Dhampur Sugar Mills Limited

241, Okhla Industrial Estate, Phase III
New Delhi - 110 020, India
Tel: +91-11-3065 9400, 4161 2456
Tele Fax: +91-11-2693 5697
E-mail: corporateoffice@dhampur.com
Website: www.dhampur.com

27th May, 2015

Mr Suprabhat Lala (Asst. Vice President)
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051.

Dear Sir,

Outcome of Board Meeting

This is to inform that the Board of Directors in its meeting held today i.e. 27th May, 2015 has inter-alia considered and approved the following:

1. Annual Audited Consolidated Financial Results and Standalone Financial Results of the Company for the year ended 31st March, 2015. (Copies enclosed)

2. Annual General Meeting will be held on Friday, 11th day of September, 2015.

3. Approved and adopted the Code of Conduct for Prevention of Insider Trading and also the Code of Corporate Disclosure Practices. The same will be uploaded on the website of the Company. Code of Corporate Disclosure Practices is enclosed.

Kindly inform the members accordingly.

Thanking you,
Yours faithfully,
For DHAMPUR SUGAR MILLS LIMITED

Dhampur Sugar Mills Limited New Delhi

(ARHANT JAIN)
Executive President (Finance) & Company Secretary

S. VAISH & CO.
Chartered Accountants
G-1, Akash Ganga
15/96, Civil Lines
KANPUR – 208 001

MITTAL GUPTA & CO.
Chartered Accountants
14, Ratan Mahal
15/197, Civil Lines
KANPUR – 208 001

AUDITORS REPORT ON CONSOLIDATED FINANCIAL RESULTS OF DHAMPUR SUGAR MILLS LIMITED PURSUANT TO CLAUSE 41 OF THE LISTING AGREEMENT.

To the Board of Directors
Dhampur Sugar Mills Limited

We have audited the annual consolidated financial results of Dhampur Sugar Mills Limited (the Company) for the quarter ended 31st March 2015 and consolidated financial results for the year ended 31st March, 2015, attached herewith, being submitted by the company pursuant to the requirement of clause 41 of the Listing Agreement except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us.

Attention is drawn to the fact that the figures for the quarter ended 31st March, 2015 and the corresponding quarter ended in the previous year as reported in these financial results are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to the end of the third quarter of the relevant financial year. Also the figures up to the end of the third quarter had only been reviewed and not subjected to audit.

Management's Responsibility for the Financial Results
These financial results have been prepared on the basis of the annual financial statements and reviewed quarterly financial results up to the end of the third quarter. Management is responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other financial information in accordance with the recognition and measurement principles laid down in Accounting Standard 25, Interim Financial Reporting, specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rule, 2014 and other accounting principles generally accepted in India and in compliance with Clause 41 of the Listing Agreement.

This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement , whether due to fraud or error.

Auditor's Responsibility
Our responsibility is to express an opinion on these financial results based on our audit of the annual financial results . We conducted our audit in accordance with the auditing standards generally accepted in India. Those standard requires that we plan and perform the audit to obtain reasonable assurance about to whether the financial statements are free of material misstatement. An audit also includes assessing the accounting principles used and significant estimates made by management . We believe that our audit provides a reasonable basis for our opinion.

Opinion
In our opinion and to the best of our information and according to the explanations given to us, the financial results

(i) Are presented in accordance with the requirements of Clause 41 of the Listing Agreement in this regard; and

(ii) and give a true and fair of the financial information for the quarter and year ended 31st March, 2015.

S. VAISH & CO. KANPUR CHARTERED ACCOUNTANTS

Further, we also report that we have, on the basis of the books of accounts and other records and information given to us by the management , also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the Company in terms of Clause 35 of the Listing Agreement and found the same to be correct.

Emphasis of Matters

We draw attention to the Note no. 4 of the annexed financial statements which explains the reasons for recognition of subsidy announced by the Government of Uttar Pradesh. Our opinion is not qualified on this matter.

Other Matter

We did not audited the financial statements of the subsidiary viz Dhampur International PTE Limited and Dhampur Global PTE Limited, whose financial statements reflects total assets of Rs. 14.79 crore as at 31st March, 2015 and total revenue Rs. 126.75 crore during the twelve months. We also did not audited the financial statements of Meerganj unit whose financial statements reflects total assets of Rs.274.19 crores as at 31st March, 2015 and total revenue of Rs.114.84 crores during the twelve months. The Financial statements of Dhampur International PTE Limited and Dhampur Global PTE Limited are unaudited and financial statements of Meerganj unit are audited by other auditors. In conduct of our audit, we have taken note of certified accounts by the management and audited by other auditors and our opinion is based solely on the reports of other auditors and accounts furnished by the management. Our report is not qualified in this matter.

