Dharani Sugars and Chemicals Limited

PGP GROUP

Regd. Office: "PGP HOUSE", (Old No.57) New No.59, Sterling Road, Nungambakkam, Chennai - 600 034.
Tel : 28234000, 28311313, 28254176, Fax : 28232074, 28232076
Email : accounts@dharanisugars-pgp.com, commercial @pgpgroup.in, secretarial@dharanisugars-pgp.com
GST No : 33AAACD1281F1Z7 | TIN NO:33061502443 | CST No : 818529/19.11.87
CIN No : L15421TN1987PLC014454, Website : www.dharanisugars.in

DSCL/Fin/Results/March/Reg 30 & 33/2025 **May 29, 2025**

BSE Ltd Corporate Relationship Department, First Floor, New Trading Ring, Rotunda Building, Floor No: 25 P J Towers, Dalal Street, Fort, Mumbai 400 001	National Stock Exchange of India Limited Exchange Plaza, 5th Floor Plot No.C/1 G Block Bandra – Kurla Complex Bandra East, Mumbai 400 051

Dear Sir/Madam

Sub: Outcome- Audited Financial Results for the Quarter and Year ended 31st March 2025.
Ref: BSE- Scrip Code – 507442 (BSE) – NSE- DHARSUGAR.

In accordance with Regulation 30 and 33 read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following items were discussed and approved in the Meeting of the Board of Directors held on 29.05.2025.

1. Audited Financial Results of the Company for the Quarter and year ended March 31, 2025, along with segment wise report, Statement of Assets & Liabilities and Cashflow Statement.
2. Independent Auditors Report.
3. Statement on impact of Audit Qualifications.
4. Appointed M/S Srinivasan & Shankar Chartered Accountants, Chennai (Firm Regn No 005093S) as the Internal Auditor of the Company for the Financial year 2025-26
5. Appointed M/s SRR & Associates, Cost Accountants Chennai (Firm Regn.No.000992) as the Cost Auditor of the Company for the Financial year 2025-26.
6. Appointed M Damodaran & Associates LLP, Chennai (Firm No. L2019TN006000) as Secretarial Auditor of the Company for a period of 5 years from 01.04.2025 to 31.03.2030 subject to approval of shareholders at the ensuing Annual General Meeting.
7. Re-appointed Mr Arunachalam Sennimalai, Director (DIN:00062791) who retires by rotation and being eligible offers himself for re-appointment subject to approval of shareholders at the ensuing Annual General Meeting.
8. Appointed Mr Mahalingam Venkatachalam (DIN 0954304) IFS (Retd) as an Independent Director for a period of 5 years w.e.f 29.05.2025, subject to the approval of shareholders in the ensuing Annual General Meeting.
9. Decided to convene the 38th Annual General Meeting of the Members of the Company during 4th week of September 2025 through Video Conference (VC)/Other Audio-Visual Means (OAVM) in accordance with the relevant circular issued by the Ministry of Corporate affairs/Govt.of India/SEBI.

The Meeting of the Board of Directors of the Company commenced at 12.00 Noon and concluded at 2.30 p.m.

This above Result is also available at the website of the Company (www.dharanisugars.com) and at the websites of the Stock Exchanges where the equity shares of the Company are listed: BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com).

This is for your information and record.

Thanking You,

Yours faithfully,
for Dharani Sugars and Chemicals Limited

E P Sakthivel
Company Secretary

Encl.: as above

Dharani Sugars and Chemicals Limited
Regd. Office: "PGP House", New No.59 (Old No.57) Sterling Road, Nungambakkam, Chennai 600 034
Tel.No.91-44-28311313, Fax No.091-44-28232074, CIN - L15421TN1987PLC014454
Email: secretarial@dharanisugars-pgp.com, Website: www.dharanisugars.com

Statement of standalone Audited financial results for the Quarter and Year ended March 31, 2025

