



BANNARI AMMAN SUGARS LIMITED

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

SEC/MAIL/2022

09.08.2022

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

Dear Sirs,

Sub: Notice of AGM and Annual Report for the Financial Year 2021-22

With reference to the above, we are submitting herewith the 38th Annual Report of the company for Financial Year 2021-22 along with Notice of AGM. The 38th Annual General Meeting (AGM) of the company will be held on Friday, the 9th September, 2022 at 4.45 P.M through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The Register of Members and Share Transfer Books of the company will remain closed from Saturday, the 3rd September, 2022 to Friday, the 9th September, 2022 (both days inclusive);

The cut-off date for reckoning voting of the members is 02.09.2022 and remote e-voting will be available from 05.09.2022 (9.00 am) to 08.09.2022 (5.00 pm). Voting at the AGM also available through e-voting;

The company has engaged Central Depository Services (India) Limited (CDSL) for providing remote e-voting facility.

Please note that the soft copies of the Notice and Annual Report 2021-22 is being dispatched to the members of the company through e-mail and the same is also available on the website of the company at <https://www.bannari.com/InvestorInformation.html>

Kindly take the above information on your records.

Thanking you,

Yours faithfully,
For BANNARI AMMAN SUGARS LIMITED

COMPANY SECRETARY

Encl:



Annual Report 2021 - 2022



BANNARI AMMAN SUGARS LIMITED

Motto

Strive to perform best at all times

Objectives

Our endeavour is to

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

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CORPORATE INFORMATION

BOARD OF DIRECTORS

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

COMPANY SECRETARY

Sri C Palaniswamy

CHIEF FINANCIAL OFFICER

Sri M Ramprabhu

BOARD COMMITTEES

AUDIT COMMITTEE

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

NOMINATION AND REMUNERATION COMMITTEE

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

STAKEHOLDERS' RELATIONSHIP COMMITTEE

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

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

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

RISK MANAGEMENT COMMITTEE

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

AUDITORS

M/s P K Nagarajan & Co	Chartered Accountants
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INTERNAL AUDITORS

M/s B M & Associates	Chartered Accountants
M/s Subbachar & Srinivasan	Chartered Accountants

COST AUDITORS

Sri M Nagarajan	Cost Accountant
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SECRETARIAL AUDITORS

M/s C Thirumurthy & Associates	Company Secretaries
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BANKERS

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

REGISTERED OFFICE

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

REGISTRAR AND SHARE TRANSFER AGENT

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

LISTING OF EQUITY SHARES

BSE Limited

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

National Stock Exchange of India Limited

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

38th ANNUAL GENERAL MEETING (AGM)

Friday 9th September, 2022 at 4.45 p.m.

AGM through Video Conferencing / Other Audio Visual Means (VC/OAVM)



Notice to Shareholders

NOTICE is hereby given that the THIRTY EIGHTH (38th) ANNUAL GENERAL MEETING of the Members of BANNARI AMMAN SUGARS LIMITED ("the Company") will be held on Friday the 9th day of September 2022 at 4.45 PM through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business:

Ordinary Business

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

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

RESOLVED that the audited financial statements of the company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon as circulated to the members be and are hereby adopted.

2. Declaration of Dividend

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

RESOLVED that a dividend at the rate of ₹ 10/- (Rupees Ten only) per equity share on 1,25,39,700 equity shares of ₹ 10/- each as recommended by the Board of Directors be and is hereby declared for the financial year ended March 31, 2022 and that the same be paid out of profits of the Company.

3. Appointment of Director who retires by rotation

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

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

4. Appointment of Statutory Auditors

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 139, 142 and other applicable provisions if any of the Companies Act 2013 read with Companies (Audit and Auditors) Rules, 2014 for the time being in force (including any statutory modification(s) or re-enactment(s) thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors, M/s P N Raghavendra Rao & Co., Chartered Accountants (Firm Registration No.003328S) Coimbatore, be and are hereby appointed as Statutory Auditors of the Company in the place of retiring Auditors M/s P K Nagarajan & Co., Chartered Accountants (Firm Registration No.016676S) Coimbatore for a term of five consecutive years from the conclusion of this 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting of the company at such remuneration as may be determined by the Board of Directors of the company on the recommendation of Audit Committee.

Special Business

5. Ratification of Remuneration payable to Cost Auditor

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

RESOLVED that pursuant to Section 148 and other applicable provisions if any of the Companies Act 2013 and the Rules made there under the remuneration of ₹ 2,00,000/- (Rupees two lakhs only) (plus applicable GST and out of pocket expenses if any for purpose of audit) payable to Sri M Nagarajan (Membership No.F-6384) Cost Accountant as approved by the Board of Directors on recommendations of Audit Committee for conducting the audit of Cost Accounting Records of the company for the financial year ending 31st March 2023 be and is hereby ratified.

Coimbatore
30.05.2022

By order of the Board
C PALANISWAMY
Company Secretary

NOTES

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item Nos. 4 (ordinary business) and 5 (special business) to be transacted at the Annual General Meeting as set out in the notice is annexed hereto. Additional information pursuant to applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial standards on General Meetings issued by the Institute of Company Secretaries of India in respect of Director seeking re-appointment at this Annual General Meeting is furnished as Annexure to the Notice.
2. In view of continuing COVID-19 pandemic, the general meetings of the companies are being conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020, Circular No.02/2021 dated January 13, 2021 and Circular No.02/2022 dated May 05, 2022, (collectively referred to as "MCA Circulars") without physical presence of members at common venue. The forthcoming AGM will thus be held on Friday, the 9th day of September, 2022 at 4.45 P.M (IST) through video conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
3. The Members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Board Committees, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Since this AGM is being held through VC/OAVM, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Hence attendance slip and proxy forms are not attached to the notice. In pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Circulars issued by Ministry of Corporate Affairs (MCA) / SEBI, notice of AGM along with the 38th Annual Report is being sent only through electronic mode to those members whose e-mail addresses are registered with the company/depositories. The Notice calling the AGM and Annual Report 2021-22 have been uploaded on the website of the Company at www.bannari.com. The Notice and Annual Report can also be accessed from the websites of BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com. Members who have not registered their e-mail addresses so far are requested to register the same to enable the company to send all communications including Annual Report, Notices, Circular etc. in electronic mode.
7. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday the 3rd September, 2022 to Friday the 9th September, 2022 (both days inclusive).



8. Dividend recommended by the Board of Directors, if approved by the Members at the ensuing Annual General Meeting, will be credited / dispatched between 12th September, 2022 and 24th September, 2022 to those members whose names appear on the Register of Members as on 9th September, 2022. In respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership furnished by the National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as at the close of business hours on 2nd September, 2022.
9. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants (DPs). The address/ bank mandate as furnished to the Company by the respective Depositories Viz., NSDL and CDSL will be printed on the dividend warrants. Members holding shares in physical form are requested to inform the changes in address/mandate/bank details directly to the Registrar and Share Transfer Agent. Members who have not furnished the details of bank accounts so far are requested to furnish the details to their respective DPs or to the Registrar and Transfer Agent as the case may be to enable the company to make dividend payments.
10. The Company has transferred the unpaid or unclaimed dividends for the financial year 2013-2014 to the Investor Education and Protection Fund (the IEPF) established by the Central Government. The Company has uploaded the details of unpaid and unclaimed dividend amounts lying with the Company as on 31st March 2021 on the website of the Company (www.bannari.com) and also on the website of the Ministry of Corporate Affairs www.iepf.gov.in.
11. As required under section 124(6) read with IEPF Rules as amended, all the shares in respect of which dividend remains unpaid / unclaimed for seven consecutive years have been transferred to IEPF Authority.

PROCEDURE FOR REMOTE E-VOTING AND JOINING THE MEETING

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended) and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
2. The remote voting period begins on 5th September, 2022 at 9.00 am and ends on 8th September 2022 at 5.00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 2nd September 2022, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
3. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
4. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories / Depository Participants. Shareholders are advised to update their mobile number and email Id in their demate accounts in order to access remote e-voting facility.
5. Remote e-voting is enabled to all the demat account holders by way of single login credential through their demat accounts/websites of Depositories / Depository Participants. Demate account Holders can cast their vote without having to register again with e-voting service providers (ESPs)

6. Login method for e-voting and joining virtual meeting

A. Individual shareholders holding securities in Demat mode :

CDSL	NSDL
1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers i.e. CDSL/NSDL/KARVY /LINKINTIME, so that the user can visit the e-voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/ Evoting/Evoting Login The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.	1) If you are already registered for NSDL IDeAS facility, please visit the e-services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.



Login through Depository Participants	Shareholders can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.
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B. Physical and non-individual shareholders holding shares in demat mode :

- | | |
|--|--|
| i) The shareholders should log on to the e-voting website www.evotingindia.com . | c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company. |
| ii) Click on "Shareholders" module. | iv) Next enter the Image Verification as displayed and Click on Login. |
| iii) Now Enter your User ID | v) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used. |
| a) For CDSL: 16 digits beneficiary ID,
b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID, | |

vi) If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id /folio number in the Dividend Bank details field as mentioned in instruction.

- vii) After entering these details appropriately, click on "SUBMIT" tab.
- viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein

they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x) Click on the Electronic Voting Sequence Number (EVSN) relevant for "BANNARI AMMAN SUGARS LIMITED" on which you choose to vote.
- xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvii) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- xviii) Note for Non - Individual Shareholders and Custodians:
 - v Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - v A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - v After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - v The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - v A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - v Alternatively non-individual shareholders are required to send the relevant Board Resolution / Authority Letter etc., together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the company at the email address viz., secretary@bannari.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system to the scrutinizer to verify the same.

C. Shareholders whose Email addresses are not Registered with the Depositories / RTA.

- i) For Physical shareholders, please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- ii) For Demat shareholders, Please update your email Id & mobile no. with your respective Depository Participant (DP)



- iii). For individual demat shareholders - Please update your email Id and mobile no. with your respective (DP) which is mandatory while e-voting & joining virtual meetings through Depository

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33

GENERAL INFORMATION FOR ATTENDING THE AGM THROUGH VC/OAVM

1. The link for VC/OAVM to attend meeting will be available where the EVSN of company will be displayed after successful login as per the instructions mentioned above for e-voting.
2. Shareholders who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM
3. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
4. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
6. **Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number through company email id**

shares@bannari.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number through shares@bannari.com. These queries will be replied to by the company suitably by email.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.
9. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

SCRUTINIZER AND RESULTS

1. M/s C Thirumurthy & Associates, Company Secretaries, have been appointed as the Scrutinizer to Scrutinize the e-voting process in a fair and transparent manner.
2. The Scrutinizer shall immediately after the conclusion of AGM unblock the votes cast during AGM and votes cast through remote e-voting and make (not later than 48 hours) a consolidated Scrutinizer's Report forthwith to the Chairman of the Company.
3. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.bannari.com and on the website of CDSL www.cdslindia.com immediately after the result is declared by the company and communicated to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.4

M/s P K Nagarajan & Co., Chartered Accountants, (Firm Registration No. : 016676S) Coimbatore were appointed as the Statutory Auditors of the Company at 33rd Annual General Meeting of the company for a period of five years and they shall hold office till the conclusion of ensuing 38th Annual General Meeting. Pursuant to the provisions of Section 139(2) of the Companies Act, 2013 read with applicable Rules made there under, the term of office of present Statutory Auditors expires on conclusion of 38th Annual General Meeting. M/s P K Nagarajan & Co., vide their letter dated 9.5.2022 expressed their intention not to seek reappointment as Statutory Auditors for the Company on the conclusion of their present term. The Board of Directors took note of the above and places on record their appreciation for the services rendered by M/s P K Nagarajan & Co., Chartered Accountants.

The Board of Directors based on the recommendations of the Audit Committee proposed to appoint M/s P N Raghavendra Rao & Co., Chartered Accountants (Firm Registration No.003328S) Coimbatore as Statutory Auditors for a term of five consecutive years from the conclusion of ensuing 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting. M/s P N Raghavendra Rao & Co., Chartered Accountants have vide their letter dated 17.5.2022 informed the company that their appointment if made, shall be in compliance with the provisions of Sections 139 and 144 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014. They have also confirmed their independence and eligibility under section 141 of the Companies Act, 2013.

The Board of Directors recommends the appointment of M/s P N Raghavendra Rao & Co., Chartered Accountants as Statutory Auditors of the company for a term of five (5) consecutive years from the conclusion of ensuing 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting of the Company.

Details pursuant to Regulations 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 are as under:

- a) Proposed fee payable to Statutory Auditors
₹ 20,00,000/- plus reimbursement of out of pocket expenses for the year ending 31st March, 2023. The Audit Committee and the Board of Directors are authorized to vary the terms and conditions including revision to the fees commensurate with the work.
- b) Term of appointment
5 (Five) consecutive years from the conclusion of 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting of the Company
- c) Material change in the fee payable
There is no material change in the proposed fee payable to the statutory auditors.
- d) Basis of recommendation and auditor credentials
The Audit Committee after evaluating various proposals and considering various factors such as industry experience, technical skills, audit team, quality of reports etc., recommended the appointment of M/s P N Raghavendra Rao & Co., Chartered Accountants as Statutory Auditors of the company for a term of five consecutive years.

M/s P N Raghavendra Rao & Co., was founded by Sri P N Raghavendra Rao one of the early Chartered Accountants in South India Region with experience and intellect in the profession of Chartered Accountancy in the year 1975. The Firm Registration Number is 003328S. The firm has a team of experienced Chartered Accountants. The firm holds valid peer review certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India. The firm has offices in



Coimbatore, Pune and Chennai. The firm primarily engaged in providing auditing, assurance, taxation, accounting and advisory services.

The Board of Directors recommends the Resolution as set out in item No.4 for the approval of members by way of an ordinary resolution.

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

Item No.5

The Board of Directors on the recommendation of the Audit Committee has approved the appointment of Sri M Nagarajan, Cost Accountant as Cost Auditor to conduct audit of cost records of the company for the

financial year ending March 31, 2023 and fixed his remuneration at ₹ 2,00,000/- (Rupees two lakhs only) plus reimbursement of actual out of pocket expenses.

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

Accordingly, consent of the shareholders is sought for passing an ordinary resolution as set out at Item No.5 of the notice. The Board recommends the Ordinary Resolution set out in Item No.5 of the notice for the approval of the shareholders.

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

Coimbatore
30.05.2022

By order of the Board
C PALANISWAMY
Company Secretary

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

Sri B SARAVANAN

Sri B Saravanan (DIN 00002927) aged 49 years was first appointed as Director of the company on 27.01.1999 and subsequently as Joint Managing Director on 5th July, 2000. He has been appointed as Managing Director with effect from 02.06.2010 and proficiently managing the overall affairs of the Company. Having more than 22 years experience in sugar industry, he is heading

the day to day business operations including technology implementations and modernization of manufacturing facilities.

He is also the Managing Director of Shiva Distilleries Private Ltd and Director of Kerala Alcoholic Products Private Ltd, Goldmine Corporate Investment Private Limited and SVB Holdings Private Ltd.

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

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

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

Report of the Board of Directors

Dear members

Your Directors have pleasure in presenting the 38th Annual Report of the company together with audited financial statements for the year ended 31st March 2022.

(₹ in lakhs)

Financial Results	Financial Year	
	2021-22	2020-21
Profit before depreciation	18958.60	18025.72
Less : Depreciation	6785.67	6572.13
Profit Before Tax	12172.93	11453.59
Less: Provisions: Current Tax	2220.53	2088.32
Deferred Tax	1954.01	151.27
Profit After Tax	7998.39	9214.00
Add : Surplus brought forward from previous year	3499.06	3039.03
Amount available for appropriation	11497.45	12253.03
Appropriations		
Dividend paid on equity shares	1253.97	1253.97
Transfer to General Reserve	7500.00	7500.00
Surplus carried over to Balance Sheet	2743.48	3499.06
TOTAL	11497.45	12253.03

Transfer to General Reserve

The company has transferred a sum of ₹ 7500 lakhs out of current year profit to the General Reserve.

Dividend

Your Directors recommend a dividend @ ₹ 10/- per share for the financial year ended March, 2022 taxable in the hands of the shareholders. Payment is subject to the approval of the shareholders at the ensuing Annual General Meeting.

Review of Operations

Sugar

During the year under review, the aggregate cane crush was 49.01 lakhs tonnes with a recovery of 9.33% compared to 38.31 lakhs tonnes with a recovery of 9.34% in the previous year.

Power

The Co-generation plants generated 573.77 million units of power and exported 393.23 million units of power to grids compared to the generation of 470.57 million units and export of 318.48 million units in the previous year.

Distillery

During the year, the distilleries produced 12.44 million B.Ltrs compared to the production of 11.91 million B.Ltrs in the previous year.

Granite

In the Granite Unit 184518 square meters of Polished Granite products were produced compared to production of 130507 square meters in the previous year.



Wind Mill

Wind Mills generated 11.36 million units of power and exported 10.64 million units to grid compared to the generation of 11.77 million units and export of 10.65 million units in the previous year.

Prospects for the Current year 2022 - 2023

In the current financial year, it is estimated to crush 50 lakh tonnes of sugarcane in aggregate. Performance of co-generation plant will be based on bagasse availability in the sugar mills. It is estimated to produce 62 million B.Litres of alcohol in the Distillery Units. The performance of Granite Division largely depends on the mining policy of the Central/ State Governments.

The increase in installed capacity from 60 Kilo Litre Per Day (KLPD) to 150 Kilo Litre Per Day (KLPD) at the distillery in the Suger Unit at Alaganchi Village, Nanjangud Taluk, Mysore District in Karnataka has been completed. The progress in modernization of distillery unit in Tamil Nadu is in final stage.

Directors and Key Managerial Personnel

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

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

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

All the Independent Directors have given declarations that they meet the criteria of independence as provided in

Section 149 (6) of the Companies Act, 2013 and applicable regulations under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sri S V Balasubramaniam, Chairman Sri B Saravanan, Managing Director, Sri C Palaniswamy, Company Secretary, Sri M Ramprabhu, Chief Financial Officer are the Key Managerial Personal of the Company as per Section 203 of the Companies Act, 2013.

There is no change in the Key Managerial Personnel during the year.

Particulars of Loans, Guarantees or Investments

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

Conservation of Energy Technology Absorption Foreign Exchange Earnings and Outgo

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

Particulars of Employees

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

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

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

Meetings of the Board

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

Committees and Policies

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

Corporate Governance and Management Discussion and Analysis Report

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

Corporate Social Responsibility Committee

Pursuant to Section 135 of the Companies Act 2013 read with the Companies (Corporate Social Responsibility Policy) Rules 2014 the company has formulated a policy on Corporate Social Responsibility. The Annual Report on CSR activities for the financial year ended 31st March, 2022 is attached as Annexure IV to this report.

Risk Management / Risk Management policy

The company has constituted Risk Management Committee as required under Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and has formulated a detailed Risk Management Policy. In the opinion of the Board no element of risk that may threaten the existence of the

company has been identified. More details are furnished in the Report on Corporate Governance attached herewith.

The Risk Management Policy is posted in the company's website at the link <https://www.bannari.com/InvestorInformation.html>

Vigil Mechanism/Whistle Blower Policy

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

Dividend Distribution Policy

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

Related Party Transactions

All related party transactions are entered on arm's length basis and are in compliance with the applicable provisions of the Companies Act, 2013 and other relevant Regulations as referred under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. None of the transactions is materially significant which may have potential conflict with the interest of the company at large and therefore disclosure in Form AOC-2 is not required. All the related party transactions are placed before the Audit Committee and approved by the Audit Committee. Prior omnibus approval of the Audit Committee was obtained on annual basis for the transactions which are at a foreseen and repetitive nature. The Related Party Transactions Policy as approved by the Board is uploaded on the company's website at <https://www.bannari.com/InvestorInformation.html>.

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

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 (10) of the SEBI (Listing Obligations



and Disclosure Requirements) Regulations, 2015, Independent Directors at their meeting held on 7.2.2022 without participation of non-independent directors and management considered and evaluated the performance of the Chairman, Managing Director and the Board.

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

Material changes and commitments

There are no material changes and commitments affecting the financial position of your Company which have occurred between the end of the financial year 2021-22 and the date of this report.

Directors' Responsibility Statement

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

- a) in the preparation of the annual accounts, all the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) they had selected such accounting policies and applied them consistently and made 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;
- c) they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) they had prepared the annual accounts on a going concern basis;
- e) they had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and

- f) they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Business Responsibility Report

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

Annual Return

Copy of the previous year Annual Return in the prescribed form is available at the weblink <https://www.bannari.com/InvestorInformation.html>. A copy of Annual Return for the financial year 2021-2022 will be placed on the website of the company after the conclusion of 38th AGM.

Auditors / Auditors' Report

M/s P K Nagarajan & Co., Chartered Accountants Coimbatore were appointed as the Statutory Auditors of the company at the 33rd Annual General Meeting of the Company for a period of five consecutive years and they shall hold office till the conclusion of 38th Annual General Meeting. The term of office of M/s P K Nagarajan & Co., as Statutory Auditors expires at the conclusion of 38th Annual General Meeting of the Company scheduled to be held on 9th September, 2022. M/s. P K Nagarajan & Co., have expressed their intention not to seek re-appointment as Statutory Auditors of the Company on conclusion of their present term. The Audit Committee and Board of Directors at their respective meetings held on 30.5.2022 took note of the above and accepted their request. The Board of Directors place on record the services rendered by M/s. P K Nagarajan & Co., Chartered Accountants.

The Audit Committee of the Company after due deliberation and discussion and considering various factors such as industry experience, technical skills, audit team, quality of reports etc., recommended the appointment of M/s P N Raghavendra Rao & Co., Chartered Accountants (Firm Registration No. 003328S), Coimbatore as Statutory Auditors for a term of five

consecutive years to hold office from the conclusion of 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting.

