

DCS-CRD BSE Limited First Floor, New Trade Wing, Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 023 Stock Code: 500032	National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor Plot No. C/1, 'G' Block Bandra- Kurla Complex Bandra East Mumbai 400 051 Stock Code: BAJAJHIND
--	--

Dear Sirs,

Re: Outcome of the Board Meeting held on June 29, 2020 – Audited Annual Financial Results

We would like to inform that, at its meeting held today i.e. June 29, 2020 (commenced at 11.30 A.M. and concluded at 4.50 P.M.), the Board of Directors of the Company has, *inter alia*: -

1. Approved the Annual Financial Statements (Standalone and Consolidated) for the financial year ended March 31, 2020;
2. Approved the Annual Audited (Standalone and Consolidated) Financial Results for the quarter and financial year ended March 31, 2020.

The Board did not recommend any Dividend for the financial year ended March 31, 2020.

Pursuant to the provisions of Regulation 33 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015, we enclose herewith the following:

- a. Statement of Annual Audited (Standalone and Consolidated) Financial Results for the quarter and financial year ended March 31, 2020;
- b. Auditors Reports on the aforesaid Annual Audited Financial Results - Standalone and Consolidated;
- c. Statement on Impact of Audit qualifications on Standalone & Consolidated Financial Statements.

Pursuant to the Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/48 dated March 26, 2020 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 granting relaxation from the provisions of Regulation 47 of the SEBI Regulations for all the events scheduled till June 30, 2020. Accordingly, the extract of the Audited Financial Results (Standalone and Consolidated) for the quarter and year ended March 31, 2020 will not be published in the newspapers. The same will be available on Company's website at: www.bajajhindusthan.com.

The same may please be taken on record and suitably disseminated to all concerned.

Thanking you,

Yours faithfully,
For Bajaj Hindusthan Sugar Limited



Kausik Adhikari
Company Secretary
(Membership No. ACS 18556)



bajaj SUGAR

Bajaj Hindusthan Sugar Ltd.

CIN: L15420UP1931PLC065243

Regd. Office: Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh- 262802

Tel.:+91-5876-233754/577/8, 233403, Fax:+91-5876-233401, Website:www.bajajhindusthan.com

STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020

₹(crore)

Sl. No.	Particulars	Standalone				
		3 Months ended	Preceding 3 Months ended	Corresponding 3 Months ended	Current year ended	Previous year ended
		31.03.2020	31.12.2019	31.03.2019	31.03.2020	31.03.2019
		Audited	Unaudited	Audited	Audited	Audited
1.	Income					
	(a) Revenue from operations	1,861.94	1,722.78	2,126.86	6,665.60	6,803.82
	(b) Other income	2.21	2.47	37.19	11.01	163.61
	Total Income	1,864.15	1,725.25	2,164.05	6,676.61	6,967.43
2.	Expenses					
	a) Cost of materials consumed	2,928.12	1,773.79	2,937.43	5,363.34	5,658.63
	b) Changes in inventories of finished goods, by-products and work-in-progress	(1,550.65)	(332.44)	(1,378.82)	60.17	106.42
	c) Employee benefits expense	99.84	71.19	88.37	299.11	274.77
	d) Finance costs	66.20	76.92	76.15	300.75	321.78
	e) Depreciation and amortisation expense	53.62	54.27	58.16	215.87	211.33
	f) Other expenses	162.93	127.07	138.86	484.39	460.84
	Total expenses	1,760.06	1,770.80	1,920.15	6,723.63	7,033.77
3.	Profit/ (Loss) before exceptional items and tax (1-2)	104.09	(45.55)	243.90	(47.02)	(66.34)
4.	Exceptional items provision for diminution in the value of investment and loans & advances	60.71	-	-	60.71	-
5.	Profit/(Loss) before tax (3-4)	43.38	(45.55)	243.90	(107.73)	(66.34)
6.	Tax expense	(2.36)	-	(2.31)	(2.36)	(2.26)
7.	Net Profit / (Loss) for the period after tax (5-6)	45.74	(45.55)	246.21	(105.37)	(64.08)
8.	Other comprehensive income (net of tax)	(43.83)	-	(27.52)	(43.83)	(27.52)
9.	Total comprehensive income for the period comprising profit/ (loss) for the period (after tax) and other comprehensive income (after tax) (7+8)	1.91	(45.55)	218.69	(149.20)	(91.60)
10.	Paid-up equity share capital (Face Value - Re.1/- per share)	113.36	113.36	113.36	113.36	113.36
11.	Other equity	NA	NA	NA	3,144.21	3,294.98
12.	Earnings per share (EPS) (of Re.1/- each) (not annualised)					
	(a) Basic (Rs. Per share)	0.41	(0.41)	2.24	(0.96)	(0.58)
	(b) Diluted (Rs. Per share)	0.41	(0.41)	2.24	(0.96)	(0.58)
	See accompanying notes to the Financial Results					

Contd.2...



AUDITED STANDALONE SEGMENT-WISE REVENUE, RESULTS, ASSETS AND LIABILITIES FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020
₹(crore)

Sl. No.	Particulars	Standalone				
		3 Months ended 31.03.2020	Preceding 3 Months ended 31.12.2019	Corresponding 3 Months ended 31.03.2019	Current year ended 31.03.2020	Previous year ended 31.03.2019
		Audited	Unaudited	Audited	Audited	Audited
1.	Segment Revenue					
	a. Sugar	2,226.77	1,940.74	2,372.09	7,180.11	7,035.00
	b. Distillery	46.29	22.13	121.96	275.92	524.95
	c. Power	532.83	310.44	639.02	1,002.81	1,265.65
	d. Others	1.90	1.91	1.98	7.63	7.73
	Total	2,807.79	2,275.22	3,135.05	8,466.47	8,833.33
	Less: Inter-segment revenue	945.85	552.44	1,008.19	1,800.87	2,029.51
	Revenue from operations	1,861.94	1,722.78	2,126.86	6,665.60	6,803.82
2.	Segment Results (Profit/Loss) before tax and interest)					
	a. Sugar	143.93	32.98	88.00	189.31	(338.22)
	b. Distillery	(19.71)	(17.15)	60.65	59.56	263.53
	c. Power	66.25	22.31	150.37	50.43	225.98
	d. Others	(1.19)	(1.17)	(0.56)	(4.79)	(4.14)
	Total	189.28	36.97	298.46	294.51	147.15
	Less: (i) Finance costs	(66.20)	(76.92)	(76.15)	(300.75)	(321.78)
	(ii) Interest Income	0.24	0.09	36.67	0.91	148.08
	(iii) Other Un-allocable Income net off Un-allocable Expenditure	(79.94)	(5.69)	(15.08)	(102.40)	(39.79)
	Total Profit / (Loss) before Tax	43.38	(45.55)	243.90	(107.73)	(66.34)
3.	Segment Assets					
	a. Sugar	8,569.88	7,017.75	8,675.00	8,569.88	8,675.00
	b. Distillery	889.27	870.60	876.54	889.27	876.54
	c. Power	1,188.43	1,156.27	1,247.86	1,188.43	1,247.86
	d. Others	203.98	205.34	207.92	203.98	207.92
	e. Unallocated	3,257.74	3,352.27	3,398.38	3,257.74	3,398.38
	Total	14,089.30	12,602.23	14,405.70	14,089.30	14,405.70
4.	Segment Liabilities					
	a. Sugar	4,406.68	2,928.79	4,162.62	4,406.68	4,162.62
	b. Distillery	29.69	25.68	29.16	29.69	29.16
	c. Power	5.61	1.53	3.00	5.61	3.00
	d. Others	0.54	0.89	0.56	0.54	0.56
	e. Unallocated	6,392.52	6,392.85	6,805.31	6,392.52	6,805.31
	Total	10,835.02	9,349.74	11,000.65	10,835.02	11,000.65

Contd.3....



