

K.P.R. MILL LIMITED

Corporate Office : 1st Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India ☎ : 0422-2207777 Fax : 0422-2207778

29th April, 2019

The Listing Department,
Bombay Stock Exchange Ltd.
1st Floor, Rotunda Buildings,
Phiroze Jeejeebhoy Towers,
Mumbai – 400 001.

The Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot: C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051.

Dear Sir,

Sub: Audited Financial Results for the Quarter/ year ended 31st March, 2019
Ref: Our Notice dated 19.04.2019

Further to our Notice under reference, we wish to inform you that the Board of Directors of the Company at their Meeting held on 29th April, 2019

1. Have approved **Audited Financial Results** of the Company for the Quarter/ year ended 31st March, 2019, both Standalone & Consolidated.
2. **Recommended a Final Dividend of Rs. 0.75 per share (15%)** on the face Value of Rs. 5/- each

In this connection, we are sending herewith the Certified True Copy of the Audited Financial Result of the Company for the year ended 31st March, 2019, both Standalone & Consolidated along with the Auditors Report.

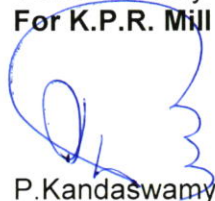
The Board Meeting Commenced at 10.30 AM and concluded at 5.30 PM

A key highlight of the financial is also enclosed

Please take the above on record.

Thanking you.

Yours faithfully
For K.P.R. Mill Limited



P. Kandaswamy
Company Secretary

KEY HIGHLIGHTS OF FY2018-19 RESULTS

- ❖ Garment Production up by 20.20% YoY to 94.19 Million Garments compared to 78.36 Million Garments
- ❖ FY19 Revenue up by 12.54% YoY to Rs.3,420.91 Crores from Rs.3,039.70 Crores
- ❖ FY19 EBITDA up by 10.04% YoY to Rs.648.65 Crores from Rs.589.44 Crores
- ❖ FY19 PBT up by 17.72% YoY to Rs.468.58 Crores from Rs.398.03 Crores
- ❖ FY19 PAT up by 15.32% YoY to Rs. 334.87 Crores From Rs.290.38 Crores

DISCLAIMER:

The information in this release has been included in good faith and is for general purposes only. It should not be relied upon for any specific purpose and no representation or warranty is given as regards to its accuracy or completeness. No information in this release shall constitute an invitation to invest in K.P.R.Mill Limited. or any of its affiliates. Neither K.P.R.Mill Limited nor their or their affiliates' officers, employees or agents shall be liable for any loss, damage or expense arising out of any action taken on the basis of this release, including, without limitation, any loss of profit, indirect, incidental or consequential loss.



B S R & Co. LLP

Chartered Accountants

KRM Tower, 1st & 2nd Floor,
No 1, Harrington Road, Chetpet,
Chennai - 600 031, India.

Telephone : +91 44 4608 3100
Fax : +91 44 4608 3199

Auditor's Report on standalone annual financial results of K.P.R. Mill Limited pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of K.P.R. Mill Limited

We have audited the accompanying Statement of standalone annual financial results of K.P.R. Mill Limited ('the Company') for the year ended March 31, 2019 ('standalone annual financial results'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). Attention is drawn to the fact that figures for the quarter ended March 31, 2019 and the corresponding quarter ended in the previous year as reported in these standalone annual financial results are the balancing figures between audited figures in respect of the full financial year and the published year to date figures upto the end of the third quarter of the relevant financial year. Also the figures upto the end of the third quarter had only been reviewed and not subjected to audit.

These standalone annual financial results have been prepared on the basis of the standalone annual financial statements and reviewed standalone quarterly financial results upto the end of the third quarter which are the responsibility of the Company's Management. Our responsibility is to express an opinion on these standalone annual financial results based on our audit of the standalone annual financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in the Companies (Indian Accounting Standards) Rules, 2015 as per Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

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 standalone annual financial results are free of material misstatements. 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 the Management. We believe that our audit provides a reasonable basis for our opinion.



