

Form No. MGT-7
ANNUAL RETURN

As on the financial year ended on 31/03/2021

Of

Sri Ramnarayan 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:	U17111TZ1954PLC000201								
	Foreign Company Registration Number/GLN									
	*Permanent Account Number(PAN) of the company	AADCS0653D								
ii)	a) Name of the Company	SRI RAMNARAYAN MILLS LIMITED								
	b)Registered office address	62, BALASUNDARAM CHETTIAR ROAD COIMBATORE, Tamil Nadu 641018 India								
	c)*email-ID of the company	purchasing@srnml.com								
	d)*Telephone number with STD code	04222247000								
	e)Website	www.srnml.com								
iii)	Date of Incorporation	16/06/1954								
iv)	Type of the Company	Public Company								
	Category of the Company	Company limited by shares								
	Sub-category of the Company	Indian Non-Government 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	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 60%;">Stock Exchange Name</th> <th style="width: 30%;">Code</th> </tr> </thead> <tbody> <tr> <td> </td> <td> </td> <td> </td> </tr> </tbody> </table>			S. No.	Stock Exchange Name	Code			
S. No.	Stock Exchange Name	Code								

		1	Does not arise	
		2		
	(b) CIN of the Registrar and Transfer Agent	CIN: U74140TZ1998PLC008301		
	Name of the Registrar and Transfer Agent	S.K.D.C. Consultants Limited		
	Registered office address of the Registrar and Transfer Agents	"Surya" 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028,		
Vii	*Financial year From	(01/04/2020) To (31/03/2021)		
Vii	*Whether Annual General Meeting (AGM) held			
	(a) If yes, date of AGM	29/09/2021		
	(b) Due date of AGM	30/09/2021		
	(c) Whether any extension for AGM granted	No		
	(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension	NA		
	(e) Extended due date of AGM after grant of extension	NA		
	(f) Specify the reasons for not holding the same	NA		

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C2	Textile, leather and other apparel products	100
2					

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/Associate/ Joint venture	% of shares held
1	S M TEXTILES LIMITED	U17111TZ1990PLC002780	Subsidiary	70.81
2				

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

i) Share Capital

a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	1,000,000	1,000,000	1,000,000	1,000,000
Total amount of equity shares (in rupees)	10,000,000	10,000,000	10,000,000	10,000,000

Number of classes 1

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of equity shares	1,000,000	1,000,000	1,000,000	1,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10,000,000	10,000,000	10,000,000	10,000,000

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes 0

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of preference shares	0	0	0	0
Nominal value per share (in rupees)	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

(C) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(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			1,000,000	10,000,000	10,000,000	
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			1,000,000	10,000,000	10,000,000	
Preference shares	0	0	0	0	0	0
At the beginning of the year	0	0	0	0	0	0
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify	0	0	0	0	0	0
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0

iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	0	0	0	0	0
At the end of the year	0	0	0	0	0	0

ISIN of the equity shares of the company

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

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)*

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[Details being provided in a CD/Digital Media] Not applicable

Separate sheet attached for details of transfers No

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	31-12-2020
Date of Registration of Transfer	25-11-2020
Type of transfer	1- Equity 2- Preference Share 3- Debentures 4- Stock
Number of Shares Transferred	166
Amount per Shares/Units (in Rs.)	10/-
Ledger Folio of Transferor	634
Transferor's Name	First Name :- G KARTHIKEYAN Middle Name :- Surname :-
Ledger Folio of Transferee	1775

Transferee's Name	First Name :- K SREE LATHA Middle Name :- Surname :-
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Date of Previous AGM	31-12-2020
Date of Registration of Transfer	29-01-2021
Type of transfer	1- Equity 2- Preference Share 3- Debentures 4- Stock
Number of Shares Transferred	50
Amount per Shares/Units (in Rs.)	10/-
Ledger Folio of Transferor	319
Transferor's Name	First Name :- R DORAISWAMY Middle Name :- Surname :-
Ledger Folio of Transferee	1776
Transferee's Name	First Name :- D GOPALA KRISHNAN Middle Name :- Surname :-

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

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

Details of debentures

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

Partly convertible debentures				
Fully convertible debentures				

(v) Securities (other than shares and debentures)

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	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 9,57,43,422/-

(ii) Net worth of the Company 20,80,969

(a) *SHARE HOLDING PATTERN – Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	577443	57.75	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government	0	0	0	0

	companies				
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	577443	57.75		

Total number of shareholders (promoters) 11

(b) *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				
	(i) Indian	413,325	41.33	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(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)	9232	0.92		
10.	Others				
	Total	422,557	42.25		

Total number of shareholders (other than promoters) 819

Total number of shareholders (Promoters + Public/Other than promoters) 830

(c) * Details of Foreign institutional investors' (FIIs) holding shares of the company NOT APPLICABLE

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

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	11	11
Members (other than promoters)	824	819
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	2	1	2	1	34.58	9.35
B. Non-Promoter						

(i) Non-Independent	0	0	0	0	0	0
(ii) Independent						
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks and FIs						
(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	2	1	2	1	34.58	9.35

Number of Directors on the financial year 3 and Key managerial personnel (who is not director) as end date

(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)
VELAPPAN JAYARAMAN	261571	Managing Director	2,75,892	
ANANTHALAKSHMI J	312155	Director	93,496	
JAYARAMAN HARISCHANDRAVEL	261673	Executive Director	69,885	

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

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)

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 held – 1 no

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	31.12.2020	835	6	49.18

B. BOARD MEETINGS

*Number of meetings held

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30-06-2020	3	3	100
2	28-09-2020	3	3	100
3	04-11-2020	3	3	100
4	02-03-2021	3	3	100
5	29-03-2021	3	3	100

C. COMMITTEE MEETINGS

Number of meetings held NO

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1					

D. *ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM (Y) held on 29/09/2021
		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	
1	VELAPPAN JAYARAMAN	5	5	100	0	0	0	YES
2	ANANTHALAKSHMI J	5	5	100	0	0	0	YES
3	JAYARAMAN HARISCHANDRAVEL	5	5	100	0	0	0	YES

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

..... Nil

A. Number of Managing Director, Whole-time Directors and/or Manager whose remuneration

details to be entered 2

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VELAPPAN JAYARAMAN	Managing Director	1000000	0	0	4000	1004000
2	JAYARAMAN HARISCHANDRAVEL	Executive Director	3208800	0	0	4000	3212800
	Total		4208800	0	0	8000	4216800

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

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.							
	Total						

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

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1.							
	Total						

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 penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(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)

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

(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 NOT APPLICABLE

Whether associate or fellow Associate Fellow

Certificate of practice number

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 **NIL**, dated 29/06/2018 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.

To be signed by

Director

DIN of the director 00261571

To be signed by

Company Secretary in practice

Membership number 44948 Certificate of practice number 19423