Notes:

1. Statement of assets and liabilities as at March 31, 2020 is provided below:-

₹(crore)

Particulars	Standalone	
	As at	As at
	31.03.2020	31.03.2019
	Audited	Audited
ASSETS		
Non-current assets		
Property, plant and equipment	7,178.15	7,390.08
Right of use assets	9.44	-
Capital work in progress	43.07	16.56
Other intangible assets	0.00	0.00
Financial assets :		
Investments	191.68	251.27
Other non-current financial assets	2.07	3.99
Other non-current assets	14.14	12.97
Sub-total- Non-current assets	7,438.55	7,674.87
Current assets		
Inventories	2,711.39	2,764.98
Financial assets :		
Current investments	770.13	770.13
Trade receivables	173.18	206.05
Cash and cash equivalents	100.69	48.10
Bank balances	10.49	11.42
Loans	2,091.29	2,146.58
Current tax assets (Net)	4.26	3.76
Other current assets	789.32	779.81
Sub-total- Current assets	6,650.75	6,730.83
TOTAL- ASSETS	14,089.30	14,405.70
EQUITY AND LIABILITIES		
Equity		
Equity share capital	110.07	110.07
Other equity	3,144.21	3,294.98
Sub-total- Equity	3,254.28	3,405.05
Non-current liabilities		
Financial liabilities :		
Borrowings	5,139.53	5,382.09
Lease liabilities	9.54	-
Provisions	69.26	53.75
Deferred tax liabilities	610.07	629.46
Other non current liabilities	25.98	21.74
Sub-total- Non-current liabilities	5,854.38	6,087.04
Current liabilities		
Financial liabilities :		
Trade payables		
total outstanding micro enterprises and small enterprises	7.97	0.67
total outstanding other than micro enterprises and small enterprises	4,431.55	4,161.25
Other financial liabilities	387.90	663.91
Other current liabilities	139.71	76.20
Provisions	13.51	11.58
Sub-total- Current liabilities	4,980.64	4,913.61
TOTAL- EQUITY AND LIABILITIES	14,089.30	14,405.70



Contd.4...

2. Cash Flow Statement is provided below:-

Particulars	₹(crore)	
	Standalone	
	Current year ended 31.03.2020	Previous year ended 31.03.2019
	Audited	Audited
A. Cash flow from operating activities:		
Net profit/ (loss) before tax	(107.73)	(66.34)
Adjustment for:		
Depreciation and amortisation	215.87	211.33
Reversal of reserve for molasses storage tank-for repair work	(1.57)	(1.21)
Unrealised loss/ (gain) due to foreign exchange fluctuation	(0.42)	(0.37)
Provision for doubtful Debts/ Bad Debts Written off	14.08	13.68
Provision for doubtful advances	-	1.18
Fair valuation of Land	-	1.78
Provision for diminution of value of investment and loans & advances	60.71	-
Loss/ (surplus) on sale of fixed assets (net)	0.66	0.06
Finance costs	300.75	321.78
Interest income	(0.91)	(148.08)
	589.15	400.15
Operating profit/ (loss) before working capital changes	481.42	333.81
Adjustment for:		
Trade and other receivables	8.94	24.39
Inventories	53.59	82.90
Trade and other payables	350.77	691.16
Cash generated from operations	894.72	1,132.26
Direct taxes	(0.50)	0.80
Net cash from/ (used in) operating activities	894.22	1,132.86
B. Cash flow from investing activities:		
Purchase of property, plant and equipment	(27.17)	(22.96)
Sale of property, plant and equipment	0.21	0.49
Interest received	0.90	4.21
Net cash from/ (used in) investing activities	(26.06)	(18.26)
C. Cash flow from financing activities:		
Repayment of long term borrowings	(547.70)	(623.71)
Proceeds from short term borrowings (net of repayments)	0.00	(156.26)
Interest paid	(267.74)	(317.64)
Dividend paid	(0.13)	(0.17)
Net cash from/ (used in) financing activities	(815.57)	(1,097.78)
Net increase/(decrease) in cash and cash equivalents	52.59	18.82
Cash and cash equivalents (opening balance)	48.10	31.28
Cash and cash equivalents (closing balance)	100.69	48.10

Contd.5...



