

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L17111TZ2003PLC010518

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCK0893N

(ii) (a) Name of the company

K.P.R. MILL LIMITED

(b) Registered office address

9 GOKUL BUILDINGS IST FLOOR K S NAGAR
THADAGAM ROAD
COIMBATORE
Tamil Nadu
641001

(c) *e-mail ID of the company

kandaswamy@kprmill.com

(d) *Telephone number with STD code

04222207777

(e) Website

www.kprmilllimited.com

(iii) Date of Incorporation

19/03/2003

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024
2	BSE LIMITED	1

(b) CIN of the Registrar and Transfer Agent

U72400MH2004PLC147094

Pre-fill

Name of the Registrar and Transfer Agent

NSDL DATABASE MANAGEMENT LIMITED

Registered office address of the Registrar and Transfer Agents

4th Floor, Tower 3, One International Center Senapati Bapat
Marg, Prabhadevi, Mumbai - 400 013 Delisle Road

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

Yes No

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

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

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

7

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	K.P.R. SUGAR MILL LIMITED	U15421TZ2006PLC012633	Subsidiary	100
2	JAHNVI MOTOR PRIVATE LIMIT	U50100TZ2011PTC017370	Subsidiary	100

3	QUANTUM KNITS PRIVATE LIM +	U18101TZ2009PTC015251	Subsidiary	100
4	GALAXY KNITS LIMITED	U18100TZ2012PLC018577	Subsidiary	100
5	KPR SUGAR AND APPARELS LIM +	U18109TZ2020PLC034666	Subsidiary	100
6	KPR EXPORTS PLC		Subsidiary	100
7	KPR MILL PTE. LTD.		Subsidiary	100

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	450,000,000	341,814,000	341,814,000	341,814,000
Total amount of equity shares (in Rupees)	450,000,000	341,814,000	341,814,000	341,814,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	450,000,000	341,814,000	341,814,000	341,814,000
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	450,000,000	341,814,000	341,814,000	341,814,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,000,000	0	0	0
Total amount of preference shares (in rupees)	100,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
7% Redeemable Cumulative Non-Convertible Prefe +				
Number of preference shares	1,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	100,000,000	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	600	341,813,400	341814000	341,814,000	341,814,000	
		+		+	+	
Increase during the year	0	30	30	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	30	30	0	0	
Shares dematerialised during the year						
Decrease during the year	30	0	30	0	0	0
i. Buy-back 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	30	0	30	0	0	
Shares dematerialised during the year						
At the end of the year	570	341,813,430	341814000	341,814,000	341,814,000	
Preference shares						

At the beginning of the year	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						
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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE930H01031

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

0

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

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes 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 the previous annual general meeting		<input style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>

Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>			
	Surname	middle name	first name			
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>			
	Surname	middle name	first name			

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

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	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

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	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

(i) Turnover

40,536,700,000

(ii) Net worth of the Company

33,740,700,000

VI. (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	247,134,808	72.3	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,971,308	1.45	0	
10.	Others	0	0	0	
	Total	252,106,116	73.75	0	0

Total number of shareholders (promoters)

10

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
GOVERNMENT PENSIC +				750,174	0.22
BOFA SECURITIES EUR +				680,830	0.2
EMERGING MARKETS C +				579,614	0.17
VANGUARD FIDUCIAR +				546,815	0.16
AMUNDI FUNDS EMEF +				544,052	0.16
THE EMERGING MARK +				401,056	0.12
ABU DHABI INVESTME +				382,466	0.11
ROBECO CAPITAL GRC +				345,478	0.1
VANGUARD FTSE ALL- +				303,464	0.09
EMERGING MARKETS S +				301,731	0.09
FIDELITY INDIA FUND				227,469	0.07
ISHARES MSCI INDIA S +				207,983	0.06
STATE STREET GLOBAL +				200,809	0.06
ISHARES CORE MSCI E +				164,105	0.05
INVESTERINGSFORENI +				162,246	0.05
EMERGING MARKETS S +				157,937	0.05
DENDANA INVESTMEN +				155,927	0.05
CALIFORNIA PUBLIC E +				141,307	0.04
FIDELITY KOREA - IND +				138,465	0.04
WISDOMTREE INDIA IN +				135,167	0.04
GRD 13				135,070	0.04

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	10	10
Members (other than promoters)	120,570	107,732
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	4	0	64.1	0
B. Non-Promoter	2	5	2	6	0	0
(i) Non-Independent	2	0	2	0	0	0
(ii) Independent	0	5	0	6	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & 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	6	5	6	6	64.1	0

