



SAKTHI SUGARS LIMITED



**ANNUAL REPORT
2023 - 2024**



SAKTHI SUGARS LIMITED

CIN:L15421TZ1961PLC000396

REGISTERED OFFICE

Sakthinagar - 638 315
Bhavani Taluk, Erode District,
Tamilnadu
Phone : 04256 246241
E-mail : shares@sakthisugars.com
Website : www.sakthisugars.com

CORPORATE OFFICE

180, Race Course Road
Coimbatore - 641 018
Tamilnadu
Phone : 0422 4322222, 2221551
Email : shares@sakthisugars.com
Website : www.sakthisugars.com

AUDITORS

M/s. P N Raghavendra Rao & Co
Coimbatore

MAIN BANKER

Kotak Mahindra Bank Ltd

REGISTRAR & SHARE TRANSFER AGENTS

Link Intime India Pvt. Limited
"Surya", 35, May Flower Avenue
Behind Senthil Nagar
Sowripalayam Road, Coimbatore - 641 028
Phone & Fax : 91-422-2314792
E-mail : coimbatore@linkintime.co.in

DIRECTORS

Dr M MANICKAM
Chairman and Managing Director

Sri M BALASUBRAMANIAM
Managing Director

Sri M SRINIVAASAN
Joint Managing Director

Sri C RANGAMANI

Sri S S MUTHUVELAPPAN

Sri P K CHANDRAN

Sri N K VIJAYAN

Sri K V RAMACHANDRAN

Sri S CHANDRASEKHAR

Sri S BALASUBRAMANIAN

Smt. PRIYA BHANSALI

Sri V K SWAMINATHAN

Dr A SELVAKUMAR

Sri S SHIVRAM

KEY MANAGERIAL PERSONNEL

Dr S VELUSWAMY
President (Finance & Operations)
Chief Financial Officer

Sri S BASKAR
President & Company Secretary
(Upto 31.03.2024)

Sri S VENKATESH
Company Secretary
(W.e.f. 01.04.2024)



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Important Communication to Members

The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by companies and has issued circulars stating that service of notice / documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government, members who have not registered their e-mail addresses so far, are requested to register their e-mail addresses in respect of their holdings in demat form through their concerned Depository Participants. Members who hold shares in physical form are requested to log in to the website of the Company’s Registrar and Share Transfer Agents, Link Intime India Pvt. Ltd. www.linkintime.co.in, go to Investor Services Section and select “Email / Bank detail Registration”, fill in the details and upload the required documents and submit.



NOTICE TO MEMBERS

Notice is hereby given that 62nd Annual General Meeting of the Company will be held on Thursday, the 19th September 2024 at 11.30 a.m. through Video Conferencing/Other Audio Visual Means (VC/OAVM) to transact the following business:

1. 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 31st March 2024 and Reports of the Board of Directors and of the Auditors thereon be and are hereby adopted.”
2. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:
“RESOLVED that Sri M.Balasubramaniam (DIN 00377053), who retires by rotation, be and is hereby reappointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS

3. To consider and, if thought fit, to pass the following resolution as a Special Resolution:
“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV thereto and the Rules made thereunder, and Regulations 17, 25(2A) and other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Sri V.K.Swaminathan (DIN 00210869), who is a Non-Executive Non-Independent Director of the Company, be and is hereby appointed as Non-Executive Independent Director to hold office for a term of 5 (five) consecutive years from 20th September 2024 to 19th September 2029.”
“RESOLVED FURTHER that pursuant to Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 continuation of Sri V.K.Swaminathan as a Non-Executive Independent Director after his attainment of the age of 75 years till the conclusion of his term of office i.e. upto 19th September 2029, be and is hereby approved.”
4. To consider and, if thought fit, to pass the following resolution as a Special Resolution:
“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV thereto and the Rules made thereunder, and Regulations 17, 25(2A) and other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Dr. A. Selvakumar (DIN 01099806), who was appointed by the Board as Additional Director to hold office upto the date of this Annual General Meeting and as Independent Director, subject to the approval of members of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Independent Director, be and is hereby appointed as Non-Executive Independent Director of the Company to hold office for a term of 5 (five) consecutive years from 14th August 2024 to 13th August 2029.”
5. To consider and, if thought fit, to pass the following resolution as a Special Resolution:
“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV thereto and the Rules made thereunder, and Regulations 17, 25(2A) and other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Sri S. Shivram (DIN 07946245), who was appointed by the Board as Additional Director to hold office upto the date of this Annual General Meeting and as Independent Director, subject to the approval of members of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Independent Director, be and is hereby appointed as Non-Executive Independent Director of the Company to hold office for a term of 5 (five) consecutive years from 14th August 2024 to 13th August 2029.”
6. To consider and, if thought fit, to pass the following resolution as a Special Resolution:
“RESOLVED that pursuant to Section 185 and other applicable provisions, if any, of the Companies Act 2013 and the Rules made thereunder, provision of security by way of equitable mortgage of the immovable property at Door No.137, St.Mary’s Road, Chennai 600 018, Tamilnadu and of corporate guarantee by the Company in favour of Kotak Mahindra Bank Limited to secure the loans aggregating to Rs.340 crores availed/to be availed by Sakthi Auto Component Limited, related party in which some of the Directors of the Company are interested, be and are hereby approved”.
“RESOLVED FURTHER that the Board of Directors of the Company, including any Committee of the Board, be and is hereby authorized to decide on the nature of transactions and to make/execute all such arrangements, agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts/arrangements/transactions and to delegate such authority to any Director or officer of the Company and to do all such acts deeds, matters and things as they may deem fit in their absolute discretion to give effect to this resolution and on all matters connected therewith or incidental thereto.”
7. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:
“RESOLVED that pursuant to Regulation 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 and other applicable provisions



of the Companies Act, 2013 ('the Act'), read with the corresponding rules, if any, as amended from time to time, approval of the Members of the Company be and is hereby accorded for providing security by way of equitable mortgage of the immovable property at Door No.137, St.Mary's Road, Chennai 600 018, Tamilnadu and corporate guarantee by the Company in favour of Kotak Mahindra Bank Limited to secure the loans aggregating to Rs.340 crores availed/to be availed by Sakthi Auto Component Limited, related party in which some of the Directors of the Company are interested, on such terms and conditions as may be decided by the Board and to enter into contract(s)/agreement(s) in connection therewith."

"RESOLVED FURTHER that the Board of Directors of the Company, including any Committee of the Board, be and is hereby authorized to decide on the nature of transactions, and to make/execute all such arrangements, agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts/arrangements/transactions and to delegate such authority to any Director or officer of the Company and to do all such acts, deeds, matters and things as they may deem fit in their absolute discretion to give effect to this resolution and on all matters connected therewith or incidental thereto."

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

"RESOLVED that pursuant to Regulation 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 and other applicable provisions of the Companies Act, 2013 ('the Act'), read with the corresponding rules, if any, as amended from time to time, approval of the Members of the Company be and is hereby accorded for entering into and/or carrying out transactions and/or continuing with the existing transactions/contracts/arrangements with Sakthi Auto Component Limited, a related party in which certain Directors of the Company are interested, for purchase and sale of goods, materials, leasing of premises, receipt of guarantee commission and other transactions of any nature, upto Rs.5 crores during the financial year ending 31st March 2025, provided that the aggregate value of all the transactions already made and proposed to be made with Sakthi Auto Component Limited shall not exceed Rs.345 crores during the financial year 2024-25."

"RESOLVED FURTHER that the Board of Directors of the Company, including any Committee of the Board, be and is hereby authorized to decide on the nature of transactions and to make/execute all such arrangements, agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions of such contracts/arrangements/transactions and to delegate such authority to any Director or officer of the Company and to do all such acts, deeds, matters and things as they may deem fit in their absolute discretion to give effect to this resolution and on all matters connected therewith or incidental thereto."

9. 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 read with the Rules made thereunder, the Company hereby ratifies the remuneration of Rs.4.50 lakhs plus applicable tax thereon and reimbursement of out-of-pocket expenses payable for the financial year ending 31st March 2025 to M/s. STR & Associates, Cost Accountants (Firm No.000029), Tiruchirapalli, who are appointed by the Board of Directors as Cost Auditors of the Company for the said financial year."

10. To consider and, if though fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Section 181 of the Companies Act, 2013, permission be and is hereby accorded to the Board of Directors of the Company to donate/contribute a sum/sums in the aggregate upto Rs.20 lakhs or such sum/sums as permissible under the said Section, whichever is higher, during the financial year 2025-26 from out of the funds of the Company to bona fide charitable and other funds and for deserving causes and institutions."

By Order of the Board

S. Venkatesh
Company Secretary

Coimbatore
24th August 2024

Notes:

1. As per the relevant circulars of the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) regarding holding of Annual General Meetings through VC/OAVM and in compliance with the provisions of the Companies Act 2013 ("the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI (LODR) Regulations"), this 62nd Annual General Meeting ("AGM") of the Company is being conducted through Video Conference / Other Audio Visual Means (VC/OAVM). The AGM does not require physical presence of members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company.
2. Since the AGM is being held through VC/OAVM pursuant to MCA/SEBI Circulars and physical attendance of Members has been dispensed with, there is no requirement for appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the AGM. However, institutional/ corporate members may appoint their representatives in pursuance of Section 112 and Section 113 of the Act, for the purpose of participation in the AGM through VC/OAVM and to exercise e-voting.



3. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.
4. Link Intime India Private Limited will be providing their facility ('InstaMeet') for participation in the AGM through VC/OAVM and e-voting during the AGM, and for voting through remote e-voting ('InstaVote').
5. Members may join the AGM through VC/OAVM by following the procedure mentioned in Note No.27 herein below. The login provision for joining the meeting shall be kept open for the Members 30 minutes before the scheduled time for commencement of the AGM (i.e. from 11.00 a.m.) till 15 minutes after the commencement time of the AGM (i.e. upto 11.45 a.m.). Thereafter the login provision shall be deactivated.
6. Members may note that the VC/OAVM facility provided by Link Intime India Private Limited, allows participation of not less than 1000 Members on first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the AGM without any restriction on account of first-come first-served basis.
7. Attendance of the Members participating in the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. Statement pursuant to Section 102 of the Act relating to the special business to be transacted at the AGM is attached. The Board of Directors of the Company at its meeting held on 14th August 2024 and 24th August 2024 considered the special business under Item Nos. 3 to 10 as unavoidable and are to be transacted at this AGM of the Company.
9. Pursuant to Regulation 36(3) of SEBI (LODR) Regulations and Secretarial Standard on General Meetings (SS-2), relevant information on the Directors seeking appointment / reappointment at the Annual General Meeting is provided in Annexure.
10. Pursuant to Sections 124 and 125 of the Act (formerly Section 205A and 205C of the Companies Act 1956), all unclaimed dividends up to the financial year ended 31st March 1997 and for the financial years ended 30th June 2006 & 2007 which remained unclaimed for a period of seven years had been transferred to the Investor Education and Protection Fund (IEPF) of the Central Government. Members who have not so far claimed their dividends for the said financial years are requested to forward their claims to IEPF Authority in the prescribed form by following the process mentioned in the IEPF Rules.
11. The Registers that are required to be made available at the Annual General Meeting for Members inspection are available on the website of the Company (www.sakthisugars.com) and also at the Registered Office of the Company during the office hours on all working days till the date of the AGM.
12. Notice and Annual Report are being sent electronically to all the shareholders, whose names appear on the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on 16th August 2024.
13. The Notice of the AGM along with the Annual Report for the financial year 2023-24 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/RTA/Depositories in accordance with the aforesaid MCA and SEBI circulars. Members may note that physical copy of the Notice and Annual Report will not be sent, except to those members who request for the same. The Notice of the AGM and the Annual Report will be available on the website of the Company at www.sakthisugars.com, on the websites of NSE (www.nseindia.com) and BSE (www.bseindia.com) and also on the website of Link Intime India Private Limited (<https://instavote.linkintime.co.in>).
14. In case shareholder(s) has/have not registered his/her/their email address with the Company/RTA/Depositories, they are requested to register their email ID by following the steps given below:
 - a. In case of shareholders holding shares in physical form:

Kindly login to the website of the Company's Registrar and Share Transfer Agent, Link Intime India Private Ltd., www.linkintime.co.in, go to investor service section and select 'Email/Bank detail Registration', fill in the details and upload the required documents and submit.
 - b. In case of shareholders holding shares in demat form:

Kindly contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.
15. Members can attend and participate in the AGM through VC/OAVM only.
16. The cut-off date (record date) for the purpose of determining the voting rights of the members is Thursday, 12th September 2024. The voting rights of the members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date.
17. The persons who have become members of the Company after 16th August 2024 and whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the depositories as on 12th September 2024 (cut- off date) may contact the Company's Registrar and Share Transfer Agents, Link Intime India Private Limited through e-mail at "coimbatore@linkintime.co.in" and provide their e-mail ID and folio/client ID for sending the AGM Notice and the



Annual Report electronically. The members can also download the AGM Notice and the Annual Report from the Company's website www.sakthisugars.com. Password for e-voting can be generated by the shareholders themselves by following the instructions for e-voting given in Note No.26 herein below.

18. Members holding shares in physical form are requested to notify the change, if any, in their address together with a proof to the Company or the Registrar and Share Transfer Agents, Link Intime India Private Limited. Members holding shares in electronic form are requested to advise the change in their address to their Depository Participants.
19. As required under Section 108 of the Companies Act, 2013 and Regulation 44 of the SEBI Listing Regulations, members are provided with remote e-voting facility and e-voting facility during the AGM for exercising their voting rights.
20. Sri M.D.Selvaraj, Managing Partner, M/s. MDS & Associates LLP, Company Secretaries, Coimbatore, has been appointed as Scrutinizer for conducting the remote e-voting and e-voting during the AGM in a fair and transparent manner.
21. The remote e-voting period begins on Monday, 16th September 2024 at 9.00 a.m. and ends on Wednesday, 18th September 2024 at 5.00 p.m. 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 12th September 2024, may cast their vote electronically. The remote e-voting module shall be disabled by Link Intime India Private Limited for voting thereafter.
22. Institutional/Corporate shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/ JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through e-voting. The said Resolution/ Authorization shall be sent by email from their registered email ID to the Scrutinizer's email address at 'mds@mdsassociates.in' with copies marked to the Company at 'shares@sakthisugars.com' and to its RTA at 'enotices@linkintime.co.in'.
23. During the AGM, the Chairman shall inform about opening of e-voting facility on the platform of Link Intime India Private Limited to enable those Members who have not cast their vote and would like to cast their vote at the AGM. The Members who have already cast their vote by remote e-voting cannot vote again at the AGM.
24. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to attend and vote, unless the other joint holder is authorised in writing to do so.
25. **Instructions for shareholders to speak during the AGM through InstaMeet:**
 - i. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the Company. on the email Id shares@sakthisugars.com
 - ii. Shareholders will get confirmation on first cum first basis.
 - iii. Shareholders will receive "speaker serial number" once they mark attendance for the meeting.
 - iv. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
 - v. Please remember the speaker serial number and start your conversation with panellist by switching on video mode and audio of your device

Shareholders are requested to speak only when moderator of the meeting/ management announced the name and serial number of the speaker for speaking. .

26. Instructions for remote e-voting electronically by shareholder (InstaVote):

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

A. Login method for Individual shareholders holding securities in demat mode/ physical mode is given below:

(a) Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility :

(i) Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter user id and password. Post successful authentication, click on "Access to e-voting".
- c) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

(ii) User who have not registered for NSDL IDeAS facility :

- a) To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on "Access to e-voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.



METHOD 2 - By directly visiting the e-voting website of NSDL:

- a) Visit URL: <https://www.evoting.nSDL.com/>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see "Access to e-voting".
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

(b) Individual Shareholders holding securities in demat mode with CDSL:

METHOD 1 – If registered with CDSL Easi/Easiest facility

- (i) Users who have registered for CDSL Easi/Easiest facility.
 - a) Visit URL: <https://web.cdslindia.com/myeasitoken/home/login> or www.cdslindia.com.
 - b) Click on New System Myeasi
 - c) Login with user id and password
 - d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
 - e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

- (ii) Users who have not registered for CDSL Easi/Easiest facility.
 - a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration>
 - b) Proceed with updating the required fields.
 - c) Post registration, user will be provided Login ID and password.
 - d) After successful login, user able to see e-voting menu.
 - e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of CDSL.

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

(c) Individual Shareholders holding securities in demat mode desirous of voting through Depository Participant website :

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, members shall navigate through "e-voting" tab under Stocks option.
- c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.
- d) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

(d) Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the Company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Visit URL: <https://instavote.linkintime.co.in>
2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: -



A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

* Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

* Shareholders holding shares in NSDL in demat form, shall provide 'D' above

> Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

> Click "confirm" (Your password is now generated).

3. Click on 'Login' under 'SHARE HOLDER' tab.

4. Enter your User ID, Password, and Image Verification (CAPTCHA) Code and click on 'Submit'.

For casting votes electronically:

1. After successful login, you will be able to see the notification for e-voting. Select 'View' icon.

2. E-voting page will appear.

3. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

4. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

B. Guidelines for Institutional shareholders ("Corporate Body/ Custodian/Mutual Fund"):

STEP 1 – Registration

a) Visit URL: <https://instavote.linkintime.co.in>

b) Click on Sign up under "Custodian / Corporate Body / Mutual Fund"

c) Fill up your entity details and submit the form.

d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr.No. b above). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person's email ID.

f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 – Investor Mapping

a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.

b) Click on "Investor Mapping" tab under the Menu Section

c) Map the Investor with the following details:

a. 'Investor ID' -

i. Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678

ii. Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

b. 'Investor's Name - Enter full name of the entity.

c. 'Investor PAN' - Enter your 10-digit PAN issued by Income Tax Department.

d. 'Power of Attorney' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.

d) Click on Submit button and investor will be mapped now.

e) The same can be viewed under the "Report Section".



STEP 3 – Voting through remote e-voting.

The corporate shareholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on 'Votes Entry' tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.
- d) Enter '16-digit Demat Account No.' for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- f) After selecting the desired option i.e., Favour / Against, click on 'Submit'.
- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

METHOD 2 - VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select 'View' icon for 'Company's Name / Event number '. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

If an Individual shareholder holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

o Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'

o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

In case shareholders are having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.



User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID

User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”) has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on ‘Login’ under ‘Corporate Body/ Custodian/Mutual Fund’ tab and further Click ‘forgot password?’
- o Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.
- In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential..
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

27. Process and manner for attending the Annual General Meeting through InstaMeet:

Open the internet browser and launch the URL: <https://instameet.linkintime.co.in> & click on “Login”.

- Select the “Company” and ‘Event Date’ and register with your following details: -

A. Demat Account No. or Folio No: Enter your 16 digit Demat Account No. or Folio No.

- Shareholders/members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID
- Shareholders/members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID
- Shareholders/ members holding shares in physical form shall provide Folio Number registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP) / Company shall use the sequence number provided to you, if applicable).

C. Mobile No.: Enter your mobile number.

D. Email ID: Enter your email id, as recorded with your DP/Company.

- Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

28. Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”.
2. Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on ‘Submit’.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.



6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the AGM through InstaMeet 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 facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the AGM will be eligible to attend/ participate in the AGM through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to instameet@linkintime.co.in or contact on: - Tel: 022-49186175.

29. In case of any query or issue or grievance connected with the facility of remote e-voting, members may contact Sri S Venkatesh, Company Secretary, through e-mail id 'shares@sakthisugars.com' or through Phone No. 0422 - 4322222.
30. The Scrutinizer shall, immediately after the conclusion of the voting at the AGM, first download the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, within a period not exceeding 48 hours from the conclusion of the AGM to the Chairman and Managing Director or the authorized Director/ Executive.
31. The results of voting will be declared by the Chairman and Managing Director or the authorized Director/Executive at the Corporate Office of the Company at 180 Race Course Road, Coimbatore-641 018 within 48 hours from the conclusion of the AGM. The result along with Scrutinizer's Report will be posted on the Company's website www.sakthisugars.com and on the website of Link Intime India Private Limited: <https://instavote.linkintime.co.in>. It will also be displayed in the Notice Board of the Company at its Registered Office and at the Corporate Office. It will also be forwarded to the stock exchanges.

Statement pursuant to Section 102 of the Companies Act 2013

Item No.3 to 5

The Members of the Company at the 57th Annual General Meeting held on 27th September 2019 approved, inter alia, re-appointment of the following Independent Directors, viz. Sri P.K.Chandran, Sri S.S.Muthuvelappan, Sri N.K.Vijayan, Sri C.Rangamani, Sri K.V.Ramachandran, Sri.S.Chandrasekhar and Sri S Balasubramanian, to hold office for the second term of five consecutive years upto 29th September 2024. Accordingly, their term of office will expire on 29th September 2024. These Independent Directors are not eligible for reappointment in view of the restrictions contained in Section 149(11) of the Companies Act, 2013.

Provisos to Regulation 17(1E) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 [SEBI (LODR) Regulations], stipulate that if a listed company becomes non-compliant with the requirement under Regulation 17(1) due to expiration of the term of office of any Director, the vacancy, to the extent necessary to fulfil the requirement of the said Regulation 17(1), shall be filled not later than the date such office is vacated.

In order to fulfil the above requirement, based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 14th August 2024 appointed Sri R.Vidhya Shankar, Dr. A. Selvakumar and Sri S. Shivram as Additional Directors and as Independent Directors for a term of five consecutive years from 14th August 2024 to 13th August 2029, subject to the approval of the Members of the Company. However, Sri R. Vidhya Shankar has resigned his directorship in the Company on 22nd August 2024. The Board at its meeting held on 24th August 2024 took note of the resignation of Sri R. Vidhya Shankar and recommended for Members approval appointment of Sri V.K.Swaminathan, a Non-Executive Non-Independent Director of the Company, as Non-Executive Independent Director for a term of five consecutive years from 20th September 2024 to 19th September 2029 at the ensuing Annual General Meeting.

Sri V.K.Swaminathan, Dr. A. Selvakumar and Sri S. Shivram have given declarations that they are not disqualified for appointment under the Act and under SEBI (LODR) Regulations nor have they been debarred by SEBI or any other authority for appointment as Directors of companies and that they fulfil the criteria of independence as stipulated in these statutes. They have also declared that they have registered their names in the data bank of Independent Directors maintained in terms of Section 150 of the Companies Act, and has fulfilled the requirements of circular dated 22.10.2019, including the proficiency requirements, issued by the Ministry of Corporate affairs. The Board formed opinion that they fulfil the conditions specified in the Companies Act, 2013 ('the Act') and in the SEBI (LODR) Regulations for appointment as Independent Director and that they are persons of integrity and possess relevant expertise and experience having regard to the nature of the Company and will be of benefit to the Company.

The Company has received notices under Section 160 of the Act proposing the candidature of Dr. A. Selvakumar and Sri S. Shivram for appointment as Independent Directors of the Company at the Annual General Meeting. The profile of Sri V.K.Swaminathan, Dr. A. Selvakumar and Sri S. Shivram is annexed to the Notice pursuant to the provisions of the SEBI (LODR)



Regulations, and Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India. The letters of appointment as Independent Directors issued to them setting out the terms and conditions will be available for inspection by the Members without any fees at the Registered office of the Company during normal business hours on any working day until the date of the Annual General meeting. It is also posted on the website of the Company www.sakthisugars.com.

Sri V.K.Swaminathan, who is 71 years, will attain the age of 75 years before completion of the proposed term of appointment. Regulation 17 (1A) of SEBI (LODR) Regulations, 2015 stipulates that a person who has attained the age of 75 years shall not be appointed or continue as a Non-Executive Director unless his appointment or continuation is approved by special resolution. Necessary special resolution with respect to continuation after the age of 75 years is set out under items 3 of the Notice of the meeting for approval of the members.

Necessary special resolutions with respect to the appointment of Sri V.K.Swaminathan, Dr. A. Selvakumar and Sri S. Shivram as Non-Executive Independent Directors are set out under items 3 to 5 of the Notice of the meeting for members approval. These special resolutions are recommended by the Board of Directors for Members approval.

Except Sri V.K.Swaminathan, Dr. A. Selvakumar and Sri S. Shivram, being the appointees, none of the other Directors and the Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the special resolutions.

Item No.6 and 7

At the request of Sakthi Auto Component Limited (SACL), a company in which certain Directors of the Company are interested, the Board of Directors has approved provision of security by way of mortgage on the immovable properties of the Company at Door No.137, St.Mary’s Road, Chennai 600 018, Tamilnadu and of corporate guarantee by the Company in favour of Kotak Mahindra Bank Limited to secure the loan facilities amounting to Rs.340 crores availed / to be availed by SACL. The Audit Committee has also approved the transaction as required under Regulation 23(2) of the SEBI (LODR) Regulations.

Section 185 of the Act stipulates that provision of guarantee and security in connection with any loan taken by a Company in which any of the Director of the Company is interested requires approval of the Members of the Company by special resolution.

The value of the proposed transaction together with the value of the transactions already taken place with SACL during the financial year ending 31st, March 2025 will exceed the threshold limit of 10% of the turnover of the Company for the previous financial year ended 31.3.2024 and as such it is a material related party transaction requiring approval of the Members of the Company by ordinary resolution under Regulation 23(4) of SEBI (LODR) Regulations.

Details to be placed before Members in line with the SEBI Circular are given below :

a)	The name of the related party	Sakthi Auto Component Limited (SACL)
b)	Name of the Director or KMP who is related, if any.	Dr. M. Manickam, Chairman and Managing Director Sri M. Balasubramaniam, Managing Director Sri M. Srinivaasan, Joint Managing Director
c)	Nature of relationship	The aforesaid Directors of the Company are Directors of SACL and Dr. M. Manickam and Sri M. Balasubramaniam hold 101 equity shares each (% is negligible) in SACL. Dr. M. Manickam is the Managing Director of SACL.
d)	Nature, material terms, monetary value and particulars of contract or arrangement	Provision of corporate guarantee and security for securing term loan/working capital loan availed/to be availed by SACL. Amount to be secured is Rs.340 crores.
e)	Tenure of the proposed transaction (particular tenure shall be specified)	The tenure is about five years.
f)	Justification as to why the proposed transaction is in the interest of the Company	The loans availed/to be availed by SACL are fully secured by its own assets by more than 2 times and its financial statements also support timely repayment of the loans. As SACL belongs to the same group as that of Sakthi Sugars Limited, as a moral support from the Group Company, the lending Bank requires the corporate guarantee of the Company. Further provision of security is only by way of extension of the mortgage already created by the Company in favour of the lending Bank in respect of its loan and of ABT Limited.
g)	The percentage of the Company’s annual turnover for the immediately preceding financial year that is represented by the value of the proposed transaction.	The value of the transaction would be 31.80% of the annual turnover of the Company for the financial year ended 31st March 2024.
h)	A copy of the valuation or other external party report, if any, such report has been relied upon.	Not Applicable.



In view of the above, the Board of Directors has recommended the Special Resolution and the Ordinary Resolution as set out under Items No. 6 and 7 respectively in the AGM Notice for the members approval.

Except Dr.M.Manickam, Chairman and Managing Director, Sri M.Balasubramaniam, Managing Director, and Sri M.Srinivaasan, Joint Managing Director, no other Director or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolutions.

Item No. 8

Sakthi Auto Component Limited (SACL) is a company in which certain Directors of the Company are interested. The Audit Committee of the Company had approved entering into the following transactions with SACL during the course of its business which are on arm's length basis during the financial year 2024-25:

- a. Sale and purchase of goods such as alcohol, scrap materials and empty barrels
- b. Lease of office space

In terms of Regulation 23(4) of the SEBI (LODR) Regulations, 2015, if the aggregate value of all the transactions with a Related Party exceeds 10% of the turnover of the Company for the previous financial year, all the transactions with that Related Party will become Material Related Party Transactions and will require prior approval of the members of the Company.

The value of the above transaction with SACL, in respect of which omnibus approval has been given by the Audit Committee, together with the value of proposed transaction referred to under items no.6 and 7 above with SACL during the financial year ending 31st March 2025 will exceed the aforesaid threshold limit of 10% of the turnover of the Company for the previous financial year ended 31st March 2024. In view of this, it is proposed to obtain approval of the Members of the Company under Regulation 23(4) of the SEBI (LODR) Regulations for entering into transactions/contracts for purchase and sale of goods, materials, leasing of premises, receipt of guarantee commission and other transactions of any nature that may take place during the financial year ending 31st March 2025, upto an aggregate amount of Rs.5 crores, subject to the condition that the aggregate of all transactions with SACL shall not exceed Rs.345 crores during the financial year 2024-25.

Details to be placed before Members in line with the SEBI Circular are given below:

a) Name of the Related Party	Sakthi Auto Component Limited (SACL)
b) Name of the Director or KMP who is related, if any.	Dr. M. Manickam, Chairman and Managing Director Sri M. Balasubramaniam, Managing Director Sri M. Srinivaasan, Joint Managing Director
c) Nature of relationship	The aforesaid Directors of the Company are Directors of SACL and Dr. M. Manickam and Sri M. Balasubramaniam hold 101 equity shares each (% is negligible) in SACL. Dr. M. Manickam is the Managing Director of SACL.
d) Nature, material terms, monetary value and particulars of the contract or arrangement	The value of the transactions proposed under this item will be about Rs.5 crores. The aggregate value of all transactions that have taken place or proposed to take place with SACL (including the above transactions) during the financial year 2024-25 will be about Rs.345 crores.
e) Tenure of the proposed transaction (particular tenure shall be specified)	During the financial year 2024-25.
f) Justification as to why the proposed transaction is in the interest of the Company	The transactions are at arms length and the Company is assured of the availability of market for goods/scrap at the required time and with good quality. The Company has also given office space on lease on which rent is receivable. Guarantee Commission in respect of the Guarantee proposed to be given will also be received from SACL during the year. Prior approval of members is a mandatory requirement for any material related party transaction under SEBI (LODR) Regulations.
g) The percentage of the Company's annual turnover, for the immediately preceding financial year that is represented by the value of the proposed transaction.	The value of the proposed transactions upto Rs.5 crores for which omnibus approval is sought will be 0.47%. The aggregate value of all the transactions during the financial year 2024-25 (including proposed provision of security and corporate guarantee) with SACL will be 32.27% of the annual turnover of the Company for the financial year ended 31.3.2024.
h) A copy of the valuation or other external party report, if any, such report has been relied upon	Not applicable

In view of the above, the Board of Directors has recommended the Ordinary Resolution as set out under Item No. 8 in the AGM Notice for the members approval.



Except Dr.M.Manickam, Chairman and Managing Director, Sri M.Balasubramaniam, Managing Director, and Sri M.Srinivaasan, Joint Managing Director, no other Director or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution.

