

23rd
Annual Report
2014-15



RANA SUGARS LIMITED



BOARD OF DIRECTORS

Rana Inder Pratap Singh	Managing Director
Shri A.S. Sodhi	Director
Shri S.A.S.Bajwa	Director
Shri Balijit Singh	Director
Rana Veer Pratap Singh	Director
Rana Karan Pratap Singh	Director
Rana Ranjit Singh	Director
Mrs Rajbans Kaur	Director
Shri Jasbir Singh Tikka	Director
Shri Balour Singh	Director (Nominee of PEDDA)
Shri M.P. Singh	Director (Nominee of PEDDA)

COMPANY SECRETARY

Manmohan K. Raina

AUDITORS

Kansal Singla & Associates
Chartered Accountants
SCO 80-81, 4th Floor,
Sector 17-C, Chandigarh-160 117

BANKERS

State Bank of India
Sector 17-B, Chandigarh- 160 017

State Bank of Patiala
Sector 8-C, Chandigarh-160 009

Bank of Baroda
Sector 22-B, Chandigarh- 160 022

UCO Bank
Sector 17-B, Chandigarh-160 017

State Bank of Bikaner & Jaipur
Sector 17-D, Chandigarh-160 017

State Bank of Hyderabad
Sector 34-A, Chandigarh- 160 031

State Bank of Mysore
New Delhi

REGD. OFFICE

SCO 49-50 Sector 8-C,
Madhya Marg,
Chandigarh-160 009

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NOTICE

Notice is hereby given that the 23rd Annual General Meeting of Rana Sugars Limited will be held on Wednesday, the 30th day of September, 2015 at 3.00 P.M. at The Institution of Engineers (India), Madhya Marg, Sector 19-A, Chandigarh to transact the following business :

ORDINARY BUSINESS :

1. To receive, consider and adopt the Audited Accounts of the Company for the financial year ended 31st March, 2015 and the reports of the Board of Directors' and Auditors' thereon.
2. To appoint a Director in place of Rana Karan Pratap Singh (holding DIN 01894399), who is liable to retire by rotation and being eligible offers himself for reappointment.
3. To appoint a Director in place of Shri Balour Singh (holding DIN 01067047), who is liable to retire by rotation and being eligible offers himself for reappointment..
4. To appoint M/s. Kansal Singla & Associates, Chartered Accountants, Chandigarh (ICAI Registration No. 003897N) as statutory auditors of the Company to hold office from the conclusion of this annual general meeting until the conclusion of the next annual general meeting of the Company and to authorize the Board to fix their remuneration.

SPECIAL BUSINESS :

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution** :
"RESOLVED THAT Mrs. Rajbans Kaur (holding DIN 00074954), who was appointed as Additional Director of the Company on 27th March, 2015 and whose term of office expires under Section 161 of the Companies Act, 2013 at this Annual General Meeting and in respect of whom the Company has received a notice from a member under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as Director of the Company."
6. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution :
"RESOLVED THAT Mr. Jasbir Singh Tikka (holding DIN 06392213), who was appointed as Additional Director of the Company on 27th March, 2015 and whose term of office expires under Section 161 of the Companies Act, 2013 at this Annual General Meeting and in respect of whom the Company has received a notice from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company."
7. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution** :
"RESOLVED THAT pursuant to Section 148(3) of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions if any, consent of the Company be and is hereby accorded for the payment of remuneration of Rs.50,000/- (Rupees Fifty thousand only) to M/s. Khushwinder Kumar & Co., Cost Accountants, Jalandhar (Firm Registration No. 100123), who were appointed as Cost Auditors by the Board of Directors in their meeting held on 30.05.2015 for carrying out Cost Audit of the Company for financial year 2015-16, be and is hereby approved."

By order of the Board
for **RANA SUGARS LIMITED**

Place: Chandigarh
Dated: 13th August, 2015

(MANMOHAN K. RAINA)
COMPANY SECRETARY



NOTES :

1. The Register of Members and the Share Transfer books of the Company will remain closed from 26th September, 2015 to 30th September, 2015 (both days inclusive) for the purpose of Annual General Meeting of the Company.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Businesses at the meeting, is annexed hereto.
3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND ON A POLL ONLY TO VOTE ON HIS/HER BEHALF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.**

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc. must be supported by an appropriate resolution/ authority letter, as applicable.

4. Electronic copy of the Annual Report for 2014-15 is being sent to all the members whose email IDs are registered with the Company/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2014-15 is being sent in the permitted mode.
5. **To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail. Members holding the shares in physical form may also register their e-mail addresses through the RTA, giving reference of their Folio Number.**
6. **Voting through electronic means:**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is providing facility to the members to exercise their right to vote at the 23rd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting platform provided by Central Depository Services (India) Limited.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 24.09.2015 at 9.00 A. M. and ends on 29.09.2015 at 6.00 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 23.09.2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iv) Click on "Shareholders" tab.
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:



For Members holding shares in Demat Form and Physical Form

PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed on covering letter. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member Id/ folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant Company on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Non Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.



- (xx) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 23.09.2015 may follow the same instructions as mentioned above for e-Voting.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.
- (xxii) The Company has appointed Mr. Ajay Arora, Company Secretary in whole time practice (ICSI membership No. FCS 2191 and Certificate of Practice No. 993) as the Scrutinizer to scrutinize and collate the e-voting process in a fair and transparent manner.
- (xxiii) The Scrutinizer shall within a period not exceeding three working days from the conclusion of the e-voting period unblock the votes 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, forthwith to the Chairman of the Company.
- (xxiv) The results shall be declared after the AGM of the Company. The result alongwith the Scrutinizer's Report shall be placed on the Company's website www.ranasugars.com and on the website of CDSL.
- (xxv) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer through e-mail to Mr. Ajay Arora, Practising Company Secretary at his e-mail address ajaykcs@gmail.com with a copy marked to Company Secretary, Rana Sugars Limited, Chandigarh at mkraina@ranasugars.com.
7. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company on all working days from Monday to Friday between 11.00 AM to 2.00 PM up to the date of Annual General Meeting.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 5 & 6

Mrs. Rajbans Kaur & Mr. Jasbir Singh Tikka were appointed as Additional Directors of the Company by the Board of Directors at its meeting held on 27th March, 2015. According to the provisions of Section 161 of the Companies Act, 2013 they hold office as Director only upto the date of ensuing Annual General Meeting. As required by Section 160 of the Companies Act, 2013, the Company has received notice from members proposing their candidature for appointment as Director liable to retire by rotation.

The Board recommends the passing of the Resolutions set out in item Nos. 5 & 6 of the accompanying Notice.

ITEM NO. 7

Pursuant to section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the Members of the Company are required to approve the payment of remuneration of Rs. 50,000/- (Rupees Fifty thousand only) to the Cost Auditors as approved by the Board of Directors in their meeting held on 30.05.2015 for the Financial Year 2015-16.

None of the Directors and/or Key Management Personnel of the Company and their relatives are concerned or interested in the resolution.

The Board recommends the resolution for the approval of the Members set out at Item No. 7.

By order of the Board
for **RANA SUGARS LIMITED**

Place: Chandigarh
Dated: 13th August, 2015

(MANMOHAN K. RAINA)
COMPANY SECRETARY



BOARD REPORT

To the Members,

Your Directors have pleasure in submitting their 23rd Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2015.

1. FINANCIAL RESULTS

The Company's financial performance for the year under review alongwith previous years figures are given hereunder :

(₹ In lacs)

	Current Year ended 31.03.2015	Previous Year ended 31.03.2014
Net Sales /Income from Business Operations	69,790.27	64,790.59
Other Income	840.81	(12.84)
Total Income	70,631.08	64,777.75
Less Interest	8,658.40	7,965.19
Profit before Depreciation	(5,504.18)	362.92
Less Depreciation	2,652.77	3,316.42
Profit after depreciation and Interest	(8,156.95)	(2,953.50)
Less Current Income Tax	--	--
Less Previous year adjustment of Income Tax	--	--
Less Deferred Tax	(2,659.19)	(559.48)
Net Profit after Tax	(5,497.76)	(2,394.02)
Dividend (including Interim if any and final)	--	--
Net Profit after dividend and Tax	(5,497.76)	(2,394.02)
Amount transferred to General Reserve	--	--
Balance carried to Balance Sheet	(5,497.76)	(2,394.02)
Earning per share (Basic)	(3.58)	(1.56)
Earning per Share (Diluted)	(3.58)	(1.56)

2. DIVIDEND

No Dividend was declared for the current financial year due to loss incurred by the Company.

3. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Since there was no unpaid/unclaimed Dividend declared and paid, the provisions of Section 125 of the Companies Act, 2013 do not apply.

4. REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

Your Directors wish to present the details of Business operations done during the year under review:

a. Production and Profitability

The sugar production of the country during 2014-15 has gone to 250.46 lakhs tones as compared to 245.50 lakhs tones of the year 2013-14.

The Company has crushed 1,63,15,665 qtls. of sugarcane and 6,17,995 qtls. of sugar beets and has produced 14,38,199 qtls. of sugar during the year under review. The Company has also produced 8,47,310 qtls. of molasses and 18,89,78,646 units of electricity 1,96,17,316 BL of spirit and 16,76,862 cases of liquor.

b. Sales

The turnover of the Company has gone to Rs.70,631.08 Lacs as against Rs.64,777.75 Lacs in the last year.

c. Marketing and Market environment

Sugar industries is a seasonal industry. The production of sugar depends upon availability of sugarcane which



is affected by weather of the particular place. The quality of soil deteriorates due to overuse of fertilizers and pesticides to increase sugarcane yield. The sugar sector in India goes through a phase of cyclicity, mainly on account of situations of high cane pricing which is under Govt. control.

- d. Future Prospects including constraints affecting due to Government policies

The sugar industry is facing a huge financial crisis. The sugar prices are falling continuously every month. Due to low realization from sugar, the mills are unable to recover the cost of production and generate enough cash flows. Due to the mills' inability to generate cash flow on account of low realization from sugar, the cane arrears have also risen to record levels in the current sugar season. The sugar prices are falling mainly due to excess supply in the local market. The current sugar season 2014-15, is the fifth year in a row of surplus sugar production. The crisis has been accentuated by surplus sugar production globally, putting a downward pressure on sugar prices.

5. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report.

6. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in Annexure-A and is attached to this report.

7. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company has not given any loan or investments made under Section 186 of the Companies Act, 2013 during the year. However, the Company has given guarantee to the Banks for crop loans to the cane growers of the area of Rs.5858.34 lacs against Rs. 5553.06 lacs of the last year.

9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

10. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS.

There was no qualifications, reservations or adverse remarks made either by the Auditors or by the Practicing Company Secretary in their respective reports.

11. CORPORATE GOVERNANCE

As required under Listing Agreement with Stock Exchanges, a report on the Corporate Governance alongwith Auditors' Certificate on compliance of conditions of Corporate Governance are enclosed as Annexure 'B' & 'C' and report of Management Discussion and Analysis is attached as annexure 'D' and the reports form the part of the Directors' Report.

12. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

The Company's Policy relating to appointment of Directors, payment of Managerial remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013 is furnished in Report on Corporate Governance.

13. ANNUAL RETURN

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is furnished in Annexure 'E' and is attached to this Report.



14. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW

The Company had 10 Board meetings during the financial year under review.

15. DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submit its responsibility Statement:-

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (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 at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

Internal financial control means the policies and procedures adopted by the Company 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.

- (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.

16. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint venture or Associate Company as per the provisions of the Companies Act, 2013.

17. DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review.

18. DIRECTORS

Mrs. Rajbans Kaur & Mr. Jasbir Singh Tikka who were appointed as Additional Directors on 27.03.2015 and hold the said office till the date of the Annual General Meeting. Notices have been received from members proposing their candidature for their reappointment.

Rana Karan Pratap Singh and Shri Balour Singh retire at this Annual General Meeting and being eligible offer themselves for re-appointment.

19. DECLARATION OF INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

20. STATUTORY AUDITORS

M/s. Kansal Singla & Associates, Chartered Accountants, Chandigarh were appointed as Statutory Auditors from the conclusion of the last Annual General Meeting to this Annual General Meeting of the Company. Their continuance of appointment and payment of remuneration are to be confirmed and approved in the ensuing Annual General Meeting. The Company has received a certificate from the above Auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

21. SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made there under, the Company has appointed M/s. A. Arora & Co., a firm of Company Secretaries (C.P.No.993) to undertake the Secretarial Audit of the Company. The Secretarial Audit Report in prescribed format MR-3 given by aforesaid Secretarial Auditors is annexed to this Board Report as Annexure 'F' and forms an integral part.

The Secretarial Auditor has neither qualified the Secretarial Audit Report nor given any adverse remark for which explanation may be required to be given in the Director's Report.



However, all the forms/ documents as observed by Secretarial Auditor have been filed with Registrar of Companies.

22. RISK MANAGEMENT POLICY

Risks are an integral part of any business and the risk profile, to a great extent, depends on the climatic conditions, economic and business conditions and the markets and customers we serve.

The Company has adopted a 'Risk Management Policy' which is reviewed on a periodic basis in order to recognize and reduce exposure to risks wherever possible. The Company's risk management policies are based on the philosophy of achieving substantial growth while mitigating and managing risks involved.

Few of the risks associated with our businesses are enumerated below:

- Fluctuations in demand and price for finished products viz. sugar.
- Fluctuations in the price and availability of key raw materials, including sugarcane, raw sugar and sugar beet.
- Increase in interest rates.
- Changes in government policies affecting the sugar industry in India.
- Accidents, natural disasters or outbreaks of disease in sugarcane.

23. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM

The Audit Committee consists of the following members -

- a. Shri Asdev Singh Sodhi
- b. Shri Shiv Avtar Singh Bajwa
- c. Shri Baljit Singh

The above composition of the Audit Committee consists of all independent Directors.

The Company has established a vigil mechanism and oversees through the committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the chairman of the Audit Committee on reporting issues concerning the interests of employees and the Company.

24. SHARES

a. BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the year under review.

b. SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

c. BONUS SHARES

No Bonus Shares were issued during the year under review.

d. EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme to the employees.

25. ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Company's activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Rana Inder Pratap Singh

Managing Director

Rana Karan Pratap Singh

Director

Date : 13th August, 2015

Place : Chandigarh



ANNEXURE TO THE DIRECTORS REPORT FOR THE YEAR ENDED 31ST MARCH 2015

INFORMATION AS PER SECTION 217(1) (e) READ WITH COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULES, 1988 AND FORMING PART OF THE DIRECTORS REPORT FOR THE YEAR ENDED 31ST MARCH, 2015

1. CONSERVATION OF ENERGY

The Company has installed most modern equipment to save and minimise energy consumption. The Company has installed three Turbo Alternators sets with power generation capacity of 87,500 KW. The entire requirement of power is met through captive generation. The Company has also made stand by arrangement of Diesel Generating Sets.

To achieve maximum conservation of energy, the Company has put up high pressure boilers and matching Turbo alternators and prime movers. The Company has also installed electrical motors of appropriate size and continuous centrifugal in place of batch type centrifugal.

