



**Secretarial compliance report of M/s. The Lakshmi Mills Company Limited
for the year ended 31st March, 2019**

I, **M D Selvaraj (FCS 960 / CP.No.411)** of **M/s. MDS & Associates, Company Secretaries**, have examined:

- (a) all the documents and records made available to us and explanation provided by **M/s. THE LAKSHMI MILLS COMPANY LIMITED (CIN: L17111TZ1910PLC000093)** ("the listed entity");
- (b) the filings/ submissions made by the listed entity to BSE Limited ("the stock exchange");
- (c) website of the listed entity;

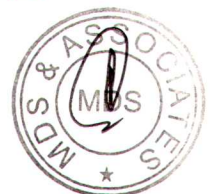
for the year ended 31st March, 2019 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, as applicable to the listed entity, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- (e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and
- (f) circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:



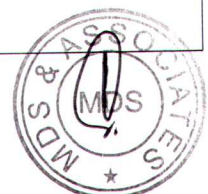
- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: -

Sr. No.	Compliance Requirement (Regulation/Circulars/Guidelines including specific clause)	Deviation	Observations/Remarks
1.	Disclosure under regulation 7(2)(b) of SEBI (Prohibition of Insider Trading) Regulations, 2015 is required to be notified to the stock exchanges within two days on the company receiving the disclosure under Regulation 7(2)(a) or on becoming aware of such information.	During the quarter "October 2018 to December 2018", one of the promoter director has purchased 1481 equity shares of Rs.100/- each which has been disclosed by the Company to the Stock Exchange under Regulation 7(2)(b) of the SEBI (Prohibition of Insider Trading) Regulations,2015 belatedly on 30 th May 2019.	The Company, vide its response letter dated 30 th May 2019, has informed that it has made requisite disclosure to the Stock Exchange in respect of purchase of 1481 equity shares of Rs.100/- each under regulation 7(2)(b) of SEBI (Prohibition of Insider Trading) Regulations,2015 belatedly on 30 th May 2019.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.

- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
NIL				



(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL				

M. D. Selvaraj

M D Selvaraj
MDS & Associates
Company Secretaries
FCS. No: 960; CP. No: 411

Place : Coimbatore
Date : 30.05.2019