Rs. In lakhs

S.No	Particulars	Quarter ended			Year ended	
		March 31, 2025 (Audited)	December 31, 2024 (Unaudited)	March 31, 2024 (Audited)	March 31, 2025 (Audited)	March 31, 2024 (Audited)
	Income from Operations					
1	(a) Net Sales/ Revenue from operations	-	-	-	-	-
	(b) Other Operating Income)	17.27	22.47	3.78	71.52	18.11
	Total Income from Operations (Net)	**17.27**	**22.47**	**3.78**	**71.52**	**18.11**
2	**Expenses**					
	(a) Cost of materials consumed	-	-	-	-	-
	(b) Purchase of Stock in Trade	-	-			
	(c) Changes in inventories of finished goods, work in progress and stock in trade	-	-	-	-	-
	(d) Employees benefits expense	278.89	362.72	46.75	1114.16	143.23
	(e) Depreciation and amortisation expense	552.63	552.61	554.42	2209.89	2,217.75
	(f) Other expenses	502.67	148.48	156.55	1047.15	515.45
	Total Expenses	**1,334.19**	**1,063.81**	**757.72**	**4,371.20**	**2,876.43**
3	Profit/(Loss) from Operations before other income,Finance costts and exceptional items (1-2)	**(1,316.92)**	**(1,041.34)**	**(753.94)**	**(4,299.68)**	**(2,858.32)**
4	Other income	-	-	-	-	-
5	Profit/(Loss) from ordinary activities before Finance costs and exceptional items (3+4)	**(1,316.92)**	**(1,041.34)**	**(753.94)**	**(4,299.68)**	**(2,858.32)**
6	Finance Cost	2,020.00	822.20	598.53	4,192.15	599.34
7	Profit/(Loss) from ordinary activities after Finance costs but before exceptional items (5+6)	(3,336.92)	(1,863.54)	(1,352.47)	(8,491.83)	(3,457.66)
8	Exceptional items	(141.23)	(20.00)	3,632.85	(807.70)	15,590.05
9	Profit/(Loss) from ordinary activities before tax (7+8)	(3,478.15)	(1,883.54)	2,280.38	(9,299.53)	12,132.39
10	Tax expenses					
11	Net Profit (Loss) ordinary activities after tax (9+10)	**(3,478.15)**	**(1,883.54)**	**2,280.38**	**(9,299.53)**	**12,132.39**
12	Extraordinary items (net of tax)	-	-	-	-	-
13	Net Profit (Loss) for the period (11+12)	**(3,478.15)**	**(1,883.54)**	**2,280.38**	**(9,299.53)**	**12,132.39**
14	Share of profit/(Loss) of Associates	-	-	-	-	-
15	Minority Interest	-		-		-
16	Net profit /(Loss) after taxes,minority interest and share of profit/(Loss) of associates(13+14+15)	**(3,478.15)**	**(1,883.54)**	**2,280.38**	**(9,299.53)**	**12,132.39**
17	Other Comprehensive Income					
	(A) Items that will not be classified to profit or loss					
	(i) Remeasurement of Defined Benefit Gain/(Loss)	(282.49)	-	-	(282.49)	-
	(ii) Income Tax relating to items that will be not reclassified to profit or loss	-	-	-	-	-
	Total other comprehensive income , net of income tax	**(3,760.64)**	**(1,883.54)**	**2,280.38**	**(9,582.02)**	**12,132.39**
18	Paid-up equity share capital	4,151.43	3,320.00	3,320.00	4,151.43	3,320.00
	Face value per share (Rs)	10.00	10.00	10.00	10.00	10.00
19	Reserves excluding Revaluation Reserves as per balance sheet of Previous accounting year	-	-	-	-	(10,897.55)
20	i.Earnings per share(Before extraordinary items)					
	- Basic	(8.83)	(5.67)	6.87	(22.46)	36.54
	- Diluted	(8.83)	(5.67)	6.87	(22.46)	36.54
	ii.Earnings per share(After extraordinary items)					
	- Basic	(9.20)	(5.67)	6.87	(24.60)	36.54
	- Diluted	(9.20)	(5.67)	6.87	(24.60)	36.54