A. Electricity

	<u>Year ended</u> 31.03.2015	<u>Year ended</u> 31.03.2014
Purchased		
- Sugar		
- Unit Purchased	2,896,088	3,725,973
- Total Amount (₹)	22,061,712	27,083,536
- Rate Per Unit (₹)	7.62	7.27
Own Generation		
- Sugar		
- Through D.G. Set (Sugar Division)		
Units Generated	89,156	186,747
Units Generated per litre of Diesel Oil	3.03	3.25
Cost Per Unit (₹)	18.95	16.60
- Through Steam Turbine (Sugar Division)		
Units Generated	188,978,646	230,604,366
Unit Generated per Qtl. of Fuel	39.81	44.37
Cost Per Unit Electricity (₹)	2.23	1.81
- Distillery		
- Through D.G. Set		
Units Generated	94,628	331,057
Units Generated per litre of Diesel Oil	2.71	3.22
Cost Per Unit (₹)	19.09	15.35
- Through Steam Turbine		
Units Generated	9,596,811	8,752,752
Unit Generated per Qtl. of Fuel	41.90	30.36
Cost Per Unit Electricity (₹)	3.67	3.14



B. Consumption Per Unit of Product

- Sugar

- Electricity (KW/MT)	353.31	332.89
- Fuel (MT/MT)	2.59	2.72
- Steam (MT/MT)	5.66	6.40

- Distillery

- Electricity (KW/KL)	496.79	482.36
- Fuel (MT/KL)	1.17	1.53
- Steam (MT/KL)	4.58	5.97

C. Technology Absorption

i) Research & Development

- a) Research & Development has continuously been carried out for improvement in quality of sugarcane and to increase the area under the sugarcane crop which will ensure its greater availability resulting into more production & better quality of cane and higher yield there by directly reducing the cost of production.
- b) The Company is trying to improve quality of Cane & ensure development of Cane by providing various facilities to the Cane growers.
- c) Amount incurred on Research & Development (₹ in lacs)

3.36	2.02
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ii) Technology Absorption, Adoption and innovation.

- a) Latest technology has been adopted in the plant to maximise production, yield and better quality along with minimum consumption of energy.
- b) Technology Imported

Nil	Nil
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D. FOREIGN EXCHANGE EARNING & OUTGO

a) Foreign Exchange Earning	12.00	0.00
b) Foreign Exchange Outgo (₹ in lacs)	758.30	226.41

For & on behalf of the Board

Place : Chandigarh
Date : 30-05-2015

Rana Inder Pratap Singh
Managing Director

Rana Karan Pratap Singh
Director



REPORT ON CORPORATE GOVERNANCE

A) Company's Philosophy on Code of Governance

Your Company is complying with the principles of Corporate Governance introduced by SEBI through Clause 49 of the Listing Agreement in all respects. Your Company strongly believes that good corporate governance has an important role in enhancing shareholders value and management accountability. Company's guiding principles are focused on achieving the best standards of Corporate Governance and it is committed to attain the highest level of transparency and accountability in its dealings with investors, lenders, employees and all other stakeholders.

B) Board of Directors

The present strength of the Board of Directors is Ten, of which Eight are Non-Executive Directors, one Managing Director, one Whole Time Director and one Women Director. The Board members include two nominee of Punjab Energy Development Agency.

During the year under review, ten Board Meetings were held on 5th April, 2014, 9th May, 2014, 20th May, 2014, 30th May, 2014, 14th August, 2014, 19th August, 2014, 14th November, 2014, 5th December, 2014, 14th February, 2015 and 27th March, 2015. The composition of the Board of Directors and their attendance at the Board meetings during the year and at the last Annual General Meeting as also number of other directorships in other companies are as follows:

Name of Director	Attendance at last AGM	No. of Board meetings attended	Category of Director	Other Directorship
Rana Ranjit Singh	--	2	WTD/P	3
Rana Inder Pratap Singh	Yes	8	MD/P	5
Rana Veer Pratap Singh	--	6	NED/P	3
Rana Karan Pratap Singh	--	7	NED/P	3
Shri A. S. Sodhi	Yes	9	NED	2
Shri S. A. S. Bajwa	--	10	NED	2
Shri Baljit Singh	Yes	1	NED	--
Shri Balour Singh	--	1	NED/PEDA	--
Shri M. P. Singh	--	1	NED/PEDA	1
Mrs. Rajbans Kaur *	--	--	NED/P	5
Shri Jasbir Singh Tikka*	--	--	NED	2

MD – Managing Director, WTD – Whole Time Director, P – Promoter, NED – Non Executive Director, PEDA – Punjab Energy Development Agency

* appointed during the year

C) Committees of the Board

The Board had constituted three Committees, which are - (a) Audit Committee (b) Stakeholder's Relationship Committee (c) Nomination and Remuneration Committee:

I) Audit Committee

The scope of activities of the Audit Committee are as set out in Clause 49 of the Listing Agreement with the NSE & BSE Limited read with Section 177 of the Companies Act, 2013. The terms of reference of the Audit Committee are broadly as follows:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.
 - b) Changes, if any, in accounting policies and practices and reasons for the same.



- c) Major accounting entries involving estimates based on the exercise of judgment by management.
 - d) Significant adjustments made in the financial statements arising out of audit findings.
 - e) Compliance with listing and other legal requirements relating to financial statements,
 - f) Disclosure of any related party transactions.
 - g) Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
 6. Reviewing, with the management, the statement of uses/ application of funds raised through and issue (public issue, rights issue, preferential issue etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
 7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
 8. Approval or any subsequent modification of transactions of the Company with related parties;
 9. Scrutiny of inter-corporate loans and investments;
 10. Valuation of undertakings or assets of the Company, wherever it is necessary;
 11. Evaluation of internal financial controls and risk management systems;
 12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 14. Discussion with internal auditors of any significant findings and follow up there on;
 15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 17. To look into the reasons for substantial defaults in the payment to depositors, debenture holders, shareholder (in case of non-payment of declared dividends) and creditors;
 18. To review the functioning of the Whistle Blower mechanism;
 19. Approval of appointment of CFO (i.e. the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
 20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

During the financial year ended on 31st March, 2015, 4 (four) meetings of the Audit Committee were held. The dates on which the meetings of the Audit Committee were held, are as under:

30th May, 2014

14th August, 2014

14th November, 2014

14th February, 2015

The composition of the Audit Committee and the details of meetings attended by the Directors are given below:

Name of the Director	Category	Designation	Meetings attended
Shri A. S. Sodhi	Independent Non Executive	Chairman	4
Shri S. A. S. Bajwa	Independent Non Executive	Member	4
Shri Baljit Singh	Independent Non Executive	Member	4

The Audit Committee invites such Executives as it considers appropriate to be present at its meetings. The Chief Financial Officer and Company Secretary attended all the meetings. The Statutory Auditors are invited to the meetings in which Quarterly/ Annual Accounts are considered. The Internal Auditors are also invited to the meetings in which Internal Audit Reports are discussed. The Company Secretary acts as the Secretary of the Committee.



II) Stakeholder's Relationship Committee

The Stakeholders' Relationship Committee has been constituted to specifically look into transfer/ transmission/ demat/ remat of shares, issue of duplicate/ split/ consolidation of share certificates, notices and to attend shareholder's complaints on SCORES system of SEBI or otherwise etc.

The present composition of Stakeholders' Relationship Committee is as under:

Name	Category	Status
Shri. A. S Sodhi	Independent Non Executive	Chairman
Rana Veer Pratap Singh	Non Executive	Member
Shri. Baljit Singh	Independent Non Executive	Member

This Committee meets fortnightly or as may be required. The Company Secretary of the Company is authorized to authenticate the transfers / transmissions / issue of duplicate share certificates etc. All requests for dematerialization of shares are processed and confirmed by Ms/s Alankit Assignments Limited. Registrars and Share Transfer Agents of the Company.

Shri. Manmohan K. Raina, Company Secretary of the company, has been designated as the Compliance Officer.

Shareholders'/Investors' complaints

Complaints pending as on 1st April, 2014	Nil
During the period from 1st April, 2014 to 31st March, 2015	17
Complaints identified and reported under Clause 41 of the Listing Agreement	
Complaints disposed off during the year ended 31st March, 2015	17
Complaints unresolved to the satisfaction of shareholders as on 31st March, 2015	Nil

III) Nomination and Remuneration Committee

The role of the Nomination and Remuneration committee as set out in Clause 49 of the Listing Agreement and additional scope approved by the Board, inter-alia, include the following:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal. The Company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.
5. Assessing and reviewing the performance of Senior/ Top Management Employees of the Company and recommend their remuneration package as per Policy of the Company after considering the employment scenario, remuneration package of the industry and remuneration package of the managerial talent of other industries.

During the financial year ended on 31st March, 2015 1(one) meeting of the Nomination and Remuneration Committee was held on 23rd March, 2015.

The composition of the Nomination and Remuneration Committee is as given below:

Attendance of Members at Meetings of the Nomination and Remuneration Committee

Name of the Director	Category	Designation	Meetings attended
Shri S. A. S. Bajwa	Independent Non Executive	Chairman	1
Shri A. S. Sodhi	Independent Non Executive	Member	1
Shri Baljit Singh	Independent Non Executive	Member	1



Remuneration Policy

Remuneration of the Chairman, Vice Chairman, Managing Director and Whole Time Director

The Company has framed a Remuneration Policy, the brief terms of which are given hereunder:-

- a) At the time of appointment or re-appointment, the Chairman, Vice Chairman, Managing Director and Whole Time Director shall be paid such remuneration as may be mutually agreed between the Company (which includes the Nomination & Remuneration Committee and the Board of Directors) and the respective Director within the overall limits as prescribed under the Companies Act, 2013 and rules made thereunder.
- b) The remuneration shall be subject to the approval of the members of the Company in General Meeting.
- c) The remuneration of the above said directors is broadly divided into fixed and variable component whereas the remuneration of Chairman consists of fixed components only.
- d) The remuneration of the directors may also include Employee Stock Option Plans (ESOPs) as per the provisions of applicable laws.
- e) The fixed compensation shall comprise salary, allowances, perquisites, amenities and retirement benefits. The variable component shall comprise of individual and company performance bonus.
- f) In determining the remuneration (including the fixed increment and performance bonus) the Nomination & Remuneration Committee shall consider the following:
 - The relationship of remuneration and performance benchmarks is clear;
 - Balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;
 - Responsibility required to be shouldered by the above said Directors and the industry benchmarks and the current trends;
 - The Company's performance vis-a-vis the annual budget achievement and individual performance vis-à-vis the Key Responsibility Area (KRAs) / Key Performance Indicators (KPIs).
- g) Executive Directors are not entitled to sitting fees for attending meeting of directors.

Remuneration of Non-Executive Directors

The remuneration of Non Executive Directors shall be finalized considering the following:

They will be entitled to receive remuneration by way of sitting fees for attending meetings of the Board or its Committees at rates within the limits prescribed under the Companies Act, 2013 and rules made thereunder.

Remuneration of Key Managerial Personnel (KMP)/ Senior Management Personnel (SMP)

Key Managerial Personnel include Chief Financial Officer and Company Secretary appointed pursuant to the provisions of section 203(1) of the Companies Act, 2013 irrespective of the remuneration drawn by them.

Senior Management Personnel include the heads of Business Segments and functions to be specifically decided by the Nomination and Remuneration Committee, on the recommendation of the Chief Executive Officer (CEO).

D) GENERAL BODY MEETINGS

- (i) Annual General Meetings

Financial year	Date	Time	Location	Special Resolution passed
2013-2014	30.09.2014	3.00 p.m.	The Institution of Engineers (India), Madhya Marg, Sector 19-A, Chandigarh	Yes
2012-2013	30.09.2013	3.00 p.m.	--do--	No
2011-2012	29.09.2012	2.00 p.m.	--do--	No

- (ii) One postal ballot was conducted during the year and three special resolutions were passed in the Postal Ballot. Mr. Ajay K. Arora, Practicing Company Secretary was appointed as the Scrutiniser for the aforesaid Postal Ballot. Details of voting of the Postal Ballot dated 19th August, 2014 is as follows:-



Resolution No. & Type	No. of shares voted 'For'	No. of shares voted 'Against'	Total No. of shares voted	Invalid	Net No. of shares voted	Assent %	Dissent %	Passed/ Not Passed
1. Special Resolution	35713768	37028	25770319	19523	35750796	99.89	0.11	Passed as Special Resolution
2. Special Resolution	35712946	28938	35770319	28435	35741884	99.92	0.08	Passed as Special Resolution
3. Special Resolution	35713071	28918	35770319	28330	35741989	99.92	0.08	Passed as Special Resolution

Procedure for the Postal Ballot is in compliance with the provisions of Companies Act, 2013 read with rules made thereunder.

E) FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Independent Directors are familiarised with their roles, rights and responsibilities in the Company through a induction program at the time of appointment as Directors. The Company also discusses the industry overview, key regulatory and strategy updates.

F) CODE OF CONDUCT

The Company has evolved a Code of Conduct for the Directors and Senior Management Personnel of the Company (one level below the Managing Director including Head of the Department) which has been affirmed for adherence.

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

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Anti Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been setup to address complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainee) are covered under this policy.

Following is a summary of sexual harassment complaints received and disposed during the year 2014-2015.

No. of Complaints received: NIL

No. of Complaints disposed off: NIL

H) DISCLOSURES

The pecuniary disclosure with regard to interested Directors

(a) Disclosures on materially significant related party transactions of the Company of material nature with the promoters, the Directors or the management, their subsidiaries or relatives, that may have potential conflict with the interests of the Company at large:

None of the transactions with any of related parties were in conflict with interests of the Company.

(b) Details of non-compliance by the Company, penalties, stricture imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to Capital Markets during the last three years.

I) CEO & MD/ CFO CERTIFICATION

In terms of Clause 49 of the Listing Agreement the certification of Managing Director and Chief Financial Officer on the Financial Statements and Internal controls relating to financial reporting has been obtained.

J) MEANS OF COMMUNICATION

i) The quarterly, half-yearly and annual audited financial results of the Company are sent to the Stock Exchanges immediately after they are approved by the Board. In addition, the Stock Exchanges are notified of any important developments that may materially affect the working of the Company. Disclosures with regard to shareholding pattern, change in major shareholding, quarterly Reconciliation of Share Capital Audit Report etc. are also sent to the Stock Exchanges as required under various Regulations. The results are normally published in Indian Express/Financial Express/ Business Standard/Mint and Punjabi Tribune/ Hindi Tribune/ Hindustan.

ii) Management Discussion and Analysis Report forms part of this Annual Report and is given separately. as Annexure-D



K) GENERAL SHAREHOLDER'S INFORMATION

i) 23rd Annual General Meeting

Venue : The Institution of Engineers(India)
Madhya Marg, Sector 19-A, Chandigarh
Date : 30th September, 2015

ii) Tentative Financial Calendar

Audited Annual Results (2014-15)	May, 2015
Publication of Audited Results	--
First Quarter Results	August, 2015
Publication of Half Yearly Results	November, 2015
Third Quarter Results	February, 2016
Fourth Quarter Results	May, 2016
Audited Annual Results (2015-16)	May, 2016

iii) Book Closure

The register of members and share transfer books of the Company shall remain closed from 26th September, 2015 to 30th September, 2015 (both days inclusive).

iv) Listing on Stock Exchanges and Stock Codes

The names of the stock exchanges at which the equity shares of the Company are listed and the respective stock codes are as under:

Sr. No.	Name of the Stock Exchange	Stock Code
1.	BSE Limited	507490
2.	National Stock Exchange of India Limited	RANASUG

v) Demat ISIN number : INE625B01014

vi) Market price data

(Amount in Rs.)

