may also note that the Notice of the Meeting along with the route map and the Annual Report 2018-19 will also be available on the website of the Company (www.chini.com) for download.
17. For convenience of the Members and for proper conduct of the Meeting, entry to the place of the Meeting will be regulated by way of Attendance Slip, which is annexed to this Notice. Members are requested to bring their Attendance Slip, fill up and sign the same at the place provided and hand it over at the entrance of the venue of the Meeting.
18. The Board of Directors has appointed CS Amber Ahmad, Proprietor, Amber Ahmad & Associates, Company Secretaries, (FCS No.: 9312 / CP No.: 8581), or failing her, such other practicing company secretary as the Executive Committee of the Board of Directors of the Company may appoint, as the Scrutinizer for scrutinizing the process of remote e-voting and e-voting at the Meeting venue (or poll as the case may be) in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of the Meeting, count the votes cast at the Meeting and thereafter, unblock the votes cast through remote e-voting in presence of atleast two witnesses not in employment of the Company. The Scrutinizer shall submit a Consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, not later than 48 hours after the conclusion of the Meeting. Thereafter, the Results of remote e-voting and voting at the Meeting venue shall be declared by the Chairman or by any other director duly authorised in this regard. The Results declared along with the Report of the Scrutinizer shall be placed on the Company's website (www.chini.com) and also be displayed on the Notice Board of the Company at its Registered Office for atleast 3 days and on the website of Karvy (<https://evoting.karvy.com>) immediately after the results are declared and simultaneously communicated to the Stock Exchanges.
19. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act read with Rules made thereunder will be available for inspection by the Members at the Meeting.
20. Relevant documents referred to in this Notice / Explanatory Statement will be open for inspection by the Members at the Meeting and such documents will also be available for inspection in physical or in electronic form at the Registered Office of the Company on all working days, except Saturdays, from 11:00 A.M. to 1:00 P.M. upto and including the date of the Meeting and also at the Meeting.

Place: Kolkata
Date: 25th May, 2019

By order of the Board of Directors
For **Balrampur Chini Mills Limited**

Registered Office:
FMC Fortuna, 2nd Floor,
234/3A, A.J.C. Bose Road, Kolkata-700020

Sd/-
Nitin Bagaria
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 (AS AMENDED) READ TOGETHER WITH REGULATION 17(11) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (AS AMENDED)

The following Explanatory Statement sets out all material facts and recommendation of the Board of Directors of the Company relating to the Special Businesses set out in Item No. 5 and 6 of the accompanying Notice dated 25th May, 2019:-

Item No. 5

The Shareholders at the 40th Annual General Meeting of the Company, which was held on 12th August, 2016, had approved the payment of commission to the Non-Executive Directors of the Company upto 1% of the net profits of the Company in any financial year or Rs. 80,00,000/- (Rupees Eighty Lakhs only), plus applicable taxes, whichever is lower, (over and above usual sitting fees) with effect from the financial year commencing from 1st April, 2016.

The Non-Executive Directors of the Company contribute significantly to the growth of the Company by bringing professional expertise, rich and wide experience. Further, the responsibility of the Directors has increased with recent amendments in corporate law. It is, therefore, proposed to pay commission to the Non-Executive Directors of the Company, commensurate with their enhanced role, involvement and responsibility, in any case not exceeding the limit of 1% of the net profits of the Company or Rs. 125,00,000/- (Rupees One Crore Twenty Five Lakhs only) in aggregate, plus applicable taxes, whichever is lower, in any financial year, as specified in Section 197(1)(ii)(A) of the Act, computed in the manner laid down in Section 198 of the Act. The quantum of commission payable to each of the Non-Executive Directors for each year may be decided by the Board as it may deem fit based on the recommendation of the Nomination & Remuneration Committee with effect from the financial year commencing from 1st April, 2019.

All Non-Executive Directors of the Company may be deemed interested in the resolution set out at Item No. 5 of the accompanying Notice to the extent of commission payable to them in accordance with the proposed resolution.

The relatives of Non-Executive Directors may be deemed to be interested in the resolution to the extent of their shareholding, if any, in the Company. None of the other Directors, KMP and their relatives is in any way, concerned or interested, financially or otherwise, in the proposed resolution. The Board of Directors recommends the Special Resolution as set out in Item No. 5 for approval by the Shareholders.

Item No. 6

The Board, on recommendation of the Audit Committee, approved the appointment of M/s. N. Radhakrishnan & Co., Cost Accountants (Firm Registration No.: 000056) as the Cost Auditors of the Company, to conduct the audit of the cost records of the Company relating to Sugar (including Industrial Alcohol) and Electricity for the financial year ending 31st March, 2020 at a remuneration of Rs. 3,50,000 plus taxes, as applicable and reimbursement of out of pocket expenses. In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014 (as amended), the remuneration payable to the Cost Auditors has to be ratified by the Shareholders of the Company. In this regard, consent of the Members is sought for passing the resolution for ratification of the remuneration payable to the Cost Auditors for the financial year ending on 31st March, 2020 as approved by the Board of Directors and as set out in Item no. 6 of the accompanying Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution. The Board recommends the Ordinary Resolution as set out in Item No. 6 for approval by the Shareholders.