M/s. P N Raghavendra Rao & Co, Chartered Accountants have consented for the said appointment and has submitted necessary certificates in compliance of Section 139 of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules 2014. The Auditors have confirmed their independence and eligibility under Section 141 of the Companies Act, 2013.

The Report given by the present Statutory Auditors M/s P K Nagarajan & Co., on the financial statements of the company for the financial year 2021-22 do not contain any qualification, reservation, adverse remark or disclaimer. During the year under review, the Auditors did not report any matter under Section 143(12) of the Companies Act, 2013 and therefore no detail is required to be disclosed under Section 134(3)(ca) of the Act.

Secretarial Auditors and Secretarial Audit Report

The Board has appointed M/s C Thirumurthy & Associates, Company Secretaries, Coimbatore as Secretarial Auditors to conduct Secretarial audit for the financial year 2021-2022. The Report of Secretarial Auditors is annexed to this report as Annexure VI.

The Report do not contain any qualification, reservation or adverse remark.

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

Internal Control Systems and their Adequacy

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

Cost Audit

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

Sri M Nagarajan, Cost Accountant, Coimbatore was appointed as Cost Auditor to conduct audit of cost accounting records for the financial year 2021-22.

Industrial Relations

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

General

- i) Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transaction on these items during the year under review:
 - a) Details relating to deposits covered under Chapter V of the Act.
 - b) Issue of equity shares with differential rights as to dividend, voting or otherwise
 - c) Issue of shares (including sweat equity shares) to employees of the company under any scheme
- ii) No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- iii) No resolution plan/process was initiated or pending under insolvency and bankruptcy Code 2016, against the Company.
- iv) The disclosure relating to valuation at the time of one time settlement with banks or financial institutions is not applicable as the company has not made any such one-time settlement.
- v) The Company has no Subsidiary / Joint venture / Associate company.

Acknowledgement

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

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

Coimbatore
 30.5.2022



ANNEXURE - I

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

A) Conservation of energy :

i) Steps taken or impact on conservation of energy

- v As a part of continuous process / effort the company is replacing light fittings in many places with LED fitting to improve the illumination and energy saving.
- v New Variable Frequency Drive (VFD) panels were installed in the sugar and co-generation plant in sugar unit at Kolundampattu Village (Unit-IV)
- v A-vacuum crystallizer was set to auto mode and thereby reduced water consumption.

ii) Steps taken to utilize alternate sources of energy;

- v The company's co-generation plants are generating green power which is utilized for consumption in all sugar units and to that extent reduced the electricity drawal from the state grids.

As a responsible organization, your company is has constantly utilizing bio-gas generated in the Anaerobic digester for cooking purpose in canteens and dormitory.

iii) The capital investment on energy conservation equipments: Nil

B) Technology absorption:

i) The efforts made towards technology absorption: Nil

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

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

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

iv) The expenditure incurred on Research and Development : ₹ 107.61 lakhs.

C) Foreign exchange earnings and outgo :

- v The Foreign Exchange earned in terms of actual inflows during the year : ₹ 2127.94 lakhs

- v The Foreign Exchange outgo during the year in terms of actual outflows : ₹ 815.32 lakhs

Coimbatore
30.5.2022

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

ANNEXURE - II

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

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

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

Name of the Director	Designation	Ratio to median remuneration
Sri S V Balasubramaniam	Chairman - Executive	134.03
Sri B Saravanan	Managing Director	93.13

The median remuneration of employees of the company during the financial year 2021-22 was ₹ 3.93 Lakhs.

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

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

Name	Designation	% increase in remuneration
Sri S V Balasubramaniam	Chairman - Executive	9.64
Sri B Saravanan	Managing Director	9.13
Sri C Palaniswamy	Company Secretary	—
Sri M Ramprabhu	Chief Financial Officer	—

3. Percentage increase in the median remuneration of employees in the financial year : 9%.
4. Number of permanent employees on the rolls of company : 1898 .
5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration :

The average percentile increase in salaries of employees other than managerial personnel was 7%. Since the managerial persons are being paid commission linked to company's profitability in terms of the resolutions passed by the shareholders of the company under the provisions of the Companies Act, 2013, it cannot be compared with the percentile increase in salaries of other employees.

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

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

By order of the Board
S V BALASUBRAMANIAM

Chairman

DIN : 00002405

Coimbatore
30.05.2022



ANNEXURE - III

CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company is committed to achieve high standards of corporate governance

The Company's philosophy on corporate governance envisages the attainment of high levels of transparency, accountability and equity in all facets of its operations and in all the interactions with its stakeholders including shareholders employees cane growers lenders and Governments. Your company is in compliance with the Corporate Governance requirements under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

BOARD OF DIRECTORS

- i) As on March 31, 2022, the Board comprised of seven Directors. Of the seven Directors five (71.43%) are Non-Executive Independent Directors including a woman Director. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations and Section 149 of the Companies Act, 2013 ("Act") read with the relevant rules made thereunder.
- ii) The number of Directorships, Committee membership/chairmanship of the Directors are within the respective limits prescribed under SEBI Listing Regulations. Necessary disclosures have been given by all the Directors.

- iii) The Company has received declarations from all its Independent Directors confirming that they meet the criteria of independence prescribed both under the Companies Act, 2013 and SEBI Listing Regulations. The Board at its meeting held on May 30, 2022 has taken on record these declarations received from the Independent Directors. In the opinion of the Board, the Independent Directors fulfil the conditions specified in SEBI Listing Regulations and are independent of management.
- iv) The Independent Directors have included their names in the databank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule (6) of the Companies (Appointment & Qualification of Directors) Rules, 2014.
- v) The company has issued a formal letter of appointment to all Independent Directors and the terms and conditions of their appointment have been uploaded in the website of the company at the link <http://www.bannari.com/InvestorInformation.html>.

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

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

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

Date of Board Meeting	Board Strength	No of Directors present
24.05.2021	7	7
11.08.2021	7	7
09.09.2021	7	7
10.11.2021	7	7
07.02.2022	7	7



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

PERFORMANCE EVALUATION OF DIRECTORS

The evaluation of the performance of the Board, its committees and independent Directors are evaluated through a questionnaire circulated to all directors and based upon the response to the questionnaire, the directors do a self evaluation of their performance. Accordingly Board reviewed the performance of each of the directors and expressed their satisfaction.

The performance evaluation of the Chairman and the Managing Director was carried out separately by the Independent Directors at their meeting held on 07.02.2022. The Independent Directors expressed their satisfaction on the performance of the Chairman and the Managing Director.

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

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

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

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

Skill	Sri SV Balasubramaniam	Sri B Saravanan	Sri M P Vijayakumar	Sri T Gundan	Sri A K Perumalsamy	Sri E P Muthukumar	Dr Radha Ramani
Leadership / Strategy	3	3	3	3			3
Experience in sugarcane farming	3	3	3		3	3	
Financial	3	3	3	3		3	3
Experience in overall management administration	3	3	3	3			3
Regulatory	3	3	3				
Social and Environmental Consciousness	3	3	3	3	3	3	3



MEETING OF INDEPENDENT DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and Regulation 25 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, the Independent Directors met on 07.02.2022 and all the Independent Directors were present for the meeting. The Independent Directors inter alia reviewed the performance of the Board, Chairman of the Company and the Managing Director and also assessed the quality and timeliness of flow of information between the management and the Board.

FAMILIARISATION PROGRAMME FOR DIRECTORS

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

CODE OF CONDUCT

The company has adopted the code of conduct for all Board Members and Senior Management as required under Regulation 26 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015. The code is posted on the company's website at the link <https://www.bannari.com/InvestorInformation.html>. All Board Members and Senior Management personnel have affirmed compliance with the code on an annual basis and a declaration to this effect signed by the Chairman is attached to this report.

WHISTLE BLOWER POLICY/VIGIL MECHANISM

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

RELATED PARTY TRANSACTIONS

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

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

INSIDER TRADING

The company has formulated code of practices and procedures for fair disclosure of Unpublished Price Sensitive information and code of conduct to regulate and report trading by the designated persons and their immediate relatives under Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015 which can be accessed on the website of the company at the link <https://www.bannari.com/InvestorInformation.html>.



COMMITTEES OF THE BOARD

AUDIT COMMITTEE

The Audit Committee consists of Sri M P Vijayakumar, Sri T Gundan and Sri E P Muthukumar. Sri M P Vijayakumar is the Chairman of the Audit Committee. During the

financial year ended March 31, 2022, the Committee met 5 times at 1212, Trichy Road Coimbatore 641 018 on 24.05.2021, 11.08.2021, 09.09.2021, 10.11.2021 and 07.02.2022. Particulars of meetings attended by the members of the Audit Committee are given below :

Name of the Member	Category	No of Meeting	
		Held	Attended
Sri M P Vijayakumar	Non-Executive - Independent	5	5
Sri T Gundan	Non-Executive - Independent	5	5
Sri E P Muthukumar	Non-Executive - Independent	5	5

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

- Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.
 - Changes, if any, in accounting policies and practices and reasons for the same.
 - Major accounting entries involving estimates based on the exercise of judgment by management
 - Significant adjustments made in the financial statements arising out of audit findings
 - Compliance with listing and other legal requirements relating to financial statements
 - Disclosure of any related party transactions

vii) Qualifications in the draft audit report

- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approval or any subsequent modification of transactions of the company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit

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

The audit committee shall mandatorily review the following information:

- 1) management discussion and analysis of financial condition and results of operations
- 2) statement of significant related party transactions (as defined by the audit committee), submitted by management;

- 3) management letters / letters of internal control weaknesses issued by the statutory auditors
- 4) internal audit reports relating to internal control weaknesses; and
- 5) the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee
- 6) statement of deviations:
 - a) quarterly statement of deviation(s) including report of monitoring agency, if applicable submitted to stock exchange(s) in terms of Regulation 32(1)
 - b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7)

Sri S V Balasubramaniam, Chairman of the Company, Sri B Saravanan, Managing Director, Sri M Ramprabhu Chief Financial Officer have attended the meetings of the Audit Committee, as invitees.

The Statutory Auditors, Internal Auditors, Cost Auditors are invited and attended the Audit Committee meetings for discussions on the financial results, adherence of accounting standards and on their respective audit reports.

Sri C Palaniswamy Company Secretary is the Secretary to the Committee.

NOMINATION AND REMUNERATION COMMITTEE

The Committee consists of Sri M P Vijayakumar, Sri T Gundan and Sri E P Muthukumar. Sri M P Vijayakumar is the Chairman of the Nomination and Remuneration Committee. During the financial year ended March 31, 2022, the Committee met 1 time at 1212 Trichy Road Coimbatore 641018 on 24.05.2021. Particulars of meeting attended by the members of the Nomination and Remuneration Committee are given below :

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



The terms of reference to the Nomination and Remuneration Committee inter alia include the following :

- a) Formulation of the criteria for determining qualifications, positive attributes and Independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- b) For every appointment of an Independent Director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director. The person recommended to the Board for appointment as an Independent Director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may :
 - i) use the services of an external agencies, if required;
 - ii) consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - iii) consider the time commitments of the candidates.
- c) Formulation of criteria for evaluation of performance of Independent Directors and the Board;
- d) Devising a policy on Board diversity;
- e) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.
- f) Whether to extend or continue the terms of appointment of the Independent Directors, on

basis of the report of performance evaluation of Independent Directors.

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

REMUNERATION POLICY

The remuneration policy is directed towards rewarding performance, based on the review of achievements. It is aimed at attracting and retaining talents. The remuneration structure shall be determined after taking into consideration of age, qualification, experience in the respective field, past performance of the concerned individual, regulatory frame work, competition in the industry, financial position of the company. The nomination and remuneration policy of the company is posted on the website of the company at the link <http://www.bannari.com/InvestorInformation.html>.

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

The Non-Executive Directors are paid sitting fees of ₹ 5000/- for each meeting of the Board or Committee thereof. The company shall also reimburse the out of pocket expenses incurred by the Directors for attending the meetings.

The company does not have any Employees Stock Option Scheme.

REMUNERATION TO DIRECTORS

The remuneration paid to the Chairman and the Managing Director are disclosed in Note No. 43 of the notes forming part of the Financial Statements (Page No. 109).

The Non-Executive Directors are paid sitting fees of ₹ 5000/- for each meeting of the Board or Committee thereof. The company shall also reimburse the out of pocket expenses incurred by the Directors for attending the meetings.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Committee was formed to specifically look into the shareholders'/investors' complaints if any on transfer of shares non receipt of Balance Sheet

non receipt of declared dividend etc and this stakeholders' committee consists of Sri T Gundan, Sri S V Balasubramaniam, Sri M P Vijayakumar and Sri A K Perumalsamy. Sri T Gundan is the Chairman of the Stakeholders' Committee. During the financial year ended March 31, 2022, the Committee met 4 times at 1212 Trichy Road, Coimbatore 641018 on 24.05.2021, 11.08.2021, 10.11.2021 and 07.02.2022. Particulars of meetings attended by the members of the Stakeholders' Committee are given below :

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

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

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

Sri C Palaniswamy, Company Secretary is the compliance officer.

During the financial year 2021-22, the company has not received any complaint from the shareholders relating to transfer of shares, non-receipt of Annual Report, declared dividend etc. No pending complaint as on March 31, 2022.

The "Stakeholders' Committee" was renamed as "Stakeholders' Relationship Committee" at the Board meeting held on May 30, 2022.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee consists of Sri M P Vijayakumar, Sri S V Balasubramaniam, Sri T Gundan and Dr Radha Ramani. Sri M P Vijayakumar is the Chairman of the Corporate Social Responsibility Committee. During the financial year ended March 31, 2022, the Committee met 2 times at 1212 Trichy Road Coimbatore 641018 on 24.5.2021 and 10.11.2021. Particulars of meeting attended by the members of the Corporate Social Responsibility Committee are given below :



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

The CSR Committee shall formulate and recommend to the Board CSR Policy and annual action plan in pursuance of CSR Policy which shall include the following:

- The list of CSR projects or programmes that are approved to be undertaken in the areas or subjects specified in Schedule VII of the Act;
- The manner of execution of such projects or programmes;
- The modalities of utilization of funds and implementation schedules for the projects or programmes;
- Monitoring and reporting mechanism for the projects or programmes; and
- Details of need and impact assessment, if any, for the projects undertaken by the company.

RISK MANAGEMENT COMMITTEE

The Company has constituted the Risk Management Committee which consists of Sri M P Vijayakumar, Sri S V Balasubramaniam, Sri B Saravanan and Sri T Gundan. Sri M P Vijayakumar is the Chairman of the Risk Management Committee. During the financial year ended March 31, 2022, the Committee met 2 times at 1212 Trichy Road Coimbatore 641018 on 10.11.2021 and 07.02.2022 and all the members were present for the meeting.

The Roles and Responsibilities of Risk Management Committee are:

- To Formulate a detailed risk management policy which shall include:
 - A framework for identification of internal and external risks specifically faced by the listed

entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

- Measures for risk mitigation including systems and processes for internal control of identified risks.
 - Business continuity plan.
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
 - To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
 - To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
 - To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;
 - The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be reviewed by the Risk Management Committee.

The Risk Management Committee shall co-ordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors.

The Risk Management policy of the company is posted on the website of the company at the link <http://www.bannari.com/InvestorInformation.html>.



GENERAL BODY MEETING

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

AGM	Date	Venue	Time	Special Resolution Passed
35 th	12.09.2019	Jenneys Residency 2/2 Avinashi Road Civil Aerodrome Post Coimbatore 641 014	4.30 PM	Special Resolutions were passed for re- appointing four independent directors for a second term of 5 consecutive years.
36 th	02.09.2020	Through Video Conferencing / Other Audio Visual Means (VC/OAVM)	3.30 PM	Special Resolutions were passed for re-appointment of Chairman, Managing Director and one independent Director for a further period of 5 years.
37 th	09.09.2021	- do -	3.30 PM	No special resolution was passed

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

SHAREHOLDERS' INFORMATION

Annual General Meeting

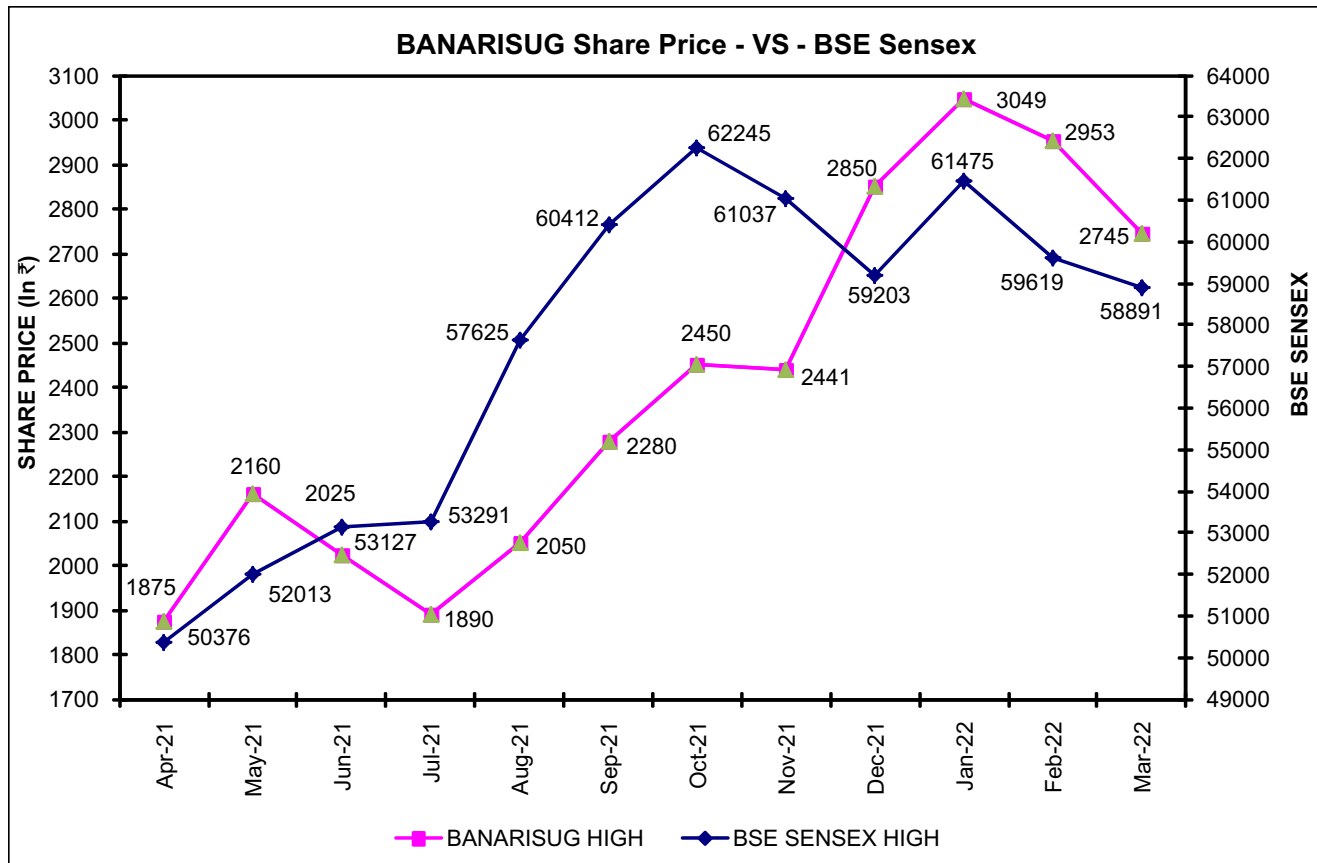
Day and Date	Friday the 9 th day of September 2022	
Time	4.45 P M	
Venue	Through Video Conferencing(VC) / Other Audio Visual Means (OAVM)	
Financial Year	April 1, 2021 to March 31, 2022	
Date of Book Closure for the purpose of Dividend and AGM	03.09.2022 to 09.09.2022 (both days inclusive)	
Dividend	₹ 10/- per equity share (proposed)	
Dividend payment date	On or before 24.09.2022	
The Company's Equity Shares are listed on the following Stock Exchanges BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400 001 National Stock Exchange of India Limited "Exchange Plaza" Bandra - Kurla Complex, Bandra (E) Mumbai - 400 051 The Company has paid annual listing fees for the year 2022 - 2023 to the above stock exchanges	<u>Stock Code</u>	<u>ISIN</u>
	500041	INE459A01010
	BANARISUG	INE459A01010
Financial Calendar Announcement of Quarterly Results for the financial year 2022-2023	Within the time specified in SEBI (LODR) Regulations 2015	



Share Price Movement

The high and low quotations of the company's shares on the National Stock Exchange and Bombay Stock Exchange together with Sensex from April 2021 to March 2022 were given below:

Month		NSE		BSE	
		High (In ₹)	Low (In ₹)	High (In ₹)	Low (In ₹)
April	2021	1885.80	1540.00	1875.00	1567.00
May	2021	2175.00	1670.00	2160.00	1643.60
June	2021	2024.00	1693.00	2024.90	1693.60
July	2021	1886.45	1729.60	1889.75	1736.05
August	2021	2049.00	1701.00	2050.00	1709.95
September	2021	2285.00	1740.00	2279.90	1712.00
October	2021	2450.00	2111.30	2450.00	2115.00
November	2021	2448.60	2024.05	2441.00	2024.00
December	2021	2848.40	2085.85	2850.00	2060.05
January	2022	3048.70	2666.05	3049.05	2632.00
February	2022	2970.00	2225.00	2952.60	2221.10
March	2022	2749.00	2151.55	2744.95	2140.00



Based on the closing quotation of ₹ 2674.25 as at 31.03.2022 at the Bombay Stock Exchange the market capitalization of the company was ₹ 3353.43 Crores.