- 3 Given the seasonal nature of industry, the results of any quarter may not be a true and/or proportionate reflection of the annual performance of the Company.
- 4 The Optionally Convertible Debentures (OCDs) aggregating to Rs. 3483.25 Crore issued by Company to the Joint Lender's Forum (JLF) of the Company in accordance with the Scheme for Sustainable Structuring of Stressed Assets (S4A Scheme) towards conversion of a part of the unsustainable debt, provides the holder an option to exercise the right to convert the outstanding OCDs into the equity shares of the Company at a price in accordance with applicable laws (including the ICDR Regulations). There is a contractual obligation related to premium payable on OCD at the time of redemption of OCD stipulates that the YTM (Yield to maturity) being the difference between weighted average interest and coupon rate payable as redemption premium at the time of redemption of OCD commencing from the Financial Year 2024-25. The company considers such premium to be paid is contingent on the occurrence of the event of redemption of OCDs, the YTM of Rs. 929.02 Crore from the date of allotment of OCDs till March 31, 2020 (including Rs. 103.06 crore and Rs. 414.51 Crore for the quarter ended March 31, 2020 and year ended March 31, 2020 respectively) is treated as contingent liability and would be accounted for as finance cost at the time of redemption of respective OCDs. Auditors have drawn qualification for non-provision of YTM premium up to 31.03.2020
- 5 The Company has exposure aggregating to Rs. 1683.37 Crore, in its three wholly- owned subsidiaries, Rs. 770.33 Crore in other companies which are related to group and Rs. 631.38 crore in other companies, aggregating to Rs. 3085.08 crore, by way of investments, loans , accumulated interest on these loans and receivables .Management is of the view that sufficient efforts are being undertaken to revive the said subsidiary and other companies in the foreseeable future so as to recover carrying value of the investment and the diminution, if any , even it is exist is only temporary. Further management believe that the loans and advances given to power business subsidiary's are considered good and recoverable based on the future favourable view of the government for power industries & for other subsidiary's based on their future business plan, and on-going efforts towards obligation casted on the company and its promoters to recover the outstanding loans in phased manner in terms of the agreements executed to give effect to the debt restructuring scheme from time to time and accordingly no provision other than those already accounted for, has been considered necessary. Further on the Basis of principle of conservatism and prudence, company has not recognised interest income on inter corporate debts Rs. 36.21 Crore for the Quarter ended March 31,2020 and Rs. 145.64 Crore for year ended March 31, 2020, as and when it is recoverable it will be recognised in the books. Auditors have drawn emphasis of matter in their audit report.
- 6 The Company has adopted IND AS 116 with modified retrospective approach, with effect from April 1, 2019. Accordingly the comparative periods have not been restated. There is no impact of IND AS 116 adoption to the retained earnings as at April 1, 2019. The Company has recognized Rs. 11.54 Crore as right of use assets and the corresponding lease liability on the date of transition i.e. April 1, 2019. Further, an amount of Rs. 0.56 Crore has been reclassified from non-current assets to right of use assets against security given for lease in previous period to depreciate for the right of use assets and finance cost for interest accrued on lease liability. There is no material impact on profit/ (loss) after tax and earning per share for the quarter and year ended March 31, 2020 on adoption of IND AS 116
- 7 The outbreak of the pandemic COVID-19 and consequent lock-down by the Government wef March 25, 2020, which initially led to closing down city-based offices of the company in compliance of lock-down rules, but there had not been material disruptions in the operations of the sugar manufacturing plants and distilleries of the Company as the Government had already classified these facilities as essential products and services; all the plants kept on working as per their capacity. The most visible impact of the pandemic and the resultant lock-down, on the Company, was a decline on the domestic demand of sugar, which may lower the average sugar realization to some extent in FY 21. However, the Government already had some mechanism in place to support the industry including fixation the MSP (Minimum Selling Price) @ Rs 31 per kg, monthly sugar sale quota, fixation of export obligation, etc to stabilize the sugar prices. The Government may further come up with some other measures to mitigate the impact if any. The other main products viz ethanol and power are not expected to be affected adversely. As per the assessment made till the date of adoption of these results, the management is of the view that the company will not be impacted adversely. Now the Government is relaxing the lock-down in phased manner consequently the commercial activities are returning to normal. The Company has considered the possible impact of internal and external factors known to the management up to the date of approval of these accounts, to assess and finalize the carrying amount of its assets and liabilities. Accordingly, as on date, no material impact is anticipated in the carrying values of the assets and their recoverability. As the situation continues to evolve, the Company will closely monitor and assess any material impact in the financial of the Company.
- 8 For the Year ended 31.03.2020 and earlier years, company had incurred losses resulting into reduction of net worth to that extent. The losses were mainly attributable to high raw material i.e sugarcane prices and other inputs cost, and relatively lower realisation of finished products i.e. sugar and molasses which is determined by market forces based on the demand –supply situation and other market dynamics, which are external factors. The Company has dues payable to farmers for sugar cane purchases at year end. The Company is continuously striving for improvement in the operational efficiency in other parameters. The above factors indicate a material uncertainty, which may cast significant doubt about the Company's ability to continue as a going concern. The company continue to operate at optimum levels and expects improvement in the operational efficiency in form of improvement in sugar recovery, reduction of overheads, finance and other costs, monetisation of certain non-core assets etc. The debt restructuring as per RBI's S4A Scheme, would result into improved liquidity during next 7 years. The Government has taken different measures to improve the financial health of sugar industry, including maintenance of buffer stock of sugar and subsidy thereon, fixing obligation for export of sugar (MIEQ – minimum indicative export quota) to reduce sugar availability, fixation of minimum support price (MSP) for sugar. All these measures are expected to turnaround the operations of sugar industry on sustainable basis. The Company also expects to receive accrued benefits under the Sugar Industries Promotion policy 2004 for which it is entitled to. In view of the above, the management expects to generate positive cash flow from operation and accordingly, the financial statements are continued to be presented on going concern basis, which contemplates realisation of assets and settlement of liabilities in the normal course of business. This matter has been referred by auditors in their audit report.
- 9 The above results have been reviewed by the audit committee and approved by the Board of Directors at their respective meetings held on June 29, 2020.
- 10 Previous periods figures have been regrouped/ rearranged/ reworked/ restated wherever necessary to conform to the current period classification.



bajaj SUGAR

Bajaj Hindusthan Sugar Limited

Regd. Office: Golagokarannath, Lakhimpur-Kheri, District Kheri, Uttar Pradesh- 262802
Tel.:+91-5876-233754/5/7/8, 233403, Fax:+91-5876-233401, Website www.bajajhindusthan.com

STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020

₹(crore)

Sl. No	Particulars	Consolidated				
		3 Months ended	Preceding 3 Months ended	Corresponding 3 Months ended	Current year ended	Previous year ended
		31.03.2020	31.12.2019	31.03.2019	31.03.2020	31.03.2019
	Audited	Unaudited	Audited	Audited	Audited	
1	Income from operations					
	(a) Revenue from operations	1,863.32	1,729.99	2,126.21	6,669.34	6,806.39
	(b) Other income	2.71	2.54	19.18	11.98	95.89
	Total Income	1,866.03	1,732.53	2,145.39	6,681.32	6,902.28
2	Expenses					
	a) Cost of materials consumed	2,928.12	1,773.79	2,937.43	5,363.34	5,658.63
	b) Changes in inventories of finished goods, stock-in-trade and work-in-progress	(1,550.65)	(332.44)	(1,378.82)	60.17	106.42
	c) Employee benefits expense	100.02	71.41	88.51	299.78	275.29
	d) Finance costs	66.24	76.96	76.15	300.87	321.78
	e) Depreciation and amortisation expense	53.76	54.40	50.67	216.41	204.23
	f) Other expenses	165.23	128.76	142.04	493.11	469.87
	Total expenses	1,762.72	1,772.88	1,915.98	6,733.68	7,036.22
3	Profit/(Loss) before tax (1-2)	103.31	(48.35)	231.41	(52.36)	(133.94)
4	Tax expense	(2.36)	-	2.58	(2.36)	2.63
5	Net Profit / (Loss) for the period after tax (3-4)	105.67	(46.35)	228.83	(50.00)	(136.57)
6	Non controlling interest	(0.01)	-	-	(0.01)	(0.01)
7	Net Profit/ (Loss) after taxes, non controlling interest and share of profit/ (loss) of associates(5-6)	105.68	(46.35)	228.83	(49.99)	(136.56)
8	Other comprehensive Income (net of tax)	(43.10)	(0.21)	(28.76)	(43.72)	(27.09)
9	Total comprehensive income for the period comprising profit/ (loss) for the period (after tax) and other comprehensive income (after tax) (7+8)	62.58	(46.56)	200.07	(93.71)	(163.65)
10	Paid-up equity share capital (Face Value - Re.1/- per share)	113.36	113.36	113.36	113.36	113.36
	Other equity	NA	NA	NA	2,587.05	2,682.33
11	Earnings per share (EPS)					
	(of Re. 1/- each) (not annualised)					
	(a) Basic (Rs. Per share)	0.96	(0.42)	2.08	(0.45)	(1.24)
	(b) Diluted (Rs. Per share)	0.96	(0.42)	2.08	(0.45)	(1.24)
	See accompanying notes to the Financial Results					

Contd...2



AUDITED CONSOLIDATED SEGMENT-WISE REVENUE, RESULTS, ASSETS AND LIABILITIES FOR THE QUARTER AND YEAR ENDED MARCH 31, 2020

₹(crore)

