



Sri Ramakrishna Mills (Coimbatore) Ltd.,

Regd. Office : 1493, Sathyamangalam Road, P.B. No. 2007, Ganapathy, Coimbatore - 641 006, India.
Phone : 0422-2531022, 2531122, E-mail : mail@ramakrishnamills.com
CIN : L17111TZ1946PLC000175

April 8, 2024

To :
M/s.BSE Ltd
Listing Compliance Department
P.J. Towers, Dalal Street, Fort
Mumbai – 400 001

Scrip Code : 521178

Dear Sirs,

Sub : Query raised - reg Proceedings of General Meeting
Ref : Your E-mail message dt.06.04.2024

<<<<>>>>

With reference to your mail dated 06th April 2024 regarding Proceedings of General Meeting not submitted we hereby submit that the Company has always disclosed to the stock exchange all the material information which has a bearing on the operations/ performance of the company including all necessary disclosures in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (the Listing Regulations) within the stipulated time.

Further we kindly inform you that, always we will file proceedings along with Scrutinizers report itself. For AGM 27-09-2023 we have filed our proceedings along with Scrutinizer's report for our AGM held on 27-09-2023 within the time (ie: by 28-09-2023)

We will again attaching the same pdf which we have filed on 28-09-2023 for your reference.

The above clarification may please be taken on record.

Thanking you,

Yours faithfully,

for Sri Ramakrishna Mills (Coimbatore) Ltd.,


Company Secretary.



Sri Ramakrishna Mills (Coimbatore) Ltd.,

Regd. Office : 1493, Sathyamangalam Road, P.B. No. 2007, Ganapathy, Coimbatore - 641 006, India.

Phone : 0422-2531022, 2531122, E-mail : mail@ramakrishnamills.com

CIN : L17111TZ1946PLC000175

April 8, 2024

M/s.BSE Ltd
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001.

Kind Attn : Mr.Abhijit Pai
AGM (Listing)

Dear Sir,

Sub : RESULTS OF VOTING – Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements), Regulations 2015

Result of the voting conducted thro' e-voting and voting through Ballot paper at the AGM held on 27.09.2023 as to the Four Resolutions mentioned below as set out in the Notice dt.14.08.2023 sent to the Members, is submitted herewith.

No. of shareholders present in the meeting either in person or through Proxy:

Promoter and Promoter Group	7
Public	21
Total	28

Total No. of shareholders as on 20.09.2023 : 2762

RESOLUTIONS:

Item No.	Description	Type of Resolution
1.	To receive, consider and adopt the audited Standalone Financial Statements of the company for the year ended 31 st March 2023 and the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To appoint a Director in the place of Sri.P.Muthusamy (DIN : 02651331) who retires by rotation and being eligible offers himself for reappointment.	Ordinary
3.	To consider re-appointment of Smt.L.Nagaswarna (DIN: 00051610) on the recommendation of Nomination & Remuneration Committee of the Company as Whole Time Director of the Company for a further period of three years from 14.08.2023.	Special
4.	To consider reappointment of Sri.D.Lakshminarayananaswamy (DIN: 00028118) as Managing Director of the Company for a further period of three years from 01.04.2023.	Special

Meeting Start time : 09.30 a.m.
Meeting conclusion time : 10.45 a.m

We are enclosing the following :

- 1) Scrutinizer's Report
- 2) Annual Report for the year 2023
- 3) Voting Results
- 4) Proceedings of the Meeting

Thanking you,

Yours faithfully,

Encl : as above

For Sri Ramakrishna Mills (Coimbatore) Ltd.,

Company Secretary.



Sri Ramakrishna Mills (Coimbatore) Ltd.,

Regd. Office : 1493, Sathyamangalam Road, P.B. No. 2007, Ganapathy, Coimbatore - 641 006, India.

Phone : 0422-2531022, 2531122, E-mail : mail@ramakrishnamills.com

CIN : L17111TZ1946PLC000175

September 27, 2023

M/s.BSE Ltd
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001.

Kind Attn : Mr.Abhijit Pai
AGM (Listing)

Dear Sir,

Sub : RESULTS OF VOTING – Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements), Regulations 2015

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4.	To consider reappointment of Sri.D.Lakshminarayanawamy (DIN: 00028118) as Managing Director of the Company for a further period of three years from 01.04.2023.	Special

We are enclosing the following :

- 1) Scrutinizer's Report
- 2) Annual Report for the year 2023
- 3) Voting Results

Thanking you,

Yours faithfully,

Encl : as above

for Sri Ramakrishna Mills (Coimbatore) Ltd.,


Company Secretary.



REPORT OF SCRUTINIZER
(E-VOTING)

(Pursuant to Section 108 of The Companies Act, 2013 and Rule 20(3)(XI) of the Companies
(Management and Administration) Rules, 2014)

To,
The Chairman,
Sri Ramakrishna Mills (Coimbatore) Ltd.
1493, Sathyamangalam Road,
Ganapathy Post,
Coimbatore-641006

Sir,

I, Sasirekha Vengatesh, B.Com., FCA, practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the Annual General Meeting of the Equity Shareholders of Sri Ramakrishna Mills (Coimbatore) Ltd, held on 27th September 2023, at 9.30 AM at the Registered Office of the company at No.1493, Sathyamangalam Road, Ganapathy Post, Coimbatore-641006 for the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on E-voting carried out as per section 108 of the Companies Act, 2013 and rule 20(3)(XI) of the companies (Management and Administration) rules , 2014 on the resolutions referred in the report.

I submit my report as under

1. The E-Voting period remained opened on 24.09.2023 at 9.00 AM and ended on 26.09.2023 at 5.00 PM.
2. The Notice was sent to all the members, whose names appeared in the Register of Members as on 25.08.2023 who are entitled to vote on the proposed Four resolutions as mentioned in the notice of the Annual General Meeting of Sri Ramakrishna Mills Coimbatore Ltd (Item no:1 (one) to No:4 (Four) of the notice of Annual General Meeting of Sri Ramakrishna Mills Coimbatore Ltd.
3. The votes casted through E-Voting were unblocked on 27.09.2023 at 11.00 am in the presence of two witnesses, who were not the employees of the Company.
4. There after the details containing, inter alia, list of equity shareholders, who voted "For" and " Against" were downloaded , from the E-Voting website of Central Depository Services (INDIA)Limited (CDSL)
5. I have collated the votes polled through E-Voting and the results for the same have been furnished below. No.of Members e-voted was 19.

.....2

-: 2 :-



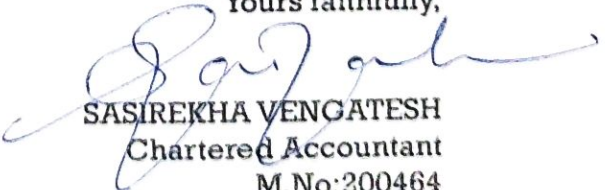


E-Voting

S.No:	Resolutions	Type of Resolutions	No.of votes voted	Total Valid Votes	Votes in Favour	Votes in against	% in favour	% in Against
1	To receive, consider and adopt the audited Standalone Financial Statements of the company for the year ended 31st March 2023 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	531680	531680	520557	11123	97.91	2.09
2	To appoint a Director in the place of Sri.P.Muthusamy (DIN : 02651331) who retires by rotation and being eligible offers himself for reappointment.	Ordinary	531680	531680	518509	13171	97.52	2.48
3	To consider re-appointment of Smt.L.Nagaswarna (DIN: 00051610) on the recommendation of Nomination & Remuneration Committee of the Company as Whole Time Director of the Company for a further period of three years from 14.08.2023.	Special	531680	531680	518509	13171	97.52	2.48
4.	To consider reappointment of Sri.D.Lakshminarayanawamy (DIN: 00028118) as Managing Director of the Company for a further period of three years from 01.04.2023.	Special	531680	531680	518509	13171	97.52	2.48

Thanking you

Yours faithfully,


SASIREKHA VENGATESH
Chartered Accountant
M.No:200464

UDIN: 23200464BGPVIA1891

Place : Coimbatore

Date : 27.09.2023





FORM NO. MGT-13
REPORT OF SCRITINIZER

(Pursuant to Rule 109 of the Companies Act, 2013 and Rule 21(2) of the Companies Act
(Management and Administration) Rules, 2014

To :

The Chairman,
76th Annual General Meeting of the Equity Shareholders of
Sri Ramakrishna Mills (Coimbatore) Ltd
held on 27th September 2023 at
1493, Sathyamangalam Road, Ganapathy Post
Coimbatore – 641 006.

Sir,

I, **Sasirekha Vengatesh, B.com, FCA**, practicing Chartered Accountant, Coimbatore, M.No.200464, appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the Annual General Meeting of the Equity Shareholders of Sri Ramakrishna Mills (Coimbatore) Ltd, held on 27th September 2023, at 9.30 AM at the Registered Office of the company at No.1493, Sathyamangalam Road, Ganapathy Post, Coimbatore-641006, submit our report as under :

1. After the time fixed for closing of the poll by the Chairman, a Ballot Box kept for polling was locked in my presence with the identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and in the presence of two were witnesses, and poll papers diligently scrutinized. The poll papers were reconciled with the records maintained by the company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation.
4. The result of the Poll is as under :

.....2





-: 2 :-

(a) **RESOLUTION-1 :**

To receive, consider and adopt the audited Standalone Financial Statements of the company for the year ended 31st March 2023 and the Reports of the Board of Directors and Auditors thereon.

i) **Voted in favour of the Resolution :**

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	4708017	100

ii) **Voted against the Resolution :**

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) **Invalid votes :**



Number of Members present and voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
---	---

(b) **RESOLUTION-2 :**

To appoint a Director in the place of Sri.P.Muthuswamy (DIN : 02651331) who retires by rotation and being eligible, offers himself for re-appointment.

i) **Voted in favour of the Resolution :**

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	4708017	100

.....3





-: 3 :-

ii) Voted against the Resolution :

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
---	---	---

iii) Invalid votes :

Number of Members present and voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
---	---

(c) RESOLUTION-3 :

To consider re-appointment of Smt.L.Nagaswarna (DIN: 00051610) on the recommendation of Nomination & Remuneration Committee of the Company as Whole Time Director of the Company for a further period of three years from 14.08.2023.

i) Voted in favour of the Resolution :

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	4708017	100

ii) Voted against the Resolution :

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) Invalid votes :

Number of Members present and voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
---	---






-: 4 :-

(d) **RESOLUTION-4 :**

To consider reappointment of Sri.D.Lakshminarayanawamy (DIN: 00028118) as Managing Director of the Company for a further period of three years from 01.04.2023.

i) **Voted in favour of the Resolution :**

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	4708017	100

ii) **Voted against the Resolution :**

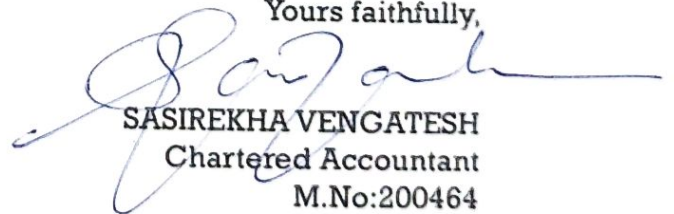
Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii) **Invalid votes :**

Number of Members present and voting (in person or by proxy) whose votes were declared invalid	Number of votes cast by them
---	---

Thanking you

Yours faithfully,


SASIREKHA VENGATESH
Chartered Accountant
M.No:200464

UDIN: 23200464BGPVHZ6704

Place : Coimbatore
Date : 27.09.2023





76th
ANNUAL REPORT
2022-2023

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED
COIMBATORE - 641 006

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

Board of Directors

Sri.D.LAKSHMINARAYANASWAMY (DIN:00028118)
(Managing Director)
Smt.L.NAGASWARNA (DIN:00051610)
Sri.RAVICHANDRAN DHAMODARAN (DIN:00054538)
Sri.R.GURU CHANDRASEKAR (DIN:08421861)
Sri.P. MUTHUSWAMY (DIN:02651331)
Sri. C. BAALASUBRAMANIYAM (DIN :00043863)

Company Secretary

Smt. M. SRIVIDYA

Chief Financial Officer

Sri G. KRISHNAKUMAR

Internal Auditor

Smt. CA. SASIREKHA VENGATESH
Coimbatore.

Secretarial Auditor

Sri. CS.V. PRASANNA
Coimbatore

Auditors

M/s.CSK PRABHU & Co
Coimbatore

Bankers

THE SOUTH INDIAN BANK LTD

Registered Office

No.1493, SATHYAMANGALAM ROAD
GANAPATHY POST
COIMBATORE – 641 006
PHONE : 0422-2531022 / 2531122
E-mail : mail@ramakrishnamills.com

Mill

NAGARI (A.P)

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NOTICE OF THE 76th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 76th ANNUAL GENERAL MEETING of the members of SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED will be held on WEDNESDAY, the 27th day of September 2023 at 9.30 a.m. at the Registered Office of the Company at No.1493, Sathyamangalam Road, Ganapathy Post, Coimbatore-641006 to transact the following business

A G E N D A

ORDINARY BUSINESS

ITEM NO.1

To receive, consider and adopt the audited Financial Statements of the company for the year ended 31st March 2023 and the Reports of the Board of Directors and Auditors thereon.

ITEM NO.2

To appoint a Director in the place of Sri. P. Muthusamy (DIN : 02651331) who retires by rotation and being eligible offers himself for reappointment.

SPECIAL BUSINESS:

ITEM NO.3

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution :

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modifications) or re-enactment(s) thereof for the time being in force and the Articles of Association of the Company, the approval of the Members of the Company be and is hereby accorded for the re-appointment of Smt.L.Nagaswama (DIN: 00051610) on the recommendation of Nomination & Remuneration Committee of the Company as Whole Time Director of the Company for a further period of three years from 14.08.2023.”

“RESOLVED FURTHER that, pursuant to the provisions of Sections 196, 197 Schedule V and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof, for the time being in force) on the recommendation of Nomination & Remuneration Committee of the Company, Smt.L.Nagaswama (DIN: 00051610) be and is hereby paid the following remuneration:

Salary per month : Rs. 2,10,000

She shall be eligible for payment of the following perquisites and benefits Variable Dearness Allowance (VDA) along with other perquisites, benefits and incentives as applicable to the other members of Staff.

MINIMUM REMUNERATION :

Notwithstanding anything hereinabove stated, where in any financial year during the tenure of Smt.L.Nagaswama, (DIN: 00051610) the company has no profits or the profits are inadequate, the above salary and perquisites not exceeding the ceiling limits prescribed in Section-II of Part-II of Schedule V of the Companies Act, 2013 be paid to her as minimum remuneration.

Her period of Office shall be liable to determination by retirement of directors by rotation as hitherto.

RESOLVED FURTHER that the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of appointment and/or remuneration subject to the same not exceeding the limits specified under Section 197, read with Schedule-V of the Companies Act 2013 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and to take all such steps as may be required and desirable and comply with all the formalities as may be required so as to give effect to this resolution”.

ITEM NO.4

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution :

To consider the reappointment of Sri.D.Lakshminarayanawamy (DIN: 00028118) as Managing Director of the Company in accordance with Sec.197 & Schedule-V of the Companies Act, 2013 and the Rules made thereunder.

“RESOLVED THAT pursuant to the provisions of Sections 196 & 197 read with Schedule-V and other applicable provisions, if any, of the Companies Act, 2013, the approval of the members of the Company by a Special Resolution be and is hereby accorded for the reappointment of Sri.D.Lakshminarayanawamy, the present Managing Director of the Company on the recommendation of the Nomination and Remuneration Committee of the Company for a further tenure of 3 years commencing from 01.04.2023 and that an aggregate remuneration of not exceeding 5% of the net profits of the company as laid down in sub section (1) of section 197 of the Companies Act 2013 and the overall limit of 11% of net profits as laid down in subsection (1) of section 198 of the Companies Act 2013 and that taking into account other details and profile of the incumbent and circumstances including the working results of the company and the remuneration drawn earlier, the present package of remuneration offered by industries in general, an aggregate remuneration of not exceeding 5% of net profits of the company and such remuneration which may be by way of Salary, Variable Dearness Allowance, Accommodation, Commission, Medical reimbursement towards expenses incurred by the Managing Director, Club Fees, Personal Accident and Medical insurance premia, car with driver, phone and such other allowances as the Board may think fit, be paid to him.

The Managing Director shall also be eligible for the following perquisites which shall not be included in the computation of ceiling on remuneration specified above”

- contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income tax Act 1961.
- gratuity payable at a rate not exceeding half a month's salary for each completed year of service and
- encashment of leave at the end of the tenure.

“RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of the Managing Director, the company has no profits or the profits are inadequate, the following salary and perquisites not exceeding the ceiling limits prescribed in Section II of Part II of Schedule V of Companies Act 2013 be paid to him as minimum remuneration:-

Salary : Rs 3,85,000/- per month

He shall also be eligible for the payment of the following perquisites which shall not be included in the computation of the ceiling on remuneration specified above:

- contribution to provident fund, superannuation fund or annuity fund to the extent that these either singly or put together are not taxable under the Income Tax Act 1961 or any statutory modification or re-enactment thereof.
- gratuity payable at a rate not exceeding half a month's salary for each completed year of service and
- encashment of leave at the end of the tenure”.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Sri. P. Muthusamy, Director of the Company and Smt.Srividya.M, Company Secretary be and are hereby severally authorized on behalf of the Board to file the various applications, forms and returns required to be filed under the provisions of the Companies Act, 2013 and do all such things, acts and deeds as are considered necessary, expedient and/or proper.

By Order of the Board
For Sri Ramakrishna Mills (Coimbatore) Ltd

Place : Coimbatore
Date : 14.08.2023

D. LAKSHMINARAYANASWAMY
Managing Director
(DIN : 00028118)

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES:

1. (i) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL, INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY OR PROXIES MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
(ii) A person can act as Proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total Share Capital of the Company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as Proxy and such person shall not act as a proxy for any other person or shareholder.
2. The Register of Members and Share Transfer Books of the Company will remain closed from **21.09.2023** to **27.09.2023** (both days inclusive).
3. As a measure of economy, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies of the Annual Report for the meeting.
4. The Shareholders are requested to intimate, if shares are held in the same name or in the same order and names, but in more than one folio to enable the Company to consolidate the said folios into one folio.
5. Members desirous of making nomination in respect of their shareholding in the company as permitted under Section 72 of the Companies Act, 2013 are requested to submit the prescribed Form 2B for this purpose to the Company.
6. Members are requested to communicate their change of address, if any, quoting their folio numbers to the Registrars and Share Transfer Agents, M/s.SKDC Consultants Limited, "Surya", 35, Mayflower Avenue. Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641 028. Similarly members holding shares in Demat form, shall intimate the change of address, if any, to their respective Depository Participants.
7. Electronic copy of the Notice of the 76th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purpose unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 76th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting alongwith the Attendance Slip and Proxy Form is being sent in the permitted mode.
8. **Members who have still not registered their e-mail ID are required to register their e-mail addresses, in respect of shares held in electronic mode, with their Depository Participant and in respect of the shares held in physical mode, with the Company / Registrar and Share Transfer Agent of the Company.**
9. Members may also note that the Notice of the 76th Annual General Meeting and the Annual Report for the year 2022-23 will also be available on the Company's website www.ramakrishnamills.com for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email ID : mail@ramakrishnamills.com
10. **According to SEBI's amendment to Regulation No.40 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, dt.05.07.2018, all the shares held in physical form should be mandatorily converted into Demat form on or before 05.12.2018. Provided that except in the case of transmission or transposition of securities, requests for effecting of transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository.**
11. **Shareholders who have not updated their Bank details and PAN are required to submit the same with DP (where the shares are held in demat form) and with the Company's Registrar & Share Transfer Agents (where the shares are held in physical form) as the case may be.**

EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESSES

Pursuant to Section 102 of the Companies Act, 2013 ("Act")

ITEM NO.3 and ITEM NO.4 of the Agenda:

- A. (i) The present tenure of Sri.D.Lakshminarayananaswamy as Managing Director of the Company expired on 31.03.2023 and it is proposed that he can be reappointed on the recommendations of the Nomination and Remuneration Committee for a further period of three years with effect from 01.04.2023 with a view to avail his services on a continued basis with salary and perquisites in accordance with the guidelines issued in this regard by the Central Government. The Board of Directors recommends the resolution as set out in Item No.4 of the Agenda for approval by Members.
- (ii) It is proposed that Smt.L.Nagaswama can be reappointed on the recommendations of the Nomination and Remuneration Committee for a period of three years with effect from 14.08.2023 with a view to avail her services on a continued basis with salary and perquisites in accordance with the guidelines issued in this regard by the Central Government. The Board of Directors recommends the resolution as set out in Item No.3 of the Agenda for approval of Members.
- (iii) Details of Appointees :

1.	Name	Sri.D.Lakshminarayananaswamy	Smt.L. Nagaswama
2.	Date of Birth	13.04.1950	28.12.1952
3.	Date of appointment	01.04.1981	14.08.2014
4.	Expertise in specific functional area	Textile (Spinning) Cotton Trade and marketing of yarn	General Administration and Communication
5.	Directorship in other Public Ltd Companies	Sentra Yarns Ltd	Sri Ramakrishna Yarn Carriers Ltd Sentra Yarns Ltd
6.	Membership of Committees in other Public Ltd Companies	None	None
7.	Background details	Mr D Lakshminarayananaswamy is a citizen of India, 73 years of age. He is a Textile Graduate from PSG College of Technology, Coimbatore and MBA from Pennsylvania State University, USA and has about 4 decades of experience in Textile industry, Yarn Marketing and Cotton Trade. He is past Chairman of Indian Cotton Mills Federation (ICMF) the Apex Body representing Textile Industry in India, Southern India Mills Association (SIMA) and a Member of The Cotton Textiles Export Promotion Council (TEXPROCIL), SITRA and various other Committees connected with Textiles.	Smt.L.Nagaswama, is a citizen of India, 71 years old. She is a Commerce Graduate with MBA Qualification. She was employed with M/s.Lakshmi Mahine Works Ltd, a premier Textile Machinery Manufacturers in Coimbatore as its Financial Controller upto 1973. She joined the company as Administrative Manager in 1982 and was elevated as Chief Executive of the Company with effect from 01.10.1988. In this capacity, she was responsible for the general administration of the Company, purchase of stores, spares and other commodities, approval of specifications / quality and price of the items, recruitment and training of staff and co-ordinating various activities related to the operations of the company



8.	Past remuneration	Rs.3,70,000/- per month Plus Allowances and perquisites	Rs.2,00,000/- per month Plus Allowances and perquisites
9.	Job profile and his suitability	Mr D Lakshminarayanawamy is the Managing Director of the company since 1981, He is well known in the Textile World.	Smt.L.Nagaswarna is with the Company since 1982.
10.	Remuneration Proposed	As per the resolution at Item No.4 of Notice convening the Annual General Meeting on 27.09.2023	As per the resolution at Item No.3 of Notice convening the Annual General Meeting on 27.09.2023
11.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into consideration the size of the Company, the profile of the appointees, the responsibilities shouldered by the appointees and the industry bench marks, the remuneration proposed to be paid is commensurate with the remuneration packages adopted by other Companies in the industry in similar position of the respective appointee.	
12.	Pecuniary relationship directly or indirectly with the company or relation-ship with the managerial personnel, if any	Besides the remuneration proposed, the Managing Director do not have any other pecuniary relationship with the Company and its managerial personnel except being a relative of Wholetime Director.	Besides the remuneration proposed, the Whole Time Director does not have any other pecuniary relationship with the company and its managerial personnel except being a relative of Managing Director.

B. Information to be provided under Schedule-V Part-II Section-II of the Companies Act, 2013 :- (common to both the appointees)

I. General Information

1.	Nature of Industry	Textile Industry
2.	Date or expected date of commencement of commercial Production	The Company was incorporated on 06.09.1946 and commenced production subsequently during the year 1951
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not applicable

4. Financial performance based on given indicators

Particulars	2022-23	2021-22
Sales and other Income	3987.98	4449.86
Profit/(Loss) before Tax and depreciation	128.96	375.12
Profit/(Loss) after Tax	27.91	229.89
Paid up Equity Capital	711.83	711.83
Reserves and Surplus	484.64	452.02
Basic Earnings per share	0.39	3.23

5. Foreign investments and collaborators, if any : NIL

II. Information about the Appointees:

Details in respect of both the appointees are given under A(ii) above.

III. Other Information

1. Steps taken or proposed to be taken for improvement :

- Company is restructuring its product mix
- Reduction in accounts receivables
- Modernization of the Textile Plant.

2. Expected increase in productivity and profits in measurable terms :

The Company is expected to perform well in the near future on account of the steps envisaged.

IV. Disclosures:

- The shareholders of the company shall be informed of the remuneration package of the managerial person: Disclosed
- The following disclosures shall be mentioned in the Board of Directors' report under the heading "Corporate Governance", if any, attached to the annual report:
 - All elements of remuneration package such as salary, benefits, bonuses, stock options, pension etc., all the directors
 - Details of fixed component and performance linked incentives along with the performance criteria
 - Service contracts, notice period, severance Fees
 - Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable

The Company has not defaulted in repayment of any of its debts or debentures and public deposits.

The Explanatory Statements together with the accompanying Notice may be regarded as disclosure under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The shareholdings of Sri.D.Lakshminarayanawamy and Smt.L. Nagaswarna have been given under "Corporate Governance".

The resolution is accordingly recommended for members' approval

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

VOTING THROUGH ELECTRONIC MEANS

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the company is pleased to provide members facility to exercise their votes for all the resolutions detailed in the Notice of the 76th Annual general Meeting scheduled to be held on **Wednesday, the 27th day of September 2023 at 9.30 a.m** by electronic means and the business may be transacted through e-voting. The company has engaged the services of CDSL as the authorized Agency to provide the e-voting facilities as per instructions below:-

The instructions for shareholders voting electronically are as under :

- i) The voting period begins on **24-09-2023 at 9.00 a.m.** IST and ends on **26-09-2023 at 5.00 p.m.** IST. During this period shareholders' of the company, holding shares either in physical form or in dematerialized form, as on the **cut-off date 20-09-2023** cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii) The shareholders should log on to the e-voting website www.evotingindia.com
- iv) Click on "Shareholders" tab.
- v) Now enter your User ID :
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi) Next enter the Image Verification Code as displayed and Click on Login.
- vii) If you are holding shares in Demat Form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company Depository Participant are requested to use the first two letters of their name and the last 8 digits of the sequence number in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with sequence 1, then enter RA00000001 in the PAN field.
Dividend Bank Details or Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login <ul style="list-style-type: none">• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- ix) After entering these details appropriately, click on "SUBMIT" tab.
- x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach "Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting on resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii) Click on the relevant EVSN-Sri Ramakrishna Mills (Coimbatore) Ltd on which you choose to vote.
- xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Notice.
- xv) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii) You can also take out print of the voting done by you clicking on "Click here to print" option on the Voting page.
- xviii) If Demat account holder who has forgotten the login password then Enter the User ID and Image verification Code and click on Forgot Password & enter the details as prompted by the system.
- xix) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- xx) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI, etc.,) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e-mailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details, a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xxi) In case you have any queries or issue regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an e-mail to helpdesk.evoting@cdslindia.com

Contact details for issues relating to e-voting

M/s. SKDC Consultants Limited
"Surya", 35, Mayflower Avenue, Behind Senthil Nagar,
Sowripalayam Road, Coimbatore – 641 028
Phone : 0422-4958995, 2539835-836
Fax : 91-422-2539837 E-mail : info@skdcconsultants.com
Website : www.skdc-consultants.com



The notice of the Annual General Meeting and this communication are also available on the website of the www.evotingindia.com

AS THE COMPANY HAS PROVIDED E-VOTING / VOTING IN TERMS OF Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, MEMBERS MAY PLEASE NOTE THAT THERE WILL BE ONLY ONE MODE OF VOTING. THE SCRUTINIZER WILL COLLATE THE VOTES DOWNLOADED FROM THE E-VOTING SYSTEM AND VOTES POLLED AT THE AGM THROUGH POLLING PAPER TO DECLARE THE FINAL RESULT FOR EACH OF THE RESOLUTIONS FORMING PART OF THE NOTICE OF ANNUAL GENERAL MEETING.

