



**K.C.P. SUGAR AND INDUSTRIES
CORPORATION LIMITED**

CIN: L15421TN1995PLC033198

**Twenty Eighth Annual Report
2022 – 2023**

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Board of Directors**WHOLE-TIME DIRECTORS****DIN**

Mr.Vinod R. Sethi	Executive Chairman	00106598
Ms.Irmgard Velagapudi	Managing Director	00091370
Ms.Kiran Velagapudi	Executive Director	00091466

NON WHOLE-TIME DIRECTORS**DIN**

Dr.Vithal Rajan	Independent Director	00021571
Mr.M.S.V.M.Rao	Independent Director	00432640
Mr.Pratap K. Moturi	Independent Director	00020630
Mr.K.R.Adivarahan	Independent Director	00019844

Committees of Board of Directors

Audit Committee	Nomination and Remuneration Committee	Stakeholders Relationship Committee	CSR Committee
Chairman Mr.M.S.V.M.Rao Members Mr.Vinod R.Sethi Dr.Vithal Rajan Mr.Pratap K.Moturi Mr.K.R.Adivarahan	Chairman Dr.Vithal Rajan Members Mr.Vinod R.Sethi Mr.K.R.Adivarahan Mr.Pratap K.Moturi	Chairman Mr.K.R.Adivarahan Members Ms.Irmgard Velagapudi Ms.Kiran Velagapudi	Chairman Ms.Irmgard Velagapudi Members Mr.Vinod R.Sethi Mr.M.S.V.M. Rao Mr.K.R.Adivarahan

Registered and Corporate Office

'Ramakrishna Buildings',
No.239, Anna Salai, Chennai - 600 006.
Tel : 044 - 28555171 to 76
e-mail : secretarial@kcpsugar.com
Website: www.kcpsugar.com

Date of Incorporation**11/10/1995****Plant Location****Vuyyuru, Krishna District, Andhra Pradesh**

Sugar, Incidental Cogeneration Power, Industrial Alcohol,
Ethanol, Bio-Fertilizers, Carbon dioxide and Calcium Lactate

Lakshmipuram, Krishna District, Andhra Pradesh

Processing of Urad Dal

SIDCO Industrial Estate, Thuvakudi, Trichy, Tamil Nadu

Manufacture, Machining and Assembly of Fabricated
Products in Ferrous and Non - Ferrous materials

Subsidiaries

- 1. The Eimco – K.C.P. Limited**
- 2. KCP Sugars Agricultural Research Farms Limited**

Bankers	State Bank of India ICICI Bank Limited Axis Bank Limited CTBC Bank Co., Ltd., HDFC Bank Limited Kotak Mahindra Bank Limited
Chief Financial Officer	Mr.K.Panneer Selvan
Company Secretary and Compliance Officer	Mr.Aravindkumar.V
Statutory Auditor	M/s.B.Purushottam & Co, (FRN: 002808S) Chartered Accountants, No.59, Vijaya Raghava Road, Parthasarathi Puram, T.Nagar, Chennai - 600 017.
Cost Auditor	M/s.SRR & Associates (FRN: 000992) Cost Accountants, No.20, Valluvar Street, 2 nd Floor, Thiru Nagar, Jafferkhanpet, Chennai - 600 083.
Secretarial Auditor	Ms.Rajashree Santhanam (M.No.: F10367) Practising Company Secretary, B - 1102, Metrozone, 44 Pillaiyar Koil Street, Anna Nagar, Chennai 600 040.
Internal Auditor	M/s.G.Natesan & Co. (FRN : 002424S) Chartered Accountants, No.7/1, Champak Mahal, 4 th Street, Abiramapuram, Chennai - 600 018.
Registrar to Deposits	Being handled In-House at the Registered Office of the Company
Share Transfer Agent and Depository Registrar	Integrated Registry Management Services Private Limited 2 nd Floor, 'Kences Towers', No.1, Ramakrishna Street, T.Nagar, Chennai - 600 017 Tel : 044 - 28140801 to 03 Fax : 044 - 28142479 e-mail: corpserv@integratedindia.in