Item No.9

Pursuant to Section 148 of the Companies Act 2013, the Board of Directors of the Company has appointed M/s. STR & Associates, Cost Accountants, Tiruchirappalli, as Cost Auditors for audit of the cost records relating to Sugar, Distillery and Power Divisions of the Company for the financial year ending 31st March 2025 and fixed a remuneration of Rs.4.50 lakhs plus applicable tax thereon. Rule 14 of the Companies (Audit and Auditors) Rules 2014 specifies that the remuneration payable to the Cost Auditors is to be ratified by the members at the General Meeting. Accordingly, necessary resolution is set out in item No.9 of the Notice for the Members approval.

The Board of Directors has recommended the ordinary resolution for approval of the members.

None of the Directors and the Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution.

Item No.10

To meet certain charitable and social obligations, it is proposed to authorise the Board of Directors to make donations up to Rs.20 lakhs or such amount as permissible under Section 181 of the Companies Act, 2013, whichever is higher, during the financial year 2025-26. Necessary resolution is set out in item No.10 of the Notice for members approval.

The Board of Directors has recommended the ordinary resolution for approval of the members.

None of the Directors and the Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution.

Coimbatore
24th August 2024

By Order of the Board
S. Venkatesh
Company Secretary



Details of Director

Brief resume of the Directors proposed to be appointed / re-appointed are given in terms of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard-2:

Name of Director	Sri M.Balasubramanian (DIN – 00377053)	Sri V.K.Swaminathan (DIN – 00210869)	Dr. A. Selvakumar (DIN – 01099806)	Sri S. Shivram (DIN – 07946245)
Date of birth and age	20-09-1958 / 65 years	07-01-1953 / 71 years	30-04-1955 / 69 years	11-07-1966 / 58 years
Qualification	M.Com., MBA (USA)	B.Com.	M.E., Ph.D	B.Tech., PDGM
Nature of expertise in functional areas and experience	He has expertise in the area of finance and management with more than 38 years of experience.	He has expertise in sugarcane cultivation and in general business management with about 49 years of experience in these functional areas	He has more than four decades of experience and expertise in the field of systems applications and has immense knowledge in that field.	He has over 33 years of experience in Human Resources Management and has expertise in Strategic HR Consulting and in business management.
Terms and conditions of appointment / re-appointment	Re-appointment on retirement by rotation	Appointment as Independent Director	Appointment as Independent Director	Appointment as Independent Director
Last remuneration drawn, if any	Nil	Sitting Fee of Rs.50,000/-	Nil	Nil
Remuneration proposed to be paid	Nil	He is entitled for payment of sitting fees for attending the Meetings of the Board and its Committees.	He is entitled for payment of sitting fees for attending the Meetings of the Board and its Committees.	He is entitled for payment of sitting fees for attending the Meetings of the Board and its Committees.
Date of first appointment as Director	21.08.1989	10-06-2023	14-08-2024	14-08-2024
Shareholding in the Company (No. of shares)	3,37,325	2,400	20	Nil
Relationship with other Directors / KMP	Brother of Dr.M.Manickam, Chairman & Managing Director and Sri M.Srinivaasan, Joint Managing Director	Nil	Nil	Nil
No. of Board Meetings attended during the year ended 31.3.2024	7	5	NA	NA
Names of the companies in which directorship is held:				
i) Listed entities	Sakthi Finance Limited.	Nil	Sakthi Finance Limited	Duroply Industries Limited
ii) Others	Sri Chamundeswari Sugars Ltd., ABT Limited, Sakthi Auto Component Limited, ABT Properties Limited, Anamalais Bus Transport P Limited, Coimbatore Innovation and Business Incubator, Magnum Foundations P.Limited, The Gounder & Co. Auto Ltd., Sakthi Properties (Cbe) Limited., Nachimuthu Industrial Assn., Sakthifinance Financial Services Limited., ABT Supply Chain Pvt Ltd	Sri Chamundeswari Sugars Ltd.,	Sri Chamundeswari Sugars Ltd., Sri Sakthi Textiles P Ltd., Scomode Technologies P Ltd., Bison Agro Farms P Ltd., Vetriwa Sports Academy P Ltd., Akashiq Data Care India P Ltd.,	Apollo Home Healthcare Limited Apollo Rajshree Hospitals P Ltd., Imperial Hospital and Research Centre Ltd.,



Name of Director Chairmanship / Membership of Committees:	Sri M.Balasubramaniam (DIN – 00377053)	Sri V.K.Swaminathan (DIN – 00210869)	Dr. A. Selvakumar (DIN – 01099806)	Sri S. Shivram (DIN – 07946245)
i) Listed entities	Sakthi Finance Limited - SR Committee -Member - CSR Committee - Member Sakthi Sugars Limited - SR Committee - Member	Nil	Sakthi Finance Limited - Audit Committee – Chairman - SR Committee - Member	Nil
ii) Others	Sri Chamundeswari Sugars Limited. - SR Committee – Member	Nil	Nil	Nil
Names of listed entities from which the person has resigned in the past three years	Nil	Nil	Nil	Nil

SR Committee - Stakeholders Relationship Committee, CSR Committee - Corporate Social Responsibility Committee.

Coimbatore
24th August 2024

By Order of the Board
S. Venkatesh
Company Secretary



BOARD'S REPORT

To the Members

The Board of Directors of the Company presents its Annual Report together with the Audited Financial Statements of the Company for the year ended 31st March 2024.

FINANCIAL HIGHLIGHTS		(Rs in lakhs)	
Particulars	2023-24	2022-23*	
Revenue			
Sugar Division	80086.32	84266.50	
Distillery Division	18204.55	14272.02	
Cogeneration Division	7081.34	6837.02	
Soya Division	1555.91	2196.19	
Total Revenue	106928.12	107571.73	
Other Income	1325.27	1472.08	
Total Income	108253.39	109043.81	
Profit/(Loss) before Finance Cost and Depreciation & Amortisation Expense and Exceptional Items	8724.10	10822.51	
Finance Cost	10876.06	10801.07	
Provision for Depreciation & Amortisation	3707.20	3721.29	
Net Profit before Exceptional Item and Tax	(5859.16)	(3699.85)	
Exceptional Items Gain / (Loss)	22482.42	41061.91	
Net Profit before Tax from continuing operations	16623.26	37362.06	
Provision for Tax	4441.73	(224.40)	
Net Profit after Tax	12181.53	37586.46	
Profit from Discontinued Operation	767.68	4195.35	
Profit/(Loss) for the year	12949.21	41781.81	
Comprehensive Income	(72.78)	(51.96)	
Total comprehensive Income	12876.43	41729.85	

*Figures are reclassified to make them comparable with current year's figures

REVIEW OF OPERATION

The overall operational performance of the Company for the financial year under review was better than that of the previous financial year with higher quantum of sugarcane crushing. However, the recovery percentage has come down slightly. There has been improvement in the operations of other Divisions like distillery and power. In the selling prices of sugar and industrial alcohol also, there were improvement during the financial year. Average realisation on power was lower than the previous year. The operation of Soya unit upto the date of sale has been treated as discontinued operation. There is no change in the nature of business during the financial year and until the date of this report.

SUGAR DIVISION

The quantum of sugarcane crushed at various units of the Company during the financial year 2023-24 is as under:

Name of the Unit	Cane crushed (in MT)
Sakthinagar	12,97,589
Sivaganga	3,25,144
Modakurichi	5,48,730

During the year under review, 1.95 lakh MT of sugar was produced by the Company as compared to 1.99 lakh MT in the previous year. Although there is improvement in the selling price of sugar, the revenue of sugar division has come down during the year under review as compared to the previous financial year.

DISTILLERY DIVISION

During the year under review, 296.54 lakh litres (previous year 246.97 lakh litres) of industrial alcohol was produced at Sakthinagar Distillery Unit. Both volume and value of sales of this Division have improved during the year as compared to the previous financial year.

**CO-GENERATION DIVISION**

The total power generated in the co-generation plants during the financial year was 2470.85 lakh units (previous year 2287.48 lakh units) out of which 1511.36 lakh units (previous year 1353.60 lakh units) of power was exported. The Company is selling the power through Indian Energy Exchange (IEX) as well as directly to third parties.

DISCONTINUED OPERATIONS

The members of the Company at the Extraordinary General Meeting held on 27th May 2022 and on 14th December 2023 approved, inter alia, sale of the Soya Unit at Pollachi, Tamilnadu. A Slump Sale Agreement for sale of Soya unit as a going concern on slump sale basis for a consideration of Rs. 124.50 Crores to ABT Limited was executed on 29th March 2024. Out of the sale consideration, an amount of Rs.92.00 Crores has been received from ABT Limited and the balance amount is yet to be received.

IMPACT OF COVID-19 ON OPERATION

There was no material impact on account of Covid-19 pandemic on the operations of the Company during the financial year 2023-24.

CURRENT FINANCIAL YEAR 2024-25

There has been improvement in the level of operations of the Company during the financial year under review as compared with the previous year, except slight reduction in the sugar recovery percentage and in sugar production. Due to insufficient rainfall, availability of sugarcane for crushing during the financial year 2024-25 would be less than the financial year under review. This will get reflected in the operations of other Divisions also.

DEPOSITS

The Company has not accepted any deposit during the financial year under review. At the end of the financial year, there was no unclaimed deposit.

CORPORATE INFORMATION

The loans taken over by Phoenix ARC Private Limited and restructured by it at the request of the Company and certain other loans have been fully repaid.

During the financial year a fresh term loan of Rs.110 crores has been availed from Kotak Mahindra Bank Limited for the purpose of meeting financial requirement of the Company.

Sri. S. Baskar, President and Company Secretary, has retired from the services of the Company on 31st March 2024 and Sri. S. Venkatesh has been appointed as Company Secretary with effect from 1st April 2024.

DIRECTORS

Sri M.Balasubramaniam (DIN 00377053) retires by rotation at the ensuing Annual General Meeting and, being eligible, has offered himself for re-appointment.

The term of office of the following Independent Directors, viz. Sri P.K.Chandran, Sri S.S.Muthuvelappan, Sri N.K.Vijayan, Sri C.Rangamani, Sri K.V.Ramachandran, Sri. S.Chandrasekhar and Sri S.Balasubramanian, will expire on 29th September 2024 on completion of the second term of their appointment for five consecutive years from 30th September 2019. These Independent Directors are not eligible for reappointment as Independent Directors in view of the restrictions contained in Section 149(11) of the Companies Act, 2013.

The Board at its meeting held on 14th August 2024 has appointed Sri R.Vidhya Shankar, Dr. A. Selvakumar and Sri S. Shivram as Additional Directors and as Independent Directors, subject to the approval of the members at the ensuing Annual General meeting of the Company. However, Sri R. Vidhya Shankar has resigned his directorship in the Company on 22nd August 2024 as there would be conflict of interest as a Director of the Company while serving as an Independent Director of a banking company. The Board at its meeting held on 24th August 2024 took note of the resignation of Sri R. Vidhya Shankar and recommended for Members approval appointment of Sri V.K.Swaminathan, a Non-Executive Non-Independent Director of the Company, as Non-Executive Independent Director for a term of five consecutive years from 20th September 2024 to 19th September 2029 at the ensuing Annual General Meeting.

Appointment of the aforesaid Independent Directors will fulfil the requirements of Regulation 17(1) of SEBI (LODR) Regulations 2015 with respect to proper constitution of the Board of Directors of the Company even after vacation of the aforesaid seven Independent Directors on 29th September 2024.

**DIRECTORS RESPONSIBILITY STATEMENT**

In pursuance of Section 134(5) of the Companies Act, 2013, the Directors hereby confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- (b) the Directors 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 as at the end of the financial year and of the profit of the Company for that financial year;
- (c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the Directors had prepared the annual accounts on a going concern basis;
- (e) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- (f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

MEETINGS OF BOARD OF DIRECTORS

The Board met seven times during the financial year ended 31st March 2024. The details of the Board Meetings and the attendance of the Directors are given in the Corporate Governance Report.

COMPOSITION OF AUDIT COMMITTEE

The Audit Committee comprises of the following Directors as its members:

1. Sri C.Rangamani, Chairman
2. Sri N.K.Vijayan
3. Sri K.V.Ramachandran
4. Smt. Priya Bhansali

Details regarding meetings of the Audit Committee and the attendance of the members are given in the Corporate Governance Report.

BOARD EVALUATION

Pursuant to the provisions contained in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, a formal annual evaluation of the performance of the Board, its committees and of individual Directors has been made. The manner in which the evaluation was carried out and the process adopted are given in the Corporate Governance Report.

DETAILS OF REMUNERATION TO DIRECTORS

Details of ratio of remuneration to each Director to the median employee's remuneration and other disclosures required under Section 197(12) of the Companies Act, 2013 and Rule 5(1) and 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in Annexure-A.

RISK MANAGEMENT POLICY

The Company has constituted a Risk Management Committee and the details of the Committee are set out in the Corporate Governance Report. Pursuant to Regulation 17(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board has laid down risk management policy to identify, evaluate and mitigate risks. It seeks to ensure transparency and to minimise adverse impact on the business operations of the Company.

The Company does not have any exposure to commodity risk except to the extent of its own production of sugar, the main product of manufacture of the Company, the selling price of which is subject to market fluctuations.

INTERNAL CONTROL

The Company has internal control system commensurate with the size of the Company. Adequate procedures are set out for detecting and preventing frauds and for protecting the Company's assets. The head of Internal Audit Team reports to the Chairman of the Audit Committee for the purpose of maintaining independence and Internal Audit Reports are placed before the Audit Committee together with statement of significant audit observation and the suggested corrective action followed by a report on action taken thereon. Further the Company has adequate internal financial controls with respect to the financial statements.

**VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has a whistle blower policy and a vigil mechanism for Directors and employees to report genuine concerns in the prescribed manner. The vigil mechanism provides adequate safeguards against victimisation and for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases. The details of the whistle blower policy are posted on the website of the Company. No complaint has been received under this mechanism during the year under review.

CORPORATE GOVERNANCE

A Report on Corporate Governance along with Auditors Certificate with respect to its compliance forms part of this Report.

A detailed Management Discussion and Analysis Report also forms part of this Report

OTHER DISCLOSURES UNDER THE COMPANIES ACT 2013**i. Annual Return**

A copy of the Annual Return for the financial year 2022-23 is placed on the website of the Company www.sakthisugars.com.

ii. Changes in Share Capital

There is no change in the share capital during the financial year under review.

iii. Policy on Directors Appointment and Remuneration

The Company's policy for selection and appointment of directors, senior management personnel and fixation of their remuneration, including criteria for determining qualifications, positive attributes, independence of a director, are available in the Company's website www.sakthisugars.com and the salient features of the Policy are given in Annexure-B.

iv. All the related party transactions were on arm's length basis. Prior approval of the Audit Committee and/or the Board, as the case may be, has been obtained for the transactions with related parties. A statement of all related party transactions is placed before the Audit Committee on quarterly basis.

The related party transaction with respect to sale of Soya Unit of the Company to ABT Limited has been approved by the Members as required under Section 188(1) of the Companies Act, 2013 at the Extraordinary General Meeting held on 27.05.2022 and Slump Sale Agreement has been executed on 29th March 2024. Particulars of the material contract / arrangement in Form AOC - 2 as required under Section 134(3)(h) of the companies Act 2013 are given in Annexure - C.

The Related Party Transactions Policy as approved by the Board is available on the Company's website www.sakthisugars.com. The details of the transactions with Related Parties are provided in the accompanying financial statements.

v. An amount of Rs.5.00 Crores has been received during the year from Sri M. Balasubramaniam, Managing Director, in accordance with the provision contained in Rule 2(c)(viii) of the Company (Acceptance of Deposits) Rules 2014.**vi. Statement of declarations given by Independent Directors**

The Independent Directors have given their declarations to the Board to the effect that they meet with the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and the relevant rules. They have also given a declaration confirming compliance with Rule 6(1) and (2) of the Companies (Appointment and Qualification of Directors) Rules 2014 regarding inclusion of their names in the databank maintained by Indian Institute of Corporate Affairs. All the Independent Directors are exempt from the requirement of the written test under Rule 6(4) of the said Rules.

vii. Significant material orders passed by court or authorities

There are no significant orders passed by Court or regulatory authorities which would impact the status of the Company and its future operations.

viii. Particulars of loans, guarantees or investments

During the financial year 2023-24, the Company has given a corporate guarantee and security by way of equitable mortgage of the immovable property of the Company at St.Mary's Road, Chennai 600 018 in favour of Kotak Mahindra Bank Limited to secure the term loan of Rs.90 crores availed by ABT Limited, a related party in which some of the directors are interested.

The Company has also given a corporate guarantee and security by way of pledge of equity shares held by the Company in the share capital of Sakthi Auto Component Limited in favour of Zoho Corporation Private Limited to secure the term loan of Rs.100 crores availed by ABT Transport Private Limited.

The Company has not given any loan or made any investment during the said financial year.

ix. Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo



The information on conservation of energy, technology absorption and foreign exchange earnings and out go as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules 2014 is given in Annexure-D.

- x. There are no material changes affecting the financial position of the Company which have occurred between the end of the financial year and the date of this report.
- xi. The Company has complied with the Secretarial Standards as may be applicable to the Company.

STATUTORY AUDITORS

The members have appointed M/s.P.N.Raghavendra Rao & Co., Chartered Accountants, as Statutory Auditors for a term of office of five consecutive years from the conclusion of the 60th Annual General Meeting held on 24th August, 2022 till the conclusion of the 65th Annual General Meeting of the Company. The said Audit Firm has confirmed that they are not disqualified for continuing as Statutory Auditors of the Company for the financial year 2024-25.

SECRETARIAL AUDIT

Pursuant to Section 204 of the Companies Act 2013 and Regulation 24A of SEBI (LODR) Regulations 2015, the Board of Directors of the Company has appointed M/s.S.Krishnamurthy & Co., Company Secretaries, Chennai as Secretarial Auditors to undertake the secretarial audit of the Company for the year ended 31st March 2024. Secretarial Audit Report of M/s. S.Krishnamurthy & Co., Company Secretaries, Chennai for the year ended 31st March 2024 is annexed as Annexure-E. As the Company does not have any subsidiary, the question of appointment of Secretarial Auditor for material subsidiary does not arise.

COST AUDIT

The Company is required to maintain cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013 and accordingly such accounts and records are made and maintained by the Company. M/s. STR & Associates, Cost & Management Accountants, Tiruchirapalli, are the Cost Auditors appointed for auditing the cost accounting records relating to Sugar, Distillery, Power and Soya Divisions of the Company for the year ended 31st March 2024.

The said Firm has been appointed for the financial year ending 31st March 2025 and necessary resolution for ratification of their remuneration is included in the Notice for the ensuing Annual General Meeting.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has constituted a CSR Committee and has adopted a CSR Policy and the same is available in the Company's website www.sakthisugars.com. The composition of the CSR Committee is given in the Corporate Governance Report. As the Company has incurred loss for the three immediately preceding financial years, the requirement of incurring expenditure towards fulfilment of its corporate social responsibility does not arise during the financial year under review.

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

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the said Act. An Internal Complaints Committee (ICC) has been set up at every work place of business to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. No sexual harassment complaint has been received during the financial year 2023-24.

AUDITORS' REPORT

With reference to the Statutory Auditors' remark, your Directors wish to state that the Company is confident of obtaining favourable award and considers the full amount as recoverable. The Statement of impact on Audit Qualification is attached as Annexure-F.

ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation of the valuable assistance and co-operation extended by the shareholders, cane growers, banks, financial institutions and Government authorities. They also wish to appreciate the dedicated services rendered by officers, staff and workers of the Company.

On behalf of the Board of Directors

Coimbatore
24th August 2024

M Manickam
Chairman and Managing Director

**ANNEXURE - A TO THE BOARD'S REPORT****PARTICULARS OF REMUNERATION**

The information required under Section 197 of the Companies Act, 2013 and the Rules made thereunder in respect of remuneration to Directors/Key Managerial Personnel/employees of the Company is as follows:

- (a) The ratio of the remuneration of each director to the median employee's remuneration of the Company for the financial year ended 31st March 2024:

	Name of Persons	Ratio to median remuneration
I	Non-Executive Directors:	
	Sri C.Rangamani	0.47
	Sri S.S.Muthuvelappan	0.35
	Sri P.K.Chandran	0.37
	Sri N.K.Vijayan	0.37
	Sri K.V.Ramachandran	0.47
	Sri S.Chandrasekhar	0.26
	Sri S.Balasubramanian	0.33
	Smt.Priya Bhansali	0.37
	Sri.V.K.Swaminathan	0.12
II	Executive Directors:	
	Dr. M.Manickam, Chairman & Managing Director	-
	Sri M.Balasubramaniam, Managing Director	-
	Sri M.Srinivaasan, Joint Managing Director	-

- (b) The percentage of increase in remuneration of each Director, Chief Financial Officer, and Company Secretary in the financial year:

	Name of Persons	% increase in remuneration
I	Non-Executive Directors:	
	Sri C.Rangamani	25.00
	Sri S.S.Muthuvelappan	25.00
	Sri P.K.Chandran	23.08
	Sri N.K.Vijayan	23.08
	Sri K.V.Ramachandran	25.00
	Sri S.Chandrasekhar	22.22
	Sri S.Balasubramanian	75.00
	Smt.Priya Bhansali	23.08
	Sri.V.K.Swaminathan	N.A.
II	Executive Directors:	
	Dr. M.Manickam, Chairman & Managing Director	-
	Sri M.Balasubramaniam, Managing Director	-
	Sri M.Srinivaasan, Joint Managing Director	-
III	Key Managerial Personnel:	
	Dr.S.Veluswamy, President - Finance & Operations (Chief Financial Officer)	24.88
	Sri S.Baskar, President & Company Secretary	14.13



- i. The remuneration to Non-Executive Directors consists of sitting fees paid for the meetings of Board and Committees thereof attended by each Director. The sitting fees paid per meeting attended by the Directors is the same as that of the last year
 - ii. The appointments of Dr.M.Manickam as Chairman and Managing Director with effect from 12th June 2023 and Sri M.Balasubramaniam as Managing Director and Sri M.Srinivaasan as Joint Managing Director with effect from 27th August 2021 are without remuneration.
- (c) The percentage increase in the median remuneration of employees in the financial year is 22.61
- (d) The number of permanent employees on the rolls of the Company as on 31.3.2024 is 845.
- (e) The increase in the average percentile of salaries of employees other than managerial personnel in the year 2023-24 is 38.55%. The managerial personnel have not been paid remuneration.
- (f) Affirmation that the remuneration is as per the remuneration policy of the Company:
It is affirmed that the remuneration paid during the financial year ended 31.3.2024 to Directors, Key Managerial Personnel and other employees is as per the remuneration policy of the Company.
- (g) The information as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report. However, as per second proviso to Section 136(1) of the Act and second proviso to Rule 5(2) of the Rules, the Report and Financial Statements are being sent to the members of the Company excluding the statement of particulars of employees under Rule 5(2) of the Rules. Any member interested in obtaining a copy of the said statement may write to the Company Secretary.

On behalf of the Board of Directors

Coimbatore
24th August 2024

M Manickam
Chairman and Managing Director



ANNEXURE - B TO THE BOARD'S REPORT

SALIENT FEATURES OF POLICY ON APPOINTMENT AND REMUNERATION

In order to identify, attract, retain and motivate competent persons, a clear relationship of remuneration to performance and a balance between rewarding short and long term performance of the Company, the Board of Directors of the Company, as recommended by the Nomination and Remuneration Committee (NR Committee), has adopted a policy on appointment and remuneration as enumerated in Section 178 of the Companies Act 2013. This policy provides a framework for remuneration of members of the Board of Directors, Key Managerial Personnel and other employees of the Company.

I. Criteria for selection/appointment of and Remuneration to Non-Executive Directors:

i. Criteria of selection

- a. The candidate for Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in any of the fields of engineering, manufacturing, finance, accounts, taxation, agricultural operations, sales & marketing, and general management.
- b. In the case of Independent Directors, the candidate, in addition to the requirements under (a) above, should satisfy the criteria of independence as stipulated in the Companies Act and the Listing Regulations.
- c. The NR Committee while recommending a candidate for appointment as a Director, shall consider and get itself satisfied about -
 - The candidate not being disqualified for appointment under Section 164 of the Companies Act, 2013.
 - Attributes/criteria regarding qualification, expertise and experience in relevant field.
 - Personal, professional or business standing.
 - Requirement with respect to Board's diversity.
- d. In the case of re-appointment, the performance evaluation of the Director and his level of participation will be considered.

ii. Remuneration to Non-Executive Directors

The Non-Executive Directors are entitled to receive remuneration by way of sitting fees for each meeting of the Board or Committees of Board attended by them of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014. They are also entitled for reimbursement of expenses in connection with participation in the Board/Committee Meetings/General Meetings.

The Independent Directors of the Company are not entitled for Stock Option Scheme of the Company, if any.

II. Criteria for selection/appointment of and remuneration to Executive Directors:

i. Criteria of selection/appointment

The NR Committee shall identify persons of integrity having relevant experience, expertise and leadership quality for appointment for the position of Executive Directors, viz. Executive Chairman, Managing Director, Joint Managing Director and Executive Director. The NR Committee shall also ensure that the identified persons fulfil the conditions like age limit under the Companies Act and other applicable laws, if any.

ii. Remuneration

The Executive Directors will be paid such remuneration and perquisites as may be mutually agreed upon at the time of appointment or re-appointment between the Company and the Executive Directors, taking into consideration the profitability of the Company and the overall limits prescribed under the Companies Act 2013.

The remuneration of Executive Chairman, Managing Director and the Joint Managing Director of the Company consists of fixed remuneration and variable portion by way of commission calculated in accordance with the Companies Act 2013. The remuneration of Executive Director consists of only fixed remuneration.

The above remuneration will be subject to such approvals and conditions as laid down in applicable statute.

**III. Criteria for selection/appointment of and remuneration to Senior Management Personnel:**

Based on the criticality of the role and responsibility of the Key Managerial Personnel, the NR Committee decides on the required qualifications, experience and attributes for the position and on the remuneration based on the industry bench mark and the current compensation trend in the market. The remuneration consists of fixed components like salaries, perquisites and a variable component comprising of annual bonus, if declared. Based on the selection criteria laid as above and remuneration, the NR Committee identifies persons and recommends to the Board for consideration and appointment.

In respect of other Senior Management Personnel, the NR Committee will recommend to the Board, all remuneration, in whatever form, payable to them for its approval.

Senior management means officers/personnel of the Company who are members of its core management team, excluding Board of Directors, comprising members of management one level below the Chief Executive Officer/Managing Director, including Company Secretary and Chief Financial Officer, and the functional heads.

In respect of other employees, the Chairman and Managing Director is authorised by the NR Committee to fix the remuneration based on the criticality and responsibility of the employees.

Annual increments are given on time scale basis and further increase to deserving employees based on performance review.

On behalf of the Board of Directors

Coimbatore
24th August 2024

M Manickam
Chairman and Managing Director

**ANNEXURE - C TO THE BOARD'S REPORT****Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis :

Not Applicable

2. Details of material contracts or arrangement or transactions at arm's length basis :

(a) Name(s) of the related party Nature of relationship	ABT Limited Dr. M. Manickam, Chairman and Managing Director, Sri M. Balasubramaniam, Managing Director, and Sri M. Srinivaasan, Joint Managing Director of the Company are Directors and shareholders of ABT Limited and have significant influence in the affairs of that company.
(b) Nature of contracts / arrangements/transactions	Sale of Soya Unit of the Company at Marchinaickenpalayam, Ambarampalayam Post, Pollachi, Coimbatore District, Tamilnadu
(c) Duration of the contracts / arrangements / transactions	As the nature of contract is sale of asset, tenure of the contract does not arise.
(d) Salient terms of the contracts or arrangements or transactions including the value, if any:	Sale price of Soya Unit of the Company at Marchinaickenpalayam, Pollachi at Rs.124.50 crores, fixed based on the valuation reports of M/s. A.P. Associates and M/s.R.K.Associates, Registered Valuers, for land and building and plant and machinery and equipments and on the certificate of valuation of current assets, miscellaneous fixed assets and other movable assets of M/s. P.N.Raghavendra Rao & Co., Statutory Auditors of the Company,
(e) Date(s) of approval by the Board, if any	2nd May 2022 and 27th March 2024
(f) Amount paid as advances, if any	Rs. 92 crores.

On behalf of the Board of Directors

Coimbatore
24th August 2024

M Manickam
Chairman and Managing Director



ANNEXURE - D TO BOARD'S REPORT

INFORMATION PURSUANT TO SECTION 134(3)(m) OF THE COMPANIES ACT 2013

A. CONSERVATION OF ENERGY

(i) *Steps taken or impact on conservation of energy:*

No major steps have been taken during the year.

(ii) *Steps taken for utilising alternate sources of energy:*

Power generated by the Company in its co-generation plants is used.

(iii) *Capital investment on energy conservation equipments:*

Nil

B. TECHNOLOGY ABSORPTION

(i) *Efforts made towards technology absorption:*

In Modakurichi Sugar Unit, in the milling tandum Berulit SM Super Grease is used in the place of lubricant oil.

(ii) *Benefits derived*

Flow of outlet oil along with waste water to effluent treatment plant is eliminated. This has increased the efficiency of functioning of Effluent treatment plant. The cost of lubrication of milling tandum is also reduced.

(iii) *(In case of imported technology*

a. *details of technology imported*

b. *the year of import*

c. *whether the technology has been fully absorbed*

d. *if not absorbed, areas where absorption has not taken place and reasons thereof*

No technology was imported.

(iv) *Expenditure on Research and Development - Rs.33.17 lakhs*

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

Foreign exchange earned Rs. 2634.93 lakhs

Foreign exchange used Rs. 24.10 lakhs

Coimbatore
24th August 2024

On behalf of the Board of Directors

M Manickam
Chairman and Managing Director

**ANNEXURE-E TO THE BOARD'S REPORT****Form No. MR-3****Secretarial Audit Report for the financial year ended 31st March 2024**

[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,

SAKTHI SUGARS LIMITED, [CIN:L15421TZ1961PLC000396]

Sakthi Nagar, Bhavani Taluk, Erode District, Tamilnadu-638315

We have conducted a Secretarial Audit of the compliance of applicable statutory provisions and adherence to good corporate practices by SAKTHI SUGARS LIMITED (hereinafter called "the Company") during the financial year from 1st April 2023 to 31st March 2024 ("the year"/ "audit period"/ "period under review").

We conducted the Secretarial Audit in a manner that provided us a reasonable basis for evaluating the Company's corporate conducts/statutory compliances and expressing our opinion thereon.

We are issuing this report based on:

- (i) Our examination / verification of the physical / electronic books, papers, minute books and other records maintained by the Company and furnished to us in physical / electronic form through email, forms / returns filed and compliance related action taken by the Company during the year as well as after 31st March 2024 but before the issue of this audit report;
- (ii) Our observations during our visits to the Corporate office of the Company;
- (iii) Compliance certificates confirming compliance with all laws applicable to the Company given by the key managerial personnel / senior managerial personnel of the Company; and
- (iv) Representations made, documents shown and information provided by the Company, its officers, agents and authorised representatives during our conduct of the Secretarial Audit.

