



**Indian Sucrose Limited**

# **20th Annual Report 2010-2011**





## **Indian Sucrose Limited**

### ► **MANAGEMENT**

### ► **BOARD OF DIRECTORS**

Sh. D. P. Singh  
Sh. Kunal Yadav  
Sh. Jitender Singh  
Sh. Pawan Dewan  
Sh. Sheoraj Singh Ahlawat

Chairman  
Managing Director  
Director  
Director  
Director

### ► **COMPANY SECRETARY**

Mr. Anant Kr. Singh

### ► **AUDITORS**

M/s B.K.Kapur & Co.  
Chartered Accountants,  
Ghaziabad.

### ► **BANKERS**

Punjab National Bank

## **C O N T E N T S**

Notice	1
Director's Report	2
Auditor's Report	9
Balance Sheet	12
Profit & Loss Account	13
Schedules	14
Statement pursuant to sec. 212 (Subsidiary Companies)	
Rangar Breweries Ltd.	26
Yadu Sugar Ltd.	42



## NOTICE

Notice is hereby given that the 20th Annual General Meeting of the Members of the Company will be held on Friday, 30th day of September 2011 at 11:00 AM, at the Registered Office of the Company at G.T. Road, Mukerian-144 211, Distt. Hoshiarpur (Punjab), to transact the following business:-

## ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as on 31st March, 2011 and the Profit & Loss Account for the year ended on that date along with the Report of the Board of Directors and Auditors' thereon.
2. To re-appoint a director in place of Sh. Pawan Dewan, who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint Auditors to hold office from conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

## NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. THE INSTRUMENT APPOINTING PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. The relevant records of the company open for inspection by members as per provisions of the Company Law can be inspected at the Registered Office of the company on any working day between 10:00 a.m. to 12:00 p.m.

3. The members are requested to notify the change in their addresses, if any to the company immediately.
4. Members desiring any information on the Accounts are requested to write to the company at least 10 days prior to the date of this Meeting to enable the Management to keep the information ready at the time of meeting.
5. Members are requested to bring their copies of Annual Report at the Meeting.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Monday, 26th September 2011 to Friday, 30th September 2011 (both days inclusive), for Annual Closing.
7. The members are requested to make their all correspondence with the Company at G.T. Road, Mukerian-144211, Distt. Hoshiarpur (Punjab).
8. Members are requested to furnish the Nomination Form in the prescribed Performa in case they wish to avail the Nomination facility given by the Companies Act, 1956.
9. Appointment/Re - appointment of Directors:

At the ensuing Annual General Meeting Sh. Pawan Dewan retire by rotation and have their desire to offer themselves for re-appointment.

Sh. Pawan Dewan is an experienced businessman. He is serving on the Board of various companies.

By Order of the Board of Director  
For **Indian Sucrose Limited**

Place : Delhi  
Date : 02-09-2011

CS Anant Kumar Singh  
(Company Secretary)

## DIRECTORS' REPORT

To the Members,  
Indian Sucrose Limited

Your Directors have pleasure in presenting the Twentieth Annual Report of your Company together with the audited Balance Sheet, Profit & Loss Account and the report on business and operation of the Company for the year ended March 31, 2011.

### Financial Performance

(Rs.in Lacs)

Particulars	April 1, 2010 to March 31, 2011	April 1, 2009 to March 31, 2010
Turnover	114111.89	10384.37
Profit before Interest Depreciation & Tax (PBIT)	2181.69	2215.99
Interest & financial Expenses	1614.81	1032.65
Profit before Depreciation & Tax	566.88	1183.34
Depreciation	524.74	505.20
Profit before Tax (PBT)	41.93	674.43

### Performance Review

Your company maintains performance in the term of net profit in compare to last year. As compared to last year turnover of Rs. 10384.37 lacs your company achieved turnover of Rs. 11411.89 lacs during the current year. Because of increase in cost of raw material, and financial charges the net operating profit before tax (PBT) has decreased to Rs. 41.93 lacs during the year under review as compared to Rs. 674.43 lacs during last year.

During the year under review, your Company has crushed 5117272 QTLS of Sugarcane and produced 487572 BAGS of Sugar in 115 day crushing days, as compared to previous year crushing of 3060357 QTLS of sugarcane and production of 272400 BAGS of Sugar in 77 crushing days.