Month	Bombay Stock Exchange		National Stock Exchange	
	High	Low	High	Low
April, 2014	3.68	2.32	3.65	2.35
May, 2014	3.43	2.36	3.40	2.40
June, 2014	6.22	3.51	6.05	3.45
July, 2014	6.23	3.62	6.20	3.70
August, 2014	4.39	3.47	4.30	3.45
September, 2014	4.19	3.15	4.15	3.10
October, 2014	3.53	3.05	3.80	3.05
November, 2014	4.23	3.03	4.20	3.05
December, 2014	3.80	2.80	3.80	2.95
January, 2015	3.23	2.96	3.25	2.95
February, 2015	3.35	2.80	3.30	2.70
March, 2015	3.04	2.20	3.05	2.10

vii) Registrar and Transfer Agent

M/s. Alankit Assignments Limited,
205-208, Anarkali Market,
Jhandewalan Extension, New Delhi-110 055.

viii) Share Transfer System

The Stakeholder Relationship Committee of the Company usually meets every fortnight to approve the transfer, transmission and issue of duplicate share certificates etc. The shares of the Company are traded in dematerialized form only.



ix) Distribution of Shareholding

The distribution of shareholding as on March 31, 2015 was as follows:

Sr. No.	No. of Equity Shares held	No. of Shareholders	%age of total shareholders	No. of shares held	%age of total shares
1.	1 to 250	36319	47.575	4371007	2.846
2.	251 to 500	14668	19.214	6270534	4.083
3.	501 to 1000	10906	14.286	9654328	6.287
4.	1001 to 2000	6138	8.040	10067264	6.556
5.	2001 to 3000	2416	3.165	6400340	4.168
6.	3001 to 4000	1170	1.533	4316842	2.811
7.	4001 to 5000	1348	1.766	6505351	4.236
8.	5001 to 10000	1806	2.366	13688700	8.914
9.	10001 and above	1569	2.055	92293454	60.099
	TOTAL	76340	100.000	153567820	100.000

Details of Shareholding as on 31st March, 2015 was as under :

Sr. No.	Category	No. of shares held	% shareholding
1.	Promoters	34766079	22.639
2.	Financial Institutions, Banks and Mutual funds	2581846	1.681
3.	NRIs, Foreign Nationals, OCBs and FIIs	2705374	1.762
4.	Private Corporate Bodies	11345301	7.388
5.	Indian Public	102169220	66.530
6.	Others	0	0
	TOTAL	153567820	100.000

x) **Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity** - Nil

xi) Location of Plant

Sugar and Power Unit:

- i) Village Buttar Seviyan,
Tehsil Baba Bakala,
District Amritsar, Punjab
- iii) Village Karim Ganj,
Tehsil Shahabad,
Distt. Rampur, U.P.

- ii) Village Belwara,
Tehsil & Distt. Moradabad, U.P.

Distillery Unit:

Village Lauhka, Tehsil Patti,
District Tarn Taran, Punjab.

xii) Address for Correspondence

RANA SUGARS LIMITED

SCO 49-50, Sector 8-C,
Chandigarh - 160 009

Tel.: 0172-2773422, 2540007, 2779565 & 2549217

E-mail : info@ranagroup.com



L) RE-APPOINTMENT OF DIRECTORS

Shri Balour Singh and Rana Karan Pratap Singh are liable to retire by rotation offer themselves for re-appointment as Directors. Brief particulars of these Directors are given below :

- i) Shri Balour Singh, is a nominee director of Punjab Energy Development Agency. Presently he is working as Director with Punjab Energy Development Agency.
- ii) Rana Karan Pratap Singh, is a promoter Director. He has done MBA. He has about 9 years of experience in industry.

ANNEXURE 'C'

AUDITORS' CERTIFICATE

To

The Members of Rana Sugars Limited

We have examined the compliance of conditions of Corporate Governance by Rana Sugars Limited for the year ended on 31st March, 2015, as stipulated in Clause 49 of the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that no investor grievance is pending for a period exceeding one month against the Company as per the records maintained by the Stakeholder's Relationship Committee.

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

For KANSAL SINGLA & ASSOCIATES

Chartered Accountants

Place : Chandigarh

Dated: 30th May, 2015

CA S. K. Arora

Partner

Membership No.: 70405

FRN 003897N



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management of Rana Sugars Limited is pleased to present its Analysis Report covering segment wise performance and outlook.

SUGAR

India is the second largest producer and the largest consumer of the sugar in the World. The production of the sugar has gone to 250.46 lacs tones during the year of 2014-15 as compared to 245.50 lacs tones of 2013-14. Domestic sugar price rewind depressed throughout the financial year 2014-15. The sugar industry is passing through a very challenging period as profitability is impacted by weak sugar price coupled with higher sugarcane cost. The Central Government announce every year free reserve price of the sugarcane. However, states advised price which is higher than the price announced the Central Government every year without considering the sugar price in the market.

FUTURE PROSPECTS

The Company has a crushing capacity of 15000 TCD of its three units, one in Punjab and two in Uttar Pradesh. During the year, the Company has produced 1438199 quintals of sugar. The Company provides various incentives to its cane growing farmers such as crop loans from banks and supply of cane seeds, insecticides and other agricultural inputs at subsidized rates. It is expected that the performance of the Company will be far better in the coming year of 2015-16 as compared to 2014-15.

CO-GENERATION OF POWER

Co-generation is the concept of producing two forms of energy from one fuel. For a sugar mill, opting for cogeneration of power has the advantages of getting an additional stream of revenue by selling electricity to the consumer through power grids.

The electricity production through cogeneration in sugar mills in India is an important avenue for supplying low-cost, non-conventional power. Presently, India has around 206 cogeneration units with a cumulative installed exportable capacity of 3123 MW (peak season). Besides, India has a potential of generating 500 MW of power through bagasse and with modernization of the new and existing sugar mills India has potential to generate surplus power across all sugar factories in India to the extent of 5000 MW in the time to come.

ETHANOL & DISTILLERY

In January 2013, the Cabinet Committee on Economic Affairs (CCEA) notified the Fuel Ethanol Mandate, requiring the Oil Marketing Companies (OMCs) to sell 5% ethanol blended petrol across the country. However, due to various reasons, the mandated 5% blending on and all India basis has not been achieved. Recently, ethanol blending programme has received a major boost as OMCs have come up with the largest tender ever for the requirement of 1560 Million Litres for supply between November 2014 and October 2015. The new Government at the Centre is also assessing the feasibility of increasing the mandatory blending from the current 5% to 10%. Achieving the current 5% blending level would also go a long way in helping the cash strapped sugar industry secure a stable source of Income.

India has about 340 distilleries, with an annual installed capacity of around 350 crore liters of bulk alcohol. Majority of these distilleries produce alcohol using sugarcane molasses as raw material. The alcohol is used for potable, industrial and EBP purposes. The demand of alcohol is increasing while the production remained largely constant on account of inadequate availability of molasses.

The Distillery Unit of the Company with a capacity of 60 KL per day has produced 1,96,17,316 BL of Spirit & others and 1676862 cases of Liquor.

OUTLOOK

The potential for expanding sugar production in India exists and can be fully exploited if adjustments were introduced to ensure a market driven relationship between sugar and sugarcane prices. The value addition from sugarcane by products, such as ethanol, electric power, and other derivatives, can cushion against low sugar prices and other market risks. Clearly, the liberalization of the sugar industry can only be undertaken within the context of broader domestic reforms, because of the linkages on both demand and supply sides that prevail in agricultural commodity prices.



RISKS AND CONCERNS

The Company has constituted a Risk Management Committee. The methodology for risk management primarily involves mapping of risks with strategy, assessing the risks on its importance, indentifying de-risking measures and assigning it to risk owners and continuously monitoring the status of the risks. The risks were categorized into Strategy & Planning, operations and compliance and the risks associated with each risk category was further classified and indentified as 'critical', 'major' and 'moderate'.

The major risks faced by Sugar business are the availability of cane, regulatory risks, price of sugar and that of sugarcane. The management periodically reviews the risk management framework to identify the major business risks as applicable to the Company and work out their mitigation strategy. Sugarcane is the key raw material for sugar and any difficulty in getting cane at right time will have impact on the business. The key factors that influences cane availability are climatic condition, availability of cane harvesting labour and farmers opting competitive crops.

INTERNAL CONTROL SYSTEM

The Company has a well-established internal control system in place to ensure smooth functioning of operations. The control mechanism involves well-documented policies, authorization guidelines commensurate with the level of responsibility and standard operating procedures. The Internal Auditor periodically reviews and makes continuous assessments of the adequacy and effectiveness of the internal control and systems. The Board, Audit Committee and the Management review the findings and recommendations of the Internal Auditor and take corrective action wherever necessary. The Company is committed in its endeavour to ensure an effective internal control environment that provides assurance on the effectiveness of operations, statutory compliance, and reliability of financial reporting and security of assets.

HUMAN RESOURCES

The Company had 1444 employees, including non-seasonal employees at the sugar units, as on 31.03.2015. The Company ensures high standards of safety for its employees and periodically conducts meetings to minimize operational hazards. The Company believes that people are the key to success and hence the human resources function pro-actively develops innovative and business focused methods to attract, motivate, develop and retain talented, competitive manpower sources.

Annexure 'E'

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2015

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L15322CH1991PLC011537
2.	Registration Date	30.07.1991
3.	Name of the Company	RANA SUGARS LIMITED
4.	Category/Sub-category of the Company	Public Company (Limited By Shares)
5.	Address of the Registered office & contact details	S.C.O. 49-50, Sector 8-C, Madhya Marg, Chandigarh – 160 009 Tel.No.0172-2540007, 2773422, 2779565 Fax : 0172-2546809
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s. Alankit Assignments Limited 205-208, Anarkali Market, Jhandewalan Extension, New Delhi -110 055 Tel.No.011-42541234, 23541234 Fax : 011-23552001



II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the products / services	% to total turnover of the company
1.	SUGAR	2060	65.71%
2.	SPIRIT		9.12%
3.	POWER	4390	8.96%

III. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the products / services	% to total turnover of the company
1.			
2.		As Above	
3.			

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				Demat	No. of Shares held at the end of the years			
	Demat	Physical	Total	% of Total Shares		Physical	Total	% of Total Shares	% Change during the year
A. Promoter s									
(1) Indian									
a) Individual/ HUF	34766079	-	34766079	22.64	34766079	-	34766079	22.64	-
B) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	34766079	-	34766079	22.64	34766079	-	34766079	22.64	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	100	31300	31400	0.02	100	31300	31400	0.02	-
b) Banks / FI	346	100	446	0.00	346	100	446	0.00	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	2550000	2550000	1.66	-	2550000	2550000	1.66	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	446	2581400	2581846	1.68	446	2581400	2581846	1.68	-
2. Non-Institutions									
a) Bodies Corp.									

RANA SUGARS LIMITED



I Indian	12954385	21600	12975985	8.45	11155023	21300	11176323	7.28	-1.17
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
l) Individual share holders holding nominal share capital upto Rs. 1 lakh	57660871	1698901	59359772	38.65	55204685	1671001	56875686	37.04	-1.61
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	37135912	50100	37186012	24.21	40916070	39300	40955370	26.67	2.46
c) Others (specify)									
Non Resident Indians	1935855	366000	2301855	1.50	2346074	359200	2705274	1.76	0.26
Overseas Corporate Bodies	-	600	600	0.00	-	600	600	0.00	0.00
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	211938	-	211938	0.14	143978	-	143978	0.09	-0.05
Trusts	25000	-	25000	0.02	25000	-	25000	0.02	-
Hindu Undivided Families	4158733	-	4158733	2.71	4337664	-	4337664	2.82	0.11
Foreign Bodies – D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)-	114082694	2137201	116219895	75.68	114128494	2091401	116219895	75.68	
Total Public Shareholding (B)=(B)(1)+ (B)(2)	114083140	4718601	118801741	77.36	114128940	4672801	118801741	77.36	
C. Shares held by									
Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	148849219	4718601	153567820	100.00	148895019	4672801	153567820	100.00	

B) Shareholding of Promoter-

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			& change in shareholding during the year
		No. of Shares	% of Total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of Total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
1.	Mrs. Rajbans Kaur	9570001	6.23	-	9570001	6.23	-	-
2.	Mrs. Sukhjinder Kaur	8500000	5.54	-	8500000	5.54	-	-
3.	Rana Veer Pratap Singh	3232856	2.11	-	3232856	2.11	-	-
4.	Rana Inder Pratap Singh	3154100	2.05	-	3154100	2.05	-	-
5.	Rana Karan Pratap Singh	2906710	1.89	-	2906710	1.89	-	-
6.	Rana Preet Inder Singh	2906710	1.89	-	2906710	1.89	-	-
7.	Rana Gurjeet Singh	2299141	1.50	-	2299141	1.50	-	-
8.	Rana Ranjit Singh	2196561	1.43	-	2196561	1.43	-	-
	TOTAL:	34766079	22.64	-	34766079	22.64	-	-



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

Sr. Particulars No.	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	34766079	22.64	34766079	22.64
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):				
At the end of the year	34766079	22.64	34766079	22.64

**D) Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl. No.	Name	Shareholding			Reason	Cumulative Shareholding during the year (01-04-14 to 31-03-15)		
		No. of shares at the beginning (01-04-14) end of the year (31-03-15)	% of total shares of the Company	Date		Increase/ Decrease in shareholding	No. of Shares	% of total shares of the Company
1.	Punjab Energy Development Agency	2550000	1.66	01-04-14	0	Nil Movement during the year	2550000	1.66
		2550000	1.66	31-03-15				
2.	Raghubir Singh	1279013	0.83	01-04-14	0	Nil Movement during the year	1279013	0.83
		1279013	0.83	31-03-15				
3.	Raj Kumar Malhotra	1010810	0.66	01-04-14	0	Nil movement during the year	1010810	0.66
		1010810	0.66	31-03-15				
4.	Master Capital Services Ltd.#	568427	0.37	01-04-14				
				11-04-14	-8050	Transfer	560377	0.36
				25-04-14	3310	Transfer	563687	0.37
				02-05-14	445	Transfer	564132	0.37
				09-05-14	-8000	Transfer	556132	0.36
				16-05-14	-500	Transfer	555632	0.36
				23-05-14	-100	Transfer	555532	0.36
				06-06-14	31675	Transfer	587207	0.38
				13-06-14	-3275	Transfer	583932	0.38
				20-06-14	-27987	Transfer	555945	0.36
				30-06-14	-17675	Transfer	538270	0.35
				11-07-14	3250	Transfer	541520	0.35
				18-07-14	1700	Transfer	539820	0.35
				01-08-14	-104015	Transfer	435805	0.28
				08-08-14	475	Transfer	436280	0.28
15-08-14	5000	Transfer	441280	0.29				
22-08-14	-3950	Transfer	437330	0.28				
29-08-14	-1050	Transfer	436280	0.28				



			05-09-14	400	Transfer	436680	0.28
			12-09-14	-500	Transfer	436180	0.28
			19-09-14	799	Transfer	436979	0.28
			30-09-14	1318	Transfer	438297	0.28
			10-10-14	-274995	Transfer	163302	0.11
			07-11-14	102	Transfer	163404	0.11
			28-11-14	-1582	Transfer	161822	0.11
			12-12-14	-5148	Transfer	156674	0.10
			31-12-14	-2956	Transfer	153718	0.10
			09-01-15	-153718	Transfer	00	0.00
	00	0.00	31-03-15	-	Transfer	00	0.00
5.	Mansukh Securities and Finance Ltd.#	547568	0.36	01-04-14			
			11-04-14	-3964	Transfer	543604	0.35
			09-05-14	15301	Transfer	558905	0.36
			16-05-14	-4582	Transfer	554323	0.36
			23-05-14	-2300	Transfer	552023	0.36
			06-06-14	72900	Transfer	624923	0.41
			13-06-14	-57152	Transfer	567771	0.37
			20-06-14	-206944	Transfer	360827	0.23
			30-06-14	-144790	Transfer	216037	0.14
			11-07-14	-9498	Transfer	206539	0.13
			18-07-14	18750	Transfer	225289	0.14
			01-08-14	-225289	Transfer	0	0.00
	00	0.00	31-03-15	-	-	0	0.00
6.	Shri Parasram Holding Pvt. Ltd.	538828	0.35	01-04-14			
			11-04-14	-382	Transfer	538446	0.35
			25-04-14	-11668	Transfer	526778	0.34
			02-05-14	-456	Transfer	526322	0.34
			09-05-14	-1885	Transfer	524437	0.34
			16-05-14	-425	Transfer	524012	0.34
			23-05-14	1950	Transfer	525962	0.34
			06-06-14	-7560	Transfer	518402	0.34
			13-06-14	-21510	Transfer	496892	0.32
			20-06-14	-5347	Transfer	491545	0.32
			30-06-14	-18504	Transfer	473041	0.31
			11-07-14	751	Transfer	473792	0.31
			18-07-14	-1000	Transfer	472792	0.31
			01-08-14	1050	Transfer	473842	0.31
			08-08-14	1200	Transfer	475042	0.31
			15-08-14	-1200	Transfer	473842	0.31
			22-08-14	-1550	Transfer	472292	0.31
			29-08-14	-4000	Transfer	468292	0.30
			05-09-14	-11500	Transfer	456792	0.30
			12-09-14	1300	Transfer	458092	0.30
			19-09-14	-12708	Transfer	445384	0.29
			30-09-14	-5320	Transfer	440064	0.29