Outstanding GDRs/ADRs/Warrants or any convertible instruments

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

Dematerialisation of Shares

The shares of the company are in compulsory demat segment. Members have option to hold their shares in demat form either through National Securities Depository Limited (NSDL) or the Central Depository Services (India) Limited (CDSL). About 97.93% shares of the company have been dematerialized. ISIN allotted to our company is INE459A01010.

Investor Contacts

Registrar and Transfer Agent

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

Company

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

Distribution of Shareholding as on 31.03.2022

Sl No	Shareholding	No of shareholders	% of shareholders	No of shares	% of share holding
1	1 - 100	7065	81.74	175822	1.40
2	101 - 500	1164	13.47	270747	2.16
3	501 - 1000	191	2.21	153156	1.22
4	1001 - 2000	93	1.08	137266	1.09
5	2001 - 3000	28	0.32	67362	0.54
6	3001 - 4000	13	0.15	44694	0.36
7	4001 - 5000	19	0.22	88423	0.71
8	5001 - 10000	18	0.21	130997	1.04
9	10001 - and above	52	0.60	11471233	91.48
	Total	8643	100	12539700	100



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

During the year under review, the company has credited ₹ 11,99,013/- to the Investor Education and Protection Fund (IEPF) being dividend unclaimed pertaining to the financial year 2013-2014.

In accordance with the provisions of Companies Act, 2013, the company has so far transferred 44,137 equity shares of ₹ 10/- each, to the credit of IEPF Authority, in respect of which dividend have been unclaimed by the shareholders for seven consecutive years or more.

The company has uploaded on its website the details of unpaid and unclaimed amounts as on 31st March 2021 and details of shares transferred to IEPF on account of unclaimed dividend during the financial year 2021-2022.

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

Unclaimed Suspense Account

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

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

Shareholding Pattern as on 31.03.2022

Sl No	Category	No of Shares	%
1	Promoters	7360276	58.70
2	UTI & Mutual Funds	7894	0.06
3	Banks, Financial Institutions & Insurance Companies	114	0.00
4	Foreign Institutional Investors	28862	0.23
5	Private Corporate Bodies	1708172	13.62
6	Indian Public	3242420	25.85
7	IEPF	42355	0.34
8	NRI/OCB's	142415	1.14
9	Clearing Members	4942	0.04
10	Escrow Account	2250	0.02
	TOTAL	12539700	100.00

As on 31st March 2022, none of the Non-Executive Directors are holding any shares in the Company except Sri A K Perumalsamy. Sri A K Perumalsamy holds 900 equity shares in the Company.

Credit Ratings

During the financial year ended 31st March, 2022, CARE Ratings Limited reaffirmed the Credit Ratings for the credit facilities availed by the company from bankers as under:

Nature of facility	Rating
Long Term Fund Based Credit facilities	CARE A+; Stable (Single A plus; Outlook : Stable)
Long Term / Short Term non-fund based credit facilities	CARE A+; Stable/CARE A1+(Single A Plus; Outlook : Stable/A One Plus)
Short Term Fund Based facilities	CARE A1+ (A One Plus)

Plant Locations :

Unit I Sugar, Co-Generation, Granite Processing & Agrinatural Fertilizer

Alathukombai Village Sathyamangalam Taluk
Erode District Tamilnadu

Unit II Sugar, Co-Generation & Distillery

Alaganchi Village Nanjangud Taluk
Mysore District Karnataka

Unit III Sugar & Co-Generation

Kunthur Village Kollegal Taluk Chamarajanagar District
Karnataka

Unit IV Sugar & Co-Generation

Kolundampattu Village Thandarampattu Taluk
Thiruvannamalai District Tamilnadu

Unit V Sugar & Co-Generation

Vengur Village Thirukovilur Taluk
Kallakuruchi District Tamilnadu

Distillery

Sinnapuliur Village Bhavani Taluk Erode District Tamilnadu

Bio-Compost

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

Wind Mills

Radhapuram Irukkandurai and Karunkulam Villages
Radhapuram Taluk Tirunelveli District Tamilnadu

Address for Correspondence

Bannari Amman Sugars Limited

1212 Trichy Road
Coimbatore 641 018

Phone : 0422-2204100 Fax : 0422-2309999

Email : shares@bannari.com



OTHER DISCLOSURES

- ã None of the transactions with related parties during the year 2021-2022 were in conflict with the interest of the company. The policy on related party transaction can be accessed at <http://www.bannari.com/Investor Information.html>
- ã There was no instance of non-compliance of any matter related to the capital markets during the last 3-years.
- ã The Company has established vigil mechanism / whistle blower policy and no personnel has been denied access to the Audit Committee.
- ã The Company has complied with all mandatory requirements of SEBI (LODR). Regulations, 2015 Adoption of non-mandatory requirements is being reviewed by Board from time-to-time.
- ã The Company has no subsidiary and as such disclosures relating to subsidiaries are not applicable to the Company.
- ã The price of the products of the Company are market driven and is fixed based on the prevailing market price. In respect of Foreign Exchange Commitments no hedging has been made except natural hedging.
- ã The Company has not raised any funds through private placement / qualified institute placement.
- ã The Company has obtained a certificate from a company secretary in practice that none of the director on the board have been debarred or disqualified from being appointed or continuing as Director of the Company by SEBI/Ministry of Corporate Affairs or any such statutory authority.
- ã During the year, there has been no instance where the Board did not accept the recommendation of its committees.

ã Statutory Auditor's fees for FY 2021-2022

(₹ in lakhs)

Statutory Audit fee	20.00
Tax Representation	2.00
Certification and other services	8.17
Reimbursement of expenses	0.25
TOTAL	30.42

This excludes GST, travel and out of pocket expenses. No fee or other charges was paid during the year to any entity in the network firm/network entity of which the statutory auditor is a part.

- ã During the year the Company has not received any complaint under the provisions of sexual harassment of women at work place (prevention, prohibition and redressal) Act, 2013.
- ã The Company has complied with corporate Governance requirements specified in regulations 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (LODR) Regulations, 2015.
- ã In the preparation of the financial statements, the company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the notes to the financial statements.
- ã None of the Independent Director has resigned from the Board before the expiry of his tenure.

MEANS OF COMMUNICATION

- ã The quarterly / half-yearly/ annual financial results of the Company are announced within the stipulated period and are normally published in Business Standard (English) and Makkal Kural (Tamil). The financial results are also accessible on the Company's website at the link <http://www.bannari.com/Investor Information.html>.

Management Discussion & Analysis

INDUSTRY STRUCTURE AND DEVELOPMENT

Sugar Industry being agro based industry has been playing crucial role in Indian Economy. It is instrumental in resource mobilization, employment generation, income generation and creating social infrastructure in rural areas. The industry is supporting more than 6 million farmers and their families along with workers.

Global sugar production is expected to be around 174.026 million tonnes in the marketing year 2021-2022 as against 168.984 million tonnes in 2020-21. Consumption is anticipated to 173.789 million tonnes in 2021-22 as against 171.034 million tonnes in 2020-21 due to growth in markets including China, India, Indonesia and Russia. Brazil is the largest exporter of sugar, constituting 35% to 45% of the global trade.

India is a major sugar producing country in the South-Asian Region and has recorded bumper sugar production

in the recent past. India has emerged as a leading exporter of sugar in the past few years accounting for over 10% of the global trade. Expecting higher exports and to maintain domestic availability and price stability, the Ministry of Commerce and Industry through Director General of Foreign Trade announced an amendment to its sugar export policy on May 24, 2022 and export of sugar has been placed under the restricted category from 1st June, 2022 to 31st October, 2022 or until further orders whichever is earlier.

With a view to find a sustainable solution to the country's structural sugar surplus and also reduce its reliance on fuel imports, the Government of India has advanced the timeline for 20% ethanol blending in petrol to 2025 from the earlier target of 2030. India achieved a blending rate of 8.1% in the ethanol supply in the year 2020-21 which has been increased to 9.9% in the year 2021-22.

Domestic Sugar Statistics

(in lakh tonnes)

Particulars	2017-18	2018-19	2019-20	2020-21	2021-22 (P)
Opening Stock as on 1st Oct.	38.80	107.20	145.79	107.40	81.86
Production during the Season	324.79	331.62	274.11	311.92	360.00
Imports	2.15	-	-	-	-
Total Availability	365.70	438.79	419.90	419.32	441.86
Off-take					
i) Internal Consumption	253.90	255.00	253.00	265.55	275.00
ii) Exports	4.64	38.00	59.50	71.91	100.00
Total off-take	258.54	293.00	312.50	337.46	375.00
Closing Stock as on 30th Sep	107.16	145.79	107.40	81.86	66.86
Stock as % of off-take	42.2%	57.2%	42.5%	30.8%	24.3%

(Source: Indian Sugar Mills Association (ISMA))



Operational Performance of the company

Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
Sugar		
Installed Capacity (TCD)	23700	23700
Sugarcane Crushed (Lakh Tonnes)	49.01	38.31
Recovery %	9.33	9.34
Sugar bagged (Lakh Quintals)	45.48	35.50
Power		
Installed Capacity		
Co-gen Power (MW)	129.80	129.80
Wind Mills (MW)	8.75	8.75
Units Generated (Million Units)	585.13	482.34
Distillery		
Installed Capacity (KLPD)	217.50	127.50
Alcohol Produced (Million B. Ltrs)	12.44	11.91
Polished Granite Products (Sq mtrs)	184518	130507

Financial Performance of the Company

(₹ in Lakhs)

Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
Revenue from operations		
Sugar	168247.22	128093.07
Power	19892.10	15964.52
Distillery	7843.75	8110.87
Granite Products	3825.92	4107.31
Total Expenses (Excluding interest)		
Sugar	166486.70	125118.43
Power	6664.22	5358.34
Distillery	6999.56	5888.67
Granite Products	4343.69	4522.48
Profit Before Interest and Tax (PBIT)		
Sugar	1760.52	2974.64
Power	13227.88	10606.18
Distillery	844.19	2222.20
Granite Products	(517.77)	(415.17)
Profit After Tax (PAT)	7998.39	9214.00
Earnings per Share (Basic and Diluted)	63.78	73.48

Key Profitability Ratios

Particulars	Year Ended 31.03.2022	Year Ended 31.03.2021
Profitability Ratios		
Operating Profit Margin (EBIDTA / SALES %)	11.06	14.05
Net Profit Margin (PAT / SALES %)	4.00	5.90
Return on net Worth (PAT / Net Worth %)	5.72	6.93
Balance Sheet Ratios		
Debt Equity Ratio (times)	0.69	0.66
Current Ratio (times)	1.46	1.49
Debtors' Turnover (days)	46	41
Inventory Turnover (days)	183	228
Interest Coverage Ratios (times)	4.87	3.91

Previous year profit margin includes state subsidies.

Opportunities

- v Favorable monsoon ensures adequate cane availability and increase in sugar recovery.
- v Availability of sufficient quantum of bagasse for continuous operations of co-generation plants.
- v Increased cane crush caters the need of molasses for distillery units.
- v Capacity addition in Distillery unit in Karnataka and modernization of distillery in Tamil Nadu generates additional revenue

Threats

- v Availability of surplus sugar in the market
- v Government policies in export of sugar
- v Power price fixation by the Regulatory Authorities
- v Climate change
- v Non-availability of harvesting labour in time

Risks, concerns and mitigation

The company has developed and implemented a comprehensive risk management system to identify and manage the risks associated with the business of the company. Sugar industry being agro based and vulnerable to commodity cycles is fought with several risks. The key risks identified by the company and mitigation plan:

Key Risks	Mitigation Plan
Environmental Risk The company inter alia manufactures sugar and alcohol which exposes it to environmental concerns. effluent discharge, hazardous pollutants, inappropriate waste management etc., are primary risks associated with the business	The company has invested with and installed most modern equipments to reduce pollution. Any emission will be within the limit prescribed by the Central / State Pollution Control Boards. All the operations and environmental responsibilities are taken care off. The company's operations and processes are constantly upgraded to meet environmental changes.



Key Risks	Mitigation Plan
Changes in Government Policies The business of the company will be affected due to change in government policies viz. export policy, change in sugarcane price, change in ethanol program etc.,	The company has built long term relationship with all stakeholders including cane growers. It is financially fit to face such risks.
Sugarcane availability and recovery	The company has built good and progressive relationship over the years with the local farming community. Continuous R&D programs are being carried out throughout the year to improve the yield and recovery. Introducing high yielding and high quality new varieties. Provides sufficient support to farmers from field preparation and planting with innovative planting methods and planting materials. Adequate advise are being given to farmers for improvement of sugarcane productivity, irrigation management, profitable intercropping, integrated management of pests and diseases. Having own Bio-fertilizer Unit and thereby have our own mechanism of bio-nutrient production from our by-products and supply the required fertilizer to cane growers and other stakeholders to improve the soil health. Continuous monitoring of crops by field officers.
Sugarcane price	The company represents through industry associations at the time of cane price fixation. The company is financially fit to make timely payment of cane price.
Cane harvesting	Adopting wider row planting suitable for mechanical harvesting. Mechanization programs are being conducted to encourage farmers.
Cane Transportation	The company makes adequate arrangement for timely cane transport

Key Risks	Mitigation Plan
Operational Risk Any disturbance in the operations of any plant will reduce operational efficiency and impact in cost of production	Most modern equipments were installed in almost all the manufacturing facilities. The company has adopted best manufacturing process in all plants and trained work force to meet any challenges during operational hours.
Financial Risks	Refer Note No.53 (Page No. 114) in the Notes of Accounts attached.
Compliance Risks The company's business is subject to legal and regulatory requirements and any non-compliance could result serious consequences	The company has efficient experienced professionals to monitor legal and regulatory compliances. The Board reviews the compliances from time to time.
Information Technology and Cyber Security Risks	Continuous updating of IT systems is ensured. The company has adequate back up procedure to mitigate loss of data.

Internal Control Systems and their Adequacy

The company has adequate internal control systems in place and also has reasonable assurance on authorizing, recording and reporting transactions of its operations. Proper and adequate internal controls are being adopted by the company commensurate with its size, scale and complexities of operations.

Details of Adequacy of Internal Financial Controls

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

The Company's Audit Committee is responsible for reviewing the Report submitted by the Internal Auditors. Suggestions for improvements are considered and the Audit Committee follows up on the implementation of corrective actions. The Audit Committee also invites the

Statutory and Internal Auditors for regular meetings to ascertain their views on the adequacy of internal control systems and keeps the Board of Directors informed of its observations from time to time.

Human Resources and Industrial Relations

The Company employs 1898 permanent employees and the company maintains excellent relationship with its employees during the year under review. No case was filed under Sexual Harassment of women at workplace (Prevention Prohibition and Redressal) Act 2013.

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

CSR Activities

Most of the CSR Activities are carried out directly by the company. We are working tirelessly to enrich the lives of people in the rural community by providing them with a host of amenities that not just make their lives a



whole lot easier but also ensures agricultural, educational and economic independence. More details are furnished in the Annual Report on CSR Activities.

Outlook

India's sugar production is likely to fall slightly in 2022-2023 sugar year due to diversion of sugarcane to ethanol manufacturing from B-heavy molasses. World sugar prices are expected to be firm. It is expected that the government will review the sugar situation and continue to allow exports in 2022-2023 also.

Cautionary Statement

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

DECLARATION ON COMPANY'S CODE OF CONDUCT

This is to confirm that for the financial year ended March 31, 2022, all members of the Board and the Senior Management Personnel have affirmed in writing their compliance with the Code of Conduct adopted by the Company.

Place : Coimbatore
Date : 30.05.2022

S V BALASUBRAMANIAM
Chairman
DIN 00002405

Independent Auditor's Certificate on Compliance with the Corporate Governance requirements under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

The Members of Bannari Amman Sugars Limited,

Certificate on Corporate Governance

1. We have examined the compliance of conditions of Corporate Governance by Bannari Amman Sugars Limited (CIN: L15421TZ1983PLC001358) ('the Company') for the year ended 31st March 2022 as stipulated in Regulations 17 to 27, clause (b) to (i) and (t) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Management's Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

Auditor's Responsibility

3. Our responsibility is to provide a reasonable assurance whether the Company has complied with the conditions of Corporate Governance as stipulated in Listing Regulations for the year ended 31st March 2022.
4. Our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India ('the ICAI') and as per the Guidance Note on Reports or Certificates for special purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information and Other Assurance and Related Services Engagements.

Opinion

7. Based on our examination of the relevant records and according to the information and explanations given to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing regulations for the year ended 31st March 2022.
8. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

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

VIGNESA SOMATHURAI PANDIAN
Partner

Place : Coimbatore

Date : 30.05.2022

M.No. 241168

UDIN: 22241168AJXEAN9153



CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,

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

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

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

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

Place : Coimbatore
Date : 30.05.2022

For M/s C Thirumurthy & Associates
C Thirumurthy B Com BL FCS
Practising Company Secretary
FCS 3454 CP 5179
UDIN: F003454D000422851

ANNEXURE - IV

ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company.

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

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Sri M P Vijayakumar	Chairman	2	2
2	Sri S V Balasubramaniam	Member	2	2
3	Sri T Gundan	Member	2	2
4	Dr Radha Ramani	Member	2	2

3. Provide the web-link where Composition of CSR : <http://www.bannari.com/CorporateSocialResponsibility.html> committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company.

4. Provide the details of Impact assessment of CSR : Not Applicable projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any : NIL

6.	Average net profit of the company as per section 135(5).	:	₹ 11075.35 Lakhs
7.	a) Two percent of average net profit of the company as per section 135(5)	:	₹ 221.51 Lakhs
	b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	:	Nil
	c) Amount required to be set off for the financial year, if any	:	Nil
	d) Total CSR obligation for the financial year (7a+7b-7c)	:	₹ 221.51 Lakhs



8. a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (₹ in lakhs)	Amount Unspent				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135 (5)		
	Amount (₹ in lakhs)	Date of transfer.	Name of the Fund	Amount (₹ in lakhs)	Date of transfer
222.92	NIL	NIL	NA	NA	NA

b) Details of CSR amount spent against **ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Project duration.	Amount Allocated for the project (₹ in lakhs)	Amount spent in the current financial year (₹ in lakhs)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (₹ in lakhs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
Nil												

c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Amount spent for the project (₹ in lakhs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
1.	Support for COVID-19 pandemic relief	I	YES	Tamil Nadu & Karnataka	Chennai Coimbatore, Erode Tirupur Mysore	112.47	Yes	-	-
2.		I	YES	Tamil nadu	Erode	10.00	No	Olirum Erode Foundation, Erode	CSR00004428
3.	Promoting Healthcare	I	YES	Tamil nadu	Krishnagiri	5.33	Yes	-	
4.	Promoting Education	II	YES	Tamil nadu	Chennai	40.00	No	M.K. Mohan Charitable Trust, Chennai	CSR00011503
5.		II	YES	Tamil Nadu & Karnataka	Erode Kallakurichi Chamrajanagar	12.04	Yes	-	-

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount spent for the project (₹ in lakhs)	Mode of Implementation Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
6.	Conservation of natural resource	IV	YES	Tamil Nadu	Erode Tiruvannamalai	40.98	No	Jointly with NABARD	–
7.		IV	YES	Tamil nadu	Coimbatore	2.10	YES	–	–
	TOTAL					222.92			--

- d) Amount spent in Administrative Overheads : Nil
- e) Amount spent on Impact Assessment, if applicable : Nil
- f) Total amount spent for the Financial Year (8b+8c+8d+8e) : ₹ 222.92 Lakhs
- g) Excess amount for set off, if any

Sl.No.	Particular	Amount (₹ in lakhs)
i)	Two percent of average net profit of the company as per section 135(5)	221.51
ii)	Total amount spent for the Financial Year	222.92
iii)	Excess amount spent for the financial year [(ii)-(i)]	1.41
iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	1.41

9. a) Details of Unspent CSR amount for the preceding three financial years :

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (₹ in Lakhs)	Amount spent in the reporting Financial Year (₹ in Lakhs)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (₹ in Lakhs)
				Name of the Fund	Amount (₹ in Lakhs)	Date of transfer	
Nil							



b) Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (₹ in Lakhs)	Amount spent on the project in the reporting Financial Year (₹ in Lakhs)	Cumulative amount spent at the end of reporting Financial Year (₹ in Lakhs)	Status of the project - Completed/ Ongoing
Nil								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)

- Date of creation or acquisition of the capital asset(s)
- Amount of CSR spent for creation or acquisition of capital asset
- Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc
- Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)

Nil

11. Specify the reason(s), if the company has failed to spend two percent of the average net profit as per section 135(5)

: Not Applicable

Place : Coimbatore
Date : 30.05.2022

B SARAVANAN
Managing Director
DIN : 00002927

M P VIJAYAKUMAR
Chairman - CSR Committee
DIN : 05103089

ANNEXURE - V

BUSINESS RESPONSIBILITY REPORT

About this Report

This report has been prepared in accordance with Regulation 34 of the SEBI (LODR) Regulations, 2015 and is aligned with National Voluntary Guidelines on social environmental and economic responsibilities of business

(hereinafter referred as "NVG - SEE") related by ministry of corporate affairs. This report provides an overview of the activities carried out by the Company under each principles outlined in NVG - SEE.