The capacity utilization of the plant during the year under review was 79.50% and the average recovery was 8.87% as compared to capacity utilization of 63.75 % and average recovery of 9.50 % in the previous year.

### Directors

Sh.Dharmpal Singh, Chairman, has been appointed as a whole time Director of the Company with effect from March 13, 2008.

Sh.Kunal Yadav is a young second generation entrepreneur, having wide experience of accounting, marketing and finance matters.

He has been appointed as a Managing Director of the Company with effect from June 16, 2010 for the period of five (5) years.

Sh. Pawan Dewan and Sh. Sheoraj Singh Ahlawat, Independent Directors are a businessman having wide experience of accounting and finance matters.

Sh.Jitendra Singh, Non-Executive Directors, shall retire at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

### Corporate Governance

Your Company is committed to achieving the highest standards of Corporate Governance. Accordingly, your Board functions as trustees of the Shareholders and seek to ensure the long term

economic value for its shareholders while balancing the interest of the stakeholders.

A separate section on Corporate Governances standards followed by your Company as stipulated under clause 49 of the listing Agreement with the stock Exchange is enclosed as an Annexure to this report.

### Auditors

M/s. B.K.Kapoor & Co., Chartered Accountants will retire at the forthcoming Annual General Meeting. They have been Statutory Auditors of the Company for the last for 4 years. As recommended by Audit and Compliance Committee, the Board has proposed the appointment of M/s B.K.Kapur & Co., Chartered Accountants as Statutory Auditors for the Financial Year 2011-12. Member are requested to consider their appointment on a remuneration to be decided by the Board or Committee thereof for the ensuing Financial Year i.e. 2011-12.

### Cost Auditor

M/s.Katyal & Associates, Cost Accountants, Delhi have been appointed as the Cost Auditor for the Year 2010-11 and their report will be submitted to the Department of Companies Affairs, Government of India, in accordance with the requirement of law.

### Statutory Disclosures

The Company has not paid remuneration to any employee of the Company beyond the prescribed limit under the provisions of Section 217(2A) of the Companies Act, 1956 read with Companies (particulars of Employees) rules 1975, as amended to date. Hence no particulars are required to be given under this Section.

In term of Section 219(1) (iv) of the Companies Act, 1956 the same is open for inspection at the Registered Office of your Company. Copy of this statement may be obtained by the member by writing to the Company Secretary of your Company.

Information as per Section 217(1) (e) of the Companies Act, 1956 Read with the Companies (Disclosure of Particular in Report of Board of Directors), 1988 and forms part of this Report.

### (A) CONSERVATION OF ENERGY

- The Company has installed most modern equipments in the plant and is able to save and minimize energy consumption.
- Total energy consumption and energy consumption per unit of production:

#### 1) POWER AND FUEL CONSUMPTION

	Current Year	Previous Year
1. ELECTRICITY		
a) Purchased		
Units	NIL	NIL
Amount (in Lacs)	NIL	NIL
Rate/Unit (in Lacs)	NIL	NIL
b) Own Generation		
i) Through Diesel Generator		
Units	822548	800753
Unit per Ltr. Of Diesel Oil	3.18	3.12
Rate/Unit (in Rs.)	11.34	10.13

	Current Year	Previous Year
ii) Through Steam Turbine Generation		
Units	15775984	9362966
Units per Ton of Fuel	144.89	126.14
Rate/Unit	Nil	Nil
(Being Generated out of steam required for process)		
Bagasse		
Quantity M.T.	108879.00	74228.00
Total Cost (Rs. In Lacs)	1905.38	1484.56
(Estimated due to own generation)		
Average Rate (in Rs.)	1750	2000

## 2. CONSUMPTION UNIT OF PRODUCTION

	(IN M.T.) Standard	Actual Current Year	Actual Previous Year
Electricity (Units)	350	340.43	373.12
Bagasse (M.T.)	3.50	2.23	2.72

## (B) TECHNOLOGY ABSORPTION (R & D)

Research & Development (R & D)

- The Company is regularly carrying on research and development for the development of Sugar Cane in the area.
- Agricultural implements, fertilizers, pesticides, and cane seeds are supplied to the cane growers on loan basis and at subsidized rates.
- Expenditure incurred on R & D.