For **S. VAISH & CO.,**

(S.P. AGRAWAL)
PARTNER
Chartered Accountants
Membership No. 07269
FRN 00001C

For **MITTAL GUPTA & CO.,**

(B. L. GUPTA)
PARTNER
Chartered Accountants
Membership No. 073794
FRN 01874C

KANPUR
Dated: 27.05.2015

S. VAISH & CO. KANPUR CHARTERED ACCOUNTANTS

DHAMPUR SUGAR MILLS LIMITED

Regd. Office : Distt. Bijnor, Dhampur (U.P.) - 246761
CIN - L15249UP1933PLC000511, Phone No - 011-30659400, 30659453
Email : corporateoffice@dhampur.com, Website - www.dhampur.com

AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31.03.2015

PART -I

₹ In Lacs

S. No.		Particulars	Quarter Ended			Year Ended	
			Mar-15 (Unaudited)	Dec-14 (Unaudited)	Mar-14 (Unaudited)	Mar-15 (Audited)	Mar-14 (Audited)
1.		**Income from Operations**					
	(a)	Net Sales / Income from Operations (Net of excise duty)	42959.71	57910.36	43177.93	175604.91	180215.06
	(b)	Other Operating Income	1164.47	1528.54	258.37	3419.44	2065.15
		Total income from operations (Net)	44124.18	59438.90	43436.30	179024.35	182280.21
2.		**Expenses**					
	(a)	Cost of materials consumed	80925.66	36892.31	89842.40	127405.85	134370.00
	(b)	Purchases of stock-in-trade	1895.86	7434.46	(15.83)	10422.23	2233.35
	(c)	Changes in inventories of finished goods, work-in -progress and stock-in-trade	(62288.02)	6777.82	(72246.20)	1993.34	6962.70
	(d)	Employees benefits expense	2466.38	1980.18	2496.76	7619.30	7334.03
	(e)	Depreciation and amortisation expense	1707.66	1548.74	2349.17	5523.17	7588.11
	(f)	Other expenses	5751.69	4936.24	7124.04	17257.21	18562.07
	(g)	Off-season Expenses(Net)	6082.77	(749.72)	6423.17	0.00	0.00
		Total expenses	36542.00	58820.03	35973.51	170221.10	177050.26
3.		**Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)**	7582.18	618.87	7462.79	8803.26	5229.95
4.		Other Income	339.88	123.32	387.55	746.27	596.54
5.		**Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)**	7922.06	742.19	7850.34	9549.53	5826.49
6.		Finance costs	3731.84	3466.01	2803.20	14966.00	14220.15
7.		**Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)**	4190.22	(2723.82)	5047.14	(5416.48)	(8393.66)
8.		**Exceptional Items {Net - Gain/(Loss)}**	-	-	-	-	-
9.		**Profit / (Loss) from ordinary activities before tax (7-8)**	4190.22	(2723.82)	5047.14	(5416.48)	(8393.66)
10.		Tax expense					
		Current Tax (including MAT)	(159.73)	-	(31.98)	(159.73)	(31.98)
		Less: MAT credit entitlement	-	-	31.98	-	31.98
		Deferred Tax Asset/(Liability)	3498.91	794.29	-	4293.20	558.96
11.		**Profit / (Loss) from ordinary activities after tax (9-10)**	7529.40	(1929.53)	5047.14	(1283.01)	(7834.70)
12.		Extraordinary items (net of tax expense ₹ Nil)	-	-	-	-	-
13.		**Net Profit / (Loss) for the period (11-12)**	7529.40	(1929.53)	5047.14	(1283.01)	(7834.70)
14.		Share of (Profit) / Loss of associates	-	-	-	-	-
15.		Minority interest	-	-	-	-	-
16.		**Net Profit (+) / Loss (-) after taxes, share of profit/(loss) of associates and minority interest (13-14-15)**	7529.40	(1929.53)	5047.14	(1283.01)	(7834.70)
17.		Paid-up Equity Share Capital (Face Value per Share ₹ 10/-Each)	5871.49	5721.49	5721.49	5871.49	5721.49
18.		Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	31082.00	32518.00
19.	i	Earnings per share (before extraordinary items) (of ₹ 10/- each) (not annualised) :					
		a) Basic	13.09	(3.45)	8.74	(2.54)	(14.04)
		b) Diluted	12.75	(3.27)	8.30	(2.48)	(13.34)
	ii	Earnings per share (after extraordinary items) (₹ 10/- each) (not annualised) :					
		a) Basic	13.09	(3.45)	8.74	(2.54)	(14.04)
		b) Diluted	12.75	(3.27)	8.30	(2.48)	(13.34)