		07-11-14	7752	Transfer	447816	0.29
		21-11-14	13404	Transfer	461220	0.30
		28-11-14	600	Transfer	461820	0.30
		05-12-14	2913	Transfer	464733	0.30
		12-12-14	1405	Transfer	466138	0.30
		31-12-14	-3468	Transfer	462670	0.30
		09-01-15	8900	Transfer	471570	0.31
		23-01-15	3110	Transfer	474680	0.31
		30-01-15	-700	Transfer	473980	0.31
		06-02-15	7500	Transfer	481480	0.31
		13-02-15	7841	Transfer	489321	0.32
		20-02-15	9584	Transfer	498905	0.32
		06-03-15	4188	Transfer	503093	0.33
		20-03-15	2767	Transfer	505860	0.33
	506246	0.33 31-03-15	386	Transfer	506246	0.33
7. Karvy Stock Broking Ltd.	438682	0.29 01-04-14				
		11-04-14	17935	Transfer	456617	0.30
		25-04-14	-3700	Transfer	452917	0.29
		02-05-14	2550	Transfer	455467	0.30
		09-05-14	-248	Transfer	455219	0.30
		16-05-14	-88	Transfer	455131	0.30
		23-05-14	-1200	Transfer	453931	0.30
		06-06-14	-15791	Transfer	438140	0.29
		13-06-14	-15875	Transfer	422265	0.28
		20-06-14	16980	Transfer	439245	0.29
		30-06-14	-6200	Transfer	433045	0.28
		11-07-14	-13363	Transfer	419682	0.27
		18-07-14	8017	Transfer	427699	0.28
		01-08-14	8095	Transfer	435794	0.28
		08-08-14	-3830	Transfer	431964	0.28
		15-08-14	-11	Transfer	431953	0.28
		22-08-14	-4038	Transfer	427915	0.28
		05-09-14	7428	Transfer	435346	0.28
		12-09-14	-7659	Transfer	427687	0.28
		19-09-14	3320	Transfer	431007	0.28
		30-09-14	-4530	Transfer	426477	0.28
		10-10-14	425	Transfer	426902	0.28
		07-11-14	1986	Transfer	428888	0.28
		21-11-14	9840	Transfer	438728	0.29
		28-11-14	-2308	Transfer	436420	0.28
		05-12-14	-815	Transfer	435605	0.28
		12-12-14	-21705	Transfer	413900	0.27
		31-12-14	-10820	Transfer	403080	0.26
		09-01-15	13300	Transfer	416380	0.27
		16-01-15	1440	Transfer	417820	0.27
		23-01-15	-14750	Transfer	403070	0.26
		30-01-15	-5250	Transfer	397820	0.26
		06-02-15	76	Transfer	397896	0.26
		13-02-15	-300	Transfer	397596	0.26

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			20-02-15	-600	Transfer	396996	0.26
			06-03-15	9388	Transfer	406384	0.26
			13-03-15	-12964	Transfer	393420	0.25
			20-03-15	-168	Transfer	393252	0.25
	388302	0.25	31-03-15	-4950	Transfer	388302	0.25
8.	Adroit Fin Ser. Pvt. Ltd. #	408246	0.26	01-04-14			
			11-04-14	-700	Transfer	407546	0.26
			25-04-14	-1500	Transfer	406046	0.26
			16-05-14	100	Transfer	406146	0.26
			23-05-14	-31700	Transfer	374446	0.24
			06-06-14	-600	Transfer	373846	0.24
			13-06-14	15100	Transfer	388946	0.25
			20-06-14	126333	Transfer	515279	0.34
			30-06-14	-22202	Transfer	493077	0.32
			11-07-14	-2200	Transfer	490877	0.32
			01-08-14	-3250	Transfer	487627	0.32
			08-08-14	-128771	Transfer	358856	0.23
			15-08-14	-200	Transfer	358656	0.23
			22-08-14	-1460	Transfer	357196	0.23
			29-08-14	-100	Transfer	357096	0.23
			05-09-14	100	Transfer	357196	0.23
			12-09-14	-300	Transfer	356896	0.23
			19-09-14	-50	Transfer	356846	0.23
			30-09-14	100	Transfer	356946	0.23
			10-10-14	-5000	Transfer	351946	0.23
			07-11-14	300	Transfer	352246	0.23
			21-11-14	700	Transfer	352946	0.23
			28-11-14	-4000	Transfer	348946	0.23
			05-12-14	3250	Transfer	352196	0.23
			31-12-14	-500	Transfer	351696	0.23
			09-01-15	5000	Transfer	356696	0.23
			16-01-15	-5000	Transfer	351696	0.23
			23-01-15	-3250	Transfer	348446	0.23
			06-02-15	-950	Transfer	347496	0.23
			13-02-15	800	Transfer	348296	0.23
			20-02-15	-800	Transfer	347496	0.23
			06-03-15	500	Transfer	347996	0.23
			20-03-15	300	Transfer	348296	0.23
	320796	0.21	31-03-15	-27500	Transfer	320796	0.21
9.	Simranjit Singh Shergill #	365368	0.24	01-04-14			
			13-06-14	-74368	Transfer	291000	0.19
			30-06-14	-33623	Transfer	257377	0.17
			11-07-14	-78377	Transfer	179000	0.12
			16-01-15	229	Transfer	179229	0.12
			23-01-15	29146	Transfer	208375	0.14
	208375	0.14	31-03-15	-	-	208375	0.14



10. Bonanza Portfolio Ltd.	356469	0.23	01-04-14					
			11-04-14	978	Transfer	357447		0.23
			25-04-14	-1300	Transfer	356147		0.23
			09-05-14	-10000	Transfer	346147		0.22
			23-05-14	-1100	Transfer	345047		0.22
			06-06-14	4600	Transfer	349647		0.23
			13-06-14	-1528	Transfer	348119		0.23
			20-06-14	2450	Transfer	350569		0.23
			30-06-14	4400	Transfer	354969		0.23
			11-07-14	-3400	Transfer	351569		0.23
			18-07-14	-7350	Transfer	344219		0.22
			01-08-14	-2050	Transfer	342169		0.22
			15-08-14	-3000	Transfer	339169		0.22
			22-08-14	300	Transfer	339469		0.22
			05-09-14	5790	Transfer	345259		0.22
			19-09-14	-1750	Transfer	343509		0.22
			30-09-14	-5021	Transfer	338488		0.22
			10-10-14	-150	Transfer	338338		0.22
			07-11-14	350	Transfer	338688		0.22
			21-11-14	9800	Transfer	348488		0.23
			28-11-14	8950	Transfer	357438		0.23
			05-12-14	15800	Transfer	373238		0.24
			12-12-14	300	Transfer	373538		0.24
			31-12-14	5100	Transfer	378638		0.25
			09-01-15	4400	Transfer	383038		0.25
			16-01-15	-2200	Transfer	380838		0.25
			23-01-15	-11100	Transfer	369738		0.24
			30-01-15	9650	Transfer	379388		0.25
			06-02-15	-400	Transfer	378988		0.25
			13-02-15	510	Transfer	379498		0.25
			20-02-15	-200	Transfer	379298		0.25
			06-03-15	-5100	Transfer	374198		0.24
			13-03-15	-1600	Transfer	372598		0.24
			20-03-15	-700	Transfer	371898		0.24
	370618	0.24	31-03-15	-1280	Transfer	370618		0.24
11. Nitya Singh*	0	0	01-04-14					
			20-06-14	140000	Transfer	140000		0.09
			30-06-14	40000	Transfer	180000		0.11
			11-07-14	153500	Transfer	333500		0.22
			18-07-14	12600	Transfer	346100		0.23
			01-08-14	120687	Transfer	466787		0.30
			22-08-14	75000	Transfer	541787		0.35
			12-09-14	140632	Transfer	682419		0.44
			19-09-14	74748	Transfer	757167		0.49
			21-11-14	37311	Transfer	794478		0.52
			28-11-14	6000	Transfer	800478		0.52
	800478	0.52	31-03-15	-	-	800478		0.52



12. Renu Malhotra*	348943	0.22	01-04-14					
			20-06-14	129988	Transfer	478931	0.31	
			30-06-14	58200	Transfer	537131	0.35	
	537131	0.35	31-03-15	-	-	-	537131	0.35
13. Rudraraju Appalaraju*	326000	0.21	01-04-14					
			13-06-14	-26000	Transfer	300000	0.19	
			01-08-14	20000	Transfer	320000	0.21	
			29-08-14	50000	Transfer	370000	0.24	
			31-03-15	-	-	370000	0.24	
14. LSE Securities Ltd.*	299270	0.19	01-04-14					
			11-04-14	-19900	Transfer	279370	0.18	
			25-04-14	5100	Transfer	284470	0.19	
			02-05-14	900	Transfer	285370	0.19	
			09-05-14	2497	Transfer	287867	0.19	
			16-05-14	2000	Transfer	289867	0.19	
			23-05-14	-11750	Transfer	278117	0.18	
			06-06-14	1700	Transfer	279817	0.18	
			13-06-14	-14150	Transfer	265667	0.17	
			20-06-14	4050	Transfer	269717	0.17	
			30-06-14	-4100	Transfer	265617	0.17	
			11-07-14	11126	Transfer	276743	0.18	
			18-07-14	-600	Transfer	276143	0.18	
			01-08-14	11928	Transfer	288071	0.19	
			08-08-14	-2000	Transfer	286071	0.19	
			15-08-14	-3428	Transfer	282643	0.18	
			22-08-14	-1000	Transfer	281643	0.18	
			29-08-14	1499	Transfer	283142	0.18	
			05-09-14	8100	Transfer	291242	0.19	
			12-09-14	-2300	Transfer	288942	0.19	
			19-09-14	-1500	Transfer	287442	0.19	
			30-09-14	14650	Transfer	302092	0.20	
			07-11-14	-161095	Transfer	140997	0.09	
			21-11-14	16000	Transfer	156997	0.10	
			28-11-14	151445	Transfer	308442	0.20	
			05-12-14	1600	Transfer	310042	0.20	
			12-12-14	400	Transfer	310442	0.20	
			31-12-14	1500	Transfer	311942	0.20	
			09-01-15	24696	Transfer	336638	0.22	
			16-01-15	-5300	Transfer	331338	0.22	
			23-01-15	1254	Transfer	332592	0.22	
			30-01-15	1400	Transfer	333992	0.22	
06-02-15	3349	Transfer	337341	0.22				
13-02-15	700	Transfer	338041	0.22				
20-02-15	-1200	Transfer	336841	0.22				
06-03-15	6450	Transfer	343291	0.22				
13-03-15	-1000	Transfer	342291	0.22				
20-03-15	1300	Transfer	343591	0.22				
	344091	0.22	31-03-15	500	Transfer	344091	0.22	

* Not in the list of Top 10 shareholders as on 01-04-2014. The same has been reflected above since the shareholder was one of the Top 10 shareholders as on 31-03-2015.

Ceased to be in the list of 10 shareholders as on 31-03-2015. The same is reflected above since the shareholder was one of the Top 10 shareholder as on 01-04-2014.



E) Shareholding of Directors and Key Managerial Personnel:

1) Directors :-

i) RANA RANJIT SINGH

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	2196561	1.43	2196561	1.43
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	2196561	1.43	2196561	1.43

ii) RANA INDER PRATAP SINGH

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	3154100	2.05	3154100	2.05
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	3154100	2.05	3154100	2.05

iii) RANA VEER PRATAP SINGH

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	3232856	2.11	3232856	2.11
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	3232856	2.11	3232856	2.11

iv) RANA KARAN PRATAP SINGH

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	2906710	1.89	2906710	1.89
	Date wise Increase / Decrease in Promoters Shareholding during the				



year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
At the end of the year	2906710	1.89	2906710	1.89

v) MRS. RAJBANS KAUR

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	9570001	6.23	9570001	6.23
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	9570001	6.23	9570001	6.23

2) Promoters :-

i) MRS. SUKHJINDER KAUR

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	8500000	5.54	8500000	5.54
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	8500000	5.54	8500000	5.54

ii) RANA PREET INDER SINGH

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	2906710	1.89	2906710	1.89
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	2906710	1.89	2906710	1.89



iii) RANA GURJEET SINGH

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	2299141	1.50	2299141	1.50
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	-	-	-	-
	At the end of the year	2299141	1.50	2299141	1.50

iv) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Indebtedness at the beginning of the financial year	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
i) Principal Amount	17207.82	8563.13	0.00	25770.25
ii) Interest due but not paid	72.79	0.00	0.00	72.79
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	17280.61	8563.13	0.00	25843.74
Change in Indebtedness during the financial year				
* Addition	2703.41	174.79	0.00	2878.20
* Reduction	1538.15	169.89	0.00	1708.04
Net Change	1165.26	4.89	0.00	1170.15
Indebtedness at the end of the financial year				
i) Principal Amount	18373.08	8568.02	0.00	26941.10
ii) Interest due but not paid	99.08	0.00	0.00	99.08
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	18472.16	8568.02	0.00	27040.18

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

S.N.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		-----	-----
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		
2.	Stock Option		
3.	Sweat Equity		
4.	Commission		
	- as % of profit		
	- others, specify...		
5.	Others, please specify		
	Total (A)		
	Ceiling as per the Act		



B. Remuneration to other directors

S.N.	Particulars of Remuneration	Name of Directors			Total Amount
1.	Independent Directors	Asdev Singh Sodhi	Shiv Avtar Singh Bajwa	Baljit Singh	
	Fee for attending board / committee meetings	65000	70000	70000	205000
	Commission	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil
	Total (1)	65000	70000	70000	205000
2.	Other Non-Executive Directors				
	Fee for attending board / committee meetings	Nil	Nil	Nil	Nil
	Commission	Nil	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil	Nil
	Total (2)				
	Total (B)=(1+2)	65000	70000	70000	205000
	Total Managerial Remuneration	65000	70000	70000	205000
	Overall Ceiling as per the Act				

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

S.N.	Particulars of Remuneration	Key Managerial Personnel			Total (Rs.)
		CEO	CS	CFO	
1.	Gross salary	-	16,64,016	18,46,824	35,10,840
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission as % of profit	-	-	-	-
	others, specify	-	-	-	-
5.	Others, please specify	-	-	-	-
	TOTAL	-	16,64,016	18,46,824	35,10,840

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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



Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2015

[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,
Rana Sugars Limited
S.C.O. 49-50, Sector 8-C,
Madhya Marg,
Chandigarh- 160009

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by RANA SUGARS LIMITED (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the RANA SUGARS LIMITED'S books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by RANA SUGARS LIMITED ("the Company") for the financial year ended on March 31, 2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Amendment) Regulations, 2013.
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009- Not applicable as the company has not issued any securities during the financial year under review.
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999- Not applicable as the company has not granted any options to its employees during the financial year under review.
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- Not applicable as the company has not issued any debt securities during the financial year under review.
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client- Not applicable as the



company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review.

- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- Not applicable as the company has not delisted any securities from any stock exchange during the financial year under review.
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- Not applicable as the company has not bought back any of its securities during the financial year under review.
- (vi) Environment Protection Act, 1986 and other environmental laws.
- (vii) The Air (Prevention and Control of Pollution) Act, 1981.
- (viii) The Water (Prevention and Control of Pollution) Act, 1974.

I have also examined compliance with the applicable clauses of the following:

- a) Secretarial Standards issued by The Institute of Company Secretaries of India- Not notified hence not applicable for the audit period.
- b) The Listing Agreement entered into by the Company with Bombay Stock Exchange Limited and National Stock Exchange of India Limited.

During the period under review the Company has generally complied with the provisions of the act, rules, regulations, guidelines, standards, etc. mentioned above.

Based on our examination and the information received and records maintained, I further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent well in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
3. All decisions are carried out through majority while the dissenting members' views, if any, are captured and recorded as part of the minutes.
4. The company has proper board processes.