	Current Year (Rs. in Lacs)	Previous Year (Rs. in Lacs)
a) Capital	—	—
b) Recurring	10.70	29.17
c) Total	10.70	29.17
d) Total Expenditure as percentage of Turnover	0.09	0.29

## 4. Technology absorption, adoption and innovation:

- The Company has adopted latest technology in the plant to maximize production, better quality, and to minimize consumption of energy.
- The Company has implemented its own Effluent Treatment Plant of latest technology.
- Technology imported during the year - Nil

## (C) FOREIGN EXCHANGE EARNING & OUTGO

- Total Foreign Exchange earned Rs. nil (previous year Rs. Nil)
- Total Foreign Currency used-Nil

## Directors' Responsibility Statement

Pursuant to the requirement under Section 217(2AA) of the Companies (Amendment) Act, 2000 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- in the preparation of the Annual Accounts, for the financial year ended March 31, 2011 the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- 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 as at March 31, 2011 and of the profit and loss of the Company for year under review;
- the director have taken proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and the Annual Accounts have been prepared on a going concern basis.

## LISTINGS

The shares of your company are currently listed with Bombay and Calcutta. Application for delisting with Calcutta Stock Exchanges are still pending and expected to be approved very soon.

## FIXED DEPOSITS

Your Company has not accepted any fixed deposits and, as such, no amount of principal or interest was outstanding as on the Balance Sheet date.

## INDUSTRIAL RELATIONS & HUMAN RELATIONS DEVELOPMENT

Human resources are the most important resource and your directors believe in to give them their due weightage for their crucial role-playing in the overall progress of the organization. The relationship between the management and the staffs/ workers has been comfortable and cordial during the year.

## ACKNOWLEDGEMENT

Your Directors take this opportunity to express their deep and sincere gratitude to all officers/ staffs/ workers, as team members, for their dedicated and sincere efforts and also to Bankers, creditors, suppliers and all concerned for showing their continued faith and extending their full and wholehearted support to our organization.

Your Directors would also like to express their gratitude to members for their trust and support.

By Order of the Board of Director  
For Indian Sucrose Limited

Place : Delhi Kunal Yadav D.P. Singh  
Date : 02-09-2011 (Managing Director) (Chairman)

## MANAGEMENT ANALYSIS AND PERCEPTION:

### 1. Industry Structure & Development:

Indian sugar industry is highly fragmented with organized and unorganized players. The unorganized players mainly produce Gur and Khandari, the less refined forms of sugar. The government had a controlling grip over the industry, which has slowly yet steadily given way to liberalization. The report provides comprehensive analysis about the structure of Indian sugar industry by explaining the above facets. Besides the classification of sugar products and by-products like molasses, their uses too have been extensively covered.

In 2008-09, Sugar Industry witnessed a dramatic change in Sugar cycle, with the reversal of high supply - low prices scenario. The year started with high sugar surplus, low prices and higher inventories. By the second half of the year it was clear that sugarcane planting and also its diversion reflecting falling production in the current and next sugar year, sugar prices firmed up in the second half of the year. The shift in the cropping pattern from cane to other crops and diversion to non – crystal sugar production resulted in lower cane and hence lower supply of sugar.

Credit rating agency, Fitch Ratings says the year 2011 will be a recovery phase for the Indian sugar sector, and expects the sector to have a stable outlook. Indian sugar companies financial profile will benefit from positive sugar margins as a result of lower sugarcane costs and stable sugar prices. Cash flows will also benefit from increased contribution from the sugar by-product businesses, namely distillery and co-generation operations. However, sugarcane availability and the regulated nature of the industry are key concerns that continue to weigh on the Indian sugar sector, and could impact the sector's outlook

This industry has the potential to be a leading player not only in the domestic markets but also in the international markets with several value-additions like clean power and ethanol.

The industry has the potential to do well if we have a conducive long-term sugar policy with minimal controls. If decontrolled, most of the sugar manufacturing companies will do well depending on the plant, managerial and administrative efficiency of the company.