Mrs.Sasirekha Vengatesh, Chartered Accountant, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

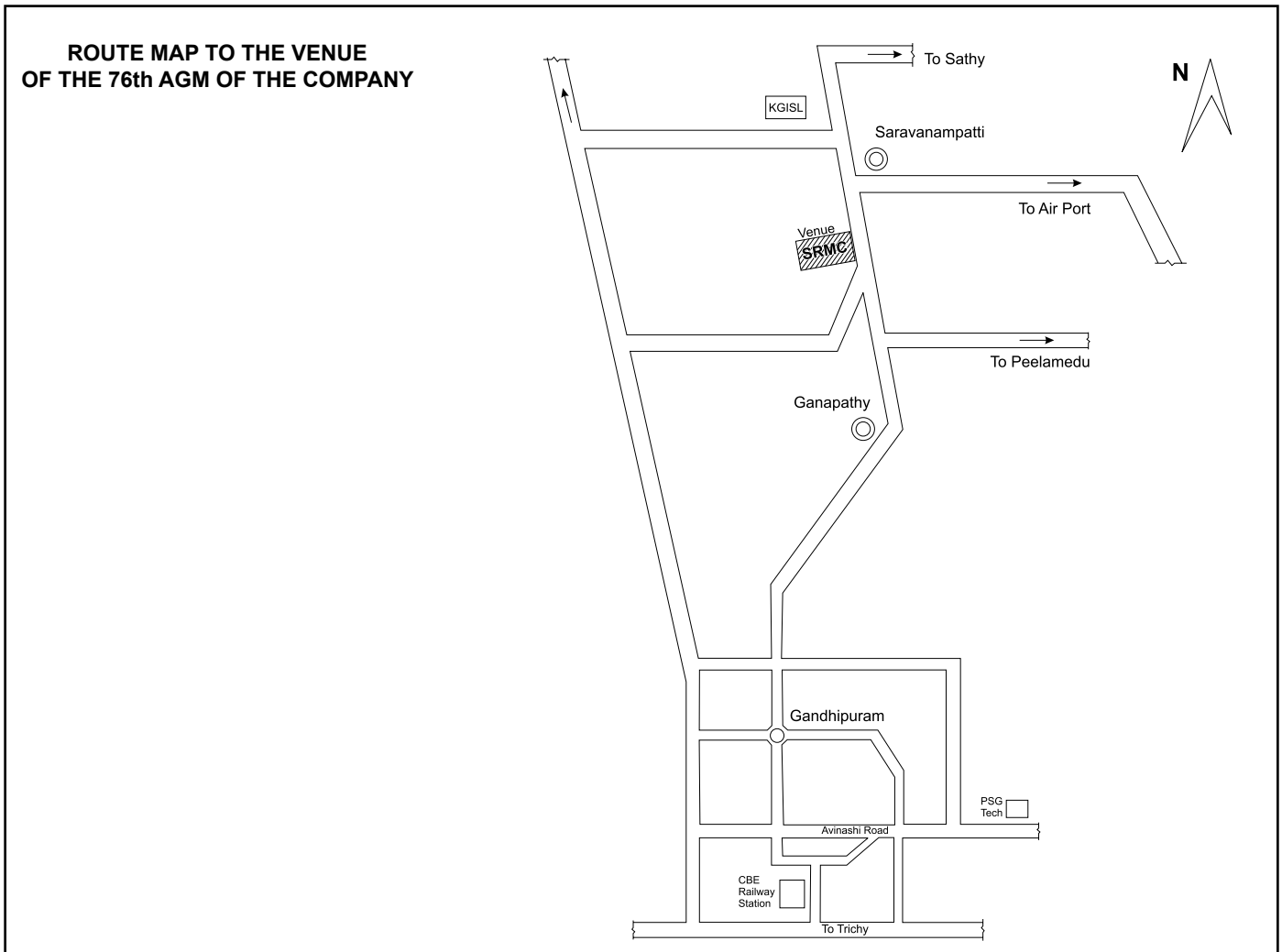
The Scrutinizer shall, immediately after the conclusion of voting at the General Meeting first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make not later than three days of conclusion of the meeting a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Managing Director.

The result shall be declared after the AGM of the Company and after submission of the report by the scrutinizer. The results declared along with the scrutinizers report shall be available for inspection and also placed on the website of the Company after the conclusion of the AGM of the Company and communicated to the Stock Exchange(s) simultaneously.

By Order of the Board
For Sri Ramakrishna Mills (Coimbatore) Limited

D. LAKSHMINARAYANASWAMY
Managing Director
(DIN : 00028118)

Place: Coimbatore
Date : 14.08.2023



SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

REPORT OF THE DIRECTORS TO THE SHAREHOLDERS

Dear Shareholders,

Your Directors submit the following Report on the working of the Company for the year ended 31.03.2023.

After meeting all working expenses, interest, repairs to machinery and buildings, the working result of the company for the year 2022-23 is given below :-

Financial results:

	Year Ended	
	31.03.2023 Rs.in lakhs	31.03.2022 Rs.in lakhs
Profit before Interest and Depreciation	441.96	688.90
Less / Add : Interest	313.00	313.78
Depreciation	88.62	28.07
Profit before Exceptional items	40.35	311.69
Exceptional Items	-	-35.35
Current Tax	-	-
Deferred Tax Credit	12.44	117.15
Surplus/(Deficit) after Exceptional Item	27.91	229.89

Performance:

The turnover of the company for the year 2022-23 had been Rs.3987.98 lakhs against Rs.4449.86 lakhs in the previous year. The above figures includes Rs.1391.08 lakhs relating to Real Estate Income. After charging depreciation, interest and other overheads, the company recorded a profit of Rs.40.35 lakhs which had resulted into Net Profit of Rs.27.91 lakhs after the adjustment of Deferred Tax Credit aggregating to Rs.12.44 Lakhs and the same has been carried to the Balance Sheet.

Future

Cotton prices have come down but still above last year prices and with 11% duty on cotton imports, local prices are firm. Downstream activity of working and garmenting is working at reduced capacity and so spinning sector is working at reduced capacity with yarn exports also down by 30% putting a lot of pressure on yarn prices. Our company is replacing its old machineries used in Nagari unit with all modernized machineries in a phased manner. The entire modernization will be completed within this year.

Real Estate Development

Indian real estate sector has witnessed decent growth in the recent times with rise in demand for office as well as residential spaces. Our project is expected to be completed by September 2023 and we expect to sell the remaining villas within a year.

Change in Bankers

Our company has approached Axis Bank for loan and now our bankers are Axis Bank instead of The South Indian Bank. Axis Bank has takeover all the charges with SIB and we closed all the accounts with SIB. We completed all the form filing with ROC with regard to change in loan.

Management Discussion and Analysis

In terms of the provisions of Regulation 34(3) and Schedule-V of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Management Discussion and Analysis is set out in this report. It contains an analysis on the performance of the industry, the Company, Internal Control System and Risk management policy.

Board of Directors:

The composition of the Board of Directors of the Company is furnished in the Corporate Governance Report annexed to this Report.

Sri.Ravichandran Dhamodaran (DIN : 00054538), Sri.R.Guru Chandrasekar (DIN : 0008421861) are appointed as Independent Directors at the 72nd Annual General Meeting for a period of 5 years with effect from 27.09.2019. Sri.C.Baalasubramaniyam was appointed as an Independent Director at an EGM held on 10-12-2021. All the Independent Directors have affirmed that they satisfy the criteria laid down under Sec.149(6) of the Companies Act, 2013 and Regulations 16(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. Further, the Company's code of conduct suitably incorporates the duties of Independent Directors as laid down in the Act.

In the opinion of the Board, the Independent Directors of the Company fulfill the conditions specified in the Act and SEBI (LO & DR) Regulations 2015 and are independent of the Management

The Ministry of Corporate Affairs, Govt. of India has launched the Independent Directors' databank and it has entrusted the Indian Institute of Corporate Affairs with creating and operating such a data bank under the Notification No.GSR804(E), dt.22nd October 2019. All the existing Independent Directors are required to register themselves in the data bank. Accordingly, the Company's Independent Directors have got themselves registered in the data bank for 5 (five) years.

Retirement by rotation:

Sri.P.Muthuswamy, (DIN : 02651331), who has been appointed as a Director retires by rotation at the ensuing Annual General Meeting of the Company, as per the terms of her appointment. The place so vacated by him has to be filled up at the same meeting. The retiring Director is eligible for re-appointment at the ensuing Annual General Meeting. Accordingly, a resolution to this effect is included in the Agenda for consideration of members at the ensuing Annual General Meeting of the Company.

Board Meetings:

During the year four (4) Board Meetings were convened and held, the details of which are given in the Corporate Governance Report. The intervening period between two consecutive meetings was within the period prescribed under the Act.

Meeting of Independent Directors:

Pursuant to the provisions of the Companies Act, 2013 (Para-VII(1) of Schedule-IV, one separate meeting of independent directors without the attendance of Non-Independent Directors and Members of Management was held. During the year, all the independent directors were present at this meeting. In the said meeting, the independent directors assessed the quality, quantity and timeliness of flow of information between the management and the Board and expressed that the current flow of information and contents were adequate for the Board to effectively perform its duties.

Board Evaluation

The evaluation of all the Directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board. The evaluation process has been framed by the Nomination and Remuneration Committee and approved by the Board. A questionnaire consisting of certain criteria is adopted for reviewing the functioning and effectiveness of the Board and for identifying possible areas for improvement. Each Board member is requested to evaluate the effectiveness of the Board dynamics and relationships, information flow, decision making of the Directors, relationship with Stakeholders. Company performance, company strategy and effectiveness of the whole Board and its various committees on a scale of one to five.



Necessary feed back is provided for improvement in the performance of the Directors and the functioning of the overall Board and the various committees.

Familiarisation Programme for Independent Directors :

In compliance with the requirements of Regulation 25(7) of the SEBI (LO & DR) Regulations 2015, the company has put in place a Familiarization Programme for the Independent Directors to familiarize them with the company their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business models, Regulatory matters, etc.

Since the Independent Directors have been registered with the databank launched by the Ministry of Corporate Affairs, Govt of India, New Delhi, they will be able to acquire knowledge from diverse resources, develop distinct skills and assess their understanding on company operations, regulations and compliance.

Key Managerial Personnel:

Sri.D.Lakshminarayanawamy (DIN:00028118), Managing Director, Smt.L.Nagaswama, Wholtime Director (DIN:00051610), Sri.P. Muthuswamy, Director-Operations (DIN : 02651331), Smt.M.Srividya as Company Secretary and Sri.G.Krishnakumar as Chief Financial Officer constitute Key Managerial Personnel of the Company.

Remuneration Policy:

The policy on appointment, remuneration and evaluation criteria for Directors and Senior Management is as per the recommendation of the Nomination and Remuneration Committee of the Board. The Company recognized that Compensation Policy is an important and strategic tool in the achievement of vision and goals of the company. It is in keeping with the performance of the individuals, internal equity, market trends and industry practices, legal requirements and appropriate governance standards.

The Nomination and Remuneration Committee recommends the remuneration of Directors and Senior Management personnel which is approved by the Board of Directors, subject to the approval of shareholders, where necessary.

Audit Committee:

In terms of the provisions of Section 177 of the Act and Regulation 18 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Audit Committee of the Board was reconstituted to act in accordance with the terms of reference prescribed therein. Detailed disclosure on composition, terms of reference and meetings of the Audit Committee are furnished in the Corporate Governance Report.

Statutory Auditors:

M/s.C.S.K.Prabhu & Co, Chartered Accountants, Coimbatore were re-appointed as Statutory Auditors at the ensuing Annual General Meeting to hold such Office for a second term of five consecutive financial years from the conclusion of 75th Annual General Meeting to the conclusion of the 80th Annual General Meeting to be held in the year 2027, pursuant to the provisions of Section 139, 141 and 142 of the Act, read with companies (Audit & Auditors) Rules 2014.

Cost Audit:

Ministry of Corporate Affairs (MCA) has vide Notification dated 31st December 2014 amended the Companies (Cost Records and Audit) Rules 2014. Accordingly, The Company has maintained the Cost Records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013. However, cost audit is Not applicable to the company.

Secretarial Audit:

Sri.V.Prasanna, Practising Company Secretary was appointed to conduct the Secretarial Audit of the Company from the Financial year 2021-22 to 2023-24 as required under Sec.204 of the Act, and Rules made thereunder. The Secretarial Audit Report for the Financial Year 2022-23 forms part of the Annual Report as annexure to the Board's Report.

Internal Auditor :

The Company continues to engage Smt.Sasirekha Vengatesh, Chartered Accountants as Internal Auditors of the Company. The scope of work includes review of processes for safeguarding the assets of the company, review of operational efficiency, effectiveness of systems and processes and assessing the strength and weaknesses of internal control. Internal Auditors reports are placed before the Audit Committee on a regular basis for taking suitable action for improvement, wherever required.

Directors' Responsibility Statement:

As required under section 134 of the Act, it is stated

- that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- that the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year (i.e)31st March 2023 and of the profit of the company for that period.
- that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- that the directors had prepared the annual accounts on a "going concern" basis.
- that the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- that the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Related Party Transactions:

All contracts / arrangements / transactions entered into by the company during the Financial Year with related parties were in the ordinary course of business and on arm's length basis. During the year, the company had not entered into any contracts / arrangements / transactions with related parties which could be considered material in accordance with the policy of the company on materiality of related party transactions.

Statement giving details of the Contacts / arrangements / transactions with related parties is placed before the Audit Committee and the Board of Directors for their approval on quarterly basis.

Corporate Social Responsibility :

The Company has constituted a Corporate Social Responsibility (CSR) Committee in accordance with the provisions of Section 135 of the Companies Act, 2013 comprising of three Directors including an Independent Director.

During the Financial Year 2022-23, the average profit for the last three years amounts to Rs.554.71 lakhs and the company was required to spend about Rs.11.09 lakhs. However, the company had spent Rs.11.10 lakhs in the projects mentioned in the Annexure-I to the Directors' Report.

Subsidiary and Associate Companies :

The company does not have any subsidiary or associate companies.

Fixed Deposits:

The Company has not accepted any deposits within the meaning of Section 73 of the Act, and the Rules framed thereunder.

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

Particulars of Directors, Key Managerial Personnel and Employees:

The information required pursuant to Sec.197 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 in respect of Directors, Key Management Personnel and employees of the Company are provided in the Annual Report.

Corporate Governance

A separate Report on Corporate Governance is attached to this report. A certificate from the Auditors of the company confirming compliance with the conditions of Corporate Governance as stipulated under Regulation 27 and Part-E of Schedule-II of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, is attached to this report.

Other Disclosures:

- a. Details of loans, guarantees and investments under the provisions of Sec.186 of the Act are given as Annexure.
- b. The internal control systems and its adequacy are discussed in the Management Discussion and Analysis annexed to the Directors Report.
- c. There was no significant material order passed by the Regulators / Courts which would impact the going concern status of the company and its future operations.
- d. The details forming part of the extract of the Annual Return in Form MGT-9 is annexed to the Directors' Report.
- e. The Company has adopted the Whistle Blower Policy for Directors and Employees of the Company to report concerns about the unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct and ethics. The policy is provided pursuant to Reg. 22 and Reg.46(2)e of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015. It also provides for adequate safeguard against victimization of Directors / Employees who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. The policy is also disclosed in the Company's Website.
- f. The Company has adopted a code of conduct for the Board of Directors and Senior Management of the company and all of them have affirmed compliance of the same.
- g. The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Necessary mechanism has been put across the company in this regard to cover all the women employees in the company. There were no complaints received from any employee of the Company during the financial year 2022-23.

The following is the summary of sexual harassment complaints received and disposed of during the year 2022-23:

- i. Number of complaints received – Nil
- ii. Number of complaints disposed of – NA
- h. As contemplated under Regulation 17(8) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, certificate from MD Sri.D.Lakshminarayananaswamy & CFO Sri.G.Krishnakumar was placed before the Board of Directors at the meeting held on 30.05.2023.
- i. Pursuant to Sec.134(3)(l) of the Act, there was no significant material changes and commitments affecting the financial position of the Company has taken place between the end of the financial year of the company and the date of Directors' Report.

Energy Conservation, Technology Absorption and Foreign Exchange earnings & outgo :

The information on the above stipulated under Sec.134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules 2014 is annexed herewith as Annexure-II.

General:

Our thanks are due to The South Indian Bank Ltd., for their support and assistance to meet our business needs.

The Directors appreciate the services rendered by the Officers, Staff and the employees of the Company.

We pray for the Grace of Almighty Sri Jagannatha Perumal for the prosperity of the Company.

Place : Coimbatore
Date : 14.08.2023

For and on behalf of the Board of Directors
of Sri Ramakrishna Mills (Coimbatore) Limited

D. LAKSHMINARAYANASWAMY

Chairman
(DIN : 00028118)



ANNEXURE-I TO DIRECTORS' REPORT

CORPORATE SOCIAL RESPONSIBILITY POLICY

The Company has already constituted a Corporate Social Responsibility ("CSR") Committee, and has aligned its CSR Policy in accordance with the Companies Act, 2013 ("the Act") read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 to make it compliant with the provisions of the Act and the Rules and to undertake the admissible CSR activities modified by the Ministry of Corporate Affairs in Schedule-VII to the Act.

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

As prescribed under Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014.

1. A brief outline of the Company's CSR Policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes:

The Company has adopted a CSR Policy within the broad scope laid down in Schedule-VII of the Act as Projects / Programmes / activities, excluding activities in its normal course of business. The CSR policy of the company is available on the website of the company.

2. The Composition of the CSR Committee :

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Sri.D. Lakshminaraswamy	Chairman	1	1
2.	Smt.L. Nagaswama	Member	1	1
3.	Sri.RavichandranDhamodaran	Member	1	1

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:

CSR committee	http://www.ramakrishnamills.com/pdf/details-of-committees.pdf
CSR Policy	http://www.ramakrishnamills.com/pdf/csr-policy-of-the-company.pdf
CSR projects approved by the board	http://www.ramakrishnamills.com/investor-relations.html

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014: NOT APPLICABLE

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1			
2			
3			
	Total		

6. Average Net Profit of the Company for the last three Financial Years (2019-20, 2020-21&2021-22 :

The average net profit of the company for the last three preceding financial years is Rs.554.71 lakhs.

- 7.

(a) Two percent of average net profit of the company as per section 135(5)	11.09 Lakhs
(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years	Nil
(c) Amount required to be set off for the financial year, if any	Nil
(d) Total CSR obligation for the financial year (7a+7b-7c)	11.09 Lakhs

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Lakhs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
11.00	NOT APPLICABLE				

- (b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.)	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State.	District.						Name	CSR Registration number.
1.	NIL											
	Total											

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project.		(6) Amount spent for the project (in Lakhs.).	(7) Mode of implementation - Direct (Yes/No).	(8) Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR registration number.
1.	Promoting Education by providing fees/books to needy children	Sec VII Clause-(i)	No	Nagari – Andhra Pradesh		0.60	No	Sri Ramakrishna Charitable Society	CSR00022120
2.	Training to promote rural sports, nationally recognized sports	Sec-VII Clause-(vii)	Yes	Coimbatore Tamil Nadu		10.50	No	Sri Ramakrishna Cricket Trust	CSR00022121
	Total					11.10			

(d) Amount spent in Administrative Overheads - Nil

(e) Amount spent on Impact Assessment, if applicable - Nil

(f) Total amount spent for the Financial Year (8b+8c+8d+8e) – 11.10 Lakhs

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs. Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	11.09
(ii)	Total amount spent for the Financial Year	11.10
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.01
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.01

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs.)	Date of transfer.	
1.	NIL						
	Total						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1) Sl. No.	(2) Project ID	(3) Name of the Project.	(4) Financial Year in which the project was commenced.	(5) Project duration.	(6) Total amount allocated for the project (in Rs.).	(7) Amount spent on the project in the reporting Financial Year (in Rs.).	(8) Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	(9) Status of the project - Completed / Ongoing.
1	NIL							
	Total							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year.

(a) Date of creation or acquisition of the capital asset(s). – Not Applicable

(b) Amount of CSR spent for creation or acquisition of capital asset. – Not Applicable

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. – Not Applicable

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset). – Not Applicable

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5). – NOT APPLICABLE

For and on behalf of the
SRI RAMAKRISHNA MILLS (COIMBATORE) LTD,

D.LAKSHMINARAYANASWAMY

CHAIRMAN
CORPORATE SOCIAL RESPONSIBILITY COMMITTEE & MANAGING DIRECTOR
DIN: 00028118

Place: Coimbatore
Date : 14.08.2023



ANNEXURE-II TO DIRECTORS' REPORT

Particulars pursuant to provisions of Section 134 of the Companies Act, 2013 read with companies (Accounts) Rules, 2014.

A. Conservation of Energy:

- Energy Conservation measures taken : None
- Additional investments and proposals being implemented for reduction of consumption and consequent impact on cost of production:
Proposed to replace the existing motors with energy efficient motors attached to various machinery.
- Impact of measures (a) and (b) for reduction of energy consumption and consequent impact on cost of production:
The proposals implemented in the earlier years are closely monitored.
- Total energy consumption and energy consumption per unit of production as prescribed in Form-A.

			Year Ended	
			31.03.2023	31.03.2022
(A) Power and Fuel Consumption:				
1. Electricity:				
a) Purchased:	EB	SOLAR		
Units (in lakhs)	42.82	11.61	54.43	69.11
Total amount (Rs.in lakhs)	366.79	42.13	408.92	467.16
Rate per Unit (Rs.)			7.51	6.76
b) Own Generation:				
i) Through Diesel Generator				
Units (in lakhs)			--	--
Units per litre of Diesel Oil			--	--
Cost/Unit (Rs.)			--	--
ii) Through Steam turbine/Generator				
			NIL	NIL
2. Coal				
			Not used	Not used
3. Furnace Oil				
			Not used	Not used
4. Other/internal generation				
			NIL	NIL
(B) Consumption per unit of production:				
Electricity – Units per kg. of yarn			7.98	7.36

B. Technology Absorption:

Efforts made in Technology absorption as per Form B:

The company used indigenous technology only. Being a member of South India Textile Research Association, the company is able to get the benefits of the latest technology available for textile industry.

C. Foreign Exchange earnings and Outgo:

Activities relating to exports, initiatives taken to increase exports, development of new export market for products and services and export plans:

- Total foreign exchange earned and used:

Earned : Export of yarn - in Foreign Exchange (FOB) : NIL
Used : Expenditure in Foreign Currency on account of travelling : 2.32 lakhs

For and on behalf of the Board of Directors
of Sri Ramakrishna Mills (Coimbatore) Limited

Place: Coimbatore
Date : 14.08.2023

D. LAKSHMINARAYANASWAMY
Chairman
(DIN : 00028118)

ANNEXURE - III

DISCLOSURE PURSUANT TO SEC.197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF CHAPTER XIII, COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES 2014

S.No.	Name / Designation	Remuneration for the year ended		% increase	Ratio of remuneration to Median remuneration
		31.03.2023 Rs. in Lakhs	31.03.2022 Rs. in Lakhs		
1.	D.Lakshminarayanawamy, Managing Director	44.40	44.40	---	--
2.	L. Nagaswama, Whole Time Director	29.83	29.34	1.64	-
3.	P. Muthuswamy, Director-Operations	6.47	6.18	4.48	--
4.	Median Remuneration	--	1.08	-	--
5.	Total number of permanent Employees – Nos.	--	121	-	-
6.	Average increase in remuneration is about 3%				

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

COMPARISON OF REMUNERATION OF KEY MANAGEMENT PERSONNEL

S.No.	Name / Designation	Remuneration for the year ended		Increase or (Decrease) %
		31.03.2023 Rs.	31.03.2022 Rs.	
7	M. Srividya - Company Secretary	6.36 L	4.01 L	58.60
	G. Krishnakumar - CFO	6.64 L	6.24 L	6.41
8.	Performance of the Company :			
i)	Revenue (in M)	398.80	444.99	(10.38)
ii)	Profit / (Loss) (in M)	0.40	34.70	(98.85)
iii)	Market Capitalisation (in M)	162.29	219.60	(26.10)
iv)	P/E ratio	0.58	9.55	(6.07) times
v)	Market quotation per share (Closing)	22.80	30.85	(26.09)

9. There is no exceptional circumstances for the increase in the Managerial remuneration
 10. Against the Company's performance, the remunerations to Key Management Personnel are reasonable and market linked.
 11. There is no variable component of remuneration availed by the Directors.
 12. No employee received remuneration in excess of the highest paid Director.
 13. Remuneration received by the employees is as per the Remuneration Policy of the Company.
 14. Statement showing the name of every employee, who – .

(i)	if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees;	NONE
(ii)	if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month	
(iii)	if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company	

ANNEXURE – IV - DIRECTORS REPORT

Form No. MGT-9

(Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules 2014

EXTRACT OF ANNUAL RETURN as on the Financial Year ended on 31st March 2023

I. REGISTRATION AND OTHER DETAILS

- i. CIN : L17111TZ1946PLC000175
 ii. Registration Date : 06.09.1946
 iii. Name of the Company : Sri Ramakrishna Mills (Coimbatore) Ltd
 iv. Category / Sub-Category Of the Company : Textiles / Real Estate Development
 v. Address of the Regd. Office and Contact details : 1493, Sathyamangalam Road
 Ganapathy Post, Coimbatore – 641 006
 Phone : 0422-2531022/2531122
 e-mail : mail@ramakrishnamills.com
 Website : www.ramakrishnamills.com
 vi. Whether listed company : Yes
 vii. Name, Address and contact Details of Registrar and Transfer Agent, if any : M/s. SKDC Consultants Ltd
 "Surya", 35, Mayflower Avenue
 Behind Senthil Nagar, Sowripalayam Road
 Coimbatore – 641 028
 Phone : 0422-4958995, 2539835-836
 Fax : 91-422-2539837
 e-mail : info@skdcconsultants.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated :

S.No.	Name & Description of main products / services	NIC Code of the product / service	% to total turnover of the company
1.	Textile Spinning	1311	64.00%
2.	Real Estate Development	6810	35.00%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S.No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/Associate	% of shares held	Applicable Section
1.	Holding Company		NIL		
2.	Subsidiary Company		NIL		
3.	Associate Companies		NIL		



IV. Categorywise Shareholding

Category of Shareholders	Shareholding at the beginning of the year 2022				Shareholding at the end of the year 2023				% of Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A) Shareholding of Promoter and Promoter Group									
(1) Indian									
a) Individuals / Hindu Undivided Family	3845778	0	3845778	54.0264	3831378	0	3831378	53.8241	-0.2023
b) Central Government / State Government(s)	-	-	-	-	-	-	-	-	-
c) Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
d) Any Other (Specify)									
Bodies Corporate	709955	0	709955	9.9736	724855	0	724855	10.1829	0.2093
Sub Total (A)(1)	4555733	0	4555733	64.0000	4556233	0	4556233	64.0070	0.0070
(2) Foreign									
a) Individuals (Non-Resident Individuals / Foreign Individuals)	-	-	-	-	-	-	-	-	-
b) Government	-	-	-	-	-	-	-	-	-
c) Institutions	-	-	-	-	-	-	-	-	-
d) Foreign Portfolio Investor	-	-	-	-	-	-	-	-	-
Any Other (Specify)	-	-	-	-	-	-	-	-	-
Sub Total (A)(2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	4555733	0	4555733	64.0000	4556233	0	4556233	64.0070	0.0070
(B) Public shareholding									
(1) Institutions									
a) Mutual Funds / UTI	-	-	-	-	-	-	-	-	-
b) Venture Capital Funds	-	-	-	-	-	-	-	-	-
c) Alternate Investment Funds	-	-	-	-	-	-	-	-	-
d) Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
e) Foreign Portfolio Investor	-	-	-	-	-	-	-	-	-
f) Financial Institutions / Banks	100	0	100	0.0014	100	0	100	0.0014	0.0000
Insurance Companies	-	-	-	-	-	-	-	-	-
Provident Funds/ Pension Funds	-	-	-	-	-	-	-	-	-
Any Other (Specify)	-	-	-	-	-	-	-	-	-
Sub Total (B)(1)	100	0	100	0.0014	100	0	100	0.0014	0.0000
(2) Central Government/ State Government(s)/ President of India									
Sub-Total (B)(2)	-	-	-	-	-	-	-	-	-
(3) Non-institutions									
a) Individuals									
i) Individual shareholders holding nominal share capital up to Rs 1 lakh	604619	323170	927789	13.0338	670708	303324	974032	13.6834	0.6496
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	819652	31791	851443	11.9613	1009789	31791	1041580	14.6324	2.6711
NBFCs registered with RBI	-	-	-	-	-	-	-	-	-
Overseas Depositories(holding DRs) (balancing figure)	-	-	-	-	-	-	-	-	-
Any Other (Specify)	-	-	-	-	-	-	-	-	-
Trusts	619350	-	619350	8.7008	356109	-	356109	5.0027	-3.6981
Hindu Undivided Family	29690	-	29690	0.4171	37063	-	37063	0.5207	0.1036
Non Resident Indians (Non Reprat)	1050	-	1050	0.0148	1532	-	1532	0.0215	0.0067

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Other Directors / Relatives	1900	-	1900	0.0267	1900	-	1900	0.0267	0.0000
Non Resident Indians (Repat)	46012	-	46012	0.6464	43321	-	43321	0.6086	-0.0378
Body Corp-Ltd Liability Partnership	5101	-	5101	0.0717	5101	-	5101	0.0717	0.0000
Clearing Member	266	-	266	0.0037	613	-	613	0.0086	0.0049
Bodies Corporate	64073	15823	79896	1.1224	84923	15823	100746	1.4153	0.2929
Sub Total (B)(3)	2191713	370784	2562497	35.9986	2211059	350938	2561997	35.9915	-0.0071
Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	2191813	370784	2562597	36.0000	2211159	350938	2562097	35.9930	-0.0070
Total (A)+(B)	6747546	370784	7118330	100.0000	6767392	350938	7118330	100.0000	-
c) Non Promoter - Non Public									
(C1) Shares Underlying DRs									
Custodian/DR Holder	-	-	-	-	-	-	-	-	-
(C2) Shares Held By Employee Trust									
Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	-	-	-	-	-	-	-	-	-
Total (A)+(B)+(C)	6747546	370784	7118330	100.0000	6767392	350938	7118330	100.0000	-

ii) Shareholding of Promoters

Shareholders' Name	Shareholding at the beginning of the year 2022			Shareholding at the end of the year 2023			% of Change during the year
	No. of shares	% of total shares of the company	% of Shares pledged / encumbered to total shares	No. of shares	% of total shares of the company	% of Shares pledged / encumbered to total shares	
LAKSHMINARAYANASWAMY.D.	1475026	20.7200	-	1460126	20.5100	-	-0.2093
NAGASWARNA. L	953570	13.3960	-	954070	13.4030	-	0.0070
SUHASINI.L.	621276	8.7278	-	621276	8.7278	-	-
SWATHY. L	563406	7.9149	-	563406	7.9149	-	-
SWATHY PROCESSORS LIMITED	326942	4.5930	-	326942	4.5930	-	-
SUHASINI SPINNERS LIMITED	258563	3.6324	-	258563	3.6324	-	-
SRI RAMAKRISHNA YARN CARRIERS LIMITED	124450	1.7483	-	139350	1.9576	-	0.2093
SRI D LAKSHMINARAYANASWAMY JOINTLY WITH L. SUHASINI & L. SWATHY	232500	3.27	-	232500	3.27	-	-
TOTAL	4555733	64.0000	-	4556233	64.0070	-	0.0070

iii) Shareholding pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

S.No.	For each of top 10 shareholders	Shareholding at the beginning of the year 2022		Transactions during the year		Shareholding at the end of the year 2023	
		No. of shares	%	Date of Transaction	No. of shares	No. of shares	%
1	STRESSED ASSETS STABILIZATION FUND	619350	8.7008			619350	8.7008
	Transfer			08 Apr 2022	(2000)	617350	8.6727
	Transfer			29 Apr 2022	(36)	617314	8.6722
	Transfer			20 May 2022	(17)	617297	8.6719
	Transfer			10 Jun 2022	(1546)	615751	8.6502
	Transfer			24 Jun 2022	(2000)	613751	8.6221
	Transfer			30 Jun 2022	(50)	613701	8.6214
	Transfer			08 Jul 2022	(151)	613550	8.6193
	Transfer			15 Jul 2022	(2065)	611485	8.5903
	Transfer			22 Jul 2022	(3902)	607583	8.5355
	Transfer			29 Jul 2022	(2847)	604736	8.4955
	Transfer			05 Aug 2022	(8000)	596736	8.3831
	Transfer			12 Aug 2022	(5039)	591697	8.3123
	Transfer			19 Aug 2022	(4433)	587264	8.2500
	Transfer			26 Aug 2022	(4565)	582699	8.1859
	Transfer			02 Sep 2022	(2888)	579811	8.1453
	Transfer			09 Sep 2022	(9636)	570175	8.0100