Based on the compliance mechanism established by the company and on the basis of the compliance certificate(s) issued by the Company Secretary/ Officers and taken on record by the board of directors in their meeting(s), I am of an opinion that:

1. There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
2. On examination of the relevant documents and records, on test check basis, the company has complied with the following laws specifically applicable to the company:
 - a) The Boilers Act, 2003
 - b) Sugar Cess Act, 1982
 - c) Food Safety and Standards Act, 2006

I further report that:

1. The company has not filed the necessary forms and returns in respect of the following events Approval of quarterly and Annual Financial results, Disclosure of interest by the directors, Approval of the Directors' report for the year 2013-14, Appointment of Secretarial Auditor and Internal Auditor, Appointment of Chief Financial Officer of the company, Exercise of the borrowing powers by the board and creation of charge on the properties of the company, Change in the composition of the board or the KMPs of the company.

I further report that during the audit period:



1. The company passed a Special Resolution under Section 180(1)(a) of Companies Act, 2013 to authorise the directors to create a charge or mortgage on the property of the company.
2. The company passed a special resolution under Section 180(1)(c) of Companies Act, 2013 to authorise the directors to exercise borrowing powers upto a limit of Rs. 1000.00 Crores in aggregate.

Apart from the instances stated above, there were no instances of:

- (i) Public / Rights / Preferential issue of shares / debentures / sweat equity.
- (ii) redemption / buy-back of securities.
- (iii) Merger / amalgamation / reconstruction etc.
- (iv) Foreign technical collaborations.

Place: Chandigarh

Date: 13-08-2015

AJAY ARORA

FCS No. 2191

C P No.: 993

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

"ANNEXURE-A"

To,

The Members,
Rana Sugars Limited
S.C.O. 49-50, Sector 8-C,
Madhya Marg,
Chandigarh- 160009

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

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

Place: Chandigarh

Date: 13-08-2015

AJAY ARORA

FCS No. 2191

C P No.: 993



INDEPENDENT AUDITOR'S REPORT

To The Members of
RANA SUGARS LIMITED
Chandigarh.

A) Report on the Financial Statements

We have audited the accompanying financial statements of Rana Sugars Limited, which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and Cash Flow Statement for the period then ended and a summary of significant accounting policies and other explanatory information.

B) Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in Section 133 of the Companies Act, 2013 (The Act). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

C) Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from any material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the management as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

D) Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and subject to the Emphasis of Matter paragraph, give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;
- b) In the case of the Statement of Profit and Loss, of the Loss for the period ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the period ended on that date.

E) Emphasis of Matter

We draw your attention to Note No 23.23 to the financial statements which states that The Govt. of Uttar Pradesh has announced subsidy for Sugar Industry for the Season 2014-15 linked to average selling price of sugar and by-products during the period 1st October 2014 to 31st May 2015. The Company has recognized such subsidy of 3186.78 Lacs and reduced the same from the cane cost and the cane price payable based on present and expected likely average selling price.

F) Report on other Legal and Regulatory requirements.

1. As required by the Companies (Auditor's Report) Order, 2015 ("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 statement on the matters specified in paragraphs of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of the books
 - c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in Section 133 of The Act.
 - e) On the basis of written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of sub-section (2) of Section 164 of The Act.
 - f) In our opinion, the Company has adequate internal financial controls system and the same are operating effectively.

For KANSAL SINGLA & ASSOCIATES
Chartered Accountants

Place: Chandigarh
Date: 30.05.2015

(CA. S. K. ARORA)
PARTNER
M. No. 070405, FRN 003897N



The Annexure referred to in paragraph F-1 of the Our Report of even date to the members of Rana Sugars Limited on the accounts of the Company for the period ended 31st March, 2015.

On the basis of such checks as we considered appropriate during the course of our audit and according to the information and explanations given to us, we report that:

1. IN RESPECT OF ITS FIXED ASSETS:

- a. The Company has maintained proper records showing full particulars including quantitative details and the situation of fixed assets.
- b. As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such physical verification.

2. IN RESPECT OF INVENTORIES:

- a. The inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
- b. According to the information and explanations given to us, the procedure of physical verification of inventories followed by the management is reasonable and adequate in relation to the size of the Company and the nature of its business.
- c. The Company has maintained proper records of inventories. As explained to us, there were no material discrepancies noticed on physical verification of inventories of finished goods as compared to the book records. However, discrepancies noticed on verification between the physical stocks of stores and consumables were properly adjusted in the consumption of the same.

3. IN RESPECT OF LOANS GIVEN:

According to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company has not granted any loans, secured or unsecured, to Companies, firms or other parties listed in the register maintained under Section 189 of The Act.

4. IN RESPECT OF INTERNAL CONTROL:

In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of inventory and fixed assets and also for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system.

5. IN RESPECT OF DEPOSITS FROM PUBLIC:

According to the information and explanations given to us, the Company has not accepted any deposits from the public.

6. COST ACCOUNTING RECORDS:

We have reviewed the books of accounts maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records 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. However, we have not vouched the said records.

7. IN RESPECT OF STATUTORY DUES:

- (a) The Company has deposited, with some delays, undisputed statutory dues such as Income Tax, Wealth Tax, Employees' Provident Fund, Tax Collected at Source, Tax Deducted at Source, Excise Duty, Service Tax and Sales Tax with the appropriate authorities.

Further, the following undisputed amounts were payable as at 31st March, 2015, for a period exceeding six months from the date they became payable:

Name of the Statute	Nature of Dues	Amount (₹ in lacs)	Period to which the amount relates
Wealth Tax Act	Wealth Tax	4.02	Financial Year 2013-14



However, the same has since been paid.

(b) The following are the disputed statutory dues which have not been deposited by the Company as at 31st March 2015:

Name of the Statute	Nature of Dues	Total Demand (₹ in Lacs)	Amount Deposited (₹ in Lacs)	Forum where dispute is pending
U.P Sales Tax	Sales Tax and Entry Tax	170.97	60.24	Commissioner (Appeals), Moradabad
Punjab VAT	Central Sales Tax	163.29	-	DETC Appeal, Jalandhar

Further, Sales Tax assessments for Sugar unit in District Amritsar and Distillery Unit in District Tarn Taran have been completed upto Financial Year 2011-12. The Department has raised the Purchase Tax demand of ₹ 582.74 lacs, ₹ 882.01 lacs and ₹ 90.52 lacs for the Financial years 2005-06, 2009-10 and 2011-12. The Company has preferred appeals against all these orders with the Appellate authorities. Though, the Company has provided purchase tax liability of ₹ 2735.86 lacs for the years 2005-06 to 2014-15, the same has not been paid as the above mentioned appeals against assessment orders are pending with the Appellate authorities.

(c) As per information and explanations given to us, the Company was not required to transfer any amount in Investor Education and Protection Fund.

8. LOSS MAKING COMPANY:

The Company has accumulated losses of ₹ 11700.36 Lacs at the end of the financial year which is more than 50% of its net worth. Further, the Company has incurred a cash loss of ₹ 5504.18 Lacs during the financial year covered by our audit. However, there was no cash loss in the immediately preceding financial year.

9. REPAYMENT OF DUES:

During the year, the Company has paid the amounts due to banks and financial institutions with certain delays. However, as on 31st March 2015, there were no over dues in respect of Interest and instalments of loans.

10. GUARANTEES GIVEN:

The Company has given guarantees to various banks for repayment of crop loans amounting to ₹ 5858.34 lacs taken by farmers from banks. The terms and conditions thereof are not prima facie prejudicial to the interests of the Company.

11. END-USE-OF BORROWINGS:

As per the information and explanations given to us, we report that the Company has applied term loans only for the purpose for which they were obtained.

12. FRAUDS:

Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the period under audit.

For KANSAL SINGLA & ASSOCIATES,
Chartered Accountants

Place: Chandigarh
Date: 30.05.2015

(CA. S. K. ARORA)
PARTNER
M. No. 070405,
FRN 003897N



BALANCE SHEET AS AT 31ST MARCH, 2015

Sr. No.	PARTICULARS	Note No.	As at 31/03/2015 ₹ in lacs	As at 31/03/2014 ₹ in lacs
I. EQUITY AND LIABILITIES				
(1) Shareholders' Funds				
	(a) Share Capital	2	19,463.29	19,463.29
	(b) Reserves and Surplus	3	(1,208.62)	4,289.15
(2) Non-Current Liabilities				
	(a) Long-Term Borrowings	4	23,905.40	24,027.24
	(b) Long Term Provisions	5	533.17	490.70
(3) Current Liabilities				
	(a) Short-Term Borrowings	6	50,267.34	51,072.42
	(b) Trade Payables	7	20,717.80	18,587.25
	(c) Other Current Liabilities	8	17,199.39	15,537.20
	(d) Short-Term Provisions	9	86.42	150.84
	TOTAL		<u>130,964.19</u>	<u>133,618.09</u>
II. ASSETS				
(1) Non-Current Assets				
	(a) Fixed Assets			
	(i) Tangible Assets	10	43,948.99	45,282.82
	(ii) Capital Work in Progress		3,438.97	3,245.85
	(b) Long term loans and advances	11	504.81	441.68
	(c) Deferred tax assets (net)		3,218.67	559.48
(2) Current Assets				
	(a) Current investments	12	9.25	9.25
	(b) Inventories	13	58,677.52	63,864.68
	(c) Trade receivables	14	5,746.06	5,944.79
	(d) Cash and cash equivalents	15	1,398.72	3,274.73
	(e) Short-term loans and advances	16	13,664.47	10,988.64
	(f) Other current assets	17	356.73	6.17
	TOTAL		<u>130,964.19</u>	<u>133,618.09</u>
Significant Accounting Policies				
		1	-	-
Notes to Accounts				
		2 to 23		

The Notes are an integral part of the financial statements.

Manoj Gupta
Chief Financial Officer

Manmohan K.Raina
Company Secretary

Rana Inder Pratap Singh
Managing Director

Rana Karan Pratap Singh
Director

As per our report of even date attached

FOR KANSAL SINGLA & ASSOCIATES
CHARTERED ACCOUNTANTS

(CA. S. K. ARORA)
Partner

Place : Chandigarh
Dated : 30.05.2015

Membership No. : 70405
FRN 003897N



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2015

Sr. No.	PARTICULARS	Note No.	For the year ended 31/03/2015 ₹ in lacs	For the year ended As at 31/03/2014 ₹ in lacs
I	Revenue from operations			
-	Sale of Products		70,847.10	65,839.92
-	Other Operating Revenues		954.53	887.63
	Less: Excise Duty		<u>2,011.36</u>	<u>1,936.96</u>
	Revenue from operations (Net)		69,790.27	64,790.59
II	Other Income	18	840.81	(12.84)
III	Total Revenue (I +II)		<u>70,631.08</u>	<u>64,777.75</u>
IV	Expenses:			
	Cost of materials consumed	19	55,125.71	57,850.24
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		5,519.95	(8,284.94)
	Excise duty related to the difference between closing stock and opening stock		13.04	173.53
	Employee Benefits Expenses	20	2,741.29	2,976.88
	Financial Costs	21	8,658.40	7,965.19
	Depreciation and Amortization Expenses	10	2,652.77	3,316.42
	Other Expenses	22	4,052.39	3,718.84
	Total Expenses		<u>78,763.55</u>	<u>67,716.16</u>
V	Profit/(Loss) before exceptional and extraordinary items and tax (III -IV)		<u>(8,132.47)</u>	<u>(2,938.40)</u>
VI	Exceptional Items		24.49	15.09
VII	Profit/(Loss) before extraordinary items and tax (V - VI)		<u>(8,156.96)</u>	<u>(2,953.50)</u>
VIII	Extraordinary Items		-	-
IX	Profit/(Loss) before tax (VII - VIII)		<u>(8,156.96)</u>	<u>(2,953.50)</u>
X	Tax expenses of continuing operations:			
	Current tax		-	-
	Deferred tax		<u>(2,659.19)</u>	<u>(559.48)</u>
XI	Profit/(Loss) from continuing operations (IX-X)		<u>(5,497.77)</u>	<u>(2,394.02)</u>
XII	Earning per Equity Share (Face value ₹ 10/-):			
(1)	Basic		(3.58)	(1.56)
(2)	Diluted		(3.58)	(1.56)
	Significant Accounting Policies	1		
	Notes to Accounts	2 to 23		

The Notes are an integral part of the financial statements.

Manoj Gupta
Chief Financial Officer

Manmohan K. Raina
Company Secretary

Rana Inder Pratap Singh
Managing Director

Rana Karan Pratap Singh
Director

As per our report of even date attached

FOR KANSAL SINGLA & ASSOCIATES
CHARTERED ACCOUNTANTS

(CA. S. K. ARORA)

Partner

Membership No. : 70405

FRN 003897N

Place : Chandigarh

Dated : 30.05.2015



CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2015

PARTICULARS	(₹ in Lacs) 31.03.2015 (12 months)	(₹ in Lacs) 31.03.2014 (12 months)
(A) CASH FLOW FROM OPERATING ACTIVITIES		
PROFIT/(LOSS) BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX	(8,132.47)	(2,938.41)
Adjustment for :		
- Depreciation & Non Cash Expenses	2,652.77	3,316.42
- Net Loss/(Profit) on Sale of Fixed Assets/Investment	(4.80)	2.93
- Interest (Net)	8,576.53	7,941.03
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	3,092.03	8,321.96
Adjustment for :		
- (Increase)/ Decrease in Trade & other receivable	(2,864.30)	757.70
- (Increase)/ Decrease in Inventories	5,187.15	(9,258.12)
- (Decrease)/ Increase in Trade & other Payables	3,770.77	520.59
CASH GENERATED FROM OPERATIONS	9,185.66	342.14
- Exceptional Items	(24.49)	(15.09)
Cash flow before extraordinary items	9,161.17	327.05
- Extra ordinary Items	-	-
Cash flow after extraordinary items	9,161.17	327.05
- Direct Tax Paid	-	-
NET CASH (USED)/FROM IN OPERATING ACTIVITIES	9,161.17	327.05
(B) CASH FLOW FROM INVESTING ACTIVITIES		
- Purchase of fixed assets	(1,608.17)	(1,702.68)
- Sale of fixed assets	74.44	6.35
- Sale of Investments	-	-
- Interest Received	81.87	24.16
NET CASH (USED)/FROM IN INVESTING ACTIVITIES	(1,451.86)	(1,672.17)
(C) CASH FLOW FROM FINANCING ACTIVITIES		
- Increase/(Decrease) in long term borrowings	(126.74)	151.01
- Increase/(Decrease) in Unsecured Loans	4.89	30.89
- Increase/(Decrease) in Working capital borrowings	(805.08)	10,400.63
- Interest Paid	(8,658.40)	(7,965.19)
NET CASH (USED)/FROM FINANCING ACTIVITIES	(9,585.32)	2,617.34
NET CHANGE IN CASH AND CASH EQUIVALENTS (A+B+C)	(1,876.01)	1,272.22
CASH AND CASH EQUIVALENTS AT THE BEGINNING	3,274.73	2,002.51
CASH AND CASH EQUIVALENTS AT THE END	1,398.72	3,274.73

Manoj Gupta
Chief Financial Officer

Manmohan K.Raina
Company Secretary

Rana Inder Pratap Singh
Managing Director

Rana Karan Pratap Singh
Director

In terms of our separate report of even date annexed.
FOR KANSAL SINGLA & ASSOCIATES
Chartered Accountants

(CA. S. K. ARORA)
Partner

Place : Chandigarh
Dated : 30.05.2015

Membership No. : 70405
FRN 003897N



SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS FORMING PART OF ACCOUNTS AS AT 31ST MARCH 2015.

SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting

The company maintains its accounts on accrual basis following the historical cost conventions in accordance with Generally Accepted Accounting Principles (GAAP) and in compliance with the Accounting Standards referred to in Section 129 read with Section 133 of the Companies Act, 2013.