### 2. Outlook:

The second revision of the world sugar balance in the 2010/11 (October/September) crop cycle by ISO puts world production at a record 168.045 mln tonnes, raw value, up 4.66% from the last season. Although ISO still expect a record high world sugar production, it has been revised downwards by 0.910 mln tonnes from their previous assessment in November, 2010. In contrast to output, world consumption has been revised marginally upwards and now is put at 167.849 mln tonnes. Consumption is expected to grow at 2.01%, slower than the 10-year average of 2.6%, due to historically high prices in both the world and domestic markets. After two seasons of large deficits, the stocks/consumption ratio had reduced to the lowest level for more than 20 years - since 1989/90. The ratio is expected to decrease further to 35.04% in 2010/11 from 35.73% in the previous season of a large deficit. Despite the downward revision of world production, export availability still covers projected import demand. The absence of a physical trade deficit may act to cap prices for the rest of 2010/11

season. The world export availability is put at 50.496 mln tonnes exceeding import demand estimated at 50.309 mln tonnes.

### 3. Risks, Threats and Opportunities:

#### Risks and Threat:

Sugar Industry in India primarily faces the following risks:

- a. Raw Material risk
  - b. Sugar Price risk
  - c. Regulatory risk
- Being an agro based industry, the Company's business is inextricably linked to the availability of raw material and its costs. The raw material of the Company is sugar cane. The Company has risk of Govt. policies in respect of cane availability, SAP & cane area allocation. Sugar cane availability is primarily determined by the relative's area under cane, the cane yield and the proportion to cane that to crush by the mill out of the total cane available (drawl). Area under cane is determined primarily by (he relative attractiveness of carte vis a vis other crops and timely payments. These factors are largely not within the control of the company. The company has sought to mitigate raw material availability risk by timely Payment to farmers.
  - Sugar prices exhibit volatility and dependence upon the demand and supply and business cycle conditions and are not controlled by any single player due to the fragmented nature of the industry. Prices rate also affected by the sales avocations made by the Government on a monthly basis as well as stocks held by the mills. The company has a defiled system of monitoring prices as the booking of orders in order to mitigate price volatility and Optimize returns.
  - Uncertainties in Government policies and regulations governing sugar industry in India continue to pose a serious risk to the sugar industry. By successive interventions of the Governments in areas of sugarcane and sugar, particularly their pricing and distribution, sugar mills may become uncompetitive at the bottom end of the business cycle. This is a systemic risk and cannot be alleviated unless the Government completely decontrols the sugar industry.

#### Opportunities:

- The Central Government, in June, 2011 has allowed export of 5 Lac tones of raw whit/refined sugar under Open general License (OGL) in addition to 5 lac tones allowed earlier in March/April, 2011.
- The decision to allow export of sugar has been taken keeping in view the sugar stocks in the country, the estimated domestic consumption, the initial estimates about the sugarcane planting for the ensuing sugar season and the domestic price of sugar.
- The domestic retail prices of sugar are currently stable. Besides, the Government had also permitted export of sugar against Advance Authorization Scheme, exports to neighboring countries and against preferential quota of European Union and USA to the tune of about 11.23 lac tones.

### 4. Segment wise Performance:

Your Company is having only one business segment i.e. manufacture white crystal sugar.

## 5. Internal Control Systems and their adequacy:

Your company maintains adequate Internal Control Systems designed to provide reasonable assurance that assets are safeguarded, transaction are executed in accordance with management authorization and are properly recorded and accounting records are adequate for preparation of financial statements and information. A comprehensive system of Internal Controls employed by the company ensures optimal use of the resources available at its disposal. Internal Audit and checks are on going process within the Company. The Audit Committee of the Board, headed by an independent non-executive director, is in place to review the internal controls and other financial systems. The internal control system of the Company is monitored and evaluated by independent internal auditors and their reports are periodically reviewed by the Audit Committee. The observations and comments of the Audit Committee are appraised to the Board.

The internal auditors look into various areas of the company with following broad objectives:

- To ensure critical examination of reasons with a view to trouble shooting of the problems that may arise due to shortcomings in systems and procedures.
- To review systems and procedures in purchase, capital investments and routine operations.
- To identify shortcomings that may adversely affect the company's operations and profitability.
- To ensure the compliance of Company policies and procedures.
- To identify non-performing assets and suggest the procedure for its disposal.
- Any other assignment provided by the management.