We hereby report that, in our opinion, during the audit period covering the financial year ended on 31st March 2024 the Company has

- (i) Complied with the statutory provisions listed hereunder; and
- (ii) Board processes and compliance mechanism in place.

The members are requested to read this report along with our letter of even date annexed to this report as Annexure – A.

1. Compliance with specific statutory provisions

We further report that:

1.1. We have examined the books, papers, minute books and other records maintained by the Company and the forms, returns, reports, disclosures and information filed or disseminated during the year, according to the applicable provisions/ clauses of:

- (i) The Companies Act, 2013 and the rules made thereunder ("the Act").
- (ii) The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder.
- (iii) The Depositories Act, 1996 and the regulations and bye-laws framed thereunder.
- (iv) The following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Regulations"):-
 - (a) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
 - (c) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (v) The following laws are specifically applicable to the Company (Specific laws):
 - (a) Essential Commodities Act, 1955 and the rules / orders made thereunder with respect to sugar;
 - (b) Tamil Nadu Prohibition Act, 1937 and the rules made thereunder with respect to molasses and industrial alcohol;



- (c) Sugar Development Fund Act, 1982 and the rules made thereunder;
 - (d) Sugar Cess Act, 1982;
 - (e) Food Safety and Standards Act, 2006 and the rules/regulations made thereunder with respect to sugar and soya; and
 - (f) Electricity Act, 2003 and the rules made thereunder, with respect to co-generation of power.
- (vi) The listing agreements entered into by the Company with the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) ("Agreements").
- (vii) Secretarial Standards issued by The Institute of Company Secretaries of India (Secretarial Standards).
- 1.2. During the period under review, and also considering the compliance related action taken by the Company after 31st March 2024 but before the issue of this report, the Company has, to the best of our knowledge and belief and based on the records, information, explanations and representations furnished to us:
- (i) Complied with the applicable provisions/ clauses of the Acts, Rules, SEBI Regulations mentioned under sub – paragraph (iv) of paragraph 1.1 above; and
 - (ii) Complied with the applicable provisions / clauses of the Acts, Rules and Specific laws mentioned under sub-paragraph (i) to (iii), (v), (vi) and (vii) of paragraph 1.1 and Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) mentioned under paragraph 1.1 (viii) above to the extent applicable to Board/ Committee Meetings and General meetings.
- 1.3. We are informed that, during/ in respect of the year, due to non-occurrence of certain events, the Company was not required to comply with the following laws/ rules/ regulations and consequently was not required to maintain any books, papers, minute books or other records or file any forms/ returns under:
- (i) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of External Commercial Borrowings, Foreign Direct Investment and Overseas Direct Investment (FEMA);
 - (ii) Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations 1993 regarding the Companies Act, 2013 and dealing with the client;
 - (iii) Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018;
 - (iv) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (v) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and
 - (vi) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
2. Board processes:
- We further report that:
- 2.1 The constitution of the Board of Directors of the Company during the year was in compliance with the applicable provisions of the Act and SEBI (LODR) Regulations 2015.
- 2.2 As on 31st March 2024, the Board has:
- (i) 1 [One] Executive Director designated as Chairman and Managing Director
 - (ii) 2 [Two] Executive Directors designated as Managing Directors
 - (iii) 1 [One] Non-Executive Non Independent Director
 - (iv) 8 [Eight] Non-Executive Independent Directors including a Woman Independent Director.
- 2.3 The processes relating to the following changes in the composition of the Board of Directors during the year were carried out in compliance with the provisions of the Act and LODR:
- (i) Re-appointment of Sri. M.Srinivaasan (DIN 00102387) as Director retiring by rotation at the 61st Annual General Meeting held on 23rd August 2023;
 - (ii) Re-appointment of Dr.M.Manickam (DIN 00102233) as Managing Director of the Company for a period of five years from 12th June 2023 to 11th June 2028 without remuneration and continue to hold such position even after attaining the age of



70 years, based on the approval accorded by members by way of Special Resolution at the 61st Annual General Meeting held on 23rd August 2023;and

- (iii) Appointment of Sri. V.K.Swaminathan (DIN 00210869) as a Non Executive Non Independent Director of the Company from 10th June 2023, who is liable to retire by rotation, based on the approval accorded by members by way of Ordinary Resolution at the 61st Annual General Meeting held on 23rd August 2023.

- 2.4 Adequate notice was given to all the directors to enable them to plan their schedule for the Board meetings.
- 2.5 Notice of Board /Committee meetings was sent to the directors at least seven days in advance as required under Secretarial Standard (SS-1).
- 2.6 Agenda and detailed notes on agenda were sent to the directors at least seven days before the Board / Committee meetings.
- 2.7 Agenda and detailed notes on agenda for the following items were either circulated separately less than seven days before or at the Board meetings and consent of the Board for so circulating them was duly obtained as required under SS-1:
- (i) Supplementary agenda notes and annexures in respect of unpublished price sensitive information such as audited financial statement/ results, unaudited financial results and connected papers; and
- (ii) Additional subjects/ information/ presentations and supplementary notes.
- 2.8 A system exists for directors to seek and obtain further information and clarifications on the agenda items before the meetings and for their meaningful participation at the meetings.
- 2.9 We are informed that, at the Board meetings held during the year:
- (i) Majority decisions were carried through; and
- (ii) No dissenting views were expressed by any Board member on any of the subject matters discussed, that were required to be captured and recorded as part of the minutes.

3. Compliance mechanism

We further report that:

- 3.1 There are reasonably adequate systems and processes in the Company, commensurate with the Company's size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

4. Specific events/actions

- 4.1 During the year, the following specific events / actions having a major bearing on the Company's affairs took place, in pursuance of above referred laws, rules, regulations and standards.

- (a) Members have accorded their approvals by way of resolutions passed in the Extraordinary General Meetings (EGM) and Annual General Meeting held during the year.

Section of the Companies Act/ Regulation of SEBI (LODR) Regulations 2015	EGM / AGM Date	Type of Resolution	Purpose
186	5th June 2023	Special	To give loans to and to make investments in any person or body corporate and to provide guarantees or securities in connection with a loan of any other person or body corporate, in excess of the limit prescribed in Section 186 of the Act, in such a way that the loans, guarantees and securities so given and the investments so made, together with the existing loans, guarantees and securities and investments, if any, shall not exceed Rs.750 Crores, on such terms and conditions as may be decided by the Board.



180 (1) (a)		Special	To create mortgage and/or charge or encumbrance of any nature whatsoever on the whole or substantially the whole of the undertakings of the Company including immovable and movable, tangible and intangible properties of the Company, both present and future, together with power to takeover, sell, transfer and dispose off, the assets of the Company on the happenings of certain events either wholly or any part thereof, including but not limiting to granting the possession of the assets on lease, or leave and license basis, in order to secure the loans aggregating to Rs.120 crores to be availed by the Company from Kotak Mahindra Bank Limited
13		Special	Amendment made in the Clause 47 of the Memorandum of Association of the Company.
185	23rd August 2023	Special	Provision of security by way of mortgage of immovable properties and provision of corporate guarantee by the Company in favour of Kotak Mahindra Bank Ltd to secure the loans aggregating to Rs. 90 Crores availed / to be availed by ABT Limited a related party.
37 A	14th December 2023	Special	Sale of Soya Unit at Marchinaickenpalayam, Pollachi, Coimbatore District, Tamilnadu State as a going concern or on a slump sale basis at a fair price
23 (4)		Ordinary	Sale of Soya Unit at Marchinaickenpalayam, Pollachi, Coimbatore District, Tamilnadu State as a going concern or on a slump sale basis to ABT Limited a related party at a fair price. Omnibus approval for material Related Party Transactions with ABT Limited upto Rs.45 crores during the financial year ending 31st March 2024 which are in the normal course of its business and on arm's length basis, provided that the aggregate value of all the transactions already made and proposed to be made shall not exceed Rs.260 crores during the financial year 2023-24.

- (b) Based on the approval accorded by the members in the EGM held on 14th December 2023 and the resolution passed under Section 180(1)(a) of the Companies Act 2013 earlier, the Company has entered into a Slump Sale Agreement with ABT Limited, a Promoter Group Company with respect to sale of Soya Unit for a consideration of Rs.124.50 Crores.

For S Krishnamurthy & Co.,
Company Secretaries
Firm Unique Identification No. P1994TN045300
Peer Review Certificate No. 733/2020

R. Sivasubramanian
Partner
Membership No: A22289
Certificate of Practice No: 12052
UDIN : A022289F000969543

Place : Coimbatore
Date : 14th August 2024

**Annexure - A to Secretarial Audit Report of even date**

To,
The Members,
Sakthi Sugars Limited, [CIN: L15421TZ1961PLC000396]
Sakthi Nagar, Bhavani Taluk, Erode District, Tamil Nadu - 638315

Our Secretarial Audit Report (Form MR-3) of even date for the financial year ended 31st March 2024 is to be read along with this letter.

1. Management's Responsibility:

The Company's management is responsible for maintenance of secretarial records, making the statutory/ regulatory disclosures/ filings and compliance with the provisions of corporate and other applicable laws, rules, regulations and standards.

2. Secretarial Auditors' Responsibility:

Our responsibility as a Secretarial Auditor is to express an opinion on the compliance with the applicable laws and maintenance of records based on our audit.

3. We have followed such audit practices and processes as we considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records and the audit was conducted in accordance with applicable auditing standards issued by The Institute of Company Secretaries of India. Those Standards require that the Auditor comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.
4. While forming an opinion on compliance and issuing this report, we have also considered compliance related action taken by the Company after 31st March 2024 but before the issue of this report.
5. We have considered compliance related actions taken by the Company based on independent legal/ professional opinion obtained as being in compliance with law.
6. We have verified the secretarial records furnished to us on a test basis to see whether the correct facts are reflected therein. We have also examined the compliance procedures followed by the Company on a test basis. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
7. We have not verified the correctness and appropriateness of financial statements, financial records and books of accounts of the Company.
8. We have obtained the Management's representation about compliance of laws, rules and regulations and happening of events, wherever required.
9. Our 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.
10. Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Auditing Standards.

For S Krishnamurthy & Co.,
Company Secretaries
[Firm Unique Identification No. P1994TN045300]
(Peer Review Certificate No. 733/2020)

Place : Coimbatore
Date : 14th August 2024

R. Sivasubramanian
Membership No: A22289
Certificate of Practice No: 12052
UDIN : A022289F000969543

**ANNEXURE - F TO THE BOARD'S REPORT**

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2024

(Rs. in Lakhs)

S.No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Audited Figures (after adjusting for qualifications)
1	Turnover / Total income	1,08,253.39	1,08,253.39
2	Total Expenditure	1,14,112.55	1,14,112.55
3	Net Profit/(Loss)	12,949.21	12,949.21
4	Earnings Per Share (in Rs.)	10.90	10.90
5	Total Assets	1,54,791.90	1,54,791.90
6	Total Liabilities	1,42,998.23	1,42,998.23
7	Net Worth	11,793.67	11,793.67
8	Any other financial item(s) (as felt appropriate by the management)	Nil	Nil

II *Audit Qualification (each audit qualification separately)***Audit Qualification - I****a. Details of Audit Qualification**

No provision for the expected credit loss/ impairment on interest receivable from an erstwhile associate company of Rs.25219.69 lakhs have been recognized as per the requirement of Ind AS 109 "Financial Instruments". In view of non-recoveries, non-confirmations/reconciliation from the debtor company, initiation of legal action against the interest claim of the Company and in absence of clear forward looking information regarding outcome of pending legal actions initiated and time frame and quantum of realisability of the interest receivable, we are unable to determine the amount of expected credit loss/ impairment as per the requirements of Ind-AS 109 "Financial Instruments" and its consequential impact on the financial results.

b. Type of Audit Qualification: Qualified Opinion / Disclaimer of Opinion / Adverse Opinion

Qualified opinion

c. Frequency of qualification: Whether appeared first time/repetitive/since how long continuing

Repetitive from 31st March 2020.

d. For Audit Qualification where the impact is quantified by the Auditor, Management's views:

Not applicable.

e. For Audit Qualification(s) where the impact is not quantified by the auditor:**(i) Management's estimation on the impact of audit qualification**

The impact is unascertainable.

(ii) If management is unable to estimate the impact, reasons for the same

The Management is confident of obtaining favourable award and hence ECL is not provided.

(iii) Auditors' comments on (i) or (ii) above

The Auditors Report is qualified for non-provision of expected credit loss as per Ind-AS 109.



III	Signatories	
	CEO/Managing Director	Sd. (M. Manickam) Chairman & Managing Director
	CFO	Sd. (S. Veluswamy) Chief Financial Officer
	Audit Committee Chairman	Sd. (C.Rangamani) Chairman of the Audit Committee
	Statutory Auditors	Sd. (P.R. Vittel) Partner Membership No. : 018111 M/s. P.N. Raghavendra Rao & Co. FBN : 003328S

Place : Coimbatore

Date : 29.05.2024

**CORPORATE GOVERNANCE****1. COMPANY'S PHILOSOPHY**

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

2. BOARD OF DIRECTORS**a. Composition and category of Directors**

The composition of the Board is in conformity with the provisions contained in the Companies Act 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As on 31st March 2024, the Board consisted of three Executive Directors, viz. Chairman and Managing Director, Managing Director and Joint Managing Director, eight Independent Directors, including a Woman Director, and one Non-Executive and Non-Independent Director. The number of Independent Directors is more than 50% of the total number of Directors on the Board.

None of the Directors on the Board is in more than 10 Committees or Chairman of more than 5 Committees across all listed companies in which he/she is a Director as per the disclosures made by them.

All the Independent Directors have confirmed/declared that they satisfy/meet with the criteria of independence as stipulated under Section 149(6) of the Companies Act 2013 and in Regulation 16(1)(b) of SEBI (LODR) Regulations 2015 and that they have registered their names in the databank for Independent Directors maintained as per Section 150 of the Companies Act 2013. During the financial year ended 31st March 2024, the Independent Directors held a separate meeting on 12.02.2024, without the participation of Non-Independent Directors and members of the management team. All the Independent Directors were present at the meeting.

b. Attendance of each Director at the Board Meetings and the last Annual General Meeting

During the financial year ended 31st March 2024, the Board met 7 times on 03.05.2023 (partially adjourned to 6.5.2023), 29.5.2023, 10.6.2023, 14.8.2023, 9.11.2023, 12.02.2024, and 27.03.2024. The Board is provided with all material information, including the minimum information to be placed before the Board as specified in Part A of Schedule II to the SEBI (LODR) Regulations. The gap between two meetings did not exceed 120 days. The details of attendance of each Director at the Board Meetings held during the year 2023-24, either physically or through video conference, and at the last Annual General Meeting held through video conference on 23.08.2023, and the number of their other Directorships and Committee Chairmanship/ Membership as on 31st March 2024 are given below:

Name of the Director	DIN	Category of Directorship	Attendance at		Number as on 31.03.2024 (Other than SSL)		
			Board Meeting	Annual General Meeting	Directorships	Committee Position*	
						Chairman	Member
Dr.M.Manickam	00102233	Promoter Executive	6	Yes	14	1	1
Sri M.Balasubramaniam	00377053	Promoter Executive	7	Yes	13	-	2
Sri M.Srinivaasan	00102387	Promoter Executive	6	Yes	11	-	3
Sri C.Rangamani	00090786	Non-executive Independent	7	Yes	1	1	-
Sri S.S.Muthuvelappan	00273870	Non-executive Independent	7	Yes	-	-	-
Sri P.K.Chandran	00273738	Non-executive Independent	7	Yes	-	-	-
Sri N.K.Vijayan	00300871	Non-executive Independent	7	Yes	-	-	-
Sri K.V.Ramachandran	00322331	Non-executive Independent	7	Yes	3	-	1



Name of the Director	DIN	Category of Directorship	Attendance at		Number as on 31.03.2023		
			Board Meeting	Annual General Meeting	(Other than SSL)		
					Directorships	Committee Position*	
					Chairman	Member	
Sri S.Chandrasekhar	00011901	Non-executive Independent	6	Yes	10	-	1
Sri S.Balasubramanian	00458139	Non-executive Independent	7	Yes	2	-	-
Smt. Priya Bhansali	00195848	Non-executive Independent	7	Yes	4	-	2
Sri V.K.Swaminathan	00210869	Non-executive Non-Independent	5	Yes	1	-	-

*Audit Committee and Stakeholders Relationship Committee of public limited companies alone are considered.

c. Details of directorships held by the Directors of the Company in other listed entities

Name of Director	Name of listed entity	Category of directorship
Dr. M. Manickam	Sakthi Finance Limited	Promoter Non-executive
	Kovai Medical Centre & Hospitals Limited	Non-executive Independent
Sri M. Balasubramaniam	Sakthi Finance Limited	Promoter Executive
Sri M. Srinivaasan	Sakthi Finance Limited	Promoter Non-executive
Sri K.V. Ramachandran	E L Forge Limited	Promoter Executive
Smt. Priya Bhansali	Sakthi Finance Limited	Non-executive Independent
	Kaycee Industries Limited	Non-executive Independent
	Salzer Electronics Limited	Non-executive Independent

d. Chart/Matrix setting out skills/expertise/competence of the Directors

The Company being manufacturers of refined white crystal sugar and other bye-products, its Board of Directors are of the view that the directors would need one or more of the following core skills/expertise/competencies for effective functioning of the Company:

Skill set/expertise/competence required	Names of Directors having it
Entrepreneurial skill and business management	Dr.M.Manickam Sri M.Balasubramaniam Sri M.Srinivaasan Sri K.V.Ramachandran
Engineering and manufacturing expertise with reference to sugar industry	Sri M.Srinivaasan Sri S.Balasubramanian
Agricultural expertise and experience in sugarcane cultivation	Sri S.S.Muthuvelappan Sri P.K.Chandran Sri N.K.Vijayan Sri V.K.Swaminathan
Expertise in finance, accounting, legal and taxation	Sri M.Balasubramaniam Sri C.Rangamani Sri K.V.Ramachandran Smt. Priya Bhansali
Sales and marketing expertise and experience	Sri S.Chandrasekhar

e. Relationship between Directors inter se

Dr. M. Manickam, Chairman and Managing Director, Sri M.Balasubramaniam, Managing Director, and Sri M.Srinivaasan, Joint Managing Director, are related to each other as brothers.

**f. Number of shares and convertible instruments held by Non-Executive Directors in the Company as on 31st March 2024**

Sl. No	Name of the Non-Executive Director	No. of Equity Shares held
1	Sri C.Rangamani	500
2	Sri S.S.Muthuvelappan	3009
3	Sri P.K.Chandran	6424
4	Sri N.K.Vijayan	1850
5	Sri K.V.Ramachandran	500
6	Sri S.Chandrasekhar	1990
7	Sri S.Balasubramanian	10830
8	Smt. Priya Bhansali	-
9	Sri V.K.Swaminathan	2400

The Non-Executive Directors do not hold any convertible instrument.

g. Familiarisation programme for Independent Directors

The familiarisation process followed by the Company includes briefing about the Board's composition and conduct, roles, rights, responsibilities of Directors, nature of the industry, details about the Company, Group and its culture and briefing of amendments on Companies Act, SEBI Regulations, etc. The familiarisation process is disclosed at the Company's weblink www.sakthisugars.com/investorinformation/familiarisationprog.pdf.

h. Performance Evaluation

Pursuant to the provisions of the Companies Act 2013 and SEBI (LODR) Regulations 2015, evaluation of the performance of the Board, Committees and individual Directors was carried out by the Board for the year 2023-24, which included performance of the Directors and fulfilment of independence criteria as specified in SEBI (LODR) Regulations and their independence from the management. The questionnaires were prepared in a structured manner taking into consideration the guidance note on Board Evaluation issued by SEBI. The performance of each of the individual Directors was evaluated on parameters such as attendance, level of participation in the meetings and contribution, independence of judgement, safeguarding the interest of the Company and other stakeholders, etc. The performance evaluation of all the Independent Directors was done by the entire Board excluding the concerned independent director based on the criteria of performance evaluation laid down by the Nomination and Remuneration Committee. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors.

i. Code of Conduct

The Board has laid down a code of conduct for all Board Members and Senior Management personnel of the Company and the same has been posted on the website of the Company www.sakthisugars.com. All Board Members and Senior Management personnel have confirmed compliance with the code and an annual declaration signed by the Chairman and Managing Director in this regard is attached.

j. It is confirmed that in the opinion of the Board, the Independent Directors of the Company fulfil the conditions specified in the SEBI (LODR) Regulations 2015 and that they are independent of the management of the Company.

None of the Independent Directors of the Company has resigned before expiry of his/her tenure of office as Independent Director.

3. AUDIT COMMITTEE**a. Composition and Meetings**

The Audit Committee comprises the following Independent Non-Executive Directors as its members:

Sri C. Rangamani, Chairman
Sri N.K. Vijayan
Sri K.V. Ramachandran
Smt. Priya Bhansali

The Committee met 7 times during the financial year on 03.05.2023, 29.5.2023, 10.6.2023, 14.8.2023, 9.11.2023, 12.02.2024, and 27.03.2024 and all the Members of the Committee attended all the seven meetings held during the financial year. The gap between two meetings did not exceed 120 days.



All members of the Audit Committee are financially literate. The minutes of the Audit Committee Meetings are placed before the meetings of the Board of Directors.

The Chairman of the Audit Committee attended the last Annual General Meeting.

Sri S. Baskar, Company Secretary, acted as Secretary for the Committee upto 31.3.2024 and from 1.4.2024 Sri S.Venkatesh, Company Secretary, functions as Secretary for the Audit Committee.

b. Terms of reference

The Audit Committee assists the Board in fulfilling its oversight responsibilities in monitoring financial reporting, reviewing internal financial controls and the statutory and internal audit activities.

The terms of reference of the Audit Committee are as per the guidelines in the Listing Regulations read with Section 177 of the Companies Act, 2013. The role and terms of reference of the Audit Committee, inter alia, include the following:

1. Examination of the financial statement and draft auditors' report.
2. Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
3. Recommendation for appointment, remuneration and terms of appointment of statutory auditors and cost auditors of the Company.
4. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
5. Discuss and review, with the management and auditors, the annual / quarterly financial statements before submission to the Board, with particular reference to:
 - a. Matters required to be included in the Directors' Responsibility Statement in the Board's report in terms of sub-section (3)(c) of Section 134 of the Companies Act 2013.
 - b. Disclosure under Management Discussion and Analysis of Financial Condition and Results of Operations.
 - c. Any changes in accounting policies and practices and reasons for them.
 - d. Major accounting entries involving estimates based on exercise of judgment by management.
 - e. Significant adjustments made in the financial statements arising out of audit findings.
 - f. Modified opinions in the draft audit report.
 - g. Disclosure of any related party transaction.
 - h. Compliance with listing and other legal requirements relating to financial statements.
 - i. Review the statement for uses/application of funds by major category on a quarterly basis, with the financial results and annually the statement of funds utilized for purposes other than as mentioned in the offer document /prospectus/notice. Such review shall be conducted till the full money raised through the issue has been fully spent.
 - j. Evaluation of internal financial controls and risk management systems.
6. Review the financial statements, in particular, the investments made by the unlisted subsidiary company, if any.
7. Approval/recommendation to the Board of related party transactions, including omnibus approval and modification, if any, therein.

The matters reviewed and recommended in the meetings of the Audit Committee were appraised to the Board by the Chairman of the Audit Committee for its approval. All the recommendations of the Audit Committee were accepted by the Board.

The Committee has taken appropriate action with regard to the above references that have arisen during the financial year.

4. NOMINATION AND REMUNERATION COMMITTEE**a. Composition and Meetings**

The Nomination and Remuneration Committee comprises of the following Independent Non-Executive Directors as its Members:

Sri K.V. Ramachandran, Chairman

Sri C. Rangamani

Sri S. Chandrasekhar



The Nomination and Remuneration Committee met 3 times during the financial year on 10.06.2023, 12.02.2024 and 27.03.2024. All the meetings were attended by all the members of the Committee.

The Chairman of the Committee was present at the last Annual General Meeting of the Company.

b. Terms of reference

The terms of reference of the Committee includes the following:

1. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down.
2. Recommend to the Board about appointment and removal of directors and senior management personnel.
3. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
4. Carry out evaluation of every Director's performance.
5. Formulate the criteria for determining qualifications, positive attributes and independence of a director and preparation of description of the role and capability required of an independent director.
6. Recommend to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees and to ensure the following:
 - i. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully.
 - ii. relationship of remuneration to performance is clear and meets the appropriate benchmarks; and
 - iii. remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting the short and long term performance, objectives appropriate to the working of the Company and its goals.
7. Review and recommend the compensation and variable pay for Executive Directors to the Board.
8. Recommend on Board diversification.
9. To recommend to the Board, all remuneration, in whatever form, payable to senior management personnel.

c. Performance evaluation criteria for Independent Directors

Performance evaluation criteria for the Independent Directors covering evaluation of Board process, evaluation of committees and individual evaluation of Board members and the Chairman has been evolved and these evaluations are done based on structured questionnaires.

5. REMUNERATION OF DIRECTORS

a. Policy on Remuneration

The Remuneration policy of the Company is in consonance with the industry practices and aims to attract, retain, develop and motivate a high performance workforce. The policy ensures equality, fairness and consistency in rewarding the employees on the basis of performance. The details of Policy on remuneration for Directors, Key Managerial Personnel and other employees of the Company form part of the Board's Report

b. Details of remuneration to Directors

The details of remuneration paid to Executive and Non-Executive Directors during the financial year ended 31st March 2024 are given below:

(Rs. in Lakhs)

Name of Director	Salary	Perquisites	Sitting Fees	Total
Dr.M.Manickam	–	–	–	–
Sri M.Balasubramaniam	–	–	–	–
Sri M.Srinivaasan	–	–	–	–
Sri C.Rangamani	–	–	2.00	2.00
Sri S.S.Muthuvelappan	–	–	1.50	1.50
Sri P.K.Chandran	–	–	1.60	1.60
Sri N.K.Vijayan	–	–	1.60	1.60
Sri K.V.Ramachandran	–	–	2.00	2.00
Sri S.Chandrasekhar	–	–	1.10	1.10
Sri S.Balasubramanian	–	–	1.40	1.40
Smt. Priya Bhansali	–	–	1.60	1.60
Sri V.K.Swaminathan	–	–	0.50	0.50



- i. The Non-Executive Directors were paid sitting fees for attending the Board and Committee Meetings within the limits prescribed under the Companies Act 2013. The sitting fees paid to any single Non-executive Director does not exceed 50% of the total fees paid to all the Non-executive Directors together. There has been no other pecuniary relationship or transactions with the Non-Executive Directors.
- ii. The appointments of Dr.M.Manickam, Chairman and Managing Director, Sri M.Balasubramaniam, Managing Director, and Sri M.Srinivaasan, Joint Managing Director, are without remuneration. There is no service contract with these Executive Directors.
- iii. No severance fee is payable to the Directors on termination of office/employment.
- iv. The Company has no stock option scheme to its Directors or employees.

6. STAKEHOLDERS RELATIONSHIP COMMITTEE:**a. Composition and Meetings:**

The Stakeholders Relationship Committee consists of the following Directors as its Members:

Sri S. Chandrasekhar

Dr. M. Manickam

Sri M. Balasubramaniam

Sri S. Chandrasekhar, an Independent Non-Executive Director, heads the Stakeholder Relationship Committee as its Chairman. He was present at the last Annual General Meeting of the Company.

Sri S. Baskar, Company Secretary, acted as the Compliance Officer upto 31.3.2024 and from 1.4.2024 Sri S.Venkatesh, Company Secretary, functions as Compliance Officer for the Stakeholders Relationship Committee.

The Committee met once during the financial year on 07.03.2024 and all the Members of the Committee were present at the meeting.

The Company has not received any complaint during the year under review. There is no complaint remaining unresolved or pending as on 31st March 2024.

b. Terms of reference

The terms of reference of the Committee includes the following:

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

7. RISK MANAGEMENT COMMITTEE

Regulation 21 of SEBI (LODR) Regulations relating to Risk Management Committee is not applicable to the Company in view of sub-regulation 5 of Regulation 21.

A Risk Management Committee has been voluntarily constituted by the Board of Directors of the Company for laying down procedures for risk assessment and mitigation and to report to the Board. The Risk Management Committee consists of the following Directors as its Members:

Sri C. Rangamani, Chairman

Sri P.K. Chandran

Sri K.V. Ramachandran

The Committee met once during the financial year on 12.02.2024. All the members of the Committee were present at the meeting. The Board has framed and implemented a Risk Management Policy for assessing and mitigating the risks.

**8. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

The Corporate Social Responsibility Committee has been constituted by the Board pursuant to Section 135 of the Companies Act 2013. This Committee consists of the following Directors as its members:

Sri N.K.Vijayan, Chairman

Sri M.Srinivaasan

Sri S.Chandrasekhar

Since the Company has incurred loss during the three immediately preceding financial years, the necessity of incurring expenditure towards Corporate Social Responsibility as specified in the Companies Act read with Schedule VII to the Act has not arisen during the year under review. The Committee did not meet during the financial year under review.

The CSR Policy approved by the Board is displayed on the website of the Company www.sakthisugars.com.

9. OTHER COMMITTEES OF DIRECTORS**a. Share Transfer Committee**

The Committee consists of Dr. M.Manickam (Chairman), Sri S.S.Muthuvelappan and Sri P.K.Chandran, as Members. The Committee met 6 times during the financial year on 21.4.2023, 31.08.2023, 30.11.2023, 26.12.2023, 05.02.2024, and 23.02.2024 and all the Members of the Committee attended all the meetings held during the financial year.

b. Committee of Directors (Borrowing)

The Committee met 6 times during the financial year on 17.05.2023, 16.6.2023, 10.10.2023, 25.11.2023, 08.01.2024 and 09.03.2024.

The details of Members of the committee and their attendance are as under:

Members of the Committee	No. of Meeting attended
Dr.M.Manickam (Chairman)	6
Sri M.Balasubramaniam	6
Sri S.Balasubramanian	5

10. GENERAL BODY MEETINGS**a. Location and time of last three AGMs**

The venue and time of the Annual General Meetings held during the last three years are as follows:

AGM	Date	Venue	Time
59th	30.09.2021	Held through Video Conference / Other Audio-Visual Means (VC/OAVM). Deemed venue was Registered Office	11.00 a.m.
60th	24.08.2022	Held through Video Conference / Other Audio-Visual Means (VC/OAVM). Deemed venue was Registered Office	11.30 a.m.
61th	23.08.2023	Held through Video Conference / Other Audio-Visual Means (VC/OAVM). Deemed venue was Registered Office	11.30 a.m.

b. Special Resolutions passed in the previous three AGMs

In the 59th Annual General Meeting held on 30.09.2021 no special resolution was passed.