The preparation of the financial statements in conformity with GAAP requires that the management of the company makes estimates and assumptions that affect the reported amounts of income and expenses of the year, the reported balances of assets and liabilities and the disclosures relating to contingent liabilities as of the date of the financial statements. Examples of such estimates include the useful life of fixed assets and intangible assets, provisions for doubtful debts/advances, future obligations in respect of retirement benefit plans, etc. Actual results could differ from these estimates.

2. Revenue Recognition

Revenue is recognized, based on the nature of activity, when consideration can be reasonably measured and there exists reasonable certainty of its recovery.

- (a) Revenue from sale of goods is recognized when the substantial risks and rewards of ownership are transferred to the buyer under the terms of the contract.
- (b) Sale of power to Punjab State Power Corporation Limited (PSPCL), Uttar Pradesh Power Corporation Limited (UPPCL) & merchant power purchasers is accounted for based on the meter reading as per metering equipments of PSPCL and UPPCL installed at the Power Grid.
- (c) Other income is accounted for on accrual basis as and when the right to receive arises.

3. Inventories

Inventories of Finished Goods are valued at lower of cost and net realizable value. Inventories of by-products are valued at net realizable value. Cost of inventories is determined using Weighted Average Cost method. In respect of finished goods and work in process appropriate overheads are considered.

4. Fixed Assets

Fixed assets are stated at cost, net of Excise Duty, less accumulated depreciation and impairment loss, if any. All costs directly related to the acquisition and installation of fixed assets are capitalized and added to the respective assets. Borrowing costs relating to acquisition of fixed assets which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

5. Depreciation

Depreciation is provided on all the fixed assets using the straight-line method over its useful life as provided in accordance with and in the manner specified in Schedule II of the Companies Act, 2013.

6. Foreign Currency Transactions

Transactions denominated in foreign currency are normally recorded at the exchange rates prevailing at the time of the transactions. Monetary items denominated in foreign currencies at the year end are translated at the year end exchange rates. Any income or expenses on account of exchange difference either on settlement or on translation is recognized in the Statement of Profit & Loss.

7. Expenditure on new projects & substantial expansions

Expenditure directly relating to construction/substantial expansion activity is capitalized. Indirect expenditure incurred during construction period is capitalized as part of the indirect construction cost to the extent to which the expenditure is indirectly related to construction or is incidental thereto. Income earned during the construction period is deducted from the total of the indirect expenditure.

As regards indirect expenditure on expansion, only that portion is capitalized which represents the marginal



increase in such expenditure involved as a result of capital expansion. Both direct and indirect expenditure are capitalized only if they increase the value of the asset beyond its original standard of performance.

8. Impairment of Assets

At each balance sheet date, the carrying amount of fixed assets are reviewed by the management to determine whether there is any indication that those assets suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss (recoverable amount is the higher of an asset's net selling price or value in use). In assessing the value in use, the estimated future cash flow expected from the continuing use of the assets and from their disposal are discounted to their present value using a pre discounted rate that reflects the current market assessment of time value of money and risks specific to the asset.

Reversal of impairment loss is recognized immediately as income in the Statement of Profit and Loss.

9. Government Grants and Subsidies

Grants and subsidies from the government are recognized when there is reasonable assurance that the grant/subsidy will be received and all attaching conditions will be complied with.

When grant or subsidy relates to an expense item, it is recognized as income over the periods necessary to match them on a systematic basis with the related cost, which it is intended to compensate. Where grant/subsidy relates to an asset, its value is deducted in arriving at the carrying amount of the related asset against which grant/subsidy has been received and further where the grant/subsidy is in the nature of promoters contribution the amount of grant/subsidy is accounted for as a capital reserve.

10. Investments

Investments that are readily realizable and intended to be held for less than one year are classified as current investments. Current investments are carried at lower of cost and fair value, whereas long term investments are carried at historical cost. The provision for diminution in the value of investment other than temporary is provided for.

11. Miscellaneous Expenditure

Preliminary expenses and cost incurred in raising funds are written off to the Statement of Profit and Loss in the year in which the same are incurred.

12. Employees Benefits

- The liability on account of gratuity is provided in accordance with LIC's Group Gratuity Scheme and Actuarial Valuation basis.
- Provision for Leave encashment liability is made on Actuarial valuation basis.
- Provident Fund: Contribution to provident fund is made in accordance with the provisions of the Employees Provident Fund Act, 1952.

13. Tax Expenses

Tax expenses comprises of current and deferred income tax and wealth tax. Current income tax is calculated at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961. Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized. If the company has carry forward of unabsorbed depreciation and tax losses, deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that such deferred tax assets can be realized against further taxable profits. Unrecognized deferred tax assets of earlier years are re-assessed and recognized to the extent that it has become reasonably certain that further taxable income will be available against which such deferred tax assets can be realized.

14. Earnings per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity



shareholders (after deducting preference dividend & taxes) by the weighted average number of equity shares outstanding during the year. Equity shares that are partly paid up are treated as a fraction of an equity share to the extent they entitled to participate in dividends. The weighted average numbers of equity shares outstanding during the year are adjusted for events such as bonus issue, bonus element in a right issue to the existing shareholders, share split and consolidation of shares.

For the purpose of calculating diluted EPS, the net profit or loss attributable to equity share holders and weighted average number of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

15. Segment Reporting

- a) Segment accounting policies are in line with the accounting policies of the company. In addition, the following specific accounting policies have been followed for segment reporting.
- (1) Segment revenue includes sales and other income directly identifiable with/allocable to the segment including inter segment sales.
 - (2) Expenses that are directly identifiable with/allocable to segment are considered for determining the segment result. Expenses which relate to the company as a whole and not allocable to segment are included under Un-allocable corporate expenditure.
 - (3) Income which relates to the company as a whole and not allocable to segments is included in un-allocable corporate income.
 - (4) Segment assets and liabilities include those directly identifiable with the respective segments. Un-allocable corporate assets and liabilities represent the assets and liabilities that relate to company as a whole and not allocable to any segment. Un-allocable assets mainly comprise corporate head office assets, investments and tax deposited with the Income Tax Authorities. Un-allocable liabilities include mainly Unsecured Loans and Tax Payable to Income Tax authorities.
- b) Inter Segment transfer pricing
Segment revenue resulting from transactions with other business segments is accounted on the basis of market price.

16. Provisions & Contingent liabilities

A provision is recognized when an enterprise has

- (1) A present obligation as a result of past events.
- (2) It is probable that an outflow of resources will be required to settle the obligation.
- (3) In respect of which a reliable estimate can be made.

The provisions are determined based on the best estimates required to fulfill the obligation on the balance sheet date. The provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liability is

- (1) a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise: or
- (2) a present obligation that arises from past events but is not recognized.

The Contingent liabilities are not recognized but are disclosed in the notes. The Contingent Assets are neither recognized nor disclosed in financial statements.

17. Cash and Cash equivalents

Cash and cash equivalents in the balance sheet comprises cash at bank and cash on hand.

18. Financial Derivatives and Commodity Hedging

In respect of derivative contracts, premium paid, gain & losses on settlement & losses on restatement are recognized in the Statement of Profit & Loss except in case where they relate to the acquisition & construction of fixed assets, in which case they are adjusted to the carrying cost of such assets.



2. SHARE CAPITAL

(A) Authorised, Issued, Subscribed and paid-up share capital and par value per share

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
Authorised Share Capital		
16,00,00,000 (Previous year 16,00,00,000) Equity Shares of ₹ 10/- each	16,000.00	16,000.00
6,00,00,000 (Previous year 6,00,00,000) 8% Non-cumulative Redeemable Preference Shares of ₹ 10/- each	6,000.00	6,000.00
	22,000.00	22,000.00
Issued & Subscribed Share Capital		
15,35,67,820 (Previous year 15,35,67,820) Equity Shares of ₹ 10/- each	15,356.78	15,356.78
4,10,93,424 (Previous year 4,10,93,424) 8% Non cumulative Redeemable Preference Shares of ₹ 10/- each	4,109.34	4,109.34
	19,466.12	19,466.12
Paid-up Share Capital		
15,35,67,820 (Previous year 15,35,67,820) Equity Shares of ₹ 10/- each	15,356.78	15,356.78
4,10,93,424 (Previous year 4,10,93,424) 8% Non cumulative Redeemable Preference Shares of ₹ 10/- each	4,109.34	4,109.34
Less: Calls unpaid by directors and other officers	-	-
Less: Calls in arrears	2.83	2.83
Add: Equity shares forfeited (paid-up)	-	-
TOTAL	19,463.29	19,463.29

Note :

The company has two classes of shares with both having par value of ₹ 10 per share. The company has not allotted any shares for consideration other than cash during the last five years. Each holder of Equity share is entitled to one vote per share.

(B) Reconciliation of number of Equity Shares outstanding at the beginning and at the end of the year

Particulars	AS AT 31.03.2015	AS AT 31.03.2014
Number of shares outstanding as at the beginning of the year	153,567,820	153,567,820
Add:		
Shares Issued During the Year	-	-
Number of shares outstanding as at the end of the year	153,567,820	153,567,820

(C) Reconciliation of number of preference shares outstanding at the beginning and at the end of the year

Particulars	AS AT 31.03.2015	AS AT 31.03.2014
Number of shares outstanding as at the beginning of the year	41,093,424	41,093,424
Add:		
Shares Issued During the Year	-	-
Number of shares outstanding as at the end of the year	41,093,424	41,093,424

(D) Name of Equity Shareholders holding more than 5% Equity Shares in the Company

Name of the Shareholder	As at 31.03.2015		As at 31.03.2014	
	Number of Shares	Percentage	Number of Shares	Percentage
1. Mrs. Rajbans Kaur	9,570,001	6.23%	9,570,001	6.23%
2. Mrs. Sukhjinder Kaur	8,500,000	5.54%	8,500,000	5.54%



3. RESERVES AND SURPLUS

Particulars	AS AT 31.03.2014 (₹ in lacs)	Additions during the year	Deductions during the year	As at 31.03.2015 (₹ in lacs)
Capital Reserves	806.93	-	-	806.93
Capital Redemption Reserve	1,369.79	-	-	1,369.79
Securities Premium Reserve	8,315.02	-	-	8,315.02
Surplus/(Deficit) in Statement of Profit & Loss	(6,202.59)	(5,497.77)	-	(11,700.36)
Total	<u>4,289.15</u>	<u>(5,497.77)</u>	-	<u>(1,208.62)</u>

4. LONG-TERM BORROWINGS

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
(A) TERM LOANS FROM BANKS Secured		
(i) Term loan from State Bank of India	1,703.80	1,870.52
(ii) Term loan from State Bank of Patiala	1,010.27	1,112.25
(iii) Term loan from Bank of Baroda	1,010.61	1,112.21
(iv) Term loan from State Bank of Mysore	589.88	648.94
(v) Term loan from State Bank of Bikaner and Jaipur	601.42	660.20
(vi) Term loan from State Bank of Hyderabad	603.19	662.06
- Term Loans from above banks are secured by pari passu first charge on Fixed Assets of the Company, including Sugar & Power units in Districts Amritsar (Punjab), Moradabad & Rampur (UP) and Distillery unit in District Tarn Taran (Punjab) and are repayable in 34 quarterly instalments starting from 30/06/2009 and ending on 30/09/2017		
(vii) Term loan (SEFASU 2014) from State Bank of India	1,398.00	734.00
(viii) Term loan (SEFASU 2014) from State Bank of Patiala	767.00	-
(ix) Term loan (SEFASU 2014) from Bank of Baroda	697.27	698.00
(x) Term loan (SEFASU 2014) from State Bank of Mysore	262.00	262.00
(xi) Term loan (SEFASU 2014) from State Bank of Bikaner and Jaipur	260.00	-
(xii) Term loan (SEFASU 2014) from State Bank of Hyderabad	135.00	-
(xii) Term loan (SEFASU 2014) from UCO Bank	99.16	-
- Term Loans from above banks are secured by pari passu first charge on Fixed Assets of the Company, including Sugar & Power units in Districts Amritsar (Punjab), Moradabad & Rampur (UP) and Distillery unit in District Tarn Taran (Punjab).		
- Term Loans from State Bank of India and State Bank of Mysore are repayable in 12 quarterly instalments starting from 31/03/2016 and ending on 31/12/2018.		
- Term Loans from State Bank of Hyderabad, State Bank of Bikaner and Jaipur and UCO Bank are repayable in 12 quarterly instalments starting from 31/05/2016 and ending on 28/02/2019		
- Term Loan from Bank of Baroda and State Bank of Patiala are repayable in 12 quarterly instalments starting from 01/04/2016 and ending on 01/01/2019.		
TOTAL TERM LOANS	<u>9,137.60</u>	<u>7,760.17</u>
<i>Less : Current Maturities of Long Term Debts</i>	1,820.90	668.12
TERM LOANS FROM BANKS (A)	<u>7,316.70</u>	<u>7,092.05</u>



(B) TERM LOANS FROM FINANCIAL INSTITUTIONS

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
Term loan from IREDA	8,170.72	9,161.13
- Term Loan from IREDA is secured by pari passu first charge on Fixed Assets of the Company, including Sugar & Power units in Districts Amritsar, Moradabad & Rampur and Distillery unit in District Tarantaran and is repayable in 40 quarterly instalments starting from 30/09/2013 and ending on 30/06/2023		
<i>Less : Current Maturities of Long Term Debts</i>	<u>990.40</u>	<u>990.40</u>
TERM LOAN FROM FINANCIAL INSTITUTIONS (B)	<u>7,180.32</u>	<u>8,170.73</u>
Term Loans from Banks and Financial Institutions are further secured by personal guarantee of promoters / directors.		

(C) Long term Maturities of Finance Lease obligations

(Secured by Hypothecation of underlying Vehicles taken on Finance Lease)

Less: Current Maturities of finance lease obligations

Finance Lease Obligations(C)

1,064.77	286.52
<u>224.41</u>	<u>85.19</u>
<u>840.36</u>	<u>201.33</u>

(D) Unsecured Loans and Advances

- From Directors
- From Intercorporate
- From Relatives

1,140.09	1,091.90
5,614.18	5,784.08
<u>1,813.75</u>	<u>1,687.15</u>
<u>23,905.40</u>	<u>24,027.24</u>

TOTAL

5. LONG-TERM PROVISIONS

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
Employee Benefits	533.17	490.70
TOTAL	<u>533.17</u>	<u>490.70</u>

6. SHORT TERM BORROWINGS

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
LOANS REPAYABLE ON DEMAND		
Secured		
- For Sugar Unit in District Amritsar	13,626.72	14,284.21
<i>Working Capital Loans are secured by pledge/hypothecation of crystal sugar, and hypothecation of all other current assets in Sugar Unit in District Amritsar (Punjab), in favour of State Bank of India, State Bank of Patiala, Bank of Baroda and UCO Bank on pari-passu basis.</i>		
- For Distillery Unit in District Tarn Taran	1,164.62	948.76
<i>Working Capital Loans are secured by hypothecation of all current assets in Distillery Unit in District Tarn Taran (Punjab), in favour of State Bank of India and UCO Bank on pari- passu basis.</i>		



<p>- For Sugar Unit in District Moradabad</p> <p><i>Working Capital loans are secured by pledge/hypothecation of crystal sugar, and hpothecation of all other current assets in Sugar Unit in District Moradabad (UP), in favour of State Bank of India, State Bank of Patiala, Bank of Baroda, State Bank of Bikaner & Jaipur, State Bank of Hyderabad, State Bank of Mysore and Zila Sahkari Bank Ltd. on pari-passu basis</i></p>	17,156.73	17,323.64
<p>- For Sugar Unit in District Rampur</p> <p><i>Working Capital Loans are secured by pledge/hypothecation of crystal sugar, and hypothecation of all other current assets in Sugar Unit in District Rampur(UP), in favour of State Bank of India, State Bank of Patiala, State Bank of Bikaner & Jaipur, State Bank of Hyderabad, State Bank of Mysore, Bank of Baroda and Zila Sahkari Bank Ltd. on pari-passu basis</i></p>	18,319.27	18,515.81
<p><i>Working Capital Loans from Banks are further secured by personal guarantee of promoters / directors.</i></p>		
TOTAL	<u>50,267.34</u>	<u>51,072.42</u>