SRIVATSAN & ASSOCIATES
FRN: 014921S
CHARTERED ACCOUNTANTS

DHARANI SUGARS AND CHEMICALS LTD.
No.59, Sterling Road, Nungambakkam,
CHENNAI-34

Notes

1. The Company was admitted into Corporate Insolvency Resolution Process (CIRP) on 29th July 2021. As no viable resolution plan emerged, the Hon'ble NCLT ordered liquidation on 27th June 2023. Subsequently, the consortium of lenders assigned their debts to National Asset Reconstruction Company Limited (NARCL) through a joint assignment agreement dated 30th September 2023. Following an appeal by the promoters, the Hon'ble Supreme Court set aside the liquidation order and remitted the matter to the NCLT on 18th March 2024. The Committee of Creditors (CoC), in its 17th meeting held on 22nd April 2024, approved a resolution plan, and the NCLT allowed the withdrawal of CIRP under Section 12A of IBC on 9th May 2024. A Master Restructuring Agreement ("MRA") was entered into between the Company and India Debt Resolution Limited ("IDRCL" – acting as a trustee on behalf of NARCL) on 22nd May 2024.
2. The Company has accumulated losses, and it indicates that the company has negative net worth as on the balance sheet date. However, the financial statements for the quarter ending 31st March 2025 have been prepared on a going concern basis as the Company has initiated necessary revival plan to recommence commercial operations by restoring production capabilities, ensuring the company's ability to meet it obligations and sustain its business activities in the foreseeable future.
3. The Appu Hotels Limited, which was in corporate insolvency resolution process (CIRP), had exited the CIRP Process as per the approval of the Hon'ble NCLT Chennai Bench-I vide its order dated 20/12/2023 approving the settlement proposal submitted by the Promoter u/s 12A of the IBC 2016. The Carrying amount of the investments as at March 31, 2025, is INR 1455.53 Lakhs. The fixed asset value of the M/S Appu Hotels Limited is very high as compared to the liabilities. The Management is making all efforts to comply with the disclosure requirements of the IND AS 113- Fair Value Measurements".
4. The Company has obtained unsecured loans in the said quarter from Corporates to the tune of INR 631.08 Lakhs as per Loan agreements. The Total Outstanding loans from Directors &Loans from related parties stands at INR 16586.91 Lakhs as on 31st March 2025.
5. The Company has disclosed ₹33,465 lakhs as unsustainable debt under contingent liabilities, in accordance with the Master Restructuring Agreement (MRA) executed with lenders. This amount is contingent upon the fulfilment of specified terms under the MRA, including timely repayment of sustainable debt and covenant compliance. Since the liability may be remitted subject to these conditions and it has been disclosed as contingent liability.
6. During the year, 83,14,328 equity shares of ₹10 each were issued for consideration other than cash pursuant to a debt resolution agreement with National Asset Reconstruction Company Limited (NARCL). But as on 31st March 2025, the same has not been issued in dematerialised form as stipulated by the said agreement and also pending for in principle approval from stock exchanges. Consequently, the share capital issued against debt is not dematerialised or listed as on 31st March 2025.
7. The Company does not have any subsidiary/associate/joint venture company as on 31st March 2025.
8. Previous period figures have been regrouped/reclassified, wherever necessary.

DHARANI SUGARS AND CHEMICALS LTD.
No.59, Sterling Road, Nungambakkam, CHENNAI-34

Rs. In lakhs

Segment wise Revenue Results and Capital Employed					
Particulars	**Quarter ended**			**Year ended**	
	March 31, 2025 (Audited)	**December 31, 2024 (Unaudited)**	**March 31, 2024 (Audited)**	**March 31, 2025 (Audited)**	**March 31, 2024 (Audited)**
Segment Revenue					
(a) Sugar	-	-	-	-	-
(b) Distillery	-	-	-	-	-
(c) Power	-	-	-	-	-
(d) Unallocated	17.27	22.47	3.78	71.52	18.11
Total	**17.27**	**22.47**	**3.78**	**71.52**	**18.11**
Less: Inter Segment Revenue	-	-	-	-	-
Revenue from operations (Net)	**17.27**	**22.47**	**3.78**	**71.52**	**18.11**
Segment Results					
Profit (+) / Loss (-) before tax and finance cost					
(a) Sugar	(1,111.37)	(737.00)	3,171.49	(3,791.24)	13,873.48
(b) Distillery	(227.07)	(217.66)	(201.11)	(878.98)	(797.50)
(c) Power	(136.98)	(129.15)	(95.25)	(508.68)	(362.36)
(d) Unallocated	17.27	22.47	3.78	71.52	18.11
Total	**(1,458.15)**	**(1,061.34)**	**2,878.91**	**(5,107.38)**	**12,731.73**
Add/ (Less) : Finance Cost	2,020.00	822.20	598.53	4,192.15	599.34
Loss from continuing operations	(3,478.15)	(1,883.54)	2,280.38	(9,299.53)	12,132.39
Loss from discontinuing operations	-	-	-	-	-
Profit /(Loss) Before Tax	**(3,478.15)**	**(1,883.54)**	**2,280.38**	**(9,299.53)**	**12,132.39**
Segment Assets					
(a) Sugar	25,769.44	26,212.20	28,220.89	25,769.44	28,220.89
(b) Distillery	11,494.95	11,683.53	11,773.41	11,494.95	11,773.41
(c) Power	9,669.56	9,742.58	9,139.63	9,669.56	9,139.63
(d) Other unallocable corporate assets	115.92	115.92	114.36	115.92	114.36
Total assets	**47,049.87**	**47,754.23**	**49,248.29**	**47,049.87**	**49,248.29**
Segment Liabilities					
(a) Sugar	52,046.01	49,300.55	44,035.08	52,046.01	44,035.08
(b) Distillery	4,872.80	4,228.00	4,819.20	4,872.80	4,819.20
(c) Power	7,171.78	7,624.60	7,971.56	7,171.78	7,971.56
(d) Other unallocable corporate liabilities	-	-	-	-	-
Total liabilities	**64,090.59**	**61,153.15**	**56,825.84**	**64,090.59**	**56,825.84**
Capital Employed (Segment assets-Segment liabilities)					
(a) Sugar	(26,276.57)	(23,088.35)	(15,814.19)	(26,276.57)	(15,814.19)
Add : Loans	37,771.25	37,140.17	33,138.52	37,771.25	33,138.52
Capital Employed Sugar segment	**11,494.68**	**14,051.82**	**17,324.33**	**11,494.68**	**17,324.33**
(b) Distillery	6,622.15	7,455.53	6,954.21	6,622.15	6,954.21
Add : Loans	2,000.00	3,272.51	3,160.66	2,000.00	3,160.66
Capital Employed Distillery segment	**8,622.15**	**10,728.04**	**10,114.87**	**8,622.15**	**10,114.87**
(c) Power	2,497.78	2,117.98	1,168.07	2,497.78	1,168.07
Add : Loans	9,945.60	6,099.22	5,557.49	9,945.60	5,557.49
Capital Employed power segment	**12,443.38**	**8,217.20**	**6,725.56**	**12,443.38**	**6,725.56**
Total capital employed in segments	**32,560.21**	**32,997.06**	**34,164.76**	**32,560.21**	**34,164.76**
Other unallocable corporate assets less Corporate liabilities	115.92	115.92	114.36	115.92	114.36
Total Capital Employed	**32,676.13**	**33,112.98**	**34,279.12**	**32,676.13**	**34,279.12**

