

VSL
Vishwaraj Sugar
Industries Ltd.



Registered Office

Bellad-Bagewadi, Taluka-Hukkeri, District-Belgaum-591305, Karnataka, India.

Tel: 91 8333 251251 Fax: 91 8333 267211

E-mail : info@vsil.co.in

CORPORATE INFORMATION

Registered Office _____

Vishwaraj Sugar Industries Limited

Bellad-Bagewadi, Taluka-Hukkeri,
District-Belgaum-591305,
Karnataka, India.

Auditors _____

M/s Gojanur & Co.

Chartered Accountants
No. 2 & 13, Basava Sadana Complex, Nehru Road,
Shivamogga – 577 201, Karnataka, India.

Cost Auditor _____

M/s S K Tikare & Co,

Cost Accountants, Belgaum

Secretarial Auditor _____

Vinita D. Modak

Practicing Company Secretary
Nashik

Bankers & Financial Institutions _____

State Bank of India
Bank of India
Belagavi District Central Co-Operative Bank,
Bellad-Bagewadi Urban Souharda Sahakari Bank

Registrar & Share Transfer Agent _____

Bigshare Services Private Limited

(Unit: Vishwaraj Sugar Industries Limited)
E-2 Ansa Industrial Estate, Sakivihar Road,
Saki Naka, Andheri (East), Mumbai 400072,
Maharashtra, India.

BOARD OF DIRECTORS

Chairman

Mr. Umesh Katti
(Non-Executive Director)

Managing Director

Mr. Nikhil Katti

Whole-Time Directors

Mr. Mukesh Kumar
Mr. Lava Katti
Mr. Kush Katti

Independent Directors

Mr. Shivanand Tubachi
Mr. Basavaraj Hagargi
Mr. Surendra Khot
Mrs. Pratibha Munnolli
Mr. Vishnukumar Kulkarni

KEY MANAGERIAL PERSONNEL

Chief Financial Officer

Mr. Sheshagiri Kulkarni

Company Secretary & Compliance Officer

Ms. Priya Dedhia

COMMITTEES OF THE BOARD

Audit Committee

Mr. Shivanand Tubachi (Chairman)
Mr. Umesh Katti
Mr. Vishnukumar Kulkarni

Nomination and Remuneration Committee

Mr. Basavaraj Hagargi (Chairman)
Mrs. Pratibha Munnolli
Mr. Surendra Khot

Stakeholders Relationship Committee

Mr. Shivanand Tubachi (Chairman)
Mr. Lava Katti
Mr. Nikhil Katti

Corporate Social Responsibility

Mr. Umesh Katti – Chairman
Mr. Kush Katti
Mrs. Pratibha Munnolli

CONTENTS

Notice and Reports

Notice of the Annual General Meeting	01
Instructions for E-Voting	05
Management Discussion & Analysis.....	11
Business Responsibility Report.....	15
Directors Report	21
Corporate Governance Report	43

Financial Statements

Independent Auditors' Report on Financial Statements	56
Balance Sheet.....	65
Statement of Profit and Loss	66
Cash Flow Statement.....	67
Statement of Changes in Equity	68
Segment Information	69
Notes to the Financial Statements	70

Shareholder Information

Route Map for the Venue of the Meeting	93
Attendance Slip	94
Proxy Form	95

NOTICE

NOTICE is hereby given that the 26th Annual General Meeting of the members of Vishwaraj Sugar Industries Limited will be held on Saturday, the 25th day of September, 2021 at 3:00 P.M. at the Registered Office of the Company situated at Bellad-Bagewadi, Taluka-Hukkeri, District-Belgaum-591305, Karnataka, India, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements as at 31st March, 2021 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Nikhil Katti (DIN: 02505734) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Mukesh Kumar (DIN: 02827073) who retires by rotation and being eligible, offers himself for re-appointment.
4. To declare dividend at the rate of Re. 1 (Rupee One only) per share for the financial year ended March 31, 2021, on 37,556,000 equity shares of Rs. 10/- each, aggregating to Rs. 37,556,000/-, as recommended by the Board of Directors.

SPECIAL BUSINESS

5. Ratification of remuneration payable to Cost Auditors

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.

RESOLVED THAT, pursuant to Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014 the remuneration of Rs. 1,50,000/- (Rupees One Lakh Fifty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses at actuals, as approved by the Board of Directors of the Company ("the Board") to be paid to M/s. S. K. Tikare & Co. Cost Accountants, on its appointment made by the Board, pursuant to Section 148 of the Companies Act, 2013 read with Rule 6 of the Companies (Cost Records and Audit) Rules, 2014 on the recommendation of the Audit Committee as Cost Auditors, to conduct the audit of cost records of the Company for the financial year ended March 31, 2022, be and is hereby ratified.

6. Re-appointment of Mr. Nikhil Katti as Managing Director of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution.

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read

with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the members be and is hereby accorded for the re-appointment of Mr. Nikhil Katti (DIN: 02505734) as Managing Director of the Company made by the board for a period of three years with effect from April 1, 2021 on the terms and conditions, including remuneration, as set out in the explanatory statement annexed to the notice convening this meeting, with liberty to the Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include any committee of the Board constituted to exercise its powers including the powers conferred by this resolution) to alter and vary the terms and conditions of re-appointment and/or remuneration, subject to the same in terms of the limits specified under Schedule V to the Companies Act, 2013 or any modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

7. Sub-division of shares of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution.

"RESOLVED THAT, pursuant to Section 61 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof) and other applicable provisions of the said Act, if any, and subject to such approvals, consents, sanctions and permissions as may be necessary from the concerned authorities, the Authorised Share Capital of the Company comprising of 6,00,00,000 (Six Crore) equity shares of the face value Rs. 10/- (Rupees Ten only) each aggregating to Rs. 60,00,00,000/- (Rupees Sixty Crore only) be and is hereby sub-divided in to 30,00,00,000 (Thirty Crore only) equity shares of the face value of Rs. 2/- (Rupees Two only) each aggregating to Rs. 60,00,00,000/- (Sixty Crore only), with effect from the record date as determined by the Board of Directors (hereinafter referred to as "the Board" which expression shall be deemed to include any duly authorised committee thereof)".

"RESOLVED FURTHER THAT, the issued, subscribed and fully paid-up equity share capital of the Company comprising of 3,75,56,000 (Three Crore Seventy-Five Lakh Fifty-Six Thousand) equity shares of the face value or Rs. 10/- each aggregating to Rs. 37,55,60,000/- (Rupees Thirty-Seven Crore Fifty-Five Lakhs Sixty Thousand only) be sub-divided in to 18,77,80,000 (Eighteen Crore Seventy Seven Lakhs Eighty Thousand) equity shares of the face value of Rs. 2/- (Rupees Two only) each aggregating to Rs. 37,55,60,000/- (Rupees Thirty-Seven Crore Fifty-Five Lakhs Sixty Thousand only), as on the record date as may be fixed by the Board of Directors of the Company".

“RESOLVED FURTHER THAT consequentially, Clause V of the Memorandum of Association of the Company be altered as follows:

In Clause V of the Memorandum of Association of the Company for the words “The Authorised Share Capital of the Company is Rs. 60,00,00,000/- (Rupees Sixty Crores only) divided in to 6,00,00,000 (Six Crore) equity shares of the face value of Rs. 10/- (Rupees Ten only) each”, the following words be substituted.

“The Authorised Share Capital of the Company is Rs. 60,00,00,000/- (Sixty Crores only) divided in to 30,00,00,000 (Thirty Crore) equity shares of the face value of Rs. 2/- (Rupees Two only) each”.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and execute all such documents, instruments, and writings as may be required in the said connection and to delegate all or any of the powers herein vested in them to give effect to the said resolution”.

By Order of the Board of Directors
For Vishwaraj Sugar Industries Limited

Sd/-
Umesh V. Katti
Chairman

DIN: 01461050

341, Town/vill: Bellad Bagewadi, Taluk: Hukkeri,
Dist. Belagavi-591305, Karnataka, India

Place: Bellad Bagewadi
Date: August 25, 2021

NOTES:

1. The statement pursuant to Section 102 (1) of the Companies Act, 2013 and extant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 with respect to the special business set out in the notice is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“AGM”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IF ANY, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE COMPANY’S REGISTERED OFFICE NOT LATER THAN 48 (FORTY-EIGHT) HOURS BEFORE THE TIME FIXED FOR HOLDING THE MEETING.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days of advance notice in writing is given to the Company.
4. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
5. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment, Rules, 2015, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the facility of remote e-voting to all members. The complete instructions on e-voting facility provided by the Company are annexed to this Notice, explaining the process of e-voting with necessary user id and password along with procedure for such e-voting. Such remote e-voting facility is in addition to the voting that will take place at the AGM through ballot paper.
6. The record date fixed for the purpose of declaration of dividend is September 17, 2021 in respect of shares held in demat mode and for shares held in physical form the Register of Members and Share Transfer Books shall be closed from Saturday, September 18, 2021 to Saturday, September 25, 2021 (both days inclusive).
7. As per Regulation 40 of SEBI Listing Regulations, securities of the listed companies can be transferred only in dematerialized form, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider their holding to be dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or the Bigshare Services Private Limited, Registrar and Transfer Agents (“Bigshare”), for assistance in this regard.
8. Corporate Members intending to send their authorised representative to attend the meeting are requested to send to the Company a duly certified true copy of the Board Resolutions/authority, authorizing their representative(s) to attend and vote on their behalf at the Meeting.
9. Any member proposing to seek any clarification on the accounts is requested to send the queries to the Company at its registered office at least seven days prior to the date of Annual General Meeting to enable the management to

compile the relevant information to reply the same in the meeting.

10. The Register of Directors' and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and Register of contracts and arrangements in which Directors are Interested, maintained under section 189 of the Act will be available for inspection by the members at the AGM.
11. Members are requested to bring their copies of Annual Report to the Meeting. In order to enable us to register your attendance at the venue of the Annual General Meeting, members are requested to please bring their folio number/demat account number/DP ID-Client ID to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
12. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
13. Relevant documents referred to in the accompanying Notice, are open for inspection by the members at the Registered Office of the Company on all working days during business hours up to the date of the Meeting.
14. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number(s) in the attendance slip for attending the Meeting to facilitate identification of membership at the meeting.

Members who would like to receive notices, letters, annual reports, documents and any other correspondence by electronic mode are requested to register their email addresses and changes therein, from time to time, with the Company's Registrar and Transfer Agent, Bigshare in respect of shares held in physical form.

15. The Members are requested to:
 - (a) Intimate change in their registered address, if any, to the Company's Registrar and Share Transfer Agents, Bigshare in respect of their holdings in physical form.
 - (b) Notify immediately any change in their registered address to their Depository Participants in respect of their holdings in electronic form.
 - (c) Non-Resident Indian Members are requested to inform Bigshare immediately of the change in residential status on return to India for permanent settlement.
 - (d) Register their email address and changes therein from time to time with Bigshare for shares held in physical form and with their respective Depository Participants for shares held in demat form.
 - (e) Quote their DPID & Client ID or Folio details respectively in all correspondences, including dividend

matters to the Registrar and Share Transfer Agents, Bigshare Services Private Limited. (Unit: Vishwaraj Sugar Industries Limited), 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai-400059.

- (f) Any person, who acquires shares of the Company and become a member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e., 18th September, 2021 may obtain the login id and password by sending a request at helpdesk.evoting@cdslindia.com
16. Members may also note that the Notice of the 26th Annual General Meeting and the Annual Report for 2020-21 will also be available on the Company's website www.vsil.co.in for download.
17. In accordance with the provisions of Section 72 of the Companies Act, 2013, members are entitled to specify nominations in respect of the Equity Shares held by them, in physical form. Members desirous of specifying nominations may procure the prescribed form from the Registrar & Share Transfer Agents Bigshare Services Private Limited and have it duly filled and sent back to them.
18. In support of the Green initiative by Ministry of Corporate Affairs and pursuant to section 101 of the Companies Act, 2013 and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, electronic copy of the Annual Report is being sent to all Members whose email ID's are registered with the Depository Participants for communication purposes unless any member has requested for a hard copy of the same.
19. Members are requested to note that as per Section 124(5) of the Companies Act, 2013, the dividend which remains unpaid or unclaimed for a period of seven years from the date of its transfer to the unpaid dividend account, is liable to be transferred by the Company to the "Investor Education Protection Fund" (IEPF) established by the Central Government under the provisions of Section 125 of the Companies Act, 2013.
20. Pursuant to Articles of Association of the Company and the provisions of the Act, Mr. Nikhil Katti and Mr. Mukesh Kumar, Directors, retire by rotation and being eligible, offer themselves for re-appointment.
21. Information required under Regulation 36 of SEBI Listing Regulations in respect of Directors seeking Appointment/ Re-appointment at the AGM is furnished as **Annexure A** to this Notice. The Directors have furnished consent/ declarations for their appointment/re-appointment as required under Act and the rules made thereunder.
22. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested

to submit their PAN to their Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Bigshare.

23. The Board of Directors of the Company has appointed Mr. Ramnath Sadekar, Advocate as the Scrutinizer to scrutinize the remote e-voting process and poll at the Annual General Meeting in a fair and transparent manner.
24. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member/beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. September 18, 2021.
25. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or poll at the AGM.
26. The remote e-voting facility will be available during the following period:
 Commencement of remote e-voting: From 9:00 a.m. (IST) on September 22, 2021.
 End of remote e-voting: At 5:00 p.m. (IST) on September 24, 2021.
 The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Bigshare upon expiry of the aforesaid period.
 The members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again.
 The facility of voting through ballot paper shall be made available at the meeting and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right of voting at the meeting.
27. The Scrutinizer, after scrutinising the votes cast at the meeting and through remote e-voting will, not later than 48 hours of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.vsil.co.in and on the website of CDSL <https://evotingindia.com>. The results shall simultaneously be communicated to the Stock Exchanges.

General:

The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the votes cast at the Meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least 2 witnesses not in the employment of the Company and make not later than 3 days of conclusion of the Meeting a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by

him in writing who shall countersign the same and declare the result of voting forthwith.

Members who do not have access to remote e-voting facility have been additionally provided with the facility of voting by way of Ballot Form during the meeting. The facility for physical voting shall be made available at the Meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the Meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

A member can opt for only one mode of voting, i.e., either through remote e-voting or by Ballot. If a member casts votes by both modes, then voting done through remote e-voting shall prevail and Ballot will be treated as invalid.

Members have the option to request for physical copy of Ballot Form by sending an e-mail to info@vsil.co.in by mentioning their Folio / DP ID and Client ID.

The results declared along with the Scrutinizer's Report will be posted on the Company's website.

28. Route map and prominent land mark for easy location of the venue of the Meeting are attached herewith in terms of Secretarial Standards 2 (SS-2).
29. **Members are requested to take note that, in compliance with the relevant circulars, the Notice of the AGM and Annual Report for the financial year 2020-21, are being sent to all the Members of the Company only in electronic mode to those members whose email address is registered with the Company / Depository Participant(s) / Registrar and Transfer agents. The requirements of sending physical copy of aforesaid documents has been dispensed with vide MCA & SEBI Circulars. The aforesaid documents will also be available on the Company's website at www.vsil.co.in under section Investors, on the website of BSE at www.bseindia.com, on the website of NSE at www.nseindia.com and on the website of Company's Registrar and Transfer Agent, www.bigshareonline.com.**

Instructions for Remote E-Voting

- (i) The voting period begins on Wednesday, September 22, 2021 at 9:00 AM and ends on Friday, September 24, 2021 at 5:00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. September 18, 2021 may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for Remote e-Voting for individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

LOGIN METHOD

Individual Shareholders holding securities in Demat mode with CDSL

- 1) Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option

will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are <https://web.cdslindia.com/myeasi/home/login> or visit www.cdslindia.com and click on Login icon and select New System Myeasi.

- 2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also a link provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.
- 3) If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.
- 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page or click on <https://evoting.cdslindia.com/Evoting/EvotingLogin>. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with NSDL

- 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.
- 2) If the user is not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select "Register Online" for IDeAS Portal or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile.

Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Individual Shareholders (holding securities in demat mode) login through their Depository Participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Helpdesk details for Individual Shareholders holding securities in Demat mode with CDSL & NSDL :

CDSL : Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 & 22-23058542-43.

NSDL : Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30.

- (v) Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.
 - 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat

PAN: Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

* Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.

Dividend Bank Details OR Date of Birth (DOB) :

Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

* If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant “Vishwaraj Sugar Industries Limited” on which you choose to vote.
- (x) 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.

- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) Additional Facility for Non-Individual Shareholders and Custodians for Remote Voting only.
 - Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - 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 linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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.
 - Alternatively Non-Individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address shodhansadekar@gmail.com, if they have voted from individual tab & not uploaded the same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/ MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Shares held in Physical Form – Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA’s email id.
2. For Shares held in Demat – Please update your email id & mobile No. with your respective Depository Participant (DP)
3. For Individual Demat Shareholders – Please update your email id & mobile No. with your respective Depository Participant (DP) which is mandatory while Remote e-Voting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai-400013, Maharashtra, India or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013)

The following Explanatory Statement sets out all material facts relating to the business under items 5 to 7 mentioned in the accompanying notice of Annual General Meeting

Item No – 5: Ratification of remuneration payable to Cost Auditors.

The Company has been maintaining cost records, as required by Section 148 (1) of the Companies Act, 2013 read with Rule 3 of the Companies (Cost Records and Audit) Rules, 2014 (“the Rules”), since the Company is engaged in the production of the goods covered by the said Rules.

Pursuant to Rule 4 of the Rules, the cost records maintained by the Company shall be audited by a Cost Accountant, who shall be appointed by the Board of Directors, on the recommendation of the Audit Committee of the Board of Directors of the Company.

Accordingly, the Board of Directors of the Company appointed M/s S. K. Tikare & Co. Cost Accountants as Cost Auditor to conduct the audit of cost records of the Company for the financial year ended March 31, 2022 and approved a remuneration of Rs. 150,000/- (Rupees One Lakh Fifty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses at actuals. Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, requires the shareholders to ratify the remuneration payable to the Cost Auditors, as approved by the Board of Directors.

Accordingly, consent of the members is sought by passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2022.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 5 of the Notice.

Item No – 6: Re-appointment of Mr. Nikhil Katti as Managing Director of the Company.

Mr. Nikhil Katti was appointed as the Managing Director with effect from 1st April, 2016 to hold office for a period of three years. His term of office ended on March 31, 2021. The Board of Directors in its meeting held on March 22, 2021 re-appointed Mr. Nikhil Katti as the Managing Director of the Company for a period of three years with effect from April 1, 2021, taking in to consideration his vast experience in the industry, past performance and rich knowledge and benefit derived by the Company due to his occupation of office. His re-appointment is subject to the approval of the shareholders in the general meeting.

Mr. Nikhil Katti has confirmed that he has not incurred any

disqualification under Section 164 (2) of the Companies Act, 2013.

The agreement executed between the Company and Mr. Nikhil Katti inter alia contains following terms and conditions.

Term of Office: Three years with effect from April 01, 2021.

Remuneration: Mr. Nikhil Katti shall be paid a remuneration of Rs. 36 lakhs per annum with such revisions as may be decided from time to time by the Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee. He shall not be paid any sitting fees for attending the meetings of the Board or Committees thereof.

Other terms and conditions of appointment shall be as per the agreement entered into between the Company and the appointee.

Statement of information under Part II Section II of Schedule V to the Companies Act, 2013 is as under:

General Information:

- 1) Nature of Industry: Sugar Manufacturing, Power Generation and Distillery.
- 2) Date or expected date of commencement of commercial activities: Commercial operations already commenced.
- 3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable.
- 4) Financial Performance based on given indicators: The Company received total income of Rs. 42,707.79 Lakhs for the year ended 31st March, 2021 as against Rs. 37,814.82 Lakhs for the previous year. The EBITDA for the year under review stood at Rs. 6263.40 Lakhs as compared to Rs. 3976.90 Lakhs for the previous year. The Company has earned a Net Profit after tax of Rs. 829.29 Lakhs as compared to Net Loss of Rs. 788.06 Lakhs for the previous year.
- 5) Foreign Investments or Collaborations: NIL.

Information about appointee:

- 1) Background details: Mr. Nikhil Katti has a Bachelors degree from Karnataka University Dharwad as well as a degree of Masters in Business Administration (MBA) in International Marketing from the university of Whales. He has wide experience in the areas of finance and business development. He is also on the Board of Vishwaraj Infrastructure Private Limited, U R Agrofresh Private Limited and UK27 Hospitality Services (India) Limited.
- 2) Past Remuneration: As mentioned in the statement above.

- 3) Recognition or Awards: The Economic Times PIONEERS 2021, has issued a Certificate of Excellence to Mr. Nikhil U Katti — Managing Director, in recognition of his exceptional work and being a pioneer in the field of Sugar and Ethanol Sector.
- 4) Job Profile and his Suitability: The Managing Director shall be in charge of operations of the Company with powers of management and general conduct, except in the matters which may be specifically required to be done by the Board either by the Companies Act, 2013 or by the Articles of Association of the Company and shall also exercise and perform such powers and duties as the Board of Directors of the Company may from time to time determine and shall also do and perform all other acts and things which in the ordinary course of business may be considered necessary or proper or in the interest of the Company.
- 5) Remuneration proposed: As detailed hereinabove.
- 6) Comparative remuneration profile: Remuneration is proposed taking into account trend in the industry, appointee's qualification, experience, past performance and past remuneration.
- 7) Pecuniary Relationship: The appointee receives remuneration as Managing Director and sells sugarcane to the Company. Apart from this there is no other pecuniary relationship with any other managerial personnel or the Company.

Other Information:

- 1) Reasons for loss or inadequate profits: Due to increase in fixed costs, depreciation & amortization, increase in the cost of raw materials.
- 2) Steps taken or proposed to be taken for improvement: During the year under review the Company has earned profit of Rs. 829.29 Lakhs and is expected to generate adequate profit in future.
- 3) Expected increase in productivity and profits in measurable terms: The Company is in the process of adopting new technology to improve productivity and consequentially the profit of the Company is expected to be increased, substantially in future.

Mr. Nikhil Katti has rich knowledge and varied experience in the industry and has been involved in the operations of the Company. Taking in to consideration past performance of Mr. Nikhil Katti, it would be in the interest of the Company to continue to avail of his considerable expertise and to re-appoint him as Managing Director of the Company.

Accordingly, approval of the members is sought by passing a special resolution for appointment of Mr. Nikhil Katti as Managing Director as set out in Part I of Schedule V of the Act as also under sub section (3) of Section 196 of the Act.

The above may be treated as written memorandum setting out

the terms of appointment of Mr. Nikhil Katti under Section 190 of the Act.

Brief resume of Mr. Nikhil Katti, nature of his expertise in specific functional areas is provided in Annexure to the notice pursuant to the provisions of Listing Regulations and Secretarial Standard on General Meetings.

Mr. Nikhil Katti, Mr. Umesh Katti and their relatives are interested in the said resolution.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

Item No – 7: Sub-division of shares of the Company.

The equity shares of the Company are listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) and are actively traded. The existing face value of the Company's shares is Rs. 10/- each. In order to make the equity share more affordable to the investors, the Board of Directors of the Company has recommended sub-division of the face value of the equity shares of the Company from Rs. 10/- (Rupees Ten only) each in to the face value of Rs. 2/- (Rupees Two only) each.

Consequent to the sub-division, it is necessary to alter the Capital Clause of the Memorandum of Association of the Company, as detailed in the resolution at Item No. 7.

The Board of Directors is of the opinion that the aforesaid sub-division of the face value of the equity shares of the Company is in the best interest of the Company and the investors and hence recommends passing of the resolution set out at item No. 7 as a Special Resolution.

The Directors/Key Managerial Personnel of the Company and their relatives, may be deemed to be concerned or interested in the resolution to the extent of their respective shareholding, if any, in the Company to the same extent as that of every other member of the Company.

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

Annexure-A

Details of Directors seeking Appointment/Re-appointment at the 26th Annual General Meeting of the Company
[Pursuant to Regulation 36(3) and 26(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.5.2 of Secretarial Standard 2 (SS 2)]

Particulars	Mr. Nikhil Katti	Mr. Mukesh Kumar
Date of Birth	22/03/1983	28/09/1963
Date of Appointment	16/01/2009	01/03/2019
Qualifications	Bachelors degree from Karnataka University Dharwad as well as a degree of Masters in Business Administration (MBA) in International Marketing from the university of Whales.	BSc. Engineering from Ranchi University
Expertise in specific functional areas	Vide experience in the areas of distillery and sugar industry, hospitality and infrastructure industry.	Vide experience in the areas of petroleum, distillery and sugar industry.
Directorships held in other public companies (excluding foreign companies and Section 8 companies)	UK27 Hospitality Services (India) Limited	Nil
Memberships / Chairmanships of committees of other public companies	NIL	NIL
Number of shares held in the Company	3492875	NIL
Terms and conditions & details of remuneration	<p>The term of his office as Managing Director of the Company ended on 31st March 2021. He is re-appointed as Managing Director of the Company with effect from 1st April 2021, on the same terms and conditions of previous term. He is paid remuneration of Rs. 36 lakhs per annum.</p> <p>He is liable to retire by rotation and will be retiring at the ensuing Annual General Meeting. He is seeking re-appointment as Director of the Company.</p>	<p>He is appointed as Executive Director with effect from 1st March 2019. He is paid remuneration of Rs. 27 lakhs per annum.</p> <p>He is liable to retire by rotation and will be retiring at the ensuing Annual General Meeting. He is seeking re-appointment as Director of the Company.</p>
No. of meetings of the Board attended	12	12
Relationship between Directors inter-se	Mr. Umesh Katti is father of Mr. Nikhil Katti	None

MANAGEMENT DISCUSSION & ANALYSIS

Global Economic Scenario

Global prospects remain highly uncertain one year into the pandemic. New virus mutations and the accumulating human toll raise concerns, even as growing vaccine coverage lifts sentiment. Economic recoveries are diverging across countries and sectors, reflecting variation in pandemic-induced disruptions and the extent of policy support. The outlook depends not just on the outcome of the battle between the virus and vaccines - it also hinges on how effectively economic policies deployed under high uncertainty can limit lasting damage from this unprecedented crisis.

Global growth is projected at 6 percent in 2021, moderating to 4.4 percent in 2022. The projections for 2021-2022 are stronger than in the October 2020. The upward revision reflects additional fiscal support in a few large economies, the anticipated vaccine-powered recovery in the second half of 2021, and continued adaptation of economic activity to subdued mobility. High uncertainty surrounds this outlook, related to the path of the pandemic, the effectiveness of policy support to provide a bridge to vaccine-powered normalization, and the evolution of financial conditions.

Indian economic scenario

India has shown consistent growth despite challenges, uplifting millions of people from poverty and bringing them to the economic mainstream. However, like in other economies, the COVID-19 crisis has dented the economic growth significantly. The economic growth suffered due to a decline in domestic demand, weak rural income, poor liquidity etc. Exports and export-based industries have also suffered during the lockdown due to lowered external demand and supply chain disruptions. To bring back the economy on a higher growth trajectory, the Government of India undertook various initiatives – lowered corporate tax rates, credit guarantee scheme for NBFCs, reduced interest rates to improve cheaper funds, the impact of which shall be seen in the coming years. There is immense confidence in the long-term potential of the Indian economy.

Industry Structure and development

Sugar industry is the second largest agro-based industry in India and contributes significantly to the socio-economic development of rural population. It supports 50 million farmers and their families and provides direct employment to over 0.5 million skilled and semi-skilled persons in sugar mills and integrated industries. The Indian sugar industry plays a leading role in global sugar market being the world's second largest producer after Brazil, producing nearly 15% and 25% of global sugar and sugarcane, respectively. The sugar industry which encompasses 599 operating sugar mills, 309 distilleries and 180 cogeneration plant and numerous pulp, paper and chemical making units is supported by four leading sugarcane research institutions, twenty-two state sugarcane research stations, world class sugar machinery manufacturers, suppliers and technical experts. Currently, the industry produces around

300–350 million tonnes (Mt) cane, 20–22 Mt white sugar and 6–8 Mt jaggery and *khandsari* to meet the domestic consumption of sweeteners. Besides, about 2.7 billion liters of alcohol and 2,300 MW power and many chemicals are also produced. The industry is able to export around 1,300 MW of power to the grid. Indian sugar industry is fully capable of meeting demand of potable alcohol as well as 10% blending in gasoline. Industry is gradually transforming into sugar complexes by producing sugar, bio-electricity, bio-ethanol, bio-manure and chemicals; these contribute about 1% to the National GDP. Emerging businesses like fuel ethanol, raw sugar and structural changes in global market have provided new horizons for the Indian sugar industry. The sector today has transformational opportunities that would enable it not only to continue to service the largest domestic markets but has also emerged as a significant carbon credit and green power producer and has the potential to support an ethanol blending programme of E10 and beyond.