	Transfer			16 Sep 2022	(6426)	563749	7.9197
	Transfer			23 Sep 2022	(6313)	557436	7.8310
	Transfer			30 Sep 2022	(4055)	553381	7.7740
	Transfer			07 Oct 2022	(8000)	545381	7.6616
	Transfer			14 Oct 2022	(10000)	535381	7.5212
	Transfer			21 Oct 2022	(6000)	529381	7.4369
	Transfer			28 Oct 2022	(6000)	523381	7.3526
	Transfer			04 Nov 2022	(10000)	513381	7.2121
	Transfer			11 Nov 2022	(5402)	507979	7.1362
	Transfer			25 Nov 2022	(6344)	501635	7.0471
	Transfer			02 Dec 2022	(10000)	491635	6.9066
	Transfer			09 Dec 2022	(10000)	481635	6.7661
	Transfer			16 Dec 2022	(6000)	475635	6.6818
	Transfer			23 Dec 2022	(7578)	468057	6.5754
	Transfer			30 Dec 2022	(6600)	461457	6.4827
	Transfer			06 Jan 2023	(10000)	451457	6.3422
	Transfer			13 Jan 2023	(6200)	445257	6.2551
	Transfer			20 Jan 2023	(6000)	439257	6.1708
	Transfer			27 Jan 2023	(8000)	431257	6.0584
	Transfer			03 Feb 2023	(9138)	422119	5.9300
	Transfer			10 Feb 2023	(4273)	417846	5.8700
	Transfer			17 Feb 2023	(10000)	407846	5.7295
	Transfer			24 Feb 2023	(9414)	398432	5.5973
	Transfer			03 Mar 2023	(10000)	388432	5.4568
	Transfer			10 Mar 2023	(8000)	380432	5.3444
	Transfer			17 Mar 2023	(10000)	370432	5.2039
	Transfer			24 Mar 2023	(6323)	364109	5.1151
	Transfer			31 Mar 2023	(8000)	356109	5.0027
	AT THE END OF THE YEAR					356109	5.0027
2	SRIKANTH. C .	316450	4.4456			316450	4.4456
	AT THE END OF THE YEAR					316450	4.4456
3	GOPISETTY RAVI CHANDRA	177066	2.4875			177066	2.4875
	Transfer			08 Apr 2022	(800)	176266	2.4762
	Transfer			15 Apr 2022	(2350)	173916	2.4432
	Transfer			22 Apr 2022	(1639)	172277	2.4202
	Transfer			29 Apr 2022	(2200)	170077	2.3893
	Transfer			20 May 2022	(8)	170069	2.3892
	Transfer			27 May 2022	(200)	169869	2.3864
	Transfer			03 Jun 2022	(4)	169865	2.3863
	Transfer			10 Jun 2022	(1000)	168865	2.3723
	Transfer			17 Jun 2022	(1000)	167865	2.3582
	Transfer			24 Jun 2022	(1038)	166827	2.3436
	Transfer			15 Jul 2022	(281)	166546	2.3397
	Transfer			29 Jul 2022	(500)	166046	2.3327
	Transfer			05 Aug 2022	(1750)	164296	2.3081
	Transfer			12 Aug 2022	(300)	163996	2.3039
	Transfer			19 Aug 2022	(500)	163496	2.2968
	Transfer			26 Aug 2022	(300)	163196	2.2926
	Transfer			09 Sep 2022	(595)	162601	2.2843
	Transfer			16 Sep 2022	(100)	162501	2.2829
	Transfer			23 Sep 2022	(24)	162477	2.2825
	Transfer			17 Feb 2023	(100)	162377	2.2811
	Transfer			24 Feb 2023	(1000)	161377	2.2671
	Transfer			03 Mar 2023	(500)	160877	2.2600

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	Transfer			10 Mar 2023	(100)	160777	2.2586
	Transfer			31 Mar 2023	(100)	160677	2.2572
	AT THE END OF THE YEAR					160677	2.2572
4	RAJU AJIT BHANDARI	0	0.0000			0	0.0000
	Transfer			17 Feb 2023	23797	23797	0.3343
	Transfer			24 Feb 2023	60379	84176	1.1825
	Transfer			03 Mar 2023	10190	94366	1.3257
	Transfer			10 Mar 2023	26013	120379	1.6911
	Transfer			17 Mar 2023	12668	133047	1.8691
	Transfer			24 Mar 2023	10910	143957	2.0223
	Transfer			31 Mar 2023	9534	153491	2.1563
	AT THE END OF THE YEAR					153491	2.1563
5	N M ETHIRAJAN	78998	1.1098			78998	1.1098
	AT THE END OF THE YEAR					78998	1.1098
6	P THIPPANNA CHOWDARY .	45500	0.6392			45500	0.6392
	AT THE END OF THE YEAR					45500	0.6392
7	GHANSHYAM KALWANI	39478	0.5546			39478	0.5546
	AT THE END OF THE YEAR					39478	0.5546
8	SUDHARSHINI VARADARAJ	29872	0.4196			29872	0.4196
	AT THE END OF THE YEAR					29872	0.4196
9	LIMTON PRIVATE LIMITED	8249	0.1159			8249	0.1159
	Transfer			15 Apr 2022	250	8499	0.1194
	Transfer			22 Apr 2022	1000	9499	0.1334
	Transfer			29 Apr 2022	500	9999	0.1405
	Transfer			13 May 2022	1500	11499	0.1615
	Transfer			03 Jun 2022	1000	12499	0.1756
	Transfer			17 Jun 2022	328	12827	0.1802
	Transfer			08 Jul 2022	532	13359	0.1877
	Transfer			15 Jul 2022	2500	15859	0.2228
	Transfer			22 Jul 2022	2000	17859	0.2509
	Transfer			29 Jul 2022	4069	21928	0.3080
	Transfer			05 Aug 2022	4000	25928	0.3642
	Transfer			12 Aug 2022	752	26680	0.3748
	Transfer			19 Aug 2022	(2500)	24180	0.3397
	Transfer			09 Sep 2022	1000	25180	0.3537
	Transfer			30 Sep 2022	1000	26180	0.3678
	Transfer			07 Oct 2022	500	26680	0.3748
	Transfer			14 Oct 2022	400	27080	0.3804
	Transfer			21 Oct 2022	213	27293	0.3834
	Transfer			04 Nov 2022	1013	28306	0.3976
	Transfer			11 Nov 2022	1000	29306	0.4117
	Transfer			18 Nov 2022	1100	30406	0.4272
	Transfer			02 Dec 2022	250	30656	0.4307
	Transfer			09 Dec 2022	1250	31906	0.4482
	Transfer			23 Dec 2022	3705	35611	0.5003
	Transfer			30 Dec 2022	50	35661	0.5010
	Transfer			24 Feb 2023	(6300)	29361	0.4125
	AT THE END OF THE YEAR					29361	0.4125
10	VARADARAJAN KRISHNAVENI	28360	0.3984			28360	0.3984
	AT THE END OF THE YEAR					28360	0.3984
11	SUSILA. C .	19750	0.2775			19750	0.2775
	AT THE END OF THE YEAR					19750	0.2775



12	HEMANG AGRAWAL	38127	0.5356			38127	0.5356
	Transfer			08 Apr 2022	(500)	37627	0.5286
	Transfer			08 Jul 2022	(2010)	35617	0.5004
	Transfer			29 Jul 2022	(5100)	30517	0.4287
	Transfer			05 Aug 2022	(17078)	13439	0.1888
	Transfer			12 Aug 2022	(2391)	11048	0.1552
	Transfer			19 Aug 2022	(1000)	10048	0.1412
	Transfer			09 Sep 2022	(100)	9948	0.1398
	AT THE END OF THE YEAR					9948	0.1398

- Note: 1. Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 7118330 Shares.
2. The details of holding has been clubbed based on PAN.
3. % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

iv) Shareholding of Directors and KMP

S.No.	NAME	Shareholding at the beginning of the year 2022		Transactions during the year		Cumulative Shareholding at the end of the year - 2023	
		No. of shares	% of Total Shares of the Company	Date of Transaction	No. of Shares	No. of shares	% of Total Shares of the Company
1	LAKSHMINARAYANASWAMY.D.	1707526	23.9877			1707526	23.9877
	Transfer			31 Mar 2023	(14900)	1692626	23.7784
	AT THE END OF THE YEAR					1692626	23.7784
2	NAGASWARNA. L	953570	13.3960			953570	13.3960
	Transfer			09 Dec 2022	500	954070	13.4030
	AT THE END OF THE YEAR					954070	13.4030
3	SUHASINI.L.	621276	8.7278			621276	8.7278
	AT THE END OF THE YEAR					621276	8.7278
4	SWATHY. L	563406	7.9149			563406	7.9149
	AT THE END OF THE YEAR					563406	7.9149
5	SWATHY PROCESSORS LIMITED	326942	4.5930			326942	4.5930
	AT THE END OF THE YEAR					326942	4.5930
6	SUHASINI SPINNERS LIMITED	258563	3.6324			258563	3.6324
	AT THE END OF THE YEAR					258563	3.6324
7	SRI RAMAKRISHNA YARN CARRIERS LIMITED	124450	1.7483			124450	1.7483
	Transfer			31 Mar 2023	14900	139350	1.9576
	AT THE END OF THE YEAR					139350	1.9576

- Note: 1. Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is 7118330 Shares.
2. The details of holding has been clubbed based on PAN.
3. % of total Shares of the Company is based on the paid up Capital of the Company at the end of the Year.

V. INDEBTEDNESS

Indebtedness of the company including interest outstanding/accrued but not due for payment

	Secured loans	Unsecured Loans	Total
Indebtedness at the beginning of the financial year			
i) Principal Amount	2060.59	1329.39	3389.98
ii) Interest due but not paid	0.99	0.00	0.99
iii) Interest accrued but not due	0.00	0.00	0.00
Total (i+ii+iii)	2061.58	1329.39	3390.97
Change in indebtedness during the financial year			
Addition	73.60	673.30	746.90
Reduction	501.31	310.97	812.28
Net change			
i) Principal Amount	1632.88	1691.73	3324.61
ii) Interest due but not paid	0.30	0.00	0.30
iii) Interest accrued but not due	0.00	0.00	0.00
Total (i+ii+iii)	1633.19	1691.72	3324.91

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

VI. A. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(Rs.in Lakhs)

S. No.	Particulars of Remuneration	D. Lakshminarayananaswamy	L. Nagaswama	P. Muthusamy
1.	GROSS SALARY:			
a)	Salary as per provisions contained in Sec.17(1) of the Income Tax Act, 1961 (Basic + VDA)	44.40	25.58	6.47
b)	Value of perquisites u/s 17(2) of the Income Tax Act, 1961 :			
	Bonus	-	2.12	-
	PF	-	-	-
c)	Profits in lieu of salary under sec.17(3) of Income Tax Act, 1961 : Medical	-	2.13	-
2.	Stock option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - As % of profit - Others - specify	-	-	-
5.	Others	-	-	-
	Total (A)	44.40	29.83	6.47

B. REMUNERATION TO OTHER DIRECTORS:

S. No.	Particulars of Remuneration	Ravichandran Dhamodaran	R.Guru Chandrasekar	C. Baalabrahamaniyam	Total Amount
		Rs	Rs	Rs	Rs
3.	Independent Directors				
a)	Fee for attending Board/Committee Meetings	27,000	39,000	27,000	93,000
b)	Commission	-	-	-	-
c)	Others, please specify TA Reimbursement	2,000	8,000	2,000	12,000
	Total (i)	29,000	47,000	29,000	1,05,000
4.	Other Non-Executive Directors				
i)	Fee for attending Board/Committee Meetings	-	-	-	-
b)	Commission	-	-	-	-
c)	Others	-	-	-	-
	Total (ii)	-	-	-	-
	Total (B) = (i+ii)	29,000	47,000	29,000	1,05,000
	Total Managerial Remuneration	NIL	NIL	NIL	NIL
	Overall ceiling as per the Act	NIL	NIL	NIL	NIL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER / WTD

(Rs.in Lakhs)

S. No.	Particulars of Remuneration	Company Secretary	CFO
1.	GROSS SALARY:		
a)	Salary as per provisions contained in Sec.17(1) of the Income Tax Act, 1961 (Basic + VDA)	3.30	4.52
b)	Value of perquisites u/s 17(2) of the Income Tax Act, 1961 :		
	HRA	1.81	0.90
	TA	0.73	0.25
	Bonus	0.22	0.36
	PF	---	0.22
c)	Profits in lieu of salary under sec.17(3) of Income Tax Act, 1961 : Medical	0.30	0.39
2.	Stock option	-	-
3.	Sweat Equity	-	-
4.	Commission - As % of profit - Others - specify	-	-
5.	Others	-	-
	Total	6.36	6.64



VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES :

Type	Section of the Companies Act	Brief Description	Details of fees imposed	Authority	Appeal made, if any (give details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

ANNEXURE – VIII

Details of Loans, Guarantees and Investments under the provisions of Sec.186 of the Act

LOANS	:	Nil
GUARANTEES	:	Nil
INVESTMENTS	:	Nil

FORM NO.AOC1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of companies (accounts) rules, 2014)

Statement containing Salient Features of the Financial Statement of subsidiary company

PART-A : SUBSIDIARIES

Information in respect of a subsidiary

1.	Serial No.	NIL
2.	Name of the Subsidiary	
3.	Reporting period for the Subsidiary	
4.	Reporting Currency	
5.	Share Capital	
6.	Reserves & Surplus	
7.	Total Assets	
8.	Total Liabilities	
9.	Investments	
10.	Turnover	
11.	Profit before taxation	
12.	Provision for taxation	
13.	Profit after taxation	
14.	Proposed Dividend	
15.	% Shareholding	

1. There is no subsidiary which is yet to commence operations, nor one which has been liquidated or sold during the year.

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

PART - B : ASSOCIATES AND JOINT VENTURES

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

S.No.	Name of Associates / Joint Venture	
1.	Latest Audited Balance Sheet Date	NIL
2.	Share of Associate / Joint Venture held by the Company on the year end	
3.	Amount of investment in Associates / Joint Venture	
4.	Description of how there is significant influence	
5.	Reason why the Associate / Joint Venture is not consolidated	
6.	Networth attributable to shareholding as per latest audited Balance Sheet	
7.	Profit/(Loss) for the year	

FORM NO.AOC2

(Pursuant to Clause (h) of Sub-Section(3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules 2014

Form for disclosure of particulars of Contracts / arrangements entered into by the company with related parties referred to in Sub-Section(1) of Section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

1. DETAILS OF CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS NOT AT ARMS LENGTH BASIS :

S.No.	Particulars	
a)	Name(s) of the related party and nature of relationship	No contract or arrangement or transaction entered into by the company with related parties.
b)	Nature of contracts / arrangements / transactions	
c)	Duration of the contracts / arrangements / transactions	
d)	Salient terms of the contracts or arrangements or transactions including the value if any	
e)	Justification for entering into such contracts or arrangements / or transactions	
f)	Date(s) of approval by the Board	
g)	Amount paid as advance if any	
h)	Date on which the Special Resolution was passed in General Meeting as required under first proviso to Section 189.	

2. DETAILS OF MATERIAL CONTRACTS OR ARRANGEMENTS OR TRANSACTIONS AT ARMS' LENGTH BASIS (Rs.in Lakhs)

S. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contract or arrangement or transactions including the value if any	Date of approval by the Board if any	Amount paid as advance if any
1)	Sri Ramakrishna Yarn Carriers Ltd	Leasing of property (Income) Purchase of materials Interest	01.04.2022 to 31.03.2023 " "	1.83 5.04 23.63	Prior approval of the Audit Committee obtained and then reviewed periodically at the quarterly meetings	---
2)	Swathy Processors Ld	Cotton Purchase Yarn Sales Solar Energy Interest	01.04.2022 to 31.03.2023 " " "	53.59 336.74 42.13 130.20		---
3)	Sri Jaganatha Ginning & Oil Mills	Leasing of property (Income) Cotton purchase Interest	01.04.2022 to 31.03.2023 " "	20.46 84.72 7.04		---
4)	Suhasini Spinners Ltd	Interest	01.04.2022 to 31.03.2023	11.28		
5)	L. Swathy	Leasing of Property (Expenditure)	01.04.2022 to 31.03.2023	6.12		
6)	SNR Sons Charitable Trust	Leasing of property (Income)	01.04.2022 to 31.03.2023	9.02		
7)	D. Lakshmi Narayanaswamy	Interest	01.04.2022 to 31.03.2023	90.00		
8)	L. Nagaswama	Interest	01.04.2022 to 31.03.2023	23.76		

Note : The above mentioned contracts / arrangements / transactions are in the ordinary course of business at arm's length price and are not material transactions as per the criteria of materiality laid down in Regulation 2(1)(zc) & 23 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 as well as the Company's Policy on Materiality of Related Party Transactions.

For and on behalf of the Board of Directors
of Sri Ramakrishna Mills (Coimbatore) Limited

D. LAKSHMINARAYANASWAMY
Managing Director
(DIN : 00028118)

Place : Coimbatore
Date : 14.08.2023



MANAGEMENT DISCUSSION AND ANALYSIS

Industry Structure and Development :

From a high, growth and demand for the textiles sector has moderated this financial year. The industry is seeing tough times due to costlier raw materials and global economic challenges. Costlier cotton is the key pain point for the Indian garment industry. Cotton yarn price was not in tune with rise in cotton prices. With minimum support prices higher the prices of cotton will remain higher.

Opportunities and Threats

The historical high demand for Cotton resulted in spiraling of prices both in domestic and international markets. However the consequential increase in yarn prices was not commensurate with the increase in price of cotton and will cause losses in yarn segment. Company keeps on improving its manufacturing and technical capabilities as part of a systematic approach. The Textile scenario has seen with lower activity and capacity utilization from spinning to garmenting during the recent period and is likely to remain so.

Outlook

The Company expects the overall demand to remain low. Coming year will be challenging with respect to pricing. The domestic textile sector is critical to India's progress owing to its contribution to economic growth and foreign currency earnings, and the creation of employment opportunities. Unless textile exports pick up substantially, the whole sector will work below capacities.

Risk & Concerns

Cotton plays an important role in the Indian economy. The wild fluctuation in its prices - highest ever has impacted the margins of the Industry as a whole. Though the cotton prices have cooled down against its peak price, the prices are still higher with no parity between cotton and yarn.

Internal Controls

The Company has adequate internal control system to monitor internal business process, financial reporting and compliance with applicable laws. The adequacy and effectiveness of the control system are being reviewed periodically to see that it conforms to the policies and procedures adopted by the company so as to meet the statutory requirements. The Audit Committee at its meetings regularly reviewed the significant observations of the compliance and other reports.

Human Resources Management

Necessary initiatives have been taken for improving the skills of the employees by providing outside training and deputing them to attend various programmes so as to enable them to update their knowledge. Being a Member of The Southern India Mills' Association, the Company avails the services of the Association with regard to development of its human resources.

Promotions are effected after carrying out evaluation of performance of the employees.

Review by Audit Committee

The Management Discussion and Analysis was placed before the Audit Committee and duly reviewed by the Committee.

Financial Results

SEBI has mandated under SEBI (LO & DR) Regulations 2015 amendment that the Annual Report for the year ended 31.03.2023 should contain the following ratios for the year and also for the previous year with explanation where the variation is more than 25%

Particulars	Unit of Measurement	March 31, 2023	March 31, 2022	Variation in %
Current Ratio	In multiple	1.06	1.27	(17%)
Debt- Equity Ratio	In multiple	0.58	0.80	(28%)
Debt Service Coverage Ratio	In multiple	0.77	0.72	7%
Return on Equity (ROE)	In %	4.58%	30.01%	(25.43%)
Inventory Turnover Ratio	In Days	435	372	16.94%
Trade Receivables Turnover Ratio	In Days	52	97	(46.39%)
Trade Payables Turnover Ratio	In Days	70	49	42.86%
Net Capital Turnover Ratio	In Days	417	420	(0.71%)
Net Profit Ratio	In %	0.71%	5.22%	(4.51%)
Return on Capital Employed	In %	16.96%	24.63%	(7.67%)
Return on investment	In %	0.56%	3.61%	(3.05%)
Interest Coverage Ratio	In multiple	1.13%	2.11%	(46.45%)

Formula adopted for above Ratios:

- Current Ratio = Current Assets / (Total Current Liabilities – Security Deposits payable on Demand – Current maturities of Long Term Debt)
- Debt-Equity Ratio = Total Long Term Debt / Total Equity
- Debt Service Coverage Ratio = (EBITDA – Current Tax) / (Principal Repayment + Gross Interest on term loans)
- Return on Equity Ratio = Total Comprehensive Income / Average Total Equity
- Inventory Turnover Ratio (Average Inventory days) = 365 / (Net Revenue / Average Inventories)
- Trade receivables Turnover Ratio (Average Receivables days) = 365 / (Net Revenue / Average Trade receivables)
- Trade Payables Turnover Ratio (Average Payable days) = 365 / (Net credit purchases / Average Trade payables)
- Net Capital Turnover Ratio = (Inventory Turnover Ratio + Trade receivables turnover ratio – Trade payables turnover ratio)
- Net Profit Ratio = Net Profit / Net Revenue
- Return on Capital employed = (Total Comprehensive Income + Interest) / (Average of (Equity + Total Debt))
- Return on Investment (Assets) = Total Comprehensive Income / Average Total Assets
- Interest Coverage Ratio = Profit for the year (before finance cost) / Finance Cost

For and on behalf of the Board of Directors
of Sri Ramakrishna Mills (Coimbatore) Limited
D. LAKSHMINARAYANASWAMY
Managing Director
(DIN : 00028118)

Place : Coimbatore
Date : 14.08.2023

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

CEO / CFO CERTIFICATION (Pursuant to Regulation 17(8) of SEBI (Listing Obligations & Disclosure Requirements), Regulations 2015

- A. We have reviewed the financial statements and the cash flow statement for the year ended 31.03.2023 and that to the best of our knowledge and belief:
- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee:
- Significant changes in internal control over financial reporting during the year.
 - Significant changes in accounting policies during the year and that the same have been disclosed in the Notes to the financial statements; and
 - Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: Coimbatore
Date : 30.05.2023

D. LAKSHMINARAYANASWAMY
Managing Director / CEO
(DIN : 00028118)

G. KRISHNAKUMAR
CFO

INFORMATION ON THE COMPANY'S WEBSITE INCLUDING COMPOSITION OF COMMITTEES,
MAJOR POLICIES ADOPTED BY THE COMPANY IS GIVEN BELOW :
THE RELATIVE WEBLINK IS <http://www.ramakrishnamills.com/investor-relations.html>

S.No.	Name of the Policy	Brief Description
1.	Term of appointment of Independent Directors	The appointment letters issued to Independent Directors with terms and conditions of their appointment
2.	Board Committees	Composition of various Committees of the Board
3.	Code of Conduct	The Code contains the conduct to be observed by the Directors and Key Managerial Personnel.
4.	Whistle Blower Policy	Whistle Blower Policy containing the vigil mechanism instituted by the company.
5.	Policy on Related Party Transactions	The policy specifying the main features relating to transactions with Related Parties
6.	Familiarisation Programme	The steps taken by the company for the familiarisation of the Company's business to Independent Directors.
7.	Corporate Social Responsibility	Policy outlining the projects, programmes, activities to be undertaken, carrying out the company's Social Responsibility.
8.	Financial Information : Notice of Meeting of Directors, Financial Results, Annual Report (complete) Annual Return Shareholding Pattern	Meeting where Financial Results are considered, Financial Results Annual Report containing – Directors' Report, Balance Sheet, Statement of Profit & Loss, Cashflow. Annual Return (complete) Shareholding Pattern
9.	the email address for grievance redressal and other relevant details;	mail@ramakrishnamills.com
10.	Corporate Governance compliance	Complied by the Company
11.	separate audited financial statements of each subsidiary of the listed entity	The Company didnot have any subsidiaries to report.



CORPORATE GOVERNANCE

1) Company's Philosophy and Code of Governance

Sri Ramakrishna Mills (Coimbatore) Ltd believes that good corporate governance is essential to achieve long term corporate goals and enhance stakeholder value on a sound basis.

2) Board of Directors

The present strength of the Board of Directors of the Company is six – comprising of Sri.D.Lakshminarayanawamy as the Managing Director, Sri.Ravichandran Dhamodaran, Sri.R.Guru Chandrasekar, Sri.C. Baalasubramaniyam as the Independent Directors, Smt.L.Nagaswama as Whole time Director and Sri.P. Muthuswamy as Director-Operations.

The table below gives the particulars of attendance of each director at the Board Meetings held during the year ended 31.03.2023 and at the last AGM as also the number of directorships in other companies and memberships in other Board Committees.

Name of the Director (1)	DIN	Position (2)	No. of Board Meetings attended (3)	Attendance at last AGM (4)	No. of Directorships in public limited companies including the company (5)	No. of Membership in Board Committee of other companies (6)	No. of shares held (7)
Sri D Lakshminarayanawamy	00028118	Managing Director	4	Present	3	Nil	1692626
Smt L Nagaswama	00051610	Wholetime Director	4	Present	3	Nil	954070
Sri.Ravichandran Dhamodaran	00054538	Independent	4	Present	1	Nil	-
Sri. R. Guru Chandrasekar	08421861	Independent	4	Present	1	Nil	1800
Sri. C. Baalasubramaniyam	00043863	Independent	4	-	1	Nil	-
Sri. P. Muthuswamy	02651331	Director	4	Present	2	Nil	-

Board Meetings

From 01.04.2022 to 31.03.2023, Four(4) Board meetings were held on the following dates: 30.05.2022, 12.08.2022, 14.11.2022 & 14.02.2023

a) Nomination and Remuneration Committee

The present Nomination and Remuneration Committee consists of the following members :-

1. Sri. Ravichandran Dhamodaran : Chair person
2. Sri. R. Guru Chandrasekar : Member
3. Sri. C. Baalasubramaniyam : Member

- i) To formulate and review the criteria that must be followed for determining qualifications, positive attributes and independence of a director.
- ii) To recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees and to ensure compliance with the remuneration policy set forth by the company.
- iii) To propose to the Board, the members that must form part of the Committee.
- iv) To report on the systems and on the amount of the annual remuneration of directors and senior management.

The Chairman of the Committee shall attend the Annual General Meeting of the Company to provide any clarification on matters relating to remuneration payable to the directors of the company.

This committee comprises entirely of independent directors and met as and when required.

The Committee met 1 (One) time on 14-11-2022.

Remuneration paid to Non-Executive Directors for the year ended 31.03.2023.

Sl. No.	Director	Sitting Fees (Rs.)
1	Sri. Ravichandran Dhamodaran	27,000
2	Sri. R. Guru Chandrasekar	39,000
3	Sri.C. Baalasubramaniyam	27,000

b) Audit Committee

Audit Committee constituted as per Regulation 18 of SEBI (LO & DR) Regulations 2015 consists of the following Directors : :

1. Sri. Ravichandran Dhamodaran : Chair person
2. Sri. R. Guru Chandrasekar : Member
3. Sri. D. Lakshminarayanawamy : Member

The Company Secretary is the convener

- Chairman of the Committee :
Members of the Committee shall elect a Chairman from amongst themselves.
- Decision & voting powers :
All the decision of the committee shall be taken by vote of majority. Members of the committee shall be entitled to vote, in case of equality. The Chairman shall have one casting vote .
The Secretary, Internal Auditor and Chief Financial Officer of the company shall attend and participate at but shall not have the right to vote.
- Tenure of the Committee :
The Audit Committee shall continue to be in function as a Committee of the Board until otherwise resolved by the Board.
- Meetings :
The Committee shall meet at least four times in a year for reviewing the quarterly financial results.
- Functions & Power of the Committee :
The Committee shall have discussion with the auditors periodically about internal control system, the audit including the observations of the auditors and review of financial statement before their submission to and discuss any related issues with the internal and statutory auditors and the management of the company.

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

• Responsibility of the Committee :

The Board may assign any matter of important nature relating to the accounts, finance, taxation, investigation from time to time and may require to submit a report to the Board on such matters from time to time.

The Committee would make recommendations to the Board on any matter relating to Financial Management of the Company including the Audit Report.

In general, the role of Audit Committee and review of information to be carried out by the Committee shall include the various activities detailed in Part C of Schedule-II of SEBI (Lo & DR) Regulations 2015.

The Chairman of the audit committee shall attend the annual general meeting of the company to clarify matters relating to audit

The minutes of the Audit Committee meetings were circulated to the Board where they were discussed and taken note of.

The Audit Committee met (Four) times on 30.05.2022, 12.08.2022, 14.11.2022 & 13.02.2023.