In the 60th Annual General Meeting held on 24.08.2022 no special resolution was passed.

In the 61st Annual General Meeting held on 23.08.2023 following two special resolutions were passed :

- Pursuant to Sections 196, 197 and 203 of the Companies Act 2013 regarding approval of reappointment of Dr.M.Manickam as Managing Director of the Company for a further period of five years from 12th June 2023 to 11th June 2028 without remuneration; and.
- Pursuant to Section 185 and other applicable provisions of the Companies Act 2013 for provision of security by way of mortgage on the immovable properties at 180 Race Course Road, Coimbatore, and at St.Mary's Road, Chennai and provision of corporate guarantee by the Company in favour of Kotak Mahindra Bank Limited to secure the loans aggregating to Rs.90.00 crores, availed/ to be availed by ABT Limited

c. Special Resolutions passed through Postal Ballot

No Special Resolution was passed through Postal Ballot during the financial year 2023-24 or is proposed to be conducted through postal ballot as of now.

**d. Special Resolutions passed in the Extraordinary General Meetings (EGM)**

- I) In the EGM held on 5.6.2023 following three special resolutions were passed :
- i) Pursuant to the Section 186 of the Companies Act 2013 (the Act) with respect to increasing the limit for giving/making/providing Loans/Investments/Guarantees/ Securities by the Company.
 - ii) Pursuant to the provisions of Section 180(1)(a) of the Act to create mortgage/charge on the undertakings of the Company for securing the loans to be availed by the Company.
 - iii) Pursuant to the provisions of Section 13 of the Act to amend the clause 47 of the Memorandum of Association of the Company.
- II) In the EGM held on 14.12.2023 one special resolution was passed with respect to approval for sale of Soya Unit under Regulation 37A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 outside a Scheme of Arrangement.

11. MEANS OF COMMUNICATION

The quarterly/half yearly/annual financial results of the Company are announced within the stipulated time and are normally published in Financial Express and Maalai Malar/Dinamani, English and Tamil Newspapers respectively. The Company displays its periodical results on the Company's website www.sakthisugars.com as required by the Listing Regulations. No presentations were made to institutional investors or to the analysts.

12. GENERAL SHAREHOLDER INFORMATION**a. Annual General Meeting**

As per the relevant circulars of Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) and in accordance with the framework laid down therein regarding conducting of Annual General Meetings of companies through Video Conference / Other Audio Visual Means, the 62nd Annual General Meeting (AGM) of the Members of the Company will be held through Video Conference / Other Audio Visual Means (VC/OAVM).

Day and Date	:	Thursday, 19th September 2024
Time	:	11.30 a.m.
VC/OAVM facility provider	:	Link Intime India Private Limited, Mumbai
Cut-off Date (Record Date) for Voting	:	12th September 2024

Details/instructions in respect of participation and voting in the AGM by shareholders are given in the Notice of the AGM.

- b. Financial Calendar for the financial year** : From 1st April 2024 to 31st March 2025
- | | | |
|-------------------------------|---|---------------------------------|
| Result for the quarter ending | : | Result announcement |
| 30th June 2024 | : | On or before 14th August 2024 |
| 30th September 2024 | : | On or before 14th November 2024 |
| 31st December 2024 | : | On or before 14th February 2025 |
| 31st March 2025 (Audited) | : | On or before 30th May 2025 |
- or such other extended date as may be permitted by SEBI

c. Listing on Stock Exchanges:

The Company's equity shares are listed on the following stock exchanges and the Annual Listing Fees have been paid to these stock exchanges. The Company's Stock Codes are as follows:

Name of Stock Exchange	Stock Code
National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (East), Mumbai – 400 051.	SAKHTISUG
BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001.	507315

d. Market Price Data

The high and low quotations of the Company's shares on National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) from April 2023 to March 2024 are given below:



Month	BSE		NSE		BSE (Sensex)	
	High	Low	High	Low	High	Low
April 2023	25.42	19.60	25.55	19.95	61,209.46	58,793.08
May 2023	26.80	20.60	26.85	20.95	63,036.12	61,002.17
June 2023	27.70	23.70	27.75	23.85	64,768.58	62,359.14
July 2023	26.40	23.80	26.50	23.90	67,619.17	64,836.16
August 2023	28.59	24.10	28.65	24.00	66,658.12	64,723.63
September 2023	36.47	27.42	36.50	27.45	67,927.23	64,818.37
October 2023	33.89	27.17	33.90	27.20	66,592.16	63,092.98
November 2023	34.20	29.31	34.25	29.30	67,069.89	63,550.46
December 2023	31.99	26.82	32.00	26.80	72,484.34	67,149.07
January 2024	30.74	26.82	30.80	26.75	73,427.59	70,001.60
February 2024	46.69	29.55	46.75	29.45	73,413.93	70,809.84
March 2024	37.16	29.00	37.25	28.90	74,245.17	71,674.42

Performance in comparison to BSE Sensex:

	31.03.2024	31.03.2023	% change
Company share price (closing)	29.64	20.16	47.02
SENSEX (closing)	73,651.35	58,991.52	24.85

- e. The equity shares of the Company have not been suspended from trading by National Stock Exchange of India Limited and by BSE Limited.

f. Registrar and Share Transfer Agents

Registered Office:

Link Intime India Private Limited

C-13, Pannalal Silk Mill Compound

LBS Marg, Bhandup (W), Mumbai - 400078

Phone No: 022 - 25963838

Fax No: 022 - 25946969

Email: mumbai@linkintime.co.in

Branch Office:

"Surya" 35, Mayflower Avenue

Behind Senthil Nagar

Sowripalayam Road

Coimbatore – 641 028.

Phone Nos: 0422 - 2314792 & 2315792

Fax No: 0422 -2314792

Email: coimbatore@linkintime.co.in

g. Share Transfer System and processing of service requests

Transfer of shares in physical form is prohibited pursuant to Regulation 40 of SEBI (LODR) Regulations 2015, as amended.

The service requests of shareholders like transmission, issue of duplicate shares, and for conversion of the physical holding into dematerialised form are processed and Letters of Confirmation are issued upon completion of the service request as per SEBI circular dated 25th January 2022. The shares mentioned in the Letter of Confirmation issued by the Company/RTA is to be dematerialised within 120 days from the date of the Letter of Confirmation. In case of non-dematerialisation within the prescribed period as aforesaid, such shares are to be transferred to an Unclaimed Demat Suspense Escrow Account. The Company has opened a demat account in the name "Sakthi Sugars Limited Unclaimed Securities Suspense Escrow Account" with Stock Holding Corporation of India Limited. No share has been credited to that account during the financial year under review.

**h. Distribution of Shareholding as on 31st March 2024:**

Shareholdings	No. of shareholders	% of shareholders	Number of shares	% of shareholding
1 - 500	55024	81.24	6932848	5.83
501 - 1000	6073	8.97	5011105	4.22
1001 - 2000	3334	4.92	5145462	4.33
2001 - 3000	1168	1.72	3028704	2.55
3001 - 4000	518	0.76	1865460	1.57
4001 - 5000	479	0.71	2275684	1.91
5001 - 10000	639	0.94	4783957	4.03
10001 & above	498	0.74	89805816	75.56
Total	67733	100.00	118849036	100.00

i. Dematerialisation of shares and liquidity

The shares of the Company are in compulsory demat segment. The Company's shares are available for demat both with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). International Securities Identification Number (ISIN) allotted to the equity shares of the Company is INE 623A01011.

As on 31st March 2024, 11,75,54,179 equity shares of the Company representing 98.91% have been dematerialised.

j. Outstanding global depository receipts or American depository receipts or warrants or any convertible instruments and impact on equity

The Company has not issued any global depository receipts or American depository receipts or warrants. As on 31st March 2024, no instrument is outstanding for conversion into equity shares.

k. Commodity price risk or foreign exchange risk and hedging activities

The Company does not have any exposure to commodity risk except to the extent of its own production of sugar, the main product of manufacture of the Company.

The prices 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.

l. Plant Location

Sugar Unit, Distillery Unit, Ethanol & Co-Generation Plant	:	Sakthi Nagar - 638 315 Erode District, Tamilnadu
Sugar Unit & Beverage Plant and Co-generation Plant	:	Padamathur Village – 630 561 Sivaganga District, Tamil Nadu
Sugar Unit & Co-Generation Plant	:	Poonthurai Semur Post - 638 115 Modakurichi, Erode District, Tamilnadu
Address for correspondence	:	Sakthi Sugars Limited 180, Race Course Road Coimbatore – 641 018 Phone No: 0422-4322222 E-mail : shares@sakthisugars.com Website : www.sakthisugars.com

m. The Company has not obtained or revised any credit rating during the financial year.

13. OTHER DISCLOSURES**a. Materially significant related party transactions:**

During the financial year under review, a materially significant transaction with a related party, viz. sale of Soya unit of the Company at Marchinaickenpalayam, Ambarampalayam Post – 642103, Pollachi, Coimbatore District, Tamilnadu, has taken place and that there is no potential conflict with the Company's interest. Necessary approvals have been obtained in respect of this materially significant related party transaction.

**b. Instances of non-compliance, if any:**

There is no instance of non-compliance by the Company on any matter relating to capital markets, nor have any penalty/strictures been imposed on the Company by Stock Exchanges or SEBI or any other statutory authority on any matter relating to capital markets during the last three years.

c. Vigil Mechanism/Whistle Blower Policy:

The Company has adopted a Vigil Mechanism/Whistle Blower Policy and a vigil mechanism for Directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics. This policy has been posted on the website of the Company. It is affirmed that no personnel has been denied access to the Audit Committee of the Company. No complaint/report has been received under this Policy during the year under review.

d. Compliance on Corporate Governance:

The Company has complied with all mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The status of adoption of the non-mandatory requirements stipulated by the Regulation is as under:

- i. Shareholders rights: As the quarterly/half yearly financial results are published in newspapers and are also posted in the website of the Company, they are not being sent to the shareholders separately.
- ii. Audit qualification: The audit qualification is relating to estimated credit loss to be made in accordance with Ind-AS in respect of the amount receivable from erstwhile associate company. The Company is thriving for a regime of unqualified financial statements.
- iii. Reporting of Internal Auditor: The Company has in-house internal audit system and the head of internal audit team reports to the Audit Committee of the Company.

e. Subsidiary:

During the financial year ended 31st March 2024, the Company did not have any subsidiary. As such the need for framing a policy for determining material subsidiary does not arise at present.

f. Related Party Transactions:

The details of related party transactions are disclosed in Notes on Financial Statements. Those transactions are not in conflict with the interest of the Company and are on arms length basis. Approval of the Members under Section 188 of the Companies Act 2013 has been obtained wherever necessary. Statements of related party transactions are placed before the Audit Committee periodically.

The Policy on related party transactions is posted on the Company's website www.sakthisugars.com/investorinformation/rptpolicy.pdf.

g. Compliance with Accounting Standards:

The Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 have been followed by the Company while preparing Financial Statements and the Company has not adopted a treatment different from that prescribed in the Indian Accounting Standards.

h. Utilisation of funds raised from issue of securities:

The Company has not raised any fund through issue of securities during the financial year ended 31st March 2024.

- i. A certificate issued by M/s.S.Krishnamurthy & Co., Company Secretaries, Chennai, certifying that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/Ministry of Corporate Affairs or any such statutory authority is annexed.
- j. All the recommendations of the Committees which are mandatorily required have been accepted by the Board of Directors of the Company.
- k. The total fees paid by the Company for all the services to its statutory auditors is Rs.46.77 lakhs plus applicable tax thereon. The statutory auditors of the Company do not have any network arrangement.



- I. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013
- a. Number of complaints filed during the financial year : Nil
 - b. Number of complaints disposed of during the financial year : Nil
 - c. Number of complaints pending at the end of the financial year : Nil

m. The Company has not given any loans and advances in the nature of loans to firms/companies in which directors are interested.

n. The Company does not have any subsidiary.

o. Reconciliation of Share Capital Audit:

As stipulated by SEBI, a qualified Practising Company Secretary carries out the share capital audit of Reconciliation of Share Capital to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital with the Stock Exchanges.

p. Senior Management:

Particulars of Senior Management Personnel at the end of the financial year are as under.

S.No	Name	Designation
1	Dr S Veluswamy	President - Finance & Operations (Chief Financial Officer)
2	Sri S Baskar	President and Company Secretary
3	Sri P Sankararaja Pandian	Sr.Vice President (Taxation & Internal Audit)
4	Sri S Duraiswamy	Sr.Vice President (Marketing & HR)
5	Sri S Mahendra Kumar	Sr.Vice President (Information Technology)
6	Sri V Thiruvenkadam	Vice President
7	Sri J Uthandi	Sr.General Manager (Operations)
8	Sri K P Karthikeyan	General Manager (Projects)
9	Sri C M Sekar	General Manager (Operations)
10	Sri B S Sathya Narayanan	Sr.Manager (Materials)

As at the close of the business hours on 31.3.2024, Sri S.Baskar, President and Company Secretary, retired from the services of the Company and Sri S.Venkatesh has been appointed as Company Secretary with effect from 1.4.2024.

q. Disclosure of certain types of agreements binding listed entities:

There are no agreements that require disclosure under clause 5A of paragraph A of Part A of Schedule III of the SEBI Listing Regulations.

14. CEO/CFO CERTIFICATION

The Chairman and Managing Director and the Chief Financial Officer of the Company have provided to the Board of Directors of the Company, the Compliance Certificate as required under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part B of Schedule II to the said Regulations.

The Senior Management personnel have made disclosures to the Board relating to all material, financial and commercial transaction stating that they did not have personal interest that may have a potential conflict with the interest of the Company at large. The Board of Directors and the Senior Management Personnel have affirmed compliance with the Code of Conduct and Ethics during the year ended 31.3.2024. The Declaration issued by the Chairman and Managing Director in this regard is annexed.

15. DETAILS OF UNCLAIMED SHARE CERTIFICATES:

Pursuant to Regulation 39 of the SEBI (LODR) Regulations, 2015, the Company has opened a Demat Account in the name of "Sakthi Sugars Limited Unclaimed Suspense Account" with Stock Holding Corporation of India Limited. The details of unclaimed shares as on 31.3.2024 are as under :



Particulars	No. of Shares	No. of Shareholders
Outstanding at the beginning of the year (01.04.2023)	124616	2759
Shareholders approached for transfer during the year	100	4
Transferred during the year	100	4
Outstanding at the end of the year (31.03.2024)	124516	2755

The voting rights on the above shares in the Suspense Account remains frozen till the rightful owner of such shares claims the shares.

16. AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

The Company has complied with corporate governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) and (t) of Regulation 46(2) of the SEBI (LODR) Regulations, 2015.

In terms of Regulation 34(3) of the said SEBI Regulations and Schedule V(E) thereto, the Auditors Certificate on compliance of conditions of Corporate Governance is annexed.

On behalf of the Board of Directors

Coimbatore
14th August 2024

M. Manickam
Chairman and Managing Director

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

[In terms of Regulation 34(3) read with Schedule V Para C, Clause(10)(i) to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To

The Members of
SAKTHI SUGARS LIMITED, [CIN:L15421TZ1961PLC000396]
Sakthi Nagar, Bhavani Taluk,
Erode District, Tamilnadu – 638315.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Sakthi Sugars Limited [CIN: L15421TZ1961PLC000396] having registered office at Sakthi Nagar, Bhavani Taluk, Erode District, Tamilnadu 638 315 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 and 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 verification at MCA Portal as considered necessary and explanations furnished to us by the Company and its Officers, we hereby certify that, none of the directors on the Board of Sakthi Sugars Limited (“the Company”) as stated below for the financial year ended as on 31st March 2024, have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India (SEBI), the Ministry of Corporate Affairs, Government of India (MCA) or such other Statutory Authority.

S.No	Name of the Director	Nature of Directorship	Director's Identification Number
1.	Mahalingam Manickam	Chairman and Managing Director	00102233
2.	Balasubramaniam Mahalingam	Managing Director	00377053
3.	Srinivaasan Mahalingam	Managing Director	00102387
4.	Vattakal Valasu Kailasa Gounder Swaminathan	Non Executive Non Independent Director	00210869
5.	Shanmugasundaram Chandrasekhar	Independent Director	00011901
6.	Rangamani	Independent Director	00090786
7.	Puliyampatti Karuthirumagounder Chandran	Independent Director	00273738
8.	Savandapur Senniappa Gounder Muthuvellappan	Independent Director	00273870
9.	Nanjagoundenpalayam Kaliappa Gounder Vijayan	Independent Director	00300871
10.	Korukkai Visweswaran Ramachandran	Independent Director	00322331
11.	Balasubhramanian Swaminathan	Independent Director	00458139
12.	Priya Bhansali	Independent Director	00195848

Management's responsibility

The management of the Company is responsible to ensure the eligibility of a person for appointment / continuation as a Director on the Board of the Company.

Our responsibility

Our responsibility is to express an opinion on this, based on our verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness of the process followed by the management of the Company with regard to appointment / continuation of a person as a Director of the Company.

For S.Krishnamurthy & Co.,
Company Secretaries,

(Firm Unique Identification No. P1994TN045300)

(Peer Review Certificate No: 733/2020)

R.Sivasubramanian
Partner

Membership No. A22289

Certificate of Practice No.12052

UDIN : A022289F000969611

Coimbatore
14th August 2024



Annual Declaration by Chairman and Managing Director pursuant to Schedule V (D) of SEBI (LODR) Regulations, 2015

As required under Schedule V(D) of the SEBI (LODR) Regulations, 2015, I declare that all Board Members and Senior Management Personnel of the Company have affirmed compliance with the Company's Code of Conduct and Ethics for the year ended 31.03.2024.

On behalf of the Board of Directors

Coimbatore
14th August 2024

M. Manickam
Chairman and Managing Director

Independent Auditor's Certificate on Compliance with the Corporate Governance requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

The Members of Sakthi Sugars Limited

Certificate on Corporate Governance

1. We have examined the compliance of conditions of Corporate Governance by Sakthi Sugars Limited ('the Company') for the year ended March 31, 2024 as stipulated in Regulations 17 to 27, clause (b) to (i) 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 with the terms and conditions contained in the 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. Pursuant to the requirements of the Listing Regulations, it is our responsibility 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 March 31, 2024.
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 SEBI Listing Regulations for the year ended 31st March 2024.
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 N RAGHAVENDRA RAO & Co
Chartered Accountants
Firm Registration Number : 003328S

P R Vittel
Partner

Coimbatore
August 14, 2024

Membership Number : 018111
UDIN: 24018111BKGELV7570



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A. Industry Structure and Developments

Sugar Industry is the second largest agro-based industry in India next to textiles. The prospects of this industry depend on availability of sugarcane which in turn is subject to vagaries of monsoon and the policies of the Central and State Governments.

India remains to be one of the largest producer of sugar in the world and is the largest consumer. Sugarcane crushing in the current season is slightly lower than the previous season, but sugar recovery is higher. The average sugar recovery in the current season as of March 31, 2024 is 10.15%, compared to 9.87% in the previous season during the same period. The sugar production in the country surpasses consumption giving pressure on selling price. Sugar Mills across the country have produced 302.02 lakh tonnes of sugar upto March 31, 2024 in the current season 2023-24, against 300.77 lakh tonnes produced last year on the corresponding date. Export is also not economically viable with low world market price vis-a vis high cost of production. The Central Government policy on ethanol has brought some relief to the situation. Having achieved 12% blend rate, the Government is aiming at the targeted level of 20% blend.

B. Opportunities and Threats

i. Opportunities

The Government's Ethanol Blended with Petrol (EBP) Programme has shown a new outlook for the sugar sector with good value addition to the revenue stream.

Ethanol production capacity from sugar/molasses in the country has crossed 900 crore liters which is more than 4 times the capacity 10 years back.

High population with increasing per capita income ensures ever growing domestic demand for sugar.

For the power cogenerated by sugar mills there is no dearth for demand and the value addition from power is very high.

New avenues are found for use of bye products to generate additional revenue and to save the environment from pollution.

ii. Threats

The price of sugarcane is politically sensitive and has no correlation with the price of final products.

Nature plays a vital role in determining the prospects of sugar industry.

The industry is highly labour oriented.

C. Segmentwise or Productwise Performance

Segment wise results are given in the Notes on Financial Statements for the financial year ended 31.03.2024. Product wise performance is furnished in the Board's Report.

D. Outlook

The monsoon is expected to be normal to above-normal during the year 2024. With a moderate increase in sugar production, the outlook for the sugar sector is expected to be good.

E. Risks and Concerns

Availability of sugarcane for crushing, price realisation on sale of sugar, and the controls imposed by the Governments are the major risks faced by the sugar industry. Excess production of sugar with unviable export market causes reduction in selling price of sugar. These factors have direct impact on the financial liquidity and profitability of the Company.

F. Internal Control Systems and their adequacy

The Company has an in-house internal audit team to ensure that all activities are monitored and controlled. Adequate internal checks are built-in to cover all monetary and material transactions in the system developed by the Company. The Internal Audit reports are presented to the Audit Committee on a quarterly basis for review and deliberation. The Management has assessed the effectiveness of the Company's internal control over financial reporting as of March 31, 2024 and found the same to be adequate and effective.

**G. Financial Performance with respect to Operational Performance**

The total revenue from operations for the financial year under review is Rs.106928.12 lakhs (previous year Rs.107571.73 lakhs). The financial year has ended with net profit of Rs.12949.21 lakhs (previous year net profit of Rs.41781.81 lakhs) after providing Rs.10876.06 lakhs (Rs.10801.07 lakhs) for finance cost, Rs.3707.20 lakhs (Rs.3721.29 lakhs) for depreciation and amortisation.

H. Key Financial Ratios

Details of significant changes in key financial ratios (i.e. change of 25% or more as compared to the immediately previous financial year) and in return on net worth and the reasons therefor are as under:

Description	Unit of measurement	2023-24	2022-23	Change (%)	Explanation
Interest coverage ratio	Times	0.90	1.45	-37.65	Decrease in ratio is on account of decrease in EBIDTA in current year as compared to previous year.
Current Ratio	%	0.78	0.60	30.56	The current ratio has improved due to a decrease in current liabilities during the current year compared to the previous year.
Operating profit margin	%	4.79	8.70	-44.87	Variance is on account of reduction in operating income.
Net Profit margin	%	10.69	31.99	-66.58	The decrease in the ratio is due to decline in profitability, reduction in exceptional income from interest remissions, and lower profit from the disposal of one of the units compared to the previous year.

As net worth/shareholders' equity is in the negative for the previous year, debt equity ratio and return on net worth ratio cannot be calculated.

I. Material developments in Human Resource/Industrial Relations front, including number of people employed

The industrial relations at all plants and offices remain cordial. The total number of employees on the rolls of the Company, including temporary employees and apprentice, was 1227 as at the financial year ended on 31st March 2024. Training programmes are conducted depending on the needs for updating the knowledge with respect to the developments in the industry.

Coimbatore
14th August 2024

On behalf of the Board of Directors

M Manickam
Chairman and Managing Director



INDEPENDENT AUDITOR'S REPORT

To The Members of Sakthi Sugars Limited

Report on the Audit of the Financial Statements

Qualified Opinion

1. We have audited the accompanying financial statements of Sakthi Sugars Limited (“the Company”), which comprise the Balance Sheet as at March 31, 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended and notes to the financial statements, including a summary of material 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, except for the effect/possible effect of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

3. No provision for the expected credit loss/ impairment on interest receivable from an erstwhile associate company of Rs.25219.69 lakhs has been recognized as per the requirement of Ind AS 109 “Financial Instruments”. In view of non-recoveries, non-confirmations/reconciliation from the debtor company, initiation of legal action against the interest claim of the company and in absence of clear forward looking information regarding outcome of pending legal actions initiated and time frame and quantum of realizability of the interest receivable, we are unable to determine the amount of expected credit loss/ impairment as per the requirements of Ind AS 109 “Financial Instruments” and its consequential impact on the profit for the year/accumulated loss. This matter has also been qualified in our audit report for the year ended March 31, 2023.
4. 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 qualified opinion.

Key Audit Matters

5. 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.

Key Audit Matter	How the matter was addressed in the audit
<p>Assessment of litigations and related disclosure of contingent liabilities</p> <p>[Refer to the accompanying note 1.3 and 41A forming integral part of the Financial Statements]</p> <p>As on March 31, 2024, the Company has exposures towards litigations relating to various matters.</p> <p>Significant management judgement is required to assess such matters to determine the probability of occurrence of material outflow of economic resources and whether a provision should be recognised, or a disclosure should be made. The management judgement is also supported with legal advice in certain cases as considered appropriate.</p> <p>As the ultimate outcome of the matters are uncertain and the positions taken by the management are based on the application of their best judgement, related legal advice including those relating to interpretation of laws/ regulations, it is considered to be a Key Audit Matter.</p>	<p>Our audit procedures included the following:</p> <p>(a) We understood, assessed and tested the design and operating effectiveness of key controls surrounding assessment of litigations relating to the relevant laws and regulations;</p> <p>(b) We discussed with management the recent developments and the status of the material litigations which were reviewed and noted by the audit committee;</p> <p>(c) We performed our assessment on a test basis on the underlying calculations supporting the contingent liabilities/ other significant litigations made in the Financial Statements;</p> <p>(d) We evaluated management’s assessments by understanding precedents set in similar cases and assessed the reliability of the management’s past estimates/judgements; and</p> <p>(e) We assessed the adequacy of the Company’s disclosures.</p> <p>Based on the above work performed, management’s assessment in respect of litigations and related disclosures relating to contingent liabilities/other significant litigations in the Financial Statements are considered to be reasonable.</p>

**Other Information**

6. The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's Annual Report, but does not include the financial statements and our auditor's report thereon.
7. The other information is expected to be made available to us after the date of this auditor's report. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
8. In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available 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.
9. When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

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

10. 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, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
11. 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.
12. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

13. 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.
14. 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
 - (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - (d) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such



disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- (e) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 15. 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.
- 16. 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.
- 17. 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

- 18. 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 Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 19. In our opinion and according to the information and explanations given to us, the Company has not paid/provided any managerial remuneration during the year. Hence the reporting requirement under Section 197(16) of the Act, does not arise.
- 20. 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, except for the effect/possible effect of the matter described in the Basis for Qualified Opinion paragraph above, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - (e) The matter described in the Basis for Qualified Opinion paragraph above, in our opinion, may not have an adverse effect on the functioning of the company.
 - (f) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
 - (g) 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".
 - (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 41A to the financial statements;
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - (iv) (a) The Management has represented to us that, to the best of its knowledge and belief, as disclosed in the notes to the accounts 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 by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (b) The Management has represented to us that, to the best of its knowledge and belief, as disclosed in the notes to the accounts no funds (which are material either individually or in aggregate) have been received by the Company from any person(s) 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 by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on our audit procedure conducted that are considered reasonable and appropriate in the circumstances, nothing has come to our attention that cause us to believe that the representation under subclause (i) and (ii) of Rule 11 (e) as provided under paragraph (2) (h) (iv) (a) & (b) above, contain any material misstatement.
- (v) The company has not declared or paid any dividend during the year. Hence, the question of compliance under Section 123 of the Act does not arise.
- (vi) Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 01, 2024, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For P N RAGHAVENDRA RAO & CO.,
Chartered Accountants
Firm Registration Number: 003328S

P R Vittel
Partner

Membership Number: 018111
UDIN : 24018111BKGELM1669

Coimbatore
May 29, 2024

Annexure - A to the Independent Auditor's Report

Referred to in paragraph 18 of the Independent Auditor's Report of even date to the members of Sakthi Sugars Limited on the financial statements for the year ended March 31, 2024

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.
(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. 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.
 - (c) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held 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) Based on 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 Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii. (a) The physical verification of inventory has been conducted at reasonable intervals by the management 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) Based on the information and explanations furnished to us, the company has been sanctioned working capital limits in excess of Rs.5 crores, in aggregate, from a bank on the basis of security of current assets. The particulars of current assets as per the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company.
- iii. The company has not made any investments during the year. However, the company has given loan to a related party, securities and guarantees for loans availed by related parties. The company has also given loans to employees
- (a) The company has given loans to employees and provided guarantees and securities to two entities during the year. The company granted an unsecured loan to one entity during this year and to two entities and employees in earlier years. In respect of one of these entities, the principal amount has been fully repaid and there is an outstanding balance of Rs.25219.69 lakhs towards interest as on the balance sheet date. The details of the loans, securities, and guarantees provided during the year, along with their outstanding balances, are as follows:

(Rs. in Lakhs)

Particulars	Loans	Security	Guarantee
Aggregate amount granted/ provided during the year to:			
-- Other Entities / Employees	3349.15	20544.60	19000.00
Balance outstanding as at balance sheet date:			
-- Other Entities / Employees	28639.49	26160.76	22328.01

- (b) In respect of the investments, loans and securities and guarantees, the terms and conditions under which such investments were made, loans granted and securities and guarantees provided are not prejudicial to the Company's interest.
- (c) With respect to loan to an entity given in earlier years, the principal amount of the loan has already been fully repaid and interest has been charged after the repayment of principal. As per the representation of the management of the company, the interest has become due and payable on demand. The Company has demanded payment of interest as on date and the receipt of the same is not regular on account of dispute. In respect of the loans given to employees and other entities, no schedule of repayment of principal and payment of interest has been stipulated and are repayable on demand.
- (d) In respect of the aforesaid loan given to the entity, the entire amount of interest is overdue for more than 90 days and the Company has initiated legal actions for recovery of the outstanding interest. In respect of the loans given to the employees and one other entity that has become a related party during the year, there are no amounts which are overdue for a period of more than 90 days.
- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
- (f) The aforesaid loans are repayable on demand and the company has not granted any loans without specifying any terms or period of repayment. The aggregate amount of loans granted as repayable on demand to related parties are Rs.28474.06 lakhs and percentage thereof is 99.42% to the total loans granted.
- iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act, in respect of loans granted, investments made, and guarantees and securities provided, wherever applicable.
- 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 there under.
- vi. We have broadly reviewed the cost records maintained by the company specified under sub-section (1) of Section 148 of the Act, and are of the opinion that, the prescribed accounts and records have been made and maintained.
- 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 company is regular in depositing undisputed statutory dues including goods and service tax, provident fund, employees' state insurance, income-tax, cess and other material statutory dues, as applicable to the appropriate authorities.