Impact of COVID-19 on Indian Sugar Industry

The Indian sugar industry, a significant player in the national economy, has faced many challenges in the course of its journey. The threat posed by the growing pandemic novel corona virus (COVID-19), is impacting sugar industry stakeholders and its integrated industries, not only in India, but all over the world. The entire value chain of the Indian sugar industry, viz., sugarcane, sugar, molasses, ethanol and their subsequent marketing and export, has been adversely affected from the spillover impacts. According to the Indian Sugar Mills Association (ISMA), nearly INR 70,000 crore has been stuck in unsold sugar and ethanol inventories in sugar mills, the demand for ethanol has also fallen due to the drastic dip in fuel consumption. These elements have dented the cash flow of sugar mills and impaired their ability to pay cane farmers.

The corona crisis (COVID-19) is adversely affecting the present and future activities of sugar industry by interfering with the national and international sugar and ethanol business. It will have an effect, directly or indirectly, on sugar industry stakeholders and its integrated industries. A significant impact due to the COVID-19 lockdown would be on the sugar consumption. It is estimated that there will be a drastic decline in demand for sugar from the bulk consumers as the commodities like ice cream/cold drinks/confectionery are produced less during this period. Sugar supplies to the aerated and non-aerated beverages manufacturers is greatly reduced as they have suspended operations in bottling plants during the summer time when demand for such beverages is high. The hotel, retail and catering market segment, which is one of the largest consumers of sugar, is among the industry's most severely impacted by the national lockdown as all hotels, restaurants, bars, sweetmeat shops and other miscellaneous food establishments have been closed. The institutional consumption of sugar in India is estimated to be around 65% of total domestic sugar sales. The corona pandemic could impact

the overall domestic sugar consumption by 1.0–1.5 MT. With a fall in the demand, the sugar mills have failed to fulfil their monthly sales quota of sugar, thereby leading to a reduced income. This in turn has led to less realization of working capital, and the mills are unable to pay the cane arrears to farmers. Sugar mills are struggling hard to pay the cane arrears of about INR 16,000 crore, as sales have been reduced to 50% and global prices have drastically fallen down.

This reduced consumption and demand has led to a significant drop in sugar prices globally. Thus, sugar export may not become an attractive strategy for many countries including India. In India, this will lead to an increase in the carryover of sugar stocks by 10–12 million tons. The top export destinations for Indian sugar are Iran, Somalia, Malaysia, Bangladesh and Sri Lanka. The COVID-19 crisis has resulted in a slowdown of port operations owing to low container traffic, limited labour availability, absence of courier services and public transport and with minimum customs operation during the crisis.

But all is not lost for India in the export scenario. Even though exports might not be very attractive at a global level, Indonesian sugar markets are a safe option, especially with Thailand, a major sugar exporter to Indonesia recording a reduction in sugar production to the tune of 6.5 MT, which is expected to decline further during the next year. The recent decision of Indonesian Government to allow 600 ICUMSA sugar at a concessional import duty from India, Australia and Thailand, gives an additional opportunity for India to export large quantities of sugar to Indonesia. In addition, Indonesian Government has issued an additional import quota to its refineries. Indian sugar industry can take advantage of this situation, and this country can be a major export market for India. ISMA and the sugar mills are now pinning hopes on prospective shipments to Indonesia to make up for the accumulating losses.

As far as ethanol production in India is concerned, the initial reduction in the off-take of ethanol by OMCs had led to an initial setback, but reallocation to different locations has led to a regularized off-take. So, ethanol has now started going to newer depots in Jharkhand, Bengal, Madhya Pradesh, Chhattisgarh, Rajasthan, Gujarat, Andhra Pradesh, Telangana and Kerala. Moreover, many of the sugar mills have started the production of alcohol-based hand sanitizers. Sugar millers across the country are playing a significant role in fulfilling the requirement of alcohol-based sanitizers. According to Indian Sugar Mills Association, the domestic sugar industry could supply adequate quantities of ethanol or extra neutral alcohol (ENA) according to the requirement for use in the manufacture of hand sanitizers. This new segment of production of hand sanitizers has been successfully launched very quickly by most of the sugar companies.

Risks and Concerns

Sugar industry in India is plagued with several serious and complicated problems which call for immediate attention and

rational solutions. Some of the burning problems are briefly described as under:

1. Low Yield of Sugarcane:

Although India has the largest area under sugarcane cultivation, the yield per hectare is extremely low as compared to some of the major sugarcane producing countries of the world. For example, India's yield is only 64.5 tonnes/hectare as compared to 90 tonnes in Java and 121 tonnes in Hawaii.

This leads to low overall production and results in short supply of sugarcane to sugar mills. Efforts are being made to solve this problem through the introduction of high yielding, early maturing, frost resistant and high sucrose content varieties of sugarcane as well as by controlling diseases and pests which are harmful for sugarcane.

2. Short crushing season:

Manufacturing of sugar is a seasonal phenomenon with a short crushing season varying normally from 4 to 7 months in a year. The mills and its workers remain idle during the remaining period of the year, thus creating financial problems for the industry as a whole. One possible method to increase the crushing season is to sow and harvest sugarcane at proper intervals in different areas adjoining the sugar mill. This will increase the duration of supply of sugarcane to sugar mills.

3. Fluctuating Production Trends:

Sugarcane has to compete with several other food and cash crops like cotton, oil seeds, rice, etc. Consequently, the land available to sugarcane cultivation is not the same and the total production of sugarcane fluctuates. This affects the supply of sugarcane to the mills and the production of sugar also varies from year to year.

4. Low rate of recovery:

The average rate of recovery in India is less than ten per cent which is quite low as compared to other major sugar producing countries. For example, recovery rate is as high as 14-16 per cent in Java, Hawaii and Australia.

5. High cost of Production:

High cost of sugarcane, inefficient technology, uneconomic process of production and heavy excise duty result in high cost of manufacturing. The production cost of sugar in India is one of the highest in the world. Intense research is required to increase the sugarcane production in the agricultural field and to introduce new technology of production efficiency in the sugar mills. Production cost can also be reduced through proper utilisation of by-products of the industry.

For example, bagasse can be used for manufacturing paper pulp, insulating board, plastic, carbon cortex etc. Molasses comprise another important by-product which can be gainfully used for the manufacture of power alcohol.

This, in its turn, is useful in manufacturing DDT, acetate rayon, polythene, synthetic rubber, plastics, toilet preparations, etc. It can also be utilised for conversion into edible molasses and cattle feed. Press-mud can be used for extracting wax.

6. Small and uneconomic size of mills:

Most of the sugar mills in India are of small size with a capacity of 1,000 to 1,500 tonnes per day. This makes large scale production uneconomic. Many of the mills are economically not viable.

7. Old and obsolete machinery:

Most of the machinery used in Indian sugar mills, particularly those of Uttar Pradesh and Bihar is old and obsolete, being 50-60 years old and needs rehabilitation. But low margin of profit prevents several mill owners from replacing the old machinery by the new one.

Outlook

As per Indian Sugar Mills Association, (ISMA), 502 sugar mills across the country have started operations from 1st October 2020 to 28th February 2021. These sugar mills have produced 233.77 lac tonnes of sugar collectively, as of 28th February 2021, which is a significant jump when compared to 194.82 lac tonne produced by 453 mills last season till 29th of February 2020. While these numbers are encouraging and portray a positive trajectory, there are several challenges that require immediate attention.

For instance, the ex-mill prices in most of the states are under pressure and are showing downward trend as average prices in Tamil Nadu are hovering between Rupees 3200 to 3225 per quintal, while in Northern states the prices are fluctuating between Rupees 3160 to 3180 per quintal. The prices currently stand at Rupees 80 to 100 per quintal less than what they were a year ago during the corresponding time period. This is not a good sign as low sugar prices, especially if they go below the cost of production incurred by the sugar mills in the last few months. This will have adverse effect on the liquidity of these mills and their ability to pay the Fair and Remunerative Price (FRP) to the sugarcane farmers. It is feared that if such a situation persists then sugarcane price arrears will accelerate quickly to unacceptable levels. Further, on the export front, mills are facing problems of shortage of trucks and containers as well as adequate availability of vessels at the ports, an issue which has already been taken up by the industry with the Government authorities. ISMA in this regard notes "We hope for an early solution to these problems, especially as around 32 lakh tons of export contracts have been entered into at the end of February 2021." Lastly, a brief analysis of the latest ISMA data also reveals the distribution of sugar producing farmers is not uniform across the country, nor are they entirely dependent on natural sugarcane growing conditions available locally. This implies the need for robust freight and transportation system in the country. However, given how our sugar industry is distributed and the massive gap between farmer and industry, the lack of infrastructure

proving to be detrimental to the sugarcane producers, as well as, the associated upcoming industry of Ethanol production.

However, a lot can be done to overcome these handicaps and get the ball rolling for the sugar industry. One solution to this problem is the upward revision of the Minimum Support Price (MSP) of sugar by the Government, which was last revised 2 years back when the FRP of sugarcane was at Rs. 275 per quintal. Since the Indian Government has already increased the FRP of sugarcane by Rs. 10 per quintal for the ongoing year, there is a need to increase the MSP of sugar to Rupees 34.50/kg, after considering the increased FRP of sugarcane for the 2020-21 sowing season. There is also a need to decide on increasing the MSP of sugar as soon as possible, to ensure that sugar mills are in a position to pay farmers within time while avoiding any arrears.

Having acknowledged the fact that India is one of the leading producers of sugarcane in the world, it is needed that the government and private players work pro-actively and cohesively to push the industry forward so that it economically benefits each and every stakeholder at every step.

OPPORTUNITIES AND THREATS

Exports: Low sugar production in the European Countries has created massive opportunities for export of Indian sugar. Moreover, export subsidy from the government has also encouraged Indian sugar mills to increase export. India's sugar exports are likely to achieve the target 6 million tonnes.

Ethanol: The increasing use of sugarcane for the production of ethanol opens up better avenues of growth for the sugar industry. India is currently aiming to achieve 20% ethanol blending targets in fossil fuels by 2025.

Power Generation: Sugarcane primarily produces two types of biomass, sugarcane trash and bagasse. Bagasse is typically burned in furnaces to produce steam for generation of power. In addition to supplying steam and electricity to the sugar mills, the power generated from bagasse is now being supplied to the state grids in India.

Government Measures: Government measures including export subsidies and Minimum Sales Prices for industry continue to augur well for the industry.

Threats: Sugar production is seasonal in nature and is susceptible to vulnerabilities related to changes in weather conditions and other logistical hassles. India usually has a short crushing season, between 4 to 7 months in a year leaving the workers and the mills to remain idle for the remaining part of the year. Even though India has the largest area under cultivation of sugarcane, the yield per hectare is relatively low which results in low overall production.

Discussion on financial performance with respect to operational performance

In the financial year 2020-21, the Company crushed 9,08,954.565 MT of sugar cane and produced 7,93,200

quintals of sugar, produced 8,187.675 kilo liters of ethanol and generated 8,80,49,800 KWh of power. Out of the power generated 5,66,12,250 KWh was exported and the balance was consumed by the Company.

The Company's revenue from operations stood at Rs. 42,446.56 lakhs in financial year 2020-21 vis-à-vis 37,673.60 lakhs in 2019-20, the growth rate of 13.20% by volumes over last year. Operating expenses for the year stood at 41,484.84 lakhs as against 39,468.97 lakhs in the financial year 2019-20. The Company generated EBITDA of Rs. 6,263.40 lakhs vis-à-vis 3,976.90 lakhs in the financial year 2019-20.

Risk Management

VSIL considers timely identification and effective mitigation of risks as the utmost pre-requisite for maintaining stable and genuine returns, besides ensuring consistent increase in shareholder value. The major risks in this industry include impact on sugarcane production due to seasonal uncertainties

Internal Control system and their Adequacy

The compliance certificate from the Whole Time Director and the Chief Financial Officer provided in the Annual Report confirms the adequacy of our internal control system and procedure. The Audit Committee in every meeting evaluates Internal Financial control and Risk Management Systems.

Material Development in Human Resources/Industrial Relations Front including number of people employed

Our strategic objective is to build a sustainable organization while creating growth opportunities for our employees and generating profitable returns to our investors. The total work force of the Company is 810. Number will be increased with the growth of business of the Company. The Company is aware that satisfied highly motivated and loyal employees contribute to the growth of the Company. The employee relations remained cordial throughout the year.

Details of Significant Changes in Key Financial Ratios

- **Change in Operating Profit Margin:** 90% change due to increase in the Revenue due to various factors like increase in selling price of Distillery products, stability in sugar price and increase in cane crushing with good recovery rate and Decrease in finance cost due to Increase in Share capital & Securities premium Reserve in previous year.
- **Change in Net Profit Margin:** -203% change due to increase in the Revenue due to various factors like increase in selling price of Distillery products, stability in sugar price and increase in cane crushing with good recovery rate and Decrease in finance cost due to Increase in Share capital & Securities premium Reserve in previous year.

Details of Change in return on Networth: -203% change due to increase in the Revenue due to various factors like increase in selling price of Distillery products, stability in sugar price and increase in cane crushing with good recovery rate and Decrease in finance cost due to Increase in Share capital &

Securities premium Reserve in previous year. During the year there is Increase in revenue as 100KLPD Distillery began operations completely during the year and there is decrease in interest cost due to decrease in loans and also increase in cane crushing with good recovery rate.

Disclosure of Accounting Treatment

In the preparation of financial statement for the year ended March 31, 2021, no treatment different from that prescribed in the Accounting Standards has been followed by the Company.

Segment-wise or product-wise performance (Rs. In lakhs)

Particulars	31.03.2021	31.03.2020
1. Segment revenue		
--Income from Operations		
(a) Sugar	32,788.83	32,253.14
(b) Co-generation	2,678.80	2,258.20
(c) Distillery	5,859.44	1,565.16
(d) IML	-	811.17
(e) Vinegar Unit	1,319.30	785.92
--Other operating income		
(a) Others	147.14	21.4
(b) Unallocable revenue		
Income from operations (net)	42,793.52	37,695.00
2. Segment Results		
(a) Sugar	-712.31	154.54
(b) Co-generation	1,302.24	1,119.56
(c) Distillery	5,072.36	1,683.14
(d) IML	-70.04	-100.95
(e) Vinegar Unit	-2.77	376.2
Less: Unallocable (expenditure)/revenue:		
(a) Finance Costs	3,565.72	4,173.88
(b) Other expenditure (net of other income)	800.82	712.76
Profit before tax	1,222.95	-1,654.15
3. Segment Assets		
(a) Sugar	22,451.28	23,000.20
(b) Co-generation	6,965.91	7,019.87
(c) Distillery	4,024.85	3,720.49
(d) IML	380.89	412.31
(e) Vinegar Unit	2,382.24	2,309.45
(f) Un-allocable	34,997.32	30,639.26
Total assets	71,202.49	67,101.58
4. Segment liabilities		
(a) Sugar	41,830.22	37,666.06
(b) Co-generation	2,725.00	3,825.00
(c) Distillery	2,250.00	2,250.00
(d) IML	-	-
(e) Vinegar Unit	-	-
(f) Un-allocable	24,397.27	23,360.52
Total liabilities	71,202.49	67,101.58

BUSINESS RESPONSIBILITY REPORT

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

Sr. No.	Particulars	Information about the Company	
1	Corporate Identity Number (CIN) of the Company	L85110KA1995PLC017730	
2	Name of the Company	Vishwaraj Sugar Industries Limited	
3	Registered address	Bellad Bagewadi, Talika Hukkeri. District Belgaum-591305. Karnataka, India	
4	Website	www.vsil.co.in	
5	E-mail id	info@vsil.co.in	
6	Financial Year reported	2020-2021	
7	Sector(s) that the Company is engaged in (industrial activity code-wise)	NIC code	Description
		10721	Sugar and allied products
		1101	Alcohol
		35106	Generation of power
8	List three key products/services that the Company manufactures/provides (as in the Balance Sheet)	Manufacture of sugar	
		Generation of electricity and	
		Production of alcohol	
9	Total number of locations where business activity is undertaken by the Company	Number of International locations	Nil
		Number of National locations	One
10	Markets served by the Company – Local/ State/ National/ International	Local	Yes
		State	Yes
		National	Yes
		International	No

SECTION B: FINANCIAL DETAILS OF THE COMPANY

Sr. No.	Particulars	Information about the Company
1	Paid up Capital (INR)	Rs. 3,755.60 Lakhs
2	Total Turnover (INR)	Rs. 42,707.79 Lakhs
3	Total profit after taxes (INR)	Rs. 829.29 Lakhs
4	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	Not Applicable
5	List of activities in which expenditure in 4 above has been incurred	Not Applicable

SECTION C: OTHER DETAILS

Sr. No.	Particulars	Information about the Company
1	Does the Company have any Subsidiary Company / Companies?	No
2	Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent company?	Not Applicable
3	Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company?	No

SECTION D: BR INFORMATION

1	Details of the Director/Directors responsible for implementation of the BR policy/policies	Sr. No.	Particulars	Information
		1	DIN	02505734
		2	Name	Mr. Nikhil Katti
2	Details of the BR head	3	Designation	Managing Director
		1	DIN	02827073
		2	Name	Mr. Mukesh Kumar
		3	Designation	Executive Director
		4	Tel No.	+91 83332 51251
5	E-mail ID	ed@vsil.co.in		

1. Principle-wise (as per NVGs) BR Policy/policies

The Nation Voluntary Guidelines on Social, environmental and Economic Responsibilities of Business released by the Ministry of Corporate Affairs has adopted nine areas of Business Responsibility. These are as follows.

P1	Business should conduct and govern themselves with Ethics, Transparency and Accountability.
P2	Business should provide goods and services that are safe and contribute to sustainability throughout their life cycle.
P3	Business should promote the wellbeing of all employees
P4	Business should respect the interest of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised.
P5	Business should respect and promote human rights.
P6	Business should respect, protect, and make efforts to restore the environment.
P7	Business, when engaged in influencing public and regulatory policy, should do so in a responsible manner.
P8	Business should support inclusive growth and equitable development
P9	Business should engage with and provide value to their customers and consumers in a responsible manner

a) Details of compliance (Reply in Y/N)

No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	Do you have a policy / policies for...	Y	y	Y	Y	Y	Y	Y	Y	Y
2.	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
3.	Does the policy conform to any national / international standards?	Yes, the policies are based on the National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Business released by the Ministry of Corporate Affairs								
4.	Has the policy being approved by the Board? If yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Yes, the Board of Directors of the Company approved the policy at their meeting held on 26 th June, 2020 and the policy has been signed by the Company Secretary, pursuant to the authorisation by the Board								
5.	Does the Company have a specified committee of the Board/Director/Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6.	Indicate the link for the policy to be viewed online	www.vsil.co.in								
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes, the policy has been posted on the Company's website for information of all stakeholders								
8.	Does the Company have in-house structure to implement the policy/ policies.	Y	Y	Y	Y	Y	Y	Y	Y	Y
9.	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Yes, any grievance or feedback to the policies can be sent to Compliance Officer of the Company at cs@vsil.co.in								

10.	Has the Company carried out independent audit / evaluation of the working of this policy by an internal or external agency?	The heads of the respective departments are made responsible for effective implementation of the policies.
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b) If answer to the question at serial number 1 against any principle, is No, please explain why (Tick any two options)

Sr. No.	Questions	Principle 1 to 9
1	The Company has not understood the principle	Not Applicable
2	The Company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	
3	The Company does not have financial or manpower resources available for the task	
4	It is planned to be done within next six months	
5	It is planned to be done within next one year	
6	Any other reasons (Please specify)	

2. Governance related to BR:

a	Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, more than 1 year.	The performance on aspects of BR is reviewed by the Company's management (Executive director) on annual basis and report to the Board
b	Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?	The Company publishes the information on Business Responsibility which forms part of the Annual Report of the Company. The same will be disclosed on the website of the Company at www.vsil.co.in

SECTION E: PRINCIPLE-WISE PERFORMANCE

PRINCIPLE 1: Business should conduct and govern themselves with Ethics, Transparency and Accountability.

1	Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/ Contractors / NGOs /Others?	Yes. It does not extend to other entities
2	How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.	No complaints were received in the past financial year either from Investor or customer

PRINCIPLE 2: Business should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

1	List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.	Social/environmental concerns/risk is taken care of while manufacturing sugar, producing alcohol and generation of power, which is bagasse based. The Company is environmentally conscious and is committed to creating, maintaining and ensuring safe and clean environment.
2	For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional) a. Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain? b. Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain?	The Company manufactures sugar from sugar cane, ethanol from molasses and generates power from bagasse. The Company has undertaken various initiatives for efficient and optimal use of resources. The consumption per unit varies as per the product mix and hence it is not possible to ascertain reduction achieved at each level. The Company through continuous improvement and innovations in product formulations tries to ensure lesser consumption of water and energy resources by using and continuously upgrading efficient equipment.

3	Does the Company have procedures in place for sustainable sourcing (including transportation)? If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so	The Company sources its manpower requirements locally and strives to source majority of its requirements from local suppliers and transporters, in order to develop and sustain local communities, in supply chain. Its major raw material is sourced from local farmers reducing the transportation of raw material
4	Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?	Yes. The Company always strives to procure materials & avail services from local vendors/suppliers, without compromising on quality and products. The Company's main raw material sugar cane is sourced from area near to the unit (area allotted to the unit by the Cane Commissioner) from the farmer's including small and medium farmers. The Company also actively conducts numerous cane development activities, such as enlightening the farmers of the new methods of cane plantation and irrigation and providing them with pesticides and organic manure.
5	Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as 10%). Also, provide details thereof, in about 50 words or so.	The Company utilises all by-products of sugar manufacturing process. The molasses generated from cane crushing operations is utilised to manufacture ethanol. Waste generated from cane crushing operations (bagasse) and distillery operations (spent wash) are used as fuel for generating clean energy. Further boiler ash generated from Incineration Plant which is rich in potash serves as vital soil nutrient.

PRINCIPLE 3: Business should promote the wellbeing of all employees

1	Please indicate the Total number of employees	810 as on 31-03-2021
2	Please indicate the Total number of employees hired on temporary/ contractual/casual basis	8
3	Please indicate the Number of permanent women employees	2
4	Please indicate the Number of permanent employees with disabilities	3
5	Do you have an employee association that is recognized by management	No
6	What percentage of your permanent employees is members of this recognized employee association?	Not applicable
7	Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.	
	Category	No. of complaints filed during the financial year
	1. Child labour/forced labour/involuntary labour	NIL
	2. Sexual harassment	NIL
	3. Discriminatory employment	NIL
8	What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?	Permanent Employee
	Permanent Women Employee	100%
	Casual/Temporary/Contractual Employees	N A
	Employees with Disabilities	N A

PRINCIPLE 4: Business should respect the interest of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised.

1	Has the Company mapped its internal and external stakeholders? Yes/No	Yes, the Company has mapped its internal and external stakeholders in a structured way and carries out engagements with investors, employees, customers, suppliers, business partners, government/regulatory authorities, etc. The Company also engages with its identified stakeholders on an on-going basis through a constructive process. The Company follows a system of timely feedback and response through formal and informal channels of communication to ensure that the stakeholder information remains current and updated
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2	Out of the above, has the Company identified the disadvantaged, vulnerable & marginalized stakeholders	The Company identifies growers with very small land holdings around its unit as disadvantaged, vulnerable and marginalised stakeholders. The Company makes effort to engage with them for identifying their needs and priorities and provides need-based resolution to their problems
3	Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof, in about 50 words or so	Developmental activities are carried out by the Company by providing necessary guidance to the small and marginalised cane growers towards selection of right variety of seed and agri-inputs etc.

PRINCIPLE 5: Business should respect and promote human rights.

1	Does the policy of the Company on human rights cover only the Company or extend to the Group/Joint Ventures/ Suppliers/Contractors/ NGOs/Others?	Policy of the Company on human rights covers only the Company. There is no group structure or joint venture. However, the Company strictly adheres to all applicable labour laws and other statutory requirements in order to uphold the human rights within its organizational boundary.
2	How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?	No stakeholder complaint was received by the Company in the past financial year

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

1	Does the policy relate to Principle 6 cover only the Company or extends to the Group/Joint Ventures/ Suppliers/Contractors/NGOs/others?	Policy of the Company on environment, health and safety covers only the Company. There is no group structure or joint venture.
2	Does the Company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc.	Global environment issues such as climate change, global warming GHG emissions pose challenge to all. The Company is totally committed to their impact. At the captive power plant, bagasse (sugar cane waste generated) is used as fuel for generating power. At the Distillery spent wash (effluent generated) is mixed with bagasse and used as fuel in boilers to generate clean energy with minimal carbon foot print by incineration process.
3	Does the Company identify and assess potential environmental risks? Y/N	No chemicals used in the production process. Every thing is organic in nature. Environment risk is therefore minimum. However the Company regularly reviews environmental risk and undertakes initiatives to mitigate them.
4	Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if yes, whether any environmental compliance report is filed?	No, the Company does not have any projects related to Clean Development Mechanism.
5	Has the Company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.	Yes. The Company has undertaken several initiatives on clean technology, energy efficiency renewable energy etc. The Company has achieved spectacular results in utilisation of hazardous and pollutant industrial waste namely bagasse, spent wash etc. this waste is used as fuel at the incineration boilers for generating clean energy.
6	Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?	All emissions and waste generated by the Company are within the permissible limits given by CPCB/SPCB
7	Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year. There are no show cause / legal notices form CPCB / SPCB pending resolution by the Company.	No show cause/legal notice received from CPCB/SPCB as such no show cause/legal notice is pending (i.e. not resolved to satisfaction) as on end of Financial Year.

PRINCIPLE 7: Business, when engaged in influencing public and regulatory policy, should do so in a responsible manner.

1	Is your Company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:	No
2	Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)	NA

PRINCIPLE 8: Business should support inclusive growth and equitable development

1	Does the Company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.	No
2	Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?	Not Applicable
3	Have you done any impact assessment of your initiative?	Not Applicable
4	What is your Company's direct contribution to community development projects-Amount in INR and the details of the projects undertaken?	Not Applicable
5	Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so	Not Applicable

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

1	What percentage of customer complaints / consumer cases are pending as on the end of financial year?	Nil
2	Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A./Remarks (additional information)	The Company adheres to all the applicable Regulations regarding product labelling and displays relevant information on it.
3	Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year? If so, provide details thereof, in about 50 words or so.	No case is filed by any stakeholder against the Company unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and no such case is pending as on the end of the financial year.
4	Did your Company carry out any consumer survey / consumer satisfaction trends?	The Company regularly carries out consumer surveys and get feedback from them. The Company obtains acknowledgment from the customers on regular basis relating to product quality and condition.

DIRECTOR'S REPORT

Dear Members,

Your Directors are pleased to present the Twenty-Sixth Annual Report of your Company together with the Audited Financial Statements for the financial year ended 31st March, 2021.

Results of Operation and the State of Company's Affairs

The Company has a cane crushing capacity of 11000 TCD, ethanol production capacity of 100 Kilo Liters and power generation capacity of 36.40 kWh.

During the year under review, the Company crushed 9,08,954.565 MT of sugarcane and 7,93,200 quintals of sugar, produced 8187.675 kilo liters of ethanol and generated 8,80,49,800 KWh of power. Out of the power generated 5,66,12,250 KWh was exported and the balance was consumed by the Company.

The Company received total income of Rs. 42,707.79 Lakhs for the year ended 31st March, 2021 as against Rs. 37,814.82 Lakhs for the previous year. The EBITDA for the year under review stood at Rs. 6263.40 Lakhs as compared to Rs. 3976.90 Lakhs for the previous year. The Company has earned a Net Profit after tax of Rs. 829.29 Lakhs as compared to Net Loss of Rs. 788.06 Lakhs for the previous year. Analysis of operating performance is covered under Management Discussion and Analysis which forms part of this Report.