Sl. No.	Particulars	Consolidated				
		3 Months ended	Preceding 3 Months ended	Corresponding 3 Months ended	Current year ended	
		31.03.2020	31.12.2019	31.03.2019	31.03.2020	
	Audited	Unaudited	Audited	Audited	Audited	
1.	Segment Revenue					
	a. Sugar	2,226.77	1,940.74	2,372.09	7,180.11	7,035.00
	b. Distillery	46.29	22.13	121.96	275.92	524.95
	c. Power	532.83	310.44	639.02	1,002.81	1,265.65
	d. Others	3.28	3.12	3.33	11.37	10.30
	Total	2,809.17	2,276.43	3,138.40	8,470.21	8,835.90
	Less: Inter-segment revenue	945.85	552.44	1,008.19	1,800.87	2,029.51
	Revenue from operations	1,863.32	1,723.99	2,128.21	6,669.34	6,806.39
2.	Segment Results (Profit/(Loss) before tax and interest)					
	a. Sugar	143.93	32.98	88.00	189.31	(338.22)
	b. Distillery	(19.71)	(17.15)	60.65	59.56	263.53
	c. Power	66.25	22.31	150.37	50.43	225.98
	d. Others	57.41	(2.00)	(2.86)	49.24	(11.69)
	Total	247.88	36.14	296.16	348.54	139.60
	Less: (i) Finance costs	(66.24)	(78.96)	(76.15)	(300.87)	(321.78)
	(ii) Interest Income	1.61	0.18	18.86	2.37	80.41
	(iii) Other Un-allocable Income net off Un-allocable Expenditure	(79.94)	(5.69)	(7.46)	(102.40)	(32.17)
	Total Profit / (Loss) before Tax	103.31	(46.35)	231.41	(52.36)	(133.94)
3.	Segment Assets *					
	a. Sugar	8,569.88	7,017.75	8,675.00	8,589.88	8,675.00
	b. Distillery	889.27	870.60	876.53	889.27	876.53
	c. Power	1,704.81	1,691.98	1,784.62	1,704.81	1,784.62
	d. Others	226.49	242.62	252.39	226.49	252.39
	e. Unallocated	2,157.91	2,172.91	2,217.73	2,157.91	2,217.73
	Total	13,548.36	11,995.86	13,806.27	13,548.36	13,806.27
4.	Segment Liabilities					
	a. Sugar	4,406.66	2,928.79	4,162.62	4,406.66	4,162.62
	b. Distillery	29.69	26.68	29.15	29.69	29.15
	c. Power	5.61	1.53	3.01	5.61	3.01
	d. Others	173.29	166.89	113.31	173.29	113.31
	e. Unallocated	6,236.01	6,238.32	6,705.79	6,236.01	6,705.79
	Total	10,851.26	9,361.21	11,013.68	10,851.26	11,013.88

* Refer note "10"

The consolidated financial results include results of the following companies:

Name of the Subsidiary Companies

Bajaj Aviation Private Ltd. #
 Bajaj Power Generation Private Ltd. #
 Bajaj Hindusthan (Singapore) Private Ltd., Singapore #
 PT. Batu Bumi Persada, Indonesia #
 PT. Jangkar Prima, Indonesia #

	Holding as on	Holding as on
	March 31, 2020	March 31, 2019
	100.00%	100.00%
	100.00%	100.00%
	100.00%	100.00%
	99.00%	99.00%
	99.88%	99.88%

Management has compiled the accounts as at March 31, 2020 in order to consolidate the accounts with that of the Holding Company.

Contd. ..3



Notes:

1. Statement of assets and liabilities is provided below:-

₹(crore)

Particulars	Consolidated	
	As at March 31, 2020	Restated As at March 31, 2019 *
	Audited	Audited
ASSETS		
Non-current assets		
Property, plant and equipment	7,184.62	7,396.83
Right of use assets	9.44	-
Capital work in progress	52.81	26.35
Other intangible assets	0.00	0.00
Financial assets		
Investments	99.34	153.93
Other non-current financial assets	2.07	4.01
Other non-current assets	262.71	261.52
Sub-total- Non-current assets	7,610.99	7,842.64
Current assets		
Inventories	2,711.39	2,764.98
Financial assets :		
Current investments	1,036.98	1,036.98
Trade receivables	168.96	196.63
Cash and cash equivalents	104.01	53.89
Bank balances	10.94	13.48
Loans	1,095.42	1,100.04
Current tax assets (Net)	18.54	16.49
Other current assets	791.13	781.14
Sub-total- Current assets	5,937.37	5,963.63
TOTAL- ASSETS	13,548.36	13,806.27
EQUITY AND LIABILITIES		
Equity		
Equity share capital	110.07	110.07
Other equity	2,587.05	2,682.33
Non controlling interest	(0.02)	(0.01)
Sub-total- Equity	2,697.10	2,792.39
Non-current liabilities		
Financial liabilities		
Borrowings	5,139.53	5,382.09
Lease liabilities	9.54	-
Provisions	69.26	53.76
Deferred tax liabilities	610.07	529.46
Other non current liabilities	25.98	21.74
Sub-total- Non-current liabilities	5,854.38	6,087.05
Current liabilities		
Financial liabilities :		
Borrowing	6.40	4.41
Trade payables		
total outstanding micro enterprises and small enterprises	7.97	0.67
total outstanding other than micro enterprises and small enterprises	4,436.49	4,165.03
Other financial liabilities	389.51	665.34
Other current liabilities	143.00	79.80
Provisions	13.51	11.58
Sub-total- Current liabilities	4,996.88	4,926.83
TOTAL- EQUITY AND LIABILITIES	13,548.36	13,806.27

* Refer note "10"

Contd....4



2. Consolidated Cash Flow Statement is provided below:-

₹(crore)

Particulars	Consolidated	
	Current year ended March 31, 2020	Previous year ended March 31, 2019
	Audited	Audited
A. Cash flow from operating activities:		
Net profit/ (loss) before tax	(52.36)	(133.94)
Adjustment for:		
Depreciation and amortisation	216.41	204.23
Reversal of reserve for molasses storage tank-for repair work	(1.57)	(1.21)
Provision for doubtful Debts/ Bad Debts Written off	1.95	6.17
Provision for doubtful advances	-	1.18
Loss on fair valuation of land	-	1.76
Loss/ (surplus) on sale of fixed assets (net)	0.69	0.06
Finance costs	300.87	321.78
Interest income	(2.37)	(80.41)
Exchange fluctuation reserve on consolidation	0.11	0.43
	516.09	454.01
Operating profit before working capital changes	463.73	320.07
Adjustment for:		
Trade and other receivables	18.11	26.26
Inventories	53.58	82.80
Trade and other payables	376.90	687.47
Cash generated from operations	912.33	1,116.70
Direct taxes paid	(2.05)	1.01
Net cash from/(used in) operating activities	910.28	1,117.71
B. Cash flow from investing activities:		
Purchase of fixed assets	(28.90)	(16.74)
Sale of fixed assets	0.21	8.13
Movement in Loans and advances	4.63	1.86
Interest received	2.67	3.03
Net cash from/(used) in investing activities	(21.39)	(3.72)
C. Cash flow from financing activities:		
Repayment of long term borrowings	(547.70)	(623.71)
Proceeds from short term borrowings (net of repayments)	1.99	(156.86)
Interest paid	(292.93)	(317.64)
Dividend paid	(0.13)	(0.17)
Net cash from/ (used in) financing activities	(838.77)	(1,098.38)
Net increase/(decrease) in cash and cash equivalents	50.12	15.61
Cash and cash equivalents (opening balance)	53.89	38.28
Cash and cash equivalents (closing balance)	104.01	53.89