According to the information and explanations given to us, arrears of undisputed statutory dues as at March 31, 2024 outstanding for a period of more than six months from the date they became payable are mentioned below:

Name of the Statute	Nature of dues	Amount (Rs.in lakhs)	Period to which the amount relates
Tamil Nadu Tax on Consumption or Sale of Electricity Act, 2003	Electricity Generation Tax	108.09	February, 2018 to September, 2023
	Interest on Electricity Generation Tax	33.40	February, 2018 to May, 2020

- (b) According to the information and explanations given to us and the records of the Company examined by us, details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2024 on account of disputes are given below:

S. No.	Name of the Statute	Nature of dues	Amount (Rs.in lakhs)	Period to which the amount relates	Forum where the dispute is pending
1.	The Central Excise Act, 1944	Excise Duty	759.06	2010 -12 & 2015 -17	CESTAT, Chennai
2.	The Central Goods and Services Tax Act, 2017	CGST	469.24 4.24	August 2017 and December 2017 2017	Commissioner of GST and Central Excise (Appeals), Coimbatore Commissioner of GST and Central Excise (Appeals), Coimbatore
3.	Tamil Nadu General Sales Tax Act, 1959	Sales Tax	28.24	2000-01	Additional Commissioner (CT)/(RP), Chennai
4.	The Bihar & Orissa Excise Act, 1915	Excise Duty	12.63	2002-03	High Court of Orissa, Cuttack

- viii. According to the information and explanations given to us and the records of the Company examined by us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix. (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has defaulted in repayment of loans or other borrowings or in the payment of interest to lenders during the year. The defaults by the Company as at the balance sheet date are as under:

Nature of Borrowings	Name of Lender	Amount not paid on due date (Rs. in lakhs)	Whether principal or interest	No. of days delay or unpaid	Remarks, if any
Term Loan from Government	Sugar Development Fund	3,614.56	Principal	3974	--
Term Loan from Government	Sugar Development Fund	6,228.52	Interest	4339	--
Term Loan from Government	Sugar Development Fund	801.86	Principal	3691	--
Term Loan from Government	Sugar Development Fund	1,356.09	Interest	4422	--

- (b) According to the information and explanations given to us, the Company has not been declared willful defaulter by any bank or financial institution or any other lender.
- (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purposes for which they were obtained.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) According to the information and explanations given to us, the Company does not have any subsidiary, associate, or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.
- (f) According to the information and explanations given to us, the Company does not have any subsidiary, associate, or joint venture. Accordingly, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.



- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) during the year and hence reporting under clause 3(x)(b) of the Order is not applicable.
- x. (a) To the best of our knowledge and 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. Accordingly, reporting under clause 3(xi)(a) and (b) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us, no report under sub-section (12) of section 143 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. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.
- (c) According to the information and explanations given to us, and as represented by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.
- xii. In our opinion, the Company is not a Nidhi Company. Accordingly, the reporting under clause 3 (xii)(a) to (c) of the Order is not applicable to the Company.
- 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 transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion and 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) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, the reporting under clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable to the Company.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. The Company has incurred a cash loss of Rs.1622.54 lakhs during the financial year covered by our audit. However, no cash losses were incurred in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under clause (xviii) of the Order is not applicable to the Company.
- xix. 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 and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not 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. In our opinion and according to the information and explanations given to us, the Company is not required to spend on CSR activity based on the criteria prescribed under section 135 of the Companies Act, 2013 and hence, reporting under clause 3(xx) (a) and 3(xx)(b) of the Order is not applicable to the Company.

For P N RAGHAVENDRA RAO & CO.,
Chartered Accountants
Firm Registration Number: 003328S

P R Vittel
Partner

Membership Number: 018111
UDIN: 24018111BKGELM1669

Coimbatore
May 29, 2024



Annexure - B to the Independent Auditor's Report

Referred to in paragraph 20(g) of the Independent Auditor's Report of even date to the members of Sakthi Sugars Limited on the financial statements for the year ended March 31, 2024

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 Sakthi Sugars Limited ("the Company") as of March 31, 2024 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 judgment, 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 authorisations of management and directors of the company; and
 - (c) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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



Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For P N RAGHAVENDRA RAO & CO.,
Chartered Accountants
Firm Registration Number: 003328S

P R Vittel
Partner

Coimbatore
May 29, 2024

Membership Number: 018111
UDIN: 24018111BKGELM1669



BALANCE SHEET AS AT 31.03.2024

(Rs. in lakhs)

	Note No.	As at 31.03.2024	As at 31.03.2023
I. ASSETS			
(1) NON-CURRENT ASSETS			
(a) Property, Plant and Equipment	2	76,673.32	79,314.91
(b) Capital work-in-progress	2	3,224.13	3,351.95
(c) Right-of-use Assets	3	66.83	87.93
(d) Biological assets other than bearer plants	4	10.85	8.70
(e) Financial Assets			
i) Investments	5	16,545.16	17,022.64
ii) Loans	6	62.34	68.43
iii) Other financial assets	7	765.59	737.28
(f) Deferred tax assets (Net)	8	--	214.80
(g) Other Non-current Assets	9	3,446.22	3,424.06
Total Non-current Assets		100,794.44	104,230.70
(2) CURRENT ASSETS			
(a) Inventories	10	7,515.89	5,642.92
(b) Biological Assets	11	5.62	6.75
(c) Financial Assets			
i) Trade receivables	12	706.72	805.20
ii) Cash and cash equivalents	13	605.51	528.19
iii) Bank balances other than cash and cash equivalents	14	26.84	26.32
iv) Loans	15	28,094.13	24,907.34
v) Other Financial Assets	16	226.45	89.48
(d) Current tax assets (Net)	17	671.61	545.37
(e) Other current assets	18	3,282.55	3,330.77
(f) Assets Classified as held for Sale	19-A	12,862.14	26,703.00
Total Current Assets		53,997.46	62,585.34
TOTAL ASSETS (1 to 2)		154,791.90	166,816.04
II. EQUITY AND LIABILITIES			
(1) EQUITY			
(a) Equity Share Capital	20	11,884.90	11,884.90
(b) Other Equity	21	(91.23)	(12,967.66)
Total Equity		11,793.67	(1,082.76)
(2) LIABILITIES			
A) NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
i) Borrowings	22	67,442.88	50,358.87
ii) Lease liabilities		60.07	80.32
iii) Other financial liabilities	23	114.20	148.82
(b) Provisions	24	1,723.27	1,632.36
(c) Deferred tax liabilities (Net)	8	4,175.37	--
Total Non-Current Liabilities		73,515.79	52,220.37

**BALANCE SHEET AS AT 31.03.2024 (CONT....)**

(Rs. in lakhs)

	Note No.	As at 31.03.2024	As at 31.03.2023
B) CURRENT LIABILITIES			
(a) Financial Liabilities			
i) Borrowings	25	9,819.77	34,772.45
ii) Lease liabilities		20.25	16.45
iii) Trade Payables	26		
a) Total outstanding dues of micro and small enterprises		666.32	566.21
b) Total outstanding dues of other than (iii) (a) above		12,568.75	10,188.85
iv) Other financial liabilities	27	23,074.96	41,103.00
(b) Other current liabilities	28	22,881.16	27,163.39
(c) Provisions	29	451.23	395.64
(d) Liabilities directly associated with Assets classified as held for Sale	19-B	--	1,472.44
Total Current Liabilities		69,482.44	115,678.43
Total Liabilities		142,998.23	167,898.80
TOTAL EQUITY AND LIABILITIES (1 to 2)		154,791.90	166,816.04
Material Accounting Policies	1		
See accompanying notes to financial statements			

Vide our report annexed
For P N RAGHAVENDRA RAO & Co
Chartered Accountants
Firm Registration Number : 003328S
P R VITTEL
Partner
Membership Number : 018111
Coimbatore
29th May 2024

M MANICKAM
Chairman and Managing Director

M BALASUBRAMANIAM
Managing Director

S VELUSWAMY
President (Finance & Operations)
Chief Financial Officer

S VENKATESH
Company Secretary



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2024

(Rs. in lakhs)

	Note No.	Year Ended 31.03.2024	Year Ended 31.03.2023
CONTINUING OPERATIONS			
I. INCOME			
Revenue from Operations	30	106,928.12	107,571.73
Other Income	31	1,325.27	1,472.08
Total Income		108,253.39	109,043.81
II. EXPENSES			
Cost of material consumed	32	71,266.76	67,232.24
Purchase of stock in trade	33	352.11	146.73
Changes in inventories of finished goods, work-in-progress and stock in trade	34	(1,800.40)	(296.75)
Employee benefits expense	35	6,219.24	4,585.36
Finance costs	36	10,876.06	10,801.07
Depreciation and amortization expense	37	3,707.20	3,721.29
Other expenses	38	23,491.58	26,553.72
Total expenses		114,112.55	112,743.66
III. Profit/(Loss) before exceptional items and tax (I-II)		(5,859.16)	(3,699.85)
IV. Exceptional Items	39	(22,482.42)	(41,061.91)
V. Profit/(Loss) before tax (III-IV)		16,623.26	37,362.06
VI. Tax Expense:	8		
1. Current tax		-	-
2. Deferred tax		4,441.73	(224.40)
		4,441.73	(224.40)
VII. Profit/(Loss) for the year from continuing operations (V-VI)		12,181.53	37,586.46
Profit/(Loss) before tax from discontinued operations		767.68	4,195.35
Tax Expense of discontinued operations:			
1. Current tax		-	-
2. Deferred tax		-	-
		-	-
Profit/(Loss) for the year from discontinued operations		767.68	4,195.35
Profit/(Loss) for the year		12,949.21	41,781.81
VIII. Other Comprehensive Income - Continuing Operations			
Items that will not be reclassified to Statement of Profit and Loss			
i) Remeasurement benefit of defined benefit plans		(125.18)	(29.75)
ii) Income tax expense on remeasurement benefit of defined benefit plans		52.40	(9.61)
		(72.78)	(39.36)
Other Comprehensive Income - Discontinued Operations			
Items that will not be reclassified to Statement of Profit and Loss			
i) Remeasurement benefit of defined benefit plans		-	(11.76)
ii) Income tax expense on remeasurement benefit of defined benefit plans		-	(0.84)
		-	(12.60)
Total Other Comprehensive Income for the year		(72.78)	(51.96)



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2024 (CONT....)

(Rs. in lakhs)

	Year Ended 31.03.2024	Year Ended 31.03.2023
IX. Total Comprehensive Income for the year	12,876.43	41,729.85
X. Earnings per equity share - Rs. (for Continuing Operations)		
1. Basic	10.25	31.63
2. Diluted	10.25	31.63
XI. Earnings per equity share - Rs. (for Discontinued Operations)		
1. Basic	0.65	3.53
2. Diluted	0.65	3.53
XII. Earnings per equity share - Rs. (for Continuing and Discontinued Operations)		
1. Basic	10.90	35.16
2. Diluted	10.90	35.16

Material Accounting Policies

1

See accompanying notes to financial statements

Vide our report annexed
For P N RAGHAVENDRA RAO & Co
Chartered Accountants
Firm Registration Number : 003328S

P R VITTEL
Partner
Membership Number : 018111

Coimbatore
29th May 2024

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Chief Financial Officer

M BALASUBRAMANIAM
Managing Director

S VENKATESH
Company Secretary



CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2024

(Rs. in lakhs)

	Year Ended 31.03.2024	Year Ended 31.03.2023
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit / (Loss) before tax from Continuing Operations	16,623.26	37,362.06
Net Profit / (Loss) before tax from Discontinuing Operations	767.68	4,195.35
Adjustment for:		
Depreciation and amortization expense	4,050.22	4,401.15
Finance Costs	10,899.91	10,864.29
Remission of Interest/Liability	(22,482.42)	(41,061.91)
Provision for Expected credit loss	152.56	16.05
(Profit) / Loss on Sale / Redemption of Investments (Net)	(241.29)	--
(Profit) / Loss on Property, Plant and Equipment Sold / Discarded (Net)	(1,446.72)	(5,106.00)
(Gain) / Loss on Fair Valuation of Non Current Investment through Profit and Loss (Net)	(389.54)	(207.18)
Dividend Income	(14.17)	(9.60)
Interest Income	(131.92)	(182.41)
Operating Profit before Working Capital / Other Changes	7,787.57	10,271.80
Changes in Working Capital:		
Adjustments for (Increase) / Decrease in Operating Assets:		
Inventories/Biological Assets	3,732.30	156.21
Trade Receivables	148.58	(180.48)
Other Financial Assets	(56.38)	36.28
Other Current Assets	167.61	1,468.95
Other Non-current Assets	(6.78)	(59.04)
Adjustments for Increase / (Decrease) in Operating Liabilities:		
Trade Payables	1,613.64	1,014.65
Other Financial Liabilities	162.51	(149.96)
Other Current Liabilities	(1,709.17)	(415.77)
Other Long Term Liabilities	(340.20)	(1,374.92)
Cash Generated from Operations	11,499.68	10,767.72
Income Tax Paid (Net)	(112.06)	(100.62)
Net Cash from / (used in) Operating Activities (A)	11,387.62	10,667.10
B. CASH FLOW FROM INVESTING ACTIVITIES:		
Purchase of Property, Plant and Equipment	(1,250.27)	(1,884.90)
Proceeds from Disposal of Property, Plant and Equipment	8,224.09	13,768.33
Investment in Long Term Investments (Net)	1,108.31	--
Dividend received	14.17	9.60
Interest Income	131.92	182.41
Loans and Advances - Related Parties	(3,144.37)	--
Net Cash from / (used in) Investing Activities (B)	5,083.85	12,075.44



CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2024 (CONT....)

(Rs. in lakhs)

	Year Ended 31.03.2024	Year Ended 31.03.2023
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Finance Costs Paid	(4,170.54)	(10,748.11)
Principal Payment of Lease Liabilities	(16.45)	96.77
Interest Paid on Lease Liabilities	(13.55)	(14.77)
Proceeds from Long Term Borrowings	13,395.52	19,492.51
Repayment of Long Term Borrowings	(5,997.87)	(33,869.64)
Short Term Borrowings (Net)	909.00	--
Loans from Body corporate (Net)	(20,616.83)	1,245.60
Net Cash from / (used in) Financing Activities (C)	(16,510.72)	(23,797.64)
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(39.25)	(1,055.10)
Cash and cash equivalents at the beginning of the year	671.60	1,726.70
Cash and cash equivalents at the end of the year	632.35	671.60
Cash and cash equivalents at the end of the year comprises of		
(a) Cash on hand	33.02	17.15
(b) Balances with banks:		
i) In Current Accounts	550.08	571.88
ii) Margin Money with banks / Security against borrowings	49.25	82.57
Cash and cash equivalents as at the end of the year	632.35	671.60

Vide our report annexed
For P N RAGHAVENDRA RAO & Co
Chartered Accountants
Firm Registration Number : 003328S
P R VITTEL
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Coimbatore
29th May 2024

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M BALASUBRAMANIAM
Managing Director

S VELUSWAMY
President (Finance & Operations)
Chief Financial Officer

S VENKATESH
Company Secretary



STATEMENT OF CHANGES IN EQUITY

A. Equity Share Capital

Particulars	Note No.	No of Shares	(Rs. In lakhs)
Balance as at 01.04.2022	20	118849036	11884.90
Changes in Equity Share Capital during the year ended 31.03.2023		--	--
Balance as at 31.03.2023		118849036	11884.90
Changes in Equity Share Capital during the year ended 31.03.2024		--	--
Balance as at 31.03.2024		118849036	11884.90

B. Other Equity

(Rs. In lakhs)

Particulars	Note No.	Reserves and Surplus					Total
		Capital Reserve	Capital Re-deemption Reserve	Securities Premium Account	Retained Earnings	Other Comprehensive Income	
Balance as at 01.04.2022	21	625.24	2512.27	27000.19	(84665.21)	(170.00)	(54697.51)
Profit / (Loss) for the Year		--	--	--	41781.81	--	41781.81
Other Comprehensive Income		--	--	--	--	(51.96)	(51.96)
Balance as at 31.03.2023		625.24	2512.27	27000.19	(42883.40)	(221.96)	(12967.66)
Balance as at 01.04.2023		625.24	2512.27	27000.19	(42883.40)	(221.96)	(12967.66)
Profit / (Loss) for the Year		--	--	--	12949.21	--	12949.21
Comprehensive Income for the year		--	--	--	--	(72.78)	(72.78)
Balance as at 31.03.2024		625.24	2512.27	27000.19	(29934.19)	(294.74)	(91.23)

Vide our report annexed
For P N RAGHAVENDRA RAO & Co
Chartered Accountants
Firm Registration Number : 003328S
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Coimbatore
29th May 2024

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S VENKATESH
Company Secretary



NOTES TO FINANCIAL STATEMENTS

Note No. 1

CORPORATE INFORMATION AND MATERIAL ACCOUNTING POLICIES

CORPORATE INFORMATION:

Sakthi Sugars Limited is engaged in the business of manufacture of sugar, industrial alcohol, power and soya products. The Company's segments include sugar, industrial alcohol, soya products and power. The by-products/waste products include molasses, bagasse and press mud.

The installed capacity of sugar division is 16500 tons of cane crush per day (TCD). Its power division has co-generation power plants at Sakthinagar, Sivaganga and Modakurichi, and the aggregate power generation capacity of all three plants is 92 MW.

It's distillery produces rectified spirit, extra neutral alcohol and ethanol, and has a distillation capacity of 120 kilolitres per day (KLPD) and ethanol plant capacity of over 50 KLPD.

The Company's shares are listed in BSE Limited and National Stock Exchange of India Limited.

1. MATERIAL ACCOUNTING POLICIES

Effective April 1, 2023, pursuant to the Companies (Indian Accounting Standards) Amendment Rules, 2023, the company is required to disclose 'material accounting policy information' instead of the previously required 'significant accounting policies'.

The Company has conducted a materiality assessment of its accounting policy information. This process involves the application of professional judgment, considering both quantitative and qualitative factors. The assessment takes into account the size, nature, and condition of the item or event. Additionally, it evaluates the characteristics of transactions, events, or conditions that could significantly impact the decisions of financial statement users.

1.1 Basis of Preparation and Presentation:

These financial statements are the separate financial statements of the Company prepared in accordance with Indian Accounting Standards ("Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 and other provisions of the Companies Act, 2013 as amended from time to time.

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies set out below. The accounting policies have been applied consistently over all the periods presented in these financial statements.

The financial statements are presented in Indian Rupees which is the functional currency and presentation currency of the Company and all values are rounded to the nearest Lakhs and two decimals thereof, except where otherwise indicated.

1.2 Current/Non-Current Classification:

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

(a) An asset is treated as current when it is:

- (i) Expected to be realised or intended to be sold or consumed in normal operating cycle.
- (ii) Expected to be realised within twelve months after the reporting period, or
- (iii) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.
- (iv) Held primarily for the purpose of trading.

All other assets are classified as non-current.

(b) A liability is current when:

- (i) It is expected to be settled in normal operating cycle.
- (ii) It is due to be settled within twelve months after the reporting period, or
- (iii) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
- (iv) Held primarily for the purpose of trading.

All other liabilities are classified as non-current.

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 realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.



1.3 Use of Estimates and Judgements:

The preparation of the financial statements in conformity with Ind AS requires the Management to make judgements, estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as of the date of the financial statements and the reported income and expenses like provision for employee benefits, provision for doubtful trade receivables/advances/contingencies, provision for warranties, allowance for slow/non-moving inventories, useful life of Property, Plant and Equipment, provision for taxation, etc., during the reporting year. The Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Future results may vary from these estimates.

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 that date but provide additional evidence about conditions existing as at the reporting date.

1.4 Property, Plant and Equipment

Measurement at recognition: Property, Plant and Equipment assets are carried at cost net of tax / duty credit availed less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Historical cost includes taxes, duties, freight, insurance etc., attributable to acquisition and installation of assets and borrowing cost incurred upto the date of commencing operations but excludes duties and taxes that are recoverable from taxing authorities. Indirect expenses during construction period, which are required to bring the asset in the condition for its intended use by the management and are directly attributable to bringing the asset to its position, are also capitalized.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits 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 derecognized when replaced. All other repairs and maintenance are charged to 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 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 advance under other non-current assets.

Depreciation: Depreciation on Property, Plant and Equipment is provided on the straight-line method over the useful life in the manner prescribed in the Schedule II of the Companies Act 2013.

Depreciation on addition to assets or on sale/discardment of assets, is calculated on pro-rata from the month of such addition or up to the month of such sale/discarding, as the case may be.

De-recognition: An item of Property, Plant and Equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of asset.

Gains and losses on disposals or retirement of assets are determined by comparing proceeds with carrying amount. These are recognized in the Statement of Profit and Loss.

1.5 Intangible assets:

Measurement at recognition: Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition. Internally generated intangibles including research cost are not capitalized and the related expenditure is recognized in the Statement of Profit and Loss in the period in which the expenditure is incurred. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, if any.

Amortization: Intangible Assets with finite lives are amortized on a Straight-Line basis over the estimated useful economic life. The amortization expense on intangible assets with finite lives is recognized in the Statement of Profit and Loss. The amortization period and the amortization method for an intangible asset with finite useful life is reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such change is accounted for as a change in an accounting estimate.

De-recognition: The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the De-recognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the intangible asset and is recognized in the Statement of Profit and Loss when the asset is derecognized.



1.6 Impairment of Assets:

Assets that are subject to depreciation and amortisation and assets representing investments in subsidiary and associate companies are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environment.

The carrying values of assets/cash generating units are reviewed to determine whether there is any indication of impairment of the carrying amount of the Company's assets. If any indication exists, an asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of the asset exceeds the recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased such reversal of impairment loss is recognised in the Statement of Profit and Loss. Impairment losses on assets are reversed in the Statement of Profit and Loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

1.7 Revenue Recognition:

Revenue from contracts with customers is recognized on transfer of control of promised goods or services 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.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold, and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

a) 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 governmental authorities.

b) 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 a financial asset is recognised when it is probable that the economic benefits will flow to the company 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 asset to that asset's net carrying amount on initial recognition.

c) Insurance Claims:

Insurance claims are accounted for on the basis of claims admitted/ expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

d) Export Benefits:

Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same.

e) Rental Income:

Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit and loss due to its operating nature.

**f) Other Incomes and Expenses:**

All other income and expenses are accounted for on accrual basis.

1.8 Foreign Currency Transactions:

On initial recognition, transactions in foreign currencies entered into by the Company are recorded in the functional currency (i.e. Indian Rupees), by applying to the foreign currency amount, the spot exchange rate between the functional currency and the foreign currency at the date of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the Statement of Profit and Loss.

Foreign currency monetary items of the Company are translated at the closing exchange rates. Non-monetary items that are measured at historical cost in a foreign currency, are translated using the exchange rate at the date of the transaction. Non-monetary items that are measured at fair value in a foreign currency, are translated using the exchange rates at the date when the fair value is measured.

Exchange differences arising out of these translations are recognized in the Statement of Profit and Loss.

1.9 Inventory

Inventories excluding by-products and scraps are valued at the lower of cost or net realizable value.

Cost of inventory comprises of the purchase price, cost of conversion and other directly attributable costs that have been incurred in bringing the inventories to their present location and condition. Net realizable value represents the estimated selling price in the ordinary course of business, less all estimated costs of completion and costs necessary to make the sale.

The cost of inventories of stores, spares and soya products is computed on weighted average basis. Cost is ascertained on seasonal weighted average basis for sugar.

Cost of inventories of Soya Bean, Stock-in-trade of fertilizer and newsprint paper is computed on FIFO basis.

By-products and scraps are valued at Net realizable value.

1.10 Biological Assets

Biological assets comprise of living animals and standing crops (Crops under development) of sugarcane.

a) Living Animals

Livestock are measured at fair value less cost to sell. Costs to sell include the transportation charges for transporting the cattle to the market but excludes finance costs and income taxes. Changes in fair value of livestock are recognised in the statement of profit and loss. Costs such as vaccination, fodder and other expenses are expensed as incurred. The animals reared from conception (calf) and heifers are classified as 'immatured biological assets' until the animals become productive. All the productive animals are classified as "matured biological assets".

(b) Standing Crops

The biological process starts with preparation of land for planting, seedlings and ends with the harvesting of crops.

Biological assets are measured at fair value less cost to sell or at cost whichever is applicable.

In respect of Standing crop, where little biological transformation has taken place since the initial cost was incurred before the balance sheet date, such biological assets are measured at cost i.e., expenses incurred on such plantation upto the balance sheet date. When harvested, crop is transferred to inventory at fair value less costs to sell.

Changes in fair value of biological assets is recognised in the statement of profit and loss.

1.11 Employee Benefits:**a) Short term employee benefits:**

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short-term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.

b) Post-employment benefits:**i) Defined contribution plans:**

Defined contribution plans are Employee Provident Fund, Employee State Insurance Scheme for all applicable employees and Superannuation Scheme for eligible employees.

Recognition and measurement of defined contribution plans:

The Company recognizes contribution payable to a defined contribution plan as an expense in the Statement of Profit and Loss when the employees render services to the Company during the reporting period. If the contribution payable for services received from employees before the reporting date exceeds the contributions already paid, the



deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an asset to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

ii) Defined benefit plans:

Gratuity: Liabilities with regard to the gratuity benefits payable in future are determined by actuarial valuation at each Balance Sheet date. Actuarial gains and losses arising from changes in actuarial assumptions are recognized in other comprehensive income and shall not be reclassified to the Statement of Profit and Loss in a subsequent period.

Leave encashment / Compensated absences: The Company provides for the encashment of leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits, for future encashment / availment. The liability is provided based on the number of days of unutilized leave at each Balance Sheet date on the basis of an independent actuarial valuation. Actuarial gains and losses arising from changes in actuarial assumptions are recognised in the other comprehensive income.

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations.

1.12 Segment Reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ('CODM') of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

1.13 Non-Current Assets held for sale:

The Company classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use of the assets and actions required to complete such sale indicate that it is unlikely that significant changes to the plan to sell will be made or that the decision to sell will be withdrawn. Also, such assets are classified as held for sale only if the management expects to complete the sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and the fair value less cost to sell. Non-current assets are not depreciated or amortized while they are classified as held for sale.

Non-current assets classified as held for sale are presented separately from the other assets in the balance sheet.

1.14 Government Grants:

Government grants are not recognised until there is reasonable assurance that the company will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognised in Statement of Profit and Loss on a systematic basis over the periods in which the company recognises as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the company should purchase, construct or otherwise acquire non-current assets are recognised as deferred revenue in the balance sheet and transferred to Statement of Profit and Loss on a systematic and rational basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the company with no future related costs are recognised in Statement of Profit and Loss in the period in which they become receivable.

1.15 Income Taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in other comprehensive income, in which case, the current and deferred tax income/expense are recognized in other comprehensive income or directly in equity, respectively.

Current Tax:

The current income tax charge is calculated on taxable profits for the year chargeable to tax on the basis of the tax laws



enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate based on amounts expected to be paid to the tax authorities.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis.

As per the Company's assessment on uncertainty over tax treatment on recognising Income Tax with respect to Appendix C to Ind AS 12, there are no material uncertainties over tax treatments.

Deferred Tax:

Deferred income tax is provided in full, using the Balance Sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised, or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the same can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

The Company offsets deferred tax assets and deferred tax liabilities, where it has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

1.16 Financial Instrument

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through Profit and Loss are recognised immediately in Statement of Profit and Loss.

a) Fair Value Measurement

The Company measures financial instruments, such as, investments at fair value at each balance sheet date.

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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- i) In the principal market for the asset or liability, or
- (ii) In the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a 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.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- (i) Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities.



- (ii) Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- (iii) Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing 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.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cash flow model, which involve various judgements and assumptions.

b) Financial Assets

(i) Initial recognition and measurement

At initial recognition, the Company measures a financial asset, except trade receivable at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Trade receivables are initially measured at transaction price. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the statement of Profit and Loss

(ii) Subsequent measurement

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments.

Amortised cost:

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through Other Comprehensive Income (FVOCI):

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through Other Comprehensive Income (OCI), except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in Statement of Profit and Loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair Value through Profit or Loss (FVTPL):

Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in Statement of Profit and Loss in the period in which it arises. Interest income from these financial assets is included in other income.

(iii) De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised primarily when:

- (a) The rights to receive cash flows from the asset have expired, or
- (b) The Company has transferred substantially all the risks and rewards of the asset.

(iv) Impairment of Financial Assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets and credit risk exposure that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.

The Company follows simplified approach for recognition of impairment loss allowance on Trade receivables. The Company recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.



For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Statement of Profit and Loss. This amount is reflected under the head 'other expenses' in the Statement of Profit and Loss. The Balance Sheet presentation for various financial instruments is that in the case of financial assets measured as at amortised cost, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the Balance Sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the group does not reduce impairment allowance from the gross carrying amount.

c) Financial Liabilities

(i) Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables.

(ii) Subsequent measurement

All financial liabilities are subsequently measured at amortised cost using the effective interest rate method.

Financial liabilities designated upon initial recognition at Fair Value Through Profit or Loss (FVTPL) are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains / losses attributable to changes in own credit risks are recognized in OCI. These gains/ losses are not subsequently transferred to Statement of Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the Statement of Profit and Loss.

Financial liabilities that are not held-for-trading and are not designated as at fair value through profit or loss are measured at amortised cost at the end of the subsequent accounting period. The carrying amount of financial liabilities that are subsequently measured at amortised cost are determined based on the Effective Interest Rate method. Interest expense that is not capitalised as part of costs of an asset is included in the "Finance costs" in Statement of Profit and Loss.

(iii) De-recognition

A financial liability is derecognised when the obligation under the liability 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 liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

1.17 Leases:

a) Company as Lessee:

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 contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

As a lessee, the Company recognises a right-of-use (ROU) asset and a lease liability at the lease commencement date. The ROU 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 ROU asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. The estimated useful lives of ROU assets are determined on the same basis as those of property and equipment. In addition, the ROU 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 ROU asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

The Company has used number of practical expedients when applying Ind AS 116. The Company has elected not to recognise ROU assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments relating to these leases as an expense on a straight-line basis over the lease term. The Company applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.

The Company's lease asset classes primarily consist of leases for land and building for offices, and vehicles.

Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

b) Company as Lessor:

The Company's significant leasing arrangements are in respect of operating leases for premises that are cancellable in nature. The lease rentals under such agreements are recognised in the Statement of Profit and Loss as per the terms of the lease. Rental income from operating leases is generally recognised on a straight-line basis over the term of the relevant lease. Where 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. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

1.18 Provisions and Contingencies

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated.

If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is probable that an outflow of resources will not be required to settle the obligation. However, if the possibility of outflow of resources, arising out of present obligation, is remote, it is not even disclosed as contingent liability.

A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the notes to financial statements. A contingent asset is not recognized in financial statements, however, the same is disclosed where an inflow of economic benefit is probable.

The Company exercises judgement in measuring and recognising provisions and the exposures to contingent liabilities related to pending litigation or other outstanding claims subject to negotiated settlement, mediation, arbitration or government regulation, as well as other contingent liabilities. Judgement is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement. Because of the inherent uncertainty in this evaluation process, actual losses may be different from the originally estimated provision.

1.19 Borrowing Costs

Borrowing cost includes interest, amortisation of ancillary cost incurred in connection with the arrangement of borrowings and the exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. Other borrowing costs are expensed in the period in which they are incurred.

1.20. Exceptional Items

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and disclosed as such in the financial statements.