Financial Summary and Highlights

The Company's Financial Performance for the financial year ended on 31st March, 2021 under review alongwith previous year figures are given hereunder:

(Rs. In Lakhs)

Particulars	2020-21	2019-20
Revenue from operations	42,646.38	37,673.60
Other Income	61.41	141.22
Total	42,707.79	37,814.82
Profit/(Loss) before Finance Cost, Depreciation & Amortization	6,263.40	3,976.90
Depreciation & Amortization expense	1,474.74	1,457.16
Finance cost	3,565.72	4,173.88
Profit Before Exceptional and Extraordinary items	1,222.95	(1,654.14)
Exceptional and Extraordinary items	0.00	0.00
Profit/(Loss) before tax	1,222.95	(1,654.14)
Provision for Current Tax	211.37	0.00
Deferred Tax	182.28	(866.10)
Short and excess provisions for earlier year	0.00	0.00
Net Profit/(Loss) After Tax	829.29	(788.05)
Profit/(Loss) brought forward	15,350.10	16,138.14
Profit Available for appropriation	16,179.39	15,350.10
Transferred to General Reserve	0.00	0.00
Dividend Recommended at the rate of Re 1 per share	375.56	0.00
Profit/(Loss) retained in Profit & Loss Account	15,803.83	15,350.10
Basic & diluted Earnings per Share (Rs.)	2.11	(2.19)

Transfer to Reserves

The Company has not transferred any amount to the reserves separately but retained the profit in the profit and loss account.

Dividend

The Directors have recommended a final dividend of Re. 1/- per equity share for the financial year ended March 31, 2021. The final dividend on equity shares, if approved by the Members, would involve a cash outflow of Rs. 375.56 Lakhs.

Management Discussion and Analysis Report

The Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented separately and forms part of this Annual Report.

Corporate Governance

Your Company is committed to maintain highest standards of Corporate Governance and adhere to Corporate Governance requirements set out by the Securities and Exchange Board of India. The Report on Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms an integral part of this Report. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of Corporate Governance is attached to this report on Corporate Governance.

Business Responsibility Report

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Business Responsibility Report for the year ended March 31, 2021 is presented separately and forms part of this Annual Report.

Credit Rating

During the year under review India Ratings & Research Private Limited has retained the Long-term rating of the Company as “IND BB/Negative”. The outlook on the long-term rating is expected to improve.

Contracts and Arrangements with Related Parties

All contracts and arrangements with related parties that were entered in to during the financial year 2020-21 were on an arm’s length basis and were in the ordinary course of business.

All related party transactions were placed before the Audit Committee for approval/omnibus approval as per the Company’s policy on related party transactions. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of foreseen and repetitive nature on yearly basis. A statement giving details of all related party transactions is placed before the Audit Committee for their approval.

During the year under review, there are no materially significant related party transactions that may have potential conflict with interest of the Company at large.

Since the Company has not entered in to any contracts or arrangements or transactions which are not at arm’s length basis with related parties so also material contracts, arrangement or transactions with related parties, the disclosure of particulars pursuant to section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2 are therefore not made.

However, the details of the related party transactions entered into during the year are given under Note No. 32 of the Financial Statements forming part of this Annual Report.

Internal Financial Control

The internal control systems are commensurate with the nature of business and the size and complexity of operations of the Company. The Audit Committee periodically evaluates the adequacy and effectiveness of the Company’s internal financial control systems and monitors the implementation of recommendations made by the Committee.

The Auditors of the Company have also opined that “the Company has in all material respects an adequate internal financial control systems over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2021. Further certificate of compliance from the Executive Director and Chief Financial Officer annexed to this report confirms the adequacy of the internal control systems and procedures of the Company.

Directors and Key Managerial Personnel

In accordance with the provisions of the Companies Act, 2013, Mr. Nikhil Katti and Mr. Mukesh Kumar, Directors of the Company are liable to retire by rotation at the ensuing Annual General Meeting and being eligible have offered themselves

for re-appointment. Both the Directors have confirmed that, they are not disqualified under sub-section (2) of Section 164 and are eligible to be re-appointed as Director of the Company, by filing Form DIR 8 with the Company.

The term of office of Mr. Nikhil Katti – Managing Director of the Company ended on March 31, 2021. The Board of Directors in its meeting held on March 22, 2021, as recommended by the Nomination and Remuneration Committee, re-appointed Mr. Nikhil Katti as Managing Director for a further term of three years with effect from April 1, 2021, subject to the approval of the shareholders in the General Meeting. There is no change in the terms and conditions of his appointment.

Taking in to consideration his vast experience in the industry, past performance and rich knowledge and benefit derived by the company due to his occupation of office and full devotion of time, the Board of Directors recommends to the members, re-appointment of Mr. Nikhil Katti as Managing Director of the Company for a term of three years with effect from April 1, 2021 and he shall be liable to retire by rotation.

During the year under review, the Board of Directors Appointed Mr. Vishnukumar Kulkarni as Director to hold office of Independent Director for a term of five consecutive years with effect from July 17, 2020.

During the year under review Mr. Venkata Racharla resigned from the office of Independent Director of the Company with effect from July 17, 2020.

There are five Independent Directors on the Board of the Company. They have given declaration that each of them meet the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further they have complied with the Code for Independent Directors prescribed in Schedule IV to the Act. There has been no change in the circumstances affecting their status as Independent Directors.

Regarding proficiency, in terms of the recently introduced regulatory requirements providing for establishment of an online database of Independent Directors by Indian Institute of Corporate Affairs, all the Independent Directors of the Company have enrolled their names in the said database. Also, the online proficiency self-assessment test as mandated will be undertaken by those Independent Directors of the Company who are not exempted within the prescribed timelines.

None of the Directors of your Company is disqualified by virtue of Section 164(2) of the Companies Act, 2013.

Mrs. Sneha Patil tendered her resignation from the office of Company Secretary & Compliance Officer with effect from 22nd March, 2021. Ms. Priya Dedhia a member of the Institute of Company Secretaries of India is appointed as Company Secretary & Compliance Officer, by the Board, with effect from 22nd March, 2021, on the recommendation of Nomination and Remuneration Committee.

Directors' Responsibility Statement:

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- (i) In the preparation of the annual accounts, the applicable accounting standards (Ind AS) have been followed along with proper explanation relating to material departures.
- (ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were 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 or loss of the Company for that period.
- (iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) The directors have prepared the annual accounts on a going concern basis.
- (v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such system was adequate and operating effectively.

Board Evaluation

Pursuant to Section 178(2) of the Companies Act, 2013, Nomination and Remuneration Committee of the Board carried out an annual evaluation of every director's performance. Pursuant to the provisions of Schedule IV to the Companies Act, 2013 and Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 the Board evaluated the performance of Independent Directors. The Independent Directors in a separate meeting reviewed the performance of Non-Independent Directors, performance of Board as a whole and performance of the Chairman.

Auditors and Auditors Report

M/s. Gojanur & Co, Chartered Accountants, Shivamogga was appointed as Statutory Auditors of the Company for a term of five consecutive years with effect from the conclusion of the 22nd Annual General Meeting, held on September 30, 2017 to hold office upto the conclusion of the 27th Annual General Meeting.

The Auditors Report to the shareholders for the year ended March 31, 2021 does not contain any qualification, reservation or adverse remark and therefore do not call for any explanation/ comments.

The Auditors have reported in the Annexure to their Report that, "Some of the properties are being held by way of general power of attorney in the name of Mr. Mallikarjun Kadayya Pujar".

It is hereby clarified that the Company has authorised Mr. Mallikarjun Kadayya Pujar to execute the deeds of sale in respect of the said properties, on behalf of the Company. The deeds of sale are in the process of completion.

Secretarial Auditors and their Report

In accordance with the provisions of Section 204 of the Companies Act, 2013 the Board had appointed Sudheendra P. Ghali, Practicing Company Secretary, to conduct Secretarial Audit for the financial year 2020-21. However, Mr. Sudheendra P. Ghali, vide his letter dated May 26, 2021 tendered his resignation as Secretarial Auditor without giving his report for the financial year 2020-21.

In view of the same, the Board of Directors in its meeting held on May 26, 2021 appointed Mrs. Vinita D. Modak, Practicing Company Secretary, to conduct Secretarial Audit for the financial year 2020-21.

Pursuant to SEBI Circular dated February 8, 2019, in addition to the Secretarial Audit Report as mentioned above, the Company has obtained Secretarial Compliance Report from Mrs. Vinita D. Modak, Practicing Company Secretary, for the year ended March 31, 2021. A copy of the Secretarial Compliance Report so obtained, is filed with the BSE Limited (BSE) and National Stock Exchange Limited (NSE).

The Secretarial Audit Report and the Secretarial Compliance Report do not contain any qualification, reservation and adverse remark and therefore do not call for any explanation/ comments.

The Secretarial Audit Report and Secretarial Compliance Report for the financial year ended March 31, 2021 are annexed and forms part of this Report as **ANNEXURE - I**.

Cost Records and Cost Audit

Pursuant to the provisions of Section 148 (1) of the Companies Act, 2013, the company has included cost records in its books of accounts as required by Rule 3 of the Companies (Cost Records and Audit) Rules 2014. Since Cost Audit is applicable, the Board of Directors of the Company appointed M/s S. K. Tikare & Co. Cost Accountants, Belagavi to audit the cost records maintained for the year ended March 31, 2021.

The Board of Directors of the Company further appointed M/s S. K. Tikare & Co. Cost Accountants, Belagavi as Cost Auditor, to audit the cost records of the Company for the year ended March 31, 2022, on the recommendation of the Audit Committee and approved remuneration as recommended by the Audit Committee, which is subject to ratification by the shareholders.

DISCLOSURES**Audit Committee**

The Audit Committee comprises of two Independent Directors namely Mr. Shivanand Tubachi and Mr. Vishnukumar Kulkarni (appointed in place of Mr. Venkata Racharla w.e.f. July 17, 2020) and one Non-Executive Director Mr. Umesh Katti. Mr.

Shivanand Tubachi is the Chairman of the Committee. Terms of reference and powers of the Committee is provided in the Corporate Governance Report annexed to this Report. All the recommendations made by the Audit Committee were accepted by the Board.

The number and dates of the meetings held during the financial year 2020-21 are provided in the Corporate Governance Report.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprises of three Independent Directors namely Mr. Basavaraj Hagargi, Mrs. Pratibha Munnolli and Mr. Surendra Khot. Mr. Basavaraj Hagargi is the Chairman of the Committee. Terms of reference and powers of the Committee is provided in the Corporate Governance Report annexed to this Report. The policy for selection of Directors and determining Director's independence and policy relating to the remuneration of Directors, Key Managerial Personnel and other employees may be accessed on the Company's website www.vsil.co.in. The salient features of the policies are annexed to this Report as **ANNEXURE - II**.

The number and dates of the meetings held during the financial year 2020-21 are provided in the Corporate Governance Report.

Corporate Social Responsibility Committee

The Company ceased to be covered under sub-section (1) of Section 135 of the Companies Act, 2013 for three consecutive financial years i.e. 2016-17, 2017-18, 2018-19 and 2019-20.

Since, the profit for the year ended March 31, 2021 exceed Rs. 5 Crores the Board of Directors in its meeting held on August 12, 2021 constituted Corporate Social Responsibility Committee consisting of Mr. Umesh Katti – Chairman, Mr. Kush Katti – Member and Mrs. Pratibha Munnolli – Member. Mr. Umesh Katti is the Chairman of the said Committee.

The number and dates of the meetings held during the financial year 2020-21 are provided in the Corporate Governance Report.

Stakeholder Relationship Committee

The Stakeholder Relationship Committee comprises of Directors namely Mr. Shivanand Tubachi, Mr. Nikhil Katti and Mr. Lava Katti. Terms of Reference and Powers of the Committee is provided in the Corporate Governance Report annexed to this Report.

The number and dates of the meetings held during the financial year 2020-21 are provided in the Corporate Governance Report.

Risk Management

Your Company has framed, developed and implemented Risk Management Plan, pursuant to the requirements of the Companies Act, 2013 and the SEBI (Listing Obligations and

Disclosure Requirements) Regulations 2015. The Board of Directors frame, implement and monitor the risk management plan for the Company. Identification of elements of risk and their mitigation are discussed in the meeting of the Board. In the opinion of the Board there is no element of risk which may threaten the existence of the Company.

Vigil Mechanism

The Company has formulated a Vigil Mechanism for directors and employees to report their genuine concerns or grievances pursuant to Section 177 (9) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee oversees the Vigil Mechanism. The Vigil Mechanism provides for adequate safeguards against victimization of director(s), employee(s) or any other person who avail the mechanism and also provide for direct access to the Chairperson of the Audit Committee in appropriate and exceptional cases. The policy on Vigil Mechanism may be accessed on the Company's website www.vsil.co.in.

Internal Complaints Committee

The Company has constituted a Committee by name Internal Complaints Committee, in compliance with Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 read with Rule 8(5)(x) of the Companies (Accounts) Rules, 2014. The said Committee is constituted to consider and resolve all sexual harassment complaints reported by women employees. During the year under review the Company did not receive any such complaint.

Meetings of the Board

The Board of Directors met thirteen times during the year under review. Details of the meetings of the Board of Directors held are given in the report on Corporate Governance, which forms part of this report. The maximum interval between any two meetings did not exceed 120 days, as prescribed under the Companies Act, 2013 and SEBI Listing (Obligations and Disclosure Requirements) Regulations, 2015.

Extract of Annual Return

Pursuant to Section 92(3) of the Companies Act, 2013, extract of Annual Return in the prescribed form MGT 9 is provided as **ANNEXURE - III** forming part of this report and is placed on the website of the Company www.vsil.co.in.

Particulars of Loans, Guarantees or Investments

During the year under review the Company has not granted any loans and not made any investments, given guarantees and provided securities covered under section 185 and 186 of the Companies Act, 2013.

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

Particulars with respect to Conservation of Energy and Technology Absorption pursuant to Rule 8(3) A and 8(3) B of

the Companies (Accounts) Rules, 2014 are provided as under:

(A) Conservation of Energy

- (i) The steps taken or impact on conservation of energy: The Company has been continuously updating modern technology for energy conservation, like usage of Variable Frequency Drives, IE Three Motors, etc. and added automation in sugar boiling house there reducing the consumption of energy as well as other consumables like lime and sulphur. The steam consumption in the boiling house is amongst the lowest in the sugar industry in the Country.
- (ii) The steps taken by the company for utilising alternate sources of energy: The Company has been generating power from renewable sources (bagasse) and consuming captively and exporting the surplus to the grid.
- (iii) The capital investment on energy conservation equipments: During the year under review, the Company did not make any capital investment on energy conservation equipments. However, some revenue expenditure was incurred.

(B) Technology Absorption

- (i) The efforts made towards technology absorption: The Company has been upgrading its sugar processing technology and during the year the Company has developed the technology to manufacture bacteria-free sugar.
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: The quality of the sugar has improved to a greater extent and there has been improvement in the sugar recovery also.
- (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): No new imported technology was introduced.
 - (a) The details of technology imported: Not Applicable
 - (b) The year of import: Not Applicable
 - (c) Whether the technology been fully absorbed: Not Applicable
 - (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable
- (iv) The expenditure incurred on Research and Development: Not Applicable

(C) Foreign Exchange Earnings and Outgo

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

- Foreign Exchange Earnings: Rs. 88.39 Lakhs
- Foreign Exchange Outgo: Rs. 3.90 Lakhs

Particulars of Employees and Related Disclosures

Disclosures pertaining remuneration and other details as required under Section 197 (12) of the Companies Act, 2013 read with Rules 5(1) of the Companies (Appointment and Remuneration of Management Personnel) Rules, 2014 are provided in **ANNEXURE - IV**.

The relations between the management and the staff remained cordial during the period under review.

There is no employee who was employed throughout the financial year 2020-21, drawing remuneration which in aggregate was not less than Rupees One Crore and Two Lakhs per annum.

There was no employee employed for part of the financial year 2020-21, drawing remuneration at the rate which in aggregate was not less than Rupees Eight Lakhs and fifty Thousand per month.

Secretarial Standards

During the year under review, your company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

Change in Capital Structure

The equity shares of the Company are listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) and are actively traded. The existing face value of the Company's shares is Rs. 10/- each. In order to make the equity share more affordable to the investors, the Board of Directors of the Company has recommended sub-division of the face value of the equity shares of the Company from Rs. 10/- (Rupees Ten only) each in to the face value of Rs. 2/- (Rupees Two only) each.

Accordingly the Authorised Share Capital of the Company comprising of 6,00,00,000 (Six Crore) equity shares of the face value Rs. 10/- (Rupees Ten only) each aggregating to Rs. 60,00,00,000/- (Rupees Sixty Crore only) shall be sub-divided in to 30,00,00,000 (Thirty Crore) equity shares of the face value of Rs. 2/- (Rupees Two only) each aggregating to Rs. 60,00,00,000/- (Sixty Crore only).

Further, the issued, subscribed and fully paid-up equity share capital of the Company comprising of 3,75,56,000 (Three Crore Seventy-Five Lakh Fifty-Six Thousand) equity shares of the face value of Rs. 10/- each aggregating to Rs. 37,55,60,000/- (Rupees Thirty-Seven Crore Fifty-Five Lakhs Sixty Thousand only) shall be sub-divided in to 18,77,80,000 (Eighteen Crore Seventy Seven Lakhs Eighty Thousand) equity shares of the face value of Rs. 2/- (Rupees Two only) each aggregating to Rs. 37,55,60,000/- (Rupees Thirty-Seven Crore Fifty-Five Lakhs Sixty Thousand only), as on the record date as may be fixed by the Board of Directors of the Company.

Consequent to the sub-division, the Memorandum of Association of the Company, shall stand altered to that extent.

Covid-19

The COVID-19 pandemic had a significant impact on India's economic activity during the year 2020-21, owing to the nationwide lockdown announced by the Central, State and Local Governments to contain the spread of the virus. Majority of the industries in India have been adversely impacted because of a sharp drop in domestic demand and exports. Indian economy may witness a pandemic-driven contraction to a considerable extent.

Except minor disruptions in the production and transportation, the sugar industry in India remains largely unaffected by the Covid-19 pandemic.

With the easing of restrictions and normalization of economic activities, the demand from the associated industries has started picking up paving the way for recovery in the industry. With the gradual unlocking of global economies, the industry witnessed an improvement in international sugar demand stimulating the growth in sugar prices. In addition, expected lower sugar output in the European Countries, as well as uncertainty over Brazil's cane crop diversion to sugar, all contributed to the upward trend in the international sugar prices.

General

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review.

- a. Issue of equity shares with differential rights as to dividend, voting or otherwise.
- b. Issue of shares (including sweat equity shares) to Directors and employees of the Company under any scheme.
- c. Details relating to employee's stock option scheme.
- d. Revision of financial statement or Board's report.
- e. Buyback of shares.
- f. The Company does not have scheme for provision of money for purchase of its own shares by employees or by trustee for the benefit of employees.
- g. Purchase by Company of its own shares or giving of loans for such purchase.
- h. There is no change in the nature of business of the Company.
- i. There is no material change or commitment affecting the financial position of the Company, occurred between the end of the financial year and the date of this report.
- j. The Company has not accepted deposits within the meaning of Section 73 or Section 76 of the Companies Act, 2013.
- k. No remuneration was paid to Non-executive Directors except sitting fees.

- l. No significant and material order is passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.
- m. No fraud has been reported by the Auditors to the Audit Committee of the Board.
- n. No case of child labour, forced labour, involuntary labour, sexual harassment and discriminatory employment was reported in the financial year 2020-21.
- o. There was no subsidiary, associate or joint venture company of the company during the financial year under review.
- p. Shares held in trust for the benefit of employees.
- q. Issue of debentures/warrants.
- r. Transfer to Investor Education and Protection Fund (IEPF).

Acknowledgements

The Directors wish to place on record their appreciation to the wholehearted help and co-operation the Company has received from the business associates, partners, vendors, clients, government authorities, and bankers of the Company.

The relations between the management and the staff were cordial during the period under review.

The Company also wishes to put on record its appreciation for the work done by the staff. Your Directors appreciate and value the trust imposed upon them by the members of the Company.

By order of the Board
Vishwaraj Sugar Industries Limited

Umesh V. Katti
Chairman
DIN: 01461050

Place: Bellad Bagewadi
Date: August 25, 2021

ANNEXURE-I

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2021

[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,
Vishwaraj Sugar Industries Limited,
Bellad Bagewadi Taluk: Hukkeri, Belgaum- 591305

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by VISHWARAJ SUGAR INDUSTRIES 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. The Company's Management is responsible for preparation and maintenance of secretarial and other records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations. Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and 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 31st March, 2021 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 the Company for the financial year ended on 31st March, 2021, to the extent applicable, according to the provisions of:

- The Companies Act, 2013 (the Act) and the Rules made thereunder as amended from time to time;
- The Securities Contracts (Regulation) Act, 1956 and the Rules made thereunder;
- The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- 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;
- The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") or by SEBI, to the extent applicable;
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- The Securities and Exchange Board of India (Issue of Capital

and Disclosure Requirements) Regulations, 2009;

- 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;
- The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015.
- The Company has not dealt with Employee Stock Option Scheme and Employee Stock Purchase Scheme, Issue and Listing of Debt Securities, Delisting of Equity Shares, Buyback of Securities and therefore the following regulations are not applicable: -
- The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.

Having regards to the compliance system prevailing, on examination of the relevant documents on a test check basis, explanations provided; I further report that the Company has complied with the following laws applicable specifically to the Company:

- Sugar Cess Act, 1982 and the Rules made thereunder;
- Sugar Development Fund Act, 1982 and the Rules made thereunder;
- Sugar (Control) Order, 1966;
- Sugarcane (Control) Order, 1966;
- Levy Sugar Price Equalisation Fund Act, 1976;
- Food Safety & Standards Act, 2006 and the Rules & Regulations made thereunder;
- Agricultural and Processed Food Products Export Act, 1986;
- Export (Quality Control and Inspection) Act, 1963;
- Essential Commodities Act, 1955;
- Sugar (Packing and Marketing) Order, 1970;
- The Karnataka Sugarcane (Regulation of Purchase and Supply) Act, 2013;
- The Karnataka Sugar (Regulation of Production) Order, 1975;
- The Electricity Act, 2003;
- The Electricity Regulatory Commission Act, 1998;
- The Electricity Supply Act, 1948;

- The Legal Metrology Act, 2009;
- The Indian Boilers Act, 1923;
- The Petroleum Act, 1934;
- The Prevention of Food Adulteration Act, 1976;
- The Molasses Control Order, 1966;
- The Factories Act, 1948 and Rules made thereunder;
- Labour laws and other incidental laws related to labour and employees appointed by the Company;
- Acts and Rules prescribed under prevention and control of pollution;
- Acts and Rules relating to Environmental protection, energy conservation and hazardous substances and chemicals;
- Acts and Rules relating to boilers, electricity explosives, fire, etc.

I have also examined compliance with the applicable Clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI).

During the period under review, as per the explanations and representations received from the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except the following: - NIL.

I further report that based on the information provided and representation made by the Company and on the basis of Compliance Report taken on record by the Board, in my opinion adequate systems and processes exist in the Company to monitor and ensure Compliance with other laws applicable, rules, regulations and guidelines.

I further report that:

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/Committees of Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Based on the representation given by the Management of the Company and as verified by us, it is observed that there are no such laws which are specifically applicable to the industry in which the Company operates.

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

Majority decisions of the Board are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors.

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

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

Vinita D. Modak
Practicing Company secretary

Place: Nashik
Date: 17th August, 2021
Membership No. ACS 23151
CP No. 8258
UDIN: A023151C000796924

‘Annexure A’

To,
The Members,
Vishwaraj Sugar Industries Limited,
Bellad Bagewadi Taluk: Hukkeri, Belgaum- 591305

Secretarial Audit Report of even date is to be read along with this letter.

Management’s Responsibility

It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor’s Responsibility

My responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

I believe that audit evidence and information obtained from

the Company’s management is adequate and appropriate for us to provide a basis for my opinion.

Wherever required, I have obtained the management’s representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

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.

Vinita D. Modak
Practicing Company Secretary

Place: Nashik
Date: 17th August, 2021
Membership No. ACS 23151
CP No. 8258
UDIN: A023151C000796924

ANNEX-A**Secretarial Compliance Report of VISHWARAJ SUGAR INDUSTRIES LIMITED for the year ended 31st March, 2021****I, Vinita Modak, Practising Company Secretary have examined:**

- (a) All the documents and records made available to us and explanation provided by Vishwaraj Sugar Industries Limited (“the listed entity”);
- (b) The filings / submission made by the listed entity to the stock exchanges;
- (c) Website of the listed entity;

For the year ended March 31, 2021 (“Review Period”) in respect of compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) The Securities Contract (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI Act”);

The specific Regulations, whose provisions and the circulars / guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (g) Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) (Amendment) Regulations, 2018; and
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars / guidelines issued thereunder.

And based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder, except in respect of matters specified below:-

Compliance Requirement (Regulations/Circulars/ Guidelines including specific clause)	Deviations	Observations / Remarks Of The Practising Company Secretary
NIL		

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars / guidelines issued thereunder insofar as it appears from my /our examination of those records.
- (c) The following are the details of actions taken against the listed entity / its promoters / directors / material subsidiaries either by SEBI or by Stock Exchanges (including under the standard operating procedures issued by SEBI through various circulars) under the aforesaid Acts / Regulations and circulars /guidelines issued thereunder:

Action Taken By	Details Of Violation	Details Of Action Taken E.G. Fines, Warning Letter, Debarment , Etc.	Observations/ Remarks Of The Practising Company Secretary, If Any.
NIL			

Vinita D. Modak

Practising Company secretary

Place: Nashik

Date: 28th June, 2021

Membership No. ACS 23151

CP No. 8258

UDIN: A023151C000526841

ANNEXURE - II

Policy for selection of Directors and determining Directors Independence

1. Introduction:

1.1 Vishwaraj Sugar Industries Limited believes that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. Towards this, Vishwaraj Sugar Industries Limited ensures constitution of the Board of Directors with required composition, diversified expertise and experience and commitment to discharge their responsibilities and duties effectively.

1.2 Vishwaraj Sugar Industries Limited recognizes the importance of Independent Directors in achieving the effectiveness of the Board.

2. Scope:

2.1 This Policy sets out the guiding principles for the Nomination and Remuneration

Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as Independent Directors of the Company.

3. Terms and References:

In this Policy, the following terms shall have the following meanings:

3.1 **“Director”** means a Director appointed to the Board of the Company.

3.2 **“Nomination and Remuneration Committee”** means a Committee constituted by Vishwaraj Sugar Industries Limited’s Board in accordance with the provisions of Section 178 of the Companies Act, 2013.

3.3 **“Independent Director”** means a Director referred to in sub-section (6) of Section 149 of the Companies Act, 2013.

4. Policy:

4.1 Qualifications and Criteria

4.1.1 The Nomination and Remuneration (NR) Committee and the Board shall review on an annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a Board with diverse background and experience that are relevant for the Company’s operations.

4.1.2 In evaluating the suitability of individual Board members, the Nomination and Remuneration Committee may take into account factors, such as:

- General understanding of the Industry vis a vis Company’s business perspective;

- Educational and professional background
- Standing in the profession;
- Personal and professional ethics, integrity and values;
- Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.

4.1.3 The proposed appointee shall also fulfill the following requirements:

- Shall possess a Director Identification Number;
- Shall not be disqualified under the Companies Act, 2013;
- Shall give his written consent to act as a Director;
- Shall endeavour to attend all Board Meetings and wherever he is appointed as a Committee Member, the Committee Meetings;
- Shall disclose his concern or interest in any Company or Companies or Bodies Corporate, Firms including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
- Such other requirements as may be prescribed, from time to time, under the Companies Act, 2013 and other relevant laws.

4.1.4 The NR Committee shall evaluate each individual with the objective of having a group that best enables the success of the Company’s business.

4.2 Criteria of Independence

4.2.1 The NR Committee shall assess the independence of Directors at the time of appointment / re-appointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interests or relationships are disclosed by a Director.