7. TRADE PAYABLES

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
Micro & Small Enterprises	31.26	54.94
Others	20,686.54	18,532.31
TOTAL	<u>20,717.80</u>	<u>18,587.25</u>

8. OTHER CURRENT LIABILITIES

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
Current maturities of long term debts	2,811.30	1,658.53
Current maturities of finance lease obligations	224.41	85.19
Interest accrued and due on borrowings	99.08	72.79
Other liabilities and payables	14,064.60	13,720.69
TOTAL	<u>17,199.39</u>	<u>15,537.20</u>

9. SHORT-TERM PROVISIONS

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
Provision for employee benefits	77.72	146.82
Provision for wealth-tax	8.70	4.02
TOTAL	<u>86.42</u>	<u>150.84</u>



Reconciliation of the gross carrying amounts and net carrying amounts at the beginning and at the end of the year

₹ in lacs

Sr. Particulars No.	GROSS CARRYING AMOUNT				ACCUMULATED DEPRECIATION				NET CARRYING AMOUNT	
	As at 31/03/2014	Additional adjustment during the year	Deductions during the year	As at 31/03/2015	As at 31/03/2014	Provided during the year	Deductions during the year	As at 31/03/2015	As at 31/03/2015	As at 31/03/2014
Tangible Owned Assets										
1	2,224.45	0.34		2,224.79	-	-	-	-	2,224.79	2,224.45
2	4,656.49	81.04	-	4,737.53	1,256.62	142.64	-	1,399.26	3,338.27	3,399.87
-	2,304.56	42.26	-	2,346.82	266.94	86.01	-	352.95	1,993.87	2,037.62
3	57,423.20	742.96	68.52	58,097.64	21,456.34	2,033.90	18.45	23,471.79	34,625.85	35,966.86
4	213.47	6.11	0.23	219.35	94.58	24.58	0.16	119.00	100.35	118.89
5	1,201.20	163.20	44.14	1,320.26	369.35	169.29	25.31	513.33	806.93	831.85
6	58.59	5.63	1.72	62.50	28.16	12.25	1.06	39.35	23.15	30.43
7	344.12	9.53	-	353.65	258.15	54.68	-	312.83	40.82	85.97
8	210.90	3.87	-	214.77	142.64	15.28	-	157.92	56.85	68.26
9	818.00	304.87	-	1,122.87	338.30	102.74	-	441.04	681.83	479.70
10	543.24	-	-	543.24	516.70	5.43	-	522.13	21.11	26.54
11	25.61	28.76	-	54.37	13.23	5.97	-	19.20	35.17	12.38
TOTAL	70,023.83	1,388.57	114.61	71,297.79	24,741.01	2,652.77	44.98	27,348.80	43,948.99	45,282.82
(Previous Year)	66,843.54	3,200.93	20.64	70,023.83	21,435.95	3,316.42	11.36	24,741.01	45,282.82	45,407.59

Note : 10 Fixed Asset



11. LONG TERM LOANS AND ADVANCES (unsecured, considered good unless stated otherwise)

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
Capital Advances	409.62	383.13
Security Deposits	95.19	58.55
TOTAL	<u>504.81</u>	<u>441.68</u>

12. CURRENT INVESTMENTS

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
Non-Trade Investment (Quoted)		
Investment in Mutual Funds		
- SBI CPOF- Series II	9.25	9.25
(92468 units @ ₹ 10 per unit having NAV ₹ 14.5919 per unit)		
TOTAL	<u>9.25</u>	<u>9.25</u>

13. INVENTORIES

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
(As taken valued & certified by the Management)		
(a) Raw Materials	333.02	462.73
(b) Work-in-progress	1,094.41	658.48
(c) Finished Goods	53,632.83	59,588.71
(d) Stores and spares	3,148.79	2,790.12
(e) Packing Materials	468.47	364.64
TOTAL	<u>58,677.52</u>	<u>63,864.68</u>

14. TRADE RECEIVABLES (unsecured, considered good)

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
Trade receivables outstanding for more than six months from the date they became due for payment	247.37	302.56
Other trade receivables	5,498.69	5,642.23
TOTAL	<u>5,746.06</u>	<u>5,944.79</u>

15. CASH AND CASH EQUIVALENTS

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
(A) Balances with Banks		
(I) Bank balances held as margin money or as security against:		
(i) Guarantees	75.21	9.39
(ii) Letters of Credit	189.23	65.39
(iii) Other commitments	245.99	181.86
(II) Other Bank balances	641.95	1,607.72
(B) Cheques, drafts in hand	6.06	1,333.46
(C) Cash on hand	240.28	76.91
TOTAL	<u>1,398.72</u>	<u>3,274.73</u>



16. SHORT-TERM LOANS AND ADVANCES (unsecured, considered good)

Particulars	AS AT 31.03.2015 (₹ in lacs)	AS AT 31.03.2014 (₹ in lacs)
Other Short Term Loans & Advances		
- Advances recoverable in cash or in kind or for value to be received	12,810.78	9,446.33
- Balance with Excise, customs etc.	672.23	1,247.64
- Payments of Taxes under protest/appeal	149.59	262.59
- Advance payment of Tax (including Tax deducted at source)	31.87	32.08
TOTAL	<u>13,664.47</u>	<u>10,988.64</u>

17. OTHER CURRENT ASSETS

Particulars	For the year ended 31.03.2015 (₹ in lacs)	For the year ended 31.03.2014 (₹ in lacs)
Interest and other Receivable	356.73	6.17
TOTAL	<u>356.73</u>	<u>6.17</u>

18. OTHER INCOME

Particulars	For the year ended 31.03.2015 (₹ in lacs)	For the year ended 31.03.2014 (₹ in lacs)
Interest Income	81.87	24.16
Net Gain/(Loss) on sale of Asset/Investment	4.80	(2.93)
Other Non-Operating Income/(Expenses) (Net of Expenses directly attributable to such income)	754.14	(34.07)
TOTAL	<u>840.81</u>	<u>(12.84)</u>

19. COST OF MATERIAL CONSUMED

Particulars	For the year ended 31.03.2015 (₹ in lacs)	For the year ended 31.03.2014 (₹ in lacs)
Raw material consumed		
- Sugarcane	41,447.45	45,429.46
- Others	1,323.93	1,461.39
- Bagasse/Husk and Other Fuels	49.90	135.07
- Molasses and Grain	6,993.53	6,265.90
Power and Fuel consumed	1,781.01	1,612.66
Stores, spares, chemicals and packing materials consumed	3,529.89	2,945.76
TOTAL	<u>55,125.71</u>	<u>57,850.24</u>



20. EMPLOYEE BENEFITS EXPENSES

Particulars	For the year ended	For the year ended
	31.03.2015	31.03.2014
	(₹ in lacs)	(₹ in lacs)
Salaries & Wages, bonus, gratuity and allowances	2,552.99	2,810.00
Contribution to PF and Superannuation Fund	125.87	106.21
Staff Welfare Expenses	62.43	60.67
TOTAL	<u>2,741.29</u>	<u>2,976.88</u>

21. FINANCIAL COSTS

Particulars	For the year ended	For the year ended
	31.03.2015	31.03.2014
	(₹ in lacs)	(₹ in lacs)
Interest Expenses	8,389.52	7,680.22
Other Borrowing costs	268.88	284.97
Net (Gain)/Loss on foreign currency transactions/translation	-	-
TOTAL	<u>8,658.40</u>	<u>7,965.19</u>

22. OTHER EXPENSES

Particulars	For the year ended	For the year ended
	31.03.2015	31.03.2014
	(₹ in lacs)	(₹ in lacs)
Processing Charges	478.82	551.29
Insurance Expenses	80.30	78.68
Repairs		
- <i>Plant and machinery</i>	1,442.49	1,214.43
- <i>Factory Buildings</i>	120.50	111.75
Rent	90.88	64.84
Other Interest Expenses	35.11	19.42
Rates and Taxes other than taxes on income	209.93	169.07
Donations - Others	11.01	1.07
Travelling & Conveyance	360.69	319.88
Vehicle Running & Maintenance	225.42	186.48
Office Expenses	322.68	291.55
<i>Payments to statutory auditors</i>		
- as auditors	8.49	8.49
- for taxation matters	3.85	5.00
Wealth Tax	4.67	4.02
Legal, professional and consultancy charges	76.36	47.17
Advertisement, Publicity and Sale Promotion	25.02	23.58
Commission on sales	42.00	41.60
Other Selling Expenses	478.29	502.07
Directors' fees	1.27	1.95
Net (Gain)/Loss on foreign currency transactions (other than adjusted as finance costs)	(13.06)	(0.61)
Miscellaneous expenses	47.67	77.11
TOTAL	<u>4,052.39</u>	<u>3,718.84</u>



NOTES TO ACCOUNTS

23.1 Contingent Liabilities:-

- a) Liabilities in respect of Income Tax and Sales Tax have been accounted for on the basis of respective returns filed with the relevant authorities. Additional demand, if any, arising at the time of assessment is accounted for in the year in which the assessment is completed.
- i) Income Tax assessments have been completed up to the assessment year 2012-13. There is no demand pending in respect of the completed assessments.
- ii) Sales Tax assessments
- a) Sales Tax assessments, for Sugar Units in Districts Moradabad and Rampur have been completed up to Financial Year 2011-12. The department has raised additional demand of ₹ 170.97 lacs for Financial Years 2007-08, 2008-09 & 2011-12 on account of Sales Tax and Entry Tax. The Company has filed appeals with the Appellant Authority against the orders of Deputy Commissioner of Sales Tax, Moradabad. The Company has deposited ₹ 60.24 lacs under protest and shown the same under the head Payments of Taxes under protest/appeal under Short Term Loans & Advances.
- b) Sales Tax assessments for Sugar unit in District Amritsar and Distillery Unit in District Taran Taran have been completed upto Financial Year 2011-12. The Department has raised the Purchase Tax demand of ₹ 582.74 lacs, ₹ 882.01 lacs and ₹ 90.52 lacs for the Financial years 2005-06, 2009-10 and 2011-12 respectively and Sales Tax demand of ₹ 160.51 lacs and ₹ 2.78 lacs for the Financial Years 2009-10 and 2011-12 respectively. The Company has preferred appeals against all these orders with the appellate authorities.
- Though, the Company has provided purchase tax liability of ₹ 2735.86 lacs (Previous year ₹ 2734.20 lacs) for the years 2005-06 to 2014-15, the same has not been paid as the above mentioned appeals against assessment orders are pending with the appellate authorities.
- b) An amount of ₹ 36.96 lacs relates to disputed excise duty on bagasse (Previous year ₹ 36.96 lacs) and shown under the head Payments of Taxes under protest/appeal under Short Term Loans & Advances. The hon'ble High Court of Allahabad has quashed the order of the department, but the concerned department has filed an appeal with hon'ble Supreme Court against the decision of hon'ble High Court of Allahabad.
- c) The company has deposited ₹ 49.90 lacs on account of Excise Duty under protest (Previous year ₹ 47.35 lacs) against alleged evasion of Excise duty and the same has been shown under the head Payments of Taxes under protest/appeal under Short Term Loans & Advances. The Company has filed an appeal with CESTAT (Central Excise & Service Tax Appellant Tribunal) against the order of Commissioner Central Excise.
- d) The company has deposited ₹ 2.50 lacs on account of Excise Duty under protest (Previous year ₹ 2.50 lacs) and the same has been shown under the head Payments of Taxes under protest/appeal under Short Term Loans & Advances. The Company has filed an appeal with CESTAT (Central Excise & Service Tax Appellant Tribunal) against the order of Commissioner Appeals.
- e) Bank Guarantees/LC's issued ₹ 1096.37 lacs (previous year ₹ 294.00 lacs) are secured by pledge of FDRs of ₹ 232.23 lacs (previous year ₹ 34.58 lacs) and lien of ₹ 30.00 lacs (previous year ₹ 40.20 lacs) on current a/c & counter guarantees given by the Company.
- f) As per the Tripartite agreement amongst the Company, the Bankers and the Individual farmers, Bankers disburse the Crop Loan to the farmers through Company. The Company has provided corporate guarantees to the respective Banks on behalf of farmers for securing the repayment of loan with interest. The crop loans outstanding as at the end of the Financial Year were ₹ 5858.34 lacs (Previous year ₹ 5553.06 lacs) against the corporate guarantee given by the company amounting to ₹ 5900.00 lacs (Previous year ₹ 5700.00 lacs).
- g) The estimated amount of contracts remaining to be executed on capital account and not provided for amounting to ₹ 157.79 Lacs (Previous Year ₹ 308.07 Lacs).

23.2 Balances of Trade Receivables, Trade Payables and advances are subject to their respective confirmation and reconciliation.

23.3 In the opinion of the Board of Directors, all the Current Assets, Loans and Advances, if realised in the ordinary course of business, have a value at least equal to the amount at which these are stated in the Balance Sheet.



23.4 Prior period expenses

Exceptional Items include the following Prior period income/expenses:-

Particulars	(₹ In Lacs)	(₹ In Lacs)
	31-03-2015	31.03.2014
Income	0.01	0.00
Expenses	24.44	10.02

23.5 Excise duty amounting to Rs. 1743.52 Lacs (Previous year Rs. 1730.48 Lacs) has been added in the closing stock and the same has been shown as excise duty payable. However this has no effect on the Profit/Loss for the year.

23.6 As per Accounting Standard - 15 "Employee Benefits", the disclosure of Employee Benefits as defined in the Accounting Standard are as follows:

The principal assumptions used in actuarial valuation are as

	2014-15	2013-14
• Imputed rate of Interest	8.25%	9.10%
• Expected rate of return on assets	8.75%	8.75%
• Expected rate of future salary increase	6.00%	7.00%

	Gratuity	Leave Encashment	Gratuity	Leave Encashment
Change in present value of obligations				
- Present value of obligations as at Beginning of the year	367.13	165.80	142.93	136.22
- Interest cost	30.29	19.15	12.79	11.24
- Current service cost	48.58	21.41	46.64	69.92
- Benefits paid	(15.88)	(47.61)	(4.63)	(25.23)
- Actuarial (gain)/loss on Obligations	(15.67)	(8.67)	169.40	(26.35)
- Present value of obligations as at closing of the year	414.45	150.08	367.13	165.80
Changes in fair value of plan assets				
	N.A.	N.A.	N.A.	N.A.
Liability recognized in the Balance Sheet				
- Present value of obligations as at 31.03.2015	414.44	150.08	367.13	165.80
- Fair value of plan assets as at the end of the year	79.9	-	69.57	-
- Funded status	(334.85)	(150.08)	(297.57)	(165.80)
- Unrecognized Actuarial (Gain)/Loss	-	-	-	-
- Net (Assets)/Liability recognized in Balance Sheet	334.85	150.08	297.57	165.80
Expenses recognized in Profit and Loss Account				
- Current service cost	48.58	21.41	46.63	69.92
- Past service cost	-	-	-	-
- Interest cost	30.29	19.15	12.79	11.24
- Expected return on plan assets	(5.88)	-	(5.91)	-
- Net Actuarial (Gain)/Loss recognized during the year	(16.27)	(75.05)	169.77	(26.35)
- Total Expense recognized in Profit and Loss Account	56.72	(34.49)	223.28	54.81

23.7 Borrowing Costs

During the Current year, borrowing cost amounting to ₹ 281.29 lacs (Previous year ₹ 372.51 lacs) directly attributable to capital expenditure has been capitalized

23.8 Segment Reporting

Primary Segment

Based on the guiding principles given in the Accounting Standard – 17 “Segment Reporting” issued by ICAI, the Company’s segments are White Crystal Sugar, Power Generation and Distillery.

Revenue and expenses have been accounted for on the basis of their relationship to the operating activities of the respective segment.

Segment Identification

Business segments have been identified on the basis of the nature of products/services, the risk return profile of



individual businesses, the organizational structure and the internal reporting system of the company.