Auditor's Report on standalone annual financial results of K.P.R. Mill Limited pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (continued)

In our opinion and to the best of our information and according to the explanations given to us, these standalone annual financial results:

- (i) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- (ii) give a true and fair view of the net profit and other comprehensive income and other financial information for the year ended March 31, 2019.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.101248W/W-100022



S Sethuraman

Partner

Membership No. 203491

Place: Coimbatore

Date: April 29, 2019



K.P.R. MILL LIMITED

CIN : L17111TZ2003PLC010518

Registered Office : No.9 Gokul Buildings, I Floor, A.K.S.Nagar, Thadagam Road, Coimbatore - 641 001.

Email : corporate@kprmill.com Web : www.kprmilllimited.com Phone : 0422-2207777 Fax : 0422-2207778

STATEMENT OF AUDITED FINANCIAL RESULTS (STANDALONE) FOR THE QUARTER / YEAR ENDED 31ST MARCH 2019

(₹ in Lakhs)

Sl.No	Particulars	Quarter Ended			Year Ended	
		31.03.2019 (Audited) *	31.12.2018 (unaudited)	31.03.2018 (Audited) *	31.03.2019 (Audited)	31.03.2018 (Audited)
1	Income					
	(a) Revenue from operations					
	(i) Sale of products and services	82,267	65,163	67,940	2,88,325	2,44,626
	(ii) Other operating revenue	3,195	2,260	1,752	9,528	6,526
	(b) Other income	653	1,185	293	3,737	1,598
	Total income	86,115	68,608	69,985	3,01,590	2,52,750
2	Expenses					
	(a) Cost of materials consumed	46,957	44,888	44,845	1,79,914	1,64,709
	(b) Purchase of stock-in-trade	-	-	-	-	-
	(c) Changes in inventories of finished goods and work-in-Progress	6,815	(7,359)	(133)	(5,028)	(4,513)
	(d) Employee benefits expense	9,423	9,049	5,957	37,341	23,305
	(e) Finance costs	1,042	767	561	3,586	3,049
	(f) Depreciation and amortisation expenses	2,340	2,412	2,397	9,583	10,497
	(g) Other expenses	10,587	8,695	7,358	34,919	24,747
	Total Expenses	77,164	58,452	60,985	2,60,315	2,21,794
3	Profit before exceptional items and tax (1-2)	8,951	10,156	9,000	41,275	30,956
4	Exceptional Items	-	-	-	-	-
5	Profit before tax (3+4)	8,951	10,156	9,000	41,275	30,956
6	Tax expenses					
	a) Current tax	2,974	2,885	2,850	12,453	8,263
	b) Deferred tax	27	262	686	(89)	196
7	Net profit for the period (5-6)	5,950	7,009	5,464	28,911	22,497
8	Other comprehensive income					
	A (i) Items that will not be reclassified to profit or loss	-	-	46	-	46
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	(16)	-	(16)
	B (i) Items that will be reclassified to profit or loss	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-
9	Total comprehensive income for the period (7+8)	5,950	7,009	5,494	28,911	22,527
10	Paid-up equity share capital (Face value of ₹ 5 each)	3,628	3,628	3,695	3,628	3,695
11	Total Reserves i.e. Other equity				1,47,492	1,29,977
12	Basic and diluted Earnings per share (in ₹) (Not annualised for quarters)	8.20	9.66	7.39	39.82	30.44



STATEMENT OF ASSETS AND LIABILITIES (STANDALONE)

(₹ in Lakhs)