Contd...5



- 3 Given the seasonal nature of industry, the results of any quarter may not be a true and/or proportionate reflection of the annual performance of the Group.
- 4 The Optionally Convertible Debentures (OCDs) aggregating to Rs. 3483.25 Crore issued by Company to the Joint Lender's Forum (JLF) of the Company in accordance with the Scheme for Sustainable Structuring of Stressed Assets (S4A Scheme) towards conversion of a part of the unsustainable debt, provides the holder an option to exercise the right to convert the outstanding OCDs into the equity shares of the Company at a price in accordance with applicable laws (including the ICDR Regulations). There is a contractual obligation related to premium payable on OCD at the time of redemption of OCD stipulates that the YTM (Yield to maturity) being the difference between weighted average interest and coupon rate payable as redemption premium at the time of redemption of OCD redeemable in 13 equal instalments commencing from the Financial Year 2024-25. The company considers such premium to be paid is contingent on the occurrence of the event of redemption of OCDs, the YTM of Rs. 929.02 Crore from the date of allotment of OCDs till March 31, 2020 (Including Rs. 103.06 crore and Rs. 414.51 Crore for the quarter ended March 31, 2020 and year ended March 31, 2020 respectively) is treated as contingent liability and would be accounted for as finance cost at the time of redemption of respective OCDs. Auditors have drawn qualification for non-provision of YTM premium up to 31.03.2020
- 5 The Parent Company has exposure Rs. 770.33 Crore in other companies which are related to group and Rs. 1201.94 crore in other companies, aggregating to Rs. 1972.27 crore, by way of investments, loans, accumulated interest on these loans and receivables. Management is of the view that sufficient efforts are being undertaken to revive the other companies in the foreseeable future so as to recover carrying value of the investment and the diminution, if any, even if it exists is only temporary. Further management believes that the loans and advances given to power business are considered good and recoverable based on the future favourable view of the government for power industries & their future business plan, and on-going efforts towards obligation casted on the company and its promoters to recover the outstanding loans in phased manner in terms of the agreements executed to give effect to the debt restructuring scheme from time to time and accordingly no provision other than those already accounted for, has been considered necessary. Further on the Basis of principle of conservatism and prudence, group has not recognised interest income on inter corporate debts Rs. 19.50 Crore for the Quarter ended March 31, 2020 and Rs. 78.82 Crore for Year ended March 31, 2020 as and when it is recoverable it will be recognised in the books. Auditors have drawn emphasis of matter in their audit report
- 6 The Group has adopted IND AS 116 with modified retrospective approach, with effect from April 1, 2019. Accordingly the comparative periods have not been restated. There is no impact of IND AS 116 adoption to the retained earnings as at April 1, 2019. The Company has recognized Rs. 11.54 Crore as right of use assets and the corresponding lease liability on the date of transition i.e. April 1, 2019. Further, an amount of Rs. 0.56 Crore has been reclassified from non-current assets to right of use assets against security given for lease in previous period to depreciate for the right of use assets and finance cost for interest accrued on lease liability. There is no material impact on profit (loss) after tax and earning per share for the quarter and Year ended March 31, 2020, on adoption of IND AS 116.
- 7 The outbreak of the pandemic COVID-19 and consequent lock-down by the Government w.e.f. March 25, 2020, which initially led to closing down city-based offices of the company in compliance of lock-down rules but there had not been material disruptions in the operations of the sugar manufacturing plants and distilleries of the Company as the Government had already classified these facilities as essential products and services, all the plants kept on working as per their capacity. The most visible impact of the pandemic and the resultant lock-down, on the Company, was a decline on the domestic demand of sugar, which may lower the average sugar realization to some extent in FY 21. However, the Government already had some mechanism in place to support the industry including fixation of the MSP (Minimum Selling Price) @ Rs 31 per kg, monthly sugar sale quota, fixation of export obligation, etc to stabilize the sugar prices. The Government may further come up with some other measures to mitigate the impact if any. The other main products viz ethanol and power are not expected to be affected adversely. As per the assessment made till the date of adoption of these results, the management is of the view that the company will not be impacted adversely. Now the Government is relaxing the lock-down in phased manner consequently the commercial activities are returning to normal. The Company has considered the possible impact of internal and external factors known to the management up to the date of approval of these accounts, to assess and finalize the carrying amount of its assets and liabilities. Accordingly, as on date, no material impact is anticipated in the carrying values of the assets and their recoverability. As the situation continues to evolve, the Company will closely monitor and assess any material impact in the financial of the Company.
- 8 For the Year ended 31.03.2020 and earlier years, company had incurred losses resulting into reduction of net worth to that extent. The losses were mainly attributable to high raw material i.e. sugarcane prices and other inputs cost, and relatively lower realisation of finished products i.e. sugar and molasses which is determined by market forces based on the demand –supply situation and other market dynamics, which are external factors. The Company has dues payable to farmers for sugar cane purchases at year end. The Company is continuously striving for improvement in the operational efficiency in other parameters. The above factors indicate a material uncertainty, which may cast significant doubt about the Company's ability to continue as a going concern. The company continues to operate at optimum levels and expects improvement in the operational efficiency in form of improvement in sugar recovery, reduction of overheads, finance and other costs, monetisation of certain non-core assets etc. The debt restructuring as per RBI's S4A Scheme, would result into improved liquidity during next 7 years. The Government has taken different measures to improve the financial health of sugar industry, including maintenance of buffer stock of sugar and subsidy thereon, fixing obligation for export of sugar (MIEQ – minimum indicative export quota) to reduce sugar availability, fixation of minimum support price (MSP) for sugar. All these measures are expected to turnaround the operations of sugar industry on sustainable basis. The Company also expects to receive accrued benefits under the Sugar Industries Promotion policy 2004 for which it is entitled to. In view of the above, the management expects to generate positive cash flow from operation and accordingly, the financial statements are continued to be presented on going concern basis, which contemplates realisation of assets and settlement of liabilities in the normal course of business. This matter has been referred by auditors in their audit report. The auditors of the subsidiary Bajaj Hindusthan Singapore P Ltd have referred the matter of material uncertainty related to going concern in their audit report, but the management expects to generate positive cash flows as the company having investments in companies having coal mines, hence the financial statements of the subsidiary Bajaj Hindusthan Singapore P Ltd are continued to be presented on going concern basis.
- 9 Trade receivable and Other equity opening balance as on April 01, 2018 restated by Rs. 15.29 crore, as expected credit loss as per IND AS 109 related to one subsidiary company was not knocked off in consolidation accounts of financial year 2017-2018.
- 10 The figures for the quarter ended March 2020 and the Year ended March 31, 2020 included in the statement of consolidated financial results have been approved by the holding company's Board of Directors, pursuant to Regulation 33(9) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 as amended. The figures of the Indian subsidiaries are audited and the figures of the foreign subsidiaries for the quarter and Year ended March 31, 2020 are management certified figures.
- 11 The above results have been reviewed by the audit committee and approved by the Board of Directors at their respective meeting held on June 29, 2020.
- 12 Previous periods figures have been regrouped/rearranged/reworked/restated wherever necessary to conform to the current period classification

Place: Mumbai
Dated: June 29, 2020



For Bajaj Hindusthan Sugar Limited

D.K. Shukla
Director
DIN 00025409

Auditor's Report on the standalone financial results of Bajaj Hindusthan Sugar Limited for the quarter and year ended March 31, 2020 pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Independent Auditor's Report

To The Board of Directors of Bajaj Hindusthan Sugar Limited

Report on the audit of the Standalone Financial Results

Qualified Opinion

We have audited the accompanying standalone financial results of Bajaj Hindusthan Sugar Limited ("the Company") for the quarter and year ended March 31, 2020 ("standalone financial results") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us except for the effects/possible effects of the matter described in the Basis for Qualified opinion para below, these standalone financial results:

- i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India, of the net profit and other comprehensive loss and other financial information for the quarter ended March 2020 and of the net loss and other comprehensive loss and other financial information for the year ended March 31, 2020.

Basis for Qualified Opinion

We draw attention to Note No 4 to the standalone financial results, regarding the non-provision of contractual obligation related to premium payable on Optionally Convertible Debentures (OCDs) at the time of redemption of OCDs issued to lenders pursuant to the Scheme for Sustainable Structuring of Stressed Assets (S4A Scheme) which stipulates that the yield to maturity (YTM) being the difference between weighted average interest and coupon rate payable as redemption premium at the time of redemption of OCDs redeemable in 13 equal instalments commencing from the Financial year 2024-25. The Company considers such YTM/ redemption premium as contingent liability and has not provided for the same in the books of account for the quarter and year ended March 2020 amounting to Rs.103.06 crore and Rs. 414.51crore respectively. The aggregate liability for such YTM from the date of allotment of OCDs till year ended March 31, 2020 is Rs 929.02 crore from date of allotment of OCDs. Had such interest been provided, the reported net profit / (net loss) for the quarter and year ended March 2020 would have been loss of Rs. 57.32 crore and Rs. 519.88 crore respectively and Net worth of the Company would have been Rs.2,325.26 crore.