The attendance during the year is as under :-

Sl. No.	Members	Meetings attended
1	Sri. Ravichandran Dhamodaran	4
2	Sri. Guru Chandrasekar	4
3	Sri. D. Lakshminarayananaswamy	4

c) Stakeholders' Relationship Committee

Pursuant to the provisions of 178(5) of the Companies Act, 2013, the Company has constituted the above committee which consists of the following :

- i. Sri.R. Guru Chandrasekar - Chairperson
- ii. Sri. C. Baalasubramaniam - Member
- iii. Sri. D. Lakshminarayananaswamy - Member

The above Committee shall consider and resolve the grievances of shareholders and other stakeholders.

In addition, it is empowered to deal with all the matters connected with transfer of securities of the company, issue of duplicate / new Certificates and other matters related to Shareholders / Security holders.

M/s.SKDC Consultants Ltd, Coimbatore continue to act as Registrars & Transfer Agents providing Investors' servicing such as Share Registration and other related services under the supervision of this Committee.

The committee also monitors and reviews the performance and service standards of the Registrar and Share Transfer Agents of the company and provides continuous guidance to improve the service levels for investors.

There were four meetings of this Committee during the Financial Year ended 31.03.2023 – viz. on 30.05.2022, 12.08.2022, 14.11.2022 & 13.02.2023 and all the members of the Committee attended the four meetings.

As on 31.03.2023, no complaint from shareholder / investor is pending.

4) Details of General Meetings

a. Annual General Meetings :-

Information regarding last 3 years' Annual General Body meetings are given below:

Sl. No.	Venue	Day	Date	Time
1.	No.1493, Sathyamangalam Road, Ganapathy Post, Coimbatore - 641 006	Wednesday	14.09.2022	9.30 a.m.
2.	No.1493, Sathyamangalam Road, Ganapathy Post, Coimbatore - 641 006	Monday	13.09.2021	9.30 a.m.
3.	No.1493, Sathyamangalam Road, Ganapathy Post, Coimbatore - 641 006	Monday	28.09.2020	9.00 a.m.

During 2022-23, the Company had not conducted any Postal Ballot to seek the approval of Members for any business

5. General Shareholder Information:

1	76 th AGM to be held on : Day Date Time Venue	Wednesday 27-09-2023 9.30 a.m. Regd.Office:No.1493, Sathyamangalam Road, Ganapathy Post, Coimbatore-641006
2	Date of Book Closure	From 21-09-2023 to 27-09-2023
3	Financial Calendar: Results announced Posting of Annual Reports Last date of Receipt of Proxy Forms Announcement of Quarterly Results	30.05.2023 End of August 2023 25 th September 2023 Mid of August 2022/November 2022/February 2023 and May 2023
4	Listing on Stock Exchanges	Bombay Stock Exchange – Scrip Code No.521178 – ISIN No.INE306D01017
5	Registered Office & Administrative Office	1493, Sathyamangalam Road, Ganapathy Post, Coimbatore 641 006 Phone : 0422-2531022/1122, E-mail : mail@ramakrishnamills.com CIN : L17111TZ1946PLC000175 The Company's Website www.ramakrishnamills.com containing financial information, share holding pattern and compliance with Corporate Governance, etc has been activated. The contents are periodically updated. The Company has created an ID as required by SEBI under its SCORES - the web based complaint redressal system – "secretary@ramakrishnamills.com"
6	Plant Location	Nagari(Andhra Pradesh)
7	Share Transfer System	Shares are in physical and demat form. Share Transfer documents received at the office of Registrar and Share Transfer Agent are processed and returned within a period of 15 days from the date of receipt after the shares are transferred and registered, if the documents being valid and complete in all respects. In order to expedite the process of share transfers, the Board has delegated the power of share transfer to the Registrar & Share Transfer Agents.
8	Share Transfer Agents' Address	M/s.S.K.D.C. Consultants Ltd., "Surya", 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore 641 028. Phone : 0422-4958995, 2539835-836 Fax : +91 422-2539837 Email : info@skdc-consultants.com

**6) Dematerialisation of Shares:**

As on 31.03.2023, 67,67,392 shares representing 95.06% of total equity capital is held in dematerialised form with NSDL and CDSL whereby the shares are available for trading in the dematerialized form under both the Depositories. Company has taken action to inform members holding shares in physical to convert their holdings into dematerialized form as per the Circular dated 05.07.2018 issued by SEBI.

7) Market Price Data

The High & Low prices during each month in the last financial year in BSE Ltd, Mumbai, are given below during 2022-23:

Month	B S E	
	High (Rs)	Low (Rs.)
April 2022	36.00	29.50
May “	34.25	23.85
June “	38.40	26.05
July “	36.95	27.05
August “	43.90	30.00
September “	42.00	30.00
October “	35.25	28.30
November “	35.00	26.00
December “	28.65	18.00
January 2023	22.95	17.30
February “	34.00	15.00
March “	26.00	20.50

8) Distribution of Shareholding as on 31ST March 2023

Range (No.of shares)	No.of Shareholders	No.of shares	% to total shares
1 – 500	2319	312515	83.09
501 – 1000	214	162684	7.67
1001 – 2000	124	178122	4.44
2001 – 3000	39	99046	1.40
3001 – 4000	16	56726	0.58
4001 – 5000	11	52286	0.39
5,001 - 10,000	28	206220	1.00
10,001 & above	40	6050731	1.43
Total	2791	7118330	100.00

9) Categories of Shareholding as on 31st March 2023

Category	No.of shareholders	No.of shares	% to total shares
Promoters' Holding	12	4556233	64.01
Directors & Relatives	2	1900	0.03
Body Corporate - Ltd Liability Partnership	1	5101	0.0717
Clearing Members	4	613	0.0086
Hindu Undivided Family	38	37063	0.5207
Non Nationalised Banks	1	100	0.0014
Non Resident Indians	16	44853	0.6301
Other Bodies Corporate	36	100746	1.4153
Public	2680	2015612	28.3158
Trusts	1	356109	5.0027
Total	2791	7118330	100.00

Shares under Lock in : NIL.

Legal proceedings / disputes on share transfer against the company : NIL

Contact address for Shareholders / Analyst : Company Secretary
Sri Ramakrishna Mills (Coimbatore) Ltd
1493, Sathyamangalam Road, Ganapathy, Coimbatore – 641 006.
Phone No.: 0422-2531022, 2531122
E-mail : mail@ramakrishnamills.com

The Company currently does not have any Stock Option Scheme.

10) Information Pursuant to Schedule-VI of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015:

There are NIL unclaimed shares as per the certificate issued by Registrars and Share Transfer Agents of the company and as such the question of adhering to the procedure specified and furnishing the details required, pursuant to the Regulation 39(4) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 does not arise.

11) Nomination facility:

As provided in the Companies Act, 2013, nomination facility is available for the shares held in the company. The nomination form (Form 2B) will be provided to the members on request.

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

12) Disclosures:

a. Disclosure of material transaction

During the financial year ended 31st March 2023 there was no material, financial or commercial transaction which had potential interest of the senior management personnel or which might have had potential conflict with the interests of the Company.

b. Related party transactions

During the financial year ended 31st March, 2023 there were no transactions of material nature, between the Promoters, Directors and Relatives and the Management that had potential conflict with the interest of the company. Details of related party transactions are given elsewhere in the Annual Report.

c. Information supplied to the Board

All information, as required under Regulation 17(7) and Part-A of Schedule-II of 5 (Listing Obligations & Disclosure Requirements) Regulation 2015, is made available to the Board. The Board is also regularly updated on statutory compliances, as are applicable to the Company.

d. Code of Conduct

The Company has adopted a Code of Conduct for Directors and Senior Management personnel for prevention of Insider Trading based on SEBI (Insider Trading) Regulations 2015 and its amendments and disclosed in the Company's website. The Directors and Senior Management Personnel of the Company have affirmed their adherence to the Code.

e. Whistle Blower Policy :

The company has adopted a Whistle Blower Policy enabling any employee, if he/she so desires to have free access to meet Senior Level Management and report any matter of concern.

f. Compliance by the Company

During the previous year, there were no penalties imposed by either SEBI or Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital markets.

13) Means of Communication:

The quarterly/annual results are published in the Newspapers as prescribed by Stock Exchange.

For and on behalf of the Board of Directors
of Sri Ramakrishna Mills (Coimbatore) Limited

D. LAKSHMINARAYANASWAMY
Managing Director
(DIN : 00028118)

Place: Coimbatore

Date : 14-08-2023

Practicing Company Secretary's Certificate on Compliance of Conditions of Corporate Governance as per SEBI (LODR) Regulations 2015.

To the Members of
SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED
COIMBATORE

I have examined the compliance of the conditions of Corporate Governance by Sri Ramakrishna Mills (Coimbatore) Limited ("the Company") (CIN-L17111TZ1946PLC000175) for the financial year ended 31st March 2023 as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of the conditions of Corporate Governance is the responsibility of the management. My examination was limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

It is neither an audit nor an expression of opinion on the financial statements of the Company. In my opinion and to the best of my information and according to the explanation given to me and based on the representations made by the Directors and Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended 31st March 2023

I further state that such compliance is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

FOR V PRASANNA AND ASSOCIATES

CS V PRASANNA
Company Secretary in Practice
Membership No.10535, COP: 15030
UDIN: F010535E000644619

Place : Coimbatore

Date : 20.07.2023



FORM NO. MR 3
SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

[Pursuant to Section 204(1) of the Companies Act 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014]

The Members

Sri Ramakrishna Mills (Coimbatore) Limited
CIN Number L17111TZ1946PLC000175

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Sri Ramakrishna Mills (Coimbatore) Limited** (CIN: L17111TZ1946PLC000175), a listed public Company having its registered office at 1493, Sathyamangalam Road, Ganapathy, Coimbatore-641006. (hereinafter called the Company) Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Auditor's Responsibility:

My responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. I have conducted the audit in accordance with the applicable Auditing standards issued by The Institute of Company Secretaries of India. The Auditing Standards requires that the Auditor shall comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of audit including internal, financial and operating controls, there is an unavoidable risk that some material misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Standards.

Unmodified Opinion:

Based on my verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to me and the representations made by the Management, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March 2023 (Hereinafter called the 'Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records made available to me and maintained by the Company for the financial year ended on 31st March 2023 according to the provisions as applicable to the Company during the period, of:

- i. The Companies Act, 2013 and any amendments thereof (hereinafter collectively referred to as the "the Act") and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under including amendment thereof;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under including amendment thereof;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investments, Overseas Direct Investments and External Commercial Borrowings (Not applicable to the Company during the Audit Period)
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act)
 - a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - c. The Securities and Exchange Board India (Prohibition of Insider Trading) Regulations, 2015;
 - d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - e. The Securities and Exchange Board of India (Depositories and participants) Regulations, 2018 including amendment thereof

I have also examined compliance with the applicable of the following:

- i. Secretarial Standards issued by the Institute of Company Secretaries of India, with respect to conduct of Board and General Meetings.
- ii. The Listing agreements entered into by the Company with Bombay Stock Exchange read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

I further report that, during the Audit Period, there were no actions/ events in pursuant of the following Rules/Regulations requiring compliance thereof by the Company:

- a. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- b. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021;
- c. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- d. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- e. The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018;

I further report that based on the representations given by the Company, its officers and authorized representatives, there are no laws specifically applicable to the Company.

I further report that Based on the information provided and the representation made by the Company, In my opinion, adequate systems and processes exist in the Company to monitor and ensure Compliance with provisions of applicable general laws like labour laws and environmental laws.

I further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial auditor and other designated professionals.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc mentioned above.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the Board and Committee Meetings duly recorded and signed by the Chairman the decisions of the Board were unanimous and no dissenting views have been recorded

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with laws, rules, regulations and guidelines mentioned herein above.

I further report that the Annual General meeting held on 14th September 2022 and passed Special resolution under section 180(1)(c) of the Companies Act, 2013 for Setup the borrowing limit to aggregate not exceeding Rs. 100 Crores over and above the aggregate of the paid-up share capital of the company and free-reserves.

I further report that during the audit period, there were no instances of:

- Public / Rights / Preferential issue of shares / debentures / sweat equity
- Redemption / Buy-back of securities
- Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- Merger / Amalgamation / Reconstruction etc
- Foreign Technical Collaborations

FOR V PRASANNA AND ASSOCIATES

CS V PRASANNA

Practicing Company Secretary

Membership No.10535, Certificate of Practice: 15030

UDIN: F010535E000644608

Place : Coimbatore

Date : 20.07.2023

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

'Annexure '

The Members

Sri Ramakrishna Mills (Coimbatore) Limited

My report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain Reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on random test basis to ensure that correct facts are reflected in the secretarial records. I believe that the processes and Practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the Management Representation about the Compliance of laws, rules and regulations and occurrence of events.
5. The Compliance of provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of the management. My examination was limited to the verification of procedures on a random test basis.
6. This Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

FOR V PRASANNA AND ASSOCIATES

CS V PRASANNA

Practicing Company Secretary

Membership No.10535, Certificate of Practice: 15030

UDIN: F010535E000644608

Place : Coimbatore

Date : 20.07.2023

CERTIFICATE OF NON- DISQUALIFICATION OF DIRECTORS (Pursuant to Regulation 34(3) and Schedule V Para c Clause 10(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

The Members of

Sri Ramakrishna Mills (Coimbatore) Limited

CIN L17111TZ1946PLC000175

No 1493, Sathyamangalam Road

Ganapathy Post, Coimbatore – 641006

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of M/s. Sri Ramakrishna Mills (Coimbatore) Limited having CIN L17111TZ1946PLC000175 and having registered office at 1493, Sathyamangalam Road, Ganapathy Post, Coimbatore – 641006(hereinafter referred to as 'the company'), produced before me by the company for the purpose of issuing this certificate, in accordance with Regulation 34(3) read with Schedule V Para C sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the company and its officers, I hereby certify that none of the directors on the Board of the company as stated below for the financial year ending on 31.03.2023 have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other statutory authority.

Sl No	Name of Director	DIN	Date of Appointment in Company
1	Mr. D Lakshminarayananaswamy (Managing Director)	00028118	22/01/1981
2	Mrs. L Nagaswama (Whole time Director)	00051610	14/08/2014
3	Mr. Ravichandran Damodharan	00054538	27/03/2019
4	Mr. Rajan Guru Chandrasekar	08421861	13/05/2019
5	Mr. Chinnaswamy Baalasubramaniam	00043863	12/11/2021
6	Mr. Palaniswamy Naidu Muthusamy	02651331	13/08/2019

Ensuring the eligibility for the appointment /continuity on the board is the responsibility of the management of the company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which management has conducted the affairs of the company.

FOR V PRASANNA AND ASSOCIATES

CS V PRASANNA

Company Secretary in Practice

Membership No.10535, COP: 15030

UDIN: F010535E000644621

Place : Coimbatore

Date : 20.07.2023

Independent Auditor's Report

To the Members of Sri Ramakrishna Mills (Coimbatore) Limited

Report on the Financial Statements

Opinion

1. We have audited the Financial Statements of Sri Ramakrishna Mills (Coimbatore) Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2023, the statement of Profit and Loss including other comprehensive income, the Cash flow statement, the statement of changes in equity and notes to the financial statements for the year then ended, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements" or "the Financial Statements").
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its profit and other comprehensive income, changes in equity, and its cash flows for the year ended on that date.

Basis for Opinion

3. We conducted our audit 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 the 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 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 obtained by us is sufficient and appropriate to provide a basis for our opinion on the Financial statements.

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the financial year ended March 31, 2023. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Key Audit Matters	How our audit addressed the key audit matter
<p>4.1 Going Concern assumption</p> <p>The Textile segment continues to be incurring losses for the last several years and appear to be functioning below rated capacities with varying revenue modes year to year. The Borrowings and receipts of money to fund the textile segment also has a significant impact on the assets and Liabilities.</p> <p>Considering the existence of conditions which cast significant doubt on the Company to continue as a segment to contribute to the profits of the company and also considering the fact that the assets and liabilities of the textile segment have significant impact on the overall business operations of the company and affect the overall going concern principles, this has been considered as a key audit matter.</p>	<ul style="list-style-type: none"> • We have evaluated the management's assessment of the Company's ability to continue as a going concern. • Our Judgement of Continuation of Going Concern assumption is based on audit evidence and explanations and management's revival plan, and due to the availability of resources from other segment for modernisation and consequent profitability. • Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. • Our opinion is not modified in respect of this matter.
<p>4.2 Disputed tax & other liabilities (Refer to the note No:3(p) under heading "Contingent Liabilities" & note 42 to the financial statements)</p> <p>The Company is required to discharge direct and indirect tax obligations under various legislations, as may be applicable.</p> <p>The tax authorities have raised certain tax demands on the Company in respect of the past periods. The Company has disputed such demands and has appealed against them at appropriate forums. As at March 31, 2023 the Company has an amount of Rs. 89.05 Lakhs (Previous year : Rs. 354.98 Lakhs) pertaining to various pending tax litigations.</p> <p>Ind AS 37 requires the Company to perform an assessment of the probability of economic outflow on account of such disputed tax matters and determine whether any particular obligation needs to be recorded as a provision in the books of account or to be disclosed as a contingent liability. Considering the significant degree of judgement applied by the management in making such assessments and the resultant impact on the financial statements, we have considered it to be a key audit matter.</p>	<p>In assessing the exposure of the Company for the tax litigations, we have performed the following procedures:</p> <ul style="list-style-type: none"> • Obtained an understanding of the process laid down by the management for performing their assessment taking into consideration past legal precedents, changes in laws and regulations, updates obtained from external tax / legal experts (as applicable) • Assessed the processes and entity level controls established by the Company to ensure completeness of information with respect to tax litigations; • Reading communications with relevant tax authorities including notices, demands, orders, etc., relevant to the pending litigations, as made available to us by the management; • Testing the accuracy of disputed amounts from the underlying communications received from tax authorities and responses filed by the Company; • Considered the submissions made to appellate authorities which form the basis for management's assessment; • Assessed the positions taken by the management in the light of the aforesaid information and based on the examination of the matters by our tax experts • The grounds of dispute taken by Management were considered along with Legal and Factual matters to enable us to take a judgement. These matters continue to remain in the same status as in the previous year.
<p>4.3 Revenue Recognition (Refer note No: 2A &3(c) to the financial statements)</p> <p>The company engages in contracts with customers where the revenue is recognised in accordance with Ind As 115 'Revenue from contracts with customers'.</p> <p>Ind As 115 'Revenue from contracts with customers' involves making critical judgements in identifying the contract with the customer, identifying the separate performance obligations in the contract, determining the transaction price, allocating the transaction price to the separate performance obligations and recognizing revenue over the period of time / at a point in time depending upon how the entity satisfies its performance obligations.</p> <p>Considering the significant degree of judgement applied by the management in making such estimates and the resultant impact on the financial statements, we have considered it to be a key audit matter</p>	<p>Our audit procedures include the following:</p> <ul style="list-style-type: none"> • Evaluated the design and implementation of controls for assessing compliance with relevant standards. • Evaluated the appropriateness of the Company's revenue recognition accounting policies and assessing compliance with the policies in terms of the applicable standards. • Evaluated the technical estimates made by the management including the percentage of completion furnished and also evaluated the management's judgement of transfer of control over the assets to the extent of performance obligation executed.

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

Information Other than the Financial Statements and Auditor's Report Thereon

5. The Company's management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information (included in the Management Discussion and Analysis) in the Board's Report including Annexures to Board's Report (Business Responsibility Report, Corporate Governance), but does not include the Financial Statements and our auditor's report thereon.
6. The other information is expected to be made available to us after the date of this auditor's report. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
7. In connection with our audit of the Financial Statements, our responsibility is to read the other information identified above, when it becomes available and in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.
8. When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

Management's and Board of Directors' Responsibilities for the Financial Statements

9. The Company's management and Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards ("Ind AS") specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.
10. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
11. In preparing the Financial Statements, the management and 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
12. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

13. Our objectives are to obtain reasonable assurance about whether the 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 financial statements.
14. 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 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system 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 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 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 may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
15. 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 control that we identify during our audit.
16. 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.
17. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

18. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order, to the extent applicable
19. (A) As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company, in electronic mode on servers physically located in India, so far as it appears from our examination of those books. Management has represented that the process of taking daily backups is in place, however, we are unable to comment on the same due to absence of backup logs.
 - c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.
 - e) On the basis of the written representations received from the directors as on 31 March 2023 and taken on record by the Board of Directors, none of the directors are disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164(2) of the Act;
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B";



- (B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- The Company has disclosed the impact of pending litigations on its financial position in its financial statements, wherever applicable – Refer Note No: 42 to the Financial Statements.
 - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - On the basis of the declarations made to us by the management, which is relied upon by us, we report that wherever applicable there has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - The Management has represented that, to the best of its knowledge and belief, as disclosed in Note No: 52 (k), in the Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - The Management has represented that, to the best of its knowledge and belief, as disclosed in Note No: 52 (k), in the Financial Statements to the accounts, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
 - Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material mis-statement.
 - The company has not declared or paid any dividend during the year. Hence reporting in respect of compliance with section 123 of the Companies Act, is not applicable.
 - Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company only with effect from 01-04-2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended 31-03-2023.

(C) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid/provided by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid/provided to directors is within the limits laid down under Section 197 of the Act.

For CSK PRABHU & CO
Chartered Accountants
Firm Regd No: 002485S

MAHESH PRABHU
Partner

Membership number: 214194
UDIN: 23214194BGYPY6520

Place: Coimbatore
Date : 30-05-2023

Annexure - A to the Auditors' Report

With reference to the Annexure - A referred to in paragraph 18 under "Report on the other Legal and Regulatory Requirements" section of our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2023, we report that:

- The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment. The company does not have any Investment properties. (Refer Note 4(e) to the financial statements).
 - The Company is maintaining proper records showing full particulars of Intangible Assets, wherever applicable. (Refer Note 4(e) to the financial statements).
 - According to the information and explanations given to us, the company has a regular programme of physical verification of its Plant Property and Equipment by which they are verified annually. In accordance with this programme, all the Plant Property and Equipment were verified during the year and we are informed that no material discrepancies were noticed on such verification. In our opinion, this frequency and periodicity of physical verification is reasonable having regard to the size of the company and nature of its assets. (Refer Note 4(e) to the financial statements).
 - On the basis of our examination of the records of the Company and such documents provided to us, the title deeds of all the immovable properties, disclosed in the Financial Statements, are held in the name of the company. In respect of immovable properties taken on lease, the lease agreements are in the name of the Company. (Refer Note 4(a) to the financial statements).
 - On the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment or intangible assets or both during the year. (Refer Note 4(b) and 4(c) to the financial statements).
 - According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings that have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder. (Refer Note 52(e) to the financial statements).
- According to information and explanations given to us by the management, physical verification of Inventory has been conducted at reasonable intervals by the management during the Year. We are informed that no material discrepancies were noticed on such physical verification. Refer Note No 9 to the Financial Statements
 - The company has been sanctioned working capital term loan in excess of five Crore rupees, in aggregate during the year from banks or financial institutions on the basis of the security of current Assets of the company. Based on our examination of the records of the Company, the applicable quarterly returns or statements filed by the company with such banks or financial institutions provided to us for verification are in agreement with the books of account of the Company. Refer Note 52 (f) to the Financial Statements.
- During the year the company has not made investments in, or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, Firms, Limited liability partnership or other parties.
Therefore, further reporting under sub-clause a), b), c), d), e), f) of clause (iii) of para 3 of the order does not arise.
- On the basis of examination of records of the company, in our opinion, in respect of loans, investments, guarantees, and security, provisions of sections 185 and 186 of the Companies Act have been complied with, wherever applicable.
- According to information and explanations given and representations made to us, the Company has received Unsecured Loans/Advances from Directors for the purpose of the business of the company and has further complied with the requirement of obtaining a written declaration made to the Company by such Director/s at the time of giving the money, to the effect that the amount is not being given to the Company out of funds acquired by such Director/s by borrowing or accepting loans or deposits from others. Therefore, such Unsecured Loans received from Directors fall out of the purview of the Definition of "Deposit" under the Companies (Acceptance of Deposits) Rules, 2014, as amended. Further according to information and explanations given to us, the Company has also received inter corporate loans, secured loans from director & bank and other unsecured Advances, which are explained to fall out of the purview of the Definition of "Deposit" under the Companies (Acceptance of Deposits) Rules, 2014, as amended. On such basis and judgment, we report that the Company has not accepted any deposits from the public and therefore further reporting under sub-clause (v) of para 3 of the order is not applicable.

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

- vi. We have hereby reviewed the books of account maintained by the Company, pursuant to the Rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules 2014, as amended and are of the opinion that prima-facie the specified records have been made and maintained. We have however not made a detailed examination of the records with a view to determining whether they are accurate or complete.
- vii. (a) According to the information and explanations given to us and based on our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employee state insurance, income-tax, sales tax, value added tax, duty of customs, excise, service tax, goods and service tax, cess and other material statutory dues have generally been regularly deposited with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed material amounts payable in respect of provident fund, esi, income tax, sales tax, value added tax, duty of customs, excise service tax, goods and service tax, cess and other material statutory dues were in arrears as at 31 March 2023 for a period of more than six months from the date they became payable excepting for GST amounting to Rs. 7.74 Lakhs relating to Financial year 2019-20. The management explained that such GST has not been remitted upto the date of this report.
- (b) According to the information and explanations given to us, there are no material dues of income tax/sales tax/service tax/GST/duty of customs/duty of excise/value added tax/cess and other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following dues of income tax, sales tax, duty of excise, service tax, GST and value added tax have not been deposited by the Company on account of disputes: (Refer Note 42 of the Financial Statements):

Name of the Statute	Nature of Dues (excluding interest and penalty not determined wherever applicable)	Amount [Rs.] (in lakhs)	Period to which the amount relates	Forum where dispute is pending	Remarks
Tamilnadu Sales tax Act	Sales Tax	61.66 *	Assessment Year : 1998-99	Departmental Appeal pending with Tribunal	Rejected Cotton and AST
Income Tax Act	TDS	27.39	Various Assessment Years till 31-03-2023	TRACES	Correction Rectification TDS returns filings pending with TRACES
* Rs. 30.83 Lakhs, since paid					

- viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, we report that there are no transactions that are previously not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Accordingly, clause 3(viii) of the Order is not applicable.
- ix. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of declarations, the Company has not been declared a wilful defaulter by any bank or financial institution or other lender.
- (c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained, wherever applicable.
- (d) According to the information and explanations given to us and the procedures performed by us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been utilised for long-term purposes by the Company.
- (e) On an overall examination of the Financial Statements of the Company, in our opinion, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures during the year.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, clause 3(ix)(f) of the Order is not applicable.
- x. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not raised moneys by way of initial public offer/further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- xii. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we report that no fraud by the Company or no fraud on the Company has been noticed or reported during the course of the audit.
- (b) During the year and up to the date of this report, no report under section 143 (12) of the Act has been filed by secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) According to information and explanations given to us and as represented to us by the management, there were no whistle blower complaints received by the Company during the year which are to be considered while determining the nature, timing and extent of our audit procedures.
- xiii. The Company is not a Nidhi Company. Accordingly, Clause 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable, and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards. (Refer Note No: 50 of the Financial Statements)
- xiv. (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered all the internal audit reports issued to the Company for the period under audit.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, in our opinion, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi. (a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.
- (b) According to information and explanations given to us, we report that the company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) According to information and explanations given to us, we report that the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CICs.
- xvii. The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- xix. According to the information and explanations given to us and on the basis of the financial ratios; composition, ageing and expected dates of realization of financial assets and payment of financial liabilities; other information accompanying the Financial Statements; our knowledge of the Board of Directors and management plans and based



on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. (a) On the basis of information and explanations given to us by the Company, we report that in respect of other than ongoing projects, the company has no unspent amounts to be transferred to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act.
- (b) On the basis of information and explanations given to us by the Company, we report that the company has no amounts remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, requiring to be transferred to special account in compliance with the provision of sub-section (6) of section 135 of the Act.
- xxi. According to information and explanations given to us, the company does not have any Subsidiary/Associate/Joint Venture as at the balance sheet date and therefore is not required to prepare and present consolidated Financial Statements pursuant to the provisions of any statute. Accordingly reporting under para 3 (xxi) of the order is not applicable.