SRIVATSAN & ASSOCIATES CHARTERED ACCOUNTANTS FRN: 014921S

DHARANI SUGARS AND CHEMICALS LTD. No.59, Sterling Road, Nungambakkam, CHENNAI-34

Statement of Assets and Liabilities Rs. In lakhs

Particulars	As at March 31, 2025 (Audited)	As at March 31, 2024 (Audited)
Assets		
Non-current assets		
Property, plant and equipment	44,800.59	47,005.36
Financial assets		
Investments	1,471.21	1,463.12
Other financial assets	41.90	38.70
Non-Current tax assets (net)	17.36	18.10
Other non-current assets	53.63	52.93
Total non-current assets	**46,384.69**	**48,578.21**
Current assets		
Inventories	31.67	42.56
Financial assets		
Trade receivables	450.21	451.14
Cash and cash equivalents	20.62	42.27
Other financial assets	10.55	10.56
Other current assets	212.86	123.55
Total current assets	**725.91**	**670.08**
Total Assets	**47,110.60**	**49,248.29**
EQUITY AND LIABILITIES		
Equity		
Equity share capital	4,151.43	3,320.00
Other equity	(20,479.57)	(10,897.55)
Total equity	**(16,328.14)**	**(7,577.55)**
Liabilities		
Non-current liabilities		
Financial liabilities		
Borrowings	36,148.21	35,038.48
Other financial liabilities	3,286.01	3.28
Deferred tax liabilities (net)	1,338.46	1,338.46
Provisions	828.99	564.02
Total non-current liabilities	**41,601.67**	**36,944.24**
Current liabilities		
Financial liabilities		
Borrowings	7,413.30	5,789.18
Trade payables		
Dues to Micro and Small Enterprises	62.47	26.87
Dues to Other Than Micro and Small Enterprises	5,146.45	8,725.79
Other financial liabilities	6,098.65	2,429.81
Other current liabilities	3,015.24	2,728.76
Short Term Provisions	100.96	181.19
Total current liabilities	**21,837.07**	**19,881.60**
Total liabilities	**63,438.74**	**56.825.84**
Total Equity and Liabilities	**47,110.60**	**49,248.29**

The Company has organised the business into three segments viz. Sugar, Distillery and Power. This reporting complies with Ind AS 108 "Operating Segments".

