

INTERNAL CONTROL SYSTEM

Internal control is a process, effected by an entity's Board of Directors, Management, and other personnel, designed to provide reasonable assurance regarding the achievement of objectives relating to operations, reporting, and compliance. This definition emphasizes that internal control is:

- Geared to the achievement of objectives in one or more separate but overlapping categories—operations, reporting, and compliance.
- A process consisting of ongoing tasks and activities—a means to an end, not an end in itself.
- Effected by people—not merely about policy and procedure manuals, systems, and forms, but about people and the actions they take at every level of an organization to effect internal control.
- Able to provide reasonable assurance—but not absolute assurance, to an entity's senior management and Board of Directors.
- Adaptable to the entity structure—flexible in application for the entire entity or for a particular division, operating unit, or business process.

Effective internal control provides assurance that significant weaknesses in the design or operation of control processes that could adversely affect an entity's ability to meet its objectives, would be prevented or detected in a timely manner.

Internal Control affects every aspect of Shahtaj Sugar Mills Limited (SSML) operations. It assures that SSML functions efficiently and economically, satisfying the requirements of applicable laws, policies, rules and regulations. Management, Investors and other Stakeholders want to ensure that adequate controls exist to assure that functions and activities are administered in compliance with laws, rules and regulations.

The management of SSML has a fundamental responsibility to develop and maintain effective internal control. The proper implementation of the defined internal controls is an essential responsibility of the overall management. Programs must operate and resources must be used in consistent with the SSML's mission and in compliance with applicable laws and regulations to minimize regulatory violations, fraud, and mismanagement.

The purpose of this Internal Control Policy is to help management better control the organization and to provide Board of Directors with an added ability to oversee internal control. A system of internal control will allow management to stay focused on SSML's pursuit of its operations and financial performance goals, while operating within the confines of relevant laws and minimizing surprises along the way.

LIMITATIONS OF INTERNAL CONTROL

An effective system of internal control provides reasonable assurance of achieving the entity's objectives, however inherent limitations do exist. Even an effective system of internal control can experience a failure.

These limitations may result from the:

- Suitability of objectives established as a precondition to internal control
- Reality that human judgment in decision making can be faulty and subject to bias
- Breakdowns that can occur because of human failures such as errors
- Ability of management to override internal control
- Ability of management, other personnel, and/or third parties to circumvent controls through collusion
- External events beyond the organization's control.

These limitations preclude the Board and management from having absolute assurance of the achievement of SSML's objectives—that is, internal control provides reasonable but not absolute assurance.

INTERNAL CONTROL FRAMEWORK

Internal controls are established to further strengthen and ensure:

- The reliability and integrity of information.
- Compliance with policies, plans, procedures, laws and regulations.
- The safeguard of assets.
- The economical and efficient use of resources.
- The accomplishment of established objectives and goals for operations or programs.

The main objectives of the internal controls process can be categorized as follows:

- Operations
- Reporting
- Compliance

Operations Objectives pertain to effectiveness and efficiency of the SSML's operations, including operational and financial performance goals, and safeguard assets against loss.

Reporting Objectives These pertain to internal and external financial and non-financial reporting which encompass reliable, timely, and transparent, or other terms as set forth by the regulator, standard setters, or the internal policies of SSML.

Compliance Objectives ensure that all activities of SSML complies with applicable laws and regulations, supervisory requirements, and the organization's policies and procedures. This objective must be met in order to protect SSML franchise and reputation.

In addition, the top management must evaluate and report on the control and financial systems that protect the integrity of the SSML's activities. Managers must carefully consider the appropriate balance between controls and risks in their programs and operations. Too many controls can result in an inefficient and ineffective management therefore management must ensure an appropriate balance between the strength of controls and the relative risks associated with particular programs and operations. The benefits of controls should outweigh the costs. SSML considers both qualitative and quantitative factors when analyzing costs against benefits.

COMPONENTS AND PRINCIPLES OF INTERNAL CONTROL

The framework sets out five components of internal control and seventeen principles representing the fundamental concepts associated with components.

1. CONTROL ENVIRONMENT

The control environment is the set of standards, processes, and structures that provide the basis for carrying out internal controls across SSML. The Board of Directors of SSML has approved a number of policies to establish the tone at the top regarding the importance of internal control and expected standards of conduct. The implementation of this component will require SSML to apply the five principles relating to it which are as follows:

- SSML demonstrates a commitment to integrity and ethical values.
- The Board of Directors of SSML demonstrates independence from management and exercises oversight of the development and performance of internal control.
- Management establishes, with Board oversight, structures, reporting lines, and appropriate authorities and responsibilities in the pursuit of objectives.
- The organization demonstrates a commitment to attract, develop, and retain competent individuals in alignment with objectives.
- The organization holds individuals accountable for their internal control responsibilities in the pursuit of objectives.

2. RISK ASSESSMENT

Management shall identify internal and external risks that may prevent SSML from meeting its objectives. When identifying risks, management should take into account relevant interactions within SSML as well as outside. Management should also consider previous findings; e.g., received from an auditor, from internal management reviews, or from noncompliance with laws and regulations, when identifying risks. Identified risks should then be analyzed for their potential effect or impact on SSML. There are four principles relating to risk assessment which needs to be adhered to by SSML:

- SSML specifies objectives with sufficient clarity to enable the identification and assessment of risks relating to objectives.
- SSML identifies risks to the achievement of its objectives across the entity and analyzes risks as a basis for determining how the risks should be managed.
- SSML considers the potential for fraud in assessing risks to the achievement of objectives.
- SSML identifies and assesses changes that could significantly impact the system of internal control.

3. CONTROL ACTIVITIES

Control activities are the actions established by policies and procedures to help ensure that management directives to mitigate risks to the achievement of objectives are carried out. Control activities are performed at all levels of the entity and at various stages within business processes, and over the technology environment. Control activities include:

- Approvals

- Authorizations
- Verifications
- Reconciliations
- Supervisory controls
- Security of assets
- Segregation of duties

Internal controls can be classified as either preventive or detective. Preventive controls focus on preventing errors or exceptions. Such preventive controls are standard policies and procedures, proper segregation of duties and authorization levels / approvals. Detective controls are designed to identify an error or exception after it has occurred. Such detective controls are exception reports, reconciliations and periodic audits.

4. INFORMATION AND COMMUNICATION

Adequacy of communication across SSML should be ensured through completeness and timeliness of information. Further, openness and effectiveness of channels with external parties and regulatory bodies should be established for communicating information. Pertinent information must be identified, captured and communicated in a form and timeframe that enables people to carry out their responsibilities.

There are three principles relating to information and communication:

- The organization obtains or generates and uses relevant, quality information to support the functioning of internal control.
- The organization internally communicates information, including objectives and responsibilities for internal control, necessary to support the functioning of internal control.
- The organization communicates with external parties regarding matters affecting the functioning of internal control.

5. MONITORING

Ongoing evaluations, separate evaluations, or some combination of the two are used to ascertain whether each of the five components of internal control, including controls to effect the principles within each component, is present and functioning. Findings are evaluated and deficiencies are communicated in a timely manner, with serious matters reported to senior management and to the audit committee/Board.

There are two principles relating to monitoring activities:

- The organization shall select, develop, and perform ongoing and/or separate evaluations to ascertain whether the components of internal control are present and functioning.
- The organization evaluates and communicates internal control deficiencies in a timely manner to those parties responsible for taking corrective action, including senior management and the audit committee / Board of Directors, as appropriate.

Specific Areas of Control in Sugar Manufacturing

1. **Procurement:** Implement approval processes for purchase order. Perform regular supplier assessment. Conduct periodic inventory audits.

2. **Production:** Monitor and control production processes. Maintain accurate production records. Ensure quality control measures are in place.
3. **Inventory Management:** Regularly reconcile inventory records, Conduct physical inventory counts. Implement controls to prevent and detect inventory theft.
4. **Sales and Distribution:** Authorize and approve sales orders. Verify sales transactions and customer accounts. Monitor distribution and logistics activities.
5. **Finance & Accounting:** Ensure accurate and timely financial reporting. Perform regular account reconciliations. Implement controls over cash handling and bank transactions.
6. **Compliance:** Ensure compliance with relevant laws, regulations and industry standards. Monitor changes in regulatory requirements and update controls accordingly.

DISCLOSURE:

As per the requirement of the clause 35 of the Code of Corporate Governance Regulation 2019, this policy has been placed at Company's website.