SECTION - A : GENERAL INFORMATION ABOUT THE COMPANY

1. Corporate Identity Number (CIN) : L15421TZ1983PLC001358
2. Name of the Company : Bannari Amman Sugars Limited
3. Registered Address : 1212, Trichy Road, Coimbatore 641 018
4. Website : www.bannari.com
5. E-mail id : shares@bannari.com
6. Financial year reported : April 1, 2021 to March 31, 2022
7. Sector(s) that the Company is engaged in (industrial activity code - wise):

Description	NIC Code
Manufacturing Crystal Sugar	10721
Generating Power	35106
Manufacturing Alcohol	1101
Producing Granite products	08102

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



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

- a) Number of International Locations : Nil
- b) Number of National Locations : The company carries its business from its registered office situated in Coimbatore, Tamilnadu. The manufacturing units are located at 4 places in Tamil Nadu and 2 places in Karnataka.
- c) Markets served by the Company : Local/State /National/International

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

SECTION B: FINANCIAL DETAILS OF THE COMPANY

Sl. No.	Particulars	As on 31.03.2022 (₹ in crores)
1	Paid up Capital	12.54
2	Revenue from Operations	1998.09
3	Profit after taxes	79.98
4	Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	2.79% (The company has spent ₹ 2.23 crores against the requirement of ₹ 2.22 crores)
5	List of activities in which expenditure in 4 above has been incurred : a. Support for COVID-19 Pandemic relief b. Promoting healthcare c. Promoting Education d. Conservation of Natural resources	Refer Annual Report on CSR Activities attached along with the Board's Report

SECTION C: OTHER DETAILS

- 1. Does the Company have any Subsidiary Company/ Companies?
No
- 2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s)
Not Applicable
- 3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]
No

SECTION D: BR INFORMATION

1. Details of Director / Directors responsible for BR

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

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

b) Details of the BR head :

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

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

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


2a. Details of Compliance

Sl. No.	Questions	P	P	P	P	P	P	P	P	P
		1	2	3	4	5	6	7	8	9
1	Do you have a policy/ policies for?	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national / international standards? If yes, specify? (50 words)	Yes. This policy is based on the "National Voluntary Guidelines on Social Environmental & Economic responsibilities of business" released by the Ministry of Corporate Affairs Government of India.								
4	Has the policy being approved by the Board? If yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Yes. Approved by the Board of Directors at its meeting held on 14.2.2017 and signed by the Chairman								
5	Does the company have a specified committee of the Board/Director/ Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6	Indicate the link for the policy to be viewed online?	http://www.bannari.com/investorinformation.html								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
8	Does the Company have in-house structure to implement the policy / policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
9	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y	Y	Y	Y	Y	Y	Y	Y	Y
10	Has the company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

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

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

3. Governance related to BR

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

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

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

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

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

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

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

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

SECTION E: PRINCIPLE-WISE PERFORMANCE

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



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

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

All the products take care of social / environmental concerns and risks.

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

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

Sugar industry is a seasonal industry and it's working always depending on the availability of sugarcane. Use of raw material, energy and water etc., varies depending on capacity utilization of the plant. The Company is continuously investing in various equipments for reducing energy and water requirements.

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

Not Applicable

3. Does the company have procedures in place for sustainable sourcing (including Transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

The main raw material viz. sugarcane being classified as essential commodity under the Essential Commodities Act, 1955, its distribution is controlled by the Government by allotting area to each sugar mill. The company is sourcing raw materials from the

area allotted to each sugar mill. The company is propagating the innovative and technical cultivation process practices in farming viz. drip irrigation, trash mulching, pit planting, organic manure etc. Bannari is also supporting farmers by way of arranging harvesting labour, mechanical harvesting and transportation. All the manufacturing units of the company are situated in midst of the area allotted to the company and thereby significantly reduces the environmental impact of transportation.

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

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

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

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

Principle 3 : Businesses should promote the wellbeing of all employees

1. Please indicate the Total number of employees
Total Number of employees
as on 31.03.2022 : 1898

2. Please indicate the Total number of employees hired on temporary/contractual/ casual basis:

Sugar industry being a seasonal industry, the company employs temporary/contractual/casual employees depending on the necessity particularly after considering the sugarcane availability. It varies season to season and during off-season. Hence, providing data relating to such employees would not be meaningful.

3. Please indicate the Number of permanent women employees:

Number of permanent women employees as on 31.3.2022 : 6

4. Please indicate the Number of permanent employees with disabilities:

Number of permanent employees with disabilities as on 31.3.2022 : NIL

5. Do you have an employee association that is recognized by management?

The company's manufacturing facilities are situated at six locations. In 3 sugar factories there are employees associations.

6. What percentage of your permanent employees is members of this recognized employee association?

It varies from factory to factory and ranges from 47% to 90%

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?

Sl. No	Safety & Skill up-gradation training	
a	Permanent Employees	79%
b	Permanent Women Employees	The women employees are employed only in the head office in a fully secured environment
c	Casual/Temporary/Contractual Employees	21%
d	Employees with Disabilities	NIL

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

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?

Yes. The company has identified the small farmers as disadvantaged, vulnerable and marginalized stakeholders.

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.

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

Principle 5 : Businesses should respect and promote human rights

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

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

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

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

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

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

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

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

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

Yes.

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

No.

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

Yes. The company has taken initiatives on clean technology, energy efficiency and renewable

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

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

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

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

No show cause/legal notice is received.

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

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

a) Indian Sugar Mills Association, New Delhi

b) The South Indian Sugar Mills Association, Tamilnadu & Karnataka

c) All India Distillers Association, New Delhi

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

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

Principle 8 : Businesses should support inclusive growth and equitable development

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

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

- ✓ Support for COVID-19 Pandemic relief.
- ✓ Promoting Health Care.
- ✓ Promoting Education.
- ✓ Conservation of Natural Resource.

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

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

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

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

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

During the year, the Company has spent Rs.222.92 lakhs for various activities. The details are furnished in the Annual Return on CSR activities forming part of the Report of the Board of Directors.

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

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

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

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

No pending complaint as on 31st March, 2022.

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

Yes.

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

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

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

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



ANNEXURE - VI

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2022

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

To

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

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2022 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, 2022 according to the provisions of:

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

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

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

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

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

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

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

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

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

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

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

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

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

Place : Coimbatore
Date : 30.05.2022

For M/s C Thirumurthy & Associates
C Thirumurthy B Com BL FCS
Practising Company Secretary
FCS 3454 CP 5179
UDIN: F003454D000422831



Annexure - A

To

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

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

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

Place : Coimbatore
Date : 30.05.2022

For M/s C Thirumurthy & Associates
C Thirumurthy B Com BL FCS
Practising Company Secretary
FCS 3454 CP 5179
UDIN: F003454D000422831

INDEPENDENT AUDITORS' REPORT

To

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

Opinion

1. We have audited the accompanying financial statements of Bannari Amman Sugars Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022, 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 on that date and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, the profit including other comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

4. Key audit matters are those matters that, in our professional 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 determined the matter described below to be the key audit matter to be communicated in our report.



Sl. No.	Description of Key Audit Matter	Description of Auditor's Response
4.1	Determination of net realizable value of inventory of sugar as at the year ended March 31, 2022 (Refer to the accompanying Note No.7 forming integral part of the Financial Statements) As on March 31, 2022, the Company has inventory of sugar with the carrying value of ₹ 83857.50 lakhs. The inventory of sugar is valued at the lower of Weighted Average cost and net realizable value. We considered the value of the inventory of sugar as a key audit matter given the relative size of the balance in the financial statements and significant judgement involved in the consideration of factors such as minimum sale price, monthly quota, fluctuation in selling prices and the related notifications of the Government in determination of net realizable value.	We understood and tested the design and operating effectiveness of controls as established by the management in determination of net realizable value of inventory of sugar. We considered various factors including the actual selling price prevailing around and subsequent to the year end, minimum selling price & monthly quota and other notifications of the Government of India, initiatives taken by the Government with respect to sugar industry as a whole. Based on the above procedures performed, the management's determination of cost and net realizable value of the inventory of sugar as at the year-end is considered to be reasonable.
4.2	Determination of credit risk of Trade receivables as at the year ended March 31, 2022 (Refer to the accompanying Note No.8 forming integral part of the Financial Statements) As on March 31, 2022, the Company has trade receivable of ₹ 34555.55 Lakhs. We considered the value of Trade Receivable as a key audit matter given the relative size of the balance in the financial statements and significant increase compared with the previous year.	We verified and tested the design and operative effectiveness of internal controls established by the management. We verified various factors including the terms of agreement with respect to trade receivables, historical trends of collection of receivables and estimation of credit risk. Based on the above procedures performed, the management's estimation of credit risk is considered to be reasonable.

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

- The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

7. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. Based on the work we have performed on other information, if we conclude that there is a material misstatement, if any, of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

8. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance (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 Ind AS. 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.
9. In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
10. Those Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

11. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
12. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - a) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - b) Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
13. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
14. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
15. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

16. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
17. 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 financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standard) Rules, 2015 as amended.
 - e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

- g) With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

- h) With respect to the other matters to be included in the Auditor's 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 No.40 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 has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Company.
- iv)
 - a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - b) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (i) and (ii) of Rule 11 contain any material mis-statement.
- v) The dividend declared or paid during the year by the Company relating to financial year 2020-21 is in compliance with Section 123 of the Act.

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

VIGNESA SOMATHURAI PANDIAN
Partner
M.No. 241168
UDIN:22241168AJXDRM2833

Place : Coimbatore
Date : 30.05.2022



Annexure - A to the Independent Auditors' Report

Referred to in paragraph 16 of the Independent Auditor's Report of even date to the members of Bannari Amman Sugars Limited on the financial statements for the year ended March 31, 2022

- i. a) A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
B) The Company does not hold any intangible assets and hence reporting under this clause is not applicable.
- b) The Company has physically verified property, plant and equipment in regular intervals during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment.
- c) In our opinion and according to the information and explanations given to us and on the basis of examination of the records of the company the title deeds of immovable properties are held in the name of the company. In respect of immovable properties taken on lease and disclosed as right-of-use assets in the financial statements, the lease agreements are in the name of the company.
- d) The Company has not revalued its property, plant and equipment (including right of use assets) during the year.
- e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii. a) The inventory has been physically verified by the management at reasonable intervals during the year. In our opinion, the coverage and procedure of such verification by management is appropriate. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed as compared to book records.
- b) The Company has been sanctioned working capital limit in excess of Rupees Five Crores in aggregate during the year from banks on the basis of security of current assets. The Quarterly statements filed by the company with the banks are not in agreement with the books of accounts of the company and the details of the same are given in paragraph (ix) of Note No. 56 to the Financial Statements.
- iii. In our opinion and according to the information and explanations given to us and on the basis of our examination of the books of account, during the year, the Company has not made any investments in, provided any guarantee or security, granted any loans secured or unsecured to companies, firms, limited liability partnerships or other parties. Accordingly, the reporting under paragraph 3(iii) of the Order is not applicable to the Company.
- iv. In our opinion and according to the information and the explanations given to us, the Company has not granted any loans or provided any guarantees or securities to the parties covered under the section 185 of the Act. The Company has complied with the provisions of section 186 of the Act in respect of investments made or loans or guarantee or security provided.

- v. According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the Rules framed thereunder. Accordingly, reporting under paragraph 3(v) is not applicable to the Company.
- vi. As per the information and explanations given by the management, maintenance of cost records has been prescribed by the Central Government and we are of the opinion that the prescribed accounts and records have been made and maintained under section 148(1) of the Act, by the company.
- vii. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the undisputed statutory dues including Provident Fund, Employee's State Insurance, Income tax, Goods and Service Tax, duty of customs, duty of excise, and any other material statutory dues, as applicable, have been regularly deposited during the year by the Company with the appropriate authorities. Consequently, there were no undisputed dues outstanding as at March 31, 2022 for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us, the details of statutory dues referred to in sub-clause (a) which have not been deposited as on March 31, 2022 on account of disputed dues are given below :

Sl. No.	Name of the Statute	Nature of Dues	Amount Disputed (₹ in Lakhs)	Period to which demand relates	Forum where dispute is pending
1	Income Tax Act, 1961	Income Tax	98.73	AY 2017-18	Commissioner of Income Tax, Appeals.

- viii. According to the information and explanations given to us and on the basis of our examination of the books of account, there were no transactions relating to previously unrecorded income that were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. a) According to the information and explanations given to us, the Company has not defaulted in repayment of dues to any lender during the year. The company has not issued any debentures.
- b) According to the information and explanations given to us, the company has not been declared as willful defaulter by any bank or financial institution or other lender.
- c) According to the information and explanations given to us, the term loans availed during the year have been applied for the purposes for which those were obtained.
- d) According to the information and explanations given to us and based on our overall examination of Financial Statements of the Company, the funds raised on short term basis by the company during the year have not been utilized for long term purposes.
- e) The Company does not have any subsidiaries, associates or joint ventures. Accordingly, the provisions of paragraph 3(ix)(e) and 3(ix)(f) of the Order are not applicable to the Company.



- x. a) The Company has not raised any money by way of Initial Public Offer or further public offer (including Debt instruments) during the year.
- b) According to the information and explanations given to us and based on our examination of the records, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year under review.
- Accordingly, the reporting under paragraph 3(x) of the Order is not applicable.
- xi. a) According to the information and explanations given to us, no fraud by the Company or any fraud on the Company has been noticed or reported during the year.
- b) According to the information and explanations given to us, no report under Section 143 (12) of the Companies Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government during the year and up to the date of this report.
- c) According to the information and explanations given to us, the company has not received any whistle blower complaints during the year. Accordingly, the reporting under paragraph 3(xi) of the Order is not applicable.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, reporting under paragraph 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.
- xiv. a) According to the information and explanations given to us, the company has an internal audit system commensurate with the size and nature of its business.
- b) The Reports of the Internal Auditors issued till the date of the audit report for the period under audit were considered by us.
- xv. According to the information and explanations given to us and based on our examination of the records, the Company has not entered into non-cash transactions with the directors or persons connected with them and hence provisions of Section 192 of the act are not applicable to the Company.
- xvi. a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the paragraph 3(xvi) (a) of the Order is not applicable.
- b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid certificate of registration (CoR) from Reserve Bank of India as per Reserve Bank of India Act, 1934. Accordingly, the paragraph 3(xvi) (b) of the Order is not applicable.
- c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the paragraph 3(xvi) (c) of the Order is not applicable.

- d) There is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). Accordingly, the paragraph 3(xvi) (d) of the Order is not applicable.
- xvii. The Company has not incurred any cash losses in the financial year and the immediately preceding financial year. Accordingly, the reporting under paragraph 3(xvii) of the Order is not applicable.
- xviii. There has not been any resignation of the Statutory Auditors during the year.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report and that the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- xx. According to the information and explanations given to us and based on our examination of the records, the company has spent the amount required to be spent as stipulated in section 135 of the act and does not have any ongoing projects under section 135(5) of the act. Hence the company does not have any ongoing projects and unspent amount which requires to be transferred to fund or special account as per section 135(5) and 135(6) of the Act. Accordingly, the provision of paragraph 3(xx) of the order is not applicable.
- xxi. The Company does not have any subsidiary or associates. Accordingly, the reporting under paragraph 3(xxi) of the Order is not applicable.

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

VIGNESA SOMATHURAI PANDIAN
Partner
M.No. 241168
UDIN:22241168AJXDRM2833

Place : Coimbatore
Date : 30.05.2022



Annexure - B to the Independent Auditors' Report

Referred to in paragraph 17(f) of the Independent Auditor's Report of even date to the members of Bannari Amman Sugars Limited on the financial statements for the year ended March 31, 2022.

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

1. We have audited the internal financial controls over financial reporting of Bannari Amman Sugars Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

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

VIGNESA SOMATHURAI PANDIAN
Partner
M.No. 241168
UDIN:22241168AJXDRM2833

Place : Coimbatore
Date : 30.05.2022

**BANNARI AMMAN SUGARS LIMITED****BALANCE SHEET AS AT 31.03.2022**

(₹ in Lakhs)

SI No	PARTICULARS	Note No.	As at 31.03.2022		As at 31.03.2021	
			Details	Total	Details	Total
I.	ASSETS					
	1) NON- CURRENT ASSETS					
	a) Property, Plant and Equipment	2	104782.46		95253.94	
	b) Capital Work in Progress		6080.79		14513.73	
	c) Right-of-use Assets	3	62.12		61.67	
	d) Biological Assets	4	43.67		45.78	
	e) Financial Assets - Investments	5	121.81		95.53	
	f) Other Non-Current Assets	6	2910.08		3061.61	
				114000.93		113032.26
	2) CURRENT ASSETS					
	a) Inventories	7	100570.38		99550.36	
	b) Financial Assets					
	i) Trade Receivables	8	34555.55		16076.09	
	ii) Cash and Cash Equivalents	9	284.33		320.16	
	iii) Bank Balance other than Cash and Cash Equivalents	10	60.82		64.07	
	iv) Loans	11	95.58		85.44	
	v) Other Financial Assets	12	701.96		4953.74	
	c) Other Current Assets	13	6582.83		4955.22	
				142851.45		126005.08
	TOTAL ASSETS			256852.38		239037.34
II.	EQUITY AND LIABILITIES					
	EQUITY					
	a) Equity Share Capital	14	1253.97		1253.97	
	b) Other Equity	15	141085.89		134354.49	
				142339.86		135608.46
	LIABILITIES					
	1) NON-CURRENT LIABILITIES					
	a) Financial Liabilities					
	i) Borrowings	16	12368.40		16914.92	
	ii) Lease Liabilities	17	39.16		37.62	
	iii) Other Financial Liabilities	18	617.49		562.55	
	b) Provisions	19	447.58		443.94	
	c) Deferred Tax Liabilities (Net)	20	3081.02		1134.01	
				16553.65		19093.04
	2) CURRENT LIABILITIES					
	a) Financial Liabilities					
	i) Borrowings	21	83627.91		70185.79	
	ii) Lease Liabilities	22	27.85		27.95	
	iii) Trade payables					
	a) Outstanding dues of Micro and Small Enterprise	23	97.75		100.53	
	b) Outstanding dues of other than (iii) (a) above		8569.61		5869.03	
	iv) Other Financial Liabilities	24	1949.58		1692.01	
	b) Other Current Liabilities	25	2789.27		5480.15	
	c) Provisions	26	655.61		631.67	
	d) Current Tax Liabilities (Net)	27	241.29		348.71	
				97958.87		84335.84
	TOTAL EQUITY AND LIABILITIES			256852.38		239037.34

Significant Accounting Policies

1

The accompanying notes are an integral part of the financial statements

As per our report of even date attached

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

VIGNESA SOMATHURAI PANDIAN
Partner

M No 241168

Place : Coimbatore
Date : 30.05.2022

S V BALASUBRAMANIAM
Chairman
DIN 00002405

C PALANISWAMY
Company Secretary

B SARAVANAN
Managing Director
DIN 00002927

M RAMPRABHU
Chief Financial Officer

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2022

(₹ in Lakhs)

SI No	PARTICULARS	Note No.	Year ended 31.03.2022		Year ended 31.03.2021	
			Details	Total	Details	Total
I	INCOME :					
	Revenue from Operations	28	199808.99		156275.77	
	Other Income	29	555.06		902.19	
	TOTAL INCOME			200364.05		157177.96
II	EXPENSES :					
	Cost of Materials Consumed	30	146096.07		111434.32	
	Purchase of Stock-in-Trade	31	243.41		357.72	
	Changes in Inventories of Finished Goods and Work-in-Progress	32	(377.90)		(3171.66)	
	Employee Benefits Expense	33	11656.57		11236.31	
	Finance Costs	34	3141.89		3934.26	
	Depreciation and Amortisation Expense	35	6785.67		6572.13	
	Other Expenses	36	20645.41		15361.29	
	TOTAL EXPENSES			188191.12		145724.37
III	PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX (I- II)			12172.93		11453.59
IV	Exceptional Items			-		-
V	PROFIT BEFORE TAX (III - IV)			12172.93		11453.59
VI	Tax Expenses:					
	a. Current Tax	55	2220.53		2088.32	
	b. Deferred Tax		1954.01		151.27	
				4174.54		2239.59
VII	PROFIT FOR THE PERIOD (V - VI)			7998.39		9214.00
VIII	OTHER COMPREHENSIVE INCOME					
	Items that will not be reclassified to profit or loss					
	i) Remeasurement of the defined benefit plans		(46.30)		191.89	
	ii) Equity Instruments through Other Comprehensive Income		26.29		29.51	
	iii) Income Tax on Other Comprehensive Income		6.99		(66.46)	
				(13.02)		154.94
IX	TOTAL COMPREHENSIVE INCOME FOR THE PERIOD (VII + VIII)			7985.37		9368.94
X	EARNINGS PER SHARE - BASIC AND DILUTED (₹)	44		63.78		73.48

Significant Accounting Policies

1

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

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

VIGNESA SOMATHURAI PANDIAN
Partner
M No 241168

Place : Coimbatore
Date : 30.05.2022

S V BALASUBRAMANIAM
Chairman
DIN 00002405

C PALANISWAMY
Company Secretary

B SARAVANAN
Managing Director
DIN 00002927

M RAMPRABHU
Chief Financial Officer



BANNARI AMMAN SUGARS LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31.03.2022

A. Equity Share Capital

(₹ in Lakhs)

Year Ended	Balance at the beginning of the reporting period	Changes during the year	Balance at the end of the reporting period
31.03.2022	1253.97	–	1253.97
31.03.2021	1253.97	–	1253.97

B. Other Equity

(₹ in Lakhs)

Particulars	Reserves and Surplus					Other Comprehensive Income		Total
	Capital Reserve	Securities Premium	Capital redemption Reserve	General Reserve	Retained earnings	Equity Instruments	Defined benefit obligation	
Balance as at 01.04.2021	756.25	8503.35	1846.00	119744.81	3499.06	42.26	(37.24)	134354.49
Movements during the year ended 31.03.2022								
Total Comprehensive Income for the year					7998.39	17.10	(30.12)	7985.37
Dividend					(1253.97)			(1253.97)
Transfer to General Reserve				7500.00	(7500.00)			
Balance as at 31.03.2022	756.25	8503.35	1846.00	127244.81	2743.48	59.36	(67.36)	141085.89
Balance as at 01.04.2020	756.25	8503.35	1846.00	112244.81	3039.03	23.06	(172.98)	126239.52
Movements during the year ended 31.03.2021								
Total Comprehensive Income for the year					9214.00	19.20	135.74	9368.94
Dividend					(1253.97)			(1253.97)
Transfer to General Reserve				7500.00	(7500.00)			
Balance as at 31.03.2021	756.25	8503.35	1846.00	119744.81	3499.06	42.26	(37.24)	134354.49