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

14

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
KALIAMPUDUR PALANI +	00003736	Whole-time director	73,030,816	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
KALLIAMPUDUR PALANISAMY NATARAJAN	00003744	Managing Director	73,031,217	
PALANISAMY NATARAJAN	00229137	Managing Director	73,031,217	
COIMBATORE RAMASWAMY	00003748	Whole-time director	6,950	
ERODE KANDASAMY	01876822	Whole-time director	0	
PALANI GOUNDER SETHUPATHI	07228760	Whole-time director	0	
GOBICHETTIPALAYAI	01653599	Director	0	
KARUPPANNAGOUNDI	00001794	Director	0	
ARASAMPALAYAM MURUGAN	00112303	Director	0	
CHINNAAPPAGOUNDI	00001991	Director	0	
RENGANAYAKEI	07116244	Director	0	
VIDYASANKAR BHUVANESHWARI	01628512	Director	0	
PALANIAPPAN MURUGAN	AGAPM0892Q	CFO	0	
KANDASWAMY PANDARAJAN	AGCPK6226E	Company Secretary	0	

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

2

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)
VIDYASANKAR BHUVANESHWARI	01628512	Additional director	03/05/2023	Appointment
VIDYASANKAR BHUVANESHWARI	01628512	Director	28/07/2023	Change in designation to Director

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

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

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	28/07/2023	114,473	67	74.8

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	03/05/2023	12	12	100
2	01/08/2023	12	11	91.67
3	06/11/2023	12	11	91.67
4	05/02/2024	12	12	100
5	21/03/2024	12	11	91.67

C. COMMITTEE MEETINGS

Number of meetings held

13

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	03/05/2023	3	3	100
2	Audit Committee	01/08/2023	3	3	100
3	Audit Committee	06/11/2023	3	3	100
4	Audit Committee	05/02/2024	3	3	100
5	Stakeholders Forum	03/05/2023	3	3	100
6	Stakeholders Forum	06/11/2023	3	3	100
7	Corporate Social Responsibility	21/04/2023	4	4	100
8	Risk Management	06/06/2023	3	3	100
9	Risk Management	28/11/2023	3	3	100
10	Nomination and Remuneration	21/04/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		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	KALIAMPUDU	5	5	100	1	1	100	
2	KALLIAMPUD	5	5	100	1	1	100	
3	PALANISAMY	5	5	100	9	9	100	
4	COIMBATORE	5	3	60	0	0	0	
5	ERODE KAND	5	5	100	0	0	0	
6	PALANI GOUN	5	5	100	0	0	0	
7	GOBICHETTI	5	5	100	10	10	100	
8	KARUPPANN	5	5	100	12	12	100	
9	ARASAMPAL	5	5	100	0	0	0	
10	CHINNAAPPA	5	4	80	0	0	0	
11	RENGANAYA	5	5	100	5	5	100	
12	VIDYASANKA	5	5	100	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	KALIAMPUDUR PA	Whole-time Dire	7,200,000	50,000,000	0	0	57,200,000
2	KALLIAMPUDUR P	Managing Direct	7,200,000	50,000,000	0	0	57,200,000
3	PALANISAMY NAT	Managing Direct	7,200,000	50,000,000	0	0	57,200,000
4	COIMBATORE RAM	Whole-time Dire	2,400,000	0	0	0	2,400,000
5	ERODE KANDASAI	Whole-time Dire	1,800,000	0	0	0	1,800,000
6	PALANI GOUNDER	Whole-time Dire	2,012,000	0	0	0	2,012,000
	Total		27,812,000	150,000,000	0	0	177,812,000

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	PALANIAPPAN MU	CFO	3,701,200	0	0	610,200	4,311,400
2	KANDASWAMY PA	Company Secre	1,779,000	0	0	294,000	2,073,000
	Total		5,480,200	0	0	904,200	6,384,400

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GOBICHETTIPALA	Director	330,000	0	0	0	330,000
2	KARUPPANNAGOU	Director	330,000	0	0	0	330,000
3	ARASAMPALAYAM	Director	150,000	0	0	0	150,000
4	CHINNAAPPAGOU	Director	120,000	0	0	0	120,000
5	RENGANAYAKEI	Director	150,000	0	0	0	150,000
6	VIDYASANKAR BH	Director	150,000	0	0	0	150,000
	Total		1,230,000	0	0	0	1,230,000

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 No

B. If No, give 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

Yes No

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

K. Radhakrishnan

Whether associate or fellow

Associate Fellow

Certificate of practice number

16911

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 all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 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.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 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 digitally signed by

Director

DIN of the director

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachement(s), if any

-
-
-
-

List of attachments

Committee Meeting details 2023-24 .pdf
Foreign Institutional Investors List 31-03-20
List of Shareholders as on 31-03-2024.pdf

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company