We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Results* 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 financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Material Uncertainty related to Going Concern

As stated in Note No 8 of the standalone financial results, the Company during the last few years has incurred losses due to high raw material cost and lower price of finished goods, resulting into reduction of net worth of the Company. The Company has dues payable to farmers for sugar cane purchases at year end. The Company is continuously striving for improvement in the operational efficiency in other parameters. The above factors indicate a material uncertainty, which may cast significant doubt about the Company's ability to continue as a going concern. The company continue to operate at optimum levels and expects improvement in the operational efficiency in form of improvement in sugar recovery, reduction of overheads, finance and other costs, monetisation of certain non-core assets etc. The debt restructuring as per RBI's S4A Scheme, would result into improved liquidity during next 7 years and the Government has taken different measures to improve the financial health of sugar industry. All these measures are expected to turnaround the operations of sugar industry on sustainable basis. The Company also expects to receive accrued benefits under the Sugar Industries Promotion policy 2004 for which it is entitled to. In view of the above, the management expects to generate positive cash flow from operation and accordingly, the financial statements are continued to be presented on going concern basis, which contemplates realisation of assets and settlement of liabilities in the normal course of business.

Our opinion is not modified in respect of this above matter.

Emphasis of Matter

- a) As stated in Note No 5 to the standalone financial results, the Company has exposure aggregating to Rs. 1,683.37 crore, in its three wholly-owned subsidiaries, Rs. 770.33 crore in other companies which are related to group and Rs. 631.38 crore in other companies, aggregating to Rs. 3,085.08 crore, by way of investments, loans, accumulated interest on these loans and receivables. Management believes that the loans and advances given to power business subsidiaries are considered good and recoverable based on the future favourable view of government for power industries & for other subsidiary's based on their future business plan, and on-going efforts towards obligation casted on the Company and its promoters to recover the outstanding loans in phased manner in terms of the agreements executed to give effect to the debt restructuring schemes from time to time and accordingly no provision other than those already accounted for, has been considered necessary.



b) We draw your attention to Note No 7 to the standalone financial results which explain the uncertainties and the management's assessment of the financial impact due to the lockdowns and other restrictions and conditions related to COVID 19 pandemic situation, for which a definitive assessment of the impact in the subsequent period is highly dependent upon the circumstances as they evolve. Further, our attendance at the physical inventory done by the management was impracticable under the current lockdown restrictions imposed by the government and we have therefore, relied on the related alternate audit procedures to obtain comfort over the existence and condition of inventory at the year end.

Our opinion is not modified in respect of these above matter.

Management's Responsibilities for the Standalone Financial Results

The standalone financial results, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of standalone financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other comprehensive income/loss and other financial information in accordance with the Indian Accounting Standard prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

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 standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results 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 standalone financial results.



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

- Identify and assess the risks of material misstatement of the standalone financial results, 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 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 with reference to financial statements 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 Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results 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 results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

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.



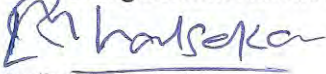
Other Matters

The standalone financial results include the results for the quarter ended March 31, 2020 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For Chaturvedi and Shah LLP

Chartered Accountants

Firm's Registration No.101720W/W100355



Lalit R. Mhalsekar

Partner

Membership No. 103418

UDIN:

20103418AAAA CV1727

Place of Signature: Mumbai

Date: June 29, 2020



Auditor's Report on the consolidated financial results of Bajaj Hindusthan Sugar Limited for the quarter and year ended March 31, 2020 pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Independent Auditor's Report

To the Board of Directors of Bajaj Hindusthan Sugar Limited (Holding Company)

Report on the Audit of Consolidated Financial Results

Qualified Opinion

We have audited the accompanying consolidated financial results of Bajaj Hindusthan Sugar Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") for the year ended March 31, 2020, ('consolidated financial results') attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us except for the effects/possible effects of the matter described in the *Basis for Qualified opinion* and based on the consideration of reports of other auditors on separate audited financial statements / financial information of the subsidiaries, the consolidated financial results:

(i) include the results of the following entities:

List of Subsidiaries:

1. Bajaj Aviation Private Ltd
2. Bajaj Power Generation Private Ltd
3. Bajaj Hindusthan (Singapore) Private Ltd, Singapore
4. PT Batu Bumi Persada, Indonesia
5. PT Jangkar Prima, Indonesia

(ii) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

(iii) gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India, of the net profit and other comprehensive loss and other financial information for the quarter ended March 31, 2020 and of the net loss and other comprehensive loss and other financial information for the group for the year ended March 31, 2020.

Basis for Qualified Opinion

We draw attention to Note No 4 to the consolidated financial results, regarding the non-provision of contractual obligation related to premium payable on Optionally Convertible Debentures (OCDs) at the time of redemption of OCDs issued to lenders pursuant to the Scheme for Sustainable Structuring of Stressed Assets (S4A Scheme) which stipulates that the yield to maturity (YTM) being the difference



between weighted average interest and coupon rate payable as redemption premium at the time of redemption of OCDs redeemable in 13 equal instalments commencing from the Financial year 2024-25. The Company considers such YTM/ redemption premium as contingent liability and has not provided for the same in the books of account for the quarter and year ended March 2020 amounting to Rs. 103.06 crore and Rs. 414.51 crore respectively. The aggregate liability for such YTM from the date of allotment of OCDs till year ended March 31, 2020 is Rs. 929.02 crore from date of allotment of OCDs. Had such interest been provided, the reported profit for the quarter ended March 31, 2020 would have been Rs. 2.62 61 crore and the reported loss for the year ended March 31, 2020 would have been Rs. 464.50 51 crore and Net worth of the Company would have been Rs. 1,768.08 crore.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 ("Act"). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Results* section of our report. We are independent of the Group 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 financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our qualified opinion.

Material Uncertainty related to Going Concern

We draw attention to Note No. 8 to the consolidated financial results of the Company in respect of:

- 1) The Holding Company during the last few years has incurred losses due to high raw material cost and lower price of finished goods, resulting into reduction of net worth of the Holding Company. The Holding Company has dues payable to farmers for sugar cane purchases at year end. The Holding Company is continuously striving for improvement in the operational efficiency in other parameters. The above factors indicate a material uncertainty, which may cast significant doubt about the Holding Company's ability to continue as a going concern. The holding company continues to operate at optimum levels and expects improvement in the operational efficiency in form of improvement in sugar recovery, reduction of overheads, finance and other costs, monetisation of certain non-core assets etc. The debt restructuring as per RBI's S4A Scheme, would result into improved liquidity during next 7 years and the Government has taken different measures to improve the financial health of sugar industry. All these measures are expected to turnaround the operations of sugar industry on sustainable basis. The Holding Company also expects to receive accrued benefits under the Sugar Industries Promotion policy 2004 for which it is entitled to. In view of the above, the management expects to generate positive cash flow from operation and accordingly, the financial statements are continued to be presented on going concern basis, which contemplates realisation of assets and settlement of liabilities in the normal course of business.
- 2) Bajaj Hindusthan (Singapore) Private Limited (BH(S) PL) has net current liability of Rs. 3.57 crore as at March 31, 2020, the events and conditions indicate that a material uncertainty exists that may cast significant doubt on BH(S)PLs ability to continue as a going concern. However the financial statements of BH(S)PL have been prepared on going concern basis for the reason stated in the said Note. The statutory auditor of BH(S)PL have referred this matter in their audit report.