## 6. Human Resources and No. of employees employed:

The Company believes that its experienced and skilled manpower is the biggest strength for meeting the challenges of changing business environment. Organisations differ in

their ability to harness the full potential of their employees to the creative pursuit of attaining excellence. The attract, retain and motivate the best talent, the company believes in empowering its employees. The company continues to enjoy a cordial and harmonious relationship with its employees. We believe, its is our people along who provide us with the greatest sustainable and competitive advantage. The basic HR philosophy of the company revolves around commitment to create an organization that futures talents and enterprise of its people. Your Company's employees fully identify with your Company's vision end business goals. Training needs are identified in a systematic manner and regular training programmes are being organised to develop the knowledge and skill levels of the employees. Since the industry is of seasonal nature, hence during season time (from November to April) skilled contractual labour is also hired. Total number of employees (including contractual labour) as on 30th June 2010 was 202.

## 7. Industrial Relations:

The management and the workers in the Company maintain cordial and harmonious relations - unanimous in their belief that they have one common objective sustainable success of the Company. All areas concerning employee's involvement safety, health and training development elicits their unqualified participation.

## 8. Cautionary Statement:

Statement in the Management Discussion and Analysis report disrobing the company's objectives, projections, estimates and expectations may be 'forward looking' statements within the meaning of applicable laws and regulations and futuristic in nature. However actual results might differ from those earlier expressed or implied. Such statements represent intentions of the management and the efforts put in to realise certain goals. The success in realising these depends on various factors both internal and external. Investors, therefore, are advised to make their own judgments before taking any investment decisions.

## REPORT ON CORPORATE GOVERNANCE

### REPORT & OVERVIEW

#### Company's philosophy on Code of Governance

Effective Corporate Governance is the manifestation of professional beliefs and values, which configures the organizational values, credo and action of its employees. Transparency and Accountability are the fundamental principle to sound Corporate Governance which ensures that the origination is managed and monitored in a responsible manner for 'creating and sharing value'.

Indian Sucrose Limited believes that there is a need to view corporate governance as more than just regulatory requirements as there exist a fundamental link with the organization of business, corporate responsibility and shareholder wealth maximization. Therefore, Your Company articulating a multi-stakeholder model (including shareholder value) of accountability that will manage the symbolic relationship between the various stakeholders. This approach will be central to the day-to-day functioning of your Bank and in implementation of its business strategy.

#### Code of Ethics

The Board of directors has approved and implemented a Code of Conduct and Ethics for the Board of Directors and Senior Management. The Confirmation from the Managing Director regarding compliance with the code by all the Directors and senior management.

#### Prevention of Insider Trading

The Company has instituted a comprehensive code of conduct for prevention of insider trading in accordance with the requirements of SEBI (Prohibition of Insider Trading) Regulation, 1992.

#### Board of Directors

Your Company has a broad based Board of Directors, constituted in compliance with the Companies Act, Listing Agreement with the stock exchange(s) and in accordance with best practices in corporate Governance. The Board functions either as a full Board or through various Committees Constituted to oversee specific areas. Policy formulation, setting up of goal and evaluation of performance and control function vest with the Board.

Sh.D.P.Singh is the Executive Chairman of the Board. The Committees have oversight of operational issues assigned to them by them by the Board.

Ten Board meeting were held during the Financial Year ended March 31, 2011 on the following dates: April 10, 2010, May 30, 2010, June 15, 2010, August 14, 2010, September 15, 2010, November 14, 2010, December 4, 2010, January 15, 2011, February 14, 2011 and March 31, 2011. The name of the members of the Board, their status, their attendance at the Board Meeting and the last Annual General Meeting (AGM), number of the other Directorship and Committee membership/Chairmanship of each Director are as under:

Name of Director	Board meeting attended during the year	Attendance at the Last AGM	Number of other Directorships		Number of committee memberships in other Companies
			Of Indian public limited Companies	Of other companies	
<b>Whole time Director</b>					
Sh. D.P.Singh	5	YES	5	4	—
<b>Managing Director</b>					
Sh. Kunal Yadav	7	YES	5	15	—
<b>Independent Director</b>					
Sh. Pawan Dewan	5	YES	2	—	—
Sh. Sheoraj Singh Ahlawat	4	YES	2	—	—
<b>Non-Executive Director</b>					
Sh. Jitender Singh	6	YES	2	3	—