Dhampur Sugar Mills Limited New Delhi

S. VAISH & CO. KANPUR CHARTERED ACCOUNTANTS

PART -II

A		Particulars of Shareholding					
1		Public Shareholding					
		- No. of Shares	26629298	26629298	26629298	26629298	26629298
		- Percentage of Shareholding	45.35%	46.54%	46.54%	45.35%	46.54%
2		Promoter and Promoter Group Shareholding:					
	(a)	Pledged / Encumbered					
		- No. of Shares	5525000	5525000	5525000	5525000	5525000
		- Percentage of Shares(as a % of the Total Shareholding of the Promoter and Promoter Group)	17.22%	18.06%	18.06%	17.22%	18.06%
		- Percentage of Shares(as a % of the Total Share Capital of the Company)	9.41%	9.66%	9.66%	9.41%	9.66%
	(b)	Non-encumbered					
		- No. of Shares	26560637	25060637	25060637	26560637	25060637
		- Percentage of Shares(as a % of the Total Shareholding of the Promoter and Promoter Group)	82.78%	81.94%	81.94%	82.78%	81.94%
		- Percentage of Shares(as a % of the Total Share Capital of the Company)	45.24%	43.80%	43.80%	45.24%	43.80%

B	Investor Complaints	Qtr. ended
	Particulars	Mar-15
	Pending at the beginning of the quarter	Nil
	Received during the quarter	Nil
	Disposed of during the quarter	Nil
	Remaining unresolved at the end of the quarter	Nil

NOTES:

1. The above financial results were reviewed by the Audit Committee and approved by the Board of Directors in their respective meetings held on 27th May, 2015.
2. The figures for the quarter ended 31st March 2015 represents the derived figures between the audited figures for the year ended 31st March 2015 and the unaudited published figures up to 31st Dec. 2014 which were subject to a limited review.
3. Sugar being a seasonal industry, the performance of the quarter may not be representative of the annual performance of the Company.
4. The Government of Uttar Pradesh has announced subsidy for the Sugar Industry for the Sugar Season 2014-15 linked to the average selling price of sugar and its by products during the period 1st Oct. 2014 to 31st May 2015. The average selling price of Sugar and the by-products have been significantly lower than the thresholds specified in the scheme. The Company is confident that the announced subsidy will be notified by the government. In view of this, the company has estimated and recognised subsidy amounting to Rs.11228.71 Lacs and Rs. 12261.33 Lacs for the quarter and the year ended respectively. Auditors have drawn emphasis on this matter in their report.
5. In accordance with the Companies Act, 2013, the company has revised the useful life of its fixed assets to comply useful life as mentioned under Schedule II of the Companies Act, 2013. Based on the transitional provision given in Schedule II to the Companies Act, 2013, the carrying amount of assets (net of residual value) whose useful life has already exhausted as per revised useful life amounting to Rs. 507.90 lacs (net of deferred tax of Rs. 217.40 lacs) has been adjusted with the opening balance of Retained Earnings. Had there been no change in the useful life of the fixed assets, the charge to the Statement of Profit and Loss would have been higher by Rs. 2780.48 lacs.
   The method of providing depreciation on fixed assets, other than plant and building, acquired after 31st March 2014 has also been changed during the year from written down method to straight line method over the useful life prescribed under Schedule II to the Companies Act, 2013. Had there been no change in the method of depreciation, the charge to the Statement of Profit and Loss would have been higher by Rs.1.41 lacs.
6. The Standalone and Consolidated Financial results of the company for the quarter & year ended 31st March 2015 are available on the company's website www.dhampur.com. Standalone information is as under:

Sl. No		Particulars	Quarter Ended			Year Ended	
			Mar.,15 (Unaudited)	Dec-14 (Unaudited)	Mar.,14 (Unaudited)	Mar.,15 (Audited)	Mar.,14 (Audited)
	a	Total Revenue	44033.93	59513.17	43568.25	178895.32	182206.89
	b	Profit Before Tax	4372.20	(2570.53)	5231.95	(5169.48)	(8096.06)
	c	Profit After Tax	7711.38	(1776.24)	5231.95	(1036.01)	(7537.10)

7. Figures for the previous corresponding periods have been regrouped, wherever considered necessary.

QUARTERLY REPORTING OF SEGMENT WISE REVENUE,RESULTS AND CAPITAL EMPLOYED UNDER CLAUSE 41 OF LISTING AGREEMENT

Sl. No.	Particulars	Quarter Ended			Year Ended	
		Mar-15 (Unaudited)	Dec-14 (Unaudited)	Mar-14 (Unaudited)	Mar-15 (Audited)	Mar-14 (Audited)
1	**Segment Revenue (Net of Excise & Other Taxes)**					
	a) Sugar	37740.16	53606.12	43205.58	157933.21	155672.60
	b) Power	20461.21	11471.01	19355.44	38041.85	34581.72
	c) Chemicals / Ethanol	9419.54	7972.35	8861.68	30631.00	41248.99
	d) Others	2627.75	5939.56	2386.33	14556.38	6194.37
	Total	70248.66	78989.04	73809.03	241162.44	237697.68
	Less : Inter Segment Revenue (Net of Excise)	26124.48	19550.14	30372.73	62138.09	55417.47
	Net Sales / Income from Operation	44124.18	59438.90	43436.30	179024.35	182280.21
2	**Segment Results (Net Profit(+)/Loss(-) before Tax & Interest from each Segment)**					
	a) Sugar	(1285.43)	(5488.46)	352.20	(9090.55)	(7942.95)
	b) Power	8751.89	5228.34	7066.86	16033.67	10684.65
	c) Chemicals / Ethanol	1079.99	1608.43	1180.46	4701.91	5170.95
	d) Others	(256.40)	(246.58)	(268.99)	(579.12)	(446.12)
	Total	8290.05	1101.73	8330.53	11065.92	7466.53
	Less : Interest	3731.84	3466.01	2803.20	14966.00	14220.15
	Less : Other Unallocable Expenses Net of Unallocable Income	(367.99)	(359.54)	(480.19)	(1516.39)	(1640.04)
	Net Profit(+)/Loss(-) before Tax	4190.22	(2723.82)	5047.14	(5416.48)	(8393.66)