4.2.2 The criteria of independence, as laid down in Companies Act, 2013, is as below:

An independent director in relation to a company, means a director other than a managing director or a whole-time director or a nominee director—

- a. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;
- b. (i) who is or was not a promoter of the company or its holding, subsidiary or associate company;
- (ii) who is not related to promoters or directors in the company, its holding, subsidiary or associate company;

- c. who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two percent or more of its gross turnover or total income as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- d. none of whose relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- e. who, neither himself nor any of his relatives—
- (i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;
- (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of—
- (A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
- (B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;
- (iii) holds together with his relatives two per cent or more of the total voting power of the company; or
- (iv) is a Chief Executive or director, by whatever name called, of any non-profit organisation that receives twenty-five per cent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company; or
- (v) is a material supplier, service provider or customer or a lessor or lessee of the company.
- f. shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations, corporate social responsibility or other disciplines related to the Company's business.
- g. shall possess such other qualifications as may be prescribed, from time to time, under the Companies Act, 2013.
- h. who is not less than 21 years of age.
- 4.2.3 The Independent Directors shall abide by the "Code for Independent Directors" as specified in Schedule IV to the Companies Act, 2013.
- 4.3 Other directorships / committee memberships**
- 4.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as directors of the Company. The NR Committee shall take into account the nature of and the time involved in a Director's service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.
- 4.3.2 A Director shall not serve as a Director in more than 20 companies of which not more than shall be 10 Public Limited Companies.
- Remuneration Policy for Directors, Key Managerial Personnel and other employees**
- 1. Introduction:**
- Vishwaraj Sugar Industries Limited recognizes the importance of aligning the business objectives with specific and measurable individual objectives and targets. The Company has therefore formulated the remuneration policy for its directors, key managerial personnel and other employees keeping in view the following objectives:
- a) Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate employees to run the company successfully.
- b) Ensuring that relationship of remuneration to performance is clear and meets the performance benchmarks.
- c) Ensuring that remuneration is based on such parameters reflecting short and long term performance objectives appropriate to the working of the company and its goals.
- 2. Scope:**
- This Policy sets out the guiding principles for the Nomination and Remuneration Committee for recommending to the Board the remuneration of the directors, key managerial personnel and other employees of the Company.
- 3. Terms and References:**
- In this Policy, the following terms shall have the following meanings:

3.1 “Director” means a director appointed to the Board of the company.

3.2 “Key Managerial Personnel” means

- (i) the Chief Executive Officer or the Managing Director or the Manager;
- (ii) the Company Secretary;
- (iii) the Whole-time Director;
- (iv) the Chief Financial Officer; and
- (v) such other officer as may be prescribed under the Companies Act, 2013

3.3 “Nomination and Remuneration Committee” means the committee constituted by the Board of Directors of Vishwaraj Sugar Industries Limited in accordance with the provisions of Section 178 of the Companies Act, 2013.

4. Policy:

4.1 Remuneration to Executive Directors and Key Managerial Personnel

4.1.1 The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Executive Directors of the Company within the overall limits approved by the shareholders.

4.1.2 The Board, on the recommendation of the Nomination and Remuneration Committee, shall also review and approve the remuneration payable to the Key Managerial Personnel of the Company.

4.1.3 The remuneration structure to the Executive Directors and Key Managerial Personnel may include the following components:

- (i) Basic Pay
- (ii) Perquisites and Allowances
- (iii) Commission (Applicable in case of Executive Directors)
- (iv) Retiral benefits
- (v) Annual Performance Bonus

4.2 Remuneration to Non-Executive Directors

The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Non-Executive Directors of the Company within the overall limits approved by the shareholders, if any.

4.3 Remuneration to other employees

Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

For and on behalf of the Board
Vishwaraj Sugar Industries Limited

Umesh V Katti
 Chairman
 DIN: 01461050

Place: Bellad Bagewadi
 Date: 30/08/2018

ANNEXURE - III

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2021

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS	
i. CIN	L85110KA1995PLC017730
ii. Registration Date	May 2, 1995
iii. Name of the Company	Vishwaraj Sugar Industries Limited
iv. Category / Sub-Category of the Company	Public Company / Limited by Shares
v. Address of the registered office and contact details	Bellad Bagewadi, Taluk-Hukkeri, District-Belgaum 591305, Karnataka, India. Tel. No.: +91-8333-251251 Fax No.: +91-8333-267211 Website: www.vsil.co.in Mail: info@vsil.co.in
vi. Whether Listed Company	Yes
vii. Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059, Maharashtra, India. Tel. No.: +91-22-62638200 Fax No.: +91-22-62638299 Website: www.bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name and Description of main products/ services	NIC Code of the product/ service *	% to total turnover of the Company #
1.	Manufacturing of Sugar	10721	66.07
2.	Ethanol	1101	11.83

* As per National Industrial Classification – Ministry of Statistics and Programme Implementation

On the basis of Gross Turnover

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name of Company	Address of Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares held*	Applicable Section
NIL						

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

a. Category-wise Share Holding

Category-wise Share Holding		Shareholding as on 01-04-2020			Shareholding as on 31-03-2021			% of change
Category Code	Category of Shareholder	Demat	Physical	% of Total Shares	Demat	Physical	% of Total Shares	during the Year
(A)	Promoter and Promoter Group							
-1	Indian							
(a)	Individuals/Hindu Undivided Family	11334750	-	30.18	11334739	-	30.18	0.00
(b)	Central/State Government	-	-	-	-	-	-	-
(c)	Bodies Corporate	-	-	-	-	-	-	-
(d)	Financial Institutions/ Banks	-	-	-	-	-	-	-
(e)	Any other (Specify) – Directors Relatives	994800	-	2.65	994800	-	2.65	0.00
	Sub - Total (A)(1)	12329550	-	32.83	12329550	-	32.83	0.00
-2	Foreign	-	-	-	-	-	-	-
(a)	Individuals (Non- Resident)	-	-	-	-	-	-	-
	Individuals/Foreign Individuals	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-
(d)	Any other (Specify)	-	-	-	-	-	-	-
	Sub - Total (A)(2)	-	-	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A) = (A) (1) + (A) (2)	12329550	-	32.83	12329550	-	32.83	0.00
(B)	Public Shareholding	-	-	-	-	-	-	-
-1	Institutions	-	-	-	-	-	-	-
(a)	Mutual Funds/UTI	-	-	-	-	-	-	-
(b)	Financial Institutions/ Banks	-	-	-	-	-	-	-
(c)	Central Government/State Government(s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	-	-	-	-	-	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Any other (Specify) Foreign Portfolio Investor	1000080	-	2.66	1018458	-	2.71	0.05
	Sub - Total (B)(1)	1000080	-	2.66	1018458	-	2.71	0.05
-2	Non-Institutions	-	-	-	-	-	-	-
(a)	Bodies Corporate	4476559	-	11.92	5347279	-	14.24	2.32
(b)	Individuals-							
	i. Individual Shareholders holding nominal share capital upto Rs. 1 Lakh.	344104	1273950	4.31	342431	1247000	4.23	(0.08)
	ii. Individual Shareholders holding nominal share capital in excess of Rs. 1 Lakh.	11836436	5134700	45.19	11455364	5119700	44.13	(1.05)
(c)	Any other (Specify)							
	Hindu Undivided Family	260554	-	0.69	498910	-	1.33	0.63
	Clearing Member	887704	-	2.36	174863	-	0.47	(1.90)
	Non-Resident Indians (NRI)	12363	-	0.03	22456	-	0.06	0.03
	Overseas Bodies Corporates	-	-	-	-	-	-	-
	NRI Non-Repatriation	-	-	-	-	-	-	-
	Trusts	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-
	Sub - Total (B)(2)	17817720	6408650	64.51	17841303	6366700	64.46	(0.05)

Total Public Shareholding (B) = (B) (1) + (B) (2)		18817800	6408650	67.17	18859761	6366700	67.17	0.00
TOTAL (A) + (B)		31147350	6408650	100.00	31189300	6366700	100.00	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
1.	Promoter and Promoters Group	-	-	-	-	-	-	-
2.	Public	-	-	-	-	-	-	-
GRAND TOTAL (A) + (B) + (C)		31147350	6408650	100.00	31189300	6366700	100.00	0.00

b. Shareholding of Promoters and Promoter Group

Category-wise Share Holding		As on 01-04-2020			As on 31-03-2021			% of change during the Year
Sr. No.	Name of Shareholder	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	Ghuli S. Mahaling	1000	0.0027	0.0000	1000	0.0027	0.0000	0.0000
2	Satish M. Ghuli	1000	0.0027	0.0000	1000	0.0027	0.0000	0.0000
3	Yuvaraj Chunamure	1000	0.0027	0.0000	1000	0.0027	0.0000	0.0000
4	Ramesh Shiralkar	2300	0.0061	0.0000	2300	0.0061	0.0000	0.0000
5	Padmaja Katti	5000	0.0133	0.0000	5000	0.0133	0.0000	0.0000
6	Basavaraj S Uttur	211100	0.5621	0.0000	211100	0.5621	0.0000	0.0000
7	Abhinandan D K	275500	0.7336	0.0000	275500	0.7336	0.0000	0.0000
8	Sneha N. Dev	449200	1.1961	0.0000	449200	1.1961	0.0000	0.0000
9	Ravindra S Katti	497900	1.3258	0.0000	497900	1.3258	0.0000	0.0000
10	Lava Katti	1100275	2.9297	0.0000	1100275	2.9297	0.0000	0.0000
11	Sheela Katti	1141000	3.0381	0.0000	1141000	3.0381	0.0000	0.0000
12	Kush Katti	1145075	3.0490	0.0000	1145075	3.0490	0.0000	0.0000
13	Jayashree Katti	1258800	3.3518	0.0000	1258800	3.3518	0.0000	0.0000
14	Ramesh Katti	1328950	3.5386	0.0000	1328950	3.5386	0.0000	0.0000
15	Umesh Katti	1418575	3.7772	0.0000	1418564	3.7772	0.0000	0.0000
16	Nikhil Katti	3492875	9.3004	0.0000	3492875	9.3004	0.0000	0.0000
TOTAL		12329550	32.8299	0.0000	12329539	32.8299	0.0000	0.0000

c. Change in Promoters' Shareholding

Sr. No.	Name	Shareholding		Date	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares At the Beginning (01/04/2020) / end of the year (31/03/2021)	% total Shares of the Company				No of Shares	% total Shares of the Company
1	Nikhil Katti	3492875	9.30	31-Mar-2020	-	-	3492875	9.30
		3492875	9.30	31-Mar-2021	-	-	3492875	9.30
2	Umesh Katti	1418575	3.78	31-Mar-2020	-	-	1418575	3.78
			3.78	31-Dec-2020	-11	Sell	1418564	3.78
		1418564	3.78	31-Mar-2021	-	-	1418564	3.78
3	Ramesh Katti	1328950	3.54	31-Mar-2020	-	-	1328950	3.54
		1328950	3.54	31-Mar-2021	-	-	1328950	3.54
4	Jayashree Katti	1258800	3.35	31-Mar-2020	-	-	1258800	3.35
		1258800	3.35	31-Mar-2021	-	-	1258800	3.35
5	Kush Katti	1145075	3.05	31-Mar-2020	-	-	1145075	3.05
		1145075	3.05	31-Mar-2021	-	-	1145075	3.05

6	Sheela Katti	1141000	3.04	31-Mar-2020	-	-	1141000	3.04
		1141000	3.04	31-Mar-2021	-	-	1141000	3.04
7	Lava Katti	1100275	2.93	31-Mar-2020	-	-	1100275	2.93
		1100275	2.93	31-Mar-2021	-	-	1100275	2.93
8	Ravindra S Katti	497900	1.33	31-Mar-2020	-	-	497900	1.33
		497900	1.33	31-Mar-2021	-	-	497900	1.33
9	Sneha Dev	449200	1.20	31-Mar-2020	-	-	449200	1.20
		449200	1.20	31-Mar-2021	-	-	449200	1.20
10	Abhinandan D K	275500	0.73	31-Mar-2020	-	-	275500	0.73
		275500	0.73	31-Mar-2021	-	-	275500	0.73
11	Basavaraj S Uttur	211100	0.56	31-Mar-2020	-	-	211100	0.56
		211100	0.56	31-Mar-2021	-	-	211100	0.56
12	Padmaja Katti	5000	0.01	31-Mar-2020	-	-	5000	0.01
		5000	0.01	31-Mar-2021	-	-	5000	0.01
13	Ramesh Shiralkar	2300	0.01	31-Mar-2020	-	-	2300	0.01
		2300	0.01	31-Mar-2021	-	-	2300	0.01
14	Ghuli Suhas Mahaling	1000	0.00	31-Mar-2020	-	-	1000	0.00
		1000	0.00	31-Mar-2021	-	-	1000	0.00
15	Yuvaraj Chunamure	1000	0.00	31-Mar-2020	-	-	1000	0.00
		1000	0.00	31-Mar-2021	-	-	1000	0.00
16	Satish Ghuli	1000	0.00	31-Mar-2020	-	-	1000	0.00
		1000	0.00	31-Mar-2021	-	-	1000	0.00

d. Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters)

Sr. No.	Name	Shareholding		Date	Increase / Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares At the Beginning (31/03/2020)/ end of the year (31/03/2021)	% total Shares of the Company				No of Shares	% total Shares of the Company
1	S K Growth Fund Pvt Ltd	1395759	3.72	31-Mar-2020	0		1395759	3.72
			3.76	24-Jul-2020	17772	Buy	1413531	3.76
			3.82	31-Jul-2020	20000	Buy	1433531	3.82
			3.85	28-Aug-2020	11180	Buy	1444711	3.85
			4.14	18-Sep-2020	111025	Buy	1555736	4.14
			4.24	25-Sep-2020	37520	Buy	1593256	4.24
			4.29	20-Nov-2020	16824	Buy	1610080	4.29
			4.28	04-Dec-2020	-2500	Sell	1607580	4.28
			4.15	19-Mar-2021	-50000	Sell	1557580	4.15
	1557580	4.15	31-Mar-2021	0		1557580	4.15	
2	Elara India Opportunities Fund Limited	1000080	2.66	31-Mar-2020	0		1000080	2.66
			0.00	31-Oct-2020	-1000080	Sell	0	0.00
			2.66	06-Nov-2020	1000080	Buy	1000080	2.66
			0.00	30-Nov-2020	-1000080	Sell	0	0.00
			2.66	04-Dec-2020	1000080	Buy	1000080	2.66
			0.00	25-Feb-2021	-1000080	Sell	0	0.00
			2.66	26-Feb-2021	1000080	Buy	1000080	2.66
	1000080	2.66	31-Mar-2021	0		1000080	2.66	
3	Venkateshwara Industrial Promotion Co Limited	491650	1.31	31-Mar-2020	0		491650	1.31
			2.15	19-Jun-2020	315457	Buy	807107	2.15
			2.27	10-Jul-2020	45329	Buy	852436	2.27
			2.32	17-Jul-2020	19330	Buy	871766	2.32
			2.16	25-Feb-2021	-61266	Sell	810500	2.16
			810500	2.16	31-Mar-2021	0		810500

4	Tia Enterprises Private Limited	193834	0.52	31-Mar-2020	0		193834	0.52
			0.62	07-Aug-2020	38400	Buy	232234	0.62
			2.35	28-Aug-2020	650500	Buy	882734	2.35
			0.25	31-Oct-2020	-790500	Sell	92234	0.25
			2.35	06-Nov-2020	790500	Buy	882734	2.35
			0.25	30-Nov-2020	-790500	Sell	92234	0.25
			2.35	04-Dec-2020	790500	Buy	882734	2.35
			0.25	25-Feb-2021	-790500	Sell	92234	0.25
			2.35	26-Feb-2021	790500	Buy	882734	2.35
			882734	2.35	31-Mar-2021	0		882734
5	Vinod Harilal Jhaveri	529000	1.41	31-Mar-2020	0		529000	1.41
			1.25	19-Jun-2020	-60000	Sell	469000	1.25
			1.25	24-Jul-2020	1000	Buy	470000	1.25
			1.30	31-Jul-2020	18599	Buy	488599	1.30
			1.31	14-Aug-2020	2700	Buy	491299	1.31
			1.43	21-Aug-2020	46750	Buy	538049	1.43
			1.59	28-Aug-2020	60650	Buy	598699	1.59
			1.60	04-Sep-2020	550	Buy	599249	1.60
			1.65	11-Sep-2020	20150	Buy	619399	1.65
			1.77	18-Sep-2020	43450	Buy	662849	1.77
			1.86	25-Sep-2020	35100	Buy	697949	1.86
			1.95	06-Nov-2020	36100	Buy	734049	1.95
			2.00	08-Jan-2021	18800	Buy	752849	2.00
			2.04	22-Jan-2021	14600	Buy	767449	2.04
			767449	2.04	31-Mar-2021	0		767449
6	Ankur Tilakchandra Khona	755796	2.01	31-Mar-2020	0		755796	2.01
			1.91	04-Sep-2020	-38000	Sell	717796	1.91
			1.80	02-Oct-2020	-42000	Sell	675796	1.80
			1.14	23-Oct-2020	-248000	Sell	427796	1.14
			427796	1.14	31-Mar-2021	0		427796
7	Aryaman Capital Markets Limited	656998	1.75	31-Mar-2020	0		656998	1.75
			1.75	03-Apr-2020	-796	Sell	656202	1.75
			1.74	10-Apr-2020	-4197	Sell	652005	1.74
			1.74	17-Apr-2020	8	Buy	652013	1.74
			1.94	24-Apr-2020	75861	Buy	727874	1.94
			1.91	01-May-2020	-8899	Sell	718975	1.91
			1.92	08-May-2020	857	Buy	719832	1.92
			1.92	15-May-2020	2780	Buy	722612	1.92
			1.93	22-May-2020	2347	Buy	724959	1.93
			2.07	29-May-2020	53489	Buy	778448	2.07
			2.16	05-Jun-2020	32007	Buy	810455	2.16
			2.32	12-Jun-2020	60215	Buy	870670	2.32
			2.41	19-Jun-2020	33013	Buy	903683	2.41
			2.55	26-Jun-2020	54390	Buy	958073	2.55
			2.55	30-Jun-2020	1438	Buy	959511	2.55
			2.51	03-Jul-2020	-18744	Sell	940767	2.51
			2.48	10-Jul-2020	-10964	Sell	929803	2.48
			2.45	17-Jul-2020	-9145	Sell	920658	2.45
			2.57	24-Jul-2020	43718	Buy	964376	2.57
			2.58	31-Jul-2020	5924	Buy	970300	2.58
			2.69	07-Aug-2020	39516	Buy	1009816	2.69
			2.66	14-Aug-2020	-11230	Sell	998586	2.66
			2.53	21-Aug-2020	-47720	Sell	950866	2.53
2.28	28-Aug-2020	-95410	Sell	855456	2.28			
2.09	04-Sep-2020	-70724	Sell	784732	2.09			
2.00	11-Sep-2020	-34350	Sell	750382	2.00			
1.65	18-Sep-2020	-129528	Sell	620854	1.65			

			1.51	25-Sep-2020	-54597	Sell	566257	1.51
			1.52	30-Sep-2020	4630	Buy	570887	1.52
			1.50	02-Oct-2020	-7574	Sell	563313	1.50
			1.49	09-Oct-2020	-2673	Sell	560640	1.49
			1.61	16-Oct-2020	45804	Buy	606444	1.61
			1.70	23-Oct-2020	31805	Buy	638249	1.70
			1.74	30-Oct-2020	14288	Buy	652537	1.74
			1.96	06-Nov-2020	83231	Buy	735768	1.96
			2.06	13-Nov-2020	39478	Buy	775246	2.06
			2.13	20-Nov-2020	23856	Buy	799102	2.13
			1.93	27-Nov-2020	-73968	Sell	725134	1.93
			1.92	04-Dec-2020	-5827	Sell	719307	1.92
			1.91	11-Dec-2020	-2904	Sell	716403	1.91
			1.90	18-Dec-2020	-2687	Sell	713716	1.90
			1.90	25-Dec-2020	-1497	Sell	712219	1.90
			1.84	31-Dec-2020	-20241	Sell	691978	1.84
			1.86	01-Jan-2021	6054	Buy	698032	1.86
			1.78	08-Jan-2021	-31327	Sell	666705	1.78
			1.44	15-Jan-2021	-124239	Sell	542466	1.44
			1.14	22-Jan-2021	-113787	Sell	428679	1.14
			1.17	29-Jan-2021	9272	Buy	437951	1.17
			1.10	05-Feb-2021	-23828	Sell	414123	1.10
			1.13	09-Feb-2021	10412	Buy	424535	1.13
			1.25	10-Feb-2021	43762	Buy	468297	1.25
			1.17	11-Feb-2021	-30171	Sell	438126	1.17
			1.08	12-Feb-2021	-31673	Sell	406453	1.08
			1.16	12-Mar-2021	30000	Buy	436453	1.16
			1.23	19-Mar-2021	25000	Buy	461453	1.23
			1.29	26-Mar-2021	22250	Buy	483703	1.29
		483703	1.29	31-Mar-2021	0		483703	1.29
8	Shri Parasram Holdings Private Limited	650500	1.73	31-Mar-2020	0		650500	1.73
			0.00	28-Aug-2020	-650500	Sell	0	0.00
			0.00	13-Nov-2020	100	Buy	100	0.00
			0.00	20-Nov-2020	-100	Sell	0	0.00
			0.00	08-Jan-2021	140	Buy	140	0.00
			0.00	15-Jan-2021	-140	Sell	0	0.00
			0.00	22-Jan-2021	5	Buy	5	0.00
			0.00	29-Jan-2021	-5	Sell	0	0.00
			0.01	09-Feb-2021	4300	Buy	4300	0.01
			0.00	10-Feb-2021	-4300	Sell	0	0.00
			0.00	26-Feb-2021	1000	Buy	1000	0.00
			0.00	03-Mar-2021	-1000	Sell	0	0.00
			0.00	19-Mar-2021	541	Buy	541	0.00
			0.00	26-Mar-2021	-541	Sell	0	0.00
			0.00	31-Mar-2021	0		0	0.00
9	Progyan Construction And Engineers Private Limited	499724	1.33	31-Mar-2020	0		499724	1.33
			1.46	06-Nov-2020	50000	Buy	549724	1.46
		549724	1.46	31-Mar-2021	0		549724	1.46
10	Basavaraj Channappa Mahashetti	540000	1.44	31-Mar-2020	0		540000	1.44
		540001	1.44	31-Mar-2021	0		540001	1.44
			1.44	31-Mar-2021	1	Buy	540001	1.44
11	Appasaheb Allappa Shiragur	456000	1.21	31-Mar-2020	0		456000	1.21
			0.00	31-Oct-2020	-456000	Sell	0	0.00
			1.21	06-Nov-2020	456000	Buy	456000	1.21
			0.00	30-Nov-2020	-456000	Sell	0	0.00
			1.21	04-Dec-2020	456000	Buy	456000	1.21
		456000	1.21	31-Mar-2021	0		456000	1.21

e. Shareholding of Directors and Key Managerial Personnel

Sr. No.	Name of Shareholder	Shareholding as on 01-04-2020		Date of Change *	Increase/ Decrease in Shareholding *	Cumulative Shareholding as on 31-03-2021	
		No. of shares	% of total shares of the Company			No. of shares	% of total shares of the Company
A.	Directors						
1.	Mr. Umesh Katti	1418575	3.78	31-Dec-2020	-11	1418564	3.78
2.	Mr. Nikhil Katti	3492875	9.30	-	-	3492875	9.30
3.	Mr. Lava Katti	1100275	2.93	-	-	1100275	2.93
4.	Mr. Kush Katti	1145075	3.05	-	-	1145075	3.05
5.	Mr. Mukesh Kumar	-	-	-	-	-	-
6.	Mr. Surendra Khot	-	-	-	-	-	-
7.	Mrs. Pratibha Munnolli	-	-	-	-	-	-
8.	Mr. Basavaraj Hagaragi	54900	0.15	-	-	54900	0.15
9.	Mr. Shivanand Tubachi	-	-	-	-	-	-
10.	Mr. Vishnukumar Kulkarni	-	-	-	-	-	-
B.	Key Managerial Personnel						
1	Mr. Sheshagiri Kulkarni	-	-	-	-	-	-
2	Mr. Priya Dedhia	-	-	-	-	-	-

Note:

- 1) Mrs. Sneha Patil – Resigned from the office of Company Secretary with effect from March 22, 2021.
- 2) Mrs. Priya Dedhia – Appointed as Company Secretary with effect from March 22, 2021.

V. INDEBTEDNESS

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

(Rupees in Lakhs)

Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01.04.2020)				
i) Principal Amount	34,681.47	-	-	34,681.47
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
TOTAL (i + ii + iii)	34,681.47	-	-	34,681.47
Change in Indebtedness during the financial year				
Addition	2,944.26	-	-	2,944.26
Reduction	-	-	-	-
Exchange Difference	-	-	-	-
Net Change	2,944.26	-	-	2,944.26
Indebtedness at the end of the financial year (31.03.2021)				
i) Principal Amount	37,625.74	-	-	37,625.74
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
TOTAL (i + ii + iii)	37,625.74	-	-	37,625.74

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rupees in Lakhs)

Sr. No.	Particulars of Remuneration	Nikhil Katti	Kush Katti	Lava Katti	Mukesh Kumar
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	36.00	24.00	24.00	27.00
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
5.	Others	-	-	-	-
	Total	36.00	24.00	24.00	27.00
	Ceiling as per the Act	As per Companies Act, 2013			

b. Remuneration to other directors:

(Rupees in Lakhs)

Sr. No.	Particulars of Remuneration	Amount
I.	Independent Directors	
	(a) Fee for attending board/committee meetings	2.10
	(b) Commission	-
	(c) Others-	-
	Total (I)	2.10
II.	Other Non-Executive Directors	
	(a) Fee for attending board/committee meetings	-
	(b) Commission	-
	(c) Others	-
	Total (II)	-
	TOTAL (B) = (I + II)	2.10
	Total Managerial Remuneration	113.10
	Overall Ceiling as per the Act	As per Companies Act, 2013

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

(Rupees in Lakhs)

Sr. No.	Particulars of Remuneration	Mr. Sheshagiri Kulkarni	Mrs. Priya Dedhia	Mrs. Sneha Patil
		Chief Financial Officer	Company Secretary	Company Secretary
1.	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	6.23	0.08	4.78
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961			
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission	-	-	-
5.	Others	-	-	-
	Total	6.23	0.08	4.78

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Particulars of Remuneration	Section of the Companies Act	Brief Description	Details of Penalty /punishment / compounding fees imposed	Authority (RD/ NCLT/ COURT)	Appeal made, if any (give details)
Penalty Punishment Compounding			NIL		
OTHER OFFICERS IN DEFAULT					
Penalty Punishment Compounding			NIL		

ANNEXURE - IV**Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

- (1) Ratio of the remuneration of each Director / KMP to the median remuneration of all the employees of the Company for the financial year.

Median remuneration of all the employees of the Company for the Financial year 2020-21 (per annum)	1.45 Lakhs
The Percentage increase in the median remuneration of employees in the Financial year 2020-21	84.26%
The number of employees on the rolls of Company as on 31 March,2021	810

Name of Director	Designation	Ratio of Remuneration to Median Remuneration of all employees	% Increase in Remuneration in the FY 2020-21
Mr. Nikhil Umesh Katti	Managing Director	24.67	--
Mr. Mukesh Kumar	Executive Director	18.50	--
Mr. Lava Ramesh Katti	Director	16.45	--
Mr. Kush Ramesh Katti	Director	16.45	--

The percentage increase in remuneration of each Director, CFO, CS in the financial year		
Name	Designation	Increase in %
Mr. Nikhil Umesh Katti	Managing Director	--
Mr. Lava Ramesh Katti	Whole Time Director	--
Mr. Kush Ramesh Katti	Whole Time Director	--
Mr. Mukesh Kumar	Executive Director	--
Mr. Sheshgiri Kulkarni	Chief Financial Officer	72.22
Ms. Sneha Prabhakar Patil	Company Secretary	34.29
Ms. Priya Manoj Dedhia	Company Secretary	--

- (2) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

There is increase in median salary paid to employees during the year and same is calculated and mentioned in point (1) above.