Our opinion is not modified in respect of these above matters.



Emphasis of Matter Paragraph

- a) As stated in Note No 5 to the consolidated financial results, the Company has exposure aggregating to Rs. 770.33 crore in other companies which are related to group and Rs. 1,201.94 crore in other companies, aggregating to Rs. 1,972.27 crore, by way of investments, loans, accumulated interest on these loans and receivables. Management believes that the loans and advances given to power business subsidiaries are considered good and recoverable based on the future favourable view of government for power industries & for other subsidiary's based on their future business plan, and on-going efforts towards obligation casted on the Company and its promoters to recover the outstanding loans in phased manner in terms of the agreements executed to give effect to the debt restructuring schemes from time to time and accordingly no provision other than those already accounted for, has been considered necessary.
- b) We draw your attention to Note No 7 to the consolidated financial results which explain the uncertainties and the management's assessment of the financial impact due to the lockdowns and other restrictions and conditions related to COVID 19 pandemic situation, for which a definitive assessment of the impact in the subsequent period is highly dependent upon the circumstances as they evolve. Further, our attendance at the physical inventory done by the management was impracticable under the current lockdown restrictions imposed by the government and we have therefore, relied on the related alternate audit procedures to obtain comfort over the existence and condition of inventory at the year end.

Our opinion is not modified in respect of these above matters.

Board of Directors' Responsibilities for the Consolidated Financial Results

The consolidated financial results, which is the responsibility of the Holding Company's Management and approved by the Board of Directors of the Holding Company, has been prepared on the basis of the consolidated financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the net profit/ loss and other comprehensive income/loss and other financial information of the Group in accordance with the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going



concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated financial results 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 consolidated financial results.

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

- Identify and assess the risks of material misstatement of the consolidated financial results, 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 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 group has adequate internal financial controls with reference to financial statements 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 Board of Directors.
- Conclude on the appropriateness of the Board of Directors 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 ability of the Group 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 consolidated financial results 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the consolidated financial results. We are



responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors 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.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matters

- a) The consolidated financial results include the audited financial results of three subsidiaries, whose financial statements / financial information reflect total assets of Rs 1,734.29 crore as at March 31, 2020, total revenue of Rs. 4.66 crore and Rs. 12.40 crore, net loss after tax of Rs. 5.24 crore and Rs. 16.48 crore and total comprehensive loss of Rs. 5.47 crore and Rs. 16.76 crore for the quarter and year ended March 31, 2020 respectively and cash outflows of Rs. 2.13 crore for the year ended March 31, 2020, as considered in the consolidated financial results, which have been audited by their respective independent auditors. The independent auditors' reports on financial statements / financial information of these entities have been furnished to us and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.
- b) We have relied on the unaudited financial statements of two subsidiaries whose financial statements reflect total assets of Rs 4.53 Crore as at March 31, 2020, total revenue of Rs. (0.49) crore and Rs. Nil, net loss after tax of Rs. 2.51 crore and Rs. 2.89 crore and total comprehensive loss of Rs. 1.54 crore and Rs. 2.50 crore for the quarter and year ended March 31, 2020 respectively and cash outflows of Rs. 0.34 crore for the year ended March 31, 2020, as considered in the consolidated financial statements. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Our opinion on the consolidated financial results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial results/financial information certified by the Board of Directors.

- c) The consolidated financial results include the results for the quarter ended March 31, 2020 and March 31, 2019 being the balancing figures between the audited figures in respect of the full financial year



and the published unaudited year to date figures up to the third quarter of the respective financial year which were subject to limited review by us.

For Chaturvedi and Shah LLP

Chartered Accountants

Firm's Registration No.101720 W/W100355



Lalit R. Mhalsekar

Partner

Membership No. 103418

UDIN:

20103418 AAAACW 8658

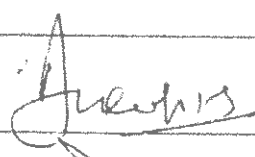

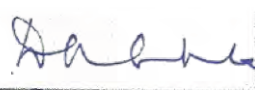
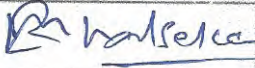
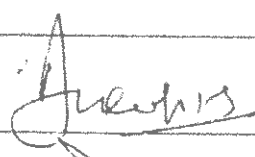

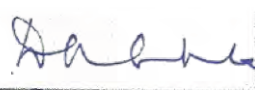
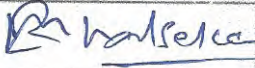
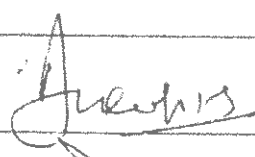

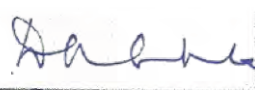
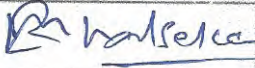
Place of Signature: Mumbai

Date: June 29, 2020



Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted alongwith the Annual Audited Financial Results (Standalone) for the Financial Year ended March 31, 2020				
[Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I.	Sl. No.	Particulars	Audited Figures	Adjusted Figures
			(as reported before adjusting for qualifications)	(audited figures after adjusting for qualifications)
	1	Turnover / Total income	6,676.61	6,676.61
	2	Total Expenditure	6,723.63	7,138.14
	3	Net Profit/(Loss)	(105.37)	(519.88)
	4	Earnings Per Share	(0.96)	(4.72)
	5	Total Assets	14,089.30	14,089.30
	6	Total Liabilities	10,835.02	11,764.04
	7	Net Worth	3,254.28	2,325.26
	8	Any other financial item(s) (as felt appropriate by the management)	The contingent liability on account of accumulated YTM payable as redemption premium on OCDs : Rs. 929.02 crore	The contingent liability on account of accumulated YTM payable as redemption premium on OCDs : NIL
II. Audit Qualification (each audit qualification separately):				
<p>a. Details of Audit Qualification: Non provision of the premium payable on Optionally Convertible Debentures (OCDs) at the time of redemption of OCDs issued to lenders pursuant to the Scheme for Sustainable Structuring of Stressed Assets (S4A Scheme) which stipulates that the yield to maturity (YTM) being the difference between weighted average interest and coupon rate be payable as redemption premium at the time of redemption of OCDs redeemable in 13 equal instalments commencing from the financial year 2024-25. The Company considers such YTM/ redemption premium as contingent liability and has not provided for the same in the books of account for the quarter and year ended March 31, 2020 amounting to Rs. 103.06 crore and Rs.414.51 crore respectively. The aggregate liability for such YTM from the date of allotment of OCDs till the year ended March 31, 2020 is Rs.929.02 crore. Had such interest been provided, the reported profit/ (loss) for the quarter and year ended March 31, 2020 would have been (Rs. 57.32) crore and (Rs. 519.88) crore respectively and net worth of the Company would have been Rs.2325.26 crore.</p>				
<p>b. Type of Audit Qualification : Qualified Opinion / Disclaimer of Opinion / Adverse Opinion</p>				
<p>c. Frequency of qualification: Whether appeared first time / repetitive / since how long continuing : Continuing Since March 31, 2019</p>				