For CSK PRABHU & CO
Chartered Accountants
Firm Regd No: 002485S

Place: Coimbatore
Date : 30.05.2023

MAHESH PRABHU
Partner
Membership Number: 214194
UDIN: 23214194BGYPY6520

Annexure – B to the Auditors' Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

(Referred to in Paragraph 19(A)(F) under "Report on Other Legal and regulatory Requirements" section of our Independent Auditor's Report of even date to the members of the Company on the financial statements for the year ended 31st March 2023)

We have audited the internal financial controls over financial reporting of Sri Ramakrishna Mills (Coimbatore) Limited ("the Company") as of 31 March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For CSK PRABHU & CO
Chartered Accountants
Firm Regd No: 002485S

Place: Coimbatore
Date : 30.05.2023

MAHESH PRABHU
Partner
Membership Number: 214194
UDIN: 23214194BGYPY6520

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

BALANCE SHEET AS AT 31st MARCH 2023

(₹ in Lakhs)

PARTICULARS	Note No	As at 31.03.2023	As at 31.03.2022
ASSETS			
Non-current assets			
Property, plant and equipment	4	895.90	522.97
Capital work-in-progress	52(a)	299.12	6.57
Financial Assets			
Investments	5	-	-
Loans	-	-	-
Other Financial Assets	6	98.03	76.04
Deferred Tax Asset	7	227.54	241.55
Other non-current assets	8	184.15	280.10
Total non-current assets		1,704.75	1,127.23
Current assets			
Inventories	9	3,494.52	3,790.37
Contract Assets	10	248.12	833.56
Financial Assets			
Trade Receivables	11	21.28	22.65
Cash and Cash Equivalents	12	0.79	3.02
Bank balances other than above	13	-	-
Current Tax Assets	14	51.92	42.84
Other Current Assets	15	247.54	83.84
Total current assets		4,064.17	4,776.30
TOTAL ASSETS		5,768.92	5,903.54
EQUITY AND LIABILITIES			
Equity			
Equity share capital	16	711.83	711.83
Other equity	17	484.64	452.02
Total equity		1,196.47	1,163.85
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	18	252.69	461.36
Other Financial Non Current Liabilities	19	440.00	475.00
Provisions	20	45.07	41.25
TOTAL NON-CURRENT LIABILITIES		737.76	977.61
Current liabilities			
Financial liabilities			
Borrowings	21	3,072.22	2,928.63
Lease Liabilities	22	25.20	19.08
Trade payables	23	-	-
(a) total outstanding dues of micro enterprises and small enterprises		-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		454.72	364.01
Other current liabilities	24	175.60	337.46
Short Term Provisions	25	106.94	112.88
Total current liabilities		3,834.70	3,762.07
Total liabilities		4,572.46	4,739.68
TOTAL EQUITY AND LIABILITIES		5,768.92	5,903.54

The accompanying notes form an integral part of the financial statements

For and on behalf of the Board of Directors

D. Lakshminaraswamy
Managing Director
(DIN : 00028118)

R. Guru Chandrasekar
Director
(DIN : 0008421861)

M. Sridhya
Company Secretary

G. Krishnakumar
Chief Financial Officer

As per our report of even date attached
For CSK PRABHU & CO
Chartered Accountants,
Firm Regd. No. 0024855

(Sd.) **Mahesh Prabhu**
Partner
M.No : 214194
UDIN: 23214194BGYPY6520

Place : Coimbatore
Date : 30.05.2023

Sasirekha Vengatesh
Chartered Accountant
Internal Auditor
M.No. 200464

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH 2023**

(₹ in Lakhs)

PARTICULARS	Note No	Year ended 31.03.2023	Year ended 31.03.2022
CONTINUING OPERATIONS			
A Income			
Revenue from operations	26	3,950.55	4,405.65
Other income	27	37.43	44.22
Total income		3,987.98	4,449.86
B Expenses			
Cost of materials consumed	28	2,027.63	2,220.79
Cost of Purchase of Stock in Trade		300.27	467.71
Changes in inventories of finished goods	29	97.19	(297.42)
Power and Fuel Expenses		410.60	468.36
Employee Benefits Expense	30	442.51	762.89
Depreciation and amortisation expense	31	88.62	28.07
Other Expenses	32	267.82	174.00
Finance costs	33	313.00	313.78
Total expenses		3,947.64	4,138.17
C Profit before exceptional items and tax			
Exceptional items - Loss/(Profit) on Sale of Assets	34	-	(35.35)
D Profit before tax from continuing operations			
		40.35	347.04
E Profit before tax from discontinued operations			
F Tax Expenses of discontinued operations			
G Profit after tax from discontinued operations			
H Profit for the year			
		27.91	229.89
I Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurement of post employment benefit obligations		6.29	(22.50)
Loss on Fair Value of Investments		-	-
Income tax relating to these items - (charge)/credit		(1.58)	6.26
Other comprehensive income for the year, net of tax		4.70	(16.24)
Total comprehensive income for the year		32.61	213.65
Earnings per share			
		36	
Basic earnings per share		0.39	3.23
Diluted earnings per share		0.39	3.23

The accompanying notes form an integral part of the financial statements

For and on behalf of the Board of Directors

D. Lakshminaraswamy
Managing Director
(DIN : 00028118)

R. Guru Chandrasekar
Director
(DIN : 0008421861)

M. Srividya
Company Secretary

G. Krishnakumar
Chief Financial Officer

**As per our report of even date attached
For CSK PRABHU & CO**

Chartered Accountants,
Firm Regd. No. 002485S

(Sd.) **Mahesh Prabhu**
Partner

M.No : 214194
UDIN:23214194BGYPY6520

Sasirekha Vengatesh
Chartered Accountant
Internal Auditor
M.No. 200464

**Place : Coimbatore
Date : 30.05.2023**

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2023

(₹ in Lakhs)

Particulars	Year ended 31.03.2023	Year ended 31.03.2022
A. Cash Flow From Operating Activities		
Profit before income tax	40.35	347.04
Adjustments for		
Depreciation and amortisation expense	88.62	28.07
(Profit)/ Loss on sale of fixed asset	-	(35.35)
Interest received	-	(3.15)
Lease Rent	(29.96)	(28.71)
Finance costs	313.00	313.78
	412.00	621.69
Change in operating assets and liabilities		
(Increase)/ decrease in loans	-	-
(Increase)/ decrease in Other financial assets	(21.99)	-
(Increase)/ decrease in inventories	295.85	(401.84)
(Increase)/ decrease in Contract Assets	585.44	647.09
(Increase)/ decrease in trade receivables	1.38	(10.56)
(Increase)/ decrease in Other assets	(163.18)	32.37
Increase/ (decrease) in provisions and other liabilities	(185.89)	(257.32)
Increase/ (decrease) in trade payables	90.71	(16.47)
Cash generated from operations	1,014.32	614.95
Less : Income taxes paid (net of refunds)	(9.08)	(22.22)
Net cash from operating activities (A)	1,005.24	592.72
B. Cash Flows From Investing Activities		
Purchase of PPE (including changes in CWIP)	(658.67)	(366.71)
Sale proceeds of PPE (including changes in CWIP)	-	43.39
(Purchase)/ disposal proceeds of Investments	-	0.98
(Investments in)/ Maturity of fixed deposits with banks	-	-
Lease Rent	29.96	28.71
Interest income	-	3.15
Net cash used in investing activities (B)	(628.70)	(290.48)
C. Cash Flows From Financing Activities		
Proceeds from/ (repayment of) long term borrowings	(208.67)	(383.47)
Proceeds from/ (repayment of) short term borrowings	143.59	394.62
Finance costs	(313.68)	(313.97)
Net cash from/ (used in) financing activities (C)	(378.76)	(302.82)
Net decrease in cash and cash equivalents (A+B+C)	(2.22)	(0.58)
Cash and cash equivalents at the beginning of the financial year	3.02	3.60
Cash and cash equivalents at end of the year	0.79	3.02
Notes:		
1. The above cash flow statement has been prepared under indirect method prescribed in Ind AS 7 "Cash Flow Statements".		
2. Components of cash and cash equivalents		
Balances with banks		
- in current accounts	0.20	2.71
- in Margin money deposit account	-	-
Cash on hand	0.59	0.30
	0.79	3.02

The accompanying notes form an integral part of the financial statements

For and on behalf of the Board of Directors

D. Lakshminaraswamy
Managing Director
(DIN : 00028118)

R. Guru Chandrasekar
Director
(DIN : 0008421861)

M. Srividya
Company Secretary

G. Krishnakumar
Chief Financial Officer

**As per our report of even date attached
For CSK PRABHU & CO**
Chartered Accountants,
Firm Regd. No. 002485S

(Sd.) **Mahesh Prabhu**
Partner
M.No : 214194
UDIN:23214194BGYPY6520

Sasirekha Vengatesh
Chartered Accountant
Internal Auditor
M.No. 200464

Place : Coimbatore
Date : 30.05.2023

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st MARCH 2023

(Rs. in Lakhs)

A. Equity Share Capital (Issued, subscribed and fully paid up) (Refer Note 16)

(1) Current reporting period (01-04-2022 TO 31-03-2023)

Particulars	31-03-2023	31-03-2022
Balance at the beginning of the current reporting period	711.83	711.83
Add/Less: Changes in Equity Share Capital due to prior period errors	-	-
Restated Balance at the beginning of the current reporting period	711.83	711.83
Add/Less: Changes in equity share capital during the current year	-	-
Balance at the end of the current reporting period	711.83	711.83

(B) Other Equity

(Rs. in Lakhs)

(1) Current reporting period (01-04-2022 TO 31-03-2023) (Refer Note: 17)

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves & Surplus				Items of Other Comprehensive Income						Money received against share warrants	Total	
			Capital Reserve	Securities Premium	General Reserve	Other Reserves	Retained Earnings	Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation			Actuarial changes in Defined Benefit Obligations
Balance at the beginning of the current reporting period 1st April 2022	-	-	1,906.80	1,081.07	-	-	(2,519.43)	-	-	-	-	-	(16.41)	-	452.02
Changes in accounting policy/prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	-	27.91	-	-	-	-	-	4.70	-	32.61
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer from Capital Reserve to retained earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance as at 31st March 2023	-	-	1,906.80	1,081.07	-	-	(2,491.53)	-	-	-	-	-	(11.71)	-	484.63

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(2) Previous reporting period (01-04-2021 TO 31-03-2022)

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves & Surplus				Items of Other Comprehensive Income						Money received against share warrants	Total	
			Capital Reserve	Securities Premium	General Reserve	Other Reserves	Retained Earnings	Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation			Actuarial changes in Defined Benefit Obligations
Balance at the beginning of the previous reporting period 1st April 2021	-	-	1,928.32	1,081.07	-	-	(2,770.85)	-	-	-	-	-	(0.17)	-	238.36
Changes in accounting policy/prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	-	229.89	-	-	-	-	-	(16.24)	-	213.65
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	(21.52)	-	-	-	21.52	-	-	-	-	-	-	-	-
Balance as at 31st March 2022	-	-	1,906.80	1,081.07	-	-	2,519.43	-	-	-	-	-	(16.41)	-	452.02

The Accompanying notes form integral part of financial statements

For and on behalf of the Board of Directors

D. Lakshminarayanawamy
Managing Director
(DIN : 00028118)

R. Guru Chandrasekar
Director
(DIN : 0008421861)

M. Srividya
Company Secretary

G. Krishnakumar
Chief Financial Officer

As per our report of even date attached For CSK PRABHU & CO
Chartered Accountants,
Firm Regd. No. 002485S

(Sd.) **Maresh Prabhu**
Partner
M.No : 214194
UDIN:23214194BGYQPY6520
Sasirekha Vengatesh
Chartered Accountant
Internal Auditor
M.No. 200464

Place : Coimbatore
Date : 30.05.2023



SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO FINANCIAL STATEMENTS

1 Corporate Information

Sri Ramakrishna Mills (Coimbatore) Limited CIN:L17111TZ1946PLC000175 is a Public Limited Company under the Indian Companies Act of 2013 having registered office at 1493, Sathyamangalam Road, Ganapathy Post, Coimbatore - 641006. The Companies Equity shares are listed in Bombay Stock Exchange. The Company has complied with the provisions of the applicable Accounting Standards as notified under Companies (Accounting Standards) Rules, as amended and in force, under the provisions of the Companies Act, 2013.

2 Basis of preparation of financial statements

Statement of Compliance

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and amendments thereto including the Companies (Indian Accounting Standards) Amendment Rules, 2016.

Previous Year figures are regrouped and reclassified wherever considered necessary to confirm to current year classification.

Basis of preparation and presentation

For all periods up to and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).

The financial statements for the year ended March 31, 2023 are the sixth financial statements the Company has prepared in accordance with Ind AS with the date of transition as April 1, 2016.

Use of estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in current and future periods.

Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded to the nearest Lakhs (up to two decimals).

The financial statements are approved for issue by the Company's Board of Directors on May 30, 2023.

2A Critical accounting estimates and management judgments

In application of the accounting policies, which are described in note 2, the management of the Company is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and assumptions are based on historical experience and other factors that are considered to be relevant.

Information about significant areas of estimation, uncertainty and critical judgements used in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the following notes:

Revenue Recognition

The Company's contracts with customers could include promises to transfer multiple products and services to a customer. The Company assesses the products / services promised in a contract/s and identifies distinct performance obligations in the contract. Identification of distinct performance obligation involves judgement to determine the deliverables and the ability of the customer to benefit independently from such deliverables. Judgement is also required to determine the transaction price for each of the contract and to ascribe the transaction price to each distinct performance obligation. The transaction price could be either a fixed amount of customer consideration or variable consideration. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The Company exercises judgement in determining whether the performance obligation is satisfied at a point in time or over a period of time. The Company considers indicators such as how customer consumes benefits as services are rendered or who controls the asset as it is being created or existence of enforceable right to payment for performance to date and alternate use of such product or service, transfer of significant risks and rewards to the customer, acceptance of delivery by the customer, etc. Revenue for Real Estate contracts are recognised using percentage-of-completion method. The Company uses judgement to estimate amounts of the future cost-to-completion of the contracts on the basis of estimates furnished/agreed, which is used to determine the degree of the completion of the performance obligation.

Property, Plant and Equipment (PPE)

The residual values and estimated useful life of PPE is assessed by the technical team at each reporting date by taking into account the nature of asset, the estimated usage of the asset, the operating condition of the asset, past history of replacement and maintenance support. Under the previous GAAP (Indian GAAP), the property, plant and equipment were carried in the balance sheet at cost less accumulated depreciation. The company has elected to continue to measure the property, plant and equipment at their previous GAAP values. Hence, no fair valuation or retrospective application of Ind AS 16 is required.

Current tax

Calculations of income taxes for the current period are done based on applicable tax laws and management's judgement and decision, by evaluating positions taken in tax returns and interpretations of relevant provisions of law.

Deferred Tax Assets

Significant management judgement is exercised by reviewing the deferred tax assets at each reporting date to determine the amount of deferred tax assets that can be retained/ recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Fair value

Management uses valuation techniques in measuring the fair value of financial instruments where active market quotes are not available. In applying the valuation techniques, management makes maximum use of market inputs and uses estimates and assumptions that are, as far as possible, consistent with observable data that market participants would use in pricing the instrument. Where applicable data is not observable, management uses its best estimate about the assumptions that market participants would make. These estimates may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

Impairment of Trade Receivables

The impairment assessment for trade receivables are done based on assumptions about risk of default and expected loss rates. The assumptions, selection of inputs for calculation of impairment are based on management judgement considering the past history, market conditions and forward looking estimates at the end of each reporting date.

Impairment of Non-financial assets (PPE)

The impairment assessment of non-financial assets is determined based on estimation of value of recoverable amount of such assets. The assumptions used in computing the value of recoverable amount are based on management judgement considering the timing of future cash flows, discount rates and the risks specific to the asset.

Defined Benefit Plans and Other long term employee benefits

The cost of the defined benefit plan and other long term employee benefits, and the present value of such obligation are determined by the independent actuarial valuer. An actuarial valuation involves making various assumptions that may differ from actual developments in future. Management believes that the assumptions used by the

NOTES TO FINANCIAL STATEMENTS (Contd...)

actuary in determination of the discount rate, future salary increases, mortality rates and attrition rates are reasonable. Due to the complexities involved in the valuation and its long term nature, this obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities could not be measured based on quoted prices in active markets, management uses valuation techniques including the Discounted Cash Flow (DCF) model, to determine its fair value. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is exercised in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

Lease

Ind-AS 116 requires an entity to assess whether a contract or arrangement contains a lease. In accordance with Ind-AS 116, this assessment should be carried out at the inception of the contract or arrangement. The determination of whether an agreement is, or contains, a "Right of use" is based on the substance of the agreement at the date of inception. Accounting of Right of Use is based on Ind-AS 116.

Provisions and contingencies

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the reporting date. The actual outflow of resources at a future date may therefore vary from the figure estimated at end of each reporting period.

2B New Accounting standards/ Recent Accounting Developments

New amendments issued but not effective

The Ministry of Corporate Affairs has vide notification dated March 31, 2023 notified Companies (Indian Accounting Standards) Amendment Rules, 2022 which amends certain accounting standards, and are effective April 01, 2023.

Ind AS 101, First time adoption of Indian Accounting Standards

Paragraphs 15 and 24 of Ind AS 12, Income Taxes exempt an entity from recognising a deferred tax asset or liability in particular circumstances. Despite this exemption, at the date of transition to Ind ASs, a first-time adopter shall recognise a deferred tax asset—to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised—and a deferred tax liability for all deductible and taxable temporary differences associated with: (a) right-of-use assets and lease liabilities; and (b) decommissioning, restoration and similar liabilities and the corresponding amounts recognised as part of the cost of the related asset.

Ind AS 103, Business Combinations

The amendment to para 13 (b) of Appendix C to Ind AS 103 relating to Business combinations of entities under common control requires the disclosure of the date on which the transferee obtains control of the transferor instead of the present requirement of disclosure of the date on which the transferor obtains control of the transferee.

Ind AS 107, Financial Instruments : Disclosures

The exiting para 21 of Ind AS 107 prescribes that in accordance with paragraph 117 of Ind AS 1, Presentation of Financial Statements, an entity discloses its significant accounting policies, comprising the measurement basis (or bases) used in preparing the financial statements and the other accounting policies. This has been substituted with "In accordance with paragraph 117 of Ind AS 1, Presentation of Financial Statements, an entity discloses material accounting policy information. Information about the measurement basis (or bases) for financial instruments used in preparing the financial statements is expected to be material accounting policy information.

Similarly, the existing closing para of Para B5 of Appendix B which states that Paragraph 122 of Ind AS 1 also requires entities to disclose, along with its significant accounting policies or other notes, the judgements, apart from those involving estimations, that management has made in the process of applying the entity's accounting policies and that have the most significant effect on the amounts recognised in the financial statement was substituted with the following

Paragraph 122 of Ind AS 1 also requires entities to disclose, along with material accounting policy information or other notes, the judgements, apart from those involving estimations, that management has made in the process of applying the entity's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

Ind AS 1, Presentation of Financial Statements

A new para was included to state that accounting policies are defined in paragraph 5 of Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors, and the term is used in this Standard with the same meaning.

The amendment also substituted the words "significant accounting policies" with "material accounting policy information" in Para 10 (e), in the heading to Para 117 and Para 122 of Ind AS 1. Further, Para 117 of Ind AS 1 was substituted with "An entity shall disclose material accounting policy information (see paragraph 7). Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements.

Para 117A to Para 117E were included to provide guidance on what is material and what is immaterial accounting policy information."

Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors

The words in Para 5 of Ind AS 8 "Changes in accounting estimates result from new information or new developments and, accordingly, are not corrections of errors" will be substituted with the words "Accounting estimates are monetary amounts in financial statements that are subject to measurement uncertainty"

Para 32, Para 34, Para 38 and Para 48 of Ind AS 8 were also amended consequent to the changes in Para 5 as stated above. Para 32A and 32B were inserted to give more guidance on the new definition of accounting estimate."

Ind AS 12, Income taxes

A new clause (iii) has been added to state that no deferred tax liability shall be recognised to the extent the taxable temporary difference does not give rise to equal taxable and deductible temporary differences at the time of the transaction.

Consequent to the above modification, the existing clauses (b) and (c) of Para 22 of Ind AS 12 and clauses (b) and (c) of Para 24 of Ind AS 12 were substituted with new clauses and a new Para 22A was added to provide more guidance in respect of initial recognition of an asset or liability.

Ind AS 34, Interim Financial Reporting

Consequent to the amendment in Ind AS 1, in Para 5 (e) of Ind AS 24 for the words "significant accounting policies", the words "material accounting policy information" have been substituted.

The Company is in the process of evaluating the impact, if any, on the financial statements on go forward basis..

3 Significant Accounting Policies

a) Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- i) Expected to be realised or intended to be sold or consumed in normal operating cycle
- ii) Held primarily for the purpose of trading
- iii) Expected to be realised within twelve months after the reporting period, or

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO FINANCIAL STATEMENTS (Contd...)

iv) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.
All other assets are classified as non-current.

A liability is current when:

- i) It is expected to be settled in normal operating cycle
- ii) It is held primarily for the purpose of trading
- iii) It is due to be settled within twelve months after the reporting period, or
- iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified 12 months as its operating cycle excepting for Real Estate Contracts, wherein the operating cycle is the time agreed in the respective contracts.

b) Fair value measurement

The Company has applied the fair value measurement wherever necessitated at each reporting period.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- i) In the principal market for the asset or liability;
- ii) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and the best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 : Quoted (unadjusted) market prices in active market for identical assets or liabilities;

Level 2 : Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and"

Level 3 : Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company has designated the respective team leads to determine the policies and procedures for both recurring and non - recurring fair value measurement. External valuers are involved, wherever necessary with the approval of Company's board of directors. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

For the purpose of fair value disclosure, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risk of the asset or liability and the level of the fair value hierarchy as explained above. The component wise fair value measurement is disclosed in the relevant notes.

c) Revenue Recognition

Revenue from Sale of goods

Effective from 01-04-2018, Revenue is recognized as per Ind-AS 115, using the Five Step model that is applied to recognize revenue and which focusses on transfer of control of goods and services by an entity to its customers to recognize revenue. The Five Step model requires the following a) identify the contract with the customers b) identify the performance obligation in the contract c) Determine the transaction Price d) Allocate the Transaction price to the Performance Obligations e) Recognize Revenue when (or) as the entity satisfies its performance obligations.

Revenue is measured at the transaction price received or receivable, taking into account contractually defined terms of payment.

Revenue from Real Estate

Revenue from real estate development include land taken up under development by extending contract of licence to a developer by sharing the developed real estate with him. Performance obligation in respect of such real estate assets is to deliver land to developer/villas and apartments to customers. The customer simultaneously receives the benefits of such contract and further the company has no alternate use over such asset and has an enforceable right of payment over such asset. The Company has made careful judgement and satisfied that the Performance obligations in the Contract/s are satisfied over time. Therefore the revenue from the above is recognised over time to the extent the satisfaction of Performance obligation and its progress and consequent obtention of economic benefits and potential cash flows to the company. The revenue from that part of the Land licenced towards Developer's Share is contracted to be discharged by Developer by construction of superstructure in respect of land owner's share agreed. Therefore the total revenue for the transfer of land towards Developers share is the originally agreed cost of construction of the super structure belonging to the company as per customary business practice. The revenue from transfer of control during an year is recognised to the extent of land in respect of which substantial progress made in the performance obligation by the Developer even though the legal title may remain with the company. The contractual obligation of the Company and Developer are transacted at consideration originally agreed and discharged as above. Revenue in respect of the Villas belonging to the Company and contracted for sale is recognised on the basis of percentage of completion of performance obligation with the Customer. The Company recognizes the completed performance obligations and recognizes revenue taking into account the transaction price and therefore the remaining transaction price will represent the remaining performance obligation. The Company while recognizing income evaluates completion of the contract performance obligation and its timing on technical judgement.

Revenue from Sale of other Real Estate Assets are recognized on completion of bundled legal obligation attached therewith.

Commission Income

Commission Income is recognised when the services are rendered as per performance obligation under the terms of the agreement if any and when no significant uncertainty as to its determination or realisation exists.

Sale of scrap

Scrap sale is recognised at the transaction price received or receivable upon transfer of control.

Interest Income

Interest income is recorded using the effective interest rate (EIR) method. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial

NOTES TO FINANCIAL STATEMENTS (Contd...)

liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Rental Income

Rental income from operating lease is recognised on a straight line basis over the term of the relevant lease.

Contract Asset/Liability

If a customer pays consideration, or the Company has a right to an amount of consideration that is unconditional (ie a receivable), before the company transfers a good or service to the customer, the company presents the contract as a contract liability (Customer Advances/Advance against Sales) when the payment is made or the payment is due (whichever is earlier). A contract liability is an entity's obligation to transfer goods or services to a customer for which the entity has received consideration (or an amount of consideration is due) from the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, the entity shall present the contract as a contract asset, excluding any amounts presented as a receivable. A contract asset is an entity's right to consideration in exchange for goods or services that the entity has transferred to a customer. An entity shall assess a contract asset for impairment in accordance with Ind -AS 109.

d) Property, plant and equipment

Deemed cost option for first time adopter of Ind AS

Under the previous GAAP (Indian GAAP), the property, plant and equipment were carried in the balance sheet at cost less accumulated depreciation. The company has elected to continue to measure the property, plant and equipment at their previous GAAP values.

Presentation

Property, plant and equipment and capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs of a qualifying asset, if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit or loss as incurred.

Advances paid towards the acquisition of tangible assets outstanding at each balance sheet date, are disclosed as capital advances under long term loans and advances and the cost of the tangible assets not ready for their intended use before such date, are disclosed as capital work in progress.

Component Cost

All material/ significant components have been identified for our plant and have been accounted separately. The useful life of such component are analysed independently and wherever components are having different useful life other than plant they are part of, useful life of components are considered for calculation of depreciation.

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The costs of repairs and maintenance are recognised in the statement of profit and loss as incurred.

Machinery spares/ insurance spares that can be issued only in connection with an item of fixed assets and their issue is expected to be irregular are capitalised. Replacement of such spares is charged to revenue. Other spares are charged as revenue expenditure as and when consumed.

Derecognition

Gains or losses arising from derecognition of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

e) Depreciation on property, plant and equipment

Depreciation is the systematic allocation of the depreciable amount of an asset over its useful life. The depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less 5% being its residual value. Depreciation is provided on straight line method (for Plant & Machinery and Electrical Machinery) and on written down value method (for all other Assets), over the useful lives as is specified in Schedule II to the Companies Act, 2013.

Asset Class	Estimated Useful Life based on Specified Useful Life in Schedule II (No of Years)
Building	60
Factory Building	30
Investment Property	60
Roads/Fences-Wells-Tube Wells	5
Plant & Machinery	15
Electrical installations and Equipments	15
Air Conditioner	10
Furniture & Office Equipments	10
Computer Hardware	1-3
Servers	6
Vehicles	8

Depreciation for PPE on additions is calculated on pro-rata basis from the date of such additions. For deletion/ disposals, the depreciation is calculated on pro-rata basis up to the date on which such assets have been discarded/ sold. Additions to fixed assets, costing Rs.5000 each or less are fully depreciated retaining its residual value.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

f) Inventories

Inventories are carried at the lower of cost and net realisable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Costs are determined on weighted average/FIFO method as follows:

- Raw materials, stores, spares and consumables, Waste: At purchase cost including other cost incurred in bringing materials/consumables to their present location and condition on Weighted Average Method. Spares are considered to have useful life of less than 12 months and hence classified under inventories. Stock of Stores and Packing materials, Spares (with less than 12 months useful lives) is valued on Weighted Average method.
- Work-in-process: At material cost, conversion costs and other costs directly attributable to bring the goods to the present location and condition.
- Finished goods: Under FIFO Method At material cost, conversion costs and other costs directly attributable to bring the goods to the present location and condition.
- Real Estate Inventories: Real Estate inventories consisting of Land are carried at Cost/Deemed Cost. In respect of Construction of Super Structures, the WIP is valued at Cost at agreed Cost of Construction.

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO FINANCIAL STATEMENTS (Contd...)

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

g) Financial Instruments

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instruments.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value. However, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset are also added to the cost of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified on the basis of their contractual cash flow characteristics and the entity's business model of managing them.

Financial assets are classified into the following categories:

- Financial instruments (other than equity instruments) at amortised cost
- Financial Instruments (other than equity instruments) at Fair value through Other comprehensive income (FVTOCI)
- Other Financial Instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Financial instruments (other than equity instruments) at amortised cost

The Company classifies a financial instruments (other than equity instruments) at amortised cost, if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are Solely Payments of Principal and Interest (SPPI) on the principal amount outstanding.

Such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

Financial Instruments (other than equity instruments) at FVTOCI

The Company classifies a financial instrument (other than equity instrument) at FVTOCI, if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

The financial instruments included within the FVTOCI category are measured as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes finance income, impairment losses and reversals and foreign exchange gain or loss in the profit and loss statement. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Financial instruments (other than equity instruments) at FVTPL

The Company classifies all other financial instruments, which do not meet the criteria for categorization as at amortized cost or as FVTOCI, as at FVTPL.

Financial instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. Where the Company makes an irrevocable election of classifying the equity instruments at FVTOCI, it recognises all subsequent changes in the fair value in OCI, without any recycling of the amounts from OCI to profit and loss, even on sale of such investments.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit and loss.

Financial assets are measured at FVTPL except for those financial assets whose contractual terms give rise to cash flows on specified dates that represents SPPI, are measured as detailed below depending on the business model:

Classification	Name of the financial asset
Amortised cost	Trade receivables, Loans given to employees and others, deposits, interest receivable, unbilled revenue and other advances recoverable in cash.
FVTOCI	Equity investments in companies other than subsidiaries and associates if an option exercised at the time of initial recognition.
FVTPL	Other investments in equity instruments, mutual funds, forward exchange contracts (to the extent not designated as a hedging instrument).

Derecognition

A financial asset is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement? and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay..

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

NOTES TO FINANCIAL STATEMENTS (Contd...)

- Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.
- Financial assets that are debt instruments and are measured at FVTOCI
- Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 115.

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 116.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime Expected Credit Loss (ECL) at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12 months ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 months ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, the Company considers all contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument and Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECL allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss. This amount is reflected under the head 'other expenses' in the profit and loss. The balance sheet presentation of ECL for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables:** ECL is presented as an allowance, which reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Financial assets measured at FVTOCI:** Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

For impairment purposes, significant financial assets are tested on individual basis at each reporting date. Other financial assets are assessed collectively in groups that share similar credit risk characteristics. Accordingly, the impairment testing is done on the following basis:

Name of the financial asset	Impairment Testing Methodology
Trade / Other Receivables	Expected Credit Loss model (ECL) is applied. The ECL over lifetime of the assets are estimated by using a provision matrix which is based on historical loss rates reflecting current conditions and forecasts of future economic conditions which are grouped on the basis of similar credit characteristics such as nature of industry, customer segment, past due status and other factors that are relevant to estimate the expected cash loss from these assets.
Other financial assets	When the credit risk has not increased significantly, 12 month ECL is used to provide for impairment loss. When there is significant change in credit risk since initial recognition, the impairment is measured based on probability of default over the life time. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12 month ECL.

Financial liabilities

Initial recognition and measurement

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at FVTPL

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading, if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/ loss are not subsequently transferred to profit and loss. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The company has not designated any financial liability as at fair value through profit and loss.

Classification	Name of the financial liability
Amortised cost	Borrowings, Trade payables, Interest accrued, Unclaimed / Disputed dividends, Security deposits and other financial liabilities not for trading.
FVTPL	Foreign exchange Forward contracts being derivative contracts do not qualify for hedge accounting under Ind AS 109 and other financial liabilities held for trading.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO FINANCIAL STATEMENTS (Contd...)