Particulars	Year Ended							Amount in Lakhs (except Ratios)		
	31.03.2023	31.03.2022	31.03.2021	31.03.2020	31.03.2019	31.03.2018	31.03.2017	31.03.2016	31.03.2015	31.03.2014
Share Capital	1133.85	1133.85	1133.85	1133.85	1133.85	1133.85	1133.85	1133.85	1133.85	1133.85
Reserves and Surplus	30420.05	25596.67	25902.58	24054.55	25290.02	24372.21	24769.55	20818.26	20283.62	22427.96
Net Worth	31553.90	26730.52	27036.43	25188.40	26423.87	25506.06	25903.40	21952.11	21417.47	23561.81
Fixed Assets (Net)	8919.74	8632.92	8723.69	8598.51	9171.14	9384.20	10135.12	9879.55	10713.37	11318.80
Gross Income	28678.52	28264.48	34415.40	36577.37	33060.10	38771.27	46290.34	39917.43	41645.59	35716.56
Gross Profit / (Loss)	7765.75	2131.49	4132.21	1159.50	5247.23	1600.03	9035.27	2587.97	(1301.80)	4892.66
Depreciation	497.92	475.78	588.50	739.49	827.38	894.06	918.32	1025.50	1031.07	1109.40
Finance Cost	1360.79	1915.63	2387.32	2148.91	1863.78	1440.73	1128.40	684.45	421.38	455.47
Profit / (Loss) before Tax	5907.04	(259.92)	1156.39	(1728.90)	2556.07	(734.76)	6988.55	878.02	(2754.25)	3327.79
Profit / (Loss) after Tax	4953.47	(174.09)	1916.36	(1115.07)	1019.94	836.53	5488.75	875.81	(1617.00)	2766.45
Other Comprehensive Income	(16.71)	(18.43)	45.04	16.29	34.57	(5.66)	(1.72)	Indian Accounting Standards (Ind AS) was adopted from the F.Y. 2017 - 2018		
Total Comprehensive Income	4936.76	(192.52)	1961.41	(1098.78)	1054.51	830.87	5487.03			
Earnings per Share (Rs.)	4.37	(0.15)	1.73	(0.97)	0.90	0.73	4.84	0.77	(1.43)	2.44
Cash Earnings per Share (Rs.)	4.81	0.27	2.25	(0.32)	1.63	1.52	5.65	1.68	(0.52)	3.42
Book Value per Share (Rs.)	27.83	23.57	23.84	22.21	23.30	22.50	21.08	19.36	19.01	20.78
Dividend on Equity %	20.00	10.00	10.00	10.00	10.00	10.00	90.00	25.00	10.00	85.00
Debt Equity Ratio	0.15	0.27	0.34	0.31	0.18	0.16	0.19	0.21	0.26	0.21

SEASON WISE CANE CRUSHED, SUGAR BAGGED AND RECOVERY

SEASON	2022 - 23	2021 - 22	2020 - 21	2019 - 20	2018 - 19	2017 - 18	2016 - 17	2015 - 16	2014 - 15	2013 - 14
Aggregate Cane Crushed (in MTS)	468743	421199	411324	705446	1182414	891450	647190	1183340	1103513	1088782
Aggregate Sugar Bagged (in QTLS)	422757	387796	380990	641239	1126728	844273	587981	1107133	1024720	1095938
Average Recovery (%)	9.02	9.22	9.27	9.09	9.53	9.47	9.09	9.36	9.29	10.07



secretarial@kcpsugar.com
www.kcpsugar.com

K.C.P.Sugar and Industries Corporation Limited

CIN: L15421TN1995PLC033198

'Ramakrishna Buildings',

No.239, Anna Salai,

Chennai - 600 006.