DESCRIPTION	WHITE CRYSTAL SUGAR		POWER GENERATION		DISTILLERY		ELIMINATION		(₹ in Lacs) TOTAL	
	Cu. Year	Pr. Year	Cu. Year	Pr. Year	Cu. Year	Pr. Year	Cu. Year	Pr. Year	Cu. Year	Pr. Year
Segment Revenue	31.03.15	31.03.14	31.03.15	31.03.14	31.03.15	31.03.14	31.03.15	31.03.14	31.03.15	31.03.14
a) External Revenue	51,305.67	46,034.03	6,372.54	7,188.70	12,952.86	11,555.02	-	-	70,631.07	64,777.75
b) Inter Segment Sales	11,922.95	12,865.93	12,230.26	13,023.90	0.33	4.57	24,153.54	25,894.40	-	-
Total	63,228.63	58,899.96	18,602.80	20,212.60	12,953.19	11,559.59	24,153.54	25,894.40	70,631.07	64,777.75
Segment Result	(5,538.73)	(2,518.65)	4,904.28	6,604.58	1,073.72	923.64	-	-	439.27	5,009.57
Interest	7,946.31	-	511.98		200.11				8,658.40	7,965.19
Unallocated Corp. Income									86.67	21.23
Unallocated Corp. Expenses									-	-
Profit/(Loss) before exceptional & extraordinary items	(13,485.04)	(9,522.49)	4,392.29	5,796.25	873.62	766.60	-	-	(8,132.46)	(2,938.41)
Exceptional items	(16.85)	(14.57)	(7.64)	(0.52)	-	-			(24.49)	(15.09)
Profit/(Loss) before extraordinary items and tax	(13,501.89)	(9,537.06)	4,384.65	5,795.73	873.62	766.60			(8,156.95)	(2,953.50)
Extra Ordinary Items										
Provision for Current Tax										
Provision for Deferred Tax									2,659.19	559.48
Profit/(Loss) After Tax									(5,497.76)	(2,394.02)
Segment Assets	105,023.28	110,597.05	43,695.56	38,410.87	7,933.78	7,683.90	28,916.36	23,642.46	127,736.27	133,049.36
Unallocated Corp. Asset									3,227.91	568.73
TOTAL ASSETS									130,964.19	133,618.09
Segment Liability	117,663.70	108,209.81	8,867.50	10,015.15	6,526.65	6,720.02	28,916.36	23,642.46	104,141.49	101,302.52
Unallocated Corp. Liability									8,568.02	8,563.13
TOTAL LIABILITIES									112,709.52	109,865.65
Capital Expenditure	817.27	2,984.47	157.41	63.34	299.29	132.47			1,273.97	3,180.28
Depreciation	1,479.30	1,582.48	977.69	1,488.00	195.78	245.94			2,652.77	3,316.42
Non Cash Expenses										

Geographical segments have been identified on the basis of the location of the assets of the Company. Company operates in two Geographical areas in India i.e., Punjab and Uttar Pradesh.

GEOGRAPHICAL SEGMENTS

	Punjab		U. P.		Total	
	Cu. Year	Pr. Year	Cu. Year	Pr. Year	Cu. Year	Pr. Year
	31.03.15	31.03.14	31.03.15	31.03.14	31.03.15	31.03.14
a. Carrying Amount of Segment Assets	52,826.28	48,205.51	74,910.00	84,843.85	127,736.27	133,049.36
b. Addition to Fixed Assets & Intangible Assets	1,103.09	2,462.32	285.49	738.60	1,388.58	3,200.92
c. Segmental Revenue from External Customers	33,197.32	32,585.43	37,433.75	32,192.32	70,631.07	64,777.75

23.9 Related Party Disclosures:

Disclosures as required by the Accounting Standard -18 "Related Party Disclosures" issued by the ICAI are given below:

A. Relationship

- a) Associate Companies
 1. Rana Polycot Limited.
 2. RSL Distilleries Pvt. Ltd.
 3. Rana Informatics Pvt. Ltd.
 4. Rana Leathers Pvt. Ltd.
 5. Rana Power Ltd.
 6. Superior Food Grains Pvt. Ltd.
- b) Key Management Personnel:
 1. Rana Ranjit Singh – Chairman



2. Rana Inder Partap Singh – Managing Director
3. Rana Veer Partap Singh – Director
4. Rana Karan Partap Singh - Director
- c) Relatives of Key Management Personnel:
 1. Rana Gurjeet Singh - Father of Rana Inder Partap Singh
 2. Rajbans Kaur - Mother of Rana Inder Partap Singh
 3. Rana Preet Inder Singh - Son of Rana Ranjit Singh
 4. Sukhjinder Kaur – Wife of Rana Ranjit Singh
 5. Manminder Kaur – Wife of Rana Inder Partap Singh
 6. Manpreet Kaur – Wife of Rana Karan Paratp Singh

B. Transactions with related Parties

S. No.	Nature of Transactions	Associate Companies		Key Management Personnel		Relatives	
		Year ended	Year ended	Year ended	Year ended	Year ended	Year ended
		31-03-15	31-03-14	31-03-15	31-03-14	31-03-15	31-03-14
1.	Purchase	0.63	0.18	-	-	-	-
2.	Rent Received	3.00	3.00	-	-	-	-
3.	Interest Free Unsecured Loans						
a.	Loans Received	0.00	0.00	197.95	1449.92	196.20	660.00
b.	Loans Repaid	0.00	13.50	149.75	1426.64	69.60	480.94
c.	Outstanding Balances	1915.32	1915.32	1140.09	1091.90	1813.75	1687.15

23.10 Earning Per Share:

As per Accounting Standard -20 "Earnings Per Share" issued by ICAI, the EPS has been calculated as follows

	31.03.2015	31.03.2014
a) Weighted average number of shares	153567820	153567820
b) Net Profit/(Loss) after tax available for Equity Share Holders (₹ in lacs)	(5497.77)	(2394.02)
c) Basic/Diluted Earning per share (₹) (Face value ₹ 10)	(3.58)	(1.56)

23.11 Deferred Tax

Deferred tax assets and liabilities are being offset as they relate to taxes on income levied by the same governing taxation laws.

Major components of Deferred Tax Assets and Liabilities are:-

	31st March 2015	During the Year	31st March 2014
A. Deferred Tax Liabilities			
Difference between carrying amount of fixed assets in the financial statements and the income tax returns	21,881.73	842.73	21,039.00
TOTAL "A"	21,881.73	842.73	21,039.00
B. Deferred Tax Assets			
Amount disallowed U/s 145 A of Income Tax Act	1,601.85	(325.90)	1,927.75
- Unabsorbed depreciation and business losses	26,708.38	9,629.63	17,078.75
- Expenses debited to Profit & loss account but disallowed in the Income Tax Act, 1961	3,987.92	144.81	3,843.11
TOTAL "B"	32,298.14	9,448.53	22,849.61
Deferred Tax Asset/(Liability) (B-A)	10,416.41	8,605.80	1,810.62
Tax Impact	3,218.67	2,659.19	559.48

Deferred tax Asset amounting to ₹ 2,659.19 lacs has been recognized as a Deferred Tax Asset.



23.12 Impairment of Assets

As per Accounting Standard -28 "Impairment of Assets" issued by ICAI, the management has reviewed its cash generating units as on 31.03.2015. No indication has been found by the management to suggest that the recoverable amount of Asset is less than the carrying amount. Hence no impairment loss on asset has been recognized.

23.13 The Movement of Provisions as required by Accounting Standard (AS – 29) "Provisions, Contingent Liabilities and Contingent Assets" issued by ICAI are as follows:

Particulars	(₹ In Lacs.)			
	Opening Balance as on 01.04.2014	Additions during the year	Paid/ Reversed	Closing Balance as on 31.03.2015
Income Tax	NIL	NIL	NIL	NIL
Bonus Payable	38.22	46.36	38.22	46.36
Retirement Benefit	599.30	00.00	34.77	564.53

23.14 Derivatives instruments and unhedged foreign currency exposure

Particulars	31.03.2015	31.03.2014
Unhedged foreign currency exposure	NIL	NIL

23.15 The Micro and Small Enterprises to whom amount is outstanding as at the year end and requiring disclosure under the Micro Small and Medium Enterprises Development Act, 2006 are as follows:

Raj Lime Industries and Nikhil Techno Chem (P) Ltd.

The above information has been compiled in respect of parties to the extent to which they could be identified as micro or small enterprises on the basis of intimation received from the "suppliers" regarding their status under the Micro Small and Medium Enterprises Development Act, 2006.

However the Company has not received any demand for Interest from any of the party.

23.16 Auditors Remuneration

	31.03.2015 (₹ In Lacs)	31.03.2014 (₹ In Lacs)
Audit Fees	7.99	7.99
Taxation Matters	3.85	5.00
Cost Audit Fees	0.50	0.50

23.17 Expenditure on employees:

There was no employee employed for full or part of the year who was getting remuneration in excess of the limits specified in Section 197 read with schedule V of the Companies Act, 2013

23.18 Foreign currency details :

Particulars	31.03.2015	31.03.2014
Expenditure in Foreign Currency	53.79	92.11
CIF Value of imports-Raw Materials	173.90	NIL
Earning in Foreign Exchange	12.00	NIL
FOB Value of Exports	9.55	NIL
Capital Goods Imported	530.61	306.48

23.19 Consumption of Raw Materials and Stores and Spares

a) Raw Material	31.03.2015		31.03.2014	
	(₹ in Lacs)	% age	(₹ in Lacs)	% age
Imported	173.90	100.00	-	-
Indigenous	50060.02	100.00	53291.82	100.00
Total	50233.92	100.00	53291.82	100.00



b) Stores & Spares				
Imported	39.70	100.00	-	-
Indigenous	2580.63	100.00	2479.48	100.00
Total	2620.33	100.00	2479.48	100.00
c) Packing Material	2018.21	100.00	1876.96	100.00

23.20 As per Guidance Note no.-GN(A) – 31 issued by The Institute of Chartered Accountants of India (ICAI) on Accounting for Self generated Certified Emissions Reduction, the company has recognized Renewable Energy Certificate (REC) as Inventory which has been treated according to AS-2 on Valuation of inventories issued by ICAI.

Disclosure required by GN (A) – 31 is as follows:

a) Quantitative Reconciliation:-

Particulars	31.03.2015 Quantity (in Nos.)	31.03.2014 Quantity (in Nos.)
Opening Units as on 01/04/2014	102557	Nil
Add: REC generated during the year	56265	102557
Less: REC sold during the year	24803	Nil
Closing Units as on 31/03/2015	134019	102557

b) Valuation of Closing Inventory:

The closing units have been valued at Net Realizable Value

Particulars	As on 31.03.2015	As on 31.03.2014
Rate per unit (Nos.)	1500.00	1500.00
Closing Inventory (₹ In lacs)	2010.98	1538.35

23.21 Crop Loan from Banks amount to ₹ 5858.34 lacs (Previous year ₹ 5553.06 lacs) has been shown under the head Other Liabilities and payables.

23.22 In the year 2012 Punjab State Power Corporation Limited charged electricity duty on the interstate sale of power and deducted ₹ 146.32 lacs from the amount payable. The Company challenged the levy of electricity duty in the Hon'able High Court of Punjab and Haryana, who directed PSPCL to refund the amount with interest. PSPCL preferred an appeal against this order with the Hon'able Supreme Court of India. On 5th January 2015, the Hon'able Supreme Court of India affirmed the judgement of Hon'able High Court of Punjab and Haryana. Accordingly the Company has booked the electricity duty amount of ₹ 146.32 lacs (Previous year NIL) along with interest amount of ₹ 51.17 lacs (Previous year NIL) as Income.

23.23 The Govt. of Uttar Pradesh has announced subsidy for Sugar Industry for the Season 2014-15 linked to average selling price of sugar and by-products during the period 1st October 2014 to 31st May 2015. The Company has recognised such subsidy of ₹ 3186.78 lacs (Previous year Nil) and reduced the same from the cane cost and cane price payable based on present and expected likely average selling price.

23.24 During the Current year, company transferred NIL (Previous year ₹ NIL) to Capital Redemption Reserve as there is loss as per Profit & Loss account.

23.25 During the Current year, there is a change in method of calculation of depreciation as per the requirement of Schedule – II of The Companies Act 2013. The Loss for the current year is reduced by ₹894.60 lacs (Previous year NIL) due to change in method of depreciation.

23.26 Previous year figures have been recasted / regrouped / rearranged wherever necessary to make them comparable with that of current year.



RANA SUGARS LIMITED

REGD. OFFICE: SCO 49-50, SECTOR 8-C, MADHYA MARG, CHANDIGARH-160 009 (INDIA)
TEL.: 0172-2540007, 2549217, 2541904, 2779565, 2773422 **FAX:** 0172-2546809
E-mail: info@ranagroup.com **Website:** www.ranasugars.com **CIN:** L15322CH1991PLC011537

FORM NO. MGT-11 PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

Name of the member(s) :

Registered address:

E-mail Id:

Folio No./ DP ID & Client Id:

I/We, being the member(s) holding shares of the above named Company, hereby appoint:

1. Name :

Address:

E-mail Id:, or failing him

2. Name :

Address:

E-mail Id:, or failing him

3. Name :

Address:

E-mail Id:

P.T.O.

RANA SUGARS LIMITED

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ATTENDANCE SLIP

Folio No./ DP ID & Client ID : No. of Shares :

NAME AND ADDRESS OF THE MEMBER :

.....

.....

PLEASE COMPLETE THIS ATTENDANCE SLIP
AND HAND OVER AT THE ENTRANCE
OF THE MEETING HALL

I certify that I am a registered member/ proxy for the registered member of the Company.

I hereby record my presence at the Twenty Third Annual General Meeting of the Company being held on Wednesday, September 30, 2015 at 3.00 P.M. at The Institution of Engineers (India), Madhya Marg, Sector 19-A, Chandigarh.

.....
Name of the attending Member/Proxy*

.....
Member's/ Proxy's* Signature

* Strike out whichever is not applicable



and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the Twenty Third Annual General Meeting of the Company, to be held on Wednesday, September 30, 2015 at 3.00 P.M. at The Institution of Engineers (India), Madhya Marg, Sector 19-A, Chandigarh – 160009 and at any adjournment thereof in respect of such resolutions as are indicated below :

Ordinary Business :

1. Adoption of audited Financial Statements and Report of the Board of Directors and Auditors thereon for the financial year ended 31st March 2015.
2. Re-appointment of Rana Karan Pratap Singh as Director of the Company.
3. Re-appointment of Shri Balour Singh as Director of the Company.
4. Appointment of M/s Kansal Singla & Associates, Chartered Accountants, as Statutory Auditors.

Special Business:

5. Appointment of Mrs. Rajbans Kaur as Director of the Company.
6. Appointment of Shri Jasbir Singh Tikka as Director of the Company.
7. Fixation of Remuneration of Cost Auditors of the Company.

Signed this day of 2015

Signature of Shareholder

Affix
Revenue
Stamp

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Note : This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of this Meeting.



Form No. MGT-12
POLLING PAPER

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration Rules, 2014)]

Name of the Company : RANA SUGARS LIMITED
Regd. Office: SCO 49-50, Sector 8-C, Madhya Marg, Chandigarh-160 009 (India)
CIN: L15322CH1991PLC011537

S.No.	Particulars	Details
1	Name of the First Named Shareholder (in block letters)	
2.	Postal address	
3	Registered folio No./ *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4	Class of Shares	

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

Sr. No.	Item	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	Adoption of audited Financial Statements and Report of the Board of Directors and Auditors thereon for the financial year ended 31st March 2015.			
2	Re-appointment of Rana Karan Pratap Singh as Director of the Company.			
3	Re-appointment of Shri Balour Singh as Director of the Company.			
4	Appointment of M/s. Kansal Singla & Associates, Chartered Accountants, as Statutory Auditors.			
5	Appointment of Mrs. Rajbans Kaur as Director of the Company.			
6	Appointment of Shri. Jasbir Singh Tikka as Director of the Company.			
7	Fixation of Remuneration of Cost Auditors of the Company.			

Place :

Date :

(Signature of shareholder)