Place: Kolkata
Date: 25th May, 2019

By order of the Board of Directors
For **Balrampur Chini Mills Limited**

Registered Office:
FMC Fortuna, 2nd Floor,
234/3A, A.J.C. Bose Road, Kolkata-700020

Sd/-
Nitin Bagaria
Company Secretary

Annexure to the Notice

As per the requirement of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, a statement containing the requisite details of the concerned Director is given below:

Name	Dr. A. K. Saxena
DIN	00846939
Date of Birth	26-08-1951
Profile/Brief resume	Dr. A. K. Saxena, aged 67 years, has specialization in Industrial Mycology, Bio-composting, Mushroom Production and Processing from Horst, Holland. He has wide experience of more than 45 years and is associated with the Company since 2002. He held previously prestigious positions in various organizations and was also associated with Scientific and research activities.
Qualification	M.Sc. & Ph.D. (Botany)
Experience and Expertise in specific functional area	Dr. A. K. Saxena has wide experience of more than 45 years and is associated with the Company since 2002.
Date of first appointment on the Board	31st July, 2008
Membership/Chairmanship of Committees of the Board of the Company	Member of Executive Committee of the Board.
Other Directorships and Membership / Chairmanship of Committees of other Boards	None
No. of shares held in the Company	16407 Equity Shares of Re. 1 each
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
No. of Meetings of the Board attended during the year	3 out of 4 during the year 2018-19

Place: Kolkata
Date: 25th May, 2019

Registered Office:
FMC Fortuna, 2nd Floor,
234/3A, A.J.C. Bose Road, Kolkata-700020

By order of the Board of Directors
For **Balrampur Chini Mills Limited**

Sd/-
Nitin Bagaria
Company Secretary

Balrampur Chini Mills Limited

CIN: L15421WB1975PLC030118

Registered Office: FMC Fortuna, 2nd Floor,
234/3A, A.J.C. Bose Road, Kolkata – 700 020,
Phone: (033) 22874749, Fax: (033) 22873083,
Email: secretarial@bcml.in, Website: www.chini.com

ATTENDANCE SLIP



Name of the Member / Proxy:

Address:

Email-Id:

Folio No./Client ID:

DP ID:

No(s). of Shares held:

I/ We hereby record my/our presence at the **43rd Annual General Meeting** of the Company held on **Friday, the 30th day of August, 2019 at 11.30 A.M. at 'Vidya Mandir', 1, Moira Street, Kolkata – 700017.**

Signature of Member / Proxy

NOTE: PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING & HANDOVER AT THE ENTRANCE DULY FILLED & SIGNED. MEMBERS ARE REQUESTED TO BRING THEIR COPIES OF ANNUAL REPORT TO THE MEETING. MEMBERS WHO HOLD SHARES IN DEMATERIALISED FORM ARE REQUESTED TO FURNISH THEIR CLIENT ID AND DP ID FOR EASY IDENTIFICATION OF ATTENDANCE AT THE MEETING. PROXIES ARE REQUESTED TO BRING THEIR IDENTITY PROOF FOR VERIFICATION AT THE ENTRANCE OF THE MEETING.

(P.T.O.)



Form No. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Balrampur Chini Mills Limited

CIN: L15421WB1975PLC030118

Registered Office: FMC Fortuna, 2nd Floor,
234/3A, A.J.C. Bose Road, Kolkata – 700 020,
Phone: (033) 22874749, Fax: (033) 22873083,
Email: secretarial@bcml.in, Website: www.chini.com



Name of the Member(s):

Registered address:

E-mail Id:

Folio No. / Client Id:

DP ID:

I/We, being the member(s) of.....shares of the above named company, hereby appoint

1. Name:.....Address:.....

E-mail Id:.....Signature:....., or failing him;