SRIVATSAN & ASSOCIATES ★ FRN: 014921S ★ CHARTERED ACCOUNTANTS

DHARANI SUGARS AND CHEMICALS LTD. No.59, Sterling Road, Nungambakkam, CHENNAI-34

Statement of Cash Flows	(Rs. in Lakhs)	
Particulars	**As at March 31, 2025 (Audited)**	**As at March 31, 2024 (Audited)**
Cash Flow From Operating Activities		
Profit before income tax	(9,299.53)	12,132.39
Adjustments for		
Depreciation and amortisation expense	2,209.89	2,217.75
Unamortised finance income	(3.28)	(4.17)
Interest income	(7.24)	(13.94)
Finance costs	4,192.15	599.34
Changes in fair value of investments	(8.09)	1.85
	(2,916.10)	**14,933.22**
Change in operating assets and liabilities		
(Increase)/ decrease in other financial assets	(3.19)	300.63
(Increase)/ decrease in inventories	10.89	-
(Increase)/ decrease in trade receivables	0.93	-
(Increase)/ decrease in other assets	(90.01)	(42.89)
Increase/ (decrease) in provisions and other liabilities	7,143.57	(2,588.76)
Increase/ (decrease) in trade payables	(3,543.74)	26.61
Cash generated from operations	602.35	12,628.81
Less: Income taxes paid/ (refunds)	(0.74)	0.73
Net cash from operating activities (A)	**603.09**	**12,628.08**
Cash Flows From Investing Activities		
Purchase of property, plant and equipment	(5.10)	-
Interest received	7.24	13.94
Net cash used in investing activities (B)	**2.14**	**13.94**
Cash Flows From Financing Activities		
Proceeds from/ (repayment of) short term borrowings (net)	(792.24)	(40,122.90)
Proceeds from/ (repayment of) long term borrowings (net)	4,357.52	28,057.18
Interest paid	(4,192.16)	(599.34)
Net cash from/ (used in) financing activities (C)	**(626.88)**	**(12,665.06)**
Net increase/ (decrease) in cash and cash equivalents(A+B+C)	**(21.65)**	**(23.04)**
Cash and cash equivalents at the beginning of the financial year	42.27	65.31
Cash and cash equivalents at end of the year	**20.62**	**42.27**

for Dharani Sugars and Chemicals Limited

DHARANI SUGARS AND CHEMICALS LTD. No.59, Sterling Road, Nungambakkam, CHENNAI-34

Dr Palani G Periasamy
Executive Chairman
DIN: 00081002

Place: Chennai
Date : 29th May 2025

For identification purposes only

SRIVATSAN & ASSOCIATES CHARTERED ACCOUNTANTS FRN: 014921S

Dharani Sugars and Chemicals Limited				
Statement on impact of Audit Qualifications (for Audit Report with modified opinion submitted) along with Audited Financial Results - (Standalone)				
Statement on Impact of Audit Qualifications for the Financial year ended March 31, 2025				
(See Regulation 33/52 of the SEBI (LODR) (Amendment) Regulation, 2016)				
Sl.No		**Particulars**	**Audited Figures (as reported before adjusting for qualifications)**	**Audited Figures (audited figures after adjusting for qualifications)**
			(Rs. lakhs)	
I	a	Turnover/ Total Income	71.52	71.52
	b	Total Expenditure	9653.54	9653.54
	c	Net Profit/ (Loss)	-9582.02	-9582.02
	d	Earnings Per share	-24.60	-24.60
	e	Total Assets	47110.60	47110.60
	f	Total Liabilities	47110.60	47110.60
	g	Net Worth	-16328.14	-16328.14
	h	Any other financial item(s) as felt appropriate by the Management)	-	
II	**Audit Qualifications**			
	a	Details of Audit Qualifications	1. We draw attention to Note 1 in the financial statements, which indicates that the Company has come out of the CIRP process during year of audit vide Honourable National Company Law Tribunal (NCLT) vide order dated 9th May 2024 and states that the Company has initiated necessary revival plan to recommence commercial operations by restoring production capabilities, ensuring the company's ability to meet its obligations and sustain its business activities in the foreseeable future. As stated in Note No.2 the Company has accumulated losses and it indicates that the Company has negative net worth as on the balance sheet date. Except for these events or conditions, along with other matters as set forth in other Notes to financial statements the standalone financials are prepared on going concern basis. Our opinion is not modified in this matter. 2. We draw attention to Note No.3 to the standalone financial statements, which explains the Company's the investment in Appu Hotels Private Limited ("investee Company"). The carrying amount of investment as at 31st March 2025 is INR 1455.39 Lakhs. In the opinion of the management the carrying amount of investments is reflective of fair value of investments and is recoverable; thus, no adjustment were made in the carrying value of investments in financial statements. In our opinion the carrying value of investments is not reflective of fair value of investments as per the "IND AS 113 - Fair Value Measurements". 3. We were not provided with balance confirmations as at 31st March 2025 for trade receivables, trade payables, advances received/ paid and for deposits received/ paid. Based on the above we are unable to report the impact on standalone financial statements due to non-receipt of confirmations. 4. We draw attention to Note No.5, where in the balance unsustainable debt of INR. 33,465 Lakhs has been disclosed as contingent liability (which is contingent upon remission of liability as per the fulfilment terms of repayment as provided MRA). 5 We draw attention to Note 4 of the financial statements, which discloses borrowings from directors & Intercorporate Loans from related parties. The Company has not provided for interest expense on these borrowings as per the agreed terms. In our view, the omission of such provision has resulted in an understatement of finance costs and current liabilities. The total outstanding from Directors and Related parties stands at INR 165[illegible].91 Lakhs as on 31st March 2025.	