Exceptional items are disclosed separately in the financial statements where it is necessary to do so to provide further understanding of the financial performance of the Company. These are material items of income or expense that have to be shown separately due to their nature or incidence.

1.21. Events after Reporting 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.

1.22. Cash and Cash Equivalents

Cash and cash equivalents in the Balance Sheet comprise of cash on hand, demand deposits with Banks, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, demand deposits with banks, short-term balances (with an original maturity of three months or less from date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

1.23. Statement of Cash Flows

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and 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.

Recent Accounting Pronouncements

In March 2023, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) Amendment Rules, 2023 which amended certain Ind AS. The following amendments were effective from annual accounting periods commencing on or after April 1, 2023.

(a) Ind AS 1 – Presentation of Financial Statements

The amendment prescribes disclosure of material accounting policies instead of significant accounting policies. This amendment does not have any material impact on the Company's financial statements and disclosures.

(b) Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendment added definition of accounting estimate and clarifies what is accounting estimate and treatment of change in the accounting estimate and accounting policy.

(c) Ind AS 12 – Income Taxes

The definition of deferred tax asset and deferred tax liability is amended to apply initial recognition exception on assets and liabilities that does not give rise to equal taxable and deductible temporary differences.

The above amendments did not have any material impact on the financial statements of the Company.



NOTE No. 2

PROPERTY, PLANT AND EQUIPMENT

(Rs. in lakhs)

PARTICULARS	Land	Buildings	Plant & Equipment	Furniture & Fixtures	Vehicles	Office Equipment	Others	Total	CWIP*
Gross Carrying Amount :									
Deemed cost as at April 1, 2022	19688.30	11781.84	73937.25	328.14	840.52	456.49	22.17	107054.71	50.06
Additions	--	7.65	1267.41	1.17	76.00	49.56	--	1401.79	84.93
Transfers from Asset classified as held for sale	--	26.49	217.49	--	2.33	0.50	--	246.81	3216.96
Disposals	(717.92)	(26.49)	(351.16)	--	(2.33)	(4.02)	(20.45)	(1122.37)	--
Balance as at March 31, 2023	18970.38	11789.49	75070.99	329.31	916.52	502.53	1.72	107580.94	3351.95
Accumulated Depreciation :									
Balance as at April 1, 2022	--	2697.74	20447.98	309.14	782.83	409.28	--	24646.97	--
Additions	--	444.32	3224.12	1.15	12.48	21.63	--	3703.70	--
Adjustment on recognition of Asset classified as held for sale	--	5.54	59.62	--	2.22	0.30	--	67.68	--
Disposals	--	(6.22)	(140.14)	--	(2.22)	(3.74)	--	(152.32)	--
Balance as at March 31, 2023	--	3141.38	23591.58	310.29	795.31	427.47	--	28266.03	--
Net Carrying Amount :									
Balance as at April 1, 2022	19688.30	9084.10	53489.27	19.00	57.69	47.21	22.17	82407.74	50.06
Balance as at March 31, 2023	18970.38	8648.11	51479.41	19.02	121.21	75.06	1.72	79314.91	3351.95
Gross Carrying Amount :									
Deemed cost as at April 1, 2023	18970.38	11789.49	75070.99	329.31	916.52	502.53	1.72	107580.94	3351.95
Additions	--	64.69	762.86	8.21	37.09	173.48	--	1046.33	7.18
Disposals	--	--	(2.60)	(0.10)	(14.22)	(0.79)	--	(17.71)	(135.00)
Balance as at March 31, 2024	18970.38	11854.18	75831.25	337.42	939.39	675.22	1.72	108609.56	3224.13
Accumulated Depreciation :									
Balance as at April 1, 2023	--	3141.38	23591.58	310.29	795.31	427.47	--	28266.03	--
Additions	--	444.05	3180.74	1.48	19.55	40.28	--	3686.10	--
Disposals	--	--	(2.47)	(0.10)	(12.62)	(0.70)	--	(15.89)	--
Balance as at March 31, 2024	--	3585.43	26769.85	311.67	802.24	467.05	--	31936.24	--
Net Carrying Amount :									
Balance as at April 1, 2023	18970.38	8648.11	51479.41	19.02	121.21	75.06	1.72	79314.91	3351.95
Balance as at March 31, 2024	18970.38	8268.75	49061.40	25.75	137.15	208.17	1.72	76673.32	3224.13

Refer Note No.22 and 25 for assets given as securities for borrowings.



Ageing schedule for Capital work-in-progress for the year ended March 31, 2024 and March 31, 2023 is as follows: (Rs. in lakhs)

Particulars	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
For the year ended 31.03.2024					
Plant and Machinery - Cogen II	--	--	--	3216.96	3216.96
Electrical Installation	7.18	--	--	--	7.18
	7.18	--	--	3216.96	3224.13
For the year ended 31.03.2023					
Buildings	35.71	--	--	--	35.71
Plant and Machinery	87.24	--	--	3216.96	3304.20
Electrical Installation	12.04	--	--	--	12.04
	134.99	--	--	3216.96	3351.95

(Rs. in lakhs)

As at 31.03.2024

As at 31.03.2023

NOTE No. 3

RIGHT-OF-USE ASSETS

Building :

Opening Balance

Reclassified on account of adoption of Ind AS 116 (Refer to Note.53)

Additions

Deletions

Depreciation

87.93

--

--

105.52

--

--

--

--

21.10

17.59

66.83

87.93

The aggregate depreciation expense on ROU Assets is included under depreciation and amortization expense in the statement of profit and loss account.

NOTE No. 4

BIOLOGICAL ASSETS OTHER THAN BEARER PLANTS

Matured biological assets

Immatured biological assets

8.40

7.60

2.45

1.10

10.85

8.70

Reconciliation of carrying amount of biological assets:

(Rs. in lakhs)

Particulars	31.03.2024		31.03.2023	
	Matured Biological Assets	Immatured Biological Assets	Matured Biological Assets	Immatured Biological Assets
Balance at the beginning of the year	7.60	1.10	7.56	0.84
Cattle purchased during the year	1.51	1.05	0.75	0.08
Change in fair value	0.46	0.56	0.48	0.22
Cattle matured during the year	--	--	--	--
Cattle sold/discarded during the year	1.17	0.26	1.19	0.04
Balance at the end of the year	8.40	2.45	7.60	1.10

As at 31 March 2024, there were 22 cattle (31 March 2023: 18) as immatured biological assets and 21 cattle (31 March 2023:20) as matured biological assets.

The fair valuation of biological assets is classified as level 2 in the fair value hierarchy as they are determined based on the basis of the best available quote from the nearest market on the basis of age of the bulls, calves, cows and heifers.



(Rs. in lakhs)

As at 31.03.2024 As at 31.03.2023

NOTE No. 5

NON-CURRENT INVESTMENTS

I. Investments in Equity Instruments

a. Quoted Equity Shares

In Other Entities at FVTPL

Sakthi Finance Limited

10,40,000 (10,40,000) Shares of Rs.10 each

498.89

298.38

ICICI Bank Limited

2,425 (2,425) Shares of Rs.2 each

26.29

21.27

NIIT Limited

2,527 (2,527) Shares of Rs. 2 each

2.67

8.25

Coforge Limited (Formerly NIIT Technologies Limited)

759 (759) Shares of Rs. 10 each

41.63

28.97

K G Denim Limited

16,129 (16,129) Shares of Rs.10 each

4.08

3.71

IFCI Limited

100 (100) Shares of Rs.10 each

0.04

0.01

The Industrial Development Bank of India Limited

1,360 (1,360) Shares of Rs.10 each

1.10

0.61

The South Indian Bank Limited

1,65,000 (1,65,000) Shares of Re.1 each

45.03

24.12

Kovai Medical Centre and Hospital Limited

5,117 (52,217) Shares of Rs.10 each

191.46

961.21

NIIT Learning Systems Limited

2,527 Shares of Rs.10 each

12.77

--

Total of Quoted equity shares

823.96

1,346.53

b. Unquoted Equity Shares

i. Other Entities (Measured at Cost)

The ABT Co-operative Stores Limited

1,000 (1,000) Shares of Rs. 10 each

0.10

0.10

ii. Other Entities (Measured at FVTPL)

Sri Chamundeswari Sugars Limited

6,81,146 (6,81,146) Shares of Rs.10 each

563.24

518.15

Sakthi Auto Component Limited

638,60,000 (638,60,000) Shares of Rs.10 each

15,157.86

15,157.86

15,721.10

15,676.01

TOTAL

16,545.16

17,022.64

Aggregate cost of Quoted Investments

291.00

295.71

Aggregate cost of Unquoted Investments

15,275.84

15,275.84

Aggregate market value of Quoted Investments

823.96

1,346.53

Investments carried at Cost

0.10

0.10

Investments carried at Fair Value through Profit or Loss

16,545.06

17,022.54

NOTE No. 6

NON-CURRENT LOANS

Loans to Employees

62.34

68.43

62.34

68.43

Less : Provision for Expected Credit Loss

--

--

TOTAL

62.34

68.43



(Rs. in lakhs)

	As at 31.03.2024	As at 31.03.2023
NOTE No. 6 (Cont..)		
Security-wise Breakup:		
Loans Receivables considered good - Secured	--	--
Loans Receivables considered good - Unsecured	62.34	68.43
Loans Receivables which have significant increase in Credit Risk	--	--
Loans Receivables - Credit Impaired	--	--
	62.34	68.43
Less : Provision for Expected Credit Loss	--	--
	62.34	68.43
NOTE No. 7		
OTHER NON-CURRENT FINANCIAL ASSETS		
Security Deposits	704.17	703.16
Margin Money / Fixed Deposits - Maturing after 12 Months	61.42	34.12
TOTAL	765.59	737.28
NOTE No. 8		
INCOME TAXES		
Deferred tax Liability	4,175.37	(214.80)

8.1 Tax expense recognized in the Statement of Profit and Loss

(Rs. in lakhs)

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
(i) Income Tax recognised in Statement of Profit and Loss		
Current tax		
Current Tax on taxable income for the year	--	--
Total current tax expense	--	--
Deferred tax		
Deferred tax charge/(credit)	4,441.73	(224.40)
Total deferred income tax expense/(benefit)	4,441.73	(224.40)
Total income tax expense	4,441.73	(224.40)
(ii) Income tax recognised in Other Comprehensive Income		
Deferred Tax		
Deferred Tax Expenses on remeasurement of defined benefit plans	52.40	(10.45)

8.2 A reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

(Rs. in lakhs)

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
Enacted income tax rate in India applicable to the Company	25.168%	25.168%
Profit before tax	17,390.94	41,557.41
Current tax expenses on Profit before tax expenses at the enacted income tax	4,376.95	10,459.17
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	961.53	(8,946.58)
Effect of expenses deductible for tax purpose	(6,559.25)	(12,359.81)
Effect of change in Tax rate	--	--
Income exempted from income taxes	--	--



NOTES TO FINANCIAL STATEMENTS

(Rs. in lakhs)

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
Effect of Different tax rate on certain items	–	–
Unrecognised MAT Credit	–	–
Reversal of DTA exceeding DTL (Expecting Insufficient Future Profits)	5,658.93	10,620.41
Other items	3.57	2.41
Total Income Tax Expenses / (Credit)	64.78	(10,683.57)
Adjustments in respect of current tax of previous year	–	–
	64.78	(10,683.57)
Total Tax Expenses	4,441.73	(224.40)

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

As at 31.03.2024

(Rs. in lakhs)

Particulars	Balance sheet 01.04.2023	Profit & Loss 2023-24	OCI 2023-24	Balance sheet 31.03.2024
A. Deferred tax assets:				
Carry forward Business Loss/Unabsorbed Depreciation	12,164.76	(3,286.15)	--	8,878.61
Difference in treatment of Expenses	4,593.11	(4,004.61)	--	588.50
Remeasurement benefit of the defined benefit plans	47.57	--	51.56	99.13
Total deferred tax Assets (A)	16,805.45	(7,290.76)	51.56	9,566.25
B. Deferred tax Liabilities:				
Property, Plant and Equipment	16,590.65	(2,849.03)	--	13,741.62
Total deferred tax Liabilities (B)	16,590.65	(2,849.03)	--	13,741.62
Net deferred tax Asset (Net) (A-B)	214.80	(4,441.73)	51.56	(4,175.37)

As at 31.03.2023

(Rs. in lakhs)

Particulars	Balance sheet 01.04.2022	Profit & Loss 2022-23	OCI 2022-23	Balance sheet 31.03.2023
A. Deferred tax assets:				
Carry forward Business Loss / Unabsorbed Depreciation	2,506.09	9,658.67	--	12,164.76
Difference in treatment of Expenses	15,953.75	(11,360.64)	--	4,593.11
Remeasurement benefit of the defined benefit plans	57.18	--	(9.61)	47.57
Total deferred tax Assets (A)	18,517.02	(1,701.97)	(9.61)	16,805.45
B. Deferred tax Liabilities:				
Property, Plant and Equipment	18,517.02	(1,926.37)	--	16,590.65
Total deferred tax Liabilities (B)	18,517.02	(1,926.37)	--	16,590.65
Net deferred tax Liabilities (Net) (A-B)	--	224.40	(9.61)	214.80

8.4 Deferred tax (assets) / liabilities

(Rs. in lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
Significant components of deferred tax asset/(liabilities)		
Deferred tax assets	(9,566.25)	(16,805.45)
Deferred tax liabilities	13,741.62	16,590.65
Deferred tax (assets) / liabilities (net)	4,175.37	(214.80)



(Rs. in lakhs)

	As at 31.03.2024	As at 31.03.2023
NOTE No. 9		
OTHER NON-CURRENT ASSETS		
Capital advances	2,257.49	2,242.73
Sundry Deposits	1,100.81	1,101.88
Advance for Purchases & Others	87.92	79.45
TOTAL	3,446.22	3,424.06
NOTE No. 10		
INVENTORIES		
(a) Raw Materials:		
Molasses - Distillery Unit	399.91	245.14
Soya Flour	63.42	7.07
News print paper	2.94	4.97
	466.27	257.18
(b) Work in Progress:		
Sugar	385.81	375.88
Molasses	204.38	187.99
	590.19	563.87
(c) Finished goods:		
Sugar	2,813.18	1,059.94
Molasses - Sugar Unit	124.38	228.61
Industrial Alcohol	611.12	396.21
Ethanol	--	73.59
Hand Sanitizer	--	39.29
Soya Products	31.67	94.69
Bio-Earth	0.74	0.71
Fusel Oil	1.01	0.33
Bagasse	144.48	51.17
	3,726.58	1,944.54
(d) Stock in Trade:		
Chemicals, Fertilisers & Others	62.25	70.21
	62.25	70.21
(e) Stores and spares:		
Stores and spares	2,670.60	2,807.12
	2,670.60	2,807.12
TOTAL	7,515.89	5,642.92
For mode of valuation refer Sl. No.1.9 in Material Accounting Policies.		
NOTE No. 11		
BIOLOGICAL ASSETS		
Opening Balance	6.75	6.27
Changes in Fair value	6.56	11.83
Harvested Sugar cane Transferred to Inventory	(7.69)	(11.35)
TOTAL	5.62	6.75



(Rs. in lakhs)

As at 31.03.2024 As at 31.03.2023

NOTE No. 12

CURRENT TRADE RECEIVABLES

Trade Receivable from Related Parties (Refer Note No. 51)	23.51	12.89
Trade Receivables from Others	7,459.82	7,415.28
	7,483.33	7,428.17
Less : Provision for Expected Credit Loss	6,776.61	6,622.97
Less : Impairment allowance for doubtful trade and other receivables	--	--
TOTAL	706.72	805.20
Security-wise Breakup:		
Trade Receivables Considered good - Secured	--	--
Trade Receivables Considered good - Unsecured	706.72	805.20
Trade Receivables which have significant increase in Credit Risk	6,776.61	6,622.97
Trade Receivables - Credit Impaired	--	--
	7,483.33	7,428.17
Less : Provision for Expected Credit Loss	6,776.61	6,622.97
Less : Impairment allowance for doubtful trade and other receivables	--	--
	706.72	805.20

Trade Receivable ageing Schedule as at March 31, 2024

(Rs. in lakhs)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 months - 1 Year	1-2 Years	2-3 years	More than 3 years	
i) Undisputed Trade Receivable - Considered good	30.09	474.26	7.88	10.30	153.78	30.41	706.72
ii) Undisputed Trade Receivable - which have significant increase in credit risk	--	--	--	--	--	6,776.61	6,776.61
iii) Undisputed Trade Receivable - credit impaired	--	--	--	--	--	--	--
iv) Disputed Trade Receivable - Considered good	--	--	--	--	--	--	--
v) Disputed Trade Receivable - which have significant increase in credit risk	--	--	--	--	--	--	--
vi) Disputed Trade Receivable - credit impaired	--	--	--	--	--	--	--
	30.09	474.26	7.88	10.30	153.78	6,807.02	7,483.33

Trade Receivable ageing Schedule as at March 31, 2023

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 months - 1 Year	1-2 Years	2-3 years	More than 3 years	
i) Undisputed Trade Receivable - Considered good	--	468.29	6.93	150.54	144.96	34.48	805.20
ii) Undisputed Trade Receivable - which have significant increase in credit risk	--	--	--	--	335.19	6,287.78	6,622.97
iii) Undisputed Trade Receivable - credit impaired	--	--	--	--	--	--	--
iv) Disputed Trade Receivable - Considered good	--	--	--	--	--	--	--
v) Disputed Trade Receivable - which have significant increase in credit risk	--	--	--	--	--	--	--
vi) Disputed Trade Receivable - credit impaired	--	--	--	--	--	--	--
	--	468.29	6.93	150.54	480.15	6,322.26	7,428.17



NOTES TO FINANCIAL STATEMENTS

(Rs. in lakhs)

	As at 31.03.2024	As at 31.03.2023
NOTE No. 13		
CASH AND CASH EQUIVALENTS		
Bank balances in current accounts	550.08	458.47
Fixed Deposits with maturity of less than three months	22.41	56.25
Cash on hand	33.02	13.47
TOTAL	605.51	528.19
NOTE No. 14		
BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS		
Fixed deposits with maturity more than 3 Months but less than 12 months	26.84	26.32
NOTE No. 15		
CURRENT LOANS		
Loans to Employees	103.09	60.67
Loans and Advances to Related Parties (Refer Note No. 51)	27,991.04	24,846.67
	28,094.13	24,907.34
Less : Provision for Expected Credit Loss	--	--
TOTAL	28,094.13	24,907.34
Security-wise Breakup:		
Loans Receivables considered good - Secured	--	--
Loans Receivables considered good - Unsecured	28,094.13	24,907.34
Loans Receivables which have significant increase in Credit Risk	--	--
Loans Receivables - Credit impaired	--	--
	28,094.13	24,907.34
Less : Provision for Expected Credit Loss	--	--
	28,094.13	24,907.34
NOTE No. 16		
OTHER CURRENT FINANCIAL ASSETS		
Outstanding interest receivable	9.36	9.79
Income Receivable	217.09	79.69
TOTAL	226.45	89.48
NOTE No. 17		
CURRENT TAX ASSETS (NET)		
Advance Income Tax and TDS	671.61	545.37
NOTE No. 18		
OTHER CURRENT ASSETS		
Employee related Loans and Advances	4.16	10.47
Prepaid expenses	473.83	667.53
Deposits with Government authorities	1,255.86	1,268.82
Advance for purchases & others	1,498.61	1,343.83
Other Receivables	50.09	40.12
TOTAL	3,282.55	3,330.77



(Rs. in lakhs)

	As at 31.03.2024	As at 31.03.2023
NOTE No. 19		
A. ASSETS CLASSIFIED AS HELD FOR SALE		
Land and Building	13,538.08	13,538.08
Less : Impairment Loss	675.94	675.94
	12,862.14	12,862.14
Assets of Discontinued operations	--	13,840.86
TOTAL	12,862.14	26,703.00
B. LIABILITIES DIRECTLY ASSOCIATED WITH ASSETS CLASSIFIED AS HELD FOR SALE		
Liabilities of Discontinued Operations	--	1,472.44
	--	1,472.44
NOTE No. 20		
EQUITY SHARE CAPITAL		
Authorised		
12,00,00,000 (12,00,00,000) Equity Shares of Rs.10 each	12,000.00	12,000.00
50,00,000 (50,00,000) Preference Shares of Rs.100 each	5,000.00	5,000.00
	17,000.00	17,000.00
Issued		
11,89,65,705 (11,89,65,705) Equity Shares of Rs.10 each	11,896.57	11,896.57
	11,896.57	11,896.57
Subscribed and Paid up		
11,88,49,036 (11,88,49,036) Equity Shares of Rs.10 each fully paid up	11,884.90	11,884.90
TOTAL	11,884.90	11,884.90

Reconciliation of Number of Shares	No. of Shares	No. of Shares
Equity Shares at the beginning of the year	118,849,036	118,849,036
Add: Shares issued/allotted during the year	--	--
Equity Shares at the end of the year	118,849,036	118,849,036

Rights, Preferences and Restrictions of each class of Shares

The Company has only one class of equity shares having a face value of Rs.10 each. Each shareholder is eligible for one vote per share held. Dividend is payable when it is recommended by the Board of Directors and approved by the Members at the Annual General Meeting. In the event of liquidation, the equity shareholders will get the remaining assets of the Company after payment of all the preferential amounts.

Shares held by promoters as at March 31, 2024

Promoter Name	No. of Shares	% of total shares held	% change during the year
Dr. M. Manickam	19,14,200	1.61	--
Mr. M. Balasubramaniam	3,37,325	0.28	--
Mr. M. Srinivaasan	2,01,000	0.17	--
	24,52,525	2.06	--



Shares held by the holding company

Particulars	As at 31.03.2024		As at 31.03.2023	
	No. of Shares	%	No. of Shares	%
ABT Investments (India) Private Limited	66473540	55.93	66473540	55.93

List of shareholders holding more than 5%

Particulars	As at 31.03.2024		As at 31.03.2023	
	No. of Shares	%	No. of Shares	%
ABT Investments (India) Private Limited	66473540	55.93	66473540	55.93
Asset Reconstruction Company (India) Limited	--	--	9592640	8.07

Terms of security convertible into equity shares

The Company does not have any security convertible into equity shares as at 31st March 2024.

Details of Equity shares allotted as fully paid up pursuant to the terms of restructure by an Asset Reconstruction Company.

During the period of five years immediately preceding the financial year ended 31st March 2024, the Company had not issued any shares as fully paid up pursuant to contract without payment being received in cash. No share had been brought back during the period.

(Rs. in lakhs)

	As at 31.03.2024	As at 31.03.2023
NOTE No. 21		
OTHER EQUITY		
Capital reserve	625.24	625.24
Capital redemption reserve	2,512.27	2,512.27
Securities premium account	27,000.19	27,000.19
Retained Earnings	(29,934.19)	(42,883.40)
Other Comprehensive Income	(294.74)	(221.96)
	(91.23)	(12,967.66)
Capital reserve		
Balance as per last Balance Sheet	625.24	625.24
Capital redemption reserve		
Balance as per last Balance Sheet	2,512.27	2,512.27
Securities premium account		
Balance as per last Balance Sheet	27,000.19	27,000.19
Retained Earnings		
Balance as per last Balance Sheet	(42,883.40)	(84,665.21)
Net Profit/(Loss) after tax for the year	12,949.21	41,781.81
	(29,934.19)	(42,883.40)
Other Comprehensive Income		
Balance as per last Balance Sheet	(221.96)	(170.00)
Addition/(Deletion) during the year	(72.78)	(51.96)
	(294.74)	(221.96)
TOTAL	(91.23)	(12,967.66)



Nature and Purpose of Reserves:

Capital reserve

It represents the gains of capital nature which mainly includes the excess of value of net assets acquired over consideration paid by the Company for business amalgamation transaction in earlier years.

Capital redemption reserve

Capital redemption reserve was created in respect of the preference shares redeemed by the Company. This reserve shall be utilised in accordance with the provisions of the Companies Act, 2013.

Securities premium account

Securities premium is represents the amount of premium received on the equity shares issued by the Company. It is to be utilised in accordance with the provisions of the Companies Act, 2013.

Retained Earnings

Retained earnings are the profits/losses that the company has earned/incurred till the date of the Balance Sheet, less any transfers to other reserves, dividends paid or other distributions made to shareholders, if any.

Other Comprehensive Income

Other Comprehensive income (OCI) represents the balance in equity relating to re-measurement gain/(loss) of defined benefit obligation. This would not be re-classified to Statement of Profit and Loss.

(Rs. in lakhs)

	As at 31.03.2024	As at 31.03.2023
NOTE No. 22		
NON-CURRENT BORROWINGS		
(a) Secured Loans		
(i) Term Loans		
From Banks	11,000.00	--
From Other Parties	5,309.41	10,962.82
	16309.41	10962.82
ii) Long term maturities of finance lease obligations	134.39	48.41
	16,443.80	11,011.23
Less: Current maturities	6,099.75	10,160.31
Total of Secured Loans	10,344.05	850.92
(b) Unsecured Loans		
Term Loans		
From Other Parties	57,399.15	46,478.36
Less: Current maturities	300.32	298.42
Total of Unsecured Loans	57,098.83	46,179.94
Loan from Related Party (Refer Note No. 51)	--	4,356.84
Less: Current maturities	--	1,028.83
	--	3,328.01
TOTAL	67,442.88	50,358.87



A) SECURED LOANS FROM BANKS

Nature of Security	Terms of Repayment
<p>1 Kotak Mahindra Bank Total Term Loan of Rs.11000 lakhs (Rs.Nil)</p> <p>The above loan is secured by :-</p> <ol style="list-style-type: none"> First charge on the entire current assets of the Company, existing as well as future. First and Exclusive charge on Company's property situated at St. Mary's Road, Chennai 600 018. Pari passu first charge on the entire movable and immovable properties of the Company except the assets charged on exclusive basis. Additionally secured by corporate guarantee and collateral security given by group companies. Pledge of shares held by the promoters and the Holding company in the Company. Personal Guarantees given by Directors : Term Loan amounting to Rs.11000 lakhs (Nil) is guaranteed by Dr. M.Manickam, Sri.M.Balasubramaniam and Sri. M.Srinivaasan 	<p>Repayable in 48 monthly instalments commencing from December 2024</p> <p>Rate of Interest as at the year end 20.35 % p.a. (Nil)</p>

B) SECURED LOANS FROM OTHER PARTIES

Nature of Security	Terms of Repayment
<p>1 Phoenix ARC Private Limited Term Loans Rs.893 lakhs (Rs.6546.41 lakhs)</p> <p>The above loans are secured by</p> <ol style="list-style-type: none"> Pari passu first charge on the entire movable and immovable properties of the Company except the assets charged on exclusive basis. Pari passu second Charge on the current assets of the Company, except the assets charged on exclusive basis. Pledge of shares held by the promoters and the Holding company in the Company. Term Loans amounting to Rs.893 lakhs (Rs.6546.41 lakhs) are guaranteed by Dr. M.Manickam, Sri.M.Balasubramaniam and Sri.M.Srinivaasan. 	<p>Term loan of Rs.Nil (Rs.2318.41 lakhs) is repayable in June 2023.</p> <p>Term loan of Rs.Nil (Rs.3335 lakhs) is repayable in February 2024.</p> <p>Term loan of Rs.893 lakhs (Rs.893 lakhs) is repayable in May 2025.</p> <p>Rate of Interest as at the year end 20% p.a. (20% p.a)</p>
<p>2 a) Sugar Development Fund Loan amounting to Rs.3614.55 lakhs (Rs.3614.55 lakhs) is secured by exclusive second charge on the Sugar and Cogen units of the Company at Sivaganga.</p> <p>b) Sugar Development Fund Loan amounting to Rs.801.86 lakhs (Rs.801.86 lakhs) is secured by exclusive second charge on the Sugar and Cogen units of the Company at Modakuruchi.</p>	<p>Repayable in 10 half yearly instalments commencing from May 2013.</p> <p>Rate of Interest as at the year end 8.00% p.a (8.00% p.a)</p> <p>Repayable in 10 half yearly instalments commencing from February 2014.</p> <p>Rate of Interest as at the year end 8.00% p.a (8.00% p.a)</p>



3 Default in repayment of loan to Government

(Rs. in lakhs)

Particulars	Amount of Default as at 31.03.2024		Period of Default	
	Principal	Interest	Principal	Interest
Sugar Development Fund Loan	4,416.41	7,584.60	May 13 to Aug 18	Feb 12 to Mar 24

The Company submitted an application to the SDF Authority for restructuring of loans availed from SDF under operational guidelines Rule 26 of SDF rules and the same has been approved at the meeting of Committee for Rehabilitation held on September 11, 2023, subject to the conditions outlined in the minutes of the meeting.

C) FINANCE LEASE OBLIGATIONS

Hire Purchase Loans amounting to Rs.134.39 lakhs (Rs.48.41 lakhs) are secured by hypothecation of vehicles so financed	Repayable in 36 monthly instalments.
--	--------------------------------------

D) UNSECURED LOANS FROM OTHER PARTIES

Nature of Loan	Terms of Repayment
1 Loan amounting to Rs. 56957.26 lakhs (Rs.45738.05 lakhs) from various parties	Repayable in varying instalments from 2025-26 onwards.
2 Tamilnadu Newsprint and Papers Limited Loan amounting to Rs.441.89 lakhs (Rs.740.31 lakhs)	Repayable in 60 instalments commencing from August 2020. Rate of Interest as at the year end 9.00% p.a (9.00% p.a.)