S. VAISH & CO. KANPUR CHARTERED ACCOUNTANTS

3	**Capital Employed (Segment Assets - Segment Liabilities)**					
	a) Sugar	106433.00	75978.87	91609.00	106433.00	91609.00
	b) Power	67520.00	57659.10	56550.00	67520.00	56550.00
	c) Chemicals / Ethanol	28454.00	26344.25	25113.00	28454.00	25113.00
	d) Others	1144.00	1183.81	974.00	1144.00	974.00

4 Statement of Assets and Liabilities as at 31st March, 2015

	Particulars	As at 31st March 15 (Audited)	As at 31st March 14 (Audited)
A	**EQUITY AND LIABILITIES**		
1	**Shareholders' funds**		
	(a) Share capital	7596	8041
	(b) Reserves and surplus	34651	36087
	(c) Money received against share warrants	124	248
	Sub-total - Shareholders' funds	**42371**	**44376**
2	**Share application money pending allotment**	**0**	**0**
3	**Non-current liabilities**		
	(a) Long-term borrowings	57189	54474
	(b) Deferred tax liabilities (Net)	0	0
	(c) Other Long term liabilities	349	515
	(d) Long-term provisions	2065	1995
	Sub-total - Non-current liabilities	**59603**	**56984**
4	**Current liabilities**		
	(a) Short-term borrowings	89427	66540
	(b) Trade payables	67501	70263
	(c) Other current liabilities	42846	34268
	(d) Short-term provisions	1027	1042
	Sub-total - Current liabilities	**200801**	**172113**
	TOTAL - EQUITY AND LIABILITIES	**302775**	**273473**
II	**ASSETS**		
	Non-current assets		
1	(a) Fixed assets	127167	129305
	(b) Goodwill on consolidation	0	0
	(c) Non-current investments	78	197
	(d) Deferred tax assets (net)	4510	0
	(e) Long-term loans and advances	1277	1359
	(f) Other non-current assets	21	23
	Sub-total - Non-current assets	**133053**	**130884**
2	**Current assets**		
	(a) Current investments	0	0
	(b) Inventories	125226	122434
	(c) Trade receivables	22296	11926
	(d) Cash and cash equivalents	1673	1953
	(e) Short-term loans and advances	3951	3524
	(f) Other current assets	16576	2752
	Sub-total - Current assets	**169722**	**142589**
	TOTAL - ASSETS	**302775**	**273473**

Dhampur Sugar Mills Limited New Delhi

For Dhampur Sugar Mills Ltd.

V.K. Goel
Chairman

Place : New Delhi
Dated : 27th May, 2015

This is the statement referred to in our Report of even date

For S. Vaish & Co.
(S.P. Agrawal)
Partner
Chartered Accountants

For Mittal Gupta & Co.
(B.L.Gupta)
Partner
Chartered Accountants

Place : Kanpur
Dated : 27th May, 2015

S. VAISH & CO. KANPUR CHARTERED ACCOUNTANTS

Dhampur Sugar Mills Limited New Delhi

S. VAISH & CO.
Chartered Accountants
G-1, Akash Ganga
15/96, Civil Lines
KANPUR – 208 001

MITTAL GUPTA & CO.
Chartered Accountants
14, Ratan Mahal
15/197, Civil Lines
KANPUR – 208 001

AUDITORS REPORT ON THE FINANCIAL RESULTS OF DHAMPUR SUGAR MILLS LIMITED PURSUANT TO CLAUSE 41 OF THE LISTING AGREEMENT.

To the Board of Directors
Dhampur Sugar Mills Limited

We have audited the quarterly financial results of Dhampur Sugar Mills Limited (the Company) for the quarter ended 31st March, 2015 and the financial results for the year ended 31st March 2015,attached herewith, being submitted by the company pursuant to the requirement of clause 41 of the Listing Agreement except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us.

Attention is drawn to the fact that the figures for the quarter ended 31st March, 2015 and the corresponding quarter ended in the previous year as reported in these financial results are the derived figures between audited figures in respect of the full financial year and the published year to date figures up to the end of the third quarter of the relevant financial year. Also the figures up to the end of the third quarter had only been reviewed and not subjected to audit.