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	b	Type of Audit Qualifications: Qualified Opinion/ Disclaimer of Opinion / Adverse Opinion	Qualified Opinion
	c	Frequency of Qualifications: Whether appeared first time/ repetitive / since how long continuing	Mentioned below on each item.
	d	for Audit Qualification(s) where the impact is quantified by the auditor, Management's views:	Impact not presently quantifiable due to the various uncertainties involved.
	e	for Audit Qualification(s) where the impact is not quantified by the auditor	
	i. Management's estimation on the impact of audit qualification		**1. Going Concern basis:** Frequency of qualification. 2nd time, from the financial year 2023-24 Company has come out of the CIRP process during year of audit vide Honourable National Company Law Tribunal (NCLT) vide order dated 9th May 2024. Now, the Company is carrying out the maintenance works at all the Three units and it will be completed as per the schedule. Company is confident of starting the cane-crushing season by November 2025. Therefore, there is a significant possibility of the company to continue as going concern.
			Opinion - Not Modified. **2. Appu Hotels Limited – Value of Investment: -** **Frequency of qualification. 6th time, from financial year 2019-20.** Based on the settlement proposal submitted by the Promoter under section 12A of the IBC 2016, the NCLT Chennai had approved the withdrawal of the CIRP process effective from 20th Dec. 2023 and the powers of the Board have been restored. As per the settlement proposal the entire secured and un secured financial creditors have been fully settled. The company's performance has substantially improved and the company is planning to reduce the loan substantially by selling the non-core assets. Further, the Company's fixed asset values are very as compared to the loans. As such, the management is confident of realising the value of investment in the books as on 31st Mar 2025.
			3. **Confirmation of Balance:** **Frequency of qualification. 6th time, from financial year 2019-20.** As the company was in CIRP / Liquidation process till 8th May 2024 and there were no transactions during the year. Hence, the confirmation could not be received for the financial year 2024-25 Once the operation is started, we will get the Confirmation of balance for receivables and payables. Hence, there is no impact on the financial statements for the year 2024-25.
			4.. Unsustainable Debt Rs.334.65 Crs. **Frequency of qualification. 2nd time, from the financial year 2023-24** The unsustainable Debt of Rs.334.65 Crores will be given remission on completion of payment of the Loan as prescribed in the Master Restructuring Agreement dated 22.05.2024 with NARCL and it has been disclosed in the contingent liability from the year 2023-24 onwards. Company is confident of making the repayment as per the schedule. Hence, there is no additional liability.

DHARANI SUGARS AND CHEMICALS LTD.
No.59, Sterling Road, Nungambakkam,
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			5. Interest not provided on the borrowing from Director & Inter Corporate Loans. **Frequency of qualification. 2nd time ,from the financial year 2023-24** The Company has not provided for interest expense on these borrowings as specified in the terms of the Master Restructuring Agreement (MRA) with NARCL. Once we started our cane crushing operation, the Company will take efforts to get the approval from NARCL to account for the interest on the borrowing from the Directors and Inter Corporate Loans for the future years.
	ii. Management's is unable to estimate the impact, reasons for the same:		Impact not presently quantifiable due to the various uncertainties involved.
	iii. Auditor's comments on (i) or (ii) above;		Refer" Basis for Qualified Opinion" in audit report read with relevant notes in the financial results the same is self-explanatory

M Ramalingam **Managing Director**	**M P Kaliannan** **Chief Financial Officer**	**P Selvam** **Audit Committee Chairman**	**N Srivatsan** **For Srivatsan & Associates** **Statutory Auditors**

Date: 29.05.2025
Place: Chennai

Srivatsan & Associates
Chartered Accountants

New No.31, First Floor
Lazarus Church Road, R.A. Puram
Chennai - 600 028
+91 98418 36988
sri@srivatsanassociates.com

Independent Auditor's Report on the Annual Standalone Financial Results of Dharani Sugar and Chemicals Limited Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Qualified Opinion

We have audited the accompanying standalone financial statements of Dharani Sugars and Chemicals Limited ("the Company"), which comprise the Balance Sheet at of 31st March 2025, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended 31st March 2025 and notes to financial statements, including summary of material accounting policies and other explanatory information ("hereinafter referred to as the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the matters described in the Basis for Qualified Opinion in our report, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31 2025, and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

We draw attention to the following matters being described in this report,

1. We draw attention to Note 1 in the financial statements, which indicates that the Company has come out of the CIRP process during year of audit vide Honorable National Company Law Tribunal (NCLT) vide order dated 9th May 2024 and states that the Company has initiated necessary revival plan to recommence commercial operations by restoring production capabilities, ensuring the company's ability to meet its obligations and sustain its business activities in the foreseeable future. As stated in Note No.2 the Company has accumulated losses and it indicates that the Company has negative net worth as on the balance sheet date. Except for these events or conditions, along with other matters as set forth in other Notes to financial statements the standalone financials are prepared on going concern basis. Our opinion is not modified in this matter.