As per our report of even date attached

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

S V BALASUBRAMANIAM
Chairman
DIN 00002405

B SARAVANAN
Managing Director
DIN 00002927

VIGNESA SOMATHURAI PANDIAN
Partner
M No 241168

C PALANISWAMY
Company Secretary

M RAMPRABHU
Chief Financial Officer

Place : Coimbatore
Date : 30.05.2022

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31.03.2022

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2022		Year ended 31.03.2021	
A. OPERATING ACTIVITIES :				
Profit Before Tax		12172.93		11453.59
Adjustments for :				
Depreciation and Amortisation Expense	6785.67		6572.13	
Finance costs	3141.89		3934.26	
Loss on Sale of Property, Plant and Equipment	263.54		46.86	
Interest Income	(227.17)		(152.08)	
Dividend Income	(0.51)		(0.51)	
Provision for Expected Credit Loss	565.60		212.28	
Profit on sale of Property, Plant and Equipment	(7.69)		(384.60)	
		10521.33		10228.34
Operating Profit before Working Capital Changes		22694.26		21681.93
Adjustments/Changes in Working Capital :				
Inventories	(1020.02)		(3536.14)	
Trade Receivables	(19045.06)		2651.77	
Other Financial Assets	4241.64		5328.60	
Other Current and Non-Current Assets	(1430.17)		(430.06)	
Trade Payables	2697.80		(193.63)	
Other Financial Liabilities	127.70		1560.15	
Other Current and Non-Current Liabilities	(2690.88)		(1744.40)	
Provisions	(18.72)		(66.70)	
		(17137.71)		3569.59
Cash Generated from / (used in) Operations		5556.55		25251.52
Less : Income Tax paid (Net of Refund)		2335.60		1675.74
Net Cash from / (used in) Operating Activities		3220.95		23575.78

**BANNARI AMMAN SUGARS LIMITED****STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31.03.2022 (Contd.,)**

(₹ in lakhs)

PARTICULARS	Year ended 31.03.2022		Year ended 31.03.2021	
B. INVESTING ACTIVITIES :				
Purchase of Property, Plant and Equipment	(7793.23)		(6892.95)	
Sale of Property, Plant and Equipment	42.23		636.70	
Interest Received	227.17		152.08	
Dividend Received	0.51		0.51	
Net Cash from / (used in) Investing Activities		(7523.32)		(6103.66)
C. FINANCING ACTIVITIES :				
Proceeds from/(Repayment of) Non-Current Borrowings (net)	(3092.12)		(7703.06)	
Proceeds from/(Repayment of) Current Borrowings (net)	11987.72		(4768.24)	
Finance Costs paid	(3341.89)		(4165.66)	
Payment of Lease Liabilities (Ind AS 116)	(33.20)		(33.20)	
Dividend Paid	(1253.97)		(1253.97)	
Net Cash from/(used in) Financing Activities		4266.54		(17924.13)
Net Increase/(decrease) in Cash and Cash Equivalents (A+B+C)		(35.83)		(452.01)
Reconciliation :				
Opening Cash and Cash Equivalents	320.16		772.17	
Closing Cash and Cash Equivalents	284.33		320.16	
Net Increase/(Decrease) in Cash and Cash Equivalents		(35.83)		(452.01)

As per our report of even date attached

For P K NAGARAJAN & Co.,
Chartered Accountants
Firm Regn. No: 0166765

S V BALASUBRAMANIAM
Chairman
DIN 00002405

B SARAVANAN
Managing Director
DIN 00002927

VIGNESA SOMATHURAI PANDIAN
Partner
M No 241168

C PALANISWAMY
Company Secretary

M RAMPRABHU
Chief Financial Officer

Place : Coimbatore
Date : 30.05.2022

Notes forming part of the Financial Statements for the year ended 31.03.2022

NOTE 1:

Statement of Significant Accounting Policies followed by the Company

COMPANY BACKGROUND

Bannari Amman Sugars Limited (the 'Company') is a Public Limited Company domiciled and incorporated in India under the Companies Act, 1956. The registered office of the Company is located at 1212 Trichy Road, Coimbatore 641 018. The Company has five sugar factories with aggregate capacity of 23700 MT of sugarcane crushing per day and 129.80 MW of Cogen Power. It has two distillery units with the aggregate production capacity of 217.50 KLPD besides having Agrinatural fertilizer and Granite processing units. The Company has Seven Wind Mills with a total capacity of 8.75 MW. The company's Shares are listed in BSE and NSE.

a) Basis of Preparation

i) Compliance with IND AS

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

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

ii) Historical Cost Convention

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities that are measured at fair value at the end of the each reporting period.

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

whether that price is directly observable or estimated using another valuation technique. The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

Fair value for measurement and/or disclosure purposes in these financial statement is determined on such basis except for leasing transactions that are within the scope of Ind AS 116 and measurements that have similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 (Inventories) or value in use in Ind AS 36 (Impairment of Assets).

iii) Current and Non - Current Classification

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

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

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

iv) Rounding of amounts

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

b) Use of Estimates and Judgements

The estimates and judgements used in the preparation of the financial statements are



continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the company believes to be reasonable under the existing circumstances. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after the date but provide additional evidence about conditions existing as at the reporting date.

c) Property, Plant and Equipment

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

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

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

Assets which are not ready for their intended use and other capital work in progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest. Advances given towards

acquisition of Property, Plant and Equipment outstanding at each balance sheet date are disclosed as Capital Advances under Other Non-Current Assets.

Depreciation

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

Derecognition

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

d) Impairment of Non financial Assets

Non financial assets are tested for impairment at the end of each reporting period as to whether events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the assets' carrying amount exceeds its recoverable amount.

The recoverable amount is higher of an assets' fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash generating units). Non financial assets that suffered an impairment in prior periods are reviewed for possible reversal of the impairment at the end of the each reporting period.

e) Derivative financial Instruments

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

f) Financial Instruments

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

Financial Assets

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

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

technique that uses data from observable markets (i.e. level 2 input).

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

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

Initial Recognition

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

Subsequent measurement

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

Dividend

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

Derecognition

A financial asset is derecognised when the contractual rights to the cash flows from the financial



asset expires or the Company transfers the financial asset and substantially all the risks and rewards of ownership of the asset.

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

On derecognition of such financial assets, the cumulative gain / loss previously recognised in Other Comprehensive Income is not reclassified from the equity to the Statement of Profit and Loss.

However, the company may transfer such cumulative gain / loss into the retained earnings within equity.

Impairment of Financial Asset

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

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

In case of financial assets measured at fair value through other comprehensive income or at amortised cost, the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk has not

increased significantly, an amount equal to 12 month expected credit losses is measured as loss allowance.

However, if credit risk has increased significantly, an amount equal to lifetime expected credit losses is measured and recognised as loss allowance.

Financial Liabilities

Initial Recognition

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

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

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

Subsequent measurement

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

Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an

existing financial liability is substantially modified, such an exchange or modification is treated as the extinguishment of the original liability and the recognition of a new financial liability. The difference between the carrying amount of a financial liability extinguished and the consideration paid is recognised in the Statement of Profit and Loss.

g) Valuation of Inventories :

i) Finished Goods

Sugar
Granite Blocks
Polished Granite Products
Molasses
Bagasse
Alcohol
Agrinatural Fertilizer

Lower of Weighted Average Cost and
Net Realisable value

Process stock

-

Lower of Cost and Net Realisable Value

Raw material, consumables, stores &
spares and others

Lower of Weighted Average Cost and Net
Realisable value

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

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

h) Fair value measurement

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

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

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

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

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

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



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

i) Revenue Recognition

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

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

Sale of Goods :

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

Revenue is measured based on the transaction price, which is the consideration, net of customer incentives, discounts, variable considerations, payments made

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

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

Sale of Services

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

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

Dividend and Interest Income

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

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

Rental Income

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

i) Foreign Currency Transactions

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

k) Provisions and Contingencies

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

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

l) Income Tax

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

Current Tax

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

that have been enacted or substantively enacted by the end of the reporting period for the amount expected to be paid to / recovered from the taxation authorities.

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

Deferred Tax

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

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

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



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

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

Presentation of Current and Deferred Tax

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

The company offsets current tax assets and current tax liabilities, where it is legally enforceable right to set off the recognised amount and where it intends either to settle on a net basis or to realize the assets and settle the liabilities simultaneously.

In case of deferred tax assets and deferred tax liabilities, the company offsets only when they relate to income taxes levied by the same taxation authorities and it has legally enforceable right to set off current tax assets against current tax liabilities.

m) Government grants

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

against the expenses depending upon the nature of the grant.

n) Employee Benefits

Short Term Employee Benefits

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

Post-employment Benefits

The Company operates the following post-employment schemes:

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

Defined Contribution Plans

Defined Contribution Plans are Provident Fund, Employee State Insurance scheme and Government administered Pension Fund scheme for all applicable employees.

The company recognises contribution payable to a defined contribution plan as expenses in the statement of profit and loss when the employee renders services to the company during the reporting period. If the contribution payable for services received from employee before the reporting date exceeds the contribution already paid, the deficit payable is recognised as a liability after deducting the contribution already paid.

Defined Benefit Plans

Gratuity obligations

The Company operates a defined benefit plan for employees. The Company contributes to a separate entity (a fund), towards meeting the gratuity obligation. The liability or asset recognised in the balance sheet in respect of defined benefit gratuity

plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by Independent actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows at a predetermined rate of interest based on the market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income.

Other long-term employee benefit obligations

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

o) Operating Segments

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

The operating segments are reported after taken into consideration of aggregation criteria and quantitative threshold as mentioned in Para 12 and 13 of Ind AS 108.

Operating segments are reported in a manner consistent with the internal reporting provided to the CODM of the company. The CODM is responsible for allocating the resources and assessing the performance of the operating segments of the company.

p) Leases

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

Company as Lessor

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

Company as Lessee

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



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

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

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rate. Lease liabilities are remeasured with a corresponding adjustment to the related Right-of-Use asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

Lease liability and Right-of-Use asset have been presented in the Balance Sheet and lease payments have been classified as cash flows from financing activities. The Interest expense and depreciation relating to Right-of-Use Asset have also been disclosed in the statement of profit and loss.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases, leases of low-value assets and variable lease

payments. The Company recognises such lease payments relating to these leases as an expense on a straight-line basis over the lease term.

q) Cash Flow Statement

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

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

r) Borrowings

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

s) Borrowing Costs

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

t) Earnings Per Share

Earnings Per Share (EPS) is calculated by dividing the profit after tax and before Other Comprehensive Income (OCI) attributable to equity shareholders by

the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

u) Events occurring after balance sheet date

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

v) Recent accounting pronouncements

The Company has complied with the amendments and additional disclosures are given in the notes.

The significant amendments relating to Division II which relate to companies whose financial

statements are required to comply with Companies (Indian Accounting Standards) Rules 2015 are:

Balance Sheet:

- i) Disclosure of shareholding of promoters.
- ii) Ageing schedule for trade receivables, trade payables and capital work-in-progress.
- iii) Lease liabilities separately disclosed under the head financial liabilities.
- iv) Additional regulatory requirement such as compliance with approved schemes of arrangements, compliance with number of layers of companies, title deeds of immovable property not held in name of company, loans and advances to promoters, directors, key managerial personnel (KMP) and related parties, details of benami property held etc.

Statement of Profit and Loss:

Additional disclosures relating to Corporate Social Responsibility (CSR).



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

(₹ in Lakhs)

	Freehold Land	Buildings	Plant and Equipment	Furniture and Fixtures	Motor Vehicles	Office and other Equip-ments	Total	Capital Work in progress
Gross Carrying amount								
Balance as at 01.04.2020	5461.63	50647.85	84754.65	371.30	1052.14	432.36	142719.93	8968.22
Additions	528.68	264.71	596.10	26.78	253.78	92.53	1762.58	5607.46
Deduction/Adjustments	(234.06)	(33.04)	(36.66)		(23.34)	(1.40)	(328.50)	(61.95)
Balance as at 31.03.2021	5756.25	50879.52	85314.09	398.08	1282.58	523.49	144154.01	14513.73
Additions	79.94	3872.30	12317.73	12.17	280.41	58.09	16620.64	6046.69
Deduction/Adjustments	(7.05)	(5.53)	(551.34)		(10.24)	(0.01)	(574.17)	(14479.63)
Balance as at 31.03.2022	5829.14	54746.29	97080.48	410.25	1552.75	581.57	160200.48	6080.79
Accumulated Depreciation								
Balance as at 01.04.2020	--	9724.00	31535.98	287.96	559.72	277.04	42384.70	--
Depreciation for the year	--	1933.22	4460.85	13.29	88.71	48.84	6544.91	--
Withdrawn	--	(4.46)	(5.15)		(18.64)	(1.29)	(29.54)	--
Balance as at 31.03.2021	--	11652.76	35991.68	301.25	629.79	324.59	48900.07	--
Depreciation for the year	--	1856.34	4726.04	10.02	101.54	65.11	6759.05	--
Withdrawn	--	(0.66)	(232.05)		(8.39)		(241.10)	--
Balance as at 31.03.2022	--	13508.44	40485.67	311.27	722.94	389.70	55418.02	--
Net Carrying amount								
Balance as at 31.03.2021	5756.25	39226.76	49322.41	96.83	652.79	198.90	95253.94	14513.73
Balance as at 31.03.2022	5829.14	41237.85	56594.81	98.98	829.81	191.87	104782.46	6080.79

Note : All immovable properties are held in the name of the Company. Certain movables and immovable properties have been given as security for the borrowings. Details are furnished in Note No. 16 and 21.

CAPITAL WORK-IN-PROGRESS AGEING SCHEDULE:

(₹ in Lakhs)

PARTICULARS	Amount in CWIP for a period of				Total
	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
As on 31.03.2022					
Projects in Progress	5454.32	607.76	18.71	-	6080.79
Projects temporarily suspended	-	-	-	-	-
As on 31.03.2021					
Projects in Progress	5607.46	8839.40	62.32	4.55	14513.73
Projects temporarily suspended	-	-	-	-	-

The Company does not have any project overdue or exceeded its originally planned cost.

NOTE 3. RIGHT-OF-USE ASSETS

(₹ in Lakhs)

PARTICULARS	Land	Building	Total
COST			
Balance as at 01.04.2020	76.43	39.68	116.11
Add: Additions	-	-	-
Balance as at 31.03.2021	76.43	39.68	116.11
Add: Additions	27.07	-	27.07
Balance as at 31.03.2022	103.50	39.68	143.18
ACCUMULATED DEPRECIATION			
Balance as at 01.04.2020	18.85	8.37	27.22
Depreciation / Amortisation for the year	18.85	8.37	27.22
Balance as at 31.03.2021	37.70	16.74	54.44
Depreciation / Amortisation for the year	18.25	8.37	26.62
Balance as at 31.03.2022	55.95	25.11	81.06
NET CARRYING AMOUNT AS AT 31.03.2022	47.55	14.57	62.12
NET CARRYING AMOUNT AS AT 31.03.2021	38.73	22.94	61.67

Expenses relating to leases of low value assets and variable lease payments not included in the measurement of lease liabilities of ₹ 63.17 Lakhs (₹ 83.84 Lakhs) are shown under other expenses.


NOTE 4. BIOLOGICAL ASSETS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
Live Stock	27.92	32.50
Others	15.75	13.28
TOTAL	43.67	45.78

NOTE 5. FINANCIAL ASSETS - INVESTMENTS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
I. QUOTED INVESTMENTS - AT FVTOCI		
INVESTMENT IN EQUITY INSTRUMENTS		
i) 84375 Equity Shares (P.Y : 84375) of Sakthi Finance Ltd of ₹ 10 each	17.76	13.96
ii) 50000 Equity Shares (P.Y : 50000) of Bank of Baroda of ₹ 2 each	55.80	37.08
iii) 73400 Equity Shares (P.Y : 73400) of Indraprastha Medical Corporation Ltd of ₹ 10 each	42.90	39.45
iv) 14300 Equity Shares (P.Y : 14300) of Indian Overseas Bank of ₹ 10 each	2.60	2.29
TOTAL	119.06	92.78
II. UN QUOTED INVESTMENTS - AT COST		
i) IN GOVERNMENT SECURITIES :		
Kisan Vikas Patra (Pledged with State Government Authorities)	0.40	0.40
ii) IN EQUITY INSTRUMENTS OF OTHER ENTITIES :		
Bannari Amman Sugars Employees' Co-operative Stores Limited	2.35	2.35
TOTAL	2.75	2.75
TOTAL (QUOTED & UNQUOTED)	121.81	95.53
Aggregate cost of Quoted Investments	49.36	49.36
Aggregate market value of Quoted Investments	119.06	92.78
Aggregate cost of unquoted Investments	2.75	2.75

NOTE 6. OTHER NON-CURRENT ASSETS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
UNSECURED, CONSIDERED GOOD		
Capital Advances	1868.48	1996.68
Security Deposits with Government Bodies and Others	209.54	240.52
Balance with Government Authorities	832.06	824.41
TOTAL	2910.08	3061.61

CURRENT ASSETS
NOTE 7. INVENTORIES

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022		As at 31.03.2021	
	Details	Total	Details	Total
RAW MATERIALS :				
Molasses	-		531.72	
Granite Rough Blocks	423.48		382.32	
Press mud	24.27		10.31	
		447.75		924.35
WORK IN PROGRESS :				
Sugar	1812.29		1160.40	
Molasses	227.13		137.44	
Press mud	61.80		65.85	
		2101.22		1363.69
FINISHED GOODS :				
Sugar	83857.50		87462.17	
Molasses	4247.00		2047.94	
Bagasse	662.86		219.61	
Granite Products	3709.32		2806.98	
Alcohol	382.54		679.85	
Agrinatural Fertilizers	44.07		46.37	
		92903.29		93262.92
Stores, Spares and others		5118.12		3999.40
TOTAL		100570.38		99550.36

NOTE 8. TRADE RECEIVABLES

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022		As at 31.03.2021	
Undisputed, unsecured - considered good	34555.55		16076.09	
Undisputed, unsecured - credit impaired	777.88		212.28	
		35333.43		16288.37
Less: Provision for expected credit loss		777.88		212.28
TOTAL		34555.55		16076.09


Trade Receivables Ageing Schedule

(₹ in Lakhs)

PARTICULARS	NOT DUE	OUTSTANDING FOR THE FOLLOWING PERIODS FROM DUE DATE OF PAYMENT					TOTAL
		LESS THAN 6 MONTHS	6 MONTHS - 1 YEAR	1 YEAR - 2 YEARS	2 YEARS - 3 YEARS	MORE THAN 3 YEARS	
AS ON 31.03.2022							
Undisputed Trade Receivables							
Undisputed considered good	6194.12	16870.59	6747.69	3625.59	830.15	287.41	34555.55
Undisputed which have significant credit risk	-	-	-	-	-	-	-
Undisputed credit impaired	-	-	115.19	347.07	167.40	148.22	777.88
Disputed Trade Receivables	-	-	-	-	-	-	-
AS ON 31.03.2021							
Undisputed Trade Receivables							
Undisputed considered good	2171.11	6275.39	3047.56	4381.63	170.27	30.13	16076.09
Undisputed which have significant credit risk	-	-	-	-	-	-	-
Undisputed credit impaired	-	-	-	121.39	86.08	4.81	212.28
Disputed Trade Receivables	-	-	-	-	-	-	-

NOTE 9. CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
Balance with Banks in Current Accounts	254.73	304.83
Cash on hand	29.60	15.33
TOTAL	284.33	320.16

NOTE 10. BANK BALANCE OTHER THAN CASH AND CASH EQUIVALENTS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
Balance in Unpaid Dividend Accounts	60.82	64.07
TOTAL	60.82	64.07

NOTE 11. LOANS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
UNSECURED CONSIDERED GOOD		
Loan to Staff	95.58	85.44
TOTAL	95.58	85.44

NOTE 12. OTHER FINANCIAL ASSETS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
Security deposits	663.72	41.80
Subsidies receivable	37.82	4909.74
Interest accrued on loans and advances	0.42	2.20
TOTAL	701.96	4953.74

NOTE 13. OTHER CURRENT ASSETS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
UNSECURED - CONSIDERED GOOD		
Advance recoverable in cash or kind	2418.13	2149.43
Prepaid expenses	815.90	575.42
Advance to staff	4.01	4.22
Balance with Government Authorities	3344.79	2226.15
TOTAL	6582.83	4955.22

NOTE 14. EQUITY SHARE CAPITAL

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
AUTHORISED		
4,40,00,000 Equity Shares of ₹ 10/- each (4,40,00,000 of Equity Shares of ₹ 10/- each)	4400.00	4400.00
21,00,00,000 Redeemable Preference Shares of ₹ 100/- each (21,00,00,000 Redeemable Preference Shares of ₹ 100/-each)	2100.00	2100.00
TOTAL	6500.00	6500.00
ISSUED, SUBSCRIBED AND FULLY PAID UP		
1,25,39,700 Equity Shares of ₹ 10/- each (1,25,39,700 Equity Shares of ₹ 10/- each)	1253.97	1253.97
TOTAL	1253.97	1253.97

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

PARTICULARS	As at 31.03.2022		As at 31.03.2021	
	No. of shares	Amount (₹ in Lakhs)	No. of shares	Amount (₹ in Lakhs)
EQUITY SHARES				
At the beginning of the period	12539700	1253.97	12539700	1253.97
At the end of the period	12539700	1253.97	12539700	1253.97


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

NAME OF THE SHAREHOLDERS	As at 31.03.2022		As at 31.03.2021	
	No. of shares	% of holdings	No. of shares	% of holdings
i. S V Balasubramaniam	1056232	8.42	1056232	8.42
ii. SVB Holdings Private Limited	5517841	44.00	5517841	44.00
iii. Gagandeep Credit Capital Pvt Ltd	687092	5.48	687092	5.48

c. Terms/rights attached to equity shares

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

d. Details of shares held by Promoters at the end of the year

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022		As at 31.03.2021		Changes during the year	
	No. of Shares	% of Total Shares held	No. of Shares	% of Total Shares held	No. of Shares	% of Total Shares held
S V Balasubramaniam	1056232	8.42%	1056232	8.42%		
B Soundaram	479349	3.82%	479349	3.82%		
B Saravanan	175758	1.40%	175758	1.40%		
B Murali - HUF	126196	1.01%	126196	1.01%		
SVB Holdings Private Limited	5517841	44.00%	5517841	44.00%		
Kerala Alcoholic Products Private Limited	4900	0.04%	4900	0.04%		
Total	7360276	58.70%	7360276	58.70%		

NOTE 15. OTHER EQUITY

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022		As at 31.03.2021	
	Details	Total	Details	Total
Capital Reserve		756.25		756.25
Securities Premium account		8503.35		8503.35
Capital Redemption Reserve		1846.00		1846.00
General Reserve				
Opening Balance	119744.81		112244.81	
Add : Transfer from statement of profit and loss	7500.00		7500.00	
Closing Balance		127244.81		119744.81
Retained Earnings				
Opening balance	3499.06		3039.03	
Add : Profit for the period	7998.39		9214.00	
	11497.45		12253.03	
Less : Appropriations :				
Dividend on Equity Shares paid	1253.97		1253.97	
Transfer to General Reserve	7500.00		7500.00	
	8753.97		8753.97	
Closing balance		2743.48		3499.06
Other Comprehensive Income		(8.00)		5.02
TOTAL		141085.89		134354.49

Description of nature and purpose of Reserve :

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

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

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

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

Retained Earnings: Retained Earnings are the profits that the company has earned till date of the balance sheet less any transfers to other reserves and dividend paid to the shareholders, if any.