May 29, 2023

Dear Member,

We trust that you are keeping safe and healthy, greetings and good wishes to you.

In light of enabling notifications of Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), for Conduct of Annual General Meeting through Video Conferencing, You are cordially invited to attend the 28th Annual General Meeting of the Company to be held on Wednesday, the 27th Day of September, 2023 at 11 AM through Video Conferencing.

In this scenario, we pledge to ensure that the rights of shareholders are duly protected.

Annual Report for the Financial Year 2022 - 2023, inter-alia, containing Notice of Annual General Meeting and Audited Financial Statements, Directors' Report and Auditor's Report, is attached hereto.

Stay Safe. Stay Healthy.

Wish you a healthy way ahead.

Very truly yours,

VINOD R.SETHI

EXECUTIVE CHAIRMAN

DIN: 00106598

NOTICE is hereby given that the **TWENTY EIGHTH ANNUAL GENERAL MEETING** of K.C.P.Sugar and Industries Corporation Limited will be held through Video Conferencing / Other Audio Visual Means ("OAVM ") on Wednesday, the 27th Day of September, 2023 at 11 A.M (IST) to transact the following businesses:

ORDINARY BUSINESS:

1. **To Receive, Consider and Adopt the Audited Standalone Financial Statements along with Audited Consolidated Financial Statements of the Company and its Subsidiaries for the Financial Year ended 31/03/2023 together with the Reports of Auditor and Board of Directors thereon:**

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

"RESOLVED THAT the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of the Company and its Subsidiaries for the Financial Year Ended 31/03/2023 and the reports of the Auditor and Board of Directors thereon laid before this meeting, be and are hereby approved and adopted".

2. **To Declare Dividend at the rate of 20% on the face value of the Equity Shares of the Company:**

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

"RESOLVED THAT pursuant to the recommendation made by the Board of Directors of the Company and subject to provisions of Section 123 of the Companies Act, 2013, a dividend of Rs. 0.20 per share be and is hereby declared for the Financial Year ended 31/03/2023 and be paid to the Equity Shareholders of the Company whose name appear in the Register of Members / Register of Beneficial Owners, as the case may be, for this purpose, as on 20/09/2023".

"RESOLVED FURTHER THAT dividend shall be paid within 30 days from the date of declaration thereof to all the Shareholders who are entitled to receive the dividend".

3. **To Appoint a Director, in the place of Mr.Vinod R.Sethi (DIN:00106598) who retires by rotation and being eligible, offers himself for reappointment:**

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

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr.Vinod R.Sethi (DIN:00106598) who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation".

SPECIAL BUSINESS:**4. Remuneration to Cost Auditor:**

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

“RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of a sum of Rs.2,00,000/- (Rupees Two Lakhs Only), exclusive of applicable GST and reimbursement of travel and out of pocket expenses, payable to M/s.SRR & Associates, Cost Accountants, Chennai (FRN : 000992), for conducting Cost Audit for the financial year ending 31/03/2024, as approved by the Board of Directors based on the recommendation of Audit Committee, be and is hereby ratified”.