#### Audit & Compliance Committee

##### Terms of Reference

The term of reference of the Audit & Compliance Committee include providing direction and oversight to the total audit function in the company, recommending appointment and removal of statutory/internal Auditors and fixing their remuneration, review of results/financial statement (quarterly, half yearly, annual) before submission to the Board, review of the adequacy of internal control system and the internal audit function, review of compliance, review of the finding of internal investigations, discussion on the scope of audit with external auditors and examination of reasons for substantial defaults.





# INDIAN SUCROSE LIMITED

## Composition

The Audit & Compliance Committee comprises of three Directors, out of which two are Independent Directors. The Committee chaired by Sh. Pawan Dewan, Independent Director. Four meeting were held during the financial Year ended March 31, 2011. The Composition and attendance details are given below:

Name of the members	No. of meetings attended
Sh. Pawan Dewan	4
Sh. Sheoraj Singh	4
Sh. Kunal Yadav	4

## Board Remuneration Committee

### Terms of Reference

The term of reference of the Board Remuneration Committee includes reviewing the Company's overall compensation structure and related policies with a view to attract, motivate and retain employees and review compensation levels vis-à-vis other Companies and Industry in general, to determine the company's policies on remuneration packages payable to the directors including performance/achievement bonus, perquisites, retrials, sitting fee, etc., consider grant of Stock option to employees. The Committee also functions as the Compensation Committee as prescribed under the SEBI (Employee Stock Option Scheme and Employee stock purchase Scheme) guideline, 1999 and is authorized to allot shares pursuant to exercise of Stock options by employees.

### Composition

The Board Remuneration Committee comprises of three members. One meeting was held during the financial Year ended March 31, 2011. The composition of the remuneration committee is as follows:

Sh. Sheoraj Singh Ahlawat	Independent	Chairman
Sh. Jitender Singh	Independent	Member
Sh. Pawan Dewan	Independent	Member

## Remuneration Policy

Your Company's Remuneration Policy is to Position its pay structure competitively in relation to the market to be able to attract and retain critical talent. The compensation strategy clearly endeavors to differentiate performance significantly and link the same with quality and quantum of rewards. Your Company would also strive to create long-term wealth creation opportunities through Stock Option Schemes.

### Remuneration of Directors

The Managing Director is paid remuneration as recommended by the Board Remuneration Committee and approved by the Board of Directors and shareholders.

The Executive Chairman is paid remuneration as recommended by the Board Remuneration Committee and approved by the Board of Directors and shareholders.

The Non-Executive Director is paid remuneration as recommended by the Managing Director, Board Remuneration Committee and approved by the Board of Directors and shareholders.

Independent Directors are paid sitting fees of Rs.1520/- for attending each meeting of the Board of Directors and any committee

of Directors. During the financial Year ended March 31, 2011 the company paid Rs.76000/= to the Independent Directors.

The Shareholders/Investors Grievance/Share transfer Committee

The composition of Share holders/investors Grievance/Share Transfer Committee is as follows:-

Sh. Sheoraj Singh Ahlawat	Independent	Chairman
Sh. Pawan Dewan	Independent	Member
Sh. Kunal Yadav	Managing Director	Member

The Company has its in House Share Transfer department, at Regd. Office of the company, G. T. Road, Mukerian. M/s MCS Ltd., New Delhi is acting as Registrar for Electronic connectivity with NSDL & CDSL for the dematerialization of its shares. The power to approve Share Transfer/Share Transmission is given to the Committee, which meet at the end of every month. The powers to sign the share transfer duly registered, and to confirm the dematerialization requests, are given to the whole time Directors/Company Secretary/officers of the company. During the year under review, all the complaints received have been redressed. There is no share transfer application pending for registration for more than 30 days, except those cases where notices were required to be sent to registered holders, due to their objection lodged with the Company and Bad deliveries as per SEBI Guidelines in this regard.