2. Name:.....Address:.....

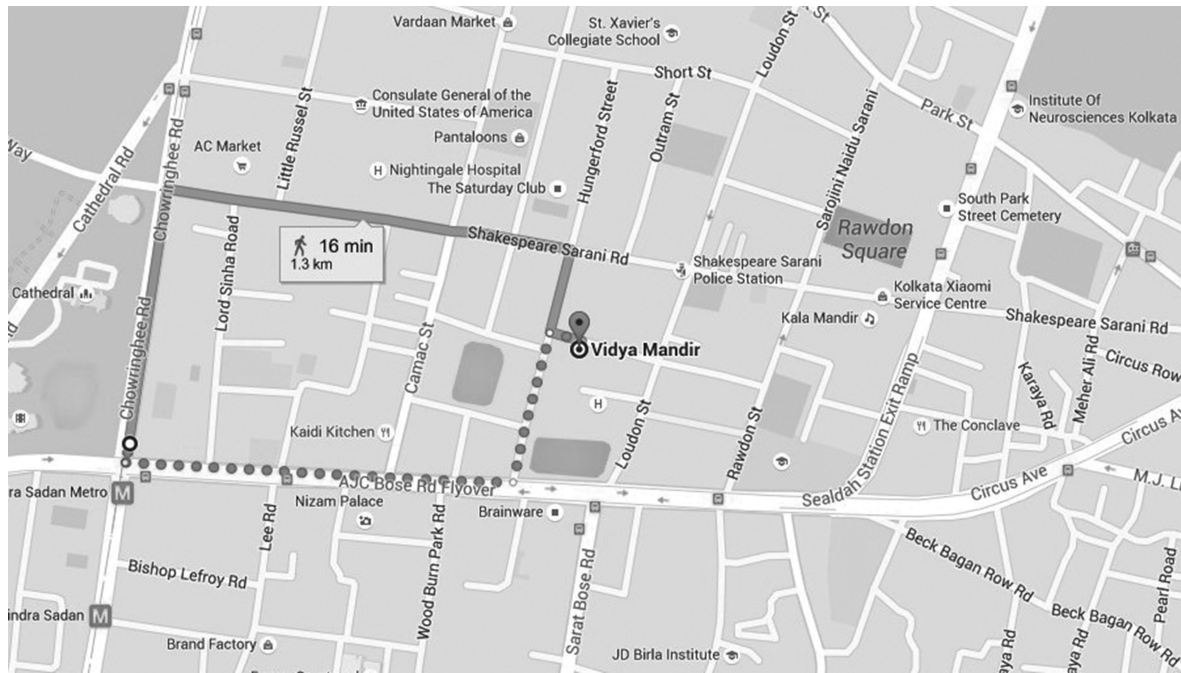
E-mail Id:.....Signature:....., or failing him;

3. Name:.....Address:

E-mail Id:..... Signature:

(P.T.O.)

**ROUTE MAP TO THE VENUE OF THE 43RD ANNUAL GENERAL MEETING OF THE COMPANY,
TO BE HELD ON FRIDAY, THE 30TH DAY OF AUGUST, 2019**



Prominent Landmark: Rabindra Sadan Metro Station

Venue of the Meeting: 'Vidya Mandir', 1, Moira Street, Kolkata – 700017



as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **43rd Annual General Meeting** of the Company, to be held on **Friday, the 30th day of August, 2019 at 11.30 A.M. at 'Vidya Mandir', 1, Moira Street, Kolkata – 700017** and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl.	Ordinary Business:	For	Against
1.	Adoption of the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and the Auditors thereon.		
2.	Adoption of the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2019 and the Report of the Auditors thereon.		
3.	Approval and confirmation of the interim dividend of Rs. 2.50 per Equity Share of the Company paid during the year as the final dividend for the financial year ended 31st March, 2019.		
4.	Appointment of Dr. Arvind Krishna Saxena (DIN: 00846939), who retires by rotation.		
Special Business:			
5.	Approval for payment of commission to Non-Executive Directors of the Company upto 1% per annum of the net profits or Rs. 125,00,000/- in aggregate, plus applicable taxes, whichever is lower, in any financial year.		
6.	Ratification of remuneration payable to the Cost Auditors.		

Signed this.....day of....., 2019

Signature of Shareholder _____

Signature of Proxy holder(s) _____

Affix
Revenue
Stamp here

Notes:

- For the Resolutions, Explanatory Statements and Notes, please refer the Notice of 43rd Annual General Meeting.
- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your Proxy may vote or abstain as he/ she thinks fit.

Balrampur Chini Mills Limited

CIN: L15421WB1975PLC030118

Registered Office: FMC Fortuna, 2nd Floor 234/3A, A.J.C. Bose Road, Kolkata - 700 020

Phone: (033) 22874749, Fax: (033) 22873083

Email: secretarial@bcml.in, Website: www.chini.com



Serial No. :

Name & Address

Name of the joint holder(s) if any :

Folio No. / DP ID & Client ID :

Number of Shares held :

Dear Member,

Sub: **Voting through electronic means**

In compliance with the provisions of Section 108 of the Companies Act, 2013 (as amended) 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), the Company is pleased to provide to the members facility of voting by electronic means through remote e-voting (i.e. voting electronically from a place other than the venue of the general meeting) in respect of businesses to be transacted at the 43rd Annual General Meeting (AGM) of the Company scheduled to be held on 30th August, 2019 (Friday) at 11.30 A.M. The Company has engaged the services of Karvy Fintech Private Limited (Karvy) for facilitating voting by electronic means and the businesses may be transacted through e-voting service provided by Karvy.