Management's Responsibility for the Financial Results
These financial results have been prepared on the basis of the annual financial statements and reviewed quarterly financial results up to the end of the third quarter. Management is responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other financial information in accordance with the recognition and measurement principles laid down in Accounting Standard 25, Interim Financial Reporting, specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rule, 2014 and other accounting principles generally accepted in India and in compliance with Clause 41 of the Listing Agreement.

This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility
Our responsibility is to express an opinion on these financial results based on our audit of the annual financial results. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standard requires that we plan and perform the audit to obtain reasonable assurance about to whether the financial statements are free of material misstatement. An audit also includes assessing the accounting principles used and significant estimates made by management . We believe that our audit provides a reasonable basis for our opinion.

Opinion
In our opinion and to the best of our information and according to the explanations given to us, the financial results

(i) Are presented in accordance with the requirements of Clause 41 of the Listing Agreement in this regard; and

(ii) and give a true and fair of the financial information for the quarter and year ended 31st March, 2015.

S. VAISH & CO. KANPUR CHARTERED ACCOUNTANTS

Further, we also report that we have, on the basis of the books of accounts and other records and information given to us by the management , also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the Company in terms of Clause 35 of the Listing Agreement and found the same to be correct.

Emphasis of Matters

We draw attention to the Note no. 4 of the annexed financial statements which explains the reasons for recognition of subsidy announced by the Government of Uttar Pradesh. Our opinion is not qualified on this matter.

Other Matter

We did not audited the financial statements of Meerganj unit, whose financial statements reflect total assets of Rs. 274.19 Crores as at 31st March, 2015 and total revenue of Rs. 114.84 Crores during the twelve months. The financial statements of Meerganj unit are audited by the other auditors. In conduct of our audit, we have taken note of accounts audited by other auditors and our opinion is based solely on the reports of other auditors and accounts furnished by the management. Our report is not qualified in this matter.

For **S. VAISH & CO.,**

(S.P. AGRAWAL)
PARTNER
Chartered Accountants
Membership No. 07269
FRN 00001C

For **MITTAL GUPTA & CO.,**

(B. L. GUPTA)
PARTNER
Chartered Accountants
Membership No. 073794
FRN 01874C

KANPUR
Dated: 27th May, 2015

S. VAISH & CO. KANPUR CHARTERED ACCOUNTANTS

DHAMPUR SUGAR MILLS LIMITED

Regd. Office : Distt. Bijnor, Dhampur (U.P.) - 246761
CIN - L15249UP1933PLC000511, Phone No - 011-30659400, 30659453
Email : corporateoffice@dhampur.com, Website - www.dhampur.com

AUDITED STANDALONE FINANCIAL RESULTS FOR THE YEAR ENDED 31.03.2015

PART -I

₹ In Lacs

S. No.		Particulars	Quarter Ended			Year Ended	
			Mar-15 (Unaudited)	Dec-14 (Unaudited)	Mar-14 (Unaudited)	Mar-15 (Audited)	Mar-14 (Audited)
1.		**Income from operations**					
	(a)	Net Sales / Income from Operations (Net of excise duty)	42869.46	57984.63	43309.88	175475.88	180141.74
	(b)	Other Operating Income	1164.47	1528.54	258.37	3419.44	2065.15
		Total income from operations (net)	44033.93	59513.17	43568.25	178895.32	182206.89
2.		**Expenses**					
	(a)	Cost of materials consumed	80925.66	36892.31	89842.40	127405.85	134370.00
	(b)	Purchases of stock-in-trade	1851.83	7434.46	465.19	10378.20	2233.35
	(c)	Changes in inventories of finished goods, work-in -progress and stock-in-trade	(62288.02)	6777.82	(72549.29)	1993.34	6962.70
	(d)	Employees benefits expense	2384.45	1941.73	2469.40	7433.30	7270.00
	(e)	Depreciation and amortisation expense	1699.66	1548.74	2349.17	5515.17	7588.11
	(f)	Other expenses	5655.36	4870.28	7009.09	16983.21	18317.33
	(g)	Off-season Expenses(Net)	6082.77	(749.72)	6423.17	0.00	0.00
		Total expenses	36311.71	58715.62	36009.13	169709.07	176741.49
3.		**Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)**	7722.22	797.55	7559.12	9186.25	5465.40
4.		Other Income	381.82	97.93	476.03	610.27	658.69
5.		**Profit / (Loss) from ordinary activities before finance costs and exceptional items (3+4)**	8104.04	895.48	8035.15	9796.52	6124.09
6.		Finance costs	3731.84	3466.01	2803.20	14966.00	14220.15
7.		**Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5-6)**	4372.20	(2570.53)	5231.95	(5169.48)	(8096.06)
8.		**Exceptional Items {Net - Gain/(Loss)}**	-	-	-	-	-
9.		**Profit / (Loss) from ordinary activities before tax (7-8)**	4372.20	(2570.53)	5231.95	(5169.48)	(8096.06)
10.		**Tax expenses**					
		Current Tax (including MAT)	(159.73)	-	(31.98)	(159.73)	(31.98)
		Less: MAT credit entitlement	-	-	31.98	-	31.98
		Deferred Tax Asset/(Liability)	3498.91	794.29	-	4293.20	558.96
11.		**Profit / (Loss) from ordinary activities after tax (9-10)**	7711.38	(1776.24)	5231.95	(1036.01)	(7537.10)
12.		Extraordinary items (net of tax expense ₹ Nil)	-	-	-	-	-
13.		**Net Profit / (Loss) for the period (11-12)**	7711.38	(1776.24)	5231.95	(1036.01)	(7537.10)
14.		Paid-up Equity Share Capital (Face Value per Share ₹ 10/-Each)	5871.49	5721.49	5721.49	5871.49	5721.49
15.		Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	31641.00	32830.00
16.	i	Earnings per share (before extraordinary items)					
		(of ₹ 10/- each) (not annualised) :					
		a) Basic	13.41	(3.18)	9.06	(2.11)	(13.52)
		b) Diluted	13.06	(3.02)	8.61	(2.06)	(12.85)
	ii	Earnings per share (after extraordinary items)					
		(of ₹ 10/- each) (not annualised) :					
		a) Basic	13.41	(3.18)	9.06	(2.11)	(13.52)
		b) Diluted	13.06	(3.02)	8.61	(2.06)	(12.85)