Other Comprehensive Income: Other Comprehensive Income represents the cumulative gain/loss arising on measurement of Equity Instruments at fair value and remeasurement of Defined Benefit Obligation. This would not be reclassified to the statement of profit and loss.


NON-CURRENT LIABILITIES
NOTE 16. LONG TERM BORROWINGS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022		As at 31.03.2021	
	Details	Total	Details	Total
SECURED :				
Term Loan from Banks	4425.00		6325.00	
Term Loan from Sugar Development Fund	7772.11		5350.58	
Interest Free Sales Tax Loan - Govt of Karnataka	171.29		239.34	
		12368.40		11914.92
UNSECURED :				
Interest Free Loan - from a related party (as specified in the scheme of amalgamation)		–		5000.00
TOTAL		12368.40		16914.92

16.1 Rupee term loan of ₹ 700 Lakhs (₹ 1100 Lakhs) from HDFC Bank Ltd is secured by pari passu first charge on the movable fixed assets of Sugar Unit I.

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

The loan amount repayable within twelve months of ₹ 400 Lakhs (₹ 400 Lakhs) is grouped under Short Term Borrowings.

16.2 Rupee term loan of ₹ 5625 Lakhs (₹ 7125 Lakhs) from HDFC Bank Ltd is secured by pari passu first charge on the movable fixed assets of Distillery Plant at Unit II.

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

The loan amount repayable within twelve months of ₹ 1500 Lakhs (₹ 1500 Lakhs) is grouped under Short Term Borrowings.

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

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

16.4 Loan from Sugar Development Fund (Government of India) availed for modernisation cum expansion of Sugar Unit-III, amounting to ₹ 2736.21 Lakhs (₹ 3040.24 Lakhs) is secured by way of pari passu first charge basis on the immovable and movable properties of Sugar Plant at Unit-III.

The loan carries interest at the rate of 2% below the bank rate prevailing on the date of disbursement and repayable in ten half yearly instalments from December 2021.

The loan amount repayable within twelve months of ₹ 608.04 Lakhs (₹ 304.02 Lakhs) is grouped under Short Term Borrowings.

16.5 Loan from Sugar Development Fund (Government of India) availed for setting up of 20 MW bagasse based cogeneration plant at Sugar Unit-III, amounting to ₹ 1474.75 Lakhs (₹ 1896.29 Lakhs) is secured by way of pari passu first charge basis on the immovable and movable properties of Cogeneration Plant at Unit-III.

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

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

The loan amount repayable within twelve months of ₹ 421.55 Lakhs (₹ 421.55 Lakhs) is grouped under Short Term Borrowings.

16.6 Loan from Sugar Development Fund (Government of India) availed for expansion of Distillery Plant at Sugar Unit-II from 60 KLPD to 150 KLPD for production of ethanol from molasses with spent wash incineration to achieve ZLD, amounting to ₹ 4601.50 Lakhs (Nil) is secured by way of pari passu first charge basis on the immovable and movable properties of Sugar Unit - II.

The loan carries interest at the date of 2% below the bank rate prevailing on the date of disbursement. Repayment of loan shall commence after the expiry of one year from the date of each disbursement of the loan and shall be in eight half yearly



instalments. The interest shall be paid annually for the first year from the date of disbursement after which it shall be paid half yearly alongwith instalment.

The loan amount repayable within twelve months of ₹ 1150.38 Lakhs (Nil) is grouped under Short Term Borrowings.

- 16.7 The purchase tax of ₹ 239.34 Lakhs (₹ 307.39 Lakhs) payable to Government of Karnataka for purchase of Sugarcane to Sugar Unit III during the years ended 31.03.2015 and 31.03.2016

has been converted into interest free loan. The loan is secured by issue of Bank Guarantee from ICICI Bank Limited. The loan is repayable in five annual instalments from the sixth year of Conversion into Loan.

The loan amount repayable within twelve months is ₹ 68.05 Lakhs (₹ 68.05 Lakhs) is grouped under Short Term Borrowings.

- 16.8 None of the Directors has given any Security/ Guarantee to any Borrowings.

NOTE 17. LEASE LIABILITIES (NON-CURRENT)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
Lease Liabilities (Ind AS 116)	39.16	37.62
TOTAL	39.16	37.62

NOTE 18. OTHER NON-CURRENT FINANCIAL LIABILITIES

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
Interest accrued but not due on borrowings	617.49	562.55
TOTAL	617.49	562.55

NOTE 19 PROVISIONS (NON-CURRENT)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
Provision for employee benefits	447.58	443.94
TOTAL	447.58	443.94

NOTE 20. DEFERRED TAX LIABILITIES (NET)

The major components of deferred tax liabilities / (assets) arising on account of timing differences are as follows :

Year ended 31.03.2022

(₹ in Lakhs)

PARTICULARS	As at 01.04.2021	Recognised in Statement of Profit & Loss	Recognised in Other Comprehensive Income	As at 31.03.2022
Deferred Tax Liabilities				
Difference in WDV of PPE and treatment of expenses in Income tax Act	13069.07	(176.32)	-	12892.75
Total Deferred Tax Liabilities (A)	13069.07	(176.32)	-	12892.75
Deferred Tax Assets				
Remeasurement benefit of the defined benefit plans and Equity Investments	14.06	-	6.99	21.05
MAT Credit Entitlement	11921.01	(2130.33)		9790.68
Total Deferred Tax Assets (B)	11935.06	(2130.33)	6.99	9811.73
DEFERRED TAX LIABILITIES (NET) (A-B)	1134.01	1954.01	(6.99)	3081.02


NOTE 20. DEFERRED TAX LIABILITIES (NET)(Contd...)

(₹ in Lakhs)

Year ended 31.03.2021

PARTICULARS	As at 01.04.2020	Recognised in Statement of Profit & Loss	Recognised in Other Comprehensive Income	As at 31.03.2021
Deferred Tax Liabilities				
Difference in WDV of PPE and treatment of expenses in Income tax Act	13387.40	(318.33)	-	13069.07
Total Deferred Tax Liabilities (A)	13387.40	(318.33)	-	13069.07
Deferred Tax Assets				
Remeasurement benefit of the defined benefit plans and Equity Investments	80.52	-	(66.46)	14.06
MAT Credit Entitlement	12390.61	(469.60)	-	11921.01
Total Deferred Tax Assets (B)	12471.13	(469.60)	(66.46)	11935.06
DEFERRED TAX LIABILITIES (NET) (A-B)	916.27	151.27	66.46	1134.01

CURRENT LIABILITIES
NOTE 21. SHORT TERM BORROWINGS

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
SECURED :		
Cash Credit Loan from banks repayable on demand	49979.89	28492.17
Current maturities of long term borrowings	4148.02	2693.62
UNSECURED :		
Short Term Loan from banks	29500.00	39000.00
TOTAL	83627.91	70185.79

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

The credit limit availed as at 31.03.2022 is ₹ 49979.89 Lakhs (₹ 28492.17 Lakhs)

The availed limits are repayable on demand and carries interest rates between Bank's MCLR plus 0% and 1.25% per annum.

21.2 The Unsecured Short term loan of ₹ 8000 lakhs

(₹ 10000 lakhs) from HDFC Bank Ltd is repayable within one hundred and eighty days from the date of availment and carries interest at the rate of 4.50% per annum.

The Unsecured Short term loan of Nil (₹ 7500 lakhs) from HDFC Bank Ltd is repayable within ninety days from the date of availment.

The Unsecured short term loan of ₹ 12500 lakhs (₹ 12500 lakhs) from The Federal Bank Ltd is repayable within one hundred and eighty days from the date of availment and carries interest at 4.50% per annum.

The Unsecured short term loan of ₹ 9000 Lakhs (₹ 9000 lakhs) from Axis Bank Ltd is repayable within a period ranges from thirty days to one hundred and eighty days from the date of availment and carries interest at 4.50% per annum.

NOTE 22. LEASE LIABILITIES (CURRENT)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
Lease Liabilities - Ind AS 116	27.85	27.95
TOTAL	27.85	27.95

NOTE 23. TRADE PAYABLES

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
Micro and Small Enterprise	97.75	100.53
Others	8569.61	5869.03
TOTAL	8667.36	5969.56

The outstanding dues to Micro and Small Enterprises has been determined based on the information collected by the company. There are no dues of Micro and Small Enterprises exceeding 45 days from the date of acceptance.

Additional Disclosure

PARTICULARS	As at 31.03.2022	As at 31.03.2021
a) Principal amount and Interest due thereon remaining unpaid to any supplier at the end of the period	97.75	100.53
b) Interest paid by the Company in terms of Section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the period	-	-
c) Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under this Act	-	-
d) Interest accrued and remaining unpaid as at the end of the period	-	-
e) 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	-	-


TRADE PAYABLES AGEING SCHEDULE:

(₹ in Lakhs)

PARTICULARS	Not due	Outstanding for following periods from due date of payments				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at 31.03.2022						
Undisputed Dues:						
i) MSME	97.75	–	–	–	–	97.75
ii) Others	7405.95	974.28	120.42	16.92	52.04	8569.61
Disputed Dues:	–	–	–	–	–	–
Total	7503.70	974.28	120.42	16.92	52.04	8667.36
As at 31.03.2021						
Undisputed Dues:						
i) MSME	100.53	–	–	–	–	100.53
ii) Others	5222.70	446.68	102.27	27.86	69.52	5869.03
Disputed Dues:	–	–	–	–	–	–
Total	5323.23	446.68	102.27	27.86	69.52	5969.56

NOTE 24. OTHER CURRENT FINANCIAL LIABILITIES

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
Payable on purchase of fixed assets	1121.20	1174.62
Trade or security deposits received	573.13	388.76
Interest accrued but not due on borrowings	194.43	64.56
Unpaid Dividend	60.82	64.07
TOTAL	1949.58	1692.01

NOTE 25. OTHER CURRENT LIABILITIES

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
Advance from customers	382.61	1445.05
Statutory remittances	893.28	2683.10
Other payables	1513.38	1352.00
TOTAL	2789.27	5480.15

NOTE 26. PROVISIONS (CURRENT)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
For employee benefits	655.61	631.67
TOTAL	655.61	631.67

NOTE 27. CURRENT TAX LIABILITIES (NET)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2022	As at 31.03.2021
Provision for Income Tax (Net)	241.29	348.71
TOTAL	241.29	348.71

NOTE 28. REVENUE FROM OPERATIONS

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022		Year ended 31.03.2021	
	Details	Total	Details	Total
SALE OF PRODUCTS				
MANUFACTURED GOODS				
Sugar	154013.95		111303.65	
Molasses	7234.45		9111.89	
Bagasse	1973.71		987.66	
Granite Products	3794.74		3384.77	
Alcohol	7409.72		7661.98	
Power	19676.19		15815.37	
Agrinatural Fertilizers	796.82		828.68	
Pressmud	10.34		6.90	
		194909.92		149100.90
TRADED GOODS				
Granite Products	2.41		717.34	
Fertiliser & Pesticides	862.81		490.12	
		865.22		1207.46
SALE OF SERVICES				
Handling and Hire charges		891.58		327.00
OTHER OPERATING REVENUE				
Government subsidies	2879.28		5462.75	
Sale of Scrap and Store material	217.82		177.66	
Other Claims	45.17		–	
		3142.27		5640.41
TOTAL		199808.99		156275.77



BANNARI AMMAN SUGARS LIMITED

The Company has recognised the financial assistance of Nil (₹ 3025.85 Lakhs) and ₹ 2879.28 Lakhs (₹ 570.00 Lakhs) based on the fulfillment of sugar export obligation as notified by the Central Government for the sugar season 2019-2020 and sugar season 2020-2021 respectively.

During the year ended March 31, 2021, the Company recognised the transport subsidy of ₹ 969.25 lakhs and ₹ 896.07 lakhs granted by Government of Tamilnadu for Sugar Cane drawn during sugar season 2018-2019 and 2019-2020 respectively.

NOTE 29. OTHER INCOME

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022		Year ended 31.03.2021	
	Details	Total	Details	Total
Interest income from loans and advances		227.17		152.08
Dividend income from long term investments		0.51		0.51
Other non-operating income :				
Rent receipts from operating leases	251.42		217.23	
Profit on Sale of Property, Plant and Equipment (Net)	–		337.74	
Agricultural Income (Net)	–		17.77	
Other Service receipts	73.63		62.45	
Miscellaneous income	2.33		114.41	
		327.38		749.60
TOTAL		555.06		902.19

NOTE 30. COST OF MATERIALS CONSUMED

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022		Year ended 31.03.2021	
	Details	Total	Details	Total
Opening Stock of Raw Materials:				
Molasses	531.72		1008.31	
Granite rough blocks	382.32		76.49	
Pressmud	10.31		4.83	
		924.35		1089.63
Add: Purchase of Raw Materials :				
Sugarcane	138856.76		106587.53	
Transport on Sugarcane	4196.68		2829.59	
Molasses	69.73		0.53	
Granite rough blocks	408.97		384.92	
Pressmud	77.67		66.95	
		143609.81		109869.52
		144534.16		110959.15

NOTE 30. COST OF MATERIALS CONSUMED (Contd...)

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022		Year ended 31.03.2021	
	Details	Total	Details	Total
Less: Closing Stock of Raw Materials :				
Molasses	-		531.72	
Granite rough Blocks	423.48		382.32	
Pressmud	24.27		10.31	
		447.75		924.35
Raw Material Consumed		144086.41		110034.80
Packing Material Consumed		2009.66		1399.52
TOTAL		146096.07		111434.32
Details of Raw Material Consumed				
Sugarcane		143053.44		109417.12
Packing Material for Sugar		2009.66		1399.52
Molasses		601.45		477.12
Granite rough blocks		367.81		79.09
Pressmud		63.71		61.47
TOTAL		146096.07		111434.32

NOTE 31. PURCHASE OF STOCK - IN - TRADE

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022	Year ended 31.03.2021
Granite Products	23.45	196.67
Fertiliser & Pesticides	219.96	161.05
TOTAL	243.41	357.72

NOTE 32. CHANGES IN INVENTORIES

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022		Year ended 31.03.2021	
	Details	Total	Details	Total
I. FINISHED GOODS :				
a. Opening Stock :				
Sugar	87462.17		83602.69	
Molasses	2047.94		2784.29	
Bagasse	219.61		314.86	
Granite Products	2806.98		2959.27	
Alcohol	679.85		1463.14	
Agrinatural Fertilizers	46.37		44.25	
	93262.92		91168.50	


NOTE 32. CHANGES IN INVENTORIES (Contd...)

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022		Year ended 31.03.2021	
	Details	Total	Details	Total
b. Closing Stock :				
Sugar	83857.50		87462.17	
Molasses	4247.00		2047.94	
Bagasse	662.86		219.61	
Granite Products	3709.32		2806.98	
Alcohol	382.54		679.85	
Agrinatural Fertilizers	44.07		46.37	
	92903.29		93262.92	
(a) - (b)		359.63		(2094.42)
II. WORK IN PROGRESS :				
a. Opening Stock :				
Sugar	1160.40		173.28	
Molasses	137.44		66.58	
Pressmud	65.85		46.59	
	1363.69		286.45	
b. Closing Stock :				
Sugar	1812.29		1160.40	
Molasses	227.13		137.44	
Pressmud	61.80		65.85	
	2101.22		1363.69	
(a) - (b)		(737.53)		(1077.24)
TOTAL		(377.90)		(3171.66)

NOTE 33. EMPLOYEE BENEFITS EXPENSE

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022	Year ended 31.03.2021
Salaries, wages and allowances	9757.61	9502.42
Contribution to Provident and other funds	825.15	811.50
Staff Welfare expenses	1073.81	922.39
TOTAL	11656.57	11236.31

NOTE 34. FINANCE COSTS

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022	Year ended 31.03.2021
Interest Expenses	3114.89	3887.94
Interest on lease liabilities (Ind AS 116)	7.55	7.46
Other borrowing costs	19.45	38.86
TOTAL	3141.89	3934.26

NOTE 35. DEPRECIATION AND AMORTISATION EXPENSES

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022	Year ended 31.03.2021
Depreciation and Amortisation on account of Property, Plant and Equipment	6759.05	6544.91
Right-of Use Asset	26.62	27.22
TOTAL	6785.67	6572.13

NOTE 36. OTHER EXPENSES

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022		Year ended 31.03.2021	
	Details	Total	Details	Total
Consumption of stores and spare parts		3986.96		2778.73
Power and fuel		4312.38		4132.29
Water charges		206.45		179.56
Rent		63.17		83.84
Cane development expenses		1116.82		313.54
Repairs and maintenance :-				
Buildings	892.37		686.19	
Plant and Machinery	4586.16		3402.02	
Vehicles	656.42		419.78	
Others	280.79		282.46	
		6415.74		4790.45
Effluent disposal expenses		124.86		170.05
Insurance charges		439.63		288.74
Rates and taxes		457.17		438.00
Telephone & Fax charges		47.15		38.75
Travelling expenses		276.87		226.34
Printing and Stationery		64.41		46.92
Directors' sitting fees		3.50		3.25
Advertisement		6.42		2.97
Other Administrative expenses		127.97		143.51
Freight and forwarding		713.80		420.54
Selling and distribution expenses		1078.25		762.62
Sales commission		5.07		6.60
Donations		3.51		4.75
Corporate Social Responsibility expenses (Refer Note No. 38)		222.92		226.25
Legal and professional charges		103.62		62.50
Agricultural expenses (Net)		16.85		-
Expected Credit Loss		565.60		212.28
Loss on sale of Property, Plant & Equipment (Net)		255.87		-
Auditor's Remuneration				
Statutory audit	20.00		20.00	
Tax representation	2.00		-	
Certification and other services	8.17		8.56	
Reimbursement of expenses	0.25	30.42	0.25	28.81
TOTAL		20645.41		15361.29


NOTE 37. DETAILS OF UNDISCLOSED INCOME, IF ANY : Nil
NOTE 38. EXPENDITURE INCURRED ON CORPORATE SOCIAL RESPONSIBILITIES

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022	Year ended 31.03.2021
Amount required to be spent by the Company during the year	221.51	221.54
Amount of Expenditure Incurred	222.92	226.25
Shortfall at the end of the year	-	-
Total of Previous years shortfall	-	-

Nature of CSR Activities

(₹ in Lakhs)

Schedule	PARTICULARS	Year ended 31.03.2022	Year ended 31.03.2021
I	Preventive Health Care, Sanitation and supply of Oxygen Plants	127.80	107.93
II	Promoting Education	52.04	-
IV	Conservation of Natural Resources	43.08	18.32
XII	Contribution to Tamil Nadu State Disaster Management Authority	-	100.00
	Total Expenditure Incurred	222.92	226.25
	Balance to be carried forward	1.41	4.71

Other Disclosures with respect to Corporate Social Responsibility Expenditure

- The Company has not made any contribution to Related Parties in relation to CSR Expenditure.
- The Company has not made any provision in relation to CSR Expenditure during the year and any previous year

NOTE 39. DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY, IF ANY : Nil
40. CONTINGENT LIABILITIES AND COMMITMENTS (to the extent not provided for) CONTINGENT LIABILITIES

- The company has preferred a Writ Appeal before the Division Bench of the Hon'ble High Court, Madras challenging the Order pronounced in Writ Petition No. 4030/2002 dated 28.02.2006 in

connection with increase in rate of water charges and the method of computation of water charges pursuant to the G.O. No.474 dated 13.11.2001 for the water drawn for industrial purposes. The approximate amount under dispute is ₹ 577.24 Lakhs (₹ 512.16 Lakhs)

- 40.2. Sugar Unit-I at Sathyamangalam was permitted to sell 100% of the sugar production as Free Sugar for a period of 8 years from 1985-86 Sugar Season. Chief Director (Sugar), Directorate of Sugar Department of Food New Delhi has restricted the entitlement of Free sale Sugar Incentive to 275000 quintals production per season by a subsequent notification. A Writ Petition has been filed in the Madras High Court Challenging the restriction imposed and interim injunction has been obtained. By virtue of injunction order the entire production was sold as Free Sugar. The approximate unprovided quantum under dispute is ₹ 683.35 Lakhs.
- 40.3. The Company has received a demand for payment of excise duty for ₹148.44 lakhs on the machineries purchased for co-generation plant in Sugar Unit-II which

have been cleared by the manufacturers based on the certificates alleged to have been forged by an Official in the Ministry of Finance. The Company has remitted the amount under protest. The company opted for obtaining a valid certificate for which steps have been taken through a writ petition filed in Hon'ble High Court of Madras.