- (3) The Company affirms that the remuneration is as per the remuneration policy of the Company.

- (4) During the year review, there was no employee who was:

- Employed throughout the financial year and was in receipt of remuneration which, in the aggregate, was not less than one crore and two lakh rupees;
- Employed for a part of the financial year and was in receipt of remuneration for any part of the year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month;
- Employed throughout the financial year or part thereof and was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, was in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the Company.

(5) Statement showing names of the top ten employees in terms of remuneration drawn is as under

SL No	Name	Designation	Yearly Remuneration (Rs.)	Nature of employment	Qualification	Experience	Date of Commencement of Employment	Age,	Previous employment/ position held of employment	Equity Share held	Related to any Director or Manager
1	Mr. Nikhil Katti	Managing Director	36,00,000	Contractual	MBA	13	16/01/2009	39	-	3492875	Son of Mr. Umesh Katti
2	Mr. Lava Katti	Whole Time Director	24,00,000	Contractual	MBA	9	30/06/2013	36	-	1100275	Brother of Mr. Kush Katti
3	Mr. Kush Katti	Whole Time Director	24,00,000	Contractual	MBA	9	30/06/2013	36	-	1145075	Brother of Mr. Lava Katti
4	Mr. Mukesh Kumar	Whole Time Director	27,00,000	Contractual	B.Sc Engineering	32	01/03/2019	59	-	-	-
5	Mr. Vinayak Bhosale	General Manager (Process)	13,65,296	Permanent	BSC, A.V.S.I Diploma Pharmacy	15	28/06/2018	58	Lokamangal Sugars Solhapur (Maharashtra), Manager	-	-
6	Mr. Shashidhargouda Patil	Asst.General Manager (Cane)	12,27,295	Permanent	Diploma In Agriculture	25	07.05.2019	47	Olam Agro India Pvt Ltd, Deputy Manager Cane & H & T	-	-
7	Mr. Mallikarjun Pujar	Chief Administrative Officer	8,56,762	Permanent	PUC	22	01.04.2016	60	-	-	-
8	Mr. Sunil Arbale	Civil Engineer	7,39,305	Permanent	Diploma In Civil Engineer	24	01.03.2007	52	S S Muchandi Engg & Contractors, Kolhapur and Design Collaborative Arch & Engg., Kolhapur	-	-
9	Mr. Channamallaya Hiremath	GM Technical (Mechanical)	6,75,808	Permanent	DME, BOE	18	01.05.2005	45	-	-	-
10	Mr. Mallikarjun B. Kumbhar	Sr. Engineer Electrical	6,26,552	Permanent	Diploma In Electrical Engineering	33	09.07.2003	57	-	-	-

REPORT ON CORPORATE GOVERNANCE

Philosophy

Effective Corporate Governance practices constitute the strong foundation on which successful commercial enterprises are built to last. Your Company is committed to good governance practices that create long term sustainable shareholder value. The Company's philosophy on Corporate Governance envisages the attainment of the highest levels of transparency, accountability and equity in all facets of its operations and in all its interactions with its shareholders, employees, the Government and the lenders. The Company believes in adopting the 'best practices' that are followed in the area of Corporate Governance across various geographies. The Company ensures to comply with the requirements of Corporate Governance listed in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations').

Board of Directors

The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors. As on 31st March 2021, Company's Board has a strength of 10 (Ten) Directors, comprising of 4 (Four) Executive Directors, 1 (One) Non-Executive Director and 5 (Five) Independent Directors, which includes a women Director. The Chairman of the Board is a Non-Executive Director. The composition of the Board is in conformity with Regulation 17 Listing Regulations read with Section 149 of the Companies Act, 2013 (hereinafter referred

to as "the Act"). The Directors bring in a wide range of skill and experience to the Board.

Independent Directors are non-executive Directors as defined under Regulation 16(1)(b) of the Listing Regulations and the Act. The maximum tenure of the Independent Directors is in compliance with the Act. All Independent Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the Regulations and Section 149 (6) of the Act.

The Board has held thirteen meetings during the year and the gap between any two meetings did not exceed 120 days. The Board meetings were held on June 26, 2020, July 17, 2020, August 10, 2020, August 29, 2020, September 11, 2020, October 9, 2020, November 10, 2020, November 24, 2020, December 11, 2020, January 18, 2021, February 15, 2021, February 27, 2021 & March 22, 2021. One separate meeting of Independent Directors was held on June 26, 2020 which was attended by all the Independent Directors.

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other public companies and number of shares held by them as on 31st March, 2021, are given herein below.

Sr. No.	Name of the Director	Category of Directorship	No. of Directorships in other public companies	No. of Board Meetings attended	No. of Committee positions held in other public companies		Whether attended last AGM	No. of Shares held
					Member	Chairman		
1	Mr. Umesh Katti	Non-executive Chairman	1	10	-	-	Yes	1418564
2.	Mr. Nikhil Katti	Managing Director	1	12	-	-	Yes	3492875
3.	Mr. Lava Katti	Executive Director	1	12	-	-	Yes	1100275
4.	Mr. Kush Katti	Executive Director	1	12	-	-	Yes	1145075
5.	Mr. Mukesh Kumar	Executive Director	-	12	-	-	Yes	-
6	Mr. Shivanand Tubachi	Independent Director	-	10	-	-	-	-
7.	Mr. Basavaraj Hagargi	Independent Director	-	12	-	-	Yes	54900
8.	Mr. Surendra Khot	Independent Director	-	9	-	-	-	-
9.	Mrs. Pratibha Munnolli	Independent Director	-	12	-	-	Yes	-
10.	Mr. Vishnukumar Kulkarni*	Independent Director	-	10	-	-	-	-
11.	Mr. Venkata Racharla*	Independent Director	1	2	-	-	-	-

* Part of the year

Notes: (a) None of the Directors of the Company are on the Board of any other listed company. (b) Mr. Umesh Katti, is the father of Mr. Nikhil Katti. (c) Mr. Lava Katti and Mr. Kush Katti are brothers and cousins of Mr. Nikhil Katti. (d) Except (b) and (c) above none of the Directors are related to any other Director or member of an extended family. (e) Familiarisation programme imparted to Independent Directors is disclosed on the Company's website www.vsil.co.in

Core Skills/Expertise/Competencies Available with the Board

The Board comprises highly qualified and experienced members who possess required skills, expertise and competence that allow them to

make effective contributions to the Board and its committees. The following skills/ expertise/ competencies have been identified for the effective functioning of the Company and are currently available with the Board.

- Leadership/Operational management and experience
- Strategic planning
- Industry experience, Research and Development and Innovation
- Human Resource Management
- Global business
- Financial, Regulatory/Legal and Risk Management
- Corporate Governance

Core skills / expertise identified by the Board as requirement for the Company

Name of the Director	Sugar Industry experience	Business Operations & Mgmt.	Information Technology	Business Development & Strategy	Human Resource Management	Risk Management	Finance & Accounts	Corporate Governance, Ethics	Legal Expertise
Mr. Umesh V. Katti	√	√		√	√	√	√	√	√
Mr. Nikhil U. Katti	√	√	√	√	√	√	√	√	√
Mr. Lava R. Katti	√	√	√	√	√	√	√	√	
Mr. Kush R. Katti	√	√	√	√	√	√	√	√	
Mr. Surendra S. Khot	√	√		√	√				
Mrs. Pratibha P. Munnolli	√	√	√				√	√	√
Mr. Basavaraj V. Hagaragi	√	√			√		√	√	√
Mr. Shivanand B. Tubachi	√	√		√		√	√	√	√
Mr. Vishnukumar M. Kulkarni	√	√	√	√	√	√	√	√	√
Mr. Mukesh Kumar	√	√		√	√	√	√	√	√

Confirmation as regards independence of Independent Directors

In the opinion of the Board, all the existing Independent Directors fulfil the conditions specified in the Listing Regulations and are independent of the Management. The Board of Directors of the Company have confirmed that the Independent Directors fulfil the conditions specified in the SEBI Listing Regulations and are independent of the management. During the year under review Mr. Venkata Racharla Independent Director resigned from the Office of Director and Mr. Vishnukumar Kulkarni was appointed as an Independent Director, w.e.f. July 17, 2020.

The Committees of the Board

The Board has constituted a set of Committees with specific terms of reference/scope to focus effectively on the issues and ensure expedient resolution of diverse matters. The Committees operate as an empowered agent of the Board as per their terms of reference. The minutes of the meetings of all Committees are placed before the meeting of the Board for discussion and noting.

Statutory Committees

The Statutory Committees constituted under the Act and the Listing Regulations are:

- 1) Audit Committee
- 2) Nomination and Remuneration Committee
- 3) Stakeholders Relationship Committee
- 4) Corporate Social Responsibility Committee
- 5) Internal Complaints Committee

Audit Committee

Composition of the Audit Committee

Name of the Director	Category of Directorship
1. Mr. Shivanand Tubachi (Chairman)	Independent Director
2. Mr. Umesh Katti	Non-executive Director
3. Mr. Vishnukumar Kulkarni*	Independent Director
4. Mr. Venkata Racharla*	Independent Director

*Part of the year.

The Audit Committee met five times during the year under review on June 26, 2020, July 17, 2020, September 11, 2020, November 10, 2020 and January 18, 2021.

Name of the Director	Attendance
1. Mr. Shivanand Tubachi (Chairman)	5
2. Mr. Umesh Katti	5
3. Mr. Vishnukumar Kulkarni	3
4. Mr. Venkata Racharla	2

Terms of Reference and Powers of the Committee:

- i) Oversee Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- ii) Recommend the appointment, remuneration and terms of appointment of auditors of the Company, and also approval for payment for any other service;
- iii) Review with management the quarterly, half yearly and annual financial statements before submission to the Board, with particular reference to –
 - a) Matters required to be included in the Directors 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 accounting standards, listing and other legal requirements relating to financial statements;
 - f) Disclosure of any related party transactions;
 - g) Qualification in the draft Auditors Report.
- iv) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public

issue, rights issue, preferential issue etc.), the statement of funds utilized for purposes other than those stated in the offer document, prospectus, notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public, or rights issue and making appropriate recommendations to the Board to take up steps in the matter.

- v) Review with the Management, Auditor's independence and performance effectiveness of audit process;
- iv) Approval of any subsequent modification of transactions of the Company with related parties;
- v) Scrutiny of inter corporate loans and investments;
- vi) Valuation of undertakings or assets of the Company wherever it is necessary;
- vii) Evaluation of internal financial controls and risk management systems;
- viii) Reviewing with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- ix) Review the adequacy of internal audit function, if any, including the structure of the internal audit department, reporting structure coverage and frequency of internal audit;
- x) Discussion with the Internal Auditors, of any significant findings and follow up thereon;
- xi) 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;
- xii) To look in to the reasons for substantial defaults, in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- xiii) Approval of appointment of CFO (i.e., the whole-time finance director or any other person heading the finance function of discharging that function) after assessing the qualification of the candidate;
- xiv) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Powers:

- a) Investigate any activity within its terms of reference as above or as may be referred to it by the Board from time to time;
- b) Seek information from any employee of the Company.
- c) Obtain outside legal or other professional advice, if necessary;
- d) Securing attendance of outsiders with relevant expertise, if it considers necessary.
- e) In terms of the Insider Trading Code adopted by the Company, the Committee considers the following matters:
 - i) To approve policies in relation to the implementation of the Insider Trading Code and to supervise

implementation of the Insider Trading Code.

- ii) To note and take on record the status reports detailing the dealings by Designated Persons in Securities of the Company, as submitted by the compliance Officer on a quarterly basis.
- iii) To provide directions on any penal action to be initiated, in case of any violation of the Regulations by any person.

The previous Annual General Meeting of the Company was held on August 21, 2020 and was attended by Seven Members of the Board including the Chairman of the Board, Chairman of the Audit Committee and Member of the Stakeholders Relationship Committee.

Nomination and Remuneration Committee

Composition of the Nomination and Remuneration Committee of the Board of Directors and details of meetings attended by the Directors during the year under review:

Name of the Director	Category of Directorship
1. Mr. Basavaraj Hagargi (Chairman)	Independent Director
2. Mrs. Pratibha Munnolli	Independent Director
3. Mr. Surendra Khot	Independent Director

Two meetings of the Nomination and Remuneration Committee were held on July 17, 2020 and March 22, 2021 during the year under review.

Name of the Director	Attendance
1. Mr. Basavaraj Hagargi (Chairman)	2
2. Mrs. Pratibha Munnolli	2
3. Mr. Surendra Khot	2

Terms of Reference and Powers of the Committee

- i. The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Act.
- ii. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees. While formulating the policy, it shall ensure that –
 - a. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;
 - b. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - c. Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

- iii. Identify persons who are qualified to become directors (including independent 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;
- iv. Formulation of criteria for evaluation of Independent Directors and the Board;
- v. Devising a policy on Board diversity;
- vi. To take in to account financial position of the Company, trend in the industry, appointee's qualification, experience past performance, past remuneration etc. and bring about objectivity in determining the remuneration package while striking a balance between the interest of the Company and shareholders;
- vii. To undertake specific duties as may be prescribed by the Companies Act, 2013, Listing Agreement and/or as may be prescribed by the Board of Directors of the Company from time to time;
- viii. To obtain outside legal or other professional advice to assist in connection with its functions, if necessary;
- ix. To devise, monitor and administer the implementation of Employees Stock Option Schemes;
- x. Terms of reference for Employees Stock Option Plan (ESOP's):
 - a. To formulate Employees Stock Option Plan and from time to time to grant options to eligible employees;
 - b. To decide the quantum of options to be granted to any employee and in aggregate under any of the Employees Stock Option Plans that may be formulated by the Company;
 - c. To decide the conditions under which the options granted to employees may lapse;
 - d. To determine the exercise price of the options to be granted under Employees Stock Option Plans;
 - e. To determine and specify the vesting period and the exercise period in any of the Employees Stock Option Plans;
 - f. To dispose of at its sole discretion and in the interest of the Company the options not applied for by the employees offered under various Employees Stock Option Plans;
 - g. To decide the procedure for making fair and reasonable adjustments to the number of options and to the exercise price in case of right issue / bonus issue, other corporate actions or otherwise;
 - h. To determine the terms and conditions of Employees Stock Option Plans and to do any other related or incidental matter thereto.

Performance Evaluation Criteria for Independent Directors

As on date, the Board consists of five Independent Directors viz. Mr. Shivanand Tubachi, Mr. Basavraj Hagargi, Mr. Surendra

Khot, Mrs. Pratibha Munnolli and Mr. Vishnukumar Kulkarni. The performance evaluation criteria for Independent Directors are determined by the Nomination and Remuneration Committee as per the requirements of the Act and the Listing Regulations. The factors for evaluation of performance include participation and contribution by a Director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behaviour and judgment.

REMUNERATION OF DIRECTORS

Non-Executive Directors

During the year under review, none of the Non-Executive Directors had any pecuniary relationship or transactions with the Company. Except Mr. Vishnukumar Kulkarni, none of the Non-Executive Directors, were paid sitting fees for attending the meetings of the Board or Committees thereof, during the year under review.

Mr. Vishnukumar Kulkarni, was paid sitting fees of Rs. 2.10 lakhs during the year under review.

Executive Directors

Elements of remuneration package to Executive Directors is as under.

Rs. In Lakhs

Remuneration Package	Nikhil Katti	Mukesh Kumar	Lava Katti	Kush Katti
Salary	36.00	27.00	24.00	24.00
Benefits	-	-	-	-
Bonuses	-	-	-	-
Stock option	-	-	-	-

Service contracts with the Executive Directors is in subsistence. However, there is no provision for severance fee.

During the year under review the Company has not paid any fixed component and performance linked incentives to any of the Directors of the Company. The Company has not offered any stock options to any of the Directors of the Company.

Details of Number of Shares held by Non-Executive Directors as on March 31, 2021.

Name of the Director	Number of Shares held
Mr. Umesh Katti	14,18,564
Mr. Basavaraj Hagargi	54,900

Stakeholders Relationship Committee

Composition of the Stakeholders Relationship Committee is as under:

Name of the Director	Category of Directorship
1. Mr. Shivanand Tubachi (Chairman)	Independent Director
2. Mr. Lava Katti	Executive Director
3. Mr. Nikhil Katti	Managing Director

Three meetings were held during the year under review on June 26, 2020, September 11, 2020 and November 10, 2020.

The Stakeholders' Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with section 178 of the Act. The Stakeholder Relationship Committee of the Board is empowered to consider and resolve the grievances of security holders of the Company including redressal of investors' complaints pertaining to share transfers, non-receipt of annual reports, interest/dividend payments, issue of duplicate certificates, transmission (with and without legal representation) of shares and other miscellaneous complaints. Mrs. Sneha Patil was the Company Secretary of the Company and Compliance Officer up to March 22, 2021 and Ms. Priya Dedhia occupied the position since then.

Details of Shareholders' / Investors' Complaints:

- There were no complaints pending at the beginning of the year.
- No complaints were received from the shareholders during the financial year 2020-21.

Risk Management

Your Company has framed, developed and implemented Risk Management Plan, pursuant to the requirements of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The provisions of Regulation 21 are not applicable to the company, since it was not among the top 500 listed entities on the basis of market capitalization as at the end of previous year ending 2020, The Board of Directors therefore frame, implement and monitor the risk management plan for the Company. Identification of elements of risk and their mitigation are discussed in the meeting of the Board. In the opinion of the Board there is

no element of risk which may threaten the existence of the Company.

Corporate Social Responsibility

The Company ceased to be covered under sub-section (1) of Section 135 of the Companies Act, 2013 for three consecutive financial years i.e. 2016-17, 2017-18, 2018-19 and 2019-20.

Since, the profit for the year ended March 31, 2021 exceeds Rs. 5 Crores the Board of Directors in its meeting held on August 12, 2021 constituted Corporate Social Responsibility Committee consisting of Mr. Umesh Katti – Chairman, Mr. Kush Katti – Member and Mrs. Pratibha Munnolli.

One meeting of the Corporate Social Responsibility Committee was held during year under review on June 26, 2020.

Compliance Officer

Ms. Priya Dedhia is appointed as the Company Secretary & Compliance Officer with effect from 22nd March, 2021.

Address: Bellad-Bagewadi, Taluka-Hukkeri, District-Belgaum-591305, Karnataka, India.

Telephone No.: +91 8333 251251 Fax No.: +91 8333 251322
Email: cs@vsil.co.in

Mrs. Sneha Patil tendered her resignation from the office of Company Secretary & Compliance Officer with effect from 22nd March, 2021.

General Body Meetings

The last three Annual General Meetings (AGMs) were held at the Registered Office of the Company at Bellad Bagewadi, Taluka: Hukkeri, Dist: Belagavi, Karnataka as details of which are as under:

Financial Year Ended	Date	Day	Time	Special Resolutions passed at the AGMs by the Shareholders
31 st March 2020	21-08-2020	Friday	3.00 p.m.	i. Ratification of remuneration payable to Cost Auditor ii. Appointment of Mr. Vishnukumar Kulkarni an Independent Director of the Company iii. Consent of the Company under Section 186 of the Companies Act, 2013 to give loans, guarantee, provide security, acquire securities up to the limit of Rs.. 1500/- crores
31 st March, 2019	24 -09-2019	Tuesday	4.00 p.m.	i. Appointment of Mr. Mukesh Kumar as whole time Directors for a term of 3 years ii. Re-appointment of Mr. Surendra Khot as Independent Director for second term of 5 Years.
31 st March, 2018	27 -09-2018	Thursday	4.00 p.m.	i. Re-appointment of Lava Katti and Kush Katti as whole time Directors for a term of 3 years.

During the year under review, no resolution was passed through postal ballot process. No resolution is proposed to be passed through postal ballot.

Means of Communication

Quarterly Results

The quarterly financial results are submitted to the stock

exchanges within the prescribed time and also hosted on the Company's website at www.vsil.co.in.

Newspaper & Official News Releases

The Company's quarterly results and all official news releases are published in dailies, Financial Express (English)', Vijaywani and/or Kannad Prabhs (Kannada), sent to the Stock Exchanges

and hosted on the Company's website www.vsil.co.in.

Presentations

There were no institutional investors in the Company during the year under review. Therefore, no presentations were required to be made to institutional investors or to the analysts.

Website

The Company's website www.vsil.co.in contains a separate dedicated section 'Investors' where shareholders' information is available.

Annual Report

The Annual Report containing, inter alia, Audited Financial Statements, Reports of the Directors' and Auditors', Management Discussion & Analysis Report and other important information is circulated to all the members of the Company and others entitled thereto, only through electronic mode as per MCA and SEBI Circulars.

The Annual Report is available for download in PDF format on the website of the Company at www.vsil.co.in.

BSE and NSE Corporate Compliance

All periodical compliance filings like shareholding pattern, corporate governance report, media releases, financial statements, reconciliation of share capital audit, are filed electronically to the BSE Limited and National Stock Exchange of India Limited.

SEBI Complaints Redress System (scores)

To protect the interest of the investors, SEBI has provided a platform wherein the investors can lodge their complaints/grievances. The facility is known as SEBI Complaints Redress System (SCORES) and is available on its website www.sebi.gov.in and on SCORE's website <http://scores.gov.in>. The salient features of this system are: Centralized database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status

Designated Email-id

The Company has designated the following email-ids exclusively for investors:

For queries on Annual Report: cs@vsil.co.in

For queries in respect

of shares in physical mode: vinayak@bigshareonline.com

GENERAL SHAREHOLDER INFORMATION:

Company Registration Details

The Company is registered under the Companies Act, 1956 on May 2, 1995. The registered office of the Company is situated in the State of Karnataka. The Corporate Identification Number (CIN) of the Company allotted by the Ministry of Corporate Affairs (MCA) is L85110KA1995PLC017730.

Annual General Meeting

The Annual General Meeting (AGM) is scheduled to be held on Saturday, the 25th day of September, 2021 at the registered office of the Company at Bellad Bagewadi, Taluka Hukkeri, District Belagavi 591305, Karnataka, India. Particulars of Directors seeking appointment/re-appointment at the forthcoming AGM are given in the Annexure to the notice of the AGM.

Financial Year

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

Dividend Payment Date

The Board of Directors have recommended dividend for the financial year 2020-21. The amount of dividend, if declared, will be deposited in a separate bank account within five days from the date of declaration. The dividend will be paid to the shareholders through electronic mode to those shareholders whose shares are in dematerialised form and through cheque/demand draft/dividend warrant to those shareholders whose shares are in physical mode, within 30 days from the date of declaration.

Name and address of the Stock Exchanges

The Company's Equity Shares are listed on

- BSE Limited (BSE) situated at Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001, Maharashtra, India.
- National Stock Exchange of India Limited (NSE) situated at Exchange Plaza, Bandra – Kurla Complex, Bandra (East), Mumbai 400 051, Maharashtra, India.

Stock Code

ISIN (Equity Shares) in NSDL and CDSL	INE 430N01014
BSE Code	542852
NSE Code	VISHWARAJ

Payment of Listing Fees

Annual Listing Fees for the financial year 2021-22 has been paid by the Company to BSE Limited and National Stock Exchange of India Limited.

Suspension of Securities from Trading

The securities of the Company are not suspended from trading, by the Board.

Registrar and Share Transfer Agents

Bigshare Services Private Limited

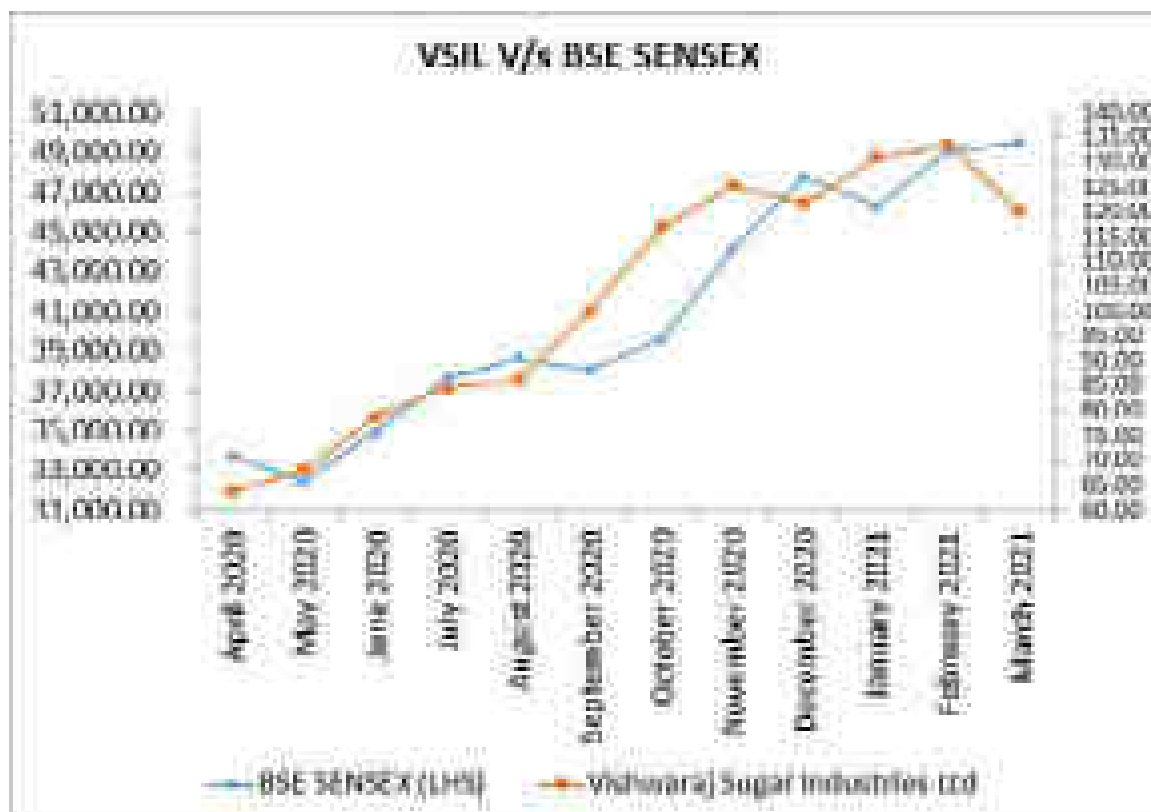
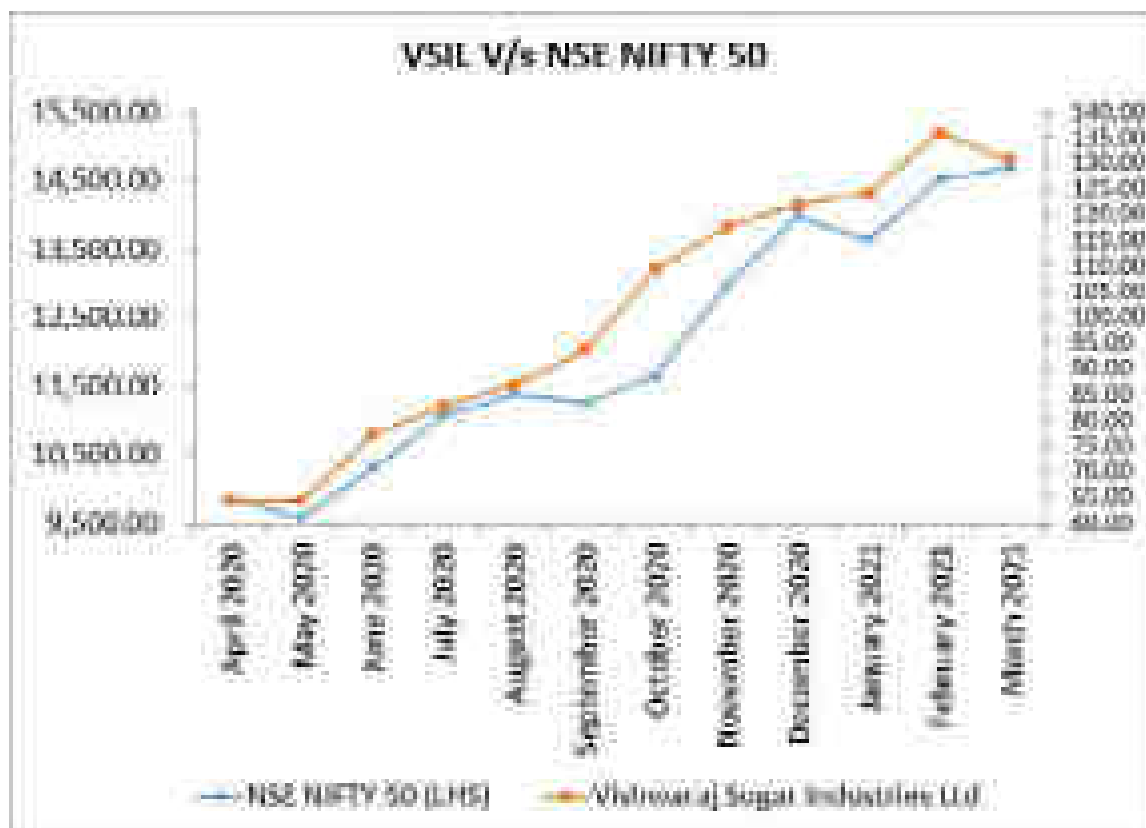
(Unit: Vishwaraj Sugar Industries Limited)

E-2 Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheri (East), Mumbai 400072, Maharashtra, India.