Sl.No	Particulars	As at	
		31.03.2019 (Audited)	31.03.2018 (Audited)
	Assets		
	Non-current assets		
	(a) Property, plant and equipment	79,383	86,436
	(b) Capital work-in-progress	441	10
	(c) Other intangible assets	20	18
	(d) Financial assets		
	(i) Investments	7,987	7,851
	(ii) Loans	1,802	826
	(e) Other non current assets	7,577	6,460
	Total non current assets	97,210	1,01,601
	Current assets		
	(a) Inventories	72,934	39,134
	(b) Financial assets		
	(i) Investments	-	1,202
	(ii) Trade receivables	46,830	32,419
	(iii) Cash and cash equivalents	5,633	1,641
	(iv) Other bank balances	1,044	1,100
	(v) Other financial assets	4,234	4,196
	(c) Other current assets	11,836	11,744
	Total current assets	1,42,511	91,436
	Total assets	2,39,721	1,93,037
	Equity and liabilities		
	Equity		
	(a) Equity share capital	3,628	3,695
	(b) Other equity	1,47,492	1,29,977
	Total equity	1,51,120	1,33,672
	Liabilities		
	Non-current liabilities		
	(a) Financial liabilities		
	(i) Borrowings	8,195	10,126
	(b) Deferred tax liabilities (net)	5,661	5,750
		13,856	15,876
	Current liabilities		
	(a) Financial liabilities		
	(i) Borrowings	55,241	22,822
	(ii) Trade payables		
	(A) Total outstanding dues of micro and small enterprises	134	121
	(B) Total outstanding dues of creditors other than micro and small enterprises	13,376	13,628
	(iii) Other financial liabilities	3,875	3,150
	(b) Other current liabilities	1,072	3,762
	(c) Current tax liabilities (net)	1,047	6
	Total current liabilities	74,745	43,489
	Total equity and liabilities	2,39,721	1,93,037



- 1 The above standalone financial results have been reviewed by the Audit Committee on 23.04.2019 and taken on record and approved by the Board of Directors at their meeting held on 29.04.2019. The above results have been subjected to audit by the statutory auditor of the Company. The report of statutory auditor is unqualified.
- 2 These financial results have been prepared in accordance with Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Companies Act, 2013 read with relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated July 5, 2016.
- 3 The Company operates in one segment (i.e) Textile business.
- 4 After obtaining the approval of the Board of Directors in its meeting held on 22.02.2018, the buy back of 13,35,000 Equity Shares of ₹ 5/- each (Representing 1.81% of the total number of paid up equity shares of the Company) from the shareholders of the Company on proportionate basis by way of tender offer route at a price of ₹ 810/- per share for an aggregate amount of ₹ 10,813 Lakhs was initiated in accordance with the provisions of the Companies Act, 2013 and the SEBI (Buy Back of Securities) Regulations, 1998. The same was completed on 13.04.2018.
- 5 **Events after reporting period :**
 - a) The Board of Directors in its meeting held on 29.04.2019 proposed a buy back of 37,50,784 Equity shares of ₹ 5/- each (representing 5.17% of the total number of paid up equity shares of the Company) from the shareholders of the Company on proportionate basis by way of tender offer route at a price of ₹ 702/- per share for an aggregate amount of ₹ 26,331 Lakhs (17.61% of the Paid up Capital and free reserves) subject to the approval of the Shareholders by way of Postal Ballot in accordance with the provisions of the Companies Act, 2013 and the SEBI (Buy Back of Securities) Regulations, 2018.
 - b) The Board has recommended a Final Dividend of 15% (₹ 0.75/- per share of the face value of ₹ 5/- each) for the year 2018-19 subject to the approval of the Shareholders in Annual General Meeting.
- 6 Effective 01.04.2018, the Company has adopted Ind AS 115, Revenue from contracts with customers which replaces earlier revenue recognition standards, using the cumulative effect method. The adoption of the standard did not have any material impact on the financial results for the quarter and for the year ended 31.03.2019.
- 7 * The figures for the quarters ended March 31, 2019 and March 31, 2018 are the balancing figures between the audited figures in respect of the full financial years and the published unaudited year-to-date figures upto the third quarter of the respective financial years, which were subjected to limited review.
- 8 Previous period figures have been regrouped / reclassified, wherever necessary, to conform with the current period classification / presentation.

Coimbatore
29.04.2019

For K.P.R.MILL LIMITED


P. Nataraj
Managing Director
DIN : 00229137



B S R & Co. LLP

Chartered Accountants

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Auditor's Report on consolidated annual financial results of K.P.R. Mill Limited pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of K.P.R. Mill Limited

We have audited the accompanying Statement of consolidated annual financial results of K.P.R. Mill Limited ('the Company') and its subsidiaries (collectively referred to as 'the Group') (refer to note 3 of the consolidated annual financial results) for the year ended March 31, 2019 ('consolidated annual financial results'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). Attention