The remote e-voting particulars are set out below:

E-Voting Event Number (EVEN)	User ID	Password

The remote e-voting facility is available during the following period:

Commencement of remote e-voting	End of remote e-voting
27th August, 2019 (Tuesday) at 10.00 A.M.	29th August, 2019 (Thursday) at 5.00 P.M.

The cut-off date for the purpose of remote e-voting and voting at the AGM is 23rd August, 2019 (Friday).

E-voting facility is available at the website - <https://evoting.karvy.com>. Please read the instructions printed overleaf before exercising remote e-voting. The Notice of the AGM dated 25th May, 2019 (the "Notice") is enclosed herewith and can also be downloaded from the Karvy website and the Company website - www.chini.com

Place: Kolkata

Date: 25th May, 2019

Registered Office:

FMC Fortuna, 2nd Floor,

234/3A, A.J.C. Bose Road, Kolkata-700020

By order of the Board
For **Balrampur Chini Mills Limited**

Sd/-

Nitin Bagaria
Company Secretary

INSTRUCTIONS FOR E-VOTING AND GENERAL INFORMATION

Shareholders are requested to read the instructions/ steps detailed below before exercising/ casting their vote:

The Company has entered into an arrangement with Karvy Fintech Private Limited (Karvy) for facilitating e-voting for AGM. The instructions for e-voting are as under:

1. Open your web browser during the voting period and navigate to 'https://evoting.karvy.com'
2. Enter the login credentials (i.e. User ID & password) as mentioned overleaf or as mentioned in the email (in case you receive an email from Karvy on your registered email address) :

User ID	Folio Number registered with the Company / DP ID - Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and Password for login.
Password	Your Unique password is printed overleaf.
Captcha	Enter the Verification code for security reasons i.e., please enter the alphabets and numbers in the exact way as they are displayed.

3. After entering these details appropriately, click on "LOGIN"
4. You will now reach Password Change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with atleast one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
5. You need to login again with the new credentials.
6. On successful login, the system will prompt you to select the e-voting "EVEN" i.e., **Balrampur Chini Mills Limited**.
7. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR / AGAINST" taken together not exceeding your total shareholding as mentioned herein above. You may also choose the option "ABSTAIN". If the shareholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
8. Shareholders holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat account.
9. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
10. You may then cast your vote by selecting an appropriate option and click on "Submit". A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify.
11. Corporate / Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution / Authority Letter etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: cs.amberahmad@gmail.com with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format "Balrampur Chini Mills Limited_Annual General Meeting".
12. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote electronically shall not be allowed to vote again at the Meeting.
13. In case of any query, you may refer Help & Frequently Asked Questions (FAQs) section of https://evoting.karvy.com (Karvy Website) or call Karvy on 040-67161500 & Toll Free No. 1800 345 4001.

General Information:

- i. Shareholders of the Company, as on the cut-off date, may cast their vote electronically. The voting rights of the shareholders shall be ONE VOTE PER EQUITY SHARE registered in the name of the shareholder **as on the cut-off date i.e. 23rd August, 2019 (Friday)**.
- ii. Any person who becomes a member of the Company after the dispatch of the Notice of the AGM and holds shares as on the cut-off date may obtain Password by contacting Karvy Fintech Private Ltd.
- iii. The Remote E- voting period commences on **27th August, 2019 (Tuesday) at 10.00 A.M. and ends on 29th August, 2019 (Thursday) at 5.00 P.M.** During this period, Shareholders of the Company may cast their votes electronically. The E-voting module shall be disabled by Karvy for voting thereafter.
- iv. Shareholders, who have not cast their votes electronically, may only cast their vote at the AGM.
- v. The Board of Directors has appointed CS Amber Ahmad (Membership No.: FCS 9312, CP No.: 8581), Proprietor of Amber Ahmad & Associates, Company Secretaries, or failing her, such other practising company secretary as the Executive Committee of the Board of Directors of the Company may appoint, as the Scrutinizer for scrutinizing the process of remote e-voting and e-voting at the Meeting venue (or poll as the case may be) in a fair and transparent manner.
- vi. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or any duly authorized Director and who shall declare the result of the voting forthwith. Resolution(s) shall be deemed to be passed on the date of AGM subject to receipt of requisite number of votes in favour of Resolution(s).
- vii. The Results declared along with the Report of the Scrutinizer shall be placed on the Company's website (www.chini.com) and also be displayed on the Notice Board of the Company at its Registered Office and on the website of Karvy (https://evoting.karvy.com) immediately after the results are declared and simultaneously communicated to the Stock Exchanges.