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2. We draw attention to Note No.3 to the standalone financial statements which explains the Company's the investment in Appu Hotels Private Limited ("investee Company"). The carrying amount of investment as at 31st March 2025 is INR 1455.39 Lakhs. In the opinion of the management the carrying amount of investments is reflective of fair value of investments and is recoverable; thus no adjustment were made in the carrying value of investments in financial statements. In our opinion the carrying value of investments is not reflective of fair value of investments as per the "IND AS 113 - Fair Value Measurements".
3. We were not provided with balance confirmations as at 31st March 2025 for trade receivables, trade payables, advances received/ paid and for deposits received/ paid. Based on the above we are unable to report the impact on standalone financial statements due to non-receipt of confirmations.
4. We draw attention to Note No.5, where in the balance unsustainable debt of INR. 33,465 Lakhs has been disclosed as contingent liability (which is contingent upon remission of liability as per the fulfilment terms of repayment as provided MRA).
5. We draw attention to Note 4 of the financial statements, which discloses borrowings from directors & Intercorporate Loans from related parties. The Company has not provided for interest expense on these borrowings as per the agreed terms. In our view, the omission of such provision has resulted in an understatement of finance costs and current liabilities. The total outstanding from Directors and Related parties stands at INR 16586.91 Lakhs as on 31st March 2025.

We conducted our audit of the Financial Statements in accordance with the standards on Auditing ("SAs") specified under Section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of Financial Statements section of our report. We are independent of the company in accordance with the code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act 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 on the financial statements.

SRIVATSAN & ASSOCIATES
FRN-004021S
CHARTERED ACCOUNTANTS

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Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statement

The Statement which includes the Standalone financial results is the responsibility of the Company's Management and the Board of Directors and has been approved by them for issuance. The Standalone financial results for the year ended March 31st 2025 have been prepared from the related audited standalone financial statements. This responsibility includes the preparation and presentation of the Standalone Financial Results for the quarter and year ended March 31, 2025, that give a true and fair view of the net profit and other comprehensive income of the Company, and other financial information, in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder, and other accounting principles generally accepted in India and in compliance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This responsibility includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and preventing and detecting fraud and other irregularities; selection and application of appropriate accounting policies; making reasonable and prudent judgments and estimates; and the design, implementation, and maintenance of adequate internal financial controls that were operating effectively to ensure the accuracy and completeness of the accounting records relevant to the preparation and presentation of the Standalone Financial Results, which 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 Management and 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 cease operations, or has no realistic alternative but to do so.

Auditor's Responsibility for the Audit of the Financial Statements

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

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls 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 that ended 31st March 2025 and the corresponding quarter that ended in the previous year as reported in these standalone financial results which are 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 current and previous financial year respectively which were subject to limited review by us, as required under the Listing regulations.

For Srivatsan & Associates
Chartered Accountants
FRN: 014921S

SRIVATSAN & ASSOCIATES FRN: 014921S CHARTERED ACCOUNTANTS

N. Srivatsan

N.Srivatsan
Proprietor
M.No.230195
UDIN: 25230195BMIWEN4423

Date: 29.05.2025
Place: Chennai

Annexure - A

Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023.

1. Appointment M/S Srinivasan & Shankar Chartered Accountants, Chennai (Firm Regn. No 005093S) as Internal Auditor.

Sl.No.	Particulars	
1	Reason for change viz., ~~appointment,~~ re-appointment, ~~resignation, removal, death, cessation or otherwise~~	Re-appointment
2	Date of appointment/ ~~reappointment/ cessation (as applicable)~~ & term of ~~appointment/~~ re-appointment;	01.04.2025 One year from 01.04.2025 to 31.03.2026.
3	Brief Profile (in case of appointment)	-
4	Disclosure of relationships between Directors (in case of appointment of Director)	-

2. Appointment M/s SRR & Associates, Cost Accountants Chennai (Firm Regn.No.000992) as a Cost Auditor.

Sl.No.	Particulars	
1	Reason for change viz., ~~appointment,~~ re-appointment, ~~resignation, removal, death, cessation or otherwise~~	Re-appointment
2	Date of appointment/ ~~reappointment/ cessation (as applicable)~~ & term of ~~appointment/~~ re-appointment;	01.04.2025 One year from 01.04.2025 to 31.03.2026.
3	Brief Profile (in case of appointment)	-
4	Disclosure of relationships between Directors (in case of appointment of Director)	-