Website: <https://www.bigshareonline.com/>

Market Price Data

Performance Comparison to broad based indices i.e. NSE Nifty 50 and BSE Sensex



Share Transfer System

Transfer of shares of the Company is permitted only in dematerialised form. SEBI has mandated that the securities of listed companies can be transferred only in dematerialised form w.e.f. April 11, 2019. Accordingly, the Company / its RTA has stopped accepting fresh lodgement of transfer of shares in physical form. Members holding shares in physical form are advised to dematerialise their securities for the purpose of effecting transfer of securities.

The transfer of securities held in electronic form is done through the depositories with no involvement of the Company.

Share transmissions are processed and share certificates duly endorsed are delivered within the stipulated time period from the date of lodgement, subject to documents being valid and complete in all respects. The Board has delegated the authority for approving transmission, issue of duplicate share certificates and so on of the Company's securities to the Stakeholders' Relationship Committee.

The Company obtains from a Company Secretary in Practice half-yearly certificate to the effect that all certificates have been issued within the prescribed time limit from the date of lodgement of the transmission, sub-division, consolidation and renewal as required under Regulation 40(9) of the Listing Regulations and files a copy of the said certificate with Stock Exchanges. Grievances received from investors and other miscellaneous correspondence on change of address, mandates, etc. are processed by the RTA within the stipulated time period.

Outstanding Global Depository Receipts/American Depository Receipts/Warrants/Convertible Instruments

No outstanding Global Depository Receipts, American Depository Receipts, Warrants or Convertible Instruments as on March 31, 2021.

Plant location

Bellad Bagewadi, Taluk Hukkeri, District Belgaum, Karnataka 591305, India.

Distribution of Shareholding as on March 31, 2021

Range of Equity Shares	No of Shares	% to Capital	No. of Shareholders	% of Shareholders
1 – 500	12,91,394	3.44	11,163	95.78
501-1000	94,676	0.25	138	1.18
1001-2000	60,763	0.16	40	0.34
2001-3000	42,975	0.11	16	0.14
3001-4000	27,125	0.07	8	0.07
4001-5000	39,286	0.10	8	0.07
5001-10000	1,36,522	0.36	18	0.15
10001 & Above	3,58,63,259	95.49	264	2.27
Total	3,75,56,000	100.00	11,655	100.00

Category of Shareholders as on 31.03.2021

Sl. No.	Category of shareholders	No. of shares	Percentage
1	Promoters	1,13,34,739	30.18
2	Directors & Relatives	9,94,800	2.65
3	Public	1,86,63,405	49.69
4	Foreign Portfolio investor	10,18,458	2.71
5	Corporate Bodies	53,47,279	14.24
6	Clearing Members	1,74,863	0.47
7	Non-Resident Indians	22,456	0.06
Total		3,75,56,000	100.00

Dematerialisation of Shares and Liquidity

As at March 31, 2021, 31,189,300 equity shares representing 83.05% of the total equity capital of the Company were held in dematerialized form and the rest in the physical form.

The break-up of equity shares held in dematerialized and physical form as on March 31, 2021 is given below:

Category	Number of Shareholders	Total Shares	Percentage
NSDL	669	30,70,556	8.18
CDSL	1,249	2,81,18,744	74.87
Physical Mode	9,737	63,66,700	16.95
Grand Total	11,655	3,75,56,000	100.00

Commodity Price Risk or Foreign Risk and Hedging Activities

During the year under review, the Company was not exposed to significant Commodity Price Risk or Foreign Exchange Risk and hence there was no need to enter into any Hedging arrangements.

Address for Correspondence

Shareholders correspondence for transfer/dematerialization of shares, payment of dividend and any other query should be directed to:

- Bigshare Services Private Limited
- All other queries on Annual Report should be directed to:
Vishwaraj Sugar Industries Limited, Bellad Bagewadi,
Taluka Hukkeri, District Belgaum-591305, Karnataka, India.
Tel No. +91-8333-251251 Fax No. +91-8333-251322
E-mail: info@vsil.co.in Website: www.vsil.co.in

OTHER DISCLOSURES

Materially Significant Related Party Transactions:

During the financial year, no materially significant related party transactions, that may have potential conflict with the interests of the Company at large, have been entered into by the Company. All transactions entered into with the Related Parties as defined under Companies Act, 2013 during the year were in the ordinary course of business and on an arm's length basis.

Details of Non-Compliance During last Three Years

The Company is in compliance with the requirements of the Stock Exchanges or SEBI or any other statutory authority on all matters related to capital markets, during the year under review.

Except as mentioned below, there were no non-compliances, or penalties, or strictures imposed on the Company by Stock Exchanges or SEBI or any other statutory authority during the last three years.

The Company had violated the provisions of Regulations 4(2) (d) & (e), 5(1), (2), (5), & (7), 6(1), 7, 26(1), (2) & (6), 32(1), 36, 37, 46(1), 47(1), 49(1), 57(1), 58(1) & (2), 63 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 in the past. After taking into consideration all facts and circumstances SEBI imposed Penalty of Rs. 7,00,000/- vide Adjudication order no. Order/MC/DS/2019-20/7326 dated 23rd March, 2020.

Vigil Mechanism

The Company has formulated a Vigil Mechanism for directors and employees to report their genuine concerns or grievances pursuant to Section 177 (9) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The Audit Committee oversees the Vigil Mechanism. The vigil Mechanism provides for adequate safeguards against victimization of director(s), employee(s) or any other person who avail the mechanism and also provide for direct access to the Chairperson of the Audit Committee in appropriate and exceptional cases. The policy on Vigil Mechanism may be accessed on the Company's website www.vsil.com.

Compliance with Mandatory Requirements and Adoption of Non-Mandatory Requirements

The Board of Directors periodically reviewed the compliance of all applicable laws and steps taken by the Company to rectify instances of non-compliance, if any. The Company is in compliance with all mandatory requirements of Listing Regulations. The Company has not adopted Non-mandatory Requirements.

Web link for determining Material Subsidiary

The Company did not have any Subsidiary Company, during the financial year 2020-21.

Web link where policy on dealing with related party transactions is disclosed

Web link where policy on dealing with related party transactions is disclosed www.vsil.co.in under the head 'investors'.

Commodities Price Risk and Hedging Activities

During the year under review, the Company was not exposed to significant Commodity Price Risk and hence there was no need to enter into any Hedging arrangements.

Non-Compliance of Requirement of Corporate Governance

There was no non-compliance of conditions of Corporate Governance during the year under review.

Discretionary Requirements

The Company has not adopted discretionary requirements as specified in Part E of Schedule II to the Listing Regulations.

Compliance with the Corporate Governance

The Company has complied with corporate governance Requirements specified in Regulations 17 to 27 and Clauses (b) to (i) of Sub-Regulation (2) of Regulation 46. Compliance Certificate from the Auditors regarding compliance of conditions of Corporate Governance is annexed to the Directors Report. Statement of details of compliance is annexed herewith.

Compliance with Code of Conduct

Declaration Regarding Compliance by the Board Members and Senior Management Personnel with the Company's Code of Conduct, signed by the Executive Director stating that members of the Board have affirmed compliance with the Code of Conduct, is annexed herewith.

Demat Suspense Account

In accordance with the requirement of Regulation 34(3) and Schedule V Part F of SEBI Listing Regulations, the Company reports that there were no shares lying in the demat suspense account / unclaimed suspense account.

Tentative Financial Calendar 2021-22

Results for the Quarter Ending

June 30, 2021: On or before August 14, 2021.

September 30, 2021: On or before November 14, 2021.

December 31, 2021: On or before February 14, 2022.

March 31, 2022: On or before May 30, 2022.

Annual General Meeting 2021-22

On or before September 30, 2022.

Book Closure for the purpose of Dividend

The Register of Members and the Share Transfer Books of the Company shall be closed for the purpose of Dividend from Saturday, September 18, 2021 to Saturday, September 25, 2021 (both days inclusive).

Record Date for the purpose of Dividend

Friday, September 17, 2021.

Declaration Regarding Compliance by Board Members and Senior Management Personnel with the Company's Code of Conduct

This is to confirm that the Company has adopted a Code of Business Conduct and Ethics for its Board of Directors and Senior Management.

These Codes are available on the Company's website at www.vsil.co.in.

I, Mr. Mukesh Kumar - Executive Director of the Company hereby declare that the Members of the Board of Directors and Senior Management personnel have affirmed compliance with the Code of Conduct of Board of Directors and Senior Management of the Company.

Belagavi
August 18, 2021

Mr. Mukesh Kumar
Executive Director

Certificate of Non-Disqualification of Directors

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

To,
The Members of
Vishwaraj Sugar Industries Limited
Bellad Bagewadi Taluk,
Hukkeri, District Belgaum 591305,
Karnataka, India.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Vishwaraj Sugar Industries Limited having CIN L85110KA1995PLC017730 and having registered office at Bellad Bagewadi Taluk, Hukkeri, District Belgaum 591305, Karnataka, India, (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub-clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company for the Financial Year ending on March 31, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Sd/-
Vinita D. Modak
Practicing Company secretary

Place: Nashik
Date: 3rd August, 2021
Membership No. ACS 23151
CP No. 8258
UDIN: A023151C000731529

Independent Auditors' Certificate Regarding Compliance of Conditions of Corporate Governance

The Members,
Vishwaraj Sugar Industries Limited

1. We, M/s. Gojanur & Co., Chartered Accountants, the Statutory Auditors of Vishwaraj Sugar Industries Limited ('the Company') have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2021, as stipulated in Regulations 17 to 27 and Clauses (b) to (i) of Regulation 46(2) and Para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

MANAGEMENTS' RESPONSIBILITY

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

AUDITOR'S RESPONSIBILITY

4. Our responsibility is to provide a reasonable assurance that the Company has complied with the conditions of Corporate Governance, as stipulated in the Listing Regulations.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
7. The procedures selected depend on the auditors' judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures includes, but not limited to, verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.
8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

OPINION

9. Based on the procedures performed by us as referred in paragraph 7 and 8 above and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2021, referred to in paragraph 1 above.

OTHER MATTERS AND RESTRICTION ON USE

10. This Certificate 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.
11. This Certificate is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this Certificate for events and circumstances occurring after the date of this Certificate.

Place: Bengaluru.
Date: August 11, 2021

For M/s Gojanur & Co.,
Chartered Accountants
Firm Reg. No. 000941S
Sd/-
G. M. Channappa Setty
Membership Number: 020227
UDIN: 21020227AAAALO6505

Certification by the Chief Executive Officer (CEO) and Chief Financial Officer (CFO)

The Board of Directors,
Vishwaraj Sugar Industries Limited

We, Mr. Mukesh Kumar – Executive Director and Mr. Sheshgiri H. Kulkarni - Chief Financial Officer of Vishwaraj Sugar Industries Limited to the best of our knowledge and belief, hereby certify that:

- A. We have reviewed financial statements and the cash flow statement of Vishwaraj Sugar Industries Limited for the year ended March 31, 2021 and to the best of our knowledge and belief:
1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies. We have not come across any reportable deficiencies in the design or operation of such internal controls.
- D. We have indicated to the Auditors and the Audit Committee:
1. that there are no significant changes in internal control over financial reporting during the year;
 2. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements, if any; and
 3. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or any employee having a significant role in the Company internal control system over financial reporting.

Belagavi
August 18, 2021

Sd/-
Mukesh Kumar
Executive Director

Sd/-
Sheshgiri Kulkarni
Chief Financial Officer

Compliance of Corporate Governance Requirements Specified in Regulation 17 to 27 and Regulation 46(2)(b) To (i) of Listing Regulations o (i) of Listing Regulations

Sr. No.	Particulars	Regulation No.	Compliance Status	Compliance observed for the following
1	Board Meeting	17	yes	Composition Meetings Review of compliance reports Plans for orderly succession for appointments Code of Conduct Fees / compensation to Non-Executive Directors Minimum information to be placed before the Board Compliance Certificate Risk assessment and management Performance evaluation of Independent Directors
2	Audit Committee	18	Yes	Composition Meetings Powers of the Committee Role of the Committee and review of information by the Committee
3	Nomination and Remuneration Committee	19	Yes	Composition Role of the Committee
4	Stakeholders Relationship Committee	20	Yes	Composition Role of the Committee
5	Risk Management Plan	21	Yes	The provisions of Regulation 21 are not applicable to the company, since it was not among the top 100 listed entities on the basis of market capitalization as at the end of previous year ending 2020. However, the Board of Directors frame, implement and monitor the risk management plan for the Company
6	Vigil Mechanism	22	Yes	The Company has formulated a Vigil Mechanism for directors and employees to report their genuine concerns or grievances pursuant to Section 177 (9) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The Audit Committee oversees the Vigil Mechanism.
7	Related Party Transactions	23	Yes	Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions Approval including omnibus approval of Audit Committee Review of Related Party Transactions There were no material Related Party Transactions
8	Subsidiary Company	24	NA	There is no subsidiary Company
9	Obligations with respect Independent Directors	25	Yes	Maximum directorships and tenure Independent Directors Meetings Familiarisation of Independent Directors
10	Obligation with respect to Directors and Senior Management	26	Yes	Memberships / Chairmanships in Committees Affirmation on compliance of Code of Conduct by Directors Senior Management Disclosure of shareholding by Non-Executive Directors Disclosures by Senior Management about potential conflicts of interest
11	Other Corporate Governance Requirements			Compliance with discretionary requirements Filing of quarterly compliance report on Corporate Governance
12	Website	46 (2) (b) to (i)	Yes	Terms and conditions for appointment of Independent Directors Composition of various Committees of the Board of Directors Code of Conduct of Board of Directors and Senior Management Personnel Details of establishment of Vigil Mechanism/ Whistle Blower policy Policy on dealing with Related Party Transactions Policy for determining material subsidiaries Details of familiarisation programmes imparted to Independent Directors

INDEPENDENT AUDITOR'S REPORT

To,
The Members of
Vishwaraj Sugar Industries Limited,
Report on the Ind AS Financial Statements

We have audited the accompanying Ind As financial statements of **VISHWARAJ SUGAR INDUSTRIES LIMITED ("the Company")** which comprise the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows ended on that date, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Ind AS prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2021, the loss and total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Companies Act, 2013 and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	<p>Allowance for Credit Losses:</p> <p>The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considered current and anticipated future economic conditions relating to industries where it operates. In calculating expected credit loss, the Company has also considered credit reports and other related credit information for its customers to estimate the probability of default in future and has taken into account estimates of possible effect from the pandemic relating to COVID -19.</p>	<p>Our audit procedures related to the allowance for credit losses for trade receivables and unbilled revenue included the following, among others: We tested the effectiveness of controls over the (1) development of the methodology for the allowance for credit losses, including consideration of the current and estimated future economic conditions (2) completeness and accuracy of information used in the estimation of probability of default and (3) computation of the allowance for credit losses.</p> <p>For a sample of customers: We tested the credit related information used in estimating the probability of default by comparing them to external and internal sources of information. We tested the mathematical accuracy and computation of the allowances by using the same input data used by the Company.</p>

2	<p>Properties are being held by way of General Power of Attorney:</p> <p>Properties are being held by way of General Power of Attorney in the name of Shri.Mallikarjun Kadayya Pujar, Director of the Company held on behalf of the Company.</p>	<p>According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds / registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the standalone financial statements, the lease agreements are in the name of the Company. However Some of the Properties are being held by way of General Power of Attorney in the name of Shri.Mallikarjun Kadayya Pujar, Director of the Company held on behalf of the Company. The details are furnished in the Point.1 in the Annexure-A to the Auditors Report. The title of the such Properties shall be converted in the name of the company by Executing sale deed.</p>
3	<p>Recovery of Advances: The Company has given advances to various parties including Directors in normal course of its operations in compliance with Companies Act,2013 & Rules there under.</p>	<p>The Company has granted advances to farmer members in its normal course of business during the year which includes the parties covered in the register maintained under section 189 of the Companies Act, 2013 and complied the provisions of rules thereunder. However some of advances which are outstanding since long time shall be recovered along with interest.</p>
4	<p>Obtaining an insurance in the manner prescribed under Payment of Gratuity Act, 1972 : The company has not invested the Gratuity provision made in any manner prescribed under Payment of Gratuity Act, 1972.</p>	<p>As per Sec.4A of Payment of Gratuity Act, 1972 every employer, other than an employer or an establishment belonging to, or under the control of, the Central Government or a State Government, shall, subject to the provisions of sub-section (2), obtain an insurance in the manner prescribed, for his liability for payment towards the gratuity under this Act, from the Life Insurance Corporation of India established under the Life Insurance Corporation of India Act, 1956 (31 of 1956) or any other prescribed insurer.</p>

Emphasis of Matter

As more fully described in Note.50 to the standalone financial statements. The scope, duration or outcome of these matters are uncertain. Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the *Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance Report and Shareholder's Information*, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

Management's Responsibilities for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, change in equity and cash flows of the Company in accordance with the Indian Accounting Standards (Ind AS) and accounting principles generally accepted in India, specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance

of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of Ind AS Financial Statement

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the act we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards (Ind-AS) specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the Internal Financial Controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B"
 - g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197(16) of the Act.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The company has disclosed the impact of pending litigations on its financial position in its Notes forming part of Ind AS financial statements Refer "notes-50".
 - ii. The Company did not have any long term contracts including Derivative contracts for which there were any material foreseeable losses;
 - iii. There are no any instances during the audit period wherein the amount is required to be transferred to the 'Investor Education and Protection Fund' by the Company.
2. As required by Companies (Auditor's Report) order, 2016, issued by Central Government in terms of Section 143 (11) of the companies Act 2013, we give in the "Annexure A" statement on matters specified in paragraph (3) and (4) of said order.

Date: 26th May, 2021
Place: Shivamogga

"As per our report of even date"
For, M/s Gojanur & Co.,
Chartered Accountants
FRN: 000941S
P.R.C.No.011335
(CA. G. M. Channappa Setty)
Proprietor
M. No: 020227
UDIN: 21020227AAAAIX1290

ANNEXURE-A TO THE AUDITOR'S REPORT

ANNEXURE REFERRED TO IN OUR REPORT OF EVEN DATE ON STANDALONE FINANCIAL STATEMENTS OF "VISHWARAJ SUGAR INDUSTRIES LIMITED" FOR THE YEAR ENDING 31st MARCH, 2021.

1. In respect of the Company's fixed Assets:

- (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) According to information and explanation given to us the fixed assets have been physically verified by the Management during the year in a phased programme which in our opinion is reasonable having regard to the size of the company and the nature of the assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company and are deposited with Bank of India, State Bank of India, and BDCC Bank.

Some of the Properties are being held by way of General Power of Attorney in the name of Shri.Mallikarjun Kadayya Pujar, Director of the Company held on behalf of the Company. The details are furnished below:

SI No.	Survey No.	Name of the owner/s	Area		Date of GPA	Doc. No.	Amount Paid (Rs. in Lakhs)
			Acres	Gunt as			
1	204/2A	Shri Jotiba Bharmanna More	0	20	30.12.2016	508/2016-17	3.00
2	206/A	1. Shri Narayan Balkrishna Sutar 2. Shri Chudappa Balkrishna Sutar	0	33	30.12.2016	509/2016-17	5.00
3	206/B	1. Smt.Savitri W/O Yallappa Pawashe 2. Smt.Janabai W/O Dhankalu Gurav 3. Shri Yallappa S/O Dhakalu Gurav	2	20	14.03.2017	620/2016-17	6.00
4	207/1	1. Smt. Renuka W/O Late Tippanna Talwar 2. Shri. Nagaraj S/O. Tippanna Talwar	0	36	28.12.2018	667/2018-19	8.10
5	206/1	Shri. Rajaram Balappa Chigare	0	33	28.12.2018	670/2018-19	7.42
6	207/1	Shri. Monappa Ganesh Talwar	0	36	28.12.2018	664/2018-19	8.10
7	207/1	1. Smt. Anandi W/O. Late Dudappa Talwar 2. Shri. Pundalik S/O. Dudappa Talwar Talwar 3. Smt. Mayuri W/O. Pundalik Talwar 4. Shri. Bharat S/O. Dudappa Talwar	0	36	28.12.2018	665/2018-19	8.10
8	206/A	1. Shri Shanlkar Arjun Gurav 2. Shri Bharna Arjun Gurav 3. Devappa Arjun Gurav	0	30	28.12.2018	655/2018-2019	6.75
9	206/A	Shri. Devappa Kumanna Gurav	0	12	28.12.2018	657/2018-19	2.70
10	207/1	1. Smt. Laxmi W/O. Late Yavagappa Talwar 2. Shri. Pandurang S/O. Yavagappa Talwar 3. Smt. Droupada W/O. Pandurang Talwar 4. Shri. Balu S/O. Yavagappa Talwar	0	36	28.12.2018	663/2018-19	8.10
11	206/A	Shri. Maruti Yallappa Humbarwadi	0	33	28.12.2018	671/2018-19	7.42

12	206/A	Shri. Raghunath Krishna Hurakadli	0	13	28.12.2018	661/2018-19	2.92
13	206/A	1. Shri. Jayram Kallappa Patil 2. Smt. Madhu Jayram Patil 3. Smt. Sushma Madhu Patil 4. Shri. Pundalik Jayram Patil	1	5	28.12.2018	659/2018-19	10.12
14	206/B	Smt. Yeshodha Parashuram Gawade	0	26	28.12.2018	656/2018-19	5.85
15	206/A	Shri. Ravalu Shankar Motankar	0	13	28.12.2018	672/2018-19	2,92
16	206/A	Shri. Narayan Krishna Yallurkar	1	0	28.12.2018	660/2018-19	9.00
17	207/1	Shri. Babu Basawant Talwar	0	36	28.12.2018	662/2018-19	8.10
18	206/A	Shri. Babu Somanna Motankar	1	0	28.12.2018	668/2018-19	9.00

- 2.
- According to the information and explanation given to us the inventory has been physically verified during the year by the management. In our opinion the frequency of verification is reasonable.
 - In our opinion the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
 - Company is maintaining proper records of inventory and there is no material discrepancies noticed on physical verification.
3. The Company has not granted any advances during the year to parties covered in the register maintained under section 189 of the Companies Act, 2013 except following which are in compliance with the said section.

(Rs. in Lakhs)

PURCHASE ADVANCE	2020-21	2019-20
Nikhil U Katti	40.78	40.78
Lava R Katti	52.47	52.47
Kush R Katti	57.24	57.24

4. In our opinion and according to the information and explanations given to us, the company has not granted any loans and not made any investments, security & guarantees covered under section 185 and 186 of the Companies Act, 2013.
5. In our opinion and according to the information and explanation given to us, the company has not accepted Deposits from public hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
6. We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government for maintenance of cost records prescribed under section 148(1) of the Companies Act, 2013 and are of the opinion that
- Prima facie the prescribed accounts and records have been made and maintained. However we have not made a detailed examination of the same. And the same have been audited by independent cost auditor.
7. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2021 for a period of more than six months from the date on when they become payable.
- (b) According to the information and explanations given to us, the following amounts payable in respect of statutory dues were in arrears due to disputes as at 31-03-2021 for a period of more than six months from the date they became payable:

Sl.No	Particulars	Amount (in lakhs)
1	Central Excise, Belgaum Show Cause Notice	87.85
2	Central Excise, Bangalore (Appeals)	974.43
3	High Court, Karnataka, Appeal for Sugar Cess	252.80

8. In our opinion and according to the information and explanation given to us the company has not defaulted in repayment of dues to any financial institutions.
9. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer during the year. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
10. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
11. According to information and explanations given to us and on the basis of our examination of the books of account, records, and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;

(Rs. in Lakhs)

DIRECTORS REMUNERATION	2020-21	2019-20
Mr.Nikhil Katti	36.00	36.00
Mr. Mukesh Kumar	27.00	27.00
Mr.Mallikarjun Pujar	0.00	1.50
Mr.Lava Katti	24.00	24.00
Mr.Kush Katti	24.00	24.00

12. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
13. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable Indian Accounting Standards (Ind-AS). (refer note.32 to the Financial Statements)
14. According to information and explanations given to us and on the basis of our examination of the books of account, records, and the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
16. The company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

“As per our report of even date”
For, M/s Gojanur & Co.,
Chartered Accountants
FRN : 000941S
P.R.C.No.011335

Date:26th May,2021
Place: Shivamogga

(CA. G. M. Channappa Setty)
Proprietor
M. No: 020227
UDIN: 21020227AAAAIX1290

ANNEXURE (B)**TO THE AUDITOR'S REPORT OF EVEN DATE ON STANDALONE FINANCIAL STATEMENTS OF "VISHWARAJ SUGAR INDUSTRIES LIMITED" FOR THE YEAR ENDING 31st MARCH, 2021.****REPORT ON INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB SECTION 3 OF SECTION 143 OF COMPANIES ACT, 2013.**

We have audited the internal financial controls over financial reporting of "VISHWARAJ SUGAR INDUSTRIES LIMITED" as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls:

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility:

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting:

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with

generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting:

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

Date: 26th May, 2021
Place: Shivamogga

For, M/s Gojanur & Co.,
Chartered Accountants
FRN: 000941S
P.R.C.No.011335

(CA. G. M. Channappa Setty)
Proprietor
M. No: 020227
UDIN: 21020227AAAAIX1290

Balance Sheet as at 31st March, 2021

(Rs.in Lakhs)

Particulars	Note	2021	2020
ASSETS			
Non-Current Assets			
Property Plant and Equipment	2	28218.15	28837.26
Capital Work-In-Progress	2	0.00	0.00
Intangible Assets		0.00	0.00
Financial Assets			
- Investments	3	130.74	130.74
- Other Financial Assets	4	384.76	504.12
Deferred Tax Assets (Net)	14	0.00	100.88
Other Non-Current Assets	5	0.00	0.00
Current Assets			
Inventories	6	28571.73	29035.12
Financial Assets			
- Investments	3	0.00	0.00
Trade Receivables	7	2996.99	2525.90
Cash and Cash Equivalent	8	4837.22	744.99
Other Bank Balances	9	48.60	25.00
Other Financial Assets	4	2.99	22.10
Other Current Assets	5	6011.31	5276.36
Total		71202.49	67202.46
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	10	3755.60	3755.60
Other Equity	11	18844.93	18426.98
Liabilities			
Non-Current liabilities			
Financial Liabilities			
- Borrowings	12	10242.93	9266.29
Long Term Provisions	13	273.51	196.61
Deferred Tax Liabilities (Net)	14	81.40	0.00
Other Non-Current Liabilities	15	0.00	0.00
Current Liabilities			
Financial Liabilities			
- Borrowings	12	24655.21	23909.30
Trade Payables	16	6674.48	6211.75
Other Financial Liabilities	17	3049.72	2524.48
Other Current Liabilities	15	3023.03	2900.04
Provisions	18	601.67	11.41
Total		71202.49	67202.46

The accompanying Significant accounting policies and notes form an integral part of the financial statements.
"As per our report of even date"

For M/s. GOJANUR & CO

Chartered Accountants
FRN.000941S
P.R.C.No.011335

(CA. G.M.CHANNAPPA SETTY)

PROPRIETOR
M.No: 020227
UDIN:21020227AAAAIX1290
Place: Belgaum.
Date: 26th May,2021

For and on behalf of Board

(Nikhil U. Katti)
Managing Director
DIN.02505734

(Mukesh Kumar)
Executive Director
DIN.02827073

(Sheshagiri H Kulkarni)
Chief Financial officer

(Priya Dedhia)
Company Secretary

STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31st March, 2021

(Rs.in Lakhs)

PARTICULARS	Note	2020-21	2019-20
Income			
Revenue from operations	19	42646.38	37673.60
Other income	20	61.41	141.22
Total Revenue		42707.79	37814.82
Expenses			
Cost of materials consumed	21	31119.71	24466.14
Changes in inventories	22	545.60	3615.32
Other Manufacturing expenses	23	1968.77	1776.53
Excise and Service Tax	-	0.00	639.79
Employee benefits expense	24	1384.09	1254.70
Finance costs	25	3565.72	4173.89
Depreciation and amortization expense	2	1474.74	1457.16
Other expenses	26	1426.21	2085.44
Total Expenses		41484.84	39468.97
Profit before tax		1222.95	(1654.15)
Tax expense			
(1) Current tax		211.37	-
(2) Deferred tax		182.28	(866.09)
Profit for the year		829.29	(788.06)
Other comprehensive income (OCI)			
Items that will not be reclassified to profit or loss		-35.79	20.95
Tax on items that will not be reclassified to profit or loss		-	-
Items that will be reclassified to profit or loss:			
Tax on items that may be reclassified to profit or loss		-	-
Items that may be reclassified subsequently to profit or loss		-	-
Total other comprehensive income/(loss) for the year, net of tax		-	-
Total comprehensive income for the year		793.50	(767.11)
Earnings per share:			
Basic earnings per share of 10/-each		2.11	(2.19)
Diluted earnings per share of 10/- each		2.11	(2.19)

The accompanying Significant accounting policies and notes form an integral part of the financial statements.
"As per our report of even date"

For M/s. GOJANUR & CO

Chartered Accountants

FRN.000941S

P.R.C.No.011335

(CA. G.M.CHANNAPPA SETTY)

PROPRIETOR

M.No: 020227

UDIN:21020227AAAAIX1290

Place: Belgaum.