(Rs. in lakhs)

	As at 31.03.2024	As at 31.03.2023
NOTE No. 23		
OTHER NON-CURRENT FINANCIAL LIABILITIES		
Superannuation Contribution Payable	114.20	148.82
TOTAL	114.20	148.82
NOTE No. 24		
NON-CURRENT PROVISIONS		
Provision for gratuity	1,139.47	1,085.06
Provision for compensated absence	583.80	547.30
TOTAL	1,723.27	1,632.36
NOTE No. 25		
CURRENT BORROWINGS		
(a) Secured loans		
Loans repayable on demand		
From other parties	1,000.00	200.00
Total of secured loans	1,000.00	200.00
(b) Unsecured Loans		
Term Loans		
From Other Parties	109.00	--
Total of Unsecured Loans	109.00	--
Loan from Related Party (Refer Note No. 51)	2,310.70	23,084.88
Total of Unsecured Loans	2,419.70	23,084.88
(c) Current maturities of long term debts	6,400.07	11,487.57
TOTAL	9,819.77	34,772.45



A) SECURED LOANS FROM BANKS

Nature of Security	Terms of Repayment
<p>1 Working Capital loan with a limit of Rs.1000.00 Lakhs (Rs.Nil) with outstanding of Rs.Nil (Rs.Nil) from Kotak Mahindra Bank Limited)</p> <p>The above loan is secured by :-</p> <p>a. First charge on the entire current assets of the Company, existing as well as future.</p> <p>b. First and Exclusive charge on Company's property situated at St. Mary's Road, Chennai 600 018</p> <p>c. Pari passu first charge on the entire movable and immovable properties of the Company except the assets charged on exclusive basis.</p> <p>d. Additionally secured by corporate guarantee and collateral security given by group companies.</p> <p>e. Pledge of shares held by the promoters and Holding company in the Company.</p> <p>f. Personal Guarantees given by Directors / Others: Working capital loan amounting to Rs.Nil (Nil) is guaranteed by Dr. M.Manickam, Sri.M.Balasubramaniam and Sri. M.Srinivaasan</p>	<p>Repayable on Demand Rate of Interest as at the year end 20.35% p.a (Nil)</p> <p>Rate of Interest as at the year end 20.35 % p.a. (Nil)</p>

B) SECURED LOANS FROM OTHER PARTIES

Nature of Security	Terms of Repayment
<p>1 Loan amounting to Rs.Nil (Rs.200 lakhs) is secured by pledge of shares held by the Company in a listed Company.</p> <p>2 Short Term Loan amounting to Rs.1000 lakhs (Rs.Nil) The above loan is secured by :-</p> <p>a. Subservient charge on the current and movable fixed assets of the company</p> <p>b. Additionally secured by corporate guarantee and collateral security given by way of pledge of shares held by a group Company in the Company.</p> <p>c. Short Term loan amounting to Rs.1000 lakhs (Nil) is guaranteed by Dr.M.Manickam and Sri.M.Balasubramaniam.</p>	<p>(The loan is Repayable in May 2023.) Rate of Interest as at the year end Nil (19.50% p.a) The loan is Repayable in April 2024. Rate of Interest as at the year end 17.75 p.a (Nil)</p>

(Rs. In lakhs)

	As at 31.03.2024	As at 31.03.2023
NOTE No. 26		
TRADE PAYABLE		
Dues of micro and small enterprises		
Related Party creditors (Refer Note No.51)	2.75	2.85
Other trade creditors	663.57	563.36
	666.32	566.21
Dues of creditors other than micro and small enterprises		
Related Party creditors	28.01	30.89
Other trade creditors	12,540.74	10,157.96
	12,568.75	10,188.85
TOTAL	13,235.07	10,755.06



Trade Payable ageing Schedule as at March 31, 2024

(Rs. in lakhs)

Particulars	Not Due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed dues - MSME	--	666.32	--	--	--	666.32
ii) Undisputed dues - Other than MSME	518.90	11,813.99	223.14	10.90	1.82	12,568.75
iii) Disputed dues - MSME	--	--	--	--	--	--
iv) Disputed dues - Other than MSME	--	--	--	--	--	--
	518.90	12,480.31	223.14	10.90	1.82	13,235.07

Trade Payable ageing Schedule as at March 31, 2023

Particulars	Not Due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) Undisputed dues - MSME	13.09	553.12	--	--	--	566.21
ii) Undisputed dues - Other than MSME	298.98	9,882.90	2.76	--	4.21	10,188.85
iii) Disputed dues - MSME	--	--	--	--	--	--
iv) Disputed dues - Other than MSME	--	--	--	--	--	--
	312.07	10,436.02	2.76	--	4.21	10,755.06

(Rs. in lakhs)

As at 31.03.2024

As at 31.03.2023

NOTE No. 27

OTHER CURRENT FINANCIAL LIABILITIES

Interest accrued but not due on borrowings	328.85	--
Interest accrued and due on borrowings	21,468.25	40,138.47
Expenses payable	926.44	601.94
Security deposits	351.42	362.59
TOTAL	23,074.96	41,103.00

NOTE No. 28

OTHER CURRENT LIABILITIES

Statutory remittances	3,364.88	3,465.92
Advance from customers	3,976.12	4,337.62
Liabilities for capital expenditure	200.55	215.65
Employee related obligations	1,050.02	1,558.12
Advance for Properties	13,445.62	16,452.25
Other liabilities	843.97	1,133.83
TOTAL	22,881.16	27,163.39

NOTE No. 29

CURRENT PROVISIONS

Provision for gratuity	263.98	266.82
Provision for compensated absence	187.25	128.82
TOTAL	451.23	395.64



(Rs. in lakhs)

	Year Ended 31.03.2024	Year Ended 31.03.2023
NOTE No. 30		
REVENUE FROM OPERATIONS		
(a) Sale of products		
Manufactured Goods :		
Sugar	68,017.35	69,214.44
Industrial alcohol	18,103.74	15,261.82
Power	7,066.00	6,809.88
Hand Sanitizer	0.03	16.60
Soya products	15,667.06	21,790.06
Bio earth	91.85	81.67
Fusel oil	4.40	6.20
Magazines	25.61	18.88
Bagasse	10,213.79	14,448.78
Ash	15.32	27.14
	119,205.15	127,675.47
Traded Goods:		
Fertilisers & chemicals	384.34	221.81
Seeds	35.65	52.56
	419.99	274.37
Total (a)	119,625.14	127,949.84
(b) Other Operating revenues		
Sale of used materials	397.46	383.09
Bagasse handling charges	1,090.39	1,445.11
Duty drawback/other export incentive	28.95	843.79
Total (b)	1,516.80	2,671.99
TOTAL (a+b)	121,141.94	130,621.83
Less : Revenue from Discontinued Operations	14,213.82	23,050.10
TOTAL	106,928.12	107,571.73
NOTE No. 31		
OTHER INCOME		
(a) Interest income from financial assets at amortised cost	106.49	109.29
(b) Dividend income from investments measured at FVTPL	14.17	9.60
(c) Net gain/Loss on sale of Investments	241.29	–
(d) Other non-operating income		
Rent receipts	189.87	149.35
Net gain on disposal of Property, Plant and Equipment	4.51	2.66
Changes in fair value of biological assets	1.02	12.39
Net gain on investments carried at FVTPL	395.12	222.88
Sundry balances written back	1.81	10.94
Liability no longer payable	327.15	912.18
Miscellaneous income	43.84	42.79
	963.32	1,353.19
TOTAL	1,325.27	1,472.08



(Rs. in lakhs)

	Year Ended 31.03.2024	Year Ended 31.03.2023
NOTE No. 32		
COST OF MATERIAL CONSUMED		
(a) Opening Stock		
Molasses	245.14	31.46
Newsprint paper	4.97	3.44
Soya products	7.07	95.21
Total (a)	257.18	130.11
(b) Purchases		
Sugarcane	70,047.89	65,617.03
Molasses	241.15	213.50
Newsprint paper	19.16	16.46
Soyabean seeds & others	1,167.65	1511.53
Soya products	–	0.79
Total (b)	71,475.85	67,359.31
(c) Closing Stock		
Molasses	399.91	245.14
Newsprint paper	2.94	4.97
Soya products	63.42	7.07
Total (c)	466.27	257.18
TOTAL (a+b-c)	71,266.76	67,232.24
NOTE No. 33		
PURCHASES OF STOCK IN TRADE		
Fertiliser & chemicals	352.11	146.73
NOTE No. 34		
CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK IN TRADE		
(a) Opening Stock		
Finished goods:		
Sugar	1,059.94	1,329.28
Molasses	228.61	27.63
Industrial alcohol	396.21	140.62
Ethanol	73.59	62.03
Hand Sanitizer	39.29	48.33
Soya products	94.69	144.37
Bagasse	51.17	10.95
Bio earth	0.71	1.68
Fusel oil	0.33	0.41
	1,944.54	1,765.30
Work in Progress and Stock in trade:		
Sugar in process	375.88	334.18
Molasses in process	187.99	130.39
Fertilisers & chemicals	70.21	52.00
	634.08	516.57
Total (a)	2,578.62	2,281.87



(Rs. in lakhs)

	Year Ended 31.03.2024	Year Ended 31.03.2023
(b) Closing Stock		
Finished goods:		
Sugar	2,813.18	1,059.94
Molasses	124.38	228.61
Industrial alcohol	611.12	396.21
Ethanol	–	73.59
Hand Sanitizer	–	39.29
Soya products	31.67	94.69
Bagasse	144.48	51.17
Bio earth	0.74	0.71
Fusel oil	1.01	0.33
	3,726.58	1,944.54
Work in Progress and Stock in trade:		
Sugar in process	385.81	375.88
Molasses in process	204.38	187.99
Fertilisers & chemicals	62.25	70.21
	652.44	634.08
Total (b)	4,379.02	2,578.62
TOTAL (a-b)	(1,800.40)	(296.75)
NOTE No. 35		
EMPLOYEE BENEFIT EXPENSES		
Salaries and wages	5,330.05	3,816.19
Contribution to provident fund and other funds	390.95	335.48
Workmen and Staff welfare expenses	498.24	433.69
TOTAL	6,219.24	4,585.36
NOTE No. 36		
FINANCE COSTS		
Interest Expenses on:		
Borrowings	10,472.16	10,415.49
Trade payable	71.81	97.25
Lease liabilities	13.55	14.77
Taxes	155.83	85.94
Others	141.49	169.60
Other borrowing costs	21.29	19.40
Exchange differences regarded as an adjustment to borrowing costs	(0.07)	(1.38)
TOTAL	10,876.06	10,801.07
NOTE No. 37		
DEPRECIATION AND AMORTIZATION EXPENSES		
Depreciation on Property, Plant and Equipment	3,686.10	3,703.70
Depreciation on Right-of-use Assets	21.10	17.59
TOTAL	3,707.20	3,721.29



(Rs. in lakhs)

	Year Ended 31.03.2024	Year Ended 31.03.2023
NOTE No. 38		
OTHER EXPENSES		
Manufacturing Expenses:		
Consumption of stores and spares	2,713.58	2,864.08
Printing and publication charges	18.42	12.07
Power and fuel	2,501.62	1,503.15
Consumption of coal	10,271.69	14,471.57
Water charges	133.26	128.69
Rent	34.30	40.82
Repairs to buildings	328.76	235.11
Repairs to machinery	5,035.91	4,189.71
Repairs to others	368.83	342.10
Insurance	136.03	126.31
Rates and taxes	217.55	550.93
Effluent disposal expenses	502.59	503.03
State administrative service fees	149.03	123.61
Selling and Distribution Expenses:		
Freight & transport on finished goods	96.31	96.13
Commission and brokerage	2.34	1.23
Other Administrative Expenses:		
Travelling expenses	82.92	130.58
Printing, postage & telephone	85.60	63.76
Freight and transport	23.67	11.47
Donations	17.83	17.80
Legal and professional charges	140.22	149.59
Administrative and other expenses	311.47	323.45
Bank charges	18.26	1.60
Provision for expected credit losses	151.47	16.05
R & D expenses	33.17	20.47
Data processing charges	47.17	33.57
Auditors remuneration	46.77	46.34
Directors sitting fees	13.30	10.00
Loss on sale of Property, Plant and Equipment	1.05	521.65
Net Loss on Fair Valuation of Investment through Profit and Loss	5.58	15.70
Net Loss on Sale of Biological Assets	1.26	0.50
Sundry balances written off	1.62	2.65
TOTAL	23,491.58	26,553.72



NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31.03.2024

39 EXCEPTIONAL ITEMS

(Rs. in lakhs)

Particulars	2023-24	2022-23
Remission of Interest	22,482.42	41,061.91
	22,482.42	41,061.91

Exceptional items for the current and previous year represent interest remission granted by lenders as per the terms and conditions of restructuring granted by them net of related expenditure.

40 ASSETS CLASSIFIED AS HELD FOR SALE

40.1 The Company intends to dispose off, certain non-core assets (land and building and certain plant and equipment) it no longer requires, in the next 12 months. A search for buyers is underway.

40.2 During the financial Year 2022-23, the Company has de-recognised investment in Equity shares of SACL of Rs.15157.86 Lakhs and Capital WIP in Co-Generation - II amounting to Rs.3216.96 Lakhs from Assets classified as held for sale on account of withdrawal of proposal for sale of such assets as on March 31, 2023.

40.3 Discontinued Operations

a. During the financial year 2022-23, the Company has approved the sale of Sugar and Distillery units at Dhenkanal and Soya unit at Pollachi, at competitive prices, for the purpose of raising funds to reduce the liabilities.

b. During the financial year 2023-24, the company has sold its Soya unit at Pollachi for a consideration of Rs. 12450.00 lakhs on March 30, 2024, on slump sale basis and the company has recognised Rs.1443.26 Lakhs as profit on disposal of Soya division.

c. The company continues to process and trade soya products through a leasing arrangement at Dhenkanal. Accordingly, the results of the soya operations at Dhenkanal have been disclosed as results from Continuing operations.

d. During the financial year 2022-23, the company has sold its Sugar and Distillery units at Dhenkanal for a consideration of Rs. 13410.00 lakhs on November 11, 2022, on slump sale basis and the company has recognised Rs.5624.98 Lakhs as profit on disposal of Dhenkanal units.

e. Results of these units for the year are presented below:-

(Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
Income:		
Revenue from Operations	14,213.82	23,050.10
Other Income	1,471.76	5,711.09
Total Income	15,685.58	28,761.19
Expenditure:		
Cost of material consumed	10,990.80	16,787.68
Purchase of stock in trade	--	1.80
Changes in inventories of finished goods, work-in-progress and stock in trade	723.91	2,489.64
Employee benefits expense	928.90	1,730.71
Finance costs	23.85	63.22
Depreciation and amortization expense	343.02	679.86
Other expenses	1,907.42	2,812.93
	14,917.90	24,565.84
Profit/Loss before Tax from Discontinued Operations	767.68	4,195.35
Tax Expenses:	--	--
Current Tax	--	--
Deferred Tax	--	--
Profit/Loss after Tax from Discontinued Operations	767.68	4,195.35
Other Comprehensive Income/(Expense)	--	(11.76)
Tax on Other Comprehensive Income	--	(0.84)
	--	(12.60)
Total Comprehensive Income/(Expense)	767.68	4,182.75



f. Major classes of Assets and Liabilities of Discontinued operations are as follows: (Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
ASSETS:		
Non-Current Assets:		
Property, Plant and Equipment	—	6,640.57
Capital work-in-progress	—	146.24
Financial Assets		
Loans	—	9.29
Other Financial Assets	—	82.60
	—	6,878.70
Current Assets:		
Inventories	—	5,606.29
Financial Assets		
Trade Receivables	—	462.40
Cash and cash equivalents	—	117.09
Loans	—	6.44
Other Financial Assets	—	26.30
Current tax assets (Net)	—	14.18
Other current assets	—	729.46
	—	6,962.16
Total Assets	—	13,840.86
LIABILITIES:		
Non Current Liabilities:		
Provision	—	305.93
Deferred tax Liabilities	—	0.84
Current Liabilities:		
Trade Payable	—	793.21
Other Financial Liabilities	—	116.20
Other Current Liabilities	—	225.34
Provision	—	30.92
Total Liabilities	—	1,472.44
Net Assets directly associated with Discontinued operations	—	12,368.42

g. Net Cash flows attributable to Discontinued operations are as follows: (Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
Net Cash Flow from/(used in) in Operating Activities	(8,007.07)	(13,915.56)
Net Cash Flow from/(used in) in Investing Activities	7,912.48	13,269.22
Net Cash Flow from/(used in) in Financing Activities	(22.50)	(56.78)
Net Increase/(Decrease) in Cash and Cash Equivalents	(117.09)	(703.12)
Cash and Cash Equivalents as at 1st April (Opening Balance)	117.09	820.21
Total of cash and cash equivalents (Net)	--	117.09

**41 CONTINGENT LIABILITIES AND COMMITMENTS****A. CONTINGENT LIABILITIES**

(Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
Claims against the Company not acknowledged as debts:		
a. Purchase tax/sales tax	28.24	28.24
b. Central Goods and Service Tax	473.48	473.48
c. Cane Price (Refer Note. 41.1)	9,504.47	9,504.47
d. Differential Price of Levy Sugar (Refer note No. 41.2)	2,400.82	2,310.34
e. Excise duty/Service Tax	771.69	771.69
f. Income Tax	853.70	--
g. Water tax	982.09	988.09
h. Electricity tax and Start-up power charges	5,955.36	5,616.38
i. Others	8.67	8.67

B. CONTINGENT LIABILITIES ON ACCOUNT OF GUARANTEES

(Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
Guarantee issued by bankers	--	0.25
Corporate Guarantee given for loans to Associates		
a. Guarantee Amount	24,000.00	5,000.00
b. Outstanding Amount	22,328.01	4,356.84

C. COMMITMENTS

(Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
Estimated amount of contracts remaining to be executed on capital account and not provided for:		
Towards Property, Plant and Equipment	135.34	251.42

41.1 The sugarcane price for crushing season 2013-14 notified by the State Government over and above FRP announced by the Central Government is disputed. The Madras High Court ruled in June 2023 that the state government cannot unilaterally set higher prices and it directed the government to hold a meeting between mills and cane growers to find an amicable solution, but the mills maintain they are not liable for any payments exceeding the FRP. The High Court's final order on the matter is pending. The differential price on this account is Rs.9504.47 lakhs for the seasons from 2013-14 to 2016-17.

41.2 Writ petitions were filed by the Company before the High Court of Orissa, Cuttack challenging the Orders passed by the Deputy Director (Cost), Ministry of Consumer Affairs relating to price payable for supply of levy quotas of sugar for the years from 1999-2000 to 2009-2010. The recall/review petitions filed by the Company are pending. The amount under dispute is Rs.2400.82 Lakhs.

42. DISCLOSURES ON ADDITIONAL REGULATORY INFORMATION**42.1 TITLE DEEDS OF IMMOVABLE PROPERTIES NOT HELD IN THE NAME OF THE COMPANY**

Title deeds of all immovable properties are held in the name of the Company.

42.2 On transition to Ind AS, the Company has elected to regard the fair values of all its property, plant and equipment as at April 01, 2016 as deemed cost in accordance with the stipulation of Ind AS 101 "First-time Adoption of Indian Accounting Standards". Accordingly, the Company has not revalued its Property, Plant and Equipment, during the year.



42.3 LOANS OR ADVANCES TO SPECIFIED PERSONS

The following disclosures are made in respect of Loans and advances in the nature of loans granted to promoters, directors, KMP's and the related parties (as defined under Companies Act, 2013) either severally or jointly with any other person, that are:

a. Repayable on demand

(Rs. in lakhs)

Type of Borrower	31.03.2024		31.03.2023	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	--	--	--	--
Directors	--	--	--	--
KMPs	--	--	--	--
Related Parties	27,991.04	99.63	24,846.67	99.76
	27,991.04	99.63	24,846.67	99.76

b. Without specifying any terms or period of repayment

(Rs. in lakhs)

Type of Borrower	31.03.2024		31.03.2023	
	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	--	--	--	--
Directors	--	--	--	--
KMPs	--	--	--	--
Related Parties	--	--	--	--
	--	--	--	--

42.4 DETAILS OF BENAMI PROPERTIES HELD

The Company does not hold any benami property. Hence, no proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.

42.5 WILFUL DEFAULTER

The Company has not been declared as a wilful defaulter by any bank or financial Institution or other lender during the financial year.

42.6 RELATIONSHIP WITH STRUCK OFF COMPANIES

The company did not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 during the year ended March 31, 2024.

42.7 REGISTRATION OF CHARGES OR SATISFACTION WITH REGISTRAR OF COMPANIES (ROC)

Details of charges or satisfaction not yet registered with Registrar of Companies beyond the statutory period and reasons thereof are disclosed hereunder;

Description of Charge/ Satisfaction	Location of ROC	Due Date	Delay in Days/ Month	Reason for delay
Satisfaction:				
SDF Loan	Coimbatore	21-Aug-2010	163 Months	Form CHG - 4 is yet to be received.



42.8 RATIOS

Particulars	Numerator	Denominator	31.03.2024	31.03.2023	Variance %	Reason for variance
Current Ratio	Current Assets	Current Liabilities	0.78	0.60	30.56%	The current ratio has improved due to a decrease in current liabilities during the current year compared to the previous year.
Debt – Equity Ratio	Total Debt	Shareholder's Equity	8.93	NA	NA	This ratio has not been computed for the previous year as the net worth is negative for the previous year.
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	0.58	0.35	65.59%	Increase in ratio is on account of repayment of debt in current year as compared to previous year.
Return on Equity (ROE)	Net Profits after taxes	Average Shareholder's Equity	149.60%	990.03%	-84.89%	The profit after tax has decreased this year primarily due to a decline in exceptional income from interest remissions and a reduction in profit from the disposal of one of the units, compared to the previous year.
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventory	11.92	10.28	15.93%	--
Trade receivables turnover ratio	Revenue	Average Trade Receivable	122.72	104.53	17.40%	--
Trade payables turnover ratio	Purchases of services and other expenses	Average Trade Payables	8.53	9.91	-13.94%	--
Net capital turnover ratio	Revenue	Working Capital	(7.82)	(2.76)	-183.27%	The decline in ratio is on account of decreased sales and a reduction in net working capital during the current year compared to the previous year.
Net profit ratio	Net Profit	Revenue	10.69%	31.99%	-66.58%	The decrease in the ratio is due to decline in profitability, reduction in exceptional income from interest remissions, and lower profit from the disposal of one of the units compared to the previous year.
Return on capital employed (ROCE)	Earning before interest and taxes	Capital Employed	31.77%	62.37%	-49.07%	Decrease in the ratio is attributed to reduced profits during the current year compared to the previous year.
Return on Investment (ROI)						
Unquoted	Income generated from investments	Time weighted average investments	0.00%	0.00%	--	--
Quoted	Income generated from investments	Time weighted average investments	4.83%	3.25%	48.79%	Increase in the ratio is on account of increase in dividend income during the current year as compared to previous year.

42.9 UTILISATION OF BORROWED FUNDS AND SHARE PREMIUM

The Company has not advanced or loaned to or invested (either from borrowed funds or share premium or any other sources or kind of funds) in any other person(s) or entity(ies), 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 by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

The company has not received any funds from any person(s) or entity(ies), 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 by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

42.10 UNDISCLOSED INCOME

The Company did not have any transactions that were not recorded in the books of account and that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.



42.11 CORPORATE SOCIAL RESPONSIBILITY

The Company has constituted a CSR Committee and has adopted a CSR Policy and the same is available in the Company's website www.sakthisugars.com. The composition of the CSR Committee is given in the Corporate Governance Report. As the Company has incurred loss for the three preceding financial years, the requirement of incurring expenditure towards fulfilment of its corporate social responsibility does not arise during the financial year under review.

42.12 DETAILS OF CRYPTO CURRENCY OR VIRTUAL CURRENCY

The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

43 SUBSEQUENT EVENTS

There were no significant adjusting events that occurred subsequent to the reporting period other than the events disclosed in the relevant notes.

44 EXPENDITURE ON RESEARCH AND DEVELOPMENT

REVENUE EXPENDITURE

(Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
On Continuing Operation :		
Revenue Expenses (excluding depreciation and fixed assets scrapped):		
a. Employee Cost	23.40	19.14
b. Stores and Spares	9.77	1.33
Net revenue expenses on Research and Development	33.17	20.47
On Discontinued Operation :		
a. Employee Cost	--	1.34
b. Stores and Spares	--	0.29
	--	1.63
Less : Sale of Agri products	--	0.52
Net revenue expenses on Research and Development	--	1.11

45 AUDITOR'S REMUNERATION :

(Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
Statutory audit fee	24.00	24.00
Other services	21.64	19.63
Reimbursement of expenses	1.13	2.71
	46.77	46.34

46 Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under for the year 2023-24, to the extent the Company has received intimation from the "Suppliers" regarding their status under the Act. (Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
(i) Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year (but within due date as per the MSMED Act)		
Principal amount due to micro and small enterprise	666.32	573.80
Interest due on above	13.18	6.47
(ii) Interest paid by the Company in terms of Section 16 of the MSMED Act, along-with the amount of the payment made to the supplier beyond the appointed day during the period	3.58	177.75
(iii) 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 interest specified under the MSMED Act	58.63	40.03
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year	68.23	(131.25)
(v) 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 enterprises	110.08	41.85

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.



47 DISCLOSURE AS PER SECTION 186(4) OF THE COMPANIES ACT, 2013:

Loans given and investments made are given under relevant notes to Financial Statements.
Corporate Guarantee given by the Company in respect of Loans as at 31.03.2024 is as below:

Name of the Entity	Particulars	2023-24	2022-23	Purpose
		(Rs. In Lakhs)		
ABT Limited	Coporate Guarantee	5,000	5,000	Provided towards Capital Expenditure
ABT Limited	Coporate Guarantee	9,000	--	Provided towards Capital Expenditure
ABT Transports Private Limited	Coporate Guarantee	10,000	--	Provided towards Capital Expenditure

48 EMPLOYEE BENEFITS

A. Defined contribution plans

The Company makes Provident Fund, Superannuation Fund and Employee State Insurance Scheme contributions which are defined contribution plans, for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company recognised Rs.244.62 lakhs (Rs.226.58 lakhs) for Provident Fund contributions, Rs.54.48 lakhs (Rs.30.18 lakhs) for Superannuation Fund contributions and Rs.1.06 lakhs (Rs.0.80 lakhs) for Employee State Insurance Scheme contributions in the Statement of Profit and Loss for the year ended March 31, 2024. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

B. Defined benefit plans :

(i) Gratuity :

In respect of Gratuity plan, the most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out at March 31, 2024 by Mr. Srinivasan Nagasubramanian, Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit cost method. The following table sets forth the status of the Gratuity Plan of the Company and the amount recognised in the Balance Sheet and Statement of Profit and Loss. The Company provides the gratuity benefit through annual contributions to a fund managed by the Life Insurance Corporation of India (LIC).

The Company is exposed to various risks in providing the above gratuity benefit which are as follows:

Interest rate risk : The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

Investment risk : The probability or likelihood of occurrence of losses relating to the expected return on any particular investment.

Salary Escalation risk : The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

Demographic risk : The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

(Rs. in lakhs)

Particulars	Gratuity Funded	
	2023-24	2022-23
Present Value of obligations at the beginning of the year	1,833.53	2,316.61
Current service cost	101.94	102.91
Interest Cost	132.18	145.45
Re-measurement (gains)/losses:		
- Actuarial gains and losses arising from change in financial assumption	80.73	62.28
Benefits paid	(128.27)	(260.64)
Present Value of obligations at the end of the year	2,020.11	2,366.61
Transfer to a disposed unit (part of Discontinued Operations)	285.07	533.08
Present Value of obligations at the end of the year	1,735.04	1,833.53



(Rs. in lakhs)

Particulars	Gratuity Funded	
	2023-24	2022-23
Changes in the fair value of planned assets		
Fair value of plan assets at beginning of year	226.27	126.79
Interest Income	20.09	11.96
Return on plan assets	--	--
Contributions from the employer	213.50	343.00
Actuarial gains and losses arising from change in financial assumption	--	5.16
Benefits paid	(128.27)	(260.64)
Fair Value of plan assets at the end of the year	331.59	226.27
Amounts recognised in the Balance Sheet		
Projected benefit obligation at the end of the year	1,735.04	1,833.53
Fair value of plan assets at end of the year	331.59	226.27
Funded status of the plans – Liability recognised in the balance sheet	1,403.45	1,607.26
Liability recognised in the balance sheet for Discontinued operations	--	255.38
Liability recognised in the balance sheet for Continuing operations	1,403.45	1,351.88
Components of defined benefit cost recognised in Profit and Loss		
Current service cost	101.94	102.91
Net interest expense	112.09	133.49
Net Cost in Profit and Loss	214.03	236.40
Net Cost in Profit and Loss of Discontinued operations	29.95	67.57
Net Cost in Profit and Loss of Continuing operations	184.08	168.83
Components of defined benefit cost recognised in Other Comprehensive Income		
Re-measurement on the net defined benefit liability:		
- Actuarial gains and losses arising from change in financial assumption	80.73	67.44
Return on plan assets	--	--
Net Cost in Other Comprehensive Income	80.73	67.44

(Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
Assumptions:		
Discount rate	7.17%	7.47%
Expected rate of salary increases	4.00%	4.00%
Expected rate of attrition	4.00%	4.00%
Average age of members	46.85	45.96
Average remaining working life	13.15	14.04
Mortality (IALM (2006-2008) Ultimate)	100%	100%

The Company has invested the plan assets with the insurer managed funds. The insurance company has invested the plan assets in Government Securities, Debt Funds, Equity shares, Mutual Funds, Money Market Instruments and Time Deposits. The expected rate of return on plan asset is based on expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligation.

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below:



(Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
Discount rate		
+ 100 Basic Points	1,655.82	1,750.76
- 100 Basic Points	1,823.10	1,925.19
Salary growth rate		
+ 100 Basic Points	1,824.02	1,926.66
- 100 Basic Points	1,653.76	1,748.13
Attrition rate		
+ 100 Basic Points	1,746.59	1,846.93
- 100 Basic Points	1,722.40	1,818.91
Mortality rate		
+ 10% up	1,735.47	1,834.03

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

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation 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.

There was no change in the methods of assumptions used in preparing the sensitivity analysis from prior years.

The Company has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance company, as part of the policy rules, makes payment of all gratuity outgoes happening during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in increase in liability without corresponding increase in the asset).

Expected contribution to the plan in the next financial year ending March 31, 2025 is Rs.263.97 Lakhs (Rs. 286.15 Lakhs)

Estimated payouts from the plan for the next annual periods are as given below:

(Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
Year - I	329.73	229.40
Year - II	153.37	326.91
Year - III	195.73	178.09
Year - IV	203.56	191.68
Year - V	133.37	176.40
Thereafter	719.28	731.05

The expected benefits/payouts are based on the same assumptions used to measure the Company's benefit obligations as at March 31, 2024. The weighted average duration of the defined benefit plans is 10 years as applicable (Previous Year: 10 years as applicable) for gratuity.

(ii) Long Term Compensated Absence

The Company is exposed to various risks in providing the above long term compensated absence benefit which are as follows:

Interest rate risk : The plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liability (as shown in financial statements).

Investment risk : The probability or likelihood of occurrence of losses relating to the expected return on any particular investment.

Salary Escalation risk : The present value of the defined benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.

Demographic risk : The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.