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PART -II

A Particulars of Shareholding

1		Public Shareholding					
		- No. of Shares	26629298	26629298	26629298	26629298	26629298
		- Percentage of Shareholding	45.35%	46.54%	46.54%	45.35%	46.54%
2		Promoter and Promoter Group Shareholding:					
	(a)	Pledged / Encumbered					
		- No. of Shares	5525000	5525000	5525000	5525000	5525000
		- Percentage of Shares (as a % of the Total Shareholding of the Promoter and Promoter Group)	17.22%	18.06%	18.06%	17.22%	18.06%
		- Percentage of Share (as a % of the Total Share Capital of the Company)	9.41%	9.66%	9.66%	9.41%	9.66%
	(b)	Non-encumbered					
		- No. of Shares	26560637	25060637	25060637	26560637	25060637
		- Percentage of Shares (as a % of the Total Shareholding of the Promoter and Promoter Group)	82.78%	81.94%	81.94%	82.78%	81.94%
		- Percentage of Share (as a % of the Total Share Capital of the Company)	45.24%	43.80%	43.80%	45.24%	43.80%

B		Investor Complaint(s)	Qtr. ended
		Particulars	Mar-15
		Pending at the beginning of the quarter	Nil
		Received during the quarter	Nil
		Disposed of during the quarter	Nil
		Remaining unresolved at the end of the quarter	Nil

NOTES:

1	The above financial results were reviewed by the Audit Committee and approved by the Board of Directors in their respective meetings held on 27th May, 2015.
2	The figures for the quarter ended 31st March 2015 represents the derived figures between the audited figures for the year ended 31st March 2015 and the unaudited published figures up to 31st Dec. 2014 which were subject to a limited review.
3	Sugar being a seasonal industry, the performance of the quarter may not be representative of the annual performance of the Company.
4	The Government of Uttar Pradesh has announced subsidy for the Sugar Industry for the Sugar Season 2014-15 linked to the average selling price of sugar and its by products during the period 1st Oct. 2014 to 31st May 2015. The average selling price of Sugar and the by-products have been significantly lower than the thresholds specified in the scheme. The Company is confident that the announced subsidy will be notified by the government. In view of this, the company has estimated and recognised subsidy amounting to Rs.11228.71 Lacs and Rs. 12261.33 Lacs for the quarter and the year ended respectively. Auditors have drawn emphasis on this matter in their report.
5	In accordance with the Companies Act, 2013, the company has revised the useful life of its fixed assets to comply useful life as mentioned under Schedule II of the Companies Act, 2013. Based on the transitional provision given in Schedule II to the Companies Act, 2013, the carrying amount of assets (net of residual value) whose useful life has already exhausted as per revised useful life amounting to Rs. 507.90 lacs (net of deferred tax of Rs. 217.40 lacs) has been adjusted with the opening balance of Retained Earnings. Had there been no change in the useful life of the fixed assets, the charge to the Statement of Profit and Loss would have been higher by Rs. 2780.48 lacs. The method of providing depreciation on fixed assets, other than plant and building, acquired after 31st March 2014 has also been changed during the year from written down method to straight line method over the useful life prescribed under Schedule II to the Companies Act, 2013. Had there been no change in the method of depreciation, the charge to the Statement of Profit and Loss would have been higher by Rs.1.41 lacs.
6	Figures for the previous corresponding periods have been regrouped, wherever considered necessary.