	<p>d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Quantification is given in the note mentioned in para a above. Management's view:</p> <p>As per the Master Framework Agreement (MFA) executed between the Company and Lenders on December 16, 2017 the Optionally Convertible Debentures (OCDs) shall carry a Yield to Maturity (YTM) at a yield rate on the principle amount, accruing on annual basis, starting from the allotment date. The redemption will start from the Financial year 2024-25.</p> <p>In addition to the clause of the MFA quoted above it will be pertinent to note that another clause stated that upon occurrence of an Event of Default, the Debenture Trustee/ Monitoring Institution can issue a Conversion Notice for conversion of all of its outstanding OCDs into the equity shares of the Company. This clause contemplates conversions of all outstanding OCDs. The expression outstanding OCDs is not a defined expression unlike other expressions in the MFA.</p> <p>Thus MFA provides that upon occurrence of an Event of Default, the Debenture Trustee/ Monitoring Institution may instruct the conversion of outstanding OCDs into equity shares. Since the expression used is 'outstanding' and not "Outstanding Amount – OCDs", it can be construed that the conversion of OCDs will cover only the outstanding face value of the OCDs and will not include YTM.</p> <p>Having considered the clauses referred above, Clause regarding conversion does not suggest or indicate that the amount of YTM is required to be added to the Principle Amount of the OCDs for conversion of the OCDs into the equity shares of the Company at the time of the conversion. Accordingly the management considers such YTM as contingent liability and has not provided the premium in the books of the Company.</p>								
	e. For Audit Qualification(s) where the impact is not quantified by the auditor: Not applicable								
	(i) Management's estimation on the impact of audit qualification: Given in SI I.								
	(ii) If management is unable to estimate the impact, reasons for the same: Not applicable								
	(iii) Auditors' Comments on (i) or (ii) above: Already explained in SI II (a) Above								
III.	<p>Signatories:</p> <table border="1"> <tr> <td>· CEO/Managing Director</td> <td></td> </tr> <tr> <td>· CFO</td> <td></td> </tr> <tr> <td>· Audit Committee Chairman</td> <td></td> </tr> <tr> <td>· Statutory Auditor</td> <td></td> </tr> </table>	· CEO/Managing Director		· CFO		· Audit Committee Chairman		· Statutory Auditor	
· CEO/Managing Director									
· CFO									
· Audit Committee Chairman									
· Statutory Auditor									
	Place: Mumbai								
	Date: 29.06.2020								



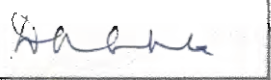
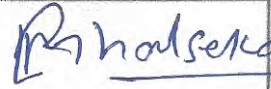


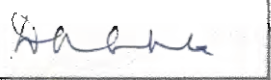
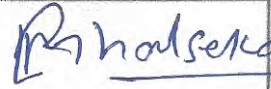


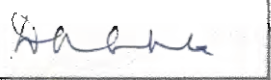
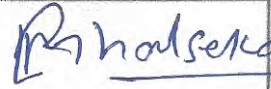


Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted alongwith the Annual Audited Financial Results (Consolidated) for the Financial Year ended March 31, 2020

[Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]

I.	Sl. No.	Particulars	Audited Figures	Adjusted Figures
			(as reported before adjusting for qualifications)	(audited figures after adjusting for qualifications)
	1	Turnover / Total income	6,681.32	6,681.32
	2	Total Expenditure	6,733.68	7,148.19
	3	Net Profit/(Loss)	(50.00)	(464.51)
	4	Earnings Per Share	(0.45)	(4.22)
	5	Total Assets	13,548.36	13,548.36
	6	Total Liabilities	10,851.26	11,780.28
	7	Net Worth	2,697.10	1,768.08
	8	Any other financial item(s) (as felt appropriate by the management)	The contingent liability on account of accumulated YTM payable as redemption premium on OCDs : Rs. 929.02 crore	The contingent liability on account of accumulated YTM payable as redemption premium on OCDs : NIL
II. Audit Qualification (each audit qualification separately):				
<p>a. Details of Audit Qualification: Non provision of the premium payable on Optionally Convertible Debentures (OCDs) at the time of redemption of OCDs issued to lenders pursuant to the Scheme for Sustainable Structuring of Stressed Assets (S4A Scheme) which stipulates that the yield to maturity (YTM) being the difference between weighted average interest and coupon rate be payable as redemption premium at the time of redemption of OCDs redeemable in 13 equal instalments commencing from the financial yer 2024-25. The Company considers such YTM/ redemption premium as contingent liability and has not provided for the same in the books of account for the quarter and year ended March 31, 2020 amounting to Rs. 103.06 crore and Rs.414.51 crore respectively. The aggregate liability for such YTM from the date of allotment of OCDs till the year ended March 31, 2020 is Rs.929.02 crore. Had such interest been provided, the reported profit/ (loss) for the quarter and year ended March 31, 2020 would have been Rs. 2.61 crore and (Rs. 464.51) crore respectively and net worth of the Company would have been Rs.1768.08 crore.</p>				
<p>b. Type of Audit Qualification : Qualified Opinion / Disclaimer of Opinion / Adverse Opinion</p>				
<p>c. Frequency of qualification: Whether appeared first time / repetitive / since how long continuing : Continuing Since March 31, 2019</p>				



	<p>d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Quantification is given in the note mentioned in para a above.</p> <p>Management's view:</p> <p>As per the Master Framework Agreement (MFA) executed between the Company and Lenders on December 16, 2017 the Optionally Convertible Debentures (OCDs) shall carry a Yield to Maturity (YTM) at a yield rate on the principle amount, accruing on annual basis, starting from the allotment date. The redemption will start from the Financial year 2024-25.</p> <p>In addition to the clause of the MFA quoted above it will be pertinent to note that another clause stated that upon occurrence of an Event of Default, the Debenture Trustee/Monitoring Institution can issue a Conversion Notice for conversion of all of its outstanding OCDs into the equity shares of the Company. This clause contemplates conversions of all outstanding OCDs. The expression outstanding OCDs is not a defined expression unlike other expressions in the MFA.</p> <p>Thus MFA provides that upon occurrence of an Event of Default, the Debenture Trustee/Monitoring Institution may instruct the conversion of outstanding OCDs into equity shares. Since the expression used is 'outstanding' and not "Outstanding Amount – OCDs", it can be construed that the conversion of OCDs will cover only the outstanding face value of the OCDs and will not include YTM.</p> <p>Having considered the clauses referred above, Clause regarding conversion does not suggest or indicate that the amount of YTM is required to be added to the Principle Amount of the OCDs for conversion of the OCDs into the equity shares of the Company at the time of the conversion. Accordingly the management considers such YTM as contingent liability and has not provided the premium in the books of the Company.</p>								
	e. For Audit Qualification(s) where the impact is not quantified by the auditor: Not applicable								
	(i) Management's estimation on the impact of audit qualification: Given in Sl I.								
	(ii) If management is unable to estimate the impact, reasons for the same: Not applicable								
	(iii) Auditors' Comments on (i) or (ii) above: Already explained in Sl II (a) above.								
III.	<p>Signatories:</p> <table border="1"> <tr> <td>• CEO/Managing Director</td> <td></td> </tr> <tr> <td>• CFO</td> <td></td> </tr> <tr> <td>• Audit Committee Chairman</td> <td></td> </tr> <tr> <td>• Statutory Auditor</td> <td></td> </tr> </table>	• CEO/Managing Director		• CFO		• Audit Committee Chairman		• Statutory Auditor	
• CEO/Managing Director									
• CFO									
• Audit Committee Chairman									
• Statutory Auditor									
	Place: Mumbai								
	Date: 29.06.2020								