NOTES TO FINANCIAL STATEMENTS

(Rs. in lakhs)

Particulars	Leave Scheme	
	2023-24	2022-23
Present Value of obligations at the beginning of the year	757.59	929.01
Current service cost	79.78	79.86
Interest Cost	53.67	60.58
Re-measurement (gains)/losses:		
- Actuarial gains and losses arising from change in financial assumption	44.45	(53.09)
- Actuarial gains and losses arising from experience adjustment	--	--
Benefits paid	(78.23)	(79.57)
Present Value of obligations at the end of the year	857.26	936.79
Transfer to a disposed unit (part of Discontinued Operations)	86.21	179.20
Present Value of obligations at the end of the year	771.05	757.59
Changes in the fair value of planned assets		
Fair value of plan assets at beginning of year	--	--
Interest Income	--	--
Return on plan assets	--	--
Contributions from the employer	78.23	79.57
Benefits paid	(78.23)	(79.57)
Fair Value of plan assets at the end of the year	--	--
Amounts recognised in the Balance Sheet		
Projected benefit obligation at the end of the year	771.05	757.59
Fair value of plan assets at end of the year	--	--
Funded status of the plans – Liability recognised in the balance sheet	771.05	757.59
Liability recognised in the balance sheet for Discontinued operations	--	81.47
Liability recognised in the balance sheet for Continuing operations	771.05	676.12
Components of defined benefit cost recognised in Profit and Loss		
Current service cost	79.78	79.86
Net interest expense	53.67	60.58
Net Cost in Profit and Loss	133.45	140.44
Net cost in Profit and Loss Discontinued operation	15.89	33.92
Net cost in Profit and Loss Continued operation	117.56	106.52
Components of defined benefit cost recognised in Other Comprehensive Income		
Re-measurement on the net defined benefit liability:		
- Actuarial gains and losses arising from change in financial assumption	44.45	(53.09)
- Actuarial gains and losses arising from experience adjustment	--	--
Return on plan assets	--	--
Net Cost in Other Comprehensive Income	44.45	(53.09)

Particulars	31.03.2024	31.03.2023
Assumptions:		
Discount rate	7.17%	7.47%
Expected rate of salary increase	4.00%	4.00%
Expected rate of attrition	4.00%	4.00%
Average age of members	45.83	46.64
Average remaining working life	14.17	13.36
Mortality (IALM (2006-2008) Ultimate)	100%	100%



The Company has invested the plan assets with the insurer managed funds. The insurance company has invested the plan assets in Government Securities, Debt Funds, Equity shares, Mutual Funds, Money Market Instruments and Time Deposits. The expected rate of return on plan asset is based on expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligation.

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below: (Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
Discount rate		
+ 100 Basic Points	729.49	716.59
- 100 Basic Points	817.62	803.47
Salary growth rate		
+ 100 Basic Points	816.14	802.11
- 100 Basic Points	730.17	717.18
Attrition rate		
+ 100 Basic Points	776.95	764.20
- 100 Basic Points	764.47	750.24
Mortality rate		
+ 10% up	771.32	757.90

Estimated payouts from the plan for the next annual periods is given below: (Rs. in lakhs)

Particulars	31.03.2024	31.03.2023
Year - I	127.47	80.47
Year - II	55.32	98.22
Year - III	69.06	55.88
Year - IV	64.15	64.73
Year - V	47.12	55.51
Thereafter	407.93	402.78

The expected benefits/payouts are based on the same assumptions used to measure the Company's benefit obligations as at March 31, 2024.

The weighted average duration of the defined benefit plans is 10 years as applicable (Previous Year: 10 years as applicable) for compensated absence.

C. Note on Provident Fund:

With respect to employees, who are covered under Provident Fund Trust administered by the Company, the Company shall make good deficiency, if any, in the interest rate declared by Trust over statutory limit. Having regards to the assets of the Fund and the return on the investments, the Company does not expect any deficiency in the foreseeable future.

49. EARNINGS PER SHARE

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
Basic earnings per share (Rs.)		
From Continuing Operations	10.25	31.63
From Discontinued Operations	0.65	3.53
From Continuing and discontinued operations	10.90	35.16
Diluted earnings per share (Rs.)		
From Continuing Operations	10.25	31.63
From Discontinued Operations	0.65	3.53
From Continuing and discontinued operations	10.90	35.16



49.1 Basic Earnings per share

The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
Earnings used in the calculation of basic earnings per share		
Profit/Loss after taxation (Rs.in lakhs)		
From Continuing Operations	12,181.53	37,586.46
From Discontinued Operations	767.68	4,195.35
From Continuing and discontinued operations	12,949.21	41,781.81
Number of equity shares of Rs.10 each outstanding at the beginning of the year	118849036	118849036
Add: Equity shares issued/allotted during the year	--	--
Revised number of equity shares of Rs. 10 each outstanding at the end of the year	118849036	118849036
(a) Number of equity Shares of Rs.10 each outstanding at the end of the year	118849036	118849036
(b) Weighted average number of equity shares	118849036	118849036

49.2 Diluted Earnings per share

The earnings and weighted average number of equity shares used in the calculation of diluted earnings per share are as follows: (Rs. in lakhs)

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
Earnings used in the calculation of basic earnings per share		
Profit/Loss after taxation (Rs.in lakhs)		
From Continuing Operations	12,181.53	37,586.46
From Discontinued Operations	767.68	4,195.35
From Continuing and discontinued operations	12,949.21	41,781.81
Adjustments	--	--
Earnings used in the calculation of diluted earnings per share		
Profit/Loss after taxation (Rs.in lakhs)		
From Continuing Operations	12,181.53	37,586.46
From Discontinued Operations	767.68	4,195.35
From Continuing and discontinued operations	12,949.21	41,781.81

The weighted average number of equity shares for the purposes of diluted earnings per share reconciles to the weighted average number of equity shares used in the calculation of basic earnings per share as follows:

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
Weighted average number of equity shares used in the calculation of basic earnings per share	118849036	118849036
Adjustments	--	--
Weighted average number of equity shares used in the calculation of diluted earnings per share	118849036	118849036

50 FINANCIAL INSTRUMENT

50.1 Capital Management

The Company manages its capital to ensure that the Company will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The capital structure of the Company consists of net debt and total equity of the Company.



50.2 **Gearing Ratio**

The gearing ratio at the end of the reporting period was as follows:

(Rs. in lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
Debt	83,662.72	96,618.89
Cash and Cash Equivalent	(605.51)	(528.19)
Net Debt	83,057.21	96,090.70
Total Equity	11,793.67	(1,082.76)
Net Debt to Equity Ratio	7.04	(88.75)

50.3 **Category-wise Classification of Financial Instruments**

(Rs. in lakhs)

Particulars	Non-Current		Current	
	As at 31.03.2024	As at 31.03.2023	As at 31.03.2024	As at 31.03.2023
Financial Assets measured at Fair Value Through Profit & Loss [FVTPL]				
Investment in quoted equity instruments	823.96	1,346.53	--	--
Investment in unquoted equity instruments	15,721.10	15,676.01	--	--
	16,545.06	17,022.54	--	--
Financial assets measured at Amortised Cost				
Investments	0.10	0.10	--	--
Trade receivables	--	--	706.72	805.20
Loans	62.34	68.43	28,094.13	24,907.34
Cash and cash equivalents	--	--	605.51	528.19
Other balances with banks	--	--	26.84	26.32
Other financial assets	765.59	737.28	226.45	89.48
	828.03	805.81	29,659.65	26,356.53
Total	17,373.09	17,828.35	29,659.65	26,356.53
Financial Liabilities measured at Amortised Cost				
Borrowings	67,442.88	50,358.87	9,819.77	34,772.45
Lease Liabilities	60.07	80.32	20.25	16.45
Trade payables :				
Dues of micro enterprises and small enterprises	--	--	666.32	566.21
Dues of creditors other than micro enterprises and small enterprises	--	--	12,568.75	10,188.85
Other financial liabilities	114.20	148.82	23,074.96	41,103.00
Total	67,617.15	50,588.01	46,150.05	86,646.96

50.4 **Fair Value Measurements**

The following table provides the fair value measurement hierarchy of the Company's Financial Asstes and Liabilities:

50.4.1 **Quoted prices in an active market (Level 1)**

This level of hierarchy includes financial assets that are measured by reference to quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares, and mutual fund investments.

50.4.2 **Valuation techniques with observable inputs (Level 2)**

This level of hierarchy includes financial assets and liabilities, measured using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices). This level of hierarchy includes Company's over-the-counter (OTC) derivative contracts.

**50.4.3 Valuation techniques with significant unobservable inputs (Level 3)**

Valuation techniques with significant unobservable inputs (Level 3): This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

50.4.4 As at March 31, 2024

(Rs. in lakhs)

Particulars	Fair Value as at 31.03.2024	Fair Value Hierarchy		
		Level 1	Level 2	Level 3
Financial Assets measured at Fair Value through Profit and Loss [FVTPL]				
Investment in quoted equity instruments	823.96	823.96	--	--
Investment in unquoted equity instruments	15,721.20	--	--	15,721.20

50.4.5 As at March 31, 2023

Particulars	Fair Value as at 31.03.2023	Fair Value Hierarchy		
		Level 1	Level 2	Level 3
Financial Assets measured at Fair Value through Profit and Loss [FVTPL]				
Investment in quoted equity instruments	1,346.53	1,346.53	--	--
Investment in unquoted equity instruments	15,676.11	--	--	15,676.11

50.4.6 Financial Instrument measured at Amortised Cost

The carrying amount of financial assets and financial 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 amounts would be significantly different from the values that would eventually be received or settled.

50.5 Financial Risk Management Objectives

The Company's Corporate finance department provides services to business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Company through internal risk reports which analyse the exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The Company seeks to minimize the effects of these risks by using derivative financial instruments to hedge risk exposures. The use of financial derivatives is governed by the Company's policies approved by the Board of Directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the Management and the internal auditors on a continuous basis. The Company does not enter into or trade financial instruments, including derivatives for speculative purposes.

The Corporate Treasury function reports quarterly to the Company's risk management committee, an independent body that monitors risks and policies implemented to mitigate risk exposures.

50.5.1 Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risks: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk includes borrowings, investments, trade payables, trade receivables, loans and derivative financial instruments.

50.5.2 Foreign Currency Exchange Rate Risk

The fluctuation in foreign currency exchange rates may have potential impact on the income statement and equity, where any transaction references more than one currency. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks.

**50.5.3 Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

50.5.4 Credit risk management

The Company does not have significant credit risk exposure to any single counterparty. Concentration of credit risk related to the Company did not exceed 10% of gross monetary assets at any time during the year. Concentration of credit risk to any other counterparty did not exceed 10% of gross monetary assets at any time during the year.

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment.

50.5.5 Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk through borrowings.

The Company's corporate treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management.

The liquidity position of the Company is given below:

(Rs. in lakhs)

Particulars	As at 31.03.2024	As at 31.03.2023
Cash and Cash Equivalents	605.51	528.19

The table below provides details regarding the contractual maturities of significant financial liabilities as at March 31, 2024 and March 31, 2023:

(Rs. in lakhs)

Particulars	As at	Less than 1 Year	1-2 Years	2 Years and above
Borrowings	March 31, 2024	9,819.77	3,140.60	64,302.28
	March 31, 2023	34,772.45	2,260.57	48,098.30
Trade payables	March 31, 2024	12,999.21	223.14	12.72
	March 31, 2023	10,748.09	2.76	4.21
Other financial liabilities	March 31, 2024	23,095.21	174.27	--
	March 31, 2023	41,119.45	229.14	--

50.5.6 Foreign Currency Sensitivity Analysis

The Company is mainly exposed to the currency USD on account of outstanding trade receivables, trade payables and FCCB in USD.

The following table details the Company's sensitivity to a 5% increase and decrease in INR against the USD. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 5% change in foreign currency rates. A positive number below indicates an increase in profit or equity where the INR strengthens 5% against the relevant currency. For a 5% weakening of the INR against the relevant currency, there would be a comparable impact on the profit or equity, and the balances below would be negative.



(Rs. in lakhs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Impact on Profit or (Loss) for the year	--	344.85

50.5.7 Interest Rate Risk

Interest rate risk is measured by using the cash flow sensitivity for changes in variable interest rates. Any movement in the reference rates could have an impact on the Company's cash flows as well as costs. The Company is subject to variable interest rates on some of its interest bearing liabilities. The Company's interest rate exposure is mainly related to debt obligations.

50.5.8 Interest Rate Sensitivity Analysis

If interest rates had been 1% higher and all other variables were held constant, the Company's profit for the year ended would have impacted in the following manner:

(Rs. in lakhs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Impact on Profit or (Loss) for the year	179.92	123.85

51 INFORMATION ON RELATED PARTY TRANSACTIONS AS REQUIRED BY INDAS-24 - 'RELATED PARTY DISCLOSURES' FOR THE YEAR ENDED MARCH 31, 2024.**51.1 Name of Related Parties and nature of relationship:**

Holding Company	ABT Investments (India) Private Limited
Associates	Sakthi Auto Component Limited Sakthi Finance Limited Sri Chamundeswari Sugars Limited
Key Management Personnel (KMP)	Executive Directors Dr M Manickam, Chairman and Managing Director Sri M Balasubramaniam, Managing Director Sri M Srinivaasan, Joint Managing Director Non-Executive Directors Sri C Rangamani, Independent Director Sri S S Muthuvelappan, Independent Director Sri P K Chandran, Independent Director Sri N K Vijayan, Independent Director Sri K V Ramachandran, Independent Director Sri S Chandrasekar, Independent Director Sri S Balasubramanian, Independent Director Smt Priya Bhansali, Independent Director Sri V K Swaminathan, Non-Independent Director Executive Officers Dr S Veluswamy, President (Finance & Operations), Chief Financial Officer. Sri S Baskar, President & Company Secretary*
Relatives of KMP	There have been no transactions with relatives of Key Management Personnel.



Other entities over which there is a significant influence

ABT Limited
 ABT Business Solutions Private Limited
 ABT Foods Limited
 ABT Two Wheelers Private Limited
 ABT Industries Limited
 Anamallais Bus Transport Private Limited
 ARC Retreading Company Private Limited
 Chamundeswari Enterprises Private Limited
 Magnum Foundations Private Limited
 Nachimuthu Industrial Association
 Sakthi Coffee Estates Private Limited
 ABT Textiles Private Limited
 Anamallais Retreading Corporation
 N.Mahalingam and Company
 Sakthi Automobiles
 The Gounder and Company
 Sakthifinance Financial Services Limited
 Sakthi Digital Limited

Note : Related party relationships are as identified by the management and relied upon by the auditors.

* Retired from Service on 31.03.2024. Sri.S. Venkatesh has been appointed as Company Secretary w.e.f. 01.04.2024

51.2 Transaction with Related Parties:

51.2.1 Key management personnel compensation

(Rs. in lakhs)

Particulars	Year Ended 31.03.2024	Year Ended 31.03.2023
Short-term employee benefits	92.08	73.56
Post-employment benefits	--	--
Total Compensation	92.08	73.56
Remuneration / sitting fees to Non-Executive and Independent Directors	13.30	10.00



51.2.2 Details of Related Party transactions during the year ended 31.03.2024 and balances outstanding as at 31.03.2024
(Rs. in lakhs)

Nature of transactions	Holding Company	Associate	Key Management Personnel	Other entities over which there is a significant influence	Total
Sales:					
Sale of materials					
- Sakthi Auto Component Limited		-- (0.18)			-- (0.18)
- N. Mahalingam and Company				1.62 (2.01)	1.62 (2.01)
- ABT Limited				-- (0.07)	-- (0.07)
Sale of Property (Soya division)					
- ABT Limited				12,450.00 (--)	12,450.00 (--)
Sale of Car					
- ABT Maruthi				1.15 (--)	1.15 (--)
Sale of Sugar					
- ABT Limited				0.27 (0.43)	0.27 (0.43)
- Nachimuthu Industrial Association				2.37 (2.37)	2.37 (2.37)
Conversion Charges					
- ABT Limited				1.67 (0.71)	1.67 (0.71)
Rendering of services:					
Rent and other Receipts					
- Sakthi Auto Component Limited		9.01 (8.58)			9.01 (8.58)
- ABT Limited				82.56 (77.87)	82.56 (77.87)
Technical Service Charges Receipts					
- ABT Industries Limited				0.08 (3.63)	0.08 (3.63)
Advertisement Receipts					
- Sakthi Finance Limited		2.40 (2.40)			2.40 (2.40)
- Sri Chamundeswari Sugars Limited		2.40 (2.40)			2.40 (2.40)
- N. Mahalingam and Company				3.60 (3.60)	3.60 (3.60)
- ABT Limited				2.40 (2.40)	2.40 (2.40)



NOTES TO FINANCIAL STATEMENTS

(Rs. in lakhs)

Nature of transactions	Holding Company	Associate	Key Management Personnel	Other entities over which there is a significant influence	Total
- Nachimuthu Industrial Association (MCET)				2.40	2.40
				(2.40)	(2.40)
- ABT Industries Limited				4.20	4.20
				(4.20)	(4.20)
- ARC Retreading Company Private Limited				1.80	1.80
				(1.80)	(1.80)
Magazine Sales					
- ABT Industries Limited				0.06	0.06
				--)	--)
- ABT Limited				0.90	0.90
				--)	--)
- Nachimuthu Industrial Association (MCET)				5.20	5.20
				--)	--)
- Sakthi Finance Limited		0.45			0.45
		--)			--)
-- Sakthi Finance Financial Limited				0.09	0.09
				--)	--)
Dividend Receipts					
- Sri Chamundeswari Sugars Limited		3.41			3.41
		--)			--)
- Sakthi Finance Limited		7.28			7.28
		(6.24)			(6.24)
Loans from Director					
- Sri M. Balasubramaniam			500.00		500.00
			--)		--)
Loans and Advances - Receipts					
- ABT Limited - Receipt of Sale consideration of Soya				9,200.00	9,200.00
				--)	--)
- ABT Industries Limited				110.00	110.00
				--)	--)
Inter Corporate Deposit					
- ABT Limited				--	--
				(5,000.00)	(5,000.00)
- Magnum Foundations Private Limited				-	-
				(1,500.00)	(1,500.00)
- ABT Industries Limited				263.20	263.20
				--)	--)
- ABT Business Solutions Private Limited				191.00	191.00
				--)	--)



NOTES TO FINANCIAL STATEMENTS

(Rs. in lakhs)

Nature of transactions	Holding Company	Associate	Key Management Personnel	Other entities over which there is a significant influence	Total
Purchases:					
Purchase of Car					
- ABT Limited				12.04 (--)	12.04 (--)
Purchase of materials					
- Sakthi Auto Component Limited		3.25 (5.07)			3.25 (5.07)
Purchase of Fuel					
- N. Mahalingam and Company				27.74 (30.32)	27.74 (30.32)
Purchase of Milk					
- ABT Industries Limited				6.41 (5.99)	6.41 (5.99)
Receiving of services					
Interest payments					
- Sri M Balasubramaniam			3.28 (--)		3.28 (--)
- ABT Limited				2,215.00 (2,673.91)	2,215.00 (2,673.91)
- ABT Industries Limited				32.59 (32.50)	32.59 (32.50)
- Sri Chamundeswari Sugars Limited		-- (10.04)			-- (10.04)
- Magnum Foundations Private Limited				-- (208.46)	-- (208.46)
- ABT Business Solutions Private Limited				13.09 (--)	13.09 (--)
Sugar Cane Procurement Expenses					
- ABT Industries Limited				50.00 (--)	50.00 (--)
Man Power Deployment expenses					
- ABT Business Solutions Private Limited				74.52 (--)	74.52 (--)
Printing Charges					
- Nachimuthu Industrial Association (Rukmani Offset Press LLP)				42.20 (34.73)	42.20 (34.73)
Lease Rent					
- ABT Limited				30.00 (37.56)	30.00 (37.56)
Vehicle Purchase/Maintenance					
- ABT Limited				1.50 (1.19)	1.50 (1.19)



NOTES TO FINANCIAL STATEMENTS

(Rs. in lakhs)

Nature of transactions	Holding Company	Associate	Key Management Personnel	Other entities over which there is a significant influence	Total
- ARC Retreading Company Private Limited				1.99	1.99
				(1.09)	(1.09)
- ABT Industries Limited				0.17	0.17
				(0.08)	(0.08)
Transport charges					
- ABT Limited				4.00	4.00
				(157.80)	(157.80)
Purchase of Computer Consumables					
- ABT Limited				69.63	69.63
				(44.10)	(44.10)
- Sakthi Digital Limited				3.33	3.33
				(--)	(--)
Repayment of Inter Corporate Deposit					
- Sri Chamundeswari Sugars Limited		--			--
		(1,000.00)			(1,000.00)
- ABT Limited				4,356.84	4,356.84
				(643.16)	(643.16)
- Magnum Foundations Private Limited				--	--
				(1,500.00)	(1,500.00)
Repayment of Loans and Advances					
- Annamallais Bus Transport Private Limited				5,999.06	5,999.06
				(110.00)	(110.00)
- ABT Limited				16,872.00	16,872.00
				(--)	(--)
- ABT Industries Limited				21.30	21.30
				(--)	(--)
Remuneration to KMP					
- S Veluswamy			47.17		47.17
			(36.98)		(36.98)
- S Baskar			44.91		44.91
			(36.58)		(36.58)
Balances outstanding at the end of the year					
Loans and advances					
- Sakthi Auto Component Limited		24,736.67			24,736.67
		(24,736.67)			(24,736.67)
- ABT Industries Limited				--	--
				(110.00)	(110.00)
Loans and Advances to Related Parties					
- ABT Limited				3,250.00	3,250.00
				(--)	(--)
Trade Receivable					
- Sakthi Auto Component Limited		11.47			11.47
		(4.99)			(4.99)
- Sakthi Finance Limited		1.28			1.28
		(1.25)			(1.25)



NOTES TO FINANCIAL STATEMENTS

(Rs. in lakhs)

Nature of transactions	Holding Company	Associate	Key Management Personnel	Other entities over which there is a significant influence	Total
- Nachimuthu Industrial Association				4.28	4.28
				(1.81)	(1.81)
- ABT Limited				1.95	1.95
				(0.54)	(0.54)
- ABT Industries Limited				4.28	4.28
				(30.36)	(30.36)
- N.Mahalingam and Company				0.01	0.01
				(0.01)	(0.01)
- Sakthifinance Financial Services Limited				0.09	0.09
				(--)	(--)
- ARC Retrading Company				0.15	0.15
				(--)	(--)
- ABT Info Net				4.37	4.37
				(--)	(--)
Key Managerial Personnel					
- Dr. M Manickam Chairman and Managing Director			28.55 (31.98)		28.55 (31.98)
Loan from Directors					
- Sri. M Balasubramaniam			500.00 (--)		500.00 (--)
- Interest Payable			2.95 (--)		2.95 (--)
Loans from Body Corporate					
- ABT Investments (India) Private Limited	400.00 (400.00)				400.00 (400.00)
- Anamallais Bus Transport Private Limited				840.00 (6,839.07)	840.00 (6,839.07)
- ABT Limited				35.37 (20,135.37)	35.37 (20,135.37)
- ABT Industries Limited				329.59 (57.76)	329.59 (57.76)
- ABT Business Solutions Private Limited				202.79 (--)	202.79 (--)
Unsecured Loan from Other Parties					
- Sri Chamundeswari Sugars Limited		-- (9.52)			-- (9.52)
Advance received for sale of Property					
- Sakthi Finance Limited		1,500.00 (1,500.00)			1,500.00 (1,500.00)
Trade Payables					
- ABT Limited				22.13 (29.94)	22.13 (29.94)
- Nachimuthu Industrial Association				2.75 (2.94)	2.75 (2.94)



(Rs. in lakhs)

Nature of transactions	Holding Company	Associate	Key Management Personnel	Other entities over which there is a significant influence	Total
- ABT Industries Limited				--	--
				(0.10)	(0.10)
- N.Mahalingam and Company				2.55	2.55
				(1.68)	(1.68)
- Sakthi Digital Limited				3.33	3.33
				(--)	(--)

Note:-

- Information has been furnished with respect to individuals/entities with whom/which related party transactions had taken place during the year.
- Figures in bracket pertain to previous year.

51.2.3 Details of transactions during the financial year ended March 31, 2024 with any person or entity belonging to Promoter/Promoters Group who/which holds 10% or more shareholding in the Company

Name of the Person / Entity	Details of Transaction
ABT Investments (India) Private Limited	Nil

52 SEGMENT REPORTING

Basis of Segmentation:

Factors used to identify the reportable segments:

The Company has following business segments, which are its reportable segments. These segments offer different products and services, and are managed separately because they require different technology and production processes. Operating segment disclosures are consistent with the information provided to and reviewed by the chief operating decision maker.

Reportable Segment	Products/Service
Sugar	Manufacturing and trading of sugar and its by-products
Industrial alcohol	Manufacturing and trading of Industrial Alcohol and its by-products
Power	Generation and trading of Power
Soya products	Manufacturing and trading of Soya and its by-products

Revenue and expenses directly attributable to segments are reported under each reportable segment. Other expenses and income which are not attributable or allocable to segments have been disclosed as net un-allocable expenses/income.

Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are disclosed as un-allocable.

Inter segment Transfer Pricing:

Inter Segment prices are normally negotiated amongst the segments with reference to cost, market prices and business risks, within an overall optimisation objective for the enterprise.

52.1 Operating segments revenue and results:

(Rs. in lakhs)

Particulars	Sugar		Industrial Alcohol		Power		Soya Products		Total	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
Revenue (Sales/Income):										
External Customers	80086.32	84266.50	18204.55	14272.02	7081.34	6837.02	1555.91	2196.19	106928.12	107571.73
Inter-segmental Sales	21719.41	23285.28	1.83	2.39	23371.12	28106.58	0.00	0.00	45092.36	51394.25
Total Segment Revenue	101805.73	107551.78	18206.38	14274.41	30452.46	34943.60	1555.91	2196.19	152020.48	158965.98
Less : Intersegment Revenue	21719.41	23285.28	1.83	2.39	23371.12	28106.58	0.00	0.00	45092.36	51394.25
	80086.32	84266.50	18204.55	14272.02	7081.34	6837.02	1555.91	2196.19	106928.12	107571.73
Discontinued Operations									14213.82	23050.10
Total Revenue (Including Discontinued Operations)									121141.94	130621.83



NOTES TO FINANCIAL STATEMENTS

(Rs. in lakhs)

Particulars	Sugar		Industrial Alcohol		Power		Soya Products		Total	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
Operating Profit (+)/Loss (-)	(2709.39)	4043.91	3652.00	749.44	3315.41	1815.87	166.75	316.26	4424.77	6925.48
Other Unallocated Expenses/ Income (Net)									(23074.55)	(41237.65)
Finance Cost									10876.06	10801.07
Profit/(Loss) before Tax									16623.26	37362.06
Less: Income-tax:-										
Current Tax									--	--
Deferred Tax									4441.73	(224.40)
Total Tax									4441.73	(224.40)
Net Profit/Loss after Tax from Continuing Operations									12181.53	37586.46
Net Profit/Loss before Tax from Discontinued Operations									767.68	4195.35
Tax on Discontinued Operations									--	--
Net Profit/Loss after Tax from Discontinued Operations									767.68	4195.35
Other Information:-										
Segment Assets	85305.76	84351.72	7424.83	7575.28	28194.74	28821.59	3443.08	150.27	124368.41	120898.86
Unallocated Corporate Assets									17561.36	18999.37
Assets classified as held for sale									12862.13	26703.01
Total Assets									154791.90	166601.24
Segment Liabilities	20728.71	30744.71	2353.51	2059.45	13586.24	13318.99	19.40	75.97	36687.86	46199.12
Unallocated Corporate Liabilities									102135.00	120227.25
Liabilities Directly Associated With Assets Classified As Held For Sale									--	1472.43
Total Liabilities									138822.86	167898.80
Capital Expenditure	550.79	1036.49	135.34	137.40	232.38	362.90	--	--	918.51	1536.79
Depreciation & Amortization	2293.22	2307.46	517.79	518.04	896.19	888.15	--	7.64	3707.20	3721.29

52.2 Geographical information

(Rs. in lakhs)

Country	2023-24	2022-23
Segment Revenue of Continuing Operations		
India	152,020.48	158,965.98
Segment Revenue of Discontinued Operations		
India	11,578.89	20,922.89
Korea	966.48	1,076.25
Malaysia	277.15	250.29
Philippines	29.71	7.23
Italy	71.55	--
Vietnam	1,283.26	793.44
USA	6.78	--
Total	14,213.82	23,050.10

52.3 The entire non-current assets of the Company are located in India.

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



53 LEASES

53.1 The Company as a Lessee

53.1.1 Lease Liabilities

(Rs. in lakhs)

Particulars	2023-24	2022-23
Opening Balance	96.77	-
Additions	-	105.52
Finance Cost Accrued during the year	13.55	14.77
Deletions	-	-
Payments to lease liabilities	30.00	23.52
Total Lease Liabilities	80.32	96.77
Less : Current Maturities of Lease Liabilities	20.25	16.45
Total	60.07	80.32

Break-up of lease liabilities recognised in Balance Sheet

(Rs. in lakhs)

Particulars	2023-24	2022-23
Current lease liabilities	20.25	16.45
Non-current lease liabilities	60.07	80.32
	80.32	96.77

(Rs. in lakhs)

53.1.2 Maturity Analysis of future contractual maturities of lease liabilities as on March 31, 2024 on an undiscounted basis:

0-1 Year	1-2 Years	2-3 Years	3-4 Years	4-5 Years	Over 5 Years	Total
16.45	20.25	24.66	29.77	5.64	--	96.77
(8.75)	(16.45)	(20.25)	(24.66)	(29.77)	(5.64)	(105.52)

53.1.3 Amounts recognised in Statement of Profit and Loss

(Rs. in lakhs)

Particulars	2023-24	2022-23
Interest on lease liability	13.55	14.77
Expenses relating to short-term leases	34.29	40.82
Expenses relating to leases of low-value assets, excluding short-term leases of low value assets	--	--
Depreciation and amortisation expenses on right-of-use assets	21.10	17.59

53.1.4 Amounts recognised in the cash flow statement

(Rs. in lakhs)

Particulars	2023-24	2022-23
Principal payment of lease liabilities	16.45	8.75
Interest paid on lease liabilities	13.55	14.77
	30.00	23.52

53.1.5 Incremental borrowing rate:

The weighted average incremental borrowing rate applied to lease liabilities as at April 1, 2022 is 14%

53.2 The Company as a Lessor

(Rs. in lakhs)

Particulars	2023-24	2022-23
Annual lease receipts included as income in the Statement of Profit and Loss	189.87	149.35
Future Minimum Lease Receivable		
Not later than one year	141.32	138.92
Later than one year and not later than five years	256.70	402.53
Later than five years	41.93	149.33



- 54 The financial statements are approved for issue by the Audit Committee and the Board of Directors at their respective meetings held on May 29, 2024.
- 55 The comparative figures have been regrouped, rearranged and reclassified wherever necessary to make them comparable with current year's figures.
- 56 All figures are in lakhs unless otherwise stated and rounded off to the nearest two decimals.

Vide our report annexed
For P N RAGHAVENDRA RAO & Co
Chartered Accountants
Firm Registration Number : 003328S
P R VITTEL
Partner
Membership Number : 018111

Coimbatore
29th May 2024

M MANICKAM
Chairman and Managing Director

M BALASUBRAMANIAM
Managing Director

S VELUSWAMY
President (Finance & Operations)
Chief Financial Officer

S VENKATESH
Company Secretary

SAKTHI SUGARS LIMITED

CORPORATE OFFICE

180 RACE COURSE ROAD, COIMBATORE - 641 018