QUARTERLY REPORTING OF SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

UNDER CLAUSE 41 OF LISTING AGREEMENT

S. No.	Particulars	Quarter Ended			Year Ended	
		Mar-15 (Unaudited)	Dec-14 (Unaudited)	Mar-14 (Unaudited)	Mar-15 (Audited)	Mar-14 (Audited)
1	**Segment Revenue (Net of Excise duty)**					
	a) Sugar	37740.16	53606.12	43205.58	157933.21	155672.60
	b) Power	20461.21	11471.01	19355.44	38041.85	34581.72
	c) Chemicals / Ethanol	9419.54	7972.35	8861.68	30631.00	41248.99
	d) Others	762.43	438.85	829.62	1881.38	2183.45
	Total	68383.34	73488.33	72252.32	228487.44	233686.76
	Less : Inter Segment Revenue (Net of Excise)	24349.41	13975.16	28684.07	49592.12	51479.87
	Net Sales / Income from Operation	**44033.93**	**59513.17**	**43568.25**	**178895.32**	**182206.89**
2	**Segment Results (Net Profit(+)/Loss(-) before Tax & Interest from each Segment)**					
	a) Sugar	(1285.43)	(5488.46)	352.20	(9090.55)	(7942.95)
	b) Power	8751.89	5228.34	7066.86	16033.67	10684.65
	c) Chemicals / Ethanol	1079.99	1608.43	1180.46	4701.91	5170.95
	d) Others	(76.42)	(95.29)	(86.18)	(338.12)	(152.52)
	Total	8470.03	1253.02	8513.34	11306.92	7760.13
	Less : Interest	3731.84	3466.01	2803.20	14966.00	14220.15
	Less : Other Unallocable Expenses Net of Unallocable Income	(365.99)	(357.54)	(478.19)	(1510.39)	(1636.04)
	Net Profit (+) / Loss(-) before Tax	**4372.20**	**(2570.53)**	**5231.95**	**(5169.48)**	**(8096.06)**

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3	Capital Employed (Segment Assets - Segment Liabilities)					
	a) Sugar	106433.00	75978.87	90609.00	106433.00	90609.00
	b) Power	67520.00	57659.10	56550.00	67520.00	56550.00
	c) Chemicals / Ethanol	28454.00	26344.25	25113.00	28454.00	25113.00
	d) Others	548.00	506.28	327.00	548.00	327.00

4 **Statement of Assets and Liabilities as at 31st March , 2015**

	Particulars	As at 31st March 15 (Audited)	As at 31st March 14 (Audited)
A	**EQUITY AND LIABILITIES**		
1	**Shareholders' funds**		
	(a) Share capital	7596	8041
	(b) Reserves and surplus	35210	36399
	(c) Money received against share warrants	124	248
	Sub-total - Shareholders' funds	42930	44688
2	**Share application money pending allotment**	0	0
3	**Non-current liabilities**		
	(a) Long-term borrowings	57124	54474
	(b) Deferred tax liabilities (Net)	0	0
	(c) Other Long term liabilities	349	515
	(d) Long-term provisions	2065	1995
	Sub-total - Non-current liabilities	59538	56984
4	**Current liabilities**		
	(a) Short-term borrowings	89417	66540
	(b) Trade payables	67490	70098
	(c) Other current liabilities	42830	33683
	(d) Short-term provisions	1001	1042
	Sub-total - Current liabilities	200738	171363
	TOTAL - EQUITY AND LIABILITIES	303206	273035
II	**ASSETS**		
	Non-current assets		
1	(a) Fixed assets	126948	129298
	(b) Non-current investments	1158	1155
	(c) Deferred tax assets (net)	4510	0
	(d) Long-term loans and advances	1277	1359
	(e) Other non-current assets	21	23
	Sub-total - Non-current assets	133914	131835
2	**Current assets**		
	(a) Current investments	0	0
	(b) Inventories	125226	122434
	(c) Trade receivables	22169	11025
	(d) Cash and cash equivalents	1396	1493
	(e) Short-term loans and advances	3935	3496
	(f) Other current assets	16566	2752
	Sub-total - Current assets	169292	141200
	TOTAL - ASSETS	303206	273035

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For Dhampur Sugar Mills Ltd.

V.K. Goel
Chairman

Place : New Delhi
Dated : 27th May, 2015

This is the statement referred to in our Report of even date

For S. Vaish & Co.

(S.P. Agrawal)
Partner
Chartered Accountants

For Mittal Gupta & Co.

(B.L.Gupta)
Partner
Chartered Accountants

Place : Kanpur
Dated : 27th May, 2015

S. VAISH & CO. KANPUR CHARTERED ACCOUNTANTS

DHAMPUR SUGAR MILLS LIMITED

CODE OF CORPORATE DISCLOSURE PRACTICES

Overseeing and Co-ordinating disclosure:

The Board of the Company shall designate the Company Secretary of the Company as Chief Investor Relations Officer , who would be responsible to ensure timely, adequate , uniform and universal dissemination of information and disclosure of Unpublished Price Sensitive Information ("UPSI") pursuant to this code as required under the regulations so as to avoid selective disclosure.