### General Body Meetings

Location and time of the previous Annual General Meeting(s)

Annual General Meetings (In last three years)	Date	Venue	Time	Special Resolution Passed
2008	Sept. 30, 2008	at G.T.Road, Mukerian, Distt. Hoshiarpur, Punjab.	11.00 A.M	Yes
2009	Sept. 30, 2009		11.00 A.M	No
2010	Sept. 30, 2010		11.00 A.M	Yes

### Disclosures

During the Financial Year ended March31, 2011:

There was no materially significant related party transactions with the Directors that have a potential conflict with the interests of the Company.

The related party transactions have been disclosed in the notes to accounts forming part of the annual financial statements.

There were no instances of non-compliance by Company, penalties, strictures imposed by Stock Exchange and SEBI on any matter related to capital markets, since the incorporation of the Company.

The company has adhered to all the mandatory requirements of Corporate Governance norms as prescribed by the clause 49 of on the Listing Agreement to the extent applicable to the Company.

### Means of Communication

Quarterly Results are communicated through newspaper advertisement.

The results are generally published in the The Financial Express (English), Jansatta (Hindi)



## General Shareholders Information

Day, Date, Time and Venue of the Annual General Meeting	Friday, September 30, 2011, 11:00A.M., Regd.Off. & work at Mukerian
Financial Year	April 1,2010 to March 31, 2011
Date of Book Closure	Sept. 26, 2011 to Sept. 30, 2011 (Both days inclusive)
Dividend Payment Date	N.A.
Listing on Stock Exchanges	1. Bombay Stock Exchange Limited 2. Calcutta Stock Exchange Asso.Ltd* * The Delisting Application made by the Company is pending with these Stock Exchanges. Listing fee to Mumbai have been paid till 31st March, 2011.
Stock Code	BSE: 500319

Distribution of Shareholding as on March 31, 2011

### DISTRIBUTION SCHEDULE AS ON 31.03.2011

Equity Shares      Nominal Value of Each Share/Unit Rs.10/-

Numbers Of Share-Holders	% of Total	Share Holding of Nominal Value of Rs.	No. of Shares	Amount in Rs.	% to Total
19892	94.18	Up to 5000	3545693	35456930	22.93
735	3.48	5001 to 10000	587436	5874360	3.80
241	1.14	10001 to 20000	365240	3652400	2.36
93	0.44	20001 to 30000	2339410	2339410	1.51
41	0.19	30001 to 40000	149070	1490700	0.96
33	0.16	40001 to 50000	155043	1550430	1.00
45	0.21	50001 to 100000	320013	3200130	2.07
41	0.19	100001 and above	10105371	101053710	65.36
21121	100.00	Total	15461807	154618070	100.00

## Shareholding Pattern as on March 31, 2011

Sl. No.	Shareholders	No. of Shares	% age
1.	Promoters & Associate Companies	91, 10,907	58.93
2.	Financial Institutions	—	—
3.	Bodies Corporate other than as said above	7,66,107	4.95
4.	Mutual Funds	101	—
5.	NRI's	9,26,641	5.99
6.	Individuals (Indian Public)	46,58,051	30.13
		1, 54, 61,807	100.00

### Dematerialization of Equity Shares and Liquidity

The Company shares are currently traded only in dematerialized forms. To facilitate trading in dematerialized form, there are two depositories i.e. NSDL & CDSL. The Company has entered into tripartite agreements with both these depositories. The shareholders can open account with any of Depository Participants registered with any of these depositories. None of the company's share is under lock in period for any purpose.

### Plant Location (Manufacturing Unit)

G.T. Road, Mukerian  
Distt. Hoshiarpur (Pb.)-144211

- **Item / Products** White Crystal Sugar
- **By products** Molasses and Bagasse

### \*Address for Correspondence:

For matters related to Shares/Queries/Demat/Transfer/Transmission request:

Regd. Office & Works Indian Sucrose Limited,  
G.T. Road, Mukerian  
Distt. Hoshiarpur (Pb.) - 144211  
Ph. No. 01883-249002-5  
Fax.-244532  
Email: - islcare@yahoo.co.in

The above report has been placed before the Board in its meeting held on 02.09.2011 and the same was approved.

By Order of the Board of Director  
For **Indian Sucrose Limited**

Place : Delhi      Kunal Yadav      D.P. Singh  
Date : 02-09-2011      (Managing Director)      (Chairman)