

_ Chartered Accountants.

T.S.V. RAJAGOPAL B.Com., FCA

T.S. ANANDATHIRTHAN B.Com., ACA

Independent Auditor's Report
To the Members of The Lakshmi Mills Company Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **The Lakshmi Mills Company Limited** ('the Company'), which comprise the balance sheet as at **31 March 2016**, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.



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We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

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 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 31 March 2016 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2016 ("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.
- 2. 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 so far as it appears from our examination of those books;
- (c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
- in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) on the basis of the written representations received from the directors as on 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 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"; and
- (g) 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 – Refer Note 30.1 to the financial statements;



 the Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.



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iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For SUBBACHAR & SRINIVASAN Firm Regn. No: 004083S CHARTERED ACCOUNTANTS

[T.S.V.RAJAGOPAL]

Partner

Membership No: 200380

Coimbatore 26.05.2016

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2016, we report that:

1. In respect of its Fixed Assets:

a. The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

b. The company has physically verified fixed assets during the year in accordance with a regular and phased programme of verification, which in our opinion provides for physical verification of all the fixed assets at reasonable intervals having regard to the size of the company and nature of its assets. According to the information and explanations given to us no material discrepancies were noticed on such verification.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

2. In respect of its inventories:

As explained to us, physical verification of inventories has been conducted at reasonable intervals by the management and no material discrepancies were noticed.

3. The company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013, during the financial year and hence sub-clauses (a) to (c) of clause (iii) of the Order are not applicable.



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- 4. The Company has not granted loans or made investments or given guarantees and securities during the year and hence compliance with Section 185 and 186 are not applicable.
- 5. The company has not accepted any deposits from the public and as such clause 3(v) of the Order is not applicable.
- 6. We have broadly reviewed the cost records maintained by the company specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, as applicable to the company, and are of the opinion that primafacie the specified cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- 7. According to the information and explanations given to us and on the basis of our examination of the records of the company in respect of the statutory dues:
 - a The company is regular in depositing undisputed statutory dues including Provident Fund, Employees' State insurance, Income tax, Sales Tax, Service Tax, duty of customs, duty of excise, value added tax, and any other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March 2016 for a period of more than six months from the date they became payable.
 - b. The details of disputed statutory dues are as under:

Name of the Statute	Nature of the dues	Amount [Rs. in lakhs]	Amount paid/adjusted [Rs in lakhs]	Period to which the amount relates	Forum where dispute is pending
Excise Act 1944	Excise Duty Cenvat	1.61 1.07	0.10	1995-96 2013-14	High Court Commissioner of Central Excise

- 8. The company has not defaulted in repayment of loans or borrowings to any financial institution, bank, government or dues to debenture holders.
- 9. In our opinion and according to the information and explanations given to us, the company has utilized the money raised by way of term loans during the year for purposes for which they were raised. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year.
- 10. To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the company was noticed or reported during the year that causes the financial statements to be materially misstated.





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- 11. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- 12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, clause 3(xii) of the Order is not applicable.
- 13. 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.
- 14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- 15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clause 3(xv) of the Order is not applicable.
- The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For SUBBACHAR & SRINIVASAN Firm Regn. No: 004083S CHARTERED ACCOUNTANTS

[T.S.V.RAJAGOPAL]

TSV. Rigo

Partner

Membership No: 200380

Coimbatore 26.05.2016

Subbachar & Srinivasan

Chartered Accountants Firm Regd. No: 004083S

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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")

We have audited the internal financial controls over financial reporting of **THE LAKSHMI MILLS COMPANY LIMITED** as of 31st **March 2016** in conjunction with our audit of the standalone 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.