Reclassification of financial assets

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

The following table shows various reclassification and how they are accounted for:

S.No	Original classification	Revised classification	Accounting treatment
1	Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortized cost and fair value is recognised in P&L.
2	FVTPL	Amortised Cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.
3	Amortised cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.
4	FVTOCI	Amortised cost	Fair value at reclassification date becomes its new amortised cost carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
5	FVTPL	FVTOCI	Fair value at reclassification date becomes its new carrying amount. No other adjustment is required.
6	FVTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognized in OCI is reclassified to P&L at the reclassification date.

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet, if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

h) Foreign currency transactions and translations

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at the functional currency spot rates at the date at which the transaction first qualifies for recognition. However, for practical reasons, the Company uses an average rate, if the average approximates the actual rate at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

The Company enters into forward exchange contract wherever necessary to hedge its risk associated with Foreign currency fluctuations. The premium or discount arising at the inception of a forward exchange contract is amortized as expense or income over the life of the contract. In case of monetary items which are covered by forward exchange contract, the difference between the yearend rate and rate on the date of the contract is recognized as exchange difference. Any profit or loss arising on cancellation of a forward exchange contract is recognized as income or expense for that year.

i) Borrowing Costs

Borrowing cost include interest computed using Effective Interest Rate method, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs that are directly attributable to the acquisition, construction, production of a qualifying asset are capitalised as part of the cost of that asset which takes substantial period of time to get ready for its intended use. The Company determines the amount of borrowing cost eligible for capitalisation by applying capitalisation rate to the expenditure incurred on such cost. The capitalisation rate is determined based on the weighted average rate of borrowing cost applicable to the borrowings of the Company which are outstanding during the period, other than borrowings made specifically towards purchase of the qualifying asset. The amount of borrowing cost that the Company capitalises during the period does not exceed the amount of borrowing cost incurred during that period. All other borrowings costs are expensed in the period in which they occur.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

j) Government Grants

Government grants are recognised at fair value where there is a reasonable assurance that the grant will be received and all the attached conditions are complied with.

In case of revenue related grant, the income is recognised on a systematic basis over the period for which it is intended to compensate an expense and is disclosed under "Other operating revenue" or netted off against corresponding expenses wherever appropriate. Receivables of such grants are shown under "Other Financial Assets". Export benefits are accounted for in the year of exports based on eligibility and when there is no uncertainty in receiving the same. Receivables of such benefits are shown under "Other Financial Assets".

Government grants related to assets, are adjusted in the carrying amount of the related assets.

k) Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income. The Company during the year 2019-20 has adopted the provisions of Sec.115BAA of the Income tax Act. Accordingly no Minimum Alternate Tax (MAT) is applicable from FY:2019-20 onwards.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in respect of tax matters with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future tax liability, is recognised as an asset viz. MAT Credit Entitlement, to the extent there is convincing evidence that the Company will pay normal Income tax and it is highly probable that future economic benefits associated with it will flow to the Company during the specified period. The Company reviews the "MAT Credit Entitlement" at each Balance Sheet

NOTES TO FINANCIAL STATEMENTS (Contd...)

date and writes down the carrying amount of the same to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income tax during the specified period or when it can no longer carry forward the MAT Credit entitlement by provisions of law.

l) **Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Where there is deferred tax assets arising from carry forward of unused tax losses and unused tax credits, they are recognised to the extent of deferred tax liability.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

m) **Retirement and other employee benefits**

Short-term employee benefits

A liability is recognised for short-term employee benefit in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Defined contribution plans

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Defined benefit plans

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Other long term employee benefits

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by the employees up to the reporting date.

n) **Leases**

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term and the applicable discount rate.

For arrangements entered into prior to 1 April 2016, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

Company as a lessee

Effective April 1, 2019, the Company adopted Ind AS 116 "Leases" in respect of lease contracts outstanding on April 1, 2019 using modified retrospective method. The Company has made a detailed evaluation of all the Leases where it is a lessee, on an individual basis. Based on such evaluation, the Company has concluded that all the Lease Agreements entered into by the Company and where it is a lessee, are in the nature of short-term leases and hence in accordance with para 5 & 6 of Ind-AS 116, the Company has exercised the Right of use Asset recognition exemption option available in respect of short term leases and recognized the lease payments associated with those leases as an expense in the statement of profit and loss, on either a straight-line basis over the lease term or another systematic basis (if that basis is more representative of the pattern of the lessee's benefit). The Company recognizes a lease as a short term lease in accordance with Ind-AS 116, only if the Lease Arrangement (including any addendum thereto) has all of the following characteristics: a) It is for a period of 12 months or less b) it does not grant a renewal or extension option to the lessee c) It does not grant a purchase option to the lessee. A lease with the above characteristics is considered as a short-term lease even if there is a past practice of the lease being renewed upon expiry of the lease term for a further period of one year (with the mutual consent of both the lessor and the lessee). Consequently all the disclosure requirements in Ind-AS 116 in respect of such Leases, where the Company is a lessee, is not applicable.

Company as a lessor

Lease income from operating leases where the company is a lessor is recognised in income on a straightline basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the balance sheet based on their nature and materiality.

o) **Impairment of non financial assets**

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO FINANCIAL STATEMENTS (Contd...)

p) Provisions, contingent liabilities and contingent asset

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions are discounted, if the effect of the time value of money is material, using pre-tax rates that reflects the risks specific to the liability. When discounting is used, an increase in the provisions due to the passage of time is recognised as finance cost. These provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Necessary provision for doubtful debts, claims, etc., are made, if realisation of money is doubtful in the judgement of the management.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. Contingent liabilities are disclosed separately.

Show cause notices issued by various Government authorities are considered for evaluation of contingent liabilities only when converted into demand.

Contingent assets

Where an inflow of economic benefits is probable, the Company discloses a brief description of the nature of the contingent assets at the end of the reporting period, and, where practicable, an estimate of their financial effect.

Contingent assets are disclosed but not recognised in the financial statements.

q) Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances with original maturity of less than 3 months, highly liquid investments that are readily convertible into cash, which are subject to insignificant risk of changes in value.

r) Cash Flow Statement

Cash flows are presented using indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments.

Bank borrowings are generally considered to be financing activities. However, where bank overdrafts which are repayable on demand form an integral part of an entity's cash management, bank overdrafts are included as a component of cash and cash equivalents for the purpose of Cash flow statement.

s) Earnings per share

The basic earnings per share are computed by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

Diluted EPS is computed by dividing the net profit after tax by the weighted average number of equity shares considered for deriving basic EPS and also weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares, as appropriate.

t) Other Accounting Standards Disclosures

There are no transactions and disclosures to be made both for the year under report and the previous year presented, in respect of the following: Ind AS-102 - Share Payment, Ind AS-103 - Business Combinations, Ind AS-104-Insurance Contracts, Ind AS-105-Non-Current Assets held for Sale and Discontinued Operations, Ind AS-106-Exploration for and evaluation of Mineral Resources, Ind AS-110-Consolidated Financial Statements, Ind AS-111-Joint Arrangements, Ind AS-112-Disclosure of Interest in other Entities, Ind AS-114-Regulatory Deferral Accounts, Ind AS-20-Accounting for Govt Grants and Disclosure of Govt Assistance, Ind AS-27-Separate Financial Statement, Ind AS-28-Investment in Associates and Joint Ventures, Ind AS-29-Financial Reporting in Hyperinflationary Economies, Ind AS-40-Investment Property and Ind AS-41-Agriculture.



NOTES TO FINANCIAL STATEMENTS (Contd...)

4 PROPERTY, PLANT AND EQUIPMENT

(₹ in Lakhs)

Particulars	TANGIBLE ASSETS									
	Land (Cost)	Buildings (cost)	Plant and Machinery	Furniture and Fittings	Computer	Vehicles	Office Equipment	Library	Total	Intangible Assets - Software
Cost as at March 31, 2021	3.23	64.09	533.47	0.20	1.11	20.10	0.49	-	622.69	19.02
Additions	-	4.49	74.35	-	-	8.15	-	-	86.99	-
Disposals	-	-	(4.70)	-	-	(18.02)	-	-	(22.72)	-
Cost as at March 31, 2022	3.23	68.58	603.12	0.20	1.11	(10.23)	0.49	-	686.96	19.02
Additions	-	110.57	350.99	-	-	-	-	-	461.55	-
Disposals	-	-	-	-	-	-	-	-	-	-
Cost as at March 31, 2023	3.23	179.15	954.11	0.20	1.11	(10.23)	0.49	-	1,148.51	19.02
Depreciation/Amortisation										
As at March 31, 2021	-	11.55	123.00	-	0.33	15.69	-	-	150.59	19.02
Charge for the year	-	1.41	25.04	-	-	1.62	-	-	28.07	-
Disposals	-	-	-	-	-	(14.68)	-	-	(14.68)	-
As at March 31, 2022	-	12.97	148.03	-	0.33	2.63	-	-	163.98	19.02
Charge for the year	-	1.84	84.64	-	-	2.14	-	-	88.62	-
Disposals	-	-	-	-	-	-	-	-	-	-
As at March 31, 2023	-	14.81	232.68	-	0.33	(4.77)	-	-	252.59	19.02
Net Block										
As at March 31, 2020	3.23	54.04	439.96	0.20	0.78	4.42	0.49	-	503.10	-
As at March 31, 2021	3.23	52.54	410.47	0.20	0.78	4.41	0.49	-	472.10	-
As at March 31, 2022	3.23	55.62	455.08	0.20	0.77	7.59	0.49	-	522.97	-
As at March 31, 2023	3.23	164.36	721.41	0.20	0.78	5.46	0.49	-	895.90	-

- Notes :
- The title deeds, comprising all the immovable properties of land and buildings, are held in the name of the Company as at the balance sheet date for the year under report and the comparable period/s presented. Therefore the disclosures pertaining to Title Deeds of immovable properties not held in the name of the Company, as per Division II of Schedule III to the Companies Act, 201, are not applicable and hence not furnished. Further there are no immovable properties jointly held with others for the year under report and the comparable period/s presented. Hence details regarding the same including disclosure of the extent of the company's share as per Division II of Schedule III to the Companies Act, 2013, are not applicable. Further there are no restrictions to title in respect of any property, plant and equipment.
 - The Company has not revalued its property, plant and equipment (including right-of-use asset) during the year, since the Company has adopted cost model as its accounting policy to an entire class of Property, Plant and Equipment in accordance with Ind AS 16. Further there were no other Adjustments/ Impairment Loss/ Reversal during the year.
 - The Company has not revalued its intangible asset, since the Company has adopted cost model as its accounting policy to an entire class of Intangible Asset in accordance with Ind AS 38. Further the Company did not have any intangible assets under development for any of the years reported herein. Therefore the disclosures mandated in respect of intangible assets under development, as per Division II of Schedule III to the Companies Act, 2013, are not applicable.
 - There were no acquisition of tangible or intangible assets through business combinations during the year under report and for the figures for the comparable period/s presented. Further there were no other adjustments (including the related amortization and impairment Loss or reversals) during the year under report and for the figures for the comparable period/s presented.
 - The Company is maintaining proper records showing full particulars, including quantitative details of property, plant and equipment (including intangible assets, wherever applicable).
The Company has a regular programme of physical verification of its property, plant and equipment by which all property, plant and equipment are verified annually. In accordance with this programme, during each of the period reported herein, the management has verified all property, plant and equipment and no material discrepancies were noticed on such verification.
 - For each of the reporting period, there was no temporarily idle property, plant and equipment. Further there was no property, plant and equipment retired from active use and not classified as asset held for sale in accordance with Ind AS 105
 - There were no borrowing costs capitalized during the Financial Year 2022-23 and Financial Year 2021-22.

(₹ in Lakhs)

PARTICULARS	As at 31.03.2023	As at 31.03.2022
5 NON-CURRENT INVESTMENTS		
Investment in equity shares (Unquoted) - FVOCI		
2000 Equity shares (Prev year 2000)of Rs.10 each fully paid in Sentra Yarns Ltd	0.20	0.20
10000 Equity shares (Prev year 10000)of Rs.10 each fully paid in Cosco Ltd	1.00	1.00
Investment in Government Securities - FVOCI		
7 years National Savings Certificate	0.01	0.01
6 years National Savings Certificate	0.63	0.63
Indra Vikas Patra	0.01	0.01
Less: Impairment in value of investments in Equity Shares & Govt Secs	(1.85)	(1.85)
	-	-
Total non-current investments		
Aggregate amount of quoted investments	-	-
Aggregate market value of quoted investments	-	-
Aggregate cost of unquoted investments	1.85	1.85
Aggregate amount of impairment in value of investments	1.85	1.85

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES FORMING PART OF FINANCIAL STATEMENTS (Contd...)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2023	As at 31.03.2022
6 OTHER NON-CURRENT FINANCIAL ASSETS (Unsecured considered good)		
Security Deposits	98.03	76.04
Total	98.03	76.04
7 DEFERRED TAX ASSET (Net)		
Deferred tax Asset (net)	227.54	241.55
Total	227.54	241.55
8 OTHER NON-CURRENT ASSETS (Unsecured, considered good)		
Advance recoverable in cash or in kind , or for value to be received	1.26	1.78
Advance for Capital Expenditure	182.89	278.32
Total	184.15	280.10
Note: The Company has not granted any loan or advance in the nature of loan to promoters, directors, KMPs and other related parties that are repayable on demand or without specifying any terms or period of repayment		
9 INVENTORIES		
Raw Materials	164.20	353.09
Work-in-progress	85.37	196.67
Finished products	237.91	96.42
Stock-in-Trade- Land	1,812.37	1,812.37
Stores and Spares	22.90	32.67
Waste	6.56	17.57
Stock-in-Trade - Land under Development	56.83	76.65
Stock-in-Trade - Building under Development	1,108.39	1,204.92
Total	3,494.52	3,790.37
Inventory comprise of		
Raw Materials		
Cotton	164.20	315.74
Tencel Fibre & Others	-	37.35
	164.20	353.09
Work-in-progress		
Work-in-progress (Yarn)	85.37	196.67
	85.37	196.67
Finished products		
Yarn	237.91	96.42
	237.91	96.42
Note:		
i. Goods in Transit included in Inventories	-	-
ii. Amount of Inventories written-off and recognized as expenses during the period	-	-
iii. Amount of reversal of write-down during the period	-	-
iv. Circumstances of write-down	-	-
v. Carrying amount of inventories pledged as security for liabilities	-	-
The Company has physically verified the inventories at reasonable intervals and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed during such verification.		
10 Contract Assets		
Other debts - unsecured , considered good		
-Real Estate Activity - Contract Asset - Land foregone under Joint Venture	2,574.47	2,574.47
-Real Estate Activity - Contract Liability - Building under Construction	(2,481.32)	(2,181.05)
-Real Estate Activity- Contract Asset - Villas Sold	154.97	440.14
Total	248.12	833.56



NOTES TO THE FINANCIAL STATEMENTS (Contd....)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2023	As at 31.03.2022
11 TRADE RECEIVABLES		
Outstanding for a period exceeding six months from the date they are due for payment		
Unsecured, considered good	0.21	-
Unsecured, considered credit impaired	21.10	21.10
Other debts -		
Unsecured, considered good	21.06	22.65
Unsecured, considered credit impaired	-	0.26
	<u>42.36</u>	<u>44.00</u>
Less : Allowance for Expected Credit Loss	(21.09)	(21.35)
Total	<u>21.28</u>	<u>22.65</u>
<p>Note: Trade receivables are neither due from directors or other officers of the Company either severally or jointly with any other person. Refer Note 50 for Trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member. Refer Note 48 for information about risk profile of Trade Receivables under Financial Risk Management. Refer Note 52(c) for trade receivables ageing schedule.</p>		
12 CASH AND CASH EQUIVALENTS		
Cash- on- Hand	0.59	0.30
Balances with Banks		
(i) In Current Accounts	0.20	0.10
(ii) In Cash Credit Account	-	2.62
(iii) In Margin Money Deposit Account	-	-
(iv) Demand deposits with original maturity of 3 months or less	-	-
(v) Unpaid dividend account	-	-
Total	<u>0.79</u>	<u>3.02</u>
13 OTHER BANK BALANCES		
In Fixed Deposits	-	-
In Margin money with Banks	-	-
In Earmarked Accounts	-	-
(i) Unpaid Dividend Account	-	-
(ii) Unpaid Interest Account	-	-
Total	<u>-</u>	<u>-</u>
14 CURRENT TAX ASSETS		
Income tax Refund Receivable	51.92	42.84
Total	<u>51.92</u>	<u>42.84</u>
15 OTHER CURRENT ASSETS		
Income and claims receivable	3.06	3.06
Advance recoverable in cash or in kind or for value to be received	20.35	7.56
Prepaid expenses	8.59	4.02
Balance with government authorities	176.35	48.51
Lease Rent Receivable	39.18	20.69
Total	<u>247.54</u>	<u>83.84</u>
<p>Note : Note: The Company has not granted any loan or advance in the nature of loan to promoters, directors, KMPs and other related parties that are repayable on demand or without specifying any terms or period of repayment.</p>		
16 CAPITAL		
Authorised Share Capital		
(i) 1,00,00,000 Equity shares of Rs. 10 each	1,000.00	1,000.00
(ii) Redeemable Preference Shares of Rs.100/- each	500.00	500.00
	<u>1,500.00</u>	<u>1,500.00</u>
Issued Share Capital		
71,19,421 Equity shares of Rs. 10 each	711.94	711.94
	<u>711.94</u>	<u>711.94</u>
Subscribed and fully paid up share capital		
71,18,330 Equity shares of Rs. 10 each	711.83	711.83
Total	<u>711.83</u>	<u>711.83</u>
Notes:		
(a) Reconciliation of number of equity shares subscribed		
Balance as at the beginning of the year	71,18,330	71,18,330
Add: Issued during the year	-	-
Balance at the end of the year	<u>71,18,330</u>	<u>71,18,330</u>

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

(₹ in Lakhs)

PARTICULARS	As at				As at
	31.03.2023				31.03.2022
(b) Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date					
Particulars	March 31, 2023	March 31, 2022	March 31, 2021	March 31, 2020	March 31, 2019
No. of equity shares allotted as fully paid bonus shares by capitalisation of securities premium	-	-	-	-	-
No. and class of shares allotted as fully paid up pursuant to contract without payment received in cash	-	-	-	-	-
No. and class of shares bought back	-	-	-	-	-
Terms of any securities convertible into equity shares issued along with the earliest date of conversion in descending order starting from the farthest such date	-	-	-	-	-
Calls unpaid, including aggregate value of calls unpaid by directors and officers	-	-	-	-	-
Forfeited shares (amount originally paid up)	-	-	-	-	-

(c) Shareholders holding more than 5% of the total share capital

Name of the share holder	March 31, 2023		March 31, 2022	
	No of shares	% of holding	No of shares	% of holding
Sri. D. Lakshminarayanawamy	14,60,126	20.51%	14,75,026	20.72%
Smt. L. Nagaswama	9,54,070	13.40%	9,53,570	13.40%
Smt. L. Suhasini	6,21,276	8.73%	6,21,276	8.73%
Smt. L. Swathy	5,63,406	7.91%	5,63,406	7.91%
Stressed Assets Stabilisation Fund	3,56,109	5.00%	6,19,350	8.70%
Sri. D. Lakshminarayanawamy jointly with L.Suhasini & L.Swathy	2,32,500	3.27%	2,32,500	3.27%

(d) Rights, preferences and restrictions in respect of equity shares issued by the Company

The Company has only one class of equity shares having a par value of Rs.10 per share. Each Share holder is eligible for one vote per share. In the event of liquidation the equity share holders are eligible to receive the remaining assets of the company after distribution of all preferential amounts in proportion of their share holding.

(e) Details of Promoter's Shareholding in Equity Shares

Shares held by promoters at at 31-03-2023

Promoter Name	No of Shares	% of Total Shares	% change during the Year
Sri. D. Lakshminarayanawamy	14,60,126	20.51%	(1.01)
Smt. L. Nagaswama	9,54,070	13.40%	0.005
Smt. L. Suhasini	6,21,276	8.73%	-
Smt. L. Swathy	5,63,406	7.91%	-
Swathy Processors Limited	3,26,942	4.59%	-
Suhasini Spinners Limited	2,58,563	3.63%	-
Sri Ramakrishna Yarn Carriers Limited	1,39,350	1.96%	11.97
Sri. D. Lakshminarayanawamy jointly with L.Suhasini & L.Swathy	2,32,500	3.27%	-

Shares held by promoters at at 31-03-2022

Promoter Name	No of Shares	% of Total Shares	% change during the Year
Sri. D. Lakshminarayanawamy	14,75,026	20.72%	-
Smt. L. Nagaswama	9,53,570	13.40%	-
Smt. L. Suhasini	6,21,276	8.73%	-
Smt. L. Swathy	5,63,406	7.91%	-
Swathy Processors Limited	3,26,942	4.59%	-
Suhasini Spinners Limited	2,58,563	3.63%	-
Sri Ramakrishna Yarn Carriers Limited	1,24,450	1.75%	-
Sri. D. Lakshminarayanawamy jointly with L.Suhasini & L.Swathy	2,32,500	3.27%	-

Note: There were no shares held by promoters that were pledged or encumbered during the Financial year 2022-23 and Financial Year 2021-22.

(f) Shares in respect of each class in the company held by the Company's holding company or its ultimate holding company including shares held by subsidiaries or associates of the holding company or the ultimate holding company in aggregate : Nil

(g) For each of the reporting period herein, there were no shares reserved for issue under options and contracts or commitments for the sale of shares or disinvestment.



NOTES TO THE FINANCIAL STATEMENTS (Contd....)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2023	As at 31.03.2022
17 OTHER EQUITY		
Capital Reserve	1,906.80	1,906.80
Securities Premium Account	1,081.07	1,081.07
Other comprehensive income	(11.71)	(16.41)
Retained earnings	(2,491.53)	(2,519.44)
Total	484.64	452.02
a) Capital Reserve		
Balance at the beginning of the year	1,906.80	1,928.32
Transfer to Retained Earnings	-	(21.52)
Balance at the end of the year	1,906.80	1,906.80
Capital Reserve represents amounts which are not distributable as Dividend.		
c) Securities Premium Account		
Balance at the beginning and end of the year	1,081.07	1,081.07
Securities Premium Reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares, buyback of its own shares in accordance with the provisions of the Companies Act, 2013.		
d) Other comprehensive income		
Balance at the beginning of the year	(16.41)	(0.17)
Additions during the year	4.70	(16.24)
Balance at the end of the year	(11.71)	(16.41)
Other Comprehensive income represents cumulative gains or losses arising on actuarial valuation of Defined Benefit Obligation net of tax impact thereon.		
e) Retained earnings		
Balance at the beginning of the year	(2,519.44)	(2,770.85)
Net profit for the period	27.91	229.89
Transfer from Capital Reserve	-	21.52
Balance at the end of the year	(2,491.53)	(2,519.44)
Balance in the Profit and Loss account represent the undistributed profits of the Company remaining after transfer to other Reserves.		
18 LONG TERM BORROWINGS		
(a) Secured		
From Banks-Term Loans	-	110.83
From Director	252.69	350.53
Total	252.69	461.37
Terms of loan and security details		
i) Term Loan - South Indian Bank	Limits	Limits
Term Loan - South Indian Bank (Mortgage Term Loan)	250.00	250.00
	Tenor	36 months
	Interest	MCLR +2% spread
ECLGS Scheme Term Loan - South Indian Bank	171.00	171.00
	Tenor	4 years including 12 months moratorium
	Interest	9.00%
ii) Term Loan from The South Indian Bank and Loan from Director are commonly secured by equitable mortgage of 4.135 acres of vacant land with Building situated at Ganapathy, Coimbatore with the Bank being the First Charge Holder and the Managing Director being the Second Charge Holder.		
iii) Term Loan from The South Indian Bank is secured by personal guarantee of the Managing director and the Whole-time Director and their relative. ECLGS Term Loan from The South Indian Bank is secured by personal guarantee of the Managing Director and Whole- Time Director		
iv) There are no continuing defaults in respect of any loans to report.		
19 OTHER FINANCIAL NON CURRENT LIABILITIES		
Refundable Performance Guarantee Deposit	440.00	475.00
Total	440.00	475.00

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

(₹ in Lakhs)

PARTICULARS	As at 31.03.2023	As at 31.03.2022
20 PROVISIONS (NON -CURRENT)		
Provision for gratuity	-	-
Managerial personnel	-	-
Others	45.07	41.25
Total	45.07	41.25
21 CURRENT LIABILITIES - FINANCIAL LIABILITIES: BORROWINGS		
a) Secured		
From banks		
Cash credit facility	0.03	182.42
Overdraft facility	283.13	256.84
Loans from director	993.85	1,016.33
Current maturities of term loans - Secured	103.51	143.64
b) Unsecured		
Loans from director	-	246.42
Inter Corporate Loans	1,691.70	1,082.98
Total	3,072.22	2,928.63
Terms of loan and security details		
i) Overdraft loan - South Indian Bank	Limits	Limits
Overdraft loan - South Indian Bank	300.00	300.00
	Tenor	On Demand
	Interest	MCLR +1.30% spread MCLR +1.55% spread
Cash Credit	310.00	310.00
	Tenor	on Demand
	Interest	MCLR +1.30% spread MCLR +1.30% spread
ii) Overdraft loan from The South Indian Bank is secured by stock of raw materials, Stock in process, Finished Goods, Packing Materials & other current assets of the Company.		
iii) Cash Credit facility from The South Indian Bank is secured by Entire current Assets of the Company (Both present and future).		
iv) Further all Loans from The South Indian Bank and the loan from Director are commonly secured by equitable mortgage of 4.135 acres of vacant land with Building situated at Ganapathy, Coimbatore with the Bank being the First Charge Holder and the Director (Managing Director) being the Second Charge Holder.		
v) The Managing director and Whole-Time Director along with their relatives are guarantors in respect of the bank loan facilities with The South Indian Bank.		
vi) There are no continuing defaults in respect of any loans to report.		
22 LEASE LIABILITIES		
Rent Payable	19.70	13.58
Rental Security Deposit	5.50	5.50
Total	25.20	19.08
23 TRADE PAYABLES		
Due to Micro, Small & Medium Enterprises**	-	-
Others	454.72	364.01
Total	454.72	364.01
** Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management represents the principal amount payable to these enterprises. There are no interest due and outstanding as at the reporting date. Please refer note 41 for disclosures for disclosures in relation thereto. Refer Note 52 (d) for trade payables ageing schedule Refer Note 46 for Disclosures required by the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006		
24 OTHER CURRENT LIABILITIES		
Interest accrued and due on borrowings	0.30	0.99
Advance against Sales	10.28	0.38
Liabilities for Expenses	125.72	310.68
Statutory Dues & Others Payable	39.30	25.41
Total	175.60	337.46
25 PROVISIONS (CURRENT)		
Provision for Gratuity - Managerial Personnel	85.11	81.68
Provision for Gratuity - Others	21.84	31.20
Total	106.95	112.88



NOTES TO THE FINANCIAL STATEMENTS (Contd....)

(₹ in Lakhs)

Particulars	Year ended 31.03.2023	Year ended 31.03.2022
26 REVENUE FROM OPERATIONS		
Sale of Products		
Yarn	2,315.21	3,381.13
Cotton	8.02	9.10
Waste	236.24	188.36
	2,559.47	3,578.59
Sale of Real Estate		
Real Estate Income - Sale of Villas	1,391.08	822.35
Real Estate Income - Sale of Land	-	4.70
Total	3,950.55	4,405.65
27 OTHER INCOME		
Interest receipts	-	3.15
Miscellaneous income	4.29	0.28
Sundry Credits Forfeited (Non-Related Parties)	-	5.41
Discount Receipts	3.18	-
Lease Rent	29.96	28.71
Discount Receipts	-	6.67
Total	37.43	44.22
28 COST OF MATERIALS CONSUMED		
Opening inventory of raw materials	353.09	257.47
Add : Purchases	1,838.74	2,316.41
Less : Closing inventory of raw materials	164.20	353.09
Total	2,027.63	2,220.79
29 CHANGES IN INVENTORIES OF WORK-IN-PROGRESS AND FINISHED GOODS		
Opening Balance		
Finished goods -Yarn	96.42	95.65
Work-in-progress	196.67	121.97
Waste	17.57	7.37
Stock-in-Trade - Land	1,812.37	1,834.29
Stock-in-Trade - Land under Development	76.65	87.81
Stock-in-Trade - Building under Development	1,204.92	960.10
Total	3,404.61	3,107.19
Closing Balance		
Finished goods - Yarn	237.91	96.42
Work-in-progress	85.37	196.67
Waste	6.56	17.57
Stock-in-Trade - Land	1,812.37	1,812.37
Stock-in-Trade - Land under Development	56.83	76.65
Stock-in-Trade - Building under Development	1,108.39	1,204.92
Total	3,307.43	3,404.61
Total changes in inventories	97.19	(297.42)
30 EMPLOYEE BENEFITS EXPENSE		
Salaries and wages	340.18	608.08
Contribution to provident and other funds	29.16	41.78
Staff welfare expenses	28.77	39.30
Managerial Remuneration (including benefits)	44.40	73.74
Total	442.51	762.89
31 DEPRECIATION AND AMORTISATION EXPENSE		
Depreciation of property, plant and equipment	88.62	28.07
Amortization of Intangible assets	-	-
Total	88.62	28.07

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

Particulars	Year ended 31.03.2023	Year ended 31.03.2022 (₹ in Lakhs)
32 OTHER EXPENSES		
Consumption of stores and spare parts	38.32	57.98
Bank charges	(0.19)	5.97
Repairs and maintenance of		
Buildings	7.30	10.00
Machinery	72.20	30.55
Other Assets	37.53	24.78
Lease Rent	6.12	5.76
Printing and Stationery	2.45	1.88
Postage, Telegram and Telephones	3.00	3.12
Travelling and maintenance of vehicles	29.29	29.93
Insurance	5.53	5.37
Advertisement, Subscription and Periodicals	5.91	5.52
Rates and taxes, excluding, taxes on income	6.01	2.33
Filing Fees	0.19	0.32
Directors' sitting Fees	0.93	0.72
Auditors' Remuneration (refer note 32(a))	4.53	5.10
Yarn Sales Expenses other than brokerage	11.51	2.16
Villa Selling Expense and Discount	12.45	-
Legal and Professional charges	3.90	3.47
Donations	-	-
Expected Credit Loss	(0.26)	(5.79)
Impairment Loss on Investments and Advances	-	(44.79)
Miscellaneous expenses	9.99	15.71
Corporate Social Responsibility	11.10	13.90
Total	267.82	174.00
(a) Auditors' Remuneration		
For Statutory audit & Limited Review	3.50	3.40
For Tax audit	0.65	0.60
For Taxation matters	0.35	1.10
For Company Law matters	-	-
For Certification Fees	-	-
For Other Services	-	-
For Reimbursement of expenses	0.03	-
	4.53	5.10
b) Expenditure on Corporate Social Responsibility		
(i) Gross amount required to be spent on CSR expenditure during the year in accordance with Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014	11.09	13.74
(ii) Amount of expenditure incurred	11.10	13.90
(iii) Shortfall at the end of the year / (Amount excess spent at the end of the year)	(0.01)	(0.16)
(iv) Total of previous years shortfall / (Amount excess spent) carried forward from earlier years	-	-
(v) Reason for shortfall	Not Applicable	Not Applicable
(vi) Nature of CSR activities		
Amount actually spent during the year on		
a) Promotion of Education	0.60	1.00
b) Promotion of Healthcare	-	-
c) Sports	10.50	12.90
	11.10	13.90
(vii) Details of related party transactions		
Details of Contribution to a Trust controlled by the Company's Directors/erstwhile Directors in relation to CSR Expenditure as per Ind-AS-24		
a) Sri Ramakrishna Cricket Trust	10.50	12.90
b) Sri Ramakrishna Charitable Society	0.60	1.00
	11.10	13.90
(viii) In respect of other than ongoing CSR projects, amount of unspent amounts (shortfalls) to be transferred to a Fund specified in schedule VII to the Companies Act, 2013 within a period of six months of the expiry of the financial year in compliance with second proviso to section 135(5) of the Companies Act, 2013.	Nil	Nil
(ix) Details of Provision made with respect to a CSR liability incurred, by entering into a contractual obligation and the movement in such Provision during the year	-	-



NOTES TO THE FINANCIAL STATEMENTS (Contd....)

(₹ in Lakhs)

Particulars	Year ended 31.03.2023	Year ended 31.03.2022		
(x) The Company does not have any ongoing CSR projects and hence there are no amounts remaining unspent under section 135(5) of the Companies Act, 2013, pursuant to any ongoing CSR project, requiring to be transferred to special account in compliance with the provisions of section 135(6) of the Companies Act, 2013				
33 FINANCE COST				
Interest Expenses				
On Loans from banks & others	313.00	313.78		
Total	313.00	313.78		
34 EXCEPTIONAL ITEMS				
Loss/(Profit) on Sale of Assets	-	(35.35)		
Total	-	(35.35)		
35 INCOME TAX EXPENSE				
(a) Income tax expense				
Current tax				
Current tax on profits for the year/Others	-	-		
Total current tax expense	-	-		
Deferred tax				
Deferred tax adjustments	12.44	117.15		
Total deferred tax expense/(benefit)	12.44	117.15		
Income tax expense	12.44	117.15		
b) The income tax expense for the year can be reconciled to the accounting profit as follows:				
Profit before tax from continuing operations	40.35	347.04		
Income tax expense calculated at 25.168% (2020-21 : 25.168%)	10.15	87.34		
Tax effect of profits during the year not chargeable to tax	(10.15)	(87.34)		
Tax effect of others	-	-		
Deferred tax Adjustments	12.44	117.15		
Income tax expense	12.44	117.15		
c) Income tax recognised in other comprehensive income				
Deferred tax				
Remeasurement of defined benefit obligation	1.58	(6.26)		
Total income tax recognised in other comprehensive income	1.58	(6.26)		
d) Movement of deferred tax expense during the year ended March 31, 2023				
Deferred tax (liabilities)/assets in relation to:	Opening balance	Recognised in profit or loss	Recognised in Other comprehensive income	Closing balance
Property, plant, and equipment	(99.11)	113.58	-	14.48
Expenses allowable on payment basis	50.89	(6.86)	-	44.03
Other temporary differences	289.77	(119.17)	(1.58)	169.03
	241.55	(12.44)	(1.58)	227.53
MAT Credit entitlement	-	-	-	-
Total	241.55	(12.44)	(1.58)	227.53
e) Movement of deferred tax expense during the year ended March 31, 2022				
Deferred tax (liabilities)/assets in relation to:	Opening balance	Recognised in profit or loss	Recognised in Other comprehensive income	Closing balance
Property, plant, and equipment	(107.83)	8.72	-	(99.11)
Expenses allowable on payment basis	86.12	(41.49)	-	44.63
Other temporary differences	374.15	(84.38)	6.26	289.77
	352.44	(117.15)	6.26	241.55
MAT Credit entitlement	-	-	-	-
Total	352.44	(117.15)	6.26	241.55
36 EARNINGS PER SHARE				
Profit/ (Loss) for the year attributable to owners of the Company		27.91		229.89
Weighted average number of ordinary shares outstanding		71,18,330		71,18,330
Basic earnings per share (Rs)		0.39		3.23
Diluted earnings per share (Rs)		0.39		3.23

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

(₹ in Lakhs)

Particulars	Year ended 31.03.2023	Year ended 31.03.2022
37 EARNINGS IN FOREIGN CURRENCY		
FOB value of exports	-	-
38 EXPENDITURE IN FOREIGN CURRENCY		
A. Travelling	2.32	-
Others	-	-
	2.32	-
B. Remittance of Dividend in Foreign Currency		
Total No. of non-resident equity share holders	-	-
Total No. of equity shares on which dividend remittance was made	-	-
Total Amount of Dividend remitted	-	-
Year to which the dividend relates	-	-
39 VALUE OF IMPORTS (ON C.I.F BASIS)		
Consumables and Stores	-	-
Capital goods and Spares	-	-
	-	-

40 A. Details of Raw Materials Consumed

	Year ended March 31, 2023	Year ended March 31, 2022
Cotton Consumed	1,811.87	2,004.29
Tencel Fibre & Others Consumed	215.76	216.50
	2,027.63	2,220.79

40 B. Value of imported and indigenous Raw materials, Packing materials consumed and Consumable Spares during the financial year and the percentage of each to the total consumption

Particulars	For the year ended March 31, 2023		For the year ended March 31, 2022	
	Value	Percentage (%)	Value	Percentage (%)
Raw materials				
Imported	-	-	-	-
Indigenous	2,027.63	100.00	2,220.79	100.00
	2,027.63	100.00	2,220.79	100.00
Stores, Spares & Components:				
Imported	-	-	-	-
Indigenous	38.32	100.00	57.98	100.00
	38.32	100.00	57.98	100.00

41. Disclosures required by the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 are as under*

(a) The principal amount remaining unpaid at the end of the year	-	-
(b) The delayed payments of principal amount paid beyond the appointed date during the year	-	-
(c) Interest actually paid under Section 16 of MSMED Act	-	-
(d) Normal Interest due and payable during the year, for all the delayed payments, as per the agreed terms	-	-
(e) Total interest accrued during the year and remaining unpaid	-	-

*This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

42. Commitments and contingent liability (to the extend not provided for)

Contingent Liability

(a) The following Sales Tax demands are being contested before Hon'ble Madras High Court and no provision is made in the accounts as these are disputed:-

Particulars	March 31, 2023	March 31, 2022
Contingent Liabilities*	61.66	61.66
a. Claims against the company not acknowledged as debts #		
1. TNGST Demand - Department Appeal Sales Tax Assessment Year:1995-96	Nil	54.59
2. TNGST Pre Assessment Notice Assessment Year: 1999-2000	Nil	89.37
3. TNGST Pre Assessment Notice Assessment Year: 2000-2001	Nil	121.97
4. TNGST Demand - Sales Tax Assessment Year:1998-99 (Rs.30.83 Lakhs since paid against the disputed demand)	# 61.66	# 61.66
5. Disputed TDS Demands -pertaining to various Assessment years	\$# 27.39	\$# 27.39
\$ There are disputed TDS Demand raised for various Assessment Years as per TRACES. The demands are non-existent and the Company is in the process of filing correction/rectification returns for the same.		
# (Excluding interest and penalty not determined wherever applicable)		
b. Guarantees excluding financial guarantees	Nil	Nil
c. Other money for which the company is contingently liable	Nil	Nil



NOTES TO THE FINANCIAL STATEMENTS (Contd....)

Particulars	March 31, 2023	March 31, 2022
Commitments		
d. Estimated amount of contracts remaining to be executed on capital accounts and not provided for	1,740.61	1,740.61
e. Uncalled liability on shares and other investments partly paid	Nil	Nil
f. Other commitments	Nil	Nil

* The management believes, based on internal assessment and / or legal advice, that the probability of an ultimate adverse decision and outflow of resources of the company is not probable and accordingly, no provision for the same is considered necessary.

43. Operating Segments

The Company's main business is "Textile" and "Real Estate" as per reportable segment thresholds given in Ind-AS 108 "Operating Segments".

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Segment Revenue		
a) Textile	2,559.47	3,578.59
b) Real Estate Income	1,391.08	827.05
Revenue from Operations (net)	3,950.55	4,405.65
Segment Results		
Profit/(Loss) before tax and Finance Cost		
a) Textile	(590.75)	105.38
b) Real Estate	944.09	555.45
Total	353.34	660.82
Less: Finance Cost	(313.00)	(313.78)
Profit from Continuing Operations	40.35	347.04
Profit from DisContinuing Operations	-	-
Profit before Tax	40.35	347.04
Segment Assets		
a) Textile	2,315.47	1,731.76
b) Real Estate	3,453.45	4,171.78
c) Other unallocable Corporate Assets	-	-
Total Assets	5,768.92	5,903.54
Segment Liabilities		
a) Textile	4,132.45	4,264.68
b) Real Estate	440.00	475.00
c) Other unallocable Corporate Liabilities	-	-
Total Liabilities	4,572.45	4,739.68
Capital employed (Segment Assets-Segment Liabilities)		
a) Textile	(1,816.97)	(2,532.92)
b) Real Estate	3,013.45	3,696.78
Total Capital employed in Segments	1,196.47	1,163.86
Unallocated Corporate Assets less: Corporate Liabilities	-	-
Total Capital Employed	1,196.47	1,163.86

Information relating to geographical areas

(a) Revenue from external customers

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
India	3,950.55	4,405.65
Other Countries	-	-
Total	3,950.55	4,405.65

b) Non current assets held outside India

The manufacturing facilities of the Company is situated in India and no non-current assets are held outside India

c) Information about major customers

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Number of external customers each contributing more than 10% of total revenue	2	2
Total revenue from the above customers	844.83	2,318.98
Total	844.83	2,318.98

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

d) Disclosure of Contract Assets/Contract Liabilities

(₹ in Lakhs)

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Opening Contract Assets	3,014.61	3,126.85
Additions	(285.17)	(112.24)
Closing Contract Assets	2,729.44	3,014.61
Opening Contract Liabilities	(2,181.05)	(1,646.20)
Additions	(300.27)	(534.85)
Closing Contract Liabilities	(2,481.32)	(2,181.05)
Net Contract Asset/Liabilities	248.12	833.56

e) Revenue recognised from performance obligations satisfied in previous periods

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Revenue recognised from performance obligations satisfied in previous periods	-	-
Total	-	-

44 Lease

Transition to Ind AS 116

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 leases, and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lease accounting model for lessees. Effective April 1, 2019, the Company adopted Ind AS 116 "Leases" in respect of lease contracts outstanding on April 01, 2019 using modified retrospective method and has opted to measure Right-of-use asset wherever applicable at an amount equal to present value of lease liability outstanding on the date of initial application adjusted for any outstanding lease payment related to that lease recognised before that date. Accordingly, Company has not restated comparative information wherever applicable.

Company as a lessee

a. Operating leases

The Company has elected not to apply the requirements of Ind AS 116 to leases which are expiring within 12 months and leases for which the underlying asset is of low value or short term in nature, on a lease-by-lease basis.

b. Finance Lease

Before introduction of Ind AS 116, leases under which company assumed substantially all the risks and rewards of ownership are classified as finance leases. Such assets are classified at fair value or present value of minimum lease payments at the inception of the lease, whichever is lower. After introduction of Ind AS 116, there is no change in the accounting treatment of such leases previously considered as Finance leases. The Company did not have any such Financial Leases to report.

Operating Lease Expenses

Rental expense recorded for short-term leases was Rs.6.12 Lakhs for the year ended March 31, 2023. (Previous Year Rs.5.76 Lakhs)

The Company did not have any other operating Lease Expenditure other than Rental Expense recorded as short-term leases. Therefore disclosures relating to the Right of use Asset, Amount of Amortization of such Right of use Asset, Discount Rate used for calculation of Present value of Minimum Lease Payment, Classification of current and non-current financial liability on such Operating Leases where the Company is a lessee is not applicable.

Future Minimum lease rent to be paid:

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Not later than 1 year	6.12	6.12
Later than 1 year but not more than 5 years	-	-
More than 5 years	-	-
Total	6.12	6.12

The following is the aggregate breakup of Right of Use Assets recognized during the year ended March,31,2023:

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Right of Use Asset		
Opening Balance	-	-
Additions during the year	-	-
Accumulated Depreciation/Amortization	-	-
Balance as at Year End	-	-

The following is the aggregate movement in lease liabilities during the year ended March 31, 2023:

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Lease Liabilities		
Opening Balance	-	-
Additions during the year	-	-
Finance cost accrued during the period	-	-
Payment of lease liabilities	-	-
Balance as at Year End	-	-

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

Company as a lessor

The Company is not required to make any adjustments on transition to Ind AS 116 for leases in which it acts as a lessor.

Operating Lease Income

The Lease Agreement provides for an option to mutually renew the lease period for a further period as agreed between the lessor and lessee

Future Minimum lease rent to be received:

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Not later than 1 year	29.96	29.96
Later than 1 year but not more than 5 years		-
More than 5 years	-	-
Total	29.96	29.96

45. Government Grants

The details of Government Grants received by the Company are as follows :

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Subsidies		
Duty Drawback on exports		
Interest subvention on export finance		
Duty rebate under EPCG scheme		
DEPB and Import license entitlements		
Total		NIL

46 List of Trade Payable Parties - who have been identified by the Management to cover under Micro, Small and Medium Enterprises Development (MSMED) Act, 2006

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
NIL	NIL	NIL

47 Disclosure on Impairment of Assets (Ind AS 36)

For the Year ended 31 March 2023 and 31 March 2022:

- There were no impairment losses recognised in the statement of profit or loss.
- There were no reversals of impairment losses recognised in the statement of profit or loss.
- There were no impairment losses on revalued assets recognised in statement of other comprehensive income.
- There were no reversals of impairment losses on revalued assets recognised in statement of other comprehensive income.

47 The Balances of Receivables and Payables are adopted as appearing in the Books of Account and are subject to confirmation.

48 FINANCIAL INSTRUMENTS

Capital management

The Company manages its capital to ensure that entities in the Company will be able to continue as going concern, while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The Company determines the amount of capital required on the basis of annual operating plans and long-term product and other strategic investment plans. The funding requirements are met through equity, long-term borrowings and other short-term borrowings.

For the purposes of the Company's capital management, capital includes issued capital, share premium and all other equity reserves attributable to the equity holders.

Gearing Ratio:	March 31, 2023	March 31, 2022
Debt	692.69	936.37
Less: Cash and bank balances	0.79	3.02
Net debt	691.89	933.35
Total equity	1,196.47	1,163.85
Net debt to equity ratio (%)	57.83%	80.19%

Categories of Financial Instruments

Financial assets	March 31, 2023	March 31, 2022
a Measured at amortised cost		
Loans Given	-	-
Other non-current financial assets	98.03	76.04
Trade receivables	21.28	21.28
Cash and cash equivalents	0.79	3.02
Bank balances other than above	-	-
Other financial assets	-	-

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

b. Mandatorily measured at fair value through profit or loss (FVTPL)	March 31, 2023	March 31, 2022
Investments	-	-
Financial liabilities		
a. Measured at amortised cost		
Borrowings (long term)	252.69	461.37
Borrowings (short term)	3,072.22	2,928.63
Trade payables	454.72	364.01
Other Financial non Current liabilities	440.00	475.00
Lease Liabilities	25.20	19.08
b. Mandatorily measured at fair value through profit or loss (FVTPL)		
Derivative instruments	-	-

Financial risk management objectives

The treasury function provides services to the business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations through internal risk reports which analyse exposures by degree and magnitude of risks. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

Market risk

Market risk is the risk of any loss in future earnings, in realizable fair values or in future cash flows that may result from a change in the price of a financial instrument. The Company's activities expose it primarily to the financial risks of changes in interest rates. The Company actively manages its interest rate exposures through its finance division, wherever required, to mitigate the risks from such exposures.

Foreign currency risk management

The Company's Transactions are exposed to negligible Foreign Currency Risk, which is effectively managed by its Finance Division in an optimum manner.

Disclosure of hedged and unhedged foreign currency exposure

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

As on March 31, 2023

Currency	Liabilities			Assets			Net overall exposure on the currency - net assets / (net liabilities)
	Gross exposure	Exposure hedged using derivatives	Net liability exposure on the currency	Gross exposure	Exposure hedged using derivatives	Net liability exposure on the currency	
USD							
EUR							
in INR							
	Nil						

As on March 31, 2022

Currency	Liabilities			Assets			Net overall exposure on the currency - net assets / (net liabilities)
	Gross exposure	Exposure hedged using derivatives	Net liability exposure on the currency	Gross exposure	Exposure hedged using derivatives	Net liability exposure on the currency	
USD							
EUR							
in INR							
	Nil						

Foreign currency sensitivity analysis

In management's opinion, the sensitivity analysis is not applicable as the Company is not exposed to any Direct Foreign Exchange Risk and hence not reported.

Interest rate risk management

The Company is exposed to interest rate risk because it borrow funds at both fixed and floating interest rates. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings.

Interest rate sensitivity analysis

The sensitivity analyses below have been determined based on the exposure to interest rates for both derivatives and non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 25 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

The 25 basis point interest rate changes will impact the profitability by INR 8.31 Lakhs for the year (Previous INR 8.47Lakhs)

Credit risk management

Credit risk arises when a customer or counterparty does not meet its obligations under a customer contract or financial instrument, leading to a financial loss. The Company is exposed to credit risk from its operating activities primarily trade receivables.

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure is the total of the carrying amount of balances with banks, short term deposits with banks, trade/contract receivables, margin money and other financial assets excluding equity investments.

(a) Trade Receivables

In respect of Trade/Contract receivables, the Company has credit evaluation policy for each customer and, based on the evaluation, credit limit of each customer is defined. Wherever possible and as per customary business practice, if the Company assesses the credit risk as high, the exposure is backed by either bank, guarantee/ letter of credit or security deposits.

As per simplified approach, wherever applicable, the Company makes provision of expected credit losses on trade/contract receivables using a provision matrix to mitigate the risk of default in payments and makes appropriate provision at each reporting date wherever outstanding is for longer period and involves higher risk.

(b) Investments, Derivative Instruments, Cash and Cash Equivalents and Bank deposits

Credit Risk on cash and cash equivalents, deposits with the banks/financial institutions is generally low as the said deposits have been made with the banks/financial institutions, who have been assigned high credit rating by international and domestic rating agencies.

Offsetting related disclosures

Offsetting of cash and cash equivalents to borrowings as per the consortium agreement is available only to the bank in the event of a default. Company does not have the right to offset in case of the counter party's bankruptcy, therefore, these disclosures are not required.

Liquidity risk management

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company invests its surplus funds in bank fixed deposit and mutual funds, which carry minimal mark to market risks. The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

Liquidity tables

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay..

March 31, 2023	Due in 1st year	Due in 2nd to 5th year	Due after 5th year	Carrying amount
Trade payables and other current liabilities	655.23	-	-	655.23
Borrowings (including interest accrued thereon upto the reporting date)	3,072.53	692.69	-	3,765.21
	3,727.75	692.69	-	4,420.44

March 31, 2022	Due in 1st year	Due in 2nd to 5th year	Due after 5th year	Carrying amount
Trade payables and other current liabilities	719.57	-	-	719.57
Borrowings (including interest accrued thereon upto the reporting date)	2,929.62	936.37	-	3,865.98
	3,649.19	936.37	-	4,585.55

March 31, 2023 March 31, 2022

Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required):

Nil Nil

49 DISCLOSURES PURSUANT TO IND AS-113

Fair Valuation techniques :

Ind AS 113 specifies following valuation techniques to measure fair values:

(i) Market Approach

The market approach uses prices and other relevant information generated by market transactions involving identical or comparable (i.e. similar) assets, liabilities or a group of assets and liabilities, such as a business.

For example, valuation techniques consistent with the market approach often use market multiples derived from a set of comparables. Multiples might be in ranges with a different multiple for each comparable. The selection of the appropriate multiple within the range requires judgement, considering qualitative and quantitative factors specific to the measurement..

(ii) Income Approach

The income approach converts future amounts (e.g. cash flows or income and expenses) to a single current (i.e. discounted) amount. When the income approach is used, the fair value measurement reflects current market expectations about those future amounts.

It is a present value of all future earnings from an entity whose fair values are being evaluated or in other words all future cash flows to be discounted at current date to get fair value of the asset / liability.

Assumption to the future cash flows and an appropriate discount rate would be based on the other market participant's views. Related risks and uncertainty would require to be considered and would be taken into either in cash flow or discount rate.

(iii) Cost Approach

This method describes how much cost is required to replace existing asset/ liability in order to make it in a working condition. All related costs will be its fair value. It actually considers replacement cost of the asset/ liability for which we need to find fair value.

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

Key Inputs to Fair Valuation

- The inputs refer broadly to the assumptions that market participants would use when pricing the asset or liability, including assumptions about risk.
- In order to establish comparability and consistency in fair value measurement, Ind AS 113 has made some hierarchy to define the level of inputs for fair value.
- The hierarchy is purely based on the level of inputs available for the specific Asset/ liability for which the fair value is to be measured.

Level 1 Inputs

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- A quoted price in an active market provides the most reliable evidence of fair value and shall be used without adjustment to measure fair value whenever available.

Level 2 Inputs

- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- If the asset or liability has a specified (contractual) term, a Level 2 input must be observable for substantially the full term of the asset or liability.
- Level 2 inputs include the following:
 - quoted prices for similar assets or liabilities in active markets.
 - quoted prices for identical or similar assets or liabilities in markets that are not active.
 - inputs other than quoted prices that are observable for the asset or liability.

Level 3 inputs

- Level 3 inputs are unobservable inputs for the asset or liability.
- Unobservable inputs shall be used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date.
- Unobservable inputs shall reflect the assumptions that market participants would use when pricing the asset or liability, including assumptions about risk.

Fair Valuation principle :

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether that price is directly observable or estimated using a valuation technique. In order to show how fair values have been derived, financial instruments are classified based on a hierarchy of valuation techniques, as explained herebelow.

(a) Financial Assets measured at Fair Value through Profit & Loss

Particulars	Note Ref	Fair Value hierarchy	March 31, 2023	March 31, 2022
Financial Assets measured at Fair Value through P & L	NA	NA	NIL	NIL

Note: There were no Financial Liabilities measured at Fair Value through Profit & Loss

(b) Financial Assets measured at Fair Value through Profit & Loss

Particulars	Note Ref	Fair Value hierarchy	March 31, 2023	March 31, 2022
Investment in Govt Securities (Unquoted) - FVOCI *	5	NA	-	-
Investment in equity shares (Unquoted) - FVOCI *	5	NA	-	-

Note: There were no Financial Liabilities measured at Fair Value through Other Comprehensive Income

* Net of Impairment Allowance.

(c) Financial assets and financial liabilities measured at amortised cost

Particulars	Note Ref	Fair Value hierarchy	March 31, 2023	March 31, 2022
Financial assets				
Non-current assets				
Other financial assets	6	Level 2	98.03	76.04
Current assets				
Financial assets				
Trade receivables	11	Level 2	21.28	22.65
Cash and cash equivalents	12	Level 1	0.79	3.02
Bank balances other than above	13	NA	-	-
			120.10	101.71
Financial liabilities				
Non-current liabilities				
Borrowings	18	Level 2	252.69	461.37
Other Financial Non Current Liabilities	19	Level 2	440.00	475.00
Current liabilities				
Current liabilities - Financial Liabilities: Borrowings	21	Level 2	3,072.22	2,928.63
Trade payables	23	Level 2	454.72	364.01
Lease liability	22	Level 3	25.20	19.08
			4,244.84	4,248.09



NOTES TO THE FINANCIAL STATEMENTS (Contd....)

50 RELATED PARTY DISCLOSURE

a) List of parties having significant influence

Holding company

The Company does not have any holding company

Subsidiary Companies

The Company does not have any subsidiary as on 31 March 2023 and 31 March 2022

Companies in which Directors are Interested / have significant influence

Swathy Processors Ltd (SPL)
 Suhasini Spinners Ltd (SSL)
 Sri Ramakrishna Yarn Carriers Ltd (SRYC)
 Doral Real Estates P Ltd (DORAL)
 Applied Automation Systems P Ltd (AASPL)
 Spinwell Machinery Sales And Services Private Limited (SMSSPL)

Partnership Firms in which Directors are Partners

Sri Jaganatha Ginning & Oil Mills (JGOM)
 Sri Jaganatha Agencies (SJA)

Key management personnel

Sri D Lakshminarayananaswamy	Managing Director
Smt L Nagaswama	Wholetime Director
Sri. S A Subramanian	Company Secretary (upto June 2021)
Smt. M. Srividya	Company Secretary (From July 2021)
Sri. G Krishnakumar	Chief Financial Officer
Sri P Muthusamy	Director

Other Directors

Sri Rajan Guru Chandrasekar
 Sri Ravichandran Dhamodaran
 Sri Alagappa Raja Surendran (Till 07.09.2021)
 Sri C. Baalasubramaniam (w.e.f. 12.11.2021)
 Sri P Muthusamy

Relatives of Directors

Smt L Swathy
 Smt L Suhasini

Other Related Parties

(Entity in which KMP have significant influence)

SNR Sons Charitable Trust (SNR)
 Sri Ramakrishna Cricket Trust (SRCT)
 Sri Ramakrishna Charitable Society (SRCS)

b) Transactions during the year

S.No.	Nature of transactions	Amount	
		2022-23	2021-22
1	Managerial Remuneration		
	D. Lakshminarayananaswamy	44.40	44.40
	Smt. L. Nagaswama	29.83	29.34
2	Remuneration		
	Smt. M. Srividya (Company Secretary from July'21)	6.36	4.01
	Sri. S A Subramaniam (Company secretary till June'21)	Nil	3.18
	Sri. G Krishnakumar (CFO)	6.64	6.24
	Sri. P Muthusamy (Director)	6.47	6.18
	B. Contribution to PF (Directors and KMP)		
	Sri.G Krishnakumar (CFO)	0.22	0.22
3	Lease Rent Received:		
	SRYC	1.83	1.83
	JGOM	20.49	19.60
	SNR	9.02	8.59
4	Purchases (including GST)		
	SRYC	5.04	4.80
	SMSSPL	0.51	4.15
	SPL	53.59	1,212.77
	JGOM	84.72	548.81
	SSL	Nil	86.07
	SSL	35.95	Nil
5	Loan Received /Other Credits:		
	D. Lakshminarayananaswamy	308.89	263.49
	L. Nagaswama	65.87	15.20
	SPL	1,855.00	961.20
	SSL	270.00	Nil
	Sri.Alagappa Raja .Surendran	Nil	1.24

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

6	Loan repaid / Other Debits:		
	D. Lakshminarayananaswamy	1,124.68	1,002.32
	L. Nagaswarna	25.03	7.68
	SRYC	62.03	54.06
	SPL	1,260.81	2.91
	SSL	342.67	Nil
	Sri.Alagappa Raja .Surendran	Nil	11.24
7	Interest on Loan		
	D. Lakshminarayananaswamy	90.00	161.78
	L. Nagaswarna	23.76	21.18
	SRYC	23.63	35.73
	JGOM	7.04	4.08
	SSL	11.28	Nil
	Sri.Alagappa Raja .Surendran	Nil	1.24
	SPL	130.20	48.05
	SSL	Nil	0.33
8	Sitting Fees (inclusive of TA Reimbursement)		
	Ravichandran Dhamodaran	0.29	0.27
	Rajan Guru Chandrasekar	0.47	0.39
	C Balasubramaniam	0.29	0.06
9	Rent paid		
	L.Swathy	6.12	5.76
10	CSR Contribution		
	SRCT	11.40	12.90
	SRCS	0.60	1.00
12	Sales (Excluding GST)		
	SPL (Yarn sales)	336.74	1,652.46
	SNR (sale of Motor Vehicle)	Nil	4.72
13	Purchase - Solar Power		
	SPL	42.13	Nil

c) Outstanding Balances as at the end of the year

S.No.	Nature of transactions	Amount	
		2022-23	2021-22
1	Outstanding Balance (Payable) / Receivable		
	SPL	(1,390.28)	(949.02)
	SSL	(23.84)	(86.36)
	SRYC	(276.98)	(311.37)
	D. Lakshminarayananaswamy	(638.75)	(1,376.78)
	AASPL	(0.16)	Nil
	L. Nagaswarna	(311.02)	(246.42)
	L.Swathy	(22.50)	(16.38)
	JGOM	(25.53)	(58.89)
	SMSSPL	Nil	(0.12)
	SNR	(4.81)	(4.85)

Notes:

- The Related Party transactions above are Arms length transaction between two related parties in the ordinary course of business that is concluded as if they are unrelated so that there is no conflict of Interest.
- Outstanding balances at the year-end are unsecured and settlement takes place in cash.
- For the year ended 31 March 2023 and 31 March 2022, the company has not recorded any impairment provision in respect of receivables relating to amounts owed by related parties.
- For the year ended 31 March 2023 and 31 March 2022, the company has not written-off any receivable amounts owed by related parties. Further as at 31 March 2023 and 31 March 2022, there were no outstanding provision for doubtful debts in respect of amount owed by related parties.
- There have been no guarantees provided or received by the company in respect of any related party receivables or payables. Further there were no outstanding commitments in respect of any related parties.
- For the year ended 31 March 2023 and 31 March 2022, there are no amounts incurred for provision of key management personnel services that are provided by a separate entity.
- The provisions relating to Post employment benefit relating to gratuity are determined based on Actuarial valuation for the Company as a whole. Accordingly, it is not possible to disclose the benefits provided for individual key management personnel.
- There were no termination benefits/other long term benefits/share based payment paid/payable to any of the Directors or Key Management Personnel during any of the reporting period.