- 40.4. The Company has a income tax demand for an amount of ₹ 98.73 Lakhs pertaining to AY 2017-18. The company had filed an appeal and is pending before Commissioner of Income Tax (Appeals), Chennai.

COMMITMENTS

- 40.5. Estimated amount of contracts remaining to be executed on capital account - Tangible Assets not provided for is ₹ 2116.49 Lakhs (₹ 3452.46 lakhs).

41. DISCLOSURE UNDER IND AS 19 :

i) DEFINED CONTRIBUTION PLAN :

The Company has defined contribution plan like Provident Fund and Employees State Insurance Scheme for the benefit of employees. Contributions are made at the specified rate of percentage to payroll cost as per the regulations to fund the benefits. The expenses recognised in the statement of profit and loss is ₹ 663.54 Lakhs (₹ 648.51 Lakhs).

ii) DEFINED BENEFIT PLAN :

GRATUITY

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


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

(₹ in Lakhs)

PARTICULARS	GROUP GRATUITY	
	31.03.2022	31.03.2021
PRINCIPAL ACTUARIAL ASSUMPTIONS		
Discount Rate (%)	7.49	7.09
Salary Escalation rate (%)	6.50	6.50
Expected Return on Plan Assets (%)	7.09	7.09
Attrition Rate (%)	3.00	3.00

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

Present value of Defined Benefit Obligation	3622.33	3333.96
Fair Value of Plan Assets	3622.33	3035.71
Net Asset/(Liability) Recognised in Balance Sheet	–	(298.25)

B DISCLOSURE OF EMPLOYER EXPENSE

Current Service Cost (including risk Premium for fully insured benefits)	192.29	199.64
Net Interest Expenses / (Income)	(8.17)	9.95
Total Employer Expense Recognised in the Statement of Profit & Loss	184.12	209.59

C OTHER COMPREHENSIVE INCOME

Remeasurement of Defined Benefit Obligation		
Effect of Changes in Financial assumptions	(127.09)	(70.94)
Effect of Changes in Experience adjustments	169.58	133.18
(Return)/Loss on Plan Assets	3.81	(254.13)
Net Cost in Other comprehensive Income	46.30	(191.89)

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

(₹ in Lakhs)

PARTICULARS	GROUP GRATUITY	
	31.03.2022	31.03.2021

D CHANGE IN OBLIGATIONS AND ASSETS

Change in Obligations

Present Value of Defined Benefit Obligation at the Beginning of the period	3622.33	3333.96
Employer Service Cost	192.29	199.64
Interest Cost	249.80	229.19
Actuarial(Gains)/Losses	42.49	62.24
Benefits Payments	(198.19)	(202.70)
Present Value of Defined Benefit Obligation at the end of Period	3908.72	3622.33

Change in Assets

Fair value of Plan Assets at Beginning of Period	3622.33	3035.71
Expected Return on Plan Assets	257.97	219.24
Actuarial Gain/(Loss)	(3.81)	254.13
Actual Company Contributions Less Risk Premium	230.42	315.95
Benefit payments	(198.19)	(202.70)
Fair value of Plan Assets at the end of Period	3908.72	3622.33

E NET ASSET / (LIABILITY) RECOGNISED IN BALANCE SHEET AT THE END OF THE YEAR

Present Value of Defined Benefit Obligation	3908.72	3622.33
Fair value of Plan Assets	3908.72	3622.33
NET ASSET / (LIABILITY) RECOGNISED IN BALANCE SHEET	–	–


41 DISCLOSURE UNDER IND AS 19 Contd.... :
F SENSITIVITY ANALYSIS

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

(₹ in Lakhs)

PARTICULARS	31.03.2022	31.03.2021
Discount Rate		
+100 basis points	(317.07)	(308.43)
-100 basis points	369.38	360.49
Salary Growth		
+100 basis points	357.43	346.49
-100 basis points	(313.74)	(303.29)

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

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

The expected contribution to the plan for the next Annual reporting period is ₹ 146.03 Lakhs (₹ 199.42 lakhs).

LONG TERM COMPENSATED ABSENCES

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

Assumption	31.03.2022	31.03.2021
Discount Rate (%)	7.49	7.09
Salary Escalation rate (%)	6.50	6.50
Expected Return on Plan Asset (%)	7.09	7.09
Attrition Rate (%)	3.00	3.00

42. SEGMENT INFORMATION FOR THE YEAR ENDED 31ST MARCH 2022

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

Operating segment disclosures are consistent with the information provided to and reviewed by the Chief Operating Decision Maker (CODM).

These operating segments have been identified on the basis of nature of products and other quantitative criteria specified in the Ind AS 108.

Segment	Sugar		Power		Distillery		Granite Products		Unallocated		TOTAL	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021	31.03.2022	31.03.2021	31.03.2022	31.03.2021	31.03.2022	31.03.2021	31.03.2022	31.03.2021
PRIMARY												
	192726.10	145936.98	41190.58	33088.50	7859.91	8141.50	3825.92	4107.31	-	-	245602.51	191274.29
	24478.88	17843.91	21298.48	17123.98	16.16	30.63	-	-	-	-	45793.52	34998.52
RESULT												
	168247.22	128093.07	19892.10	15964.52	7843.75	8110.87	3825.92	4107.31	-	-	199808.99	156275.77
	1442.17	2343.05	13227.88	10606.18	844.19	2222.20	(517.77)	(415.17)	-	-	14996.47	14756.26
Profit after Tax												
	174552.12	172892.82	35958.76	29048.11	28528.41	22276.05	8806.12	8175.30	9006.98	6645.07	256852.39	239037.35
	89906.55	84304.27	1753.57	4017.62	11077.26	7288.32	251.30	462.37	11523.85	7356.31	114512.53	103428.89
OTHER INFORMATION												
	803.07	1517.86	103.92	157.94	15313.92	78.12	399.73	8.66	-	-	16620.64	1762.58
	3866.83	3968.92	1227.83	1344.12	1145.42	463.93	545.59	795.16	-	-	6785.67	6572.13
SECONDARY												
	129182.27	117314.79	19892.10	15964.52	7843.75	8110.87	599.81	423.35	-	-	157517.93	141813.53
	39064.95	10778.28					3226.11	3683.96	-	-	42291.06	14462.24

(₹ in Lakhs)

All non-current assets of the Company are located in India

There is no transactions with single external customer which amounts to 10% or more of the Company's revenue.



43 RELATED PARTY DISCLOSURES AS REQUIRED UNDER IND AS-24 ISSUED BY THE INSTITUTE OF CHARTERED ACCOUNTANTS OF INDIA ARE GIVEN BELOW :

1 KEY MANAGEMENT PERSONNEL :

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

2 COMPANY HAVING SIGNIFICANT INFLUENCE

SVB Holdings Private Limited

3 NON EXECUTIVE INDEPENDENT DIRECTORS

Sri A K Perumalsamy
Sri E P Muthukumar
Sri T Gundan
Sri M P Vijayakumar
Dr Radha Ramani

4 ENTERPRISES OVER WHICH KEY MANAGERIAL PERSONNEL ARE ABLE TO EXERCISE SIGNIFICANT INFLUENCES (OTHER RELATED PARTIES)

- | | |
|--|--|
| 1. Annamallai Enterprise Private Limited | 11. Kumaraguru Enterprises Private Limited |
| 2. Annamallai Estates Private Limited | 12. Mehru Enterprises Private Limited |
| 3. Bannari Amman Enterprises Private Limited | 13. Mylvagana Enterprises Private Limited |
| 4. Bannari Amman Exports Private Limited | 14. Shiva Cargo Movers Private Limited |
| 5. Bannari Enterprises Private Limited | 15. Shiva Distilleries Private Limited |
| 6. Bannari Amman Finance Private Limited | 16. Shiva Hi-Tech Infrastructure Private Limited |
| 7. BIT Techno Products Private Limited | 17. Soundram Enterprises Private Limited |
| 8. Goldmine Corporate Investment Private Limited | 18. SVB Enterprise Private Limited |
| 9. Kandiamman Enterprises Private Limited | 19. Velmuruga Enterprises Private Limited |
| 10. Kerala Alcoholic Products Private Limited | |

Related Party Transactions

(₹ in Lakhs)

PARTICULARS	Key Management Personnel	Non Executive Independent Directors	Company having Significant Influence	Other Related parties
Purchase of Goods				6.49 (23.46)
Sale of Goods			0.57 (0.45)	63.86 (5580.17)
Purchase of Property				Nil (435.90)
Sale of Property				Nil (610.00)
Remuneration	957.60 (876.73)			
Directors sitting fees		3.50 (3.25)		
Availing services				194.07 (123.05)
Rent paid				35.04 (35.53)
Rent receipt			0.14 (0.14)	2.54 (2.51)
Repayment of Loan			1000.00 (10000.00)	4000.00(*) (Nil)
Balance outstanding as on 31.03.2022			Nil (5000.00)	Nil (Nil)

(*) The repayment of interest free loan was earlier payable to SVB Holdings Pvt Ltd was transferred to Velmuruga Enterprises Pvt Ltd in terms of their scheme of arrangements and the same was repaid during the half year ended 31.03.2022.

Whole time Directors' Remuneration

(₹ in Lakhs)

PARTICULARS	Year ended 31.03.2022		Year ended 31.03.2021	
CHAIRMAN				
Short Term Employee Benefit	518.10	526.74	471.79	480.43
Post Employment Benefit	8.64		8.64	
MANAGING DIRECTOR				
Short Term Employee Benefit	358.85	366.05	328.21	335.41
Post Employment Benefit	7.20		7.20	
TOTAL		892.79		815.84

Non - Whole time Directors' Remuneration

(₹ in Lakhs)

PARTICULARS	For the Year Ended	
	31.03.2022	31.03.2021
Directors Sitting Fee	3.50	3.25


44 EARNINGS PER SHARE

PARTICULARS	For the Year Ended	
	31.03.2022	31.03.2021
a) Weighted average number of equity shares of ₹ 10/-each		
i) Number of shares at the beginning of the year	12539700	12539700
ii) Number of shares at the end of the year	12539700	12539700
Weighted average number of equity shares outstanding during the year	12539700	12539700
b) Net Profit after tax available for equity shareholders (₹ in Lakhs)	7998.39	9214.00
c) Basic and diluted earnings per share (₹)	63.78	73.48

45 DETAILS OF RESEARCH AND DEVELOPMENT EXPENDITURE RECOGNISED AS AN EXPENSE

(₹ in Lakhs)

PARTICULARS	For the Year Ended	
	31.03.2022	31.03.2021
Materials	107.61	52.88

46 BORROWINGS COSTS

The Company has capitalised the specific borrowing cost of ₹ 392.37 Lakhs (₹ 422.21 Lakhs) during the period which were incurred specifically to get ready the qualifying assets for their intended use.

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

PARTICULARS	As at 31.03.2022		As at 31.03.2021	
	US DOLLAR	EURO	US DOLLAR	EURO
Receivables	29520	208301	–	341905
Payables	31976	25037	81833	24061

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

48. VALUE OF RAW MATERIALS

PARTICULARS	Consumption (₹ in Lakhs)	% to total consumption
48.1 Imported Value of		
Spares and Components	818.48 (794.24)	4.37% (5.97%)
48.2 Indigenous Value of		
a Sugarcane	143053.44 (109417.12)	100% (100%)
b Granite Rough Blocks	1982.60 (787.83)	100% (100%)
c Molasses	3559.79 (1995.23)	100% (100%)
d Pressmud	75.74 (71.79)	100% (100%)
e Spares and Components	17898.60 (12502.79)	95.63% (94.03%)

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

(₹ in Lakhs)

PARTICULARS	For the Year Ended	
	31.03.2022	31.03.2021
a. Granite Products	25.27	–
b. Spare and Components	490.79	871.91

50. EXPENDITURE IN FOREIGN CURRENCY :

(₹ in Lakhs)

1. Subscription	1.90	1.18
2. Sales Promotion Expenses	–	2.64

51. EARNINGS IN FOREIGN EXCHANGE :

(₹ in Lakhs)

F.O.B Value of Exports	2029.63	2398.82
------------------------	---------	---------



52. FINANCIAL INSTRUMENTS

a) Financial Instruments by category

As at 31st March 2022

(₹ in Lakhs)

PARTICULARS	Note No.	Total fair Value	Carrying Value	
			Amortised Cost	FVTOCI
FINANCIAL ASSETS				
NON-CURRENT				
Investments	5	121.81	2.75	119.06
CURRENT				
Trade Receivables	8	34555.55	34555.55	
Cash and Cash Equivalents	9	284.33	284.33	
Bank Balance other than Cash and Cash equivalents	10	60.82	60.82	
Loans	11	95.58	95.58	
Others	12	701.96	701.96	
Total		35820.05	35700.99	119.06
FINANCIAL LIABILITIES				
NON - CURRENT				
Borrowing	16	12368.40	12368.40	
Lease Liabilities	17	39.16	39.16	
Other Liabilities	18	617.49	617.49	
CURRENT				
Borrowing	21	83627.91	83627.91	
Lease Liabilities	22	27.85	27.85	
Trade Payables	23	8667.36	8667.36	
Other Liabilities	24	1949.58	1949.58	
Total		107297.75	107297.75	

As at 31st March 2021

(₹ in Lakhs)

PARTICULARS	Note No.	Total fair Value	Carrying Value	
			Amortised Cost	FVTOCI
FINANCIAL ASSETS				
NON-CURRENT				
Investments	5	95.53	2.75	92.78
CURRENT				
Trade Receivables	8	16076.09	16076.09	
Cash and Cash Equivalents	9	320.16	320.16	
Bank Balance other than Cash and Cash equivalents	10	64.07	64.07	
Loans	11	85.44	85.44	
Others	12	4953.74	4953.74	
Total		21595.03	21502.25	92.78
FINANCIAL LIABILITIES				
NON - CURRENT				
Borrowing	16	16914.92	16914.92	
Lease Liabilities	17	37.62	37.62	
Other Liabilities	18	562.55	562.55	
CURRENT				
Borrowing	21	70185.79	70185.79	
Lease Liabilities	22	27.95	27.95	
Trade Payables	23	5969.56	5969.56	
Other Liabilities	24	1692.01	1692.01	
Total		95390.40	95390.40	

b) Fair Value Hierarchy

Fair Value Measurement Hierarchy of Financial Instruments :

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

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

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

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



(₹ in Lakhs)

PARTICULARS	Note No.	Level 1	Level 2	Level 3	Total fair Value
Financial Assets at FVTOCI - 31.03.2022	5	119.06	--	--	119.06
Financial Assets at FVTOCI - 31.03.2021	5	92.78	--	--	92.78

Fair Value Measured at amortised Cost:

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

53. FINANCIAL RISK MANAGEMENT - OBJECTIVES & POLICIES

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

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

a) Market risk

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

i) Interest rate risk

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

ii) Foreign currency risk

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

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

(₹ in Lakhs)

Foreign Currency	Liabilities		Assets	
	31.03.2022	31.03.2021	31.03.2022	31.03.2021
US Dollar	24.30	59.89	22.25	–
Euro	21.35	20.51	174.43	296.98
TOTAL	45.65	80.40	196.68	296.98

The above table represents total exposure of the Company towards foreign exchange denominated liabilities (net). The details of unhedged exposures are given as part of Note No.47.

The company determines the sensitivity of 10% increase or decrease in the foreign currency rate. The impact on the profit after tax and total equity at the reporting date, assuming other factors constant except the exchange difference will be ₹ 15.10 Lakhs (₹ 21.66 Lakhs).

iii) Other price risk

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. The Company is exposed to price risk arising mainly from investments in equity instruments recognised at FVTOCI. As at 31st March, 2022, the carrying value of such equity instruments recognised at FVTOCI amounts to ₹ 119.06 Lakhs (₹ 92.78 Lakhs). The details of such investments in equity instruments are given in Note No 5.

b) Credit risk

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

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

The impairment for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each balance sheet date. The company has recognised ₹ 565.60 Lakhs (₹ 212.28 Lakhs) towards provision for Expected Credit Loss on the trade receivables for the year ended 31.03.2022.

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

c) Liquidity risk

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

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



(₹ in Lakhs)

Particulars	Less than 1 year	Between 1 and 5 years	More than 5 years	Total
As at 31.03.2022				
Borrowing	83627.91	12026.51	341.89	95996.31
Trade Payables	8667.36			8667.36
Lease Liabilities (Ind AS 116)	27.85	39.16		67.01
Other Financial Liabilities	1949.58	617.49		2567.07
	94272.70	12683.16	341.89	107297.75
As at 31.03.2021				
Borrowing	70185.79	14584.82	2330.10	87100.71
Trade Payables	5969.56			5969.56
Lease Liabilities (Ind AS 116)	27.95	37.62		65.57
Other Financial Liabilities	1692.01	380.07	182.48	2254.56
	77875.31	15002.51	2512.48	95390.40

54. CAPITAL MANAGEMENT

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

The Company manages its capital structure and makes adjustments in light of changes in the financial condition and the requirements of the financial covenants. The capital structure of the Company consist of net debt and total equity of the Company.

In order to achieve this overall objectives, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. The Company has complied with these covenants and there have been no breaches in the financial covenants of any interest-bearing loans and borrowings.

The following table summarizes the capital of the Company :

(₹ in Lakhs)

PARTICULARS	31.03.2022	31.03.2021
Equity	139745.61	133001.19
Debt	96808.23	87727.82
Less : Cash and Cash Equivalents	284.33	320.16
Net Debt	96523.90	87407.66
Net Debt to Equity Ratio	69.07%	65.72%

55. TAX EXPENSES

i) Tax Expenses recognised in the Statement of Profit and Loss

(₹ in Lakhs)

PARTICULARS	For the year ended	
	31.03.2022	31.03.2021
Current Tax		
On Taxable Income for the year	2220.53	2088.32
Total Current Tax expenses	2220.53	2088.32
Deferred Tax		
In respect of current year	(176.32)	(318.33)
MAT credit entitlement	2130.33	469.60
Total Deferred Tax expenses	1954.01	151.27
Income Tax Expenses recognised in the Statement of Profit & Loss	4174.54	2239.59

ii) Tax Expenses recognised in Other Comprehensive Income

(₹ in Lakhs)

PARTICULARS	For the year ended	
	31.03.2022	31.03.2021
Deferred Tax Expense/(Benefit) on		
Fair Value Gain/(Loss) on Equity Instruments through OCI	9.19	10.31
Remeasurement of Defined Benefit Plan	(16.18)	56.15
Tax Expenses/(Benefits) recognised in Other Comprehensive Income	(6.99)	66.46

iii) Reconciliation of Income Tax expenses and Accounting Profit

The Income Tax expense for the year can be reconciled to the accounting profit as follows :

(₹ in Lakhs)

PARTICULARS	For the year ended	
	31.03.2022	31.03.2021
Profit Before Tax	12172.93	11453.59
Income Tax Rate	34.944%	34.944%
Income tax expenses calculated	4253.71	4002.34
Tax effect of the amounts which are not deductible / (taxable) in calculating taxable income		
Effect of expenses that are not deductible in determining taxable profit	2743.45	2157.89
Effect of expenses that are deductible in determining taxable profit	(2151.30)	(1907.74)
Income exempted from Income Taxes	5.89	(6.39)
Incentive tax credits	(677.21)	(2006.51)
Income tax recognised in the statement of profit and loss	4174.54	2239.59

The company has made an assessment on the impact of Section 115 BAA of the Income Tax Act, 1961 and decided to continue with the existing tax structure until utilization of accumulated MAT credit.


56. ADDITIONAL REGULATORY INFORMATION

- i) Title Deed of Immovable Properties not held in the name of the Company: All immovable properties of the Company are held in the name of the Company.
- ii) Fair Value of Investment Property : The Company as on the reporting date doesn't have any Investment Property.
- iii) Revaluation of Property, Plant and Equipment : The Company has not revalued the Property, Plant and Equipment during the year.
- iv) Revaluation of Intangible Assets : Not Applicable.
- v) Loans and advances granted to Promoters, Directors, KMPs and the related parties : The Company has not granted any loans to promoters, directors, KMPs and the related parties as defined under Companies Act, 2013 either jointly or severally with any other person that are repayable on demand or without specifying any terms or period of repayment.
- vi) Capital Work-in-Progress : The ageing schedule of Capital Work-in-Progress has been disclosed in Note No. 2 - Property, Plant and Equipment.
- vii) Intangible Assets under development : Not Applicable.
- viii) Details of Benami Property : Nil
- ix) Reconciliation of Statement of Current Assets filed by the Company with banks for Working Capital facilities availed by the Company:

Name of the Bank : Punjab National Bank (Consortium Leader).

Particulars of Security Provided : Current Assets of Sugar and Granite Division.