Date: 26th May,2021

For and on behalf of Board

(Nikhil U. Katti)

Managing Director

DIN.02505734

(Mukesh Kumar)

Executive Director

DIN.02827073

(Sheshagiri H Kulkarni)

Chief Financial officer

(Priya Dedhia)

Company Secretary

Cash Flow Statement for the year ended 31st March, 2021

(Rs.in Lakhs)

Particulars	2020-21	2019-20
Cash Flows from Operating Activities		
Net profit before tax	1222.95	(1654.15)
Adjustments for :		
Depreciation and amortization expense	1474.74	1457.16
Finance Cost	3565.72	4173.89
Dividend Income	0.00	(4.46)
(Profit)/Loss on sale of assets	(2.92)	(7.22)
Operating profit before working capital changes	6260.49	3965.22
Movements in Working Capital		
(Increase)/Decrease in Trade Receivables	(471.10)	1309.97
(Increase)/Decrease in Other financial assets	138.47	(307.16)
(Increase)/Decrease in Inventories	463.39	3399.50
(Increase)/Decrease in Other Current Assets	(734.95)	2329.90
Increase/(Decrease) in Trade Payables	462.73	(5060.14)
Increase/(Decrease) in Other financial liabilities	(696.47)	(745.43)
Increase/(Decrease) in Other Current liabilities	122.99	(31.53)
Increase/(Decrease) in Long Term Provisions	76.90	13.96
Increase/(Decrease) in Short Term Provisions	178.92	21.87
Changes in Working Capital	(459.11)	930.94
Cash Generated from Operations	5801.37	4896.16
Direct Taxes Paid	(211.37)	0.00
Net Cash from operating activities (A)	5590.00	4896.16
Cash flows from Investing Activities		
Dividends Received	-	4.46
Purchase of Fixed Assets (Including CWIP)	(874.06)	(2760.70)
Sale of Fixed Assets	21.35	40.06
Purchase/Sale of Investment	0.00	(22.50)
Net Cash used in Investing Activities	(852.71)	(2738.68)
Cash flows from/(used in) Financing Activities		
Proceeds from Long term borrowings	2,198.35	436.44
Repayment/(Proceeds) of/from Short-term borrowings	745.91	365.61
Interest paid	(3565.72)	(4173.89)
Proceedings from Share Issue	0.00	300.00
Premium on Share Issue	0.00	1500.00
Net Cash used in Financing Activities	(621.45)	(1571.84)
Net Increase/(Decrease) in cash and cash equivalents	4115.83	585.64
Cash and Cash equivalents at the beginning of the year	769.99	184.35
Cash and Cash equivalents at the ending of the year	4885.82	769.99

Notes:- 1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard on "Cash Flow Statements".(Ind AS-7)

2. The accompanying notes are an integral part of the financial statements.

"As per our report of even date"

For M/s. GOJANUR & CO

Chartered Accountants
FRN.000941S
P.R.C.No.011335

(CA. G.M.CHANNAPPA SETTY)

PROPRIETOR

M.No: 020227

UDIN:21020227AAAAIX1290

Place: Belgaum.

Date: 26th May,2021

For and on behalf of Board

(Nikhil U. Katti)

Managing Director

DIN.02505734

(Sheshagiri H Kulkarni)

Chief Financial officer

(Mukesh Kumar)

Executive Director

DIN.02827073

(Priya Dedhia)

Company Secretary

STATEMENT OF CHANGES IN EQUITY

2020-21

(Rs.in Lakhs)

Equity share capital	Opening balance as at 01/04/2020	Changes in equity share capital during the year	Closing balance as at 31/03/2021
3,75,56,000 Equity Shares of Rs.10 each, fully paid up	3,756	-	3,756
	3,756	-	3,756

Particulars	Retained Earnings	General Reserve	Capital Reserve	Actuarial Gains or Losses	Total Equity
Balance as at 1/4/2020	15,350.08	-	2,966.39	110.51	8,426.98
Profit for the year	829.29	-	-	-	829.29
Actuarial gain/(loss) on post-employment benefit obligations, net of tax benefit	-	-	-	(35.79)	(35.79)
Proposed Dividend*	(375.56)	-	-	-	(375.56)
Balance as at 31/03/2021	16,179.37	-	2,966.39	74.72	18,844.93

* Dividend has been proposed by the board @10% of the Paid up share capital and subjected to approval by the shareholders in the Annual general meeting.

2019-20

(Rs.in Lakhs)

Equity share capital	Opening balance as at 01/04/2019	Changes in equity share capital during the year	Closing balance as at 31/03/2020
3,75,56,000 Equity Shares of Rs.10 each, fully paid up	3,456	300	3,756
	3,456	300	3,756

Particulars	Retained Earnings	General Reserve	Capital Reserve	Actuarial Gains or Losses	Total Equity
Balance as at 1/4/2019	16,138.14	-	1,466.39	89.56	17,694.09
Profit for the year	(788.06)	-	1,500.00	-	711.94
Actuarial gain/(loss) on post-employment benefit obligations, net of tax benefit	-	-	-	20.95	20.95
Balance as at 31/03/2020	15,350.08	-	2,966.39	110.51	18,426.98

SEGMENT INFORMATION FOR THE YEAR ENDED 31.03.2021

(Rs.in Lakhs)

Particulars	2020-21	2019-20
1. Segment revenue		
Income from Operations		
(a) Sugar	32,788.83	32,253.14
(b) Co-Generation	2,678.80	2,258.20
(c) Distillery	5,859.44	1,565.16
(d) IML	-	811.17
(e) Vinegar Unit	1,319.30	785.92
Other operating income		
(a) Others	147.14	21.40
(b) Un-allocable Revenue	-	-
Income from Operations (net)	42,793.52	37,695.00
2. Segment Results		
(a) Sugar	(712.31)	154.54
(b) Co-generation	1,302.24	1,119.56
(c) Distillery	5,072.36	1,683.14
(d) IML	(70.04)	(100.95)
(e) Vinegar Unit	(2.77)	376.20
Less: Un-allocable (expenditure)/revenue:		
(a) Finance Costs	3,565.72	4,173.88
(b) Other expenditure (net of other income)	800.82	712.76
Profit Before Tax	1,222.95	(1,654.15)
3. Segment Assets		
(a) Sugar	22,451.28	23,000.20
(b) Co-generation	6,965.91	7,019.87
(c) Distillery	4,024.85	3,720.49
(d) IML	380.89	412.31
(e) Vinegar Unit	2,382.24	2,309.45
(f) Un-allocable	34,997.32	30,639.26
Total Assets	71,202.49	67,101.58
4. Segment Liabilities		
(a) Sugar	41,830.22	37,666.06
(b) Co-generation	2,725.00	3,825.00
(c) Distillery	2,250.00	2,250.00
(d) IML	-	-
(e) Vinegar Unit	-	-
(f) Un-allocable	24,397.27	23,360.52
Total Liabilities	71,202.49	67,101.58

"As per our report of even date"

For M/s. GOJANUR & CO

Chartered Accountants

FRN.000941S

P.R.C.No.011335

(CA. G.M.CHANNAPPA SETTY)

PROPRIETOR

M.No: 020227

UDIN:21020227AAAAIX1290

Place: Belgaum.

Date: 26th May,2021

For and on behalf of Board

(Nikhil U. Katti)

Managing Director

DIN.02505734

(Mukesh Kumar)

Executive Director

DIN.02827073

(Sheshagiri H Kulkarni)

Chief Financial officer

(Priya Dedhia)

Company Secretary

Note.1. Overview and notes to the Financial Statements

1.1. Company Overview:

Vishwaraj Sugar Industries Limited, a public limited company incorporated under the provisions of the Companies Act, 1956 having its registered office at Bellad Bagewadi, Taluka Hukkeri, Belgaum – 591 305, Karnataka, India. The company's operations comprises of Production of sugar, alcoholic spirits by distillation including ethanol, blending and bottling of Indian made foreign liquor (IMFL), vinegar and generation of power.

These financial statements have been prepared using presentation and disclosure requirements of the Schedule III of Companies Act 2013 in conformity with the Ind AS prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India

1.2. Basis of preparation of financial statements

These financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ("the Act") (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. As the year-end figures are taken from the source and rounded to the nearest digits, the figures reported for the previous quarters might not always add up to the year figures reported in this statement.

1.3. Use of estimates and judgments

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in Note 1.4. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Estimation of uncertainties relating to the global health pandemic from COVID-19 The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these financial statements has used internal and external sources of information. The Company has performed sensitivity analysis on the assumptions used and based on current estimates expects the carrying amount of these assets will be recovered. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements.

1.4. Critical accounting estimates and judgments

Revenue Recognition:

The Company recognizes revenue from Sale of Goods when it transfers the property in Goods to the buyer for a price or all significant risks and rewards of ownership has been transferred to the buyer and no significant uncertainty exists as to the amount of consideration that would be derived from such sale. The recognition event is usually the dispatch of goods to the buyer such that the Company retains no effective control over the goods dispatched. Sales have been stated exclusive of Excise Duty (except IMFL sales) and GST. Other revenue is recognized only when it is reasonably certain that the ultimate collection will be made. The same is in compliance with Ind AS-18 to the extent applicable.

1.5. Property, plant and equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the Management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on reference with Schedule-II to the Companies Act, 2013 and historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

1.6. Leases

Interests in leasehold land are recorded and classified as operating leases or finance leases as per set definition and classification criteria. An important consideration is that the land has an indefinite economic life. Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset.

1.7. Allowance for credit losses on receivables

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considered current and anticipated future economic conditions relating to industries the Company deals with and it operates. In calculating expected credit loss, the Company has also considered related credit information for its customers to estimate the probability of default in future and has taken into account estimates of possible effect from the pandemic relating to COVID-19.

1.8. Income taxes:

The company has made Provision for Current taxes as per Minimum Alternative Taxes rate as per Income tax act, 1961 during the year.

In assessing the realizability of deferred income tax assets, the Management considers whether some portion or all of the deferred income tax assets will not be realized. The ultimate realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. The Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, the Management believes that the Company will realize the benefits of those deductible differences. The amount of the deferred income tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

2. Property, plant and equipment.

Particulars	Gross carrying value				Accumulated depreciation / impairment				Net carrying value		
	As at 1 April 2020	Additions	Disposals	As at 31 March 2021	As at 1 April 2020	For the year	Impairment for the year	Disposals	As at 31 March 2021	As at 31 March 2021	As at 31 March 2020
	Land	588.88	-	-	588.88	-	-	-	-	-	588.88
Factory Buildings	4,462.68	494.60	-	4,957.28	648.13	192.90	-	-	841.03	4,116.25	3,814.55
Other Building	3,249.24	-	-	3,249.24	209.08	53.39	-	-	262.47	2,986.77	3,040.16
Plant and equipment	25,040.36	305.85	10.17	25,336.04	3,977.36	1,173.10	-	1.00	5,149.69	20,186.35	21,063.01
Vehicles	396.94	69.64	38.36	428.21	138.70	35.85	-	29.33	145.23	282.98	258.23
Office Equipment	43.82	2.37	-	46.19	25.10	7.68	-	-	32.79	13.40	18.71
Furniture & Fixtures	89.70	1.60	-	91.30	35.98	11.81	-	-	47.79	43.51	53.72
	33,871.62	874.06	48.53	34,697.15	5,034.36	1,474.74	-	30.10	6,479.00	28,218.15	28,837.26
Capital Work in Progress	-	-	-	-	-	-	-	-	-	-	-
Total	33,871.62	874.06	48.53	34,697.15	5,034.36	1,474.74	-	30.10	6,479.00	28,218.15	28,837.26

Note: Depreciation is calculated as per schedule II of Companies Act, 2013.

Particulars	Gross carrying value				Accumulated depreciation / impairment				Net carrying value		
	As at 1 April 2019	Additions	Disposals	As at 31 March 2020	As at 1 April 2019	For the year	Impairment for the year	Disposals	As at 31 March 2020	As at 31 March 2020	As at 31 March 2019
	Land	588.88	-	-	588.88	-	-	-	-	-	588.88
Factory Buildings	3,895.21	567.47	-	4,462.68	470.90	177.23	-	-	648.13	3,814.55	3,424.31
Other Building	3,249.24	-	-	3,249.24	155.68	53.39	-	-	209.08	3,040.16	3,093.56
Plant and equipment	21,800.66	3,239.70	-	25,040.36	2,815.88	1,161.48	-	-	3,977.36	21,063.01	18,984.78
Vehicles	427.07	62.17	92	396.94	151.65	46.52	-	59.46	138.70	258.23	275.42
Office Equipment	42.22	1.60	-	43.82	17.80	7.31	-	-	25.10	18.71	24.42
Furniture & Fixtures	73.92	15.79	-	89.70	24.75	11.23	-	-	35.98	53.72	49.17
	30,077.20	3,886.72	92.31	33,871.62	3,636.66	1,457.16	-	59.46	5,034.36	28,837.26	26,440.54
Capital Work-in-progress	1,126.02	-	1,126	-	-	-	-	-	-	-	1,126.02
Total	31,203.22	3,886.72	1,218.33	33,871.62	3,636.66	1,457.16	-	59.46	5,034.36	28,837.26	27,566.56

* The Capital WIP amount reflected in the Disposal column is actually the amount transferred from Capital WIP to the Respective Capital Assets when capitalised.

3. Investments

(Rs.in Lakhs)

Particulars	2021		2020	
	Current	Non-Current	Current	Non-Current
Unquoted investments in equity instruments at FVTPL				
Bellad Bagewadi Urban Souhard Sahakari Shares (100 shares of Rs.10/- each)	-	0.10	-	0.10
BDCC Bank Shares (26128 shares of Rs.500/- each)	-	130.64	-	130.64
Equity Shares Fully Paid-up (unquoted)	-	130.74	-	130.74
Aggregate amount of unquoted investments	-	130.74	-	130.74
Total Investments	-	130.74	-	130.74

4. Other Financial Assets

(Rs.in Lakhs)

Security Deposits	-	384.76	-	504.12
Other Financial Assets	2.99	-	22.10	-
Total	2.99	384.76	22.10	504.12

5. Other Non-Current Assets and Current Assets

(Rs.in Lakhs)

Deposits/Balances with Statutory Authorities	376.24	-	94.79	-
Other Current Assets (includes Advances to Suppliers & Services)	5,635.07	-	5,181.57	-
Total	6,011.31	-	5,276.36	-

6. Inventories

2021 2020

(Rs.in Lakhs)

Valued at lower of cost and net realisable value.	Current	Current
Raw Materials	7,250.89	2,933.27
Process Stocks	-	-
Stores & Spares	853.19	770.98
Finished Goods	20,467.65	25,330.87
Total	28,571.73	29,035.12

7. Trade receivables

(Rs.in Lakhs)

Unsecured, Considered Good	Current	Current
Related Parties		
- Doubtful	-	-
- Other Debts-Good	43.28	94.64
Others		
- Doubtful	-	-
- Other Debts -Good	4,202.94	3,424.76
	4,246.22	3,519.40
Less: Allowances for credit losses	1,249.22	993.50
Less: Bad debts Written Off	-	-
TOTAL	2,996.99	2,525.90

Trade Receivables Classification
2021
2020

(Rs.in Lakhs)

Unsecured	Current	Current
O/s More than six months		
- Promoter/Promoter group	13.85	72.76
- Others	2,045.21	1,763.47
O/s More than six months		
- Promoter/Promoter group	29.43	22.88
- Others	2,157.73	1,660.29
Total	4,246.22	3,519.40

8. Cash and Cash Equivalents

(Rs.in Lakhs)

a) Cash and Cash equivalents		
i. Cash on hand	19.92	21.05
ii. Balances with bank		
- Current Accounts	4,817.30	723.94
- On Deposit Accounts	-	-
Total	4,837.22	744.99

9. Other Bank Balances

(Rs.in Lakhs)

b) Other Bank Balances (with restricted use)		
i. Margin Money Deposit Accounts (against Bank Guarantees)	48.60	25.00
ii. Unclaimed Dividend Account	-	-
Total	48.60	25.00

10. Share Capital

(Rs.in Lakhs)

Particulars	2021	2020
Authorized Share Capital 6,00,00,000 Equity Shares of Rs.10 each (Previous year :6,00,00,000 Equity Shares of Rs.10 each)	6000.00	6000.00
Issued, Subscribed and Paid-up Share Capital 3,75,56,000 Equity Shares of Rs.10 each, fully paid up (Previous year :3,75,56,000 Equity Shares of Rs.10 each, fully paid up)	3755.60	3755.60
Total	3755.60	3755.60

Details of shareholders holding more than 5% shares:

(Rs.in Lakhs)

Particulars	No. of Shares	%	No. of Shares	%
1. Mr. Nikhil Umesh Katti	34,92,875	9.30%	34,92,875	9.30%

10.1 Reconciliation of Number of Shares:

(Rs.in Lakhs)

Number of Shares at the beginning of the year	3,756	3,456
Add : Shares issued during the year	-	300
Number of Shares at the end of the year	3,756	3,756

10.2 Rights attached to Equity Shares

The Company has only one class of equity shares having a face value of Rs.10 /- each. Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. In the event of liquidation of the Company, the equity shareholders will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

11. Other Equity

(Rs.in Lakhs)

Particulars	2021	2020
Security Premium		
Opening Balance	2,966.39	1,466.39
Add / (Less): Changes during the year	-	-
Add: Premium on share capital	-	1,500.00
Less: Utilized/transfer during the period	-	-
Closing Balance	2,966.39	2,966.39
Profit & Loss A/c		
(i) Opening Balance	15,350.08	16,138.14
Add / (Less): Changes during the year	-	-
Less: Transitional Adjustments		
Deferred Tax on account of IND AS		
Expected Credit Loss		
Finance cost de-recognised based on effective interest cost		
Measurement of Employee benefit at Fair Value		
Actuarial Gain / (Loss) in OCI	74.72	110.51
(ii) Add: Profit for the year	829.29	(788.06)
Less: Proposed Dividend (@ 10% on paid up capital)	375.56	-
Less: Dividend Distribution Tax	-	-
Net Profit Transfer to Reserves	453.73	(788.06)
Closing Balance	15,803.81	15,350.08
	18,844.93	18,426.98

12. Borrowings

(Rs.in Lakhs)

Particulars	2021		2020	
	Current	Non-Current	Current	Non-Current
Secured Borrowings:				
Loans from Banks				
- Term Loans (#1)	-	10,236.62	-	9,256.47
- Hypothecation Loans for Vehicles (#2)	-	6.31	-	9.82
Working Capital facilities (#3)	24,655.21	-	23,909.30	-
Unsecured Borrowings	-	-	-	-
Total	24,655.21	10,242.93	23,909.30	9,266.29

Terms and conditions

#1. Details of Term Loans from Banks are as follows:

Name of the Lender	Date of Sanction	Amount Sanctioned (Rs. in lakhs)	Rate of Interest (PA)	Repayment Schedule	Details of Security
BDCC Bank	13/06/2017	4,000.00	13.00%	Repayable in 26 equal quarterly installments of Rs.166.66 lakhs	Charge on all the Movable & Immovable Assets of the sugar factory
BDCC Bank	29/05/2018	3,000.00	13.00%	Repayable in 20 equal quarterly installments of Rs.150.00 lakhs	Charge on all the Movable & Immovable Assets of the Co-gen plant
BDCC Bank	09/06/2018	2,500.00	13.00%	Repayable in 20 equal quarterly installments of Rs.125.00 lakhs	Charge on all the Movable & Immovable Assets of the Co-gen plant
BDCC Bank	29.05.2019	1,842.00	13.00%	Repayable in 12 equal Monthly installments of Rs.153.50 lakhs	Pledge of Sugar Stocks
BDCC Bank	05.09.2018	2,250.00	13.00%	Repayable in 24 equal Quarterly installments of Rs.112.50 lakhs	Charge on all the Movable & Immovable Assets of the Distillery Unit
Bank of India	16.03.2021	4,428.00	8.35%	Repayable in 48 equal Monthly installments of Rs.108.92 lakhs	2 nd Charge on Fixed Assets on Sugar, Cogen & Distillery Unit

#2. Details of Vehicle Loans from Banks are as follows:

Name of the Lender	Amount Sanctioned (Rs. In lakhs)	Rate of Interest	Repayment Schedule	Details of Security
BDCC Bank BB Loan Ashok Leyland	9.00	13.00%	Repayable in monthly installments of Rs. 0.15 lakhs each	Vehicles
BDCC Bank BB Loan Bolero Maxi 1	3.85	13.00%	Repayable in monthly installments of Rs. 0.06 lakhs each	Vehicles
BDCC Bank BB Loan Bolero Maxi 2	3.85	13.00%	Repayable in monthly installments of Rs. 0.06 lakhs each	Vehicles
BDCC Bank Loan 770 Case EX Loader	15.63	13.00%	Repayable in monthly installments of Rs. 0.26 lakhs each	Vehicles
Bank of India Hero HFB Deluxe	25.00	9.20%	Repayable in monthly installments of Rs. 0.80 lakhs each	Vehicles
State Bank of India, ZLX Bolero Loan	9.00	9.00%	Repayable in monthly installments of Rs. 0.19 lakhs each	Vehicles

#3. The Working Capital Loan is in the form of Cash credit from Bank of India & State bank of India was secured by pledge of sugar and hypothecation of other stock.

13. Long Term Provisions

(Rs.in Lakhs)

Particulars	2021	2020
Employee Benefits		
Gratuity	273.51	196.61
	273.51	196.61

14. Deferred Tax (Assets)/Liabilities

(Rs.in Lakhs)

Particulars	2021	2020
Opening Balance	(100.88)	765.22
Add : Mat Credit Entitlement	-	-
Add : On account of depreciation & Accumulated Losses	170.73	(856.79)
Add : On account of Provision for gratuity	11.55	(9.30)
Closing Balance (Assets)/Liabilities	81.40	(100.88)

#refer Note-28

15. Other Non-Current Liabilities & Current liabilities

(Rs.in Lakhs)

Particulars	2021		2020	
	Current	Non-Current	Current	Non-Current
Statutory Dues Payable	2806.23	-	2697.82	-
Other Payables	216.80	-	202.22	-
Total	3023.03	0.00	2900.04	0.00

16. Trade Payables

(Rs.in Lakhs)

Particulars	2021	2020
Due to Micro & Small Enterprises	-	-
Dues to others		
For Others	6674.48	6211.75
Total	6674.48	6211.75

Note: - There is no sufficient information available with the company regarding Micro and Small enterprises Vendors, hence it is not possible to identify vendors as Micro and Small enterprises.

17. Other financial liabilities

(Rs.in Lakhs)

Particulars	2021	2020
Trade Deposits & Advances	61.37	691.84
Current Maturities of Long Term Debt	2727.59	1505.89
Other Financial Liabilities	260.76	326.75
Total	3049.72	2524.48

18. Provisions

(Rs.in Lakhs)

Particulars	2021	2020
Gratuity Provision (#refer Note-38)	14.74	11.41
Provision for tax	211.37	-
Proposed Dividend on Equity shares	375.56	-
Total	601.67	11.41

19. Revenue from operations

(Rs.in Lakhs)

Particulars	2021	2020
Sales (Inclusive of Excise duty)	41,010.01	36,133.84
Other Operating Revenue (Export & Buffer stock Subsidy)	1,636.37	1,539.76
Revenue from operations	42,646.38	37,673.60

20. Other income

(Rs.in Lakhs)

Particulars	2021	2020
Dividend Income	-	4.46
Rental Income	2.31	24.96
Insurance Claims and Income	29.63	35.08
Other Non - Operating Income	29.47	76.72
Balances Written - off	-	-
Total	61.41	141.22

21. Cost of materials consumed

(Rs.in Lakhs)

Particulars	2021	2020
Raw Materials Consumed	30,202.84	23,744.91
Stores, Spares, Chemicals & Packing Materials Consumed	916.87	721.23
Total	31,119.71	24,466.14

22. Changes in Inventories

(Rs.in Lakhs)

Particulars	2021	2020
Raw Material		
Opening	2,933.27	2,405.52
Closing	7,250.89	2,933.27
	(4,317.62)	(527.75)
Work-in-progress		
Opening	-	-
Closing	-	-
	-	-
Stores & Spares		
Opening	-	-
Closing	-	-
	-	-
Finished goods		
Opening	25,330.87	29,473.94
Closing	20,467.65	25,330.87
	4,863.22	4,143.07
Total	545.60	3,615.32

23. Other Manufacturing Expenses

(Rs.in Lakhs)

Particulars	2021	2020
Processing, Transportation and Other Charges	588.18	445.12
Power & Fuel	451.33	477.30
Repairs - Plant & Machinery	929.26	854.11
Total	1,968.77	1,776.53

24. Employee Benefits Expense

(Rs.in Lakhs)

Particulars	2021	2020
Salaries and Wages to employees	1,158.20	1,016.12
Contribution to Provident and other Funds	103.74	95.80
Staff Welfare Expenses	122.15	142.78
Total	1,384.09	1,254.70

25. Finance costs

(Rs.in Lakhs)

Particulars	2021	2020
Interest Expense	3,449.60	4,030.40
Other borrowing costs	116.12	143.49
Total	3,565.72	4,173.89

26. Other expenses

(Rs.in Lakhs)

Particulars	2021	2020
Rent	8.87	8.72
Advertisement, Publicity & Sales Promotion	216.28	143.89
Insurance	126.53	124.43
Travelling Expenditure	11.54	38.76
Vehicle Running & Maintenance	274.85	186.54
Printing & Stationery	7.56	7.76
Communication Expenses	7.09	8.19
Legal, Professional & Consultancy Charges	117.50	124.92
Discount, Rebate & Commission on Power sale	136.04	878.25
Loss/(Gain) on Sale/Disposal of Fixed Assets	17.27	(7.22)
Freight Charges	4.53	13.40
Donation	3.00	1.84
Licence Fees & Taxes	129.18	114.43
Corporate Social Responsibility Expenses	-	-
Other Miscellaneous Expenses	110.25	111.13
Expected Credit Loss	255.72	330.40
Total	1,426.21	2,085.44

27. Corporate Social Responsibility Expenditure

(Rs.in Lakhs)

Particulars	2021	2020
a) Amount required to be spent	-	-
b) Amount Spent	-	-

The Company is not liable to Corporate Social Responsibility expenditure as per companies Act, 2013 during the reporting period.