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

51 RETIREMENT BENEFIT PLANS

Defined contribution plans

In accordance with Indian law, eligible employees of the Company are entitled to receive benefits in respect of provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions, as specified under the law, are made to the Provident Fund to EPF, EDLI, EPS.

The total expense recognised in profit or loss of Rs.11.13 Lakhs (for the year ended March 31, 2022: Rs.19.33 Lakhs) represents contribution paid to these plans by the Company at rates specified in the rules of the plan.

Defined benefit plans

(a) Gratuity

Gratuity is payable as per Payment of Gratuity Act, 1972. In terms of the same, gratuity is computed by multiplying last drawn salary (basic salary including dearness Allowance if any) by completed years of continuous service with part thereof in excess of six months and again by 15/26. The Act provides for a vesting period of 5 years for withdrawal and retirement and a monetary ceiling on gratuity payable to an employee on separation, as may be prescribed under the Payment of Gratuity Act, 1972, from time to time. However, in cases where an enterprise has more favourable terms in this regard the same has been adopted.

These plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk and salary risk.

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to the market yields on government bonds denominated in Indian Rupees. If the actual return on plan asset is below this rate, it will create a plan deficit.
Interest risk	A decrease in the bond interest rate will increase the plan liability. However, this will be partially offset by an increase in the return on the plan's debt investments.
Longevity risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The principal assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	March 31, 2023	March 31, 2022
Discount Rate	7.45% p.a.	7.15% p.a.
Rate of increase in compensation level	2.00% p.a.	2.00% p.a.
Rate of Return on Plan Assets	Nil	Nil
Attrition / Withdrawal rate	3.00%	3.00%
Mortality rate	100% of IALM 2012-14	100% of IALM 2012-14

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Amounts recognised in total comprehensive income in respect of these defined benefit plans are as follows:

	March 31, 2023 (Rs. in Lakhs)	March 31, 2022 (Rs. in Lakhs)
Current service cost	7.02	6.27
Past Service Cost	-	-
Net interest expense	11.01	16.17
Return on plan assets (excluding amounts included in net interest expense)	-	-
Components of defined benefit costs recognised in profit or loss	<u>18.03</u>	<u>22.44</u>
Amount recognised in Other Comprehensive Income (OCI) for the Year		
Remeasurement on the net defined benefit liability comprising:		
Actuarial (gains)/losses recognised during the period	(6.29)	22.50
Components of defined benefit costs recognised in other comprehensive income	<u>(6.29)</u>	<u>22.50</u>
Total	<u>11.74</u>	<u>44.94</u>

The current service cost and the net interest expense for the year are included in the 'employee benefits expense' in profit or loss and the remeasurement of the net defined benefit liability is included in other comprehensive income.

The amount included in the balance sheet arising from the Company's obligation in respect of its defined benefit plans is as follows:

Present value of defined benefit obligation	152.02	154.13
Fair value of plan assets	-	-
Net liability/ (asset) arising from defined benefit obligation	<u>152.02</u>	<u>154.13</u>
Funded	-	-
Unfunded	<u>152.02</u>	<u>154.13</u>
Total	<u>152.02</u>	<u>154.13</u>

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

The above provisions are reflected under 'Provision for employee benefits' [Refer note 20 & 25].

Movements in the present value of the defined benefit obligation in the current year were as follows:

Opening defined benefit obligation	154.13	258.87
Past Service Cost	-	-
Current service cost	7.02	6.27
Interest cost	11.01	16.17
Actuarial (gains)/losses	(6.29)	22.50
Benefits paid	(13.85)	(149.69)
Closing defined benefit obligation	152.02	154.13

Movements in the fair value of the plan assets in the current year were as follows:

Opening fair value of plan assets	-	-
Return on plan assets	-	-
Contributions	-	-
Benefits paid	-	-
Closing fair value of plan assets	-	-

Sensitivity analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The results of sensitivity analysis is given below:

Particulars	31.3.2023	31.3.2022
Defined benefit obligation (Base)	152.02	154.13

Particulars	31.3.2023		31.3.2022	
	Decrease	Increase	Decrease	Increase
Discount rate (- / + 1%)	155.91	148.41	158.07	150.48
(% change compared to base due to sensitivity)	2.60%	-2.40%	2.60%	-2.40%
Salary Growth Rate (- / + 1%)	148.38	155.91	150.43	158.07
(% change compared to base due to sensitivity)	-2.40%	2.60%	-2.40%	2.60%
Attrition Rate (- / + 50% of attrition rates)	150.94	152.96	153.05	155.08
(% change compared to base due to sensitivity)	-0.70%	0.60%	-0.70%	0.60%
Mortality Rate (- / + 10% of mortality rates)	151.98	152.05	154.09	154.16
(% change compared to base due to sensitivity)	0.00%	0.00%	0.00%	0.00%

Asset Liability matching Strategies & Funding Policy

The Gratuity scheme is managed on unfunded basis

The Company's best estimate of contribution during the Year is Nil (Prev year Nil) since the Gratuity Liability is managed on unfunded basis.

Maturity Profile of Defined Benefit Obligation

Particulars	31.3.2023	31.3.2022
Weighted average duration (based on discounted cashflows)	2 Years	2 Years
Expected cash flows over next (valued on undiscounted basis)	INR	INR
1 year	106.94	112.88
2 to 5 years	26.71	22.87
6 to 10 years	27.59	26.08
more than 10 years	22.70	21.96

52. Additional regulatory and other information as required by the Schedule III to the Companies Act 2013

a) Ageing Schedule of Capital Work-in-Progress (CWIP) - March 2023

CWIP	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	299.12	-	-	-	299.12
Projects temporarily suspended					-
	299.12	-	-	-	299.12

Note: The Company does not have any capital-work-in-progress (CWIP), whose completion is overdue or has exceeded its cost compared to its original plan. Further there were no CWIP projects whose activity has been suspended.

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

Ageing Schedule of Capital Work-in-Progress (CWIP) - March 2022

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Project in progress	6.57	-	-	-	6.57
Projects temporarily suspended	-	-	-	-	-
	6.57	-	-	-	6.57

Note: The Company does not have any capital-work-in-progress (CWIP), whose completion is overdue or has exceeded its cost compared to its original plan. Further there were no CWIP projects whose activity has been suspended.

b) Ageing Schedule of Intangible assets under development - March 2023

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Projects in Progress	-	-	-	-	-
(ii) Projects temporarily suspended	-	-	-	-	-
	-	-	-	-	-

Note: The Company does not have any Intangible Assets under Development, whose completion is overdue or has exceeded its cost compared to its original plan. Further there were no such projects whose activity has been suspended.

Ageing Schedule of Capital Work-in-Progress (CWIP) - March 2022

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) Projects in Progress	-	-	-	-	-
(ii) Projects temporarily suspended	-	-	-	-	-
	-	-	-	-	-

Note: The Company does not have any Intangible Assets under Development, whose completion is overdue or has exceeded its cost compared to its original plan. Further there were no such projects whose activity has been suspended.

c) Trade receivables ageing schedule

As at March 31, 2023

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables							
Considered good	-	21.06	0.21	-	-	-	21.27
Which have significant increase in credit risk and considered doubtful	-	-	-	-	-	-	-
Credit impaired	-	-	0.10	-	-	20.99	21.09
Disputed Trade Receivables							
Considered good	-	-	-	-	-	-	-
Which have significant increase in credit risk and considered doubtful	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
	-	21.06	0.31	-	-	20.99	42.36

As at March 31, 2022

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade Receivables							
Considered good	-	22.65	-	-	-	-	22.65
Which have significant increase in credit risk and considered doubtful	-	-	-	-	-	-	-
Credit impaired	-	0.26	0.10	-	-	20.99	21.35
Disputed Trade Receivables							
Considered good	-	-	-	-	-	-	-
Which have significant increase in credit risk and considered doubtful	-	-	-	-	-	-	-
Credit impaired	-	-	-	-	-	-	-
	-	22.91	0.10	-	-	20.99	44.00

SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Contd....)

(d) Ageing Schedule of Trade Payables

Particulars	Outstanding for following periods from due date of payment					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
As at March 31, 2023						
(i). MSME	-	-	-	-	-	-
(ii) Others	-	387.77	64.99	1.36	0.60	452.72
(iii). Disputed Dues - MSME	-	-	-	-	-	-
(iv). Disputed Dues - Others	-	-	-	-	-	-
(v). Unbilled Dues	-	-	-	-	-	-
	-	387.77	64.99	1.36	0.60	452.72
As at March 31, 2022						
(i). MSME	-	-	-	-	-	-
(ii) Others	-	174.91	176.75	1.06	11.29	364.01
(iii). Disputed Dues - MSME	-	-	-	-	-	-
(iv). Disputed Dues - Others	-	-	-	-	-	-
(v). Unbilled Dues	-	-	-	-	-	-
	-	174.91	176.75	1.06	11.29	364.01

(e) Proceedings under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder

There are no proceedings initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Therefore disclosures pertaining to the same as per Division II of Schedule II to the Companies Act, 2013 are not applicable.

(f) Borrowings from banks

Wherever applicable, the Quarterly returns or statements of current assets filed by the company with banks or financial institutions are in agreement with the books of accounts, where the company has made borrowings on the basis of security of current assets

There are no registration or satisfaction of charges yet to be registered with ROC beyond the statutory period.

The Company is not declared as wilful defaulter by any bank or financial Institution or other lenders.

(g) Relationship with Struck off Companies

The Company did not have any transactions with Companies struck off under Section 248 of Companies Act, 2013 or Section 560 of Companies Act, 1956 considering the information available with the Company.

(h) Compliance with number of layers of companies

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017. Therefore disclosures to be made in respect of non-compliance thereof is not applicable.

(i) Key Financial Ratios

Particulars	Unit of Measurement	March 31, 2023	March 31, 2022	Variation in %
Current Ratio	In multiple	1.06	1.27	(17%)
Debt- Equity Ratio	In multiple	0.58	0.80	(28%)
Debt Service Coverage Ratio	In multiple	0.77	0.72	7%
Return on Equity (ROE)	In %	4.58%	30.01%	(25.43%)
Inventory Turnover Ratio	In Days	435	372	16.94%
Trade Receivables Turnover Ratio	In Days	52	97	(46.39%)
Trade Payables Turnover Ratio	In Days	70	49	42.86%
Net Capital Turnover Ratio	In Days	417	420	(0.71%)
Net Profit Ratio	In %	0.71%	5.22%	(4.51%)
Return on Capital Employed	In %	16.96%	24.63%	(7.67%)
Return on investment	In %	0.56%	3.61%	(3.05%)
Interest Coverage Ratio	In multiple	1.13%	2.11%	(46.45%)

Formula adopted for above Ratios:

(a) Current Ratio = Current Assets / (Total Current Liabilities – Security Deposits payable on Demand – Current maturities of Long Term Debt)

(b) Debt-Equity Ratio = Total Long Term Debt / Total Equity

(c) Debt Service Coverage Ratio = (EBITDA – Current Tax) / (Principal Repayment + Gross Interest on term loans)

(d) Return on Equity Ratio = Total Comprehensive Income / Average Total Equity

(e) Inventory Turnover Ratio (Average Inventory days) = 365 / (Net Revenue / Average Inventories)

(f) Trade receivables Turnover Ratio (Average Receivables days) = 365 / (Net Revenue / Average Trade receivables)



NOTES TO THE FINANCIAL STATEMENTS (Contd....)

- (g) Trade Payables Turnover Ratio (Average Payable days) = $365 / (\text{Net credit purchases} / \text{Average Trade payables})$
(h) Net Capital Turnover Ratio = $(\text{Inventory Turnover Ratio} + \text{Trade receivables turnover ratio} - \text{Trade payables turnover ratio})$
(i) Net Profit Ratio = $\text{Net Profit} / \text{Net Revenue}$
(j) Return on Capital employed = $(\text{Total Comprehensive Income} + \text{Interest}) / (\text{Average of (Equity} + \text{Total Debt)})$
(k) Return on Investment (Assets) = $\text{Total Comprehensive Income} / \text{Average Total Assets}$
(l) Interest Coverage Ratio = $\text{Profit for the year (before finance cost)} / \text{Finance Cost}$

Reasons for Variation if more than 25%

- (a) Variance on debt-equity ratio is due to decrease in Debt in the Current Year compared to the earlier year.
(b) Variance in Return on Equity is on account of decrease in total comprehensive income for the year in comparison with previous year.
(c) Variance in Trade Receivables Turnover Ratio is on the account of decrease in Average receivable in comparison with previous year.
(d) Variance in Trade Payables Turnover Ratio is on the account of increase in Average Trade Payables.
(e) Variance in Interest Coverage Ratio is on account of decrease in Profit for the year in comparison with previous year.

k) Scheme of arrangements

There are no Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the year.

j) Advance or loan or investment to intermediaries and receipt of funds from intermediaries

The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

The company has also not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

i) Details of Loans to promoters, directors, KMPs and the related parties

The company has not granted any loans and Advance in the nature of loans to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person that are repayable on demand or without specifying any terms or period of repayment.

m) Undisclosed Income

The Company do not have any transaction which are not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 during any of the years.

n) Details of Crypto Currency or Virtual Currency

The Company did not trade or invest in Crypto Currency or virtual currency during the financial year. Hence, disclosures relating to it are not applicable.

53 The Code on Social Security, 2020

The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020, and invited suggestions from stakeholders which are under consideration by the Ministry. The Company will assess the impact and its evaluation once the subject rules are notified.

54 Related Party Transactions

For each of the reporting period covered herein, the management confirms that:

a. the transactions with related parties are in compliance with section 177 and section 188 of the Companies Act, 2013.

b. the details of all the related party transactions have been disclosed in the financial statements, as required by the provisions of the Companies Act, 2013 and Ind-AS-24 (Related Party Disclosures). Refer Note 50 for Related Party disclosures

55 No Fraud by the Company or on the Company has been noticed or reported during the financial year 2022-23 and during the financial year 2021-22. No Whistle Blower Complaints have been received by the Company during the financial year 2022-23 and during the financial year 2021-22.

56 There are no amounts required to be transferred to Central Government under the Investor Education and Protection Fund.

57 There are no loans or advances in the nature of loans that have been granted to promoters, directors, Key Management Personnel(s) and related parties (as defined under Companies Act, 2013.)

58 The Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and security, wherever applicable.

59 Proper books of account as required by law have been kept by the Company, in electronic mode on servers physically located in India and further the process of taking daily backups is in place in the company.

60 The Company did not have any un-paid dividend as the end of each period reported herein.

61 There have been no events after the reporting date that requires disclosure in these Financial Statements.

For and on behalf of the Board of Directors

D. Lakshminaraswamy
Managing Director
(DIN : 00028118)

R. Guru Chandrasekar
Director
(DIN : 0008421861)

M. Srividya
Company Secretary

G. Krishnakumar
Chief Financial Officer

**As per our report of even date attached
For CSK PRABHU & CO**
Chartered Accountants,
Firm Regd. No. 002485S

(Sd.) **Mahash Prabhu**
Partner
M.No : 214941
UDIN:23214194BGYPY6520

Sasirekha Vengatesh
Chartered Accountant
Internal Auditor
M.No. 200464

**Place : Coimbatore
Date : 30.05.2023**

SRI RAMAKRISHNA MILLS (COIMBATORE) LTD
Regd. Office : 1493, Sathyamangalam Road, Ganapathy Post,
Coimbatore-641 006
CIN : L17111TZ1946PLC000175

Name of the Member(s) : _____
Registered Address : _____
e-mail ID : _____
Folio No. / Client ID : _____
DP ID : _____

I/We being the Member(s) holding _____ Shares of Sri Ramakrishna Mills (Coimbatore) Ltd hereby appoint :

- 1) _____ of _____ having e-mail id _____ or jointly him/her
2) _____ of _____ having e-mail id _____ or jointly him/her
3) _____ of _____ having e-mail id _____ or jointly him/her

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 76th Annual General Meeting of the Company to be held on Friday, the 29th September 2023 at the Registered Office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below :-

S.No.	Resolution	Optional*	
		For	Against
1.	ORDINARY RESOLUTION : Adopting of Financial Statements for the Financial Year ended on 31s March 2023		
2.	To appoint a Director in the place of Sri.P.Muthusamy (DIN : 02651331) who retires by rotation and being eligible offers himself for reappointment.		
4.	SPECIAL RESOLUTION: Re-appointment of Smt.L. Nagaswama (DIN : 00051610) as Whole Time Director of the Company for a further period of three years from 14.08.2023		
5.	To consider the reappointment of Sri.D.Lakshminarayanawamy (DIN: 00028118) as Managing Director of the Company for a further period of three years from 01.04.2023		

Signed this ___ day of _____ 2023

Signature of first
Proxy Holder

Signature of second
Proxy holder

Signature of third
Proxy holder

Signature of Shareholder

Notes:

- 1) This form or proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- 2) A proxy need not be a member of the company.
- 3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total Share Capital of the company carrying voting rights. A member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or shareholder.
- 4) Appointing a proxy does not prevent a member from attending the meeting in person, if he so wishes.
- 5) In case of joint holders, the signature of any one holder will be sufficient but names of all the joint holders should be stated.
- 6) ** This is only optional. Please put a ✓ in the appropriate column against the resolutions indicated in the Box. If you leave the "For" and "Against" column blank against any or all the resolutions, your proxy will be entitled to vote in the matter as he / she thinks appropriate.

SRI RAMAKRISHNA MILLS (COIMBATORE) LTD
Regd. Office : 1493, Sathyamangalam Road, Ganapathy Post,
Coimbatore-641 006
CIN : L17111TZ1946PLC000175

ATTENDANCE SLIP
(Particulars to be completed by Member / Proxy)

Name of the Member : _____
(IN BLOCK LETTERS)
Member Folio Number / ID No. : _____
Name of Proxy : _____
No. of Shares held : _____

I hereby record my presence at the 76th Annual General Meeting of the Company at Registered Office at 1493, Sathyamangalam Road, Ganapathy Post, Coimbatore-641006 Friday, the 29th September 2023 at 9.30 a.m.

Signature of the Member / Proxy

NOTE:

1. The meeting is for Members of the Company only. Members are requested not to bring non members or children.
2. The Company will accept only the attendance slip of person personally attending the meeting as a Member or a valid proxy duly registered with the company.
3. Please read carefully the instructions given in the Notice of 76th Annual General Meeting under the heading "voting through electronic means".

REGISTERED - BOOK-POST

If undelivered please return to
SRI RAMAKRISHNA MILLS (COIMBATORE) LIMITED
Post Box No. 2007, Ganapathy Post
Coimbatore - 641 006

VOTING RESULTS:**AGM HELD ON 27.09.2023****RESOLUTION : 1 - To receive, consider & adopt the Audited Standalone Financial Statements for the year ended 31.03.2023**

Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on the votes polled	% of votes against on the votes polled
Promoter & Promoter Group	E-voting	4556233	0	0.00	0	0	0.00	0
	Poll		4556233	100.00	4556233	0	100.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0
	TOTAL		4556233	4556233	100.00	4556233	0	100.00
Public Institutions	E-voting	100	0	0.00	0	0	0.00	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		100	0	0.00	0	0	0.00
Public - Non Institutions	E-voting	2561997	531680	20.75	520557	11123	97.91	2.09
	Poll		151784	5.92	151784	0	100.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		2561997	683464	26.68	672341	11123	98.37
Total		7118330	5239697	73.61	5228574	11123	99.79	0.21

RESOLUTION : 2 - To appoint a Director in the place of Sri.P.Muthusamy who retires by rotation

Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on the votes polled	% of votes against on the votes polled
Promoter & Promoter Group	E-voting	4556233	0	0.00	0	0	0.00	0
	Poll		4556233	100.00	4556233	0	100.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0
	TOTAL		4556233	4556233	100.00	4556233	0	100.00
Public Institutions	E-voting	100	0	0.00	0	0	0.00	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		100	0	0.00	0	0	0.00
Public - Non Institutions	E-voting	2561997	531680	20.75	518509	13171	97.52	2.48
	Poll		151784	5.92	151784	0	100.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		2561997	683464	26.68	670293	13171	98.07
Total		7118330	5239697	73.61	5226526	13171	99.75	0.25

RESOLUTION : 3 - To consider re-appointment of Smt.L.Nagaswama as Whole Time Director for further 3 years from 14.08.2023

Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on the votes polled	% of votes against on the votes polled
Promoter & Promoter Group	E-voting	4556233	0	0.00	0	0	0.00	0
	Poll		4556233	100.00	4556233	0	100.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0
	TOTAL		4556233	4556233	100.00	4556233	0	100.00
Public Institutions	E-voting	100	0	0.00	0	0	0.00	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		100	0	0.00	0	0	0.00
Public - Non Institutions	E-voting	2561997	531680	20.75	518509	13171	97.52	2.48
	Poll		151784	5.92	151784	0	100.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		2561997	683464	26.68	670293	13171	98.07
Total		7118330	5239697	73.61	5226526	13171	99.75	0.25

RESOLUTION : 4 - To consider reappointment of Sri.D.Lakshminarayanan as Managing Director for a further 3 years from 01.04.2023

Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on outstanding Shares	No. of votes in favour	No. of votes against	% of votes in favour on the votes polled	% of votes against on the votes polled
Promoter & Promoter Group	E-voting	4556233	0	0.00	0	0	0.00	0
	Poll		4556233	100.00	4556233	0	100.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0
	TOTAL		4556233	4556233	100.00	4556233	0	100.00
Public Institutions	E-voting	100	0	0.00	0	0	0.00	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		100	0	0.00	0	0	0.00
Public - Non Institutions	E-voting	2561997	531680	20.75	518509	13171	97.52	2.48
	Poll		151784	5.92	151784	0	100.00	0
	Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00
	TOTAL		2561997	683464	26.68	670293	13171	98.07
GRAND TOTAL		7118330	5239697	73.61	5226526	13171	99.75	0.25

for Sri Ramakrishna Mills (Coimbatore) Ltd.,

S. Sindya
Company Secretary.

SRI RAMAKRISHNA MILLS (COIMBATORE) LTD
CIN : L17111TZ1946PLC000175

SUMMARY OF PROCEEDINGS AT THE 76th AGM OF THE COMPANY HELD AT THE REGISTERED OFFICE OF THE COMPANY ON 27TH SEPTEMBER 2023

1.	Business	Ordinary	
	Subject	<i>To receive, consider and adopt the audited Standalone Financial Statements of the company for the year ended 31st March 2023 and the Reports of the Board of Directors and Auditors thereon.</i>	
	Resolution	"RESOLVED that the audited Standalone Financial Statements for the year ended 31st March 2023 together with Schedules and Notes attached thereto along with the Reports thereon of the Directors and Auditors, as circulated to the Members and laid before the Meeting, be and are hereby approved and adopted."	
	Results	Votes cast in favour of the resolution	5228574
		Votes cast against the resolution	11123
		Invalid votes	0
		Passed as an Ordinary Resolution	
2.	Business	Ordinary	
	Subject	<i>To appoint a Director in the place of Sri.P.Muthuswamy (DIN : 02651331) who retires by rotation and being eligible, offers himself for re-appointment.</i>	
	Resolution	"RESOLVED THAT pursuant to Sec.152 of the Companies Act, 2013, Sri.P.Muthuswamy (DIN : 02651331) who retires by rotation and being eligible for reappointment offers himself for reappointment, be and is hereby reappointed as a Director of the Company and that his period of Office be liable to determination by retirement of Directors by rotation."	
	Results	Votes cast in favour of the resolution	5226526
		Votes cast against the resolution	13171
		Invalid votes	0
		Passed as an Ordinary Resolution	

-: 2 :-

3.	Business	Special
	Subject	<i>To consider re-appointment of Smt.L.Nagaswarna (DIN: 00051610) on the recommendation of Nomination & Remuneration Committee of the Company as Whole Time Director of the Company for a further period of three years from 14.08.2023.</i>
	Resolution	<p>“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modifications) or re-enactment(s) thereof for the time being in force and the Articles of Association of the Company, the approval of the Members of the Company be and is hereby accorded for the re-appointment of Smt.L.Nagaswarna (DIN: 00051610) on the recommendation of Nomination & Remuneration Committee of the Company as Whole Time Director of the Company for a further period of three years from 14.08.2023.”</p> <p>“RESOLVED FURTHER that, pursuant to the provisions of Sections 196, 197 Schedule V and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof, for the time being in force) on the recommendation of Nomination & Remuneration Committee of the Company, Smt.L.Nagaswarna (DIN: 00051610) be and is hereby paid the following remuneration :</p> <p style="text-align: center;">Salary per month : Rs.2,10,000/-</p> <p>She shall be eligible for payment of the following perquisites and benefits Variable Dearness Allowance (VDA) along with other perquisites, benefits and incentives as applicable to the other members of Staff.</p> <p>Minimum Remuneration :</p> <p>Notwithstanding anything hereinabove stated, where in any financial year during the tenure of Smt.L.Nagaswarna, (DIN: 00051610) the company has no profits or the profits are inadequate, the above salary and perquisites not exceeding the ceiling limits prescribed in Section-II of Part-II of Schedule V of the Companies Act, 2013 be paid to her as minimum remuneration.</p> <p>Her period of Office shall be liable to determination by retirement of directors by rotation as hithertofore.</p>

		RESOLVED FURTHER that the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of appointment and/or remuneration subject to the same not exceeding the limits specified under Section 197, read with Schedule-V of the Companies Act 2013 (including any statutory modifications or re-enactment(s) thereof for the time being in force) and to take all such steps as may be required and desirable and comply with all the formalities as may be required so as to give effect to this resolution”.	
	Results	Votes cast in favour of the resolution	5226526
		Votes cast against the resolution	13171
		Invalid votes	0
		Passed as a Special Resolution	
4.	Business	Special	
	Subject	<i>To consider reappointment of Sri.D.Lakshminarayanawamy (DIN: 00028118) as Managing Director of the Company for a further period of three years from 01.04.2023.</i>	
	Resolution	<p>“RESOLVED THAT pursuant to the provisions of Sections 196 & 197 read with Schedule-V and other applicable provisions, if any, of the Companies Act, 2013, the approval of the members of the Company by a Special Resolution be and is hereby accorded for the reappointment of Sri.D.Lakshminarayanawamy, the present Managing Director of the Company on the recommendation of the Nomination and Remuneration Committee of the Company for a further tenure of 3 years commencing from 01.04.2023 and that an aggregate remuneration of not exceeding 5% of the net profits of the company as laid down in sub section (1) of section 197 of the Companies Act 2013 and the overall limit of 11% of net profits as laid down in subsection (1) of section 198 of the Companies Act 2013 and that taking into account other details and profile of the incumbent and circumstances including the working results of the company and the remuneration drawn earlier, the present package of remuneration offered by industries in general, an aggregate remuneration of not exceeding 5% of net profits of the company and such remuneration which may be by way of Salary, Variable Dearness Allowance, Accommodation, Commission, Medical reimbursement towards expenses incurred by the Managing Director, Club Fees, Personal Accident and Medical insurance premia, car with driver, phone and such other allowances as the Board may think fit, be paid to him.</p>	

		<p>The Managing Director shall also be eligible for the following perquisites which shall not be included in the computation of ceiling on remuneration specified above</p> <p>a) contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income tax Act 1961.</p> <p>b) gratuity payable at a rate not exceeding half a month's salary for each completed year of service and</p> <p>c) encashment of leave at the end of the tenure.</p> <p>"RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of the Managing Director, the company has no profits or the profits are inadequate, the following salary and perquisites not exceeding the ceiling limits prescribed in Section II of Part II of Schedule V of Companies Act 2013 be paid to him as minimum remuneration:-</p> <p>Salary : Rs 3,85,000/- per month</p> <p>He shall also be eligible for the payment of the following perquisites which shall not be included in the computation of the ceiling on remuneration specified above:</p> <p>a) contribution to provident fund, superannuation fund or annuity fund to the extent that these either singly or put together are not taxable under the Income Tax Act 1961 or any statutory modification or re-enactment thereof.</p> <p>b) gratuity payable at a rate not exceeding half a month's salary for each completed year of service and</p> <p>c) encashment of leave at the end of the tenure".</p> <p>RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Sri.P.Muthuswamy, Director of the Company and Smt.Srividya. M, Company Secretary be and are hereby severally authorized on behalf of the Board to file the various applications, forms and returns required to be filed under the provisions of the Companies Act, 2013 and do all such things, acts and deeds as are considered necessary, expedient and/or proper.</p>								
	Results	<table border="1"> <tr> <td data-bbox="638 1859 1236 1892">Votes cast in favour of the resolution</td> <td data-bbox="1236 1859 1433 1892">5226526</td> </tr> <tr> <td data-bbox="638 1892 1236 1926">Votes cast against the resolution</td> <td data-bbox="1236 1892 1433 1926">13171</td> </tr> <tr> <td data-bbox="638 1926 1236 1960">Invalid votes</td> <td data-bbox="1236 1926 1433 1960">0</td> </tr> <tr> <td colspan="2" data-bbox="638 1960 1433 1993">Passed as a Special Resolution</td> </tr> </table>	Votes cast in favour of the resolution	5226526	Votes cast against the resolution	13171	Invalid votes	0	Passed as a Special Resolution	
Votes cast in favour of the resolution	5226526									
Votes cast against the resolution	13171									
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Passed as a Special Resolution										