// BY ORDER OF THE BOARD //

Place : Chennai

Date : 29/05/2023

**VINOD R.SETHI
EXECUTIVE CHAIRMAN
DIN: 00106598**

I. General Instructions & Information:

1. The Statement setting out the material facts concerning the item of special business to be transacted at the Annual General Meeting, in terms of Section 102 of the Companies Act, 2013, is enclosed hereto. Relevant documents as referred to in the Notice of Annual General Meeting and the said Statement will be available for online inspection at the Website of the Company till the conclusion of the Annual General Meeting. For online inspection, go to / click on the following Website Link: www.kcpsugar.com.
2. In view of the General Circular No. 02/2022 dated 5th May, 2022, 11/2022 dated 28th December 2022 issued by the Ministry of Corporate Affairs (MCA) and in compliance with the provisions of the Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") including any statutory modification(s) or re-enactment thereof physical attendance of the Members at the AGM venue is not required and the AGM can be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate at the ensuing AGM through VC / OAVM.
3. The relevant details, pursuant to Regulations 26 (4) and 36 (3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment at this AGM is annexed.
4. Pursuant to the General Circular No. 02/2022 dated 5th May, 2022, issued by the Ministry of Corporate Affairs (MCA), the facility to appoint proxy to attend and cast vote on behalf of the members is not applicable for this 28th AGM. Hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC / OAVM and participate thereat and cast their votes through e-Voting.
5. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend AGM without restriction on account of first come first served basis.
6. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution / Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution / Authorization shall be sent to the Scrutinizer by email through its registered email address to rajashrees66@gmail.com / secretarial@kcpsugar.com, with a copy marked to evoting@nsdl.co.in.
7. In compliance with the aforesaid MCA Circulars dated 5 May, 2022, Notice of the 28th AGM along with the Annual Report 2022 - 2023 is being sent only through electronic mode to those Members whose email addresses are registered with the Company / Depositories as on **Friday, 25/08/2023**. Members may note that the Notice and Annual Report 2022 - 2023 will also be available on the Company's website www.kcpsugar.com and website of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL www.evoting.nsdl.com.
8. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
9. Dividend on Equity Shares of the Company, as recommended by the Board, if approved by the Shareholders at the Annual General Meeting will be paid within 30 days from the date of declaration of dividend to those Members whose names appear in the Register of Members / Register of Beneficial Owners, as the case may be, on **Wednesday, 20/09/2023**, the Cut-off Date.

10. Members are requested to register / update their bank account details with the Registrar of the Company (if shares are held in physical form) or their respective Depository Participant (if shares are held in demat form) for the purpose of payment of dividend through NECS. Members may note that NECS system provides instantaneous credit to the Members' bank account, protects against fraudulent interception and encashment of demand draft and provides relief against loss or damage of demand draft in transit.
11. Tax will be deducted at Source as per applicable law on payment of Dividend. Taxability of dividend in the hands of recipients is as per extant applicable law.
12. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members holding shares in electronic form are requested to advise change of their address to their Depository Participants. Members are also advised not to leave their demat account(s) dormant for a long period. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant of securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / Share transfer Agent and Depository Participant.
14. Members holding shares in physical form, in their own interest, are requested to dematerialize the shares to avail the benefits of electronic holding / trading.
15. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DP's in case the shares are held by them in electronic form to their Depositories.
16. Members, holding shares in physical form, are requested to notify / send the following to the Registrar and Share Transfer Agent (M/s. Integrated Registry Management Services Private Limited) of the Company: -
 - a) any change in their address / bank mandate.
 - b) particulars of their bank account, in case they have not been sent earlier.
 - c) nomination in Form SH-13, in duplicate, as provided under Section 72 of the Companies Act, 2013, in case they have not been sent earlier.
 - d) share certificate(s) held in multiple accounts in identical names or joint accounts in the same order of names, for consolidation of such shareholdings into one account.
17. In terms of Section 124 (6) of the Companies Act, 2013 read with Investor Education and Protection Fund (IEPF) Authority (Accounting, Audit, Transfer and Refund) Amendment Rules 2017 ("the Rules"), the Company is required to transfer the shares, in respect of which the dividend remains unpaid or unclaimed for a period of seven consequent years to the IEPF account established by the Central Government.

Any person whose shares have been transferred to the Fund, may claim the shares from the authority by submitting an online Application form IEPF-5 available on the website www.iepf.gov.in and after making an application in form IEPF-5, send the same duly signed along with requisite documents to the Company for verification of the claim.

Members may please note that unpaid or unclaimed dividend which was declared for the Financial Year ended 31/03/2016 is liable to be transferred to IEPF on or before 27/10/2023 and given below are the information for the respective and subsequent years: