

Form No. MGT-7

ANNUAL RETURN

As on the financial year ended on 31/03/2023

Of

L S Mills Limited

[Pursuant to Section 92(1) of the Companies Act, 2013

And

Rule 11(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN:	U17111TN1983PLC009973		
	Foreign Company Registration Number/GLN	256550, 256530, 256540, 256560, 256570		
	*Permanent Account Number(PAN) of the company	AAACL3081D		
ii)	a) Name of the Company	L.S.MILLS LIMITED		
	b)Registered office address	Door no.351, Madurai road, Theni – 625 531, Tamilnadu		
	c)*email-ID of the company	info@lsmills.in		
	d)*Telephone number with STD code	+91 8012532502		
	e)Website	www.lsmills.com		
iii)	Date of Incorporation	18.04.1983		
iv)	Type of the Company	Public		
	Category of the Company	Company limited by Shares		
	Sub-category of the Company	Non-Govt company		
V	Whether company is having share capital	Yes		
Vi	*Whether shares listed on recognized Stock Exchange(s)	No		
	(a) Details of stock exchanges where shares are listed	S.	Stock Exchange	Code

		<table border="1"> <tr> <td>No.</td> <td>Name</td> <td></td> </tr> <tr> <td>1</td> <td>NA</td> <td></td> </tr> </table>	No.	Name		1	NA	
No.	Name							
1	NA							
	(b) CIN of the Registrar and Transfer Agent	U72400TG2017PLC117649						
	Name of the Registrar and Transfer Agent	KFIN TECHNOLOGIES LIMITED						
	Registered office address of the Registrar and Transfer Agents	Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi TG 500032 IN						
Vii	*Financial year From	(01/04/2022) To (31/03/2023)						
Vii	*Whether Annual General Meeting (AGM) held	No						
	(a) If yes, date of AGM							
	(b) Due date of AGM	30.09.2023						
	(c) Whether any extension for AGM granted	No						
	(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension							
	(e) Extended due date of AGM after grant of extension							
	(f) Specify the reasons for not holding the same							

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S. No.	Main Activity group code	Description of Main Activity group	% of turnover of the company
1	C	YARN	34.75
2	C	FABRICS	16.55
3	C	LINEN (MADEUPS)	41.53

4.	C	COTTON	6.13
5.	D	ELECTRIC POWER	1.03

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 1

S. No.	Name of the company	CIN / FCRN	Holding/ Subsidiary/As sociate/ Joint venture	% of shares held
1	L S Mills Limited Liability Company , No. 2805 Walkup Ave., City: Monroe, State: NC, Zip Code: 28110, Country: Union.	C2018 323 00184	WOS	100%

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i) Share Capital 370000000

a) Equity share capital 363210000

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	37000000	36321000	36321000	36321000
Total amount of equity shares (in rupees)	370000000	363210000	363210000	363210000

Number of classes - 1

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of equity shares	37000000	36321000	36321000	36321000
Nominal value per share (in rupees)	10/-	10/-	10/-	10/-
Total amount of equity shares (in rupees)	370000000	363210000	363210000	363210000

(b) Preference share capital - NIL

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	-	-	-	-
Total amount of preference shares (in rupees)	-	-	-	-

Number of classes NA

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of preference shares	-	-	-	-
Nominal value per share (in rupees)	-	-	-	-
Total amount of preference shares (in rupees)	-	-	-	-

(C) Unclassified share capital - NIL

Particulars	Authorised Capital
Total amount of unclassified shares	

(D) Break-up of paid-up share capital

Class of Shares	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	Demat	Total			
Equity shares						
At the beginning of the year	36321000	0	36321000	363210000	36321000	0
Increase during the year	-	-	-	-	-	-
i. Public Issues	-	-	-	-	-	-

ii. Rights issue	-	-	-	-	-	-
iii. Bonus issue	-	-	-	-	-	-
iv. Private Placement/ Preferential allotment	-	-	-	-	-	-
v. ESOPs	-	-	-	-	-	-
vi. Sweat equity shares allotted	-	-	-	-	-	-
vii. Conversion of Preference share	-	-	-	-	-	-
viii. Conversion of Debentures	-	-	-	-	-	-
ix. GDRs/ADRs	-	-	-	-	-	-
x. Others, specify	-	-	-	-	-	-
Decrease during the year	-	-	-	-	-	-
i. Buy-back of shares	-	-	-	-	-	-
ii. Shares forfeited	-	-	-	-	-	-
iii. Reduction of share capital	-	-	-	-	-	-
iv. Others, specify	-	-	-	-	-	-
At the end of the year	36321000	0	36321000	363210000	36321000	0
Preference shares	-	-	-	-	-	-
At the beginning of the	-	-	-	-	-	-

year						
Increase during the year	-	-	-	-	-	-
i. Issues of shares	-	-	-	-	-	-
ii. Re-issue of forfeited shares	-	-	-	-	-	-
iii. Others, specify	-	-	-	-	-	-
Decrease during the year	-	-	-	-	-	-
i. Redemption of shares	-	-	-	-	-	-
ii. Shares forfeited	-	-	-	-	-	-
iii. Reduction of share capital	-	-	-	-	-	-
iv. Others, specify	-	-	-	-	-	-
At the end of the year	-	-	-	-	-	-

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares) NIL

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / consolidation	Face value per share			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)*

Nil

[Details being provided in a CD/Digital Media] NA

Separate sheet attached for details of transfers NA

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of Previous AGM	28/07/2022
Date of Registration of Transfer	NA
Type of transfer	1- Equity 2- Preference Share 3- Debentures 4- Stock
Number of Shares/Debentures/Units Transferred	NIL
Amount per Shares/Debentures/Units (in Rs.)	
Ledger Folio of Transferor	
Transferor's Name	First Name :- Middle Name :- Surname :-
Ledger Folio of Transferee	
Transferee's Name	

(iv)*Debentures (Outstanding as at the end of financial year) NA

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures			
Partly convertible debentures			
Fully convertible debentures			
Total			

Details of debentures: NA

Class of Debentures	Outstanding as at the	Increase during the year	Decrease during the year	Outstanding as at the end of the year
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	beginning of the year			
Non-convertible debentures	-	-	-	-
Partly convertible debentures				
Fully convertible debentures				

(v) Securities (other than shares and debentures) - NIL

Type of Securiti es	Number of Securiti es	Nominal Value of each Unit	Total Nominal V alue	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act,2013)

(i) Turnover – 65374.86 lakhs

(ii) Net worth of the Company 27214.33 lakhs

(a) *SHARE HOLDING PATTERN – Promoters

S. N o.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentag e
1.	Individual/Hindu Undivided Family				
	(i) Indian	26262267	72.31	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0

2.	Government	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	26262267	72.31	0	0

Total number of shareholders (promoters) 4.

(a) *SHARE HOLDING PATTERN – Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family	10058733	27.69	0	0
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0

2.	Government	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	10058733	27.69		

Total number of shareholders (other than promoters) 4.

Total number of shareholders (Promoters + Public/Other than promoters) 8

(c) * Details of Foreign institutional investors' (FIIs) holding shares of the company NA

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
NA					

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	4	4

Members (other than promoters)	4	4
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-Executive	Executive	Non-Executive	Executive	Non-Executive
A. Promoter	4	0	2	0	36.08	0
B. Non-Promoter	3	1	1	0	7.04	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	1	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks and FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	7	1	3	1	43.12	0

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any)
Sri S.Manivannan	01028324	MD	8771601	-
Smt Shanthi Manivannan	02817481	WTD	4332166	-
Smt. Aishwarya Devi	02463799	WTD	2555733	-
Sri. K.Vengadasalam	09632077	Director	-	-
Mr. M. Manikandan	ARTPM4671M	CFO/KMP	-	-
Mrs. CT. Annam	AIQPA0954K	Company Secretary	-	-

(ii) Particulars of change in director(s) and Key managerial personnel during the Year

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment / change in designation / cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Sri. L.S.Prabhaakaran	01028390	JMD	05.12.2022	Cessation
Smt. P.Usha Devi	02777916	WTD	24.11.2022	Cessation
Sri. P.Harshavardhana	02463851	WTD	05.12.2022	Cessation
Sri. P.Abiram	08140565	WTD	24.11.2022	Cessation
Sri. M.Ashwin Nandha	08140554	WTD	25.03.2023	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/CLB/NCLT/COURT CONVENED MEETING

Number of meetings 1 held

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance
AGM	28.07.2022	8	75%

B. BOARD MEETINGS

*Number of meetings held 13

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	02/04/2023	8	8	100
2	29/04/2022	8	6	75
3	30/04/2022	8	4	50
4	04/07/2022	8	4	50
5	06/07/2022	9	9	100
6	24/08/2022	9	8	89
7	13/09/2022	9	8	89
8	14/11/2022	9	8	89
9	05/12/2022	5	5	100
10	03/01/2023	5	5	100
11	02/02/2023	5	4	80
12	06/03/2023	5	5	100
13	25/03/2023	4	4	100

C/ COMMITTEE MEETINGS

Number of meetings held 13

S/	Type of meeting	Date of	Total Number of	Attendance
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No/		meeting	Members as on the date of meeting	Number of members attended	% of attendance
1	Audit Committee	30/04/2022	3	3	100
2	Audit Committee	04/07/2022	3	3	100
3	Audit Committee	14/11/2022	3	3	100
4	Audit Committee	25/03/2023	3	3	100
5	Nomination Remuneration Committee (NRC)	02/04/2022	3	3	100
6	Nomination Remuneration Committee (NRC)	04/07/2022	3	3	100
7	Nomination Remuneration Committee (NRC)	05/12/2022	3	3	100
8	Nomination Remuneration Committee (NRC)	25/03/2023	3	3	100
9	Corporate Social Responsibility Committee (CSR)	30/04/2022	3	3	100
10	CSR	04/07/2022	3	3	100
11	CSR	05/12/2022	3	3	100
12	CSR	03/01/2023	3	3	100
13	CSR	06/03/2023	3	3	100

D/ *ATTENDANCE OF DIRECTORS

S/ No	Name of the Director	Board Meetings	Committee Meetings	Whether
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/		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	attended AGM held on (Y/N/NA)
1.	Sri S.Manivannan	13	13	100	0	0	0	Y
2.	Sri L.S.Prabhaakaran	13	7	54	0	0	0	Y
3.	Smt Shanthi Manivannan	13	13	100	13	13	100	Y
4.	Smt P.Usha Devi	13	6	46	0	0	0	Y
5.	Sri. M. Ashwin Nandha	13	11	85	11	11	100	Y
6.	Smt. Aishwarya Devi	13	12	92	8	8	100	N
7.	Sri. P. Harshavardhana	13	6	46	0	0	0	N
8.	Sri. P. Abiram	13	5	38	0	0	0	Y
9.	Sri K.Vengadasalam	10	5	38	7	7	100	Y

X/ *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A/ Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

S/No	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1.	Sri. S. Manivannan	MD	6,00,00,000	-	-	-	6,00,00,000
2	Smt Shanthi Manivannan	WTD	6,00,00,000	-	-	-	6,00,00,000

3	Smt M.Aishwarya Devi	WTD	3,60,00,000	-	-	-	3,60,00,000
	Total		15,60,00,000				15,60,00,000

B/ Number of CEO, CFO and Company secretary whose remuneration details to be entered 2

S/No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.	Mr. M. Manikandan	CFO	27,11,835	-	-	-	27,11,835
2	CT. Annam	CS	5,56,000	-	-	-	5,56,000
	Total		32,67,835				32,67,835

C. Number of other directors whose remuneration details to be entered - NIL

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
NIL							

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A. *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes

B. If No, give the reasons/observations

XII. PENALTY AND PUNISHMENT – DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalized / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
NIL					

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)
NIL					

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment Yes

S.NO	NAME OF THE SHARE HOLDER	NUMBER OF SHARES
1	S. MANIVANNAN	8771601
2	L.S PRABHAKARAN	8913560
3	P USHA DEVI	4244940
4	SHANTHI MANIVANNAN	4332166
5	M.AISHWARYA DEVI	2555733
6	P. HARSHAVARDHANA	2501000
7	M. ASHWIN NANDHA	2501000
8	P ABIRAM	2501000
	TOTAL	36321000

In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name CR Krishnan

Whether associate or fellow - Fellow

Certificate of practice number – 6506

I/We certify that:

- a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately/
- b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year/
- c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company
- d) the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

DECLARATION

I am authorised by the Board of Directors of the company vide resolution no/ dated 4th July, 2022 to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made there under in respect of the subject matter of this form and matters incidental thereto have been complied with/ I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company/
2. All the required attachments have been completely and legibly attached to this form/

Note: Attention is also drawn to the provisions of section 447, sections 448 and 449 of the Companies, Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

signed by Director S. Manivannan

DIN of the director 1028324