Year ended 31.03.2022

(₹ in Lakhs)

Quarter Ended	Amount as per Books of Accounts	Amount as reported in the quarterly statement filed with banks	Difference	Reason for Difference
30.06.2021	80957.71	76540.64	4417.07	The difference in value arises due to the fact that the valuation of Sugar stock as per statement provided to bank is based on the Circular issued by Reserve Bank of India RBI/2015-16 /95 dated July 1, 2015 whereas the valuation of sugar stock is in accordance with Ind AS 2 in the books of accounts and the exclusion of certain current assets of the company in the statement filed with the bank.
30.09.2021	96735.06	88771.51	7963.55	
31.12.2021	82020.42	72692.87	9327.55	
31.03.2022	107587.35	91088.24	16499.11	

Year ended 31.03.2021

(₹ in Lakhs)

Quarter Ended	Amount as per Books of Accounts	Amount as reported in the quarterly statement filed with banks	Difference	Reason for Difference
30.06.2020	82546.65	81784.37	762.28	The difference in value arises due to the fact that the valuation of Sugar stock as per statement provided to bank is based on the Circular issued by Reserve Bank of India RBI/2015-16 /95 dated July 1, 2015 whereas the valuation of sugar stock is in accordance with Ind AS 2 in the books of accounts and the exclusion of certain current assets of the company in the statement filed with the bank.
30.09.2020	83675.35	81693.47	1981.88	
31.12.2020	85422.98	78591.64	6831.34	
31.03.2021	97795.74	96768.06	1027.68	

- x) **Wilful Defaulter** : The Company has not been declared wilful defaulter.
- xi) **Relationship with struck off companies** : Nil
- xii) **Registration/ Satisfaction of charges with Registrar of Companies** : The Company does not have any charges yet to be registered or file the satisfaction of charges with Registrar of Companies beyond the statutory period.
- xiii) **Layers of Companies** : The Company does not have any subsidiary or associate company.
- xiv) **Approved Scheme of Arrangements**: Nil
- xv) **Utilisation of Borrowed funds and Share premium**:
 - A) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
 - B) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

xvi) Key Financial Ratios

Particulars	Numerator	Denominator	31.03.2022	31.03.2021	Variance	Reason for Variance
Current Ratio (in times)	Current Assets	Current Liabilities	1.46	1.49	(2.01%)	
Debt-Equity Ratio (in times)	Long term + Short Term Borrowings + interest accrued thereon	Shareholder's Equity	0.69	0.66	4.55%	
Debt Service Coverage Ratio (in times)	Earnings available for Debt Services (Net Profit after tax+ depreciation + interest and other non-cash adjustments)	Interest & Lease Payments + Installments	1.69	1.18	43.22%	Due to Lower schedule of repayment
Return on Equity Ratio (in %)	Net profit after taxes	Average Shareholder's Equity	5.87	7.14	(17.79%)	
Inventory turnover ratio (in times)	Sale of Goods	Average Inventory	1.96	1.54	27.27%	Increased Turnover
Trade Receivables turnover ratio (in times)	Revenue from Operations	Trade Receivables and Subsidy Receivables	5.78	7.45	(22.42%)	
Trade payables turnover ratio (in times)	Total Purchases	Trade Payables	16.60	18.46	(10.08%)	
Net capital turnover ratio (in times)	Revenue from Operations	Working Capital	4.45	3.75	18.67%	
Net profit ratio (in %)	Net Profit After Taxes	Revenue from Operations	4.00	5.90	(32.20%)	Previous year ratio is higher due to State subsidies
Return on Capital employed (in %)	Earnings Before Interest and Taxes (EBIT)	Capital employed	6.39	6.94	(7.93%)	
Return on investment (in %)	Earnings Before Interest, Depreciation and Taxes (EBIDT)	Investment (Total Assets)	8.60	9.19	(6.42%)	

57. Previous year's figures have been regrouped / reclassified wherever necessary.

58. COVID-19 PANDEMIC - IMPACT

No material impact on the business of the company during reporting period due to COVID 19.

59. EVENTS OCCURRING AFTER BALANCE SHEET DATE - PROPOSED DIVIDEND

The Board of Directors at its meeting held on 30th May 2022 has recommended a payment of final dividend of ₹10/- per equity share for the year ended 31st March, 2022 amounting to ₹1253.97 lakhs.

The above is subject to approval at the ensuing Annual General Meeting of the Company and hence is not recognised as a liability.

60. APPROVAL OF FINANCIAL STATEMENTS

The Financial statements are reviewed and recommended by Audit Committee and approved for issue by the Board of Directors at their meeting held on 30th May 2022.

As per our report of even date attached

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

S V BALASUBRAMANIAM
Chairman
DIN 00002405

B SARAVANAN
Managing Director
DIN 00002927

VIGNESA SOMATHURAI PANDIAN
Partner
M No 241168

C PALANISWAMY
Company Secretary

M RAMPRABHU
Chief Financial Officer

Place : Coimbatore
Date : 30.05.2022


Financial Performance - Year Wise

(₹ in Lakhs)

Financial Year	Equity Share Capital	Reserves & Surplus	Turnover*	Profit before Depreciation	Depreciation	Profit before Tax	Dividend on Equity Shares (%)
1985-1986	373.26	85.15	1421.08	247.65	192.32	55.33	15
1986-1987	374.81	150.60	1585.78	258.56	117.68	140.88	15
1987-1989 (18 months)	374.95	558.79	3157.49	743.55	200.87	542.68	25
1989-1990	375.00	821.84	2941.28	479.29	127.04	352.25	18
1990-1991	375.00	1097.53	3035.74	470.31	169.05	301.26	20
1991-1992	375.00	1381.32	4354.55	572.49	244.04	328.45	21
1992-1993	375.00	1526.96	6154.24	623.38	415.35	208.03	21
1993-1994	753.97	3004.49	5502.34	486.04	382.17	103.87	21
1994-1995	953.97	4937.00	12219.55	853.98	403.98	450.00	22
1995-1996	953.97	6107.79	15686.98	1895.45	533.78	1361.67	24
1996-1997	953.97	7201.67	16133.02	1884.43	560.90	1323.53	25
1997-1998	953.97	8704.64	14229.49	2292.81	568.50	1724.31	25
1998-1999	953.97	9737.98	20572.87	2009.33	598.43	1410.60	25
1999-2000	953.97	11071.16	23242.80	2425.92	675.51	1750.41	25
2000-2001	953.97	12728.83	30792.42	3655.88	1710.46	1945.42	27
2001-2002	953.97	12296.57	36158.79	4727.63	1652.41	3075.22	33
2002-2003	953.97	13265.96	34823.17	4429.97	2160.88	2269.09	30
2003-2004	953.97	16192.33	45778.58	7298.47	2705.14	4593.33	36
2004-2005	953.97	20070.14	38318.31	8826.31	3200.10	5626.21	45
2005-2006	953.97	27158.61	49408.86	13878.66	4307.00	9571.66	70
2006-2007	953.97	40572.76	69116.18	14570.19	3734.83	10835.36	70
2007-2008	1143.97	43825.26	60608.73	7397.92	3481.86	3916.06	70
2008-2009	1143.97	54270.49	67404.42	16597.74	3408.23	13189.51	100
2009-2010	1143.97	67301.16	85346.50	23807.83	3834.06	19973.77	100
2010-2011	1143.97	71273.33	111880.26	12692.25	7083.08	5609.17	100
2011-2012	1143.97	80355.33	126046.54	17920.15	6676.92	11243.23	100
2012-2013	1143.97	93055.51	148321.54	23430.89	5995.44	17435.45	125
2013-2014	1143.97	94256.37	107709.57	8410.18	5195.53	3214.65	125
2014-2015	1143.97	94044.97	96109.23	5159.42	5125.55	33.87	25
2015-2016	1143.97	90805.37	142741.00	9139.79	6154.07	2985.72	75
2016-2017	1253.97	105453.78	141571.72	25630.74	6945.21	18685.53	125
2017-2018	1253.97	112302.75	107504.40	18198.47	6960.50	11237.97	100
2018-2019	1253.97	118334.43	152012.66	15961.35	6677.49	9283.86	100
2019-2020	1253.97	126239.52	164553.52	19098.42	6494.04	12604.38	100
2020-2021	1253.97	134354.49	159447.43	18025.72	6572.13	11453.59	100
2021-2022	1253.97	141085.89	200186.89	18958.60	6785.67	12172.93	100

* Turnover = Net Sales + Closing Stock – Opening Stock

* Excludes inter-segment transfers





BANNARI AMMAN SUGARS LIMITED

Regd. Off. : 1212 Trichy Road Coimbatore - 641 018 India

Phone : 0422 - 2204100 Fax : 0422 - 2309999

E-mail : shares@bannari.com Website : <https://www.bannari.com>

CIN : L15421TZ1983PLC001358



BANNARI AMMAN SUGARS LIMITED

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

SEC/MAIL/2022

09.08.2022

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

Dear Sirs,

Sub: Notice of AGM and Annual Report for the Financial Year 2021-22

With reference to the above, we are submitting herewith the 38th Annual Report of the company for Financial Year 2021-22 along with Notice of AGM. The 38th Annual General Meeting (AGM) of the company will be held on Friday, the 9th September, 2022 at 4.45 P.M through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The Register of Members and Share Transfer Books of the company will remain closed from Saturday, the 3rd September, 2022 to Friday, the 9th September, 2022 (both days inclusive);

The cut-off date for reckoning voting of the members is 02.09.2022 and remote e-voting will be available from 05.09.2022 (9.00 am) to 08.09.2022 (5.00 pm). Voting at the AGM also available through e-voting;

The company has engaged Central Depository Services (India) Limited (CDSL) for providing remote e-voting facility.

Please note that the soft copies of the Notice and Annual Report 2021-22 is being dispatched to the members of the company through e-mail and the same is also available on the website of the company at <https://www.bannari.com/InvestorInformation.html>

Kindly take the above information on your records.

Thanking you,

Yours faithfully,

For BANNARI AMMAN SUGARS LIMITED

COMPANY SECRETARY

Encl:



Notice to Shareholders

NOTICE is hereby given that the THIRTY EIGHTH (38th) ANNUAL GENERAL MEETING of the Members of BANNARI AMMAN SUGARS LIMITED ("the Company") will be held on Friday the 9th day of September 2022 at 4.45 PM through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following business:

Ordinary Business

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

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

RESOLVED that the audited financial statements of the company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon as circulated to the members be and are hereby adopted.

2. Declaration of Dividend

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

RESOLVED that a dividend at the rate of ₹ 10/- (Rupees Ten only) per equity share on 1,25,39,700 equity shares of ₹ 10/- each as recommended by the Board of Directors be and is hereby declared for the financial year ended March 31, 2022 and that the same be paid out of profits of the Company.

3. Appointment of Director who retires by rotation

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

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

4. Appointment of Statutory Auditors

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 139, 142 and other applicable provisions if any of the Companies Act 2013 read with Companies (Audit and Auditors) Rules, 2014 for the time being in force (including any statutory modification(s) or re-enactment(s) thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors, M/s P N Raghavendra Rao & Co., Chartered Accountants (Firm Registration No.003328S) Coimbatore, be and are hereby appointed as Statutory Auditors of the Company in the place of retiring Auditors M/s P K Nagarajan & Co., Chartered Accountants (Firm Registration No.016676S) Coimbatore for a term of five consecutive years from the conclusion of this 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting of the company at such remuneration as may be determined by the Board of Directors of the company on the recommendation of Audit Committee.

Special Business

5. Ratification of Remuneration payable to Cost Auditor

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

RESOLVED that pursuant to Section 148 and other applicable provisions if any of the Companies Act 2013 and the Rules made there under the remuneration of ₹ 2,00,000/- (Rupees two lakhs only) (plus applicable GST and out of pocket expenses if any for purpose of audit) payable to Sri M Nagarajan (Membership No.F-6384) Cost Accountant as approved by the Board of Directors on recommendations of Audit Committee for conducting the audit of Cost Accounting Records of the company for the financial year ending 31st March 2023 be and is hereby ratified.

Coimbatore
30.05.2022

By order of the Board
C PALANISWAMY
Company Secretary

NOTES

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item Nos. 4 (ordinary business) and 5 (special business) to be transacted at the Annual General Meeting as set out in the notice is annexed hereto. Additional information pursuant to applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial standards on General Meetings issued by the Institute of Company Secretaries of India in respect of Director seeking re-appointment at this Annual General Meeting is furnished as Annexure to the Notice.
2. In view of continuing COVID-19 pandemic, the general meetings of the companies are being conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020, Circular No.02/2021 dated January 13, 2021 and Circular No.02/2022 dated May 05, 2022, (collectively referred to as "MCA Circulars") without physical presence of members at common venue. The forthcoming AGM will thus be held on Friday, the 9th day of September, 2022 at 4.45 P.M (IST) through video conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
3. The Members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Board Committees, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Since this AGM is being held through VC/OAVM, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Hence attendance slip and proxy forms are not attached to the notice. In pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Circulars issued by Ministry of Corporate Affairs (MCA) / SEBI, notice of AGM along with the 38th Annual Report is being sent only through electronic mode to those members whose e-mail addresses are registered with the company/depositories. The Notice calling the AGM and Annual Report 2021-22 have been uploaded on the website of the Company at www.bannari.com. The Notice and Annual Report can also be accessed from the websites of BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com. Members who have not registered their e-mail addresses so far are requested to register the same to enable the company to send all communications including Annual Report, Notices, Circular etc. in electronic mode.
7. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday the 3rd September, 2022 to Friday the 9th September, 2022 (both days inclusive).



8. Dividend recommended by the Board of Directors, if approved by the Members at the ensuing Annual General Meeting, will be credited / dispatched between 12th September, 2022 and 24th September, 2022 to those members whose names appear on the Register of Members as on 9th September, 2022. In respect of shares held in electronic form, the dividend will be paid on the basis of beneficial ownership furnished by the National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as at the close of business hours on 2nd September, 2022.
9. Members holding shares in the electronic form are requested to inform any changes in address/bank mandate directly to their respective Depository Participants (DPs). The address/ bank mandate as furnished to the Company by the respective Depositories Viz., NSDL and CDSL will be printed on the dividend warrants. Members holding shares in physical form are requested to inform the changes in address/mandate/bank details directly to the Registrar and Share Transfer Agent. Members who have not furnished the details of bank accounts so far are requested to furnish the details to their respective DPs or to the Registrar and Transfer Agent as the case may be to enable the company to make dividend payments.
10. The Company has transferred the unpaid or unclaimed dividends for the financial year 2013-2014 to the Investor Education and Protection Fund (the IEPF) established by the Central Government. The Company has uploaded the details of unpaid and unclaimed dividend amounts lying with the Company as on 31st March 2021 on the website of the Company (www.bannari.com) and also on the website of the Ministry of Corporate Affairs www.iepf.gov.in.
11. As required under section 124(6) read with IEPF Rules as amended, all the shares in respect of which dividend remains unpaid / unclaimed for seven consecutive years have been transferred to IEPF Authority.

PROCEDURE FOR REMOTE E-VOTING AND JOINING THE MEETING

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended) and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
2. The remote voting period begins on 5th September, 2022 at 9.00 am and ends on 8th September 2022 at 5.00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 2nd September 2022, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
3. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
4. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories / Depository Participants. Shareholders are advised to update their mobile number and email Id in their demate accounts in order to access remote e-voting facility.
5. Remote e-voting is enabled to all the demat account holders by way of single login credential through their demat accounts/websites of Depositories / Depository Participants. Demate account Holders can cast their vote without having to register again with e-voting service providers (ESPs)

6. Login method for e-voting and joining virtual meeting

A. Individual shareholders holding securities in Demat mode :

CDSL	NSDL
1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers i.e. CDSL/NSDL/KARVY /LINKINTIME, so that the user can visit the e-voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/ Evoting/Evoting Login The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.	1) If you are already registered for NSDL IDeAS facility, please visit the e-services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.



Login through Depository Participants	Shareholders can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.
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B. Physical and non-individual shareholders holding shares in demat mode :

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| <ul style="list-style-type: none"> i) The shareholders should log on to the e-voting website www.evotingindia.com. ii) Click on "Shareholders" module. iii) Now Enter your User ID <ul style="list-style-type: none"> a) For CDSL: 16 digits beneficiary ID, b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID, | <ul style="list-style-type: none"> c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company. iv) Next enter the Image Verification as displayed and Click on Login. v) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used. |
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vi) If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) i Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. i If both the details are not recorded with the depository or company please enter the member id /folio number in the Dividend Bank details field as mentioned in instruction.

- vii) After entering these details appropriately, click on "SUBMIT" tab.
- viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein

they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x) Click on the Electronic Voting Sequence Number (EVSN) relevant for "BANNARI AMMAN SUGARS LIMITED" on which you choose to vote.
- xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvii) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- xviii) Note for Non - Individual Shareholders and Custodians:
 - v Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - v A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - v After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - v The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - v A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - v Alternatively non-individual shareholders are required to send the relevant Board Resolution / Authority Letter etc., together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the company at the email address viz., secretary@bannari.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system to the scrutinizer to verify the same.

C. Shareholders whose Email addresses are not Registered with the Depositories / RTA.

- i) For Physical shareholders, please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- ii) For Demat shareholders, Please update your email Id & mobile no. with your respective Depository Participant (DP)



- iii). For individual demat shareholders - Please update your email Id and mobile no. with your respective (DP) which is mandatory while e-voting & joining virtual meetings through Depository

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33

GENERAL INFORMATION FOR ATTENDING THE AGM THROUGH VC/OAVM

1. The link for VC/OAVM to attend meeting will be available where the EVSN of company will be displayed after successful login as per the instructions mentioned above for e-voting.
2. Shareholders who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM
3. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
4. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
6. **Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number through company email id**

shares@bannari.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number through shares@bannari.com. These queries will be replied to by the company suitably by email.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.
9. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

SCRUTINIZER AND RESULTS

1. M/s C Thirumurthy & Associates, Company Secretaries, have been appointed as the Scrutinizer to Scrutinize the e-voting process in a fair and transparent manner.
2. The Scrutinizer shall immediately after the conclusion of AGM unblock the votes cast during AGM and votes cast through remote e-voting and make (not later than 48 hours) a consolidated Scrutinizer's Report forthwith to the Chairman of the Company.
3. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.bannari.com and on the website of CDSL www.cdslindia.com immediately after the result is declared by the company and communicated to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited.

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.4

M/s P K Nagarajan & Co., Chartered Accountants, (Firm Registration No. : 016676S) Coimbatore were appointed as the Statutory Auditors of the Company at 33rd Annual General Meeting of the company for a period of five years and they shall hold office till the conclusion of ensuing 38th Annual General Meeting. Pursuant to the provisions of Section 139(2) of the Companies Act, 2013 read with applicable Rules made there under, the term of office of present Statutory Auditors expires on conclusion of 38th Annual General Meeting. M/s P K Nagarajan & Co., vide their letter dated 9.5.2022 expressed their intention not to seek reappointment as Statutory Auditors for the Company on the conclusion of their present term. The Board of Directors took note of the above and places on record their appreciation for the services rendered by M/s P K Nagarajan & Co., Chartered Accountants.

The Board of Directors based on the recommendations of the Audit Committee proposed to appoint M/s P N Raghavendra Rao & Co., Chartered Accountants (Firm Registration No.003328S) Coimbatore as Statutory Auditors for a term of five consecutive years from the conclusion of ensuing 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting. M/s P N Raghavendra Rao & Co., Chartered Accountants have vide their letter dated 17.5.2022 informed the company that their appointment if made, shall be in compliance with the provisions of Sections 139 and 144 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014. They have also confirmed their independence and eligibility under section 141 of the Companies Act, 2013.

The Board of Directors recommends the appointment of M/s P N Raghavendra Rao & Co., Chartered Accountants as Statutory Auditors of the company for a term of five (5) consecutive years from the conclusion of ensuing 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting of the Company.

Details pursuant to Regulations 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 are as under:

a) Proposed fee payable to Statutory Auditors

₹ 20,00,000/- plus reimbursement of out of pocket expenses for the year ending 31st March, 2023. The Audit Committee and the Board of Directors are authorized to vary the terms and conditions including revision to the fees commensurate with the work.

b) Term of appointment

5 (Five) consecutive years from the conclusion of 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting of the Company

c) Material change in the fee payable

There is no material change in the proposed fee payable to the statutory auditors.

d) Basis of recommendation and auditor credentials

The Audit Committee after evaluating various proposals and considering various factors such as industry experience, technical skills, audit team, quality of reports etc., recommended the appointment of M/s P N Raghavendra Rao & Co., Chartered Accountants as Statutory Auditors of the company for a term of five consecutive years.

M/s P N Raghavendra Rao & Co., was founded by Sri P N Raghavendra Rao one of the early Chartered Accountants in South India Region with experience and intellect in the profession of Chartered Accountancy in the year 1975. The Firm Registration Number is 003328S. The firm has a team of experienced Chartered Accountants. The firm holds valid peer review certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India. The firm has offices in



Coimbatore, Pune and Chennai. The firm primarily engaged in providing auditing, assurance, taxation, accounting and advisory services.

The Board of Directors recommends the Resolution as set out in item No.4 for the approval of members by way of an ordinary resolution.

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

Item No.5

The Board of Directors on the recommendation of the Audit Committee has approved the appointment of Sri M Nagarajan, Cost Accountant as Cost Auditor to conduct audit of cost records of the company for the

financial year ending March 31, 2023 and fixed his remuneration at ₹ 2,00,000/- (Rupees two lakhs only) plus reimbursement of actual out of pocket expenses.

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

Accordingly, consent of the shareholders is sought for passing an ordinary resolution as set out at Item No.5 of the notice. The Board recommends the Ordinary Resolution set out in Item No.5 of the notice for the approval of the shareholders.

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

Coimbatore
30.05.2022

By order of the Board
C PALANISWAMY
Company Secretary

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

Sri B SARAVANAN

Sri B Saravanan (DIN 00002927) aged 49 years was first appointed as Director of the company on 27.01.1999 and subsequently as Joint Managing Director on 5th July, 2000. He has been appointed as Managing Director with effect from 02.06.2010 and proficiently managing the overall affairs of the Company. Having more than 22 years experience in sugar industry, he is heading

the day to day business operations including technology implementations and modernization of manufacturing facilities.

He is also the Managing Director of Shiva Distilleries Private Ltd and Director of Kerala Alcoholic Products Private Ltd, Goldmine Corporate Investment Private Limited and SVB Holdings Private Ltd.

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

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

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