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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 outrol 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 31st March 2016, 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 SUBBACHAR & SRINIVASAN

Firm Regn. No: 004083S

CHARTERED ACCOUNTANTS

[T.S.V.RAJAGOPAL]

Partner

Membership No: 200380

Coimbatore 26.05.2016



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INDEPENDENT AUDITOR'S REPORT
TO THE BOARD OF DIRECTORS OF
THE LAKSHMI MILLS COMPANY LIMITED

Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company

Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015

LIMITED for the quarter ended 31st March 2016 and the year to date results for the period 01.04.2015 to 31.03.2016 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial Reporting (AS 25), prescribed, under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder; or by the Institute of Chartered Accountants of India¹, as applicable and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.



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In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; a
- (ii) give a true and fair view of the net profit and other financial information for the quarter ended 31st March 2016 as well as the year to date results for the period from 01.04.2015 to 31.03.2016

For SUBBACHAR & SRINIVASAN

Firm Regn. No: 004083S

CHARTERED ACCOUNTANTS

[T.S.V.RAJAGOPAL]

Partner

Membership No: 200380

Coimbatore 26.05.2016

THE LAKSHMI MILLS COMPANY LIMITED

Registered Office: 686, Avanashi Road, Coimbatore - 641037

Phone: 0422-2245461

CIN: L17111TZ1910PLC000093 website: www.lakshmimills.com email: contact@lakshmimills.com Audited Financial Results for the year ended 31st March 2016 ₹. in Lakhs PARTI Year ended Quarter ended 31.12.2015 31.03.2015 31.03.2016 31.03.2015 31.03.2016 Particulars No. (Audited) (Unaudited) (Audited) (Audited) (Audited) Income a) Net Sales / Income from Operations (Net of Excise 4747.42 5392 75 19758.94 21835.66 5252.21 Duty) 30.62 160.77 294.35 b) Other Operating Income 56.98 89.40 19919.71 22130.01 Total Income from operations (net) 5309.19 4778.04 5482.15 Expenses 9344.29 10416.47 2248.99 2220.33 a. Cost of Material Consumed 2248.68 250 47 44.78 1225.32 1117.41 b. Purchase of Stock-in-trade 218.85 c. Changes in inventories of finished goods, work-in-378.91 (87.67)559 71 (716.54)393.67 progress and stock -in-trade 3205.68 d. Employee benefits expense 839.77 793.22 837.19 3084.52 182.40 693.41 713.92 e. Depreciation and Amortisation expense 151.63 191.81 826.78 3160.51 3158.81 763.95 Power & Fuel 713.61 616.01 543.27 569.33 2244.95 2309.18 g. Other Expenses 5182.22 4704.04 5240.52 19157.62 21179.22 **Total Expenses** Profit from Operations before other income, finance 126.97 74.00 241.63 762.09 950.79 costs and exceptional items 37.12 71.72 174.77 452.79 625.23 Other Income Profit from ordinary activities before finance costs 1214.88 1576.02 145.72 416.40 164.09 and exceptional Items 271.93 229.28 232.65 1030.60 1008.31 7 Profit/Loss from ordinary activities after finance costs 184.28 567.71 (107.84)(83.56)183.75 but before exceptional Items (37.15)(284.81)(25.80)(5.50)(272.86)8 Exceptional Items (Net) -Refer Note 3 (89.11)147.13 282.90 (133.64)(89.06)9 Profit / (Loss) from Ordinary Activities before tax (20.00)(176.18)42.32 (146.18)12.32 10 Tax Expense 87.07 104.81 429.08 (69.06)(145.96)Net Profit / (Loss) from Ordinary Activities after tax 11 0.00 0.00 0.00 0.00 0.00 12 Extraordinary items (Net of Tax expense) 87.07 104.81 429.08 Net Profit / (Loss) for the period (145.96)(69.06)13 695.55 695.55 695.55 Paid-up Equity Share Capital (Face Value ₹. 100/- each) 695.55 695.55 Reserves Excluding Revaluation Reserves as per 2838.65 2868.12 Balance Sheet of previous accounting year Earnings Per Share (before extraordinary items)(of ₹. 100 each) 61.69 (9.93)12.52 15.07 (20.99)(a) Basic 15.07 61.69 12.52 (20.99)(9.93)(b) Diluted Earnings Per Share (after extraordinary items)(of ₹. 100 each) 12.52 15.07 61.69 (20.99)(9.93)(a) Basic 61.69 15.07 (20.99)(9.93)12.52 (b) Diluted

THE LAKSHMI MILLS COMPANY LIMITED Registered Office: 686, Avanashi Road, Coimbatore -641037

Statement of assets and liabilities

totor	ment of assets and liabilities	₹. in Lakhs As on	
ator			
	Particulars	31.3.2016	31.3.2015
No.		(Audited)	(Audited)
	EQUITY AND LIABILITIES		
A	SOME AND THE PROPERTY OF THE P		205.55
	1. Shareholders funds	695.55	695.55
	a. State Supra-	12,816.83	12,787.36
	b. Reserves and Surplus Sub-Total - Shareholders funds	13,512.38	13,482.91
	2. Non-Current Liabilities	1,500.78	1,528.83
	a. Long Term borrowings	114.73	124.18
	b. Other Long Term liabilities	357.32	386.93
	c. Long Term provisions Sub-Total - Non-Current Liabilities	1,972.83	2,039.94
		4,180.36	3,697.20
	3. Current Liabilities	2,197.30	1,772.09
	a. Short Term borrowings	1,497.51	2,103.90
	b. Trade payables c. Other current liabilities	140.73	172.68
	d. Short Term provisions Sub-Total - Current Liabilities	8,015.90	7,745.87
	TOTAL - EQUITY AND LIABILITIES	23,501.11	23,268.72
	The second secon		
В	ASSETS		
	1. Non-Current Assets	4,174.46	4,350.36
	a. Fixed Assets	170.89	172.74
	b Non-Current investments	2,213.39	2,254.84
	o Deferred Tax Assets (Net)	668.39	824.29
	d. Long Term Loans and Advances Sub-Total- Non Current Assets	7,227.13	7,602.23
			40.007.03
	•	10,607.93	
	2. Current Assets		
	a. Stock in Trade of Land	3,055.95	
	a. Stock in Trade of Land b. Inventories	3,055.95 2,158.09	2,001.42
2	a. Stock in Trade of Land b. Inventories c. Trade receivables	3,055.95 2,158.09 125.30	2,001.42 353.7
	a. Stock in Trade of Land b. Inventories c. Trade receivables d. Cash and Cash equivalents	3,055.95 2,158.09 125.30 56.49	2,001.42 353.7 40.2
	a. Stock in Trade of Land b. Inventories c. Trade receivables d. Cash and Cash equivalents e. Short Term Loans and Advances	3,055.95 2,158.09 125.30 56.49 270.22	2,001.43 353.7 40.2 2 294.3
	a. Stock in Trade of Land b. Inventories c. Trade receivables d. Cash and Cash equivalents	3,055.95 2,158.09 125.30 56.49 270.22	2,001.42 353.7 40.29 2 294.3

Notes:

- The Board of Directors have recommended a dividend of ₹.9/- per equity share of ₹.100/- each for the year 2015-16.
- The above results were reviewed by the Audit Committee and approved by the Board of directors at their meeting held on 26th May 1 2
- Exceptional items (Net) for the year represents Voluntary retirement scheme expenses ₹ 37.15 lakhs Exceptional items (Net) for the previous year represents Voluntary retirement scheme expenses ₹. 15.45 lakhs; Special Repairs for modernisation ₹. 269.36 Lakhs.
- The operations of Company are under single broad segment "Textile Intermediary Products" which constitute one single primary
- Figures for the quarter ended 31st March, 2016 & 31st March, 2015 are the balancing figures between the audited figures in respect of full financial year and published year to date figures upto the third quarter of the relevant financial year.
- Figures for the previous year /quarters have been regrouped /rearranged wherever necessary.

For THE LAKSHMI MILLS COMPANY LIMITED

CHAIRMAN AND MANAGING DIRECTOR

DIN: 00013899

Coimbatore 26th May 2016