3. Re-appointment of Mr Arunachalam Sennimalai, Director (DIN:00062791)

Sl.No.	Particulars	
1	Reason for change viz., ~~appointment,~~ re-appointment, ~~resignation, removal, death, cessation or otherwise~~	Re-appointment
2	Date of ~~appointment/~~ reappointment/ ~~cessation (as applicable)~~ & term of ~~appointment/~~ re-appointment;	Retires by rotation and being eligible offers himself for re-appointment subject to approval of shareholders at the ensuing Annual General Meeting.
3	Brief Profile (in case of appointment)	-
4	Disclosure of relationships between Directors (in case of appointment of Director)	-

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4. Appointment of M Damodaran & Associates LLP, as Secretarial Auditors of the Company

Sl.No.	Particulars	
1	Reason for change viz., appointment, ~~re-appointment~~, ~~resignation, removal, death, cessation or otherwise~~	M/s. M Damodaran & Associates LLP, Practicing Company Secretaries [Firm Reg No: L2019TN006000] is leading firm in South India, they are handling various listed companies' compliances and has good Secretarial Audited Team and also have peer review certificate from ICSI.
2	Date of appointment/ ~~re-appointment/ cessation (as applicable)~~ & term of appointment/ ~~re-appointment;~~	Appointed vide Board Meeting dated 29.05.2025 for a period of 5 years from 01.04.2025 to 31.03.2030 subject to approval of shareholders at the ensuing Annual General Meeting.
3	Brief Profile (in case of appointment)	M Damodaran & Associates LLP, Chennai (Firm No. L2019TN006000) is a Peer Reviewed Company Secretaries firm registered with Institute of Company Secretaries of India, (since 2002) having Membership No 5837 and Certificate of Practice No. 5081 and rendering services in the area of Company Law, SEBI Laws, RBI Laws, FEMA Laws, IPR Laws and RD/ROC related matters. M Damodaran & Associates LLP has a team of qualified Company Secretaries, semi qualified and apprentice trainees and are associated to different professionals to cater clients with all the types of services. M Damodaran & Associates LLP works closely with their clients to understand their business and goals. As legal advisors, they focus on achieving results by integrating their legal acumen with practical, creative business solutions tailored to their client's particular needs.
4	Disclosure of relationships between Directors (in case of appointment of Director)	-

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5. Appointment of Mr Mahalingam Venkatachalam (DIN 0954304) IFS (Retd) as an Independent Director.

Sl.No.	Particulars	
1	Reason for change viz., appointment, ~~re-appointment, resignation, removal, death, cessation or otherwise~~	Appointment
2	Date of appointment/ ~~reappointment/ cessation (as applicable)~~ & term of appointment/ ~~re-appointment;~~	5 years from 29.05.2025 to 28.05.2030, subject to the approval of shareholders in the ensuing Annual General Meeting.
3	Brief Profile (in case of appointment)	Ambassador V. Mahalingam had an eventful career in the Indian Foreign Service for nearly 30 years. He was the High Commissioner of India to Guyana, Ambassador of India to Caribbean Community, High Commissioner of India to Antigua and Barbuda, High Commissioner of India to Saint Kitts and Nevis, India's first ever Consul General in Jaffna in Sri Lanka , and Consul General of India to Anguilla, the British Administered Territory in West Indies. He also served in various capacities in the Indian Embassies in Indonesia, Malaysia and Croatia apart from holding important positions in Government of India. He was also Regional Passport Officer in Chennai as well as in Delhi. He also had a few years' excellent Corporate Sector experience before joining the prestigious Indian Foreign Service. He raised fast to the middle management level in the then "Crown in the Jewel" Public Sector Organisation- HMT Ltd. Before demitting office in HMT, he was in charge of Market Planning and Research and Advertising Department of Tractor Division Head Quarters in Chandigarh and handled All India territory. His academic excellence include an Engineering degree and an MBA from the prestigious Indian Institute of Management, Ahmedabad.
4	Disclosure of relationships between Directors (in case of appointment of Director)	Mr Mahalingam Venkatachalam is not related to any of the Directors or Key Managerial Personnel or Promoters and Promoter group of the Company.
5	Information as required under BSE circular no. LIST/COMP/14/2018-19, dated June 20, 2018.	Mr Mahalingam Venkatachalam is not debarred from holding the office of Director by any SEBI order or any other such authority.

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