The Chief Investor Relations Officer shall report to the Managing Director and shall also co-ordinate with the Compliance officer.

The Chief Investor Relations Officer shall ensure that information shared with analysts and research personnel is not UPSI. The Chief Investor Relations Officer shall be responsible for overseeing and co-ordinating disclosure of UPSI to analysts, shareholders and media, and educating employees on disclosure policies and procedures.

The Chief Investor Relations Officer shall also ensure that when interacting with media and external public, guidelines for disclosures of UPSI are complied with.

All disclosure/dissemination of any UPSI (save and except disclosure required to be made under any law or under this Code) on behalf of the Company shall be first marked to the Chief Investor Relations Officer, for approval. Any such information shall be made public or published on behalf of the Company only if the same is approved by the Chief Investor Relations Officer. In case of doubt, the Chief Investor Relations Officer, shall consult and seek approval of the CEO & Managing Director before dissemination of such information.

Should any dissemination of information on behalf of the Company take place without prior approval referred above, out of accidental omission, selectively, inadvertently or otherwise by any Employee / Director of the Company then such Employee / Director of the Company shall forthwith inform the Chief Investor Relations Officer, about such disclosure. The Chief Investor Relations Officer will then promptly disseminate the information so as to make such information generally available.

Responding to market rumours:

The Employee / Director of the Company shall promptly direct any queries on news reports or requests for verification of market rumours received from regulatory authorities to the Chief Investor Relations Officer.

The Chief Investor Relations Officer, shall on receipt of requests as aforesaid, consult the CEO & Managing Director and send an appropriate and fair response to the same.

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The Chief Investor Relations Officer shall be responsible for deciding in consultation with the CEO & Managing Director of the Company as to the necessity of a public announcement for verifying or denying rumours and thereafter making appropriate disclosures.

All requests/queries received shall be documented and as far as practicable, the Chief Investor Relations Officer, shall request for such queries/requests in writing. No disclosure in response to the queries/request shall be made by the Chief Investor Relations Officer, unless the CEO & Managing Director approves the same.

Disclosure/ dissemination of UPSI with special reference to analysts, institutional investors: No person, except those authorized by the Chief Investor Relations Officer, shall disclose any information relating to the Company's Securities to analysts and research persons. The Chief Investor Relations Officer, shall be invited to meetings/conferences organized by the Company with analysts/research persons.

All Directors and Employees of the Company should follow the guidelines given hereunder while dealing with analysts and institutional investors.

Sharing of UPSI: The Employee and Director of the Company shall provide only public information to analysts/research persons. In case any UPSI is proposed to be provided, the person proposing to so provide information shall consult the Chief Investor Relations Officer, in advance. The Chief Investor Relations Officer, shall ensure that the information provided to the analyst/research person/investor as above is made public simultaneously with such disclosure.
The Company shall take extreme care and caution when dealing with analysts' questions that raise issues outside the intended scope of discussion.

The Chief Investor Relations Officer should tackle the unanticipated questions carefully. The unanticipated questions may be noted and a considered response be given later in consultation with the CEO & Managing Director. If the answer to any question requires dissemination of UPSI, the Chief Investor Relations Officer, shall report the same to the CEO & Managing Director and obtain necessary approval for its dissemination to the Stock Exchanges/public announcement through press. The Chief Investor Relations Officer, shall, after dissemination of such UPSI, respond to such unanticipated questions.

The Chief Investor Relations Officer shall handle all the UPSI on a need-to-know basis only. In case of doubt, the Chief Investor Relations Officer, shall consult and seek approval of the CEO & Managing Director before dissemination of such information.

Recording of discussion: All analyst and other investor relations conferences shall be attended by the Chief Investor Relations Officer who may be accompanied by any other Employee(s) of the Company. In order to avoid misquoting or misrepresentation, the Chief Investor Relations Officer can make transcripts or arrangements for recording the discussions at the meeting.

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Simultaneous release of information:

Whenever the Company proposes to organise meetings with investment analysts/research person, the Company shall make a press release or post relevant information on its website after every such meeting. The Company may also consider live webcasting of analyst meets. The Chief Investor Relations Officer, shall be responsible for drafting of the press release or the text of the information to be posted on the Company's web-site, in consultation with the CEO & Managing Director.

Medium of disclosure/ dissemination:

The Company shall disseminate all credible and concrete UPSI on a continuous and in a timely manner to stock exchanges where its Securities are listed in accordance with the requirements of applicable law and thereafter to the press. As a good corporate practice, the UPSI disclosed to the Stock Exchanges and to the Press may also be supplemented by prompt updates on the Company's web-site. The Company may also consider other modes of public disclosure of UPSI so as to improve investor access to the same.

The information filed by the Company with the Stock Exchanges under the Stock Exchange Listing Agreement shall also be posted on the Company's website.

The Company will also promptly intimate any amendment to this Code of Corporate Disclosure Practices to the Stock Exchanges, as required under the Regulations.

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