28. Tax expenses:**(a) Income tax expense recognised in the statement of profit and loss**

(Rs.in Lakhs)

Particulars	2021	2020
a) Current Tax	211.37	-
b) Deferred Tax	182.28	(866.10)

(b) Deferred tax assets & Liabilities:

The tax effects of significant temporary differences that resulted in deferred tax assets and liabilities and a description of the items that created these differences is given below:

(Rs.in Lakhs)

Particulars	2021	2020
Deferred Tax (Assets)/Liabilities:		
Property, Plant and Equipment	136.77	(513.53)
MAT Credit Entitlement	(211.37)	-
Accumulated Losses	268.44	(343.25)
43B Disallowances	(11.55)	(9.31)
Net Deferred Tax (Assets)/Liabilities	182.28	(866.10)

(c) Income tax expense recognised in other comprehensive income.

(Rs.in Lakhs)

Particulars	2021	2020
a) Tax effect on re measurement of defined benefit obligation	-	-

29. Auditors Remuneration

(Rs.in Lakhs)

Particulars	2021	2020
a) Audit fees	5.00	5.00
b) For Other Matters	2.00	2.00
TOTAL	7.00	7.00

30. Earnings per Share

(Rs.in Lakhs)

Particulars	2021	2020
Net Profit attributable to equity holders	829.29	(788.04)
Weighted average number of equity shares	375.56	359.61
Total weighted average number of equity shares outstanding at the end of the year	375.56	359.61
Add : Effect of division of face value of equity shares *	-	-
Add: Effect of Bonus Equity shares issued	-	-
Total weighted average number of equity shares outstanding at the end of the year	375.56	359.61
Nominal Value per Equity Share*	10	10
Basic EPS (In Rs.)	2.11	(2.19)
Diluted EPS (In Rs.)	2.11	(2.19)

31. Contingent liabilities and commitments.

(Rs.in Lakhs)

Particulars	2021	2020
a) Court Cases	1315.08	1315.73
b) Bank Guarantee	144.26	97.00
c) EPCG Export Obligation	289.99	289.99
Total	1749.33	1412.73

* In respect of above matters, future cash outflows in respect of contingent liabilities are determinable only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

32. Related Parties

In accordance with the provisions of Ind AS 24 “Related Party Disclosures” and the Companies Act, 2013, Company’s Directors, members of the Company’s Management Council and Company Secretary are considered as Key Management Personnel. List of Key Management Personnel of the Company is as below:

2021	2020
Mr. Umesh V Katti	Mr. Umesh V Katti
Mrs. Sheela Umesh Katti	Mrs. Sheela Umesh Katti
Nikhil U Katti	Nikhil U Katti
Lava R Katti	Lava R Katti
Kush R Katti	Kush R Katti
Mukesh Kumar	Mukesh Kumar
Mallikarjun J Pujar	Mallikarjun J Pujar
CS Sneha Patil	CS Sneha Patil
CS Priya Dedhia	-
Mr. Sheshagiri H. Kulkarni	Mr. Sheshagiri H. Kulkarni

*Key Managerial Personnel who are under the employment of the Company are entitled to post-employment benefits recognised as per Ind AS 19 -Employee Benefit. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above

The following is a summary of significant related party transactions:

(Rs. In Lakhs)

Name of Related Party	As at 31st March, 2021	As at 31st March, 2020
DIRECTORS REMUNERATION		
Mr. Nikhil Katti	36.00	36.00
Mr. Mukesh Kumar	27.00	27.00
Mr. Mallikarjun Pujar	0.00	1.50
Mr. Lava Katti	24.00	24.00
Mr. Kush Katti	24.00	24.00
SALARY		
Mr. Mallikarjun Pujar	8.57	6.98
Mrs. Sneha Patil	4.78	4.20
Mr. Sheshagiri Kulkarni	6.23	4.68
Mr. Priya Dhedia	0.08	0.00
PURCHASES		
Mr. Umesh V. Katti	11.02	21.84
Mr. Ramesh Katti	34.72	8.60
Mrs. Sheela Umesh Katti	27.93	12.72
Mr. Nikhil Katti	21.26	20.60
Mr. Lava Katti	29.10	12.79
Mr. Kush Katti	13.26	14.69
Mr. Mallikarjun Pujar	0.00	4.39
Mr. Basavaraj V Hagaragi	0.00	2.60

Purchase Advance	Rs. In Lakhs	
Mr. Nikhil U Katti	40.78	40.78
Mr. Lava R Katti	52.47	52.47
Mr. Kush R Katti	57.24	57.24
Lease Security Deposit		
Mr. Nikhil Katti	200.00	200.00

* In accordance with the applicable provisions of the Income Tax Act, 1961, the Company is required to use certain specified methods in assessing that the transactions with the related parties, are carried at an arm's length price and is also required to maintain prescribed information and documents to support such assessment. The appropriate method to be adopted will depend on the nature of transactions / class of transactions, class of associated persons, functions performed and other factors as prescribed. Based on certain internal analysis carried out, management believes that transactions entered into with the related parties were carried out at arm's length price.

Associates / Enterprises over which directors and / or their relative has significant influence

2021	2020
U R Agro Fresh Private Limited	U R Agro Fresh Private Limited
Vishwaraj Infrastructure Private Limited	Vishwaraj Infrastructure Private Limited
UK27 Hospitality Services (India) Limited	UK27 Hospitality Services (India) Limited
M/s Vishwaraj Developers	M/s Vishwaraj Developers
Vishwaraj Encivil India Private Limited	Vishwaraj Encivil India Private Limited

The following is a summary of significant related transactions with the entities having significant influence.

(Rs.in Lakhs)

Name of Related Party	As at 31st March, 2021	As at 31st March, 2020
UR Agro Fresh Private Limited		
Sales during the year	57.83	33.22
Receivables	42.32	93.67
Advances		
Opening Balance o/s	325.00	325.00
Advances given during the year	0.00	0.00
Closing Balance o/s	325.00	325.00
UK 27 Hospitality services (India) Limited		
Sales	1.09	1.48
Receivables	0.37	0.38
TA & DA Expenses	0.43	1.40
TA & DA Payable Outstanding	0.00	0.00
Vishwaraj Developers		
Sales	0.00	0.58
Receivables	0.58	0.58

33. Fair value measurements**(i) Financial instruments by category**

(Rs.in Lakhs)

Particulars	31 st March 2021		31 st March 2020	
	FVTPL	Amortised Cost	FVTPL	Amortised Cost
Financial Assets				
Investments	130.74	-	130.74	-
Loans	-	-	-	-
Trade Receivables	2,996.99	-	2525.90	-
Cash & Cash Equivalents	4,837.22	-	744.99	-
Bank Balances other than cash & cash Equivalents	48.60	-	25.00	-
Other Financial Assets	387.75	-	526.22	-
Financial Liabilities				
Borrowings	-	34,898.14	-	33,175.59
Trade Payables	6674.48	-	6211.75	-
Other Financial Liabilities	3049.72	-	2524.48	-

The management considers that the carrying amount of financial assets and financial liabilities carried at amortised cost approximates their fair value.

34. Earnings/Expenditure in Foreign Currency:**Expenditure in Foreign Currency:**

(Rs.in Lakhs)

Particulars	31 st March 2021	31 st March 2020
Earnings in Foreign Currency	-	-
Expenditure in Foreign Currency		
-USD	3.90	3.36
-Euro	0.00	32.18
Advance Amount Return		
-USD	78.22	0.00
Machinery Return		
-Euro	10.17	0.00
Income in Foreign currency (Advance Amount Received)		
-USD	0.00	78.34

35. Segment Reporting:

The company has identified products wise and unit wise segments i.e. Sugar, Co-generation, Distillery, Vinegar & IML at factory site, respectively of Products & Unit based on return and risk .Hence, the same becomes the reportable segments for the Company. Accordingly, the Company has above operating and reportable segment, the disclosure requirements specified in paragraphs 22 to 30 are made. Accordingly, the Company shall present entity-wide disclosures enumerated in paragraphs 32, 33 and 34 of Ind AS 108.

36. Financial Risk Management:

The Company's activities expose it to a variety of financial risks, including credit risk and Market risk. The Company's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors, risk management committee

and the Audit Committee is responsible for overseeing the Company's risk assessment and management policies and processes.

A. Credit Risk:

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of expected losses in respect of trade and other receivables.

Trade and Other Receivables - The Company uses Expected Credit Loss (ECL) model for assessing the impairment loss on trade and other receivables. For this purpose, the Company uses a provision matrix to compute the expected credit loss amount for trade receivables. The provision matrix takes into account external and internal credit risk factors and historical data of credit losses from various customers. The management believes that there is no change in allowance for credit losses for the periods presented.

Financial assets that are neither past due nor impaired - None of the Company's cash equivalents, including term deposits were past due or impaired for the periods presented.

The Company's credit period for customers generally ranges from 30 - 90 days.

B. Market Risks:

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates, foreign currency exchange rates and commodity prices) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short-term and long-term borrowings. The Company is exposed to market risk primarily related to foreign exchange rate risk and interest rate risk. Thus, the Company's exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities in foreign currencies.

C. Interest Rate Risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates. Further, the Company's investments in deposits is with banks and electricity authorities and therefore do not expose the Company to significant interest rates risk. The Company's variable rate borrowing is subject to interest rate risk. However, the management considers the impact of fair value interest rate risk on variable rate borrowings to be immaterial.

37. Capital Management

The Company's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

(Rs.in Lakhs)

Particulars	As at 31 March 2021	As at 31 March 2020
Total Debt	48601.96	45019.88
Less: Cash and cash equivalents	4837.22	744.99
Net Debt	43764.74	44274.89
Equity Share Capital	3755.60	3755.60
Other Equity	18844.93	18426.99
Total Equity Attributable to Owners	22600.53	22182.60
Net Debt to Equity Ratio	1.94 : 1	1.99 : 1

38. Gratuity

The Company provides for gratuity for employees in India as per the Payment of the Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionally for 15 days salary multiplied for the number of the years of service up to a maximum of ₹10 Lakhs.

(i) The assumptions used in accounting for the gratuity plan are set out as below:

Particulars	As at 31 March 2021	As at 31 March 2020
Future Salary rise	7.00%	7.00%
Discount rate	7.00%	7.00%
Mortality	IALM 2012-14	IALM 2012-14
Withdrawal rate	5%	5%

The estimates of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotions and other relevant factors such as supply and demand in the employment market. The Company evaluates these assumptions annually based on its long term plans of growth and industry standards

The components of gratuity cost recognised in the statement of profit and loss consist of the following:

(Rs.in Lakhs)

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Current Service Cost	29.88	22.31
Interest cost	14.56	13.52
Gratuity cost recognised in statement of profit and loss	44.44	35.82

Details of the employee benefits obligations and plan assets are provided below:

(Rs.in Lakhs)

Particulars	As at 31 March 2021	As at 31 March 2020
Present value of funded obligations	288.25	208.02
Fair value of plan assets	-	-
Net defined benefit liability recognized	288.25	208.02

Details of changes in the present value of defined benefit obligations are as follows:

(Rs.in Lakhs)

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Defined benefit obligations at the beginning of the year	208.02	193.14
Current service cost	29.88	22.31
Interest Cost	14.56	13.52
Re-measurement - Actuarial (gain)/loss on obligation	35.78	(20.95)
Benefits paid during the year	-	-
Defined benefit obligations at the end of the period/ year	288.25	208.02

However the company has not invested the Gratuity provision made in any manner prescribed under Payment of Gratuity Act, 1972.

Additional Disclosures to Notes to Financial Statements

39. Minimum Alternative Tax:

Company have Total MAT Credit of Rs. 25,66,82,565.00 for the year ended 31.03.2021 accumulated up to date MAT Credit as under:

(In Rs.)

Sl. No.	Financial Year	MAT Credit Amount
1	2003-04	60,685.00
2	2004-05	6,28,965.00
3	2006-07	79,39,145.00
4	2008-09	2,52,06,166.00
5	2010-11	3,24,39,686.00
6	2011-12	4,23,14,183.00
7	2012-13	4,06,40,140.00
8	2013-14	4,62,66,685.00
9	2014-15	4,12,820.00
10	2015-16	1,42,99,510.00
11	2016-17	2,32,18,441.00
12	2017-18	21,18,801.00
13	2018-19	0.00
14	2019-20	0.00
15	2020-21	2,11,37,338.00
Total		25,66,82,565.00

40. Accounting for Goods & Service Tax (GST):

- The GST paid on purchase of Raw-material has been treated as cost of stock and cost of Raw-materials.
- The GST Input Tax Credit (ITC) benefit attributable to acquisition & construction of fixed Assets (other than civil works) is netted against the cost of fixed Assets in accordance with guidance note issued by ICAI and no depreciation is claimed on that part of Assets.
- GST Input Tax Credit (ITC) benefit attributable to purchase of inputs has been reduced from manufacturing expenses.

During the year the Company has availed the GST Credit and utilized as under.

(In Rs.)

GST CREDIT		Op. Balance (Dr)	Credit	Debit	Cl. Balance (Dr)
1	CGST Credit	21,31,187.00	1,44,62,149.00	1,48,93,879.00	25,62,917.00
2	IGST Credit	2,37,501.00	2,65,79,869.50	2,86,73,042.50	23,30,674.00
3	SGST Credit	21,31,187.00	1,44,62,149.00	1,48,93,879.00	25,62,917.00
Total GST Credit		44,99,875.00	5,55,04,167.50	5,84,60,800.50	74,56,508.00

41. Secured Loans

As on 31.03.2021, the Term Loan under SOFT Loan Scheme outstanding as under

1. The B D C C Bank Ltd, Main Branch Belagavi Rs.1381.50 Lakhs

As on 31.03.2021, the Term Loan For Sugar Exp outstanding as under

1. The B D C C Bank Ltd, Main Branch Belagavi Rs.2166.63 Lakhs

As on 31.03.2021, the Term Loan For Co gen Hypothecation outstanding as under

1. The B D C C Bank Ltd, Main Branch Belagavi Rs.1350.00 Lakhs
2. The B D C C Bank Ltd, Main Branch Belagavi Rs.1375.00 Lakhs

As on 31.03.2021, the Term Loan For Distillery Expansion outstanding as under

1. The B D C C Bank Ltd, Main Branch Belagavi Rs.2250.00 Lakhs

As on 31.03.2021, the Bank of India GECL Loan outstanding as under

1. The Bank of India, Shahapur Branch, Belagavi Rs.4428.00 Lakhs

The Working Capital Loan in the form of Cash Credit from Bank of India & State Bank of India Cash Credit was secured by pledge of Sugar. The Loan outstanding as on 31.03.2021 is as under.

1. Bank of India, Shahapur Branch, Belagavi Rs.9481.32 Lakhs
2. State Bank of India, SME Branch, Belagavi Rs.5968.47 Lakhs

The Working Capital Loan in the form of Cash Credit Hypothecation from Bank of India was secured by pledge of Other Stocks. The Loan outstanding as on 31.03.2021 is as under.

1. Bank of India, Shahapur Branch, Belagavi Rs.1205.41 Lakhs

The Term Hypothecation Loan Details:

Sl. No	Particulars	Rs.in Lakhs	Bank Name
1	Ashok Leyland	0.75	BDCC Bank BB
2	Bolero Maxi Truck	0.19	BDCC Bank BB
3	Bolero Maxi Truck	0.19	BDCC Bank BB
4	Case 770 Ex Loader	0.52	BDCC Bank BB
5	Hero HF Delux	9.30	Bank of India
6	Bolero ZLX	8.45	SBI Belagavi

The Term Hypothecation Loan is secured by respective Hypothecation of Vehicles.

The Term Loan Installments due during next 12 months have been included under Other Current Liabilities.

42. Auditors Remuneration:

(In Rs.)

Sl. No.	Particulars	2020-21	2019-20
1	Statutory Audit Fees	5,00,000.00	5,00,000.00
2	For Other Matters	2,00,000.00	2,00,000.00

The above Remuneration is exclusive of GST.

43. i) Distillery Unit:

No.	Particulars	Unit	2020-21	2019-20
a)	Licensed Capacity Rectified Spirit	Ltrs	1,00,000	1,00,000
b)	Installed Capacity Rectified Spirit	Ltrs	1,00,000	1,00,000
c)	Licensed Capacity Neutral Spirit	Ltrs	50,000	50,000
d)	Installed Capacity Neutral Spirit	Ltrs	50,000	50,000
e)	Licensed Capacity Ethanol	Ltrs	1,00,000	0.00
f)	Installed Capacity Ethanol	Ltrs	1,00,000	0.00

ii) Co-generation Unit:

No.	Particulars	Unit	2020-21	2019-20
a)	Licensed Capacity Electricity	MW	36.4	36.4
b)	Installed Capacity Electricity	MW	36.4	36.4

iii) Sugar Unit:

No.	Particulars	Unit	2020-21	2019-20
a)	Licensed Capacity Sugar Cane	MT	11000	8,500
b)	Installed Capacity Sugar Cane	MT	11000	8,500

iv) IML Unit:

No.	Particulars	Unit	2020-21	2019-20
a)	Licensed IML Bottling	CB	5,000	5,000
b)	Installed IML Bottling	CB	5,000	5,000

v) Natural Alcoholic Vinegar:

No.	Particulars	Unit	2020-21	2019-20
a)	Licensed	Ltrs	75,000	75,000
b)	Installed	Ltrs	75,000	75,000

Note: The Installed capacity is certified by a Director and being a technical matter same is accepted by the Auditors without verification.

44. Production:

Particulars	Unit	2020-21	2019-20
		Qty	Qty
Distillery Unit			
Rectified Spirit	KL	280.75	2,497.54
Extra Neutral Spirit	KL	831.25	2,342.94
M. G. Spirit	KL	56.15	235.28
Ethanol(Syrup)	KL	7,512.09	--
Ethanol (B Heavy)	KL	675.58	--
M G Spirit (B Heavy)	KL	31.09	--
Rectified Spirit (B Heavy)	KL	638.31	--
Co-gen Unit			
Electricity	KWh	8,80,49,800	7,48,03,100
Sugar Unit			
Sugar	Qtls	7,93,200.00	7,71,500.00
Molasses	MT	0.00	32,460.160
Molasses (B Heavy)	MT	52,770.600	0.00
Bagasse	MT	2,57,705.00	2,00,000.00
Compost	MT	10604.00	8,818.54
Syrup	MT	28,688.28	--
IML Unit			
IML (Liquor)	CB	--	32,160.00
Vinegar Unit			
Natural Alcoholic Vinegar	Ltrs	86,52,000.00	56,26,692.00

45. Turnover

(Value In Lakhs)

Particulars	Unit	2020-21		2019-20	
		Qty	Value	Qty	Value
Distillery Unit					
Rectified Spirit	KL	--	--	1162.00	544.76
Extra Natural Spirit	KL	1450.49	812.75	1665.00	933.45
M G Spirit	KL	--	--	235.00	86.95
Ethanol (Syrup)	KL	7488.00	4691.23	--	--
Ethanol (B Heavy)	KL	617.00	355.45	--	--
Liquid Carbon Di Oxide	KG	--	--	1,72,750.00	3.97
Co-Gen Unit					
Electricity	KWh	5,66,12,250	2,678.80	4,92,79,000	2258.20
Boiler Ash	MT	--	10.98	--	7.78
Sugar Unit					
Sugar	QTLs	9,40,725.00	29,800.92	9,68,026.00	29,677.27
Scrap	-	--	147.14	--	9.65
Compost	Bags	1,28,571	155.37	1,62,351.00	270.39
Compost	MT	959.50	22.85	--	--
Molasses	MT	23,714.11	2,377.41	19,008.26	1666.04
Bagasse	MT	4,956.82	74.35	6358.640	98.01
IML Unit					
IML	CB	--	--	38,170.00	811.17
Vinegar Unit					
Natural Alcoholic Vinegar	Ltrs	95,38,846.00	1,319.30	57,05,130.00	785.92
Total	-		42,446.56		37153.60

46. Consumption of Raw Materials:

(Value In Lakhs)

Particulars	Unit	2020-21		2019-20	
		Qty	Value	Qty	Value
Distillery Unit					
Molasses	MT	104.16	10.42	17,553.88	1755.38
Molasses (B Heavy)	MT	4,476.46	559.56	--	--
Chemicals	-	--	102.84		34.79
R.S. (Captive)	Ltrs	8,59,502.90	403.96	4,50,513.50	211.74
M G Spirit	Ltrs	2,42,319.80	84.81	--	--
M G Spirit (B Heavy)	Ltrs	31,856.60	11.15	--	--
Syrup	MT	24,013.13	3,197.43	--	--
Co-generation Unit					
Bagasse	MT	2,34,929.54	3,523.94	2,09,037.00	4180.74
Coal including Distillery	MT	6,747.94	302.10	6,788.02	359.64
Chemicals	-	--	77.22		37.13
Sugar Unit					
Sugar Cane	MT	9,08,954.57	29,492.45	7,02,776.20	23954.30
Chemicals	-	--	402.73	--	235.08
IML Unit					
Extra Natural Spirit	Ltrs	--	0.00	1,00,000.00	48.00
Chemicals	-	--	--		1.01
Vinegar Unit					
Chemicals	-	--	12.60	--	34.26
R S Consumption	Ltrs	11,00,000.00	517.00	7,77,000.00	365.19

47. Opening Stock:

(Value In Lakhs)

Particulars	Unit	2020-21		2019-20	
		Qty	Value	Qty	Value
Distillery Unit					
Rectified Spirit	KL	2,05,945.30	96.79	--	--
Extra Neutral Spirit	KL	6,77,003.70	338.50	--	--
Co-generation Unit					
Coal	MT	2,218.50	119.00	941.18	46.07
Bagasse	MT	21,622.36	432.44	37018.00	684.33
Sugar Unit					
Sugar	Qtls	7,64,946	23,713.32	9,60,717	28706.22
Molasses	MT	23,818.27	2381.83	27,911.25	1,674.68
Compost MT	MT	23,827.94	953.11	23,126.95	450.91
IML Unit					
IML	CB	--	--	6,010.00	26.98
Vinegar Unit					
Vinegar	Ltrs	16,97,226.00	229.13	20,60,664.00	278.19
Total			25,330.87		31,867.83

48. Closing Stock:

Particulars	Unit	2020-21		2019-20	
		Qty	Value in Lakhs	Qty	Value in Lakhs
Distillery Unit					
Rectified Spirit	Ltrs	1,64,568.50	77.35	2,05,945.30	96.79
Extra Neutral Spirit	Ltrs	56,965.10	31.90	6,77,003.70	338.50
M G Spirit	Ltrs	1,33,637.40	46.77	--	--
Ethanol (Syrup)	Ltrs	21,422.30	13.42	--	--
Ethanol (B Heavy)	Ltrs	58,432.70	33.66	--	--
Co-generation Unit					
Coal	MT	00.00	00.00	2,218.50	119.00
Bagasse	MT	39,441.00	591.62	21,622.36	432.44
Sugar Unit					
Sugar	Qtls	6,17,421	19,090.06	7,64,946	23,713.32
Molasses (S)	MT	48,294.14	6,036.77	23,818.27	2381.83
Compost	MT	27,043.89	1,081.76	23,827.94	953.11
Syrup	MT	4,675.15	622.51	--	--
IML Unit					
IML	CB	--	--	--	--
Vinegar Unit					
Vinegar	Ltrs	6,62,380.00	92.73	16,97,226.00	229.13
Total			27,718.54		25,330.87

49. CIF Value of Imports and Export in Foreign Currencies Paid:

CIF Value of Import	Currency	2020-21	2019-20
Vinegar Chemical Charges	EURO	0.00	24,169.50
Kasurth Certification Plant Fees	USD	5115.00	4870.00
Vinegar Machinery Parts	EURO	0.00	17140.00

CIF Value of Export	Currency	2020-21	2019-20
Denature Spirit Sales Advance Amount	USD	0.00	1,03,430.00
Vinegar Machinery Re-export	EURO	12660.00	0.00
Denature Spirit Sales Advance Amount Return	USD	1,03,430.00	0.00

50. Provisions and Contingent liabilities:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Such liabilities are disclosed by way of notes to the financial statements. No disclosure is made if the possibility of an outflow on this account is remote.

SI. No.	Particulars	Amount in Lakhs
1	Central Excise, Belgaum Show Cause Notice	87.85
2	Central Excise, Bangalore (Appeals)	974.43
3	High Court, Karnataka, Appeal for Sugar Cess	252.80
5	Export Duty (Subject to Compliance under EPCG Scheme)	289.99
6	Bank of India, Shahapur Branch, Belgaum Bank Gaurantee (IOCL)	55.45
7	Bank of India, Shahapur Branch, Belgaum Bank Gaurantee (BPCL)	50.16
8	Bank of India, Shahapur Branch, Belgaum Bank Gaurantee (HPCL)	38.65
Total		1749.33

51. Balance appearing under the head Sundry Debtors, Creditors, Loans and Advances, Secured & Unsecured Loans is subject to confirmation, adjustments if any on receipts and reconciliation of such accounts.

“As per our report of even date”

For, M/s Gojanur & Co.,

Chartered Accountants

FRN: 000941S

P.R.C.No.011335

Date: 26th May, 2021

Place: Shivamogga

CA. G. M. Channappa Setty

Proprietor

M. No: 020227

UDIN: 21020227AAAAIX1290

Route Map for the Venue of the meeting pursuant to the provisions of Secretarial Standard one is as below



**AGM Hall Venue
Vishwaraj Sugar Industries Limited
Registered Office: Bellad-Bagewadi, Taluka-Hukkeri,
District-Belgaum-591305,
Karnataka, India.**

**Saturday, the 25th day of September, 2021
3:00 P.M.**

Vishwaraj Sugar Industries Limited

Registered Office: Bellad-Bagewadi, Taluka-Hukkeri,
District-Belgaum-591305, Karnataka, India.

Attendance Slip

Members attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.

I hereby record my presence at the 26th Annual General Meeting of the Company at the registered office of the Company situated at Bellad-Bagewadi, Taluka-Hukkeri, District-Belgaum-591305, Karnataka on Saturday, September 25, 2021 at 3:00 pm.

Full Name	
Address	
Folio No.	
DP ID No.	
Client ID No.	
No. of Shares held	

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

.....
Full name of the shareholder/proxy
(in block letters)

.....
Signature of shareholder / Proxy

Note:

1. Only Member/Proxy holder can attend the meeting
2. Member Proxy holder should bring his/her copy of the Annual Report for reference at the meeting.



Vishwaraj Sugar Industries Limited

Registered Office: Bellad-Bagewadi, Taluka-Hukkeri,
District-Belgaum-591305, Karnataka, India.

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./Client ID No. _____

DP ID No. _____

I/We, being the holder(s) of _____ Equity Shares of Vishwaraj Sugar Industries Limited, appoint:

1. Mr./Mrs. _____ of _____

E-mail Id: _____ or failing him/her

Signature: _____

2. Mr./Mrs. _____ of _____

E-mail Id: _____ or failing him/her

Signature: _____

3. Mr./Mrs. _____ of _____

E-mail Id: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26th Annual General Meeting of the Company to be held on Saturday the 25th September, 2021, at 3:00 p.m., at and at any adjournment thereof in respect of such resolutions as are indicated below;

- Adoption of Audited Financial Statements for the financial year 2020-21.
- Re-appointment of Mr. Nikhil Katti (DIN: 02505734), who retires by rotation, and being eligible, offers himself for reappointment.
- Appointment of Mr. Mukesh Kumar (DIN: 02827073), who retires by rotation and being eligible, offers himself for reappointment.
- Declaration of dividend for the financial year ended March 31, 2021.
- Ratification of remuneration payable to M/s. S K Tikare & Co, Cost Accountants for the financial year 2021-22.
- Re-appointment of Mr. Nikhil Katti as Managing Director of Company.
- Sub-division of equity shares of the Company of the face value of Rs. 10/- each in to the face value of Rs. 2/- each.

Signed this _____ day of 2021

Signature of shareholder

Signature of Proxy holder(s)

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 the Meeting.

To,

BOOK-POST

A large, empty rounded rectangular box with a thin black border, intended for an address. It is positioned below the 'To,' and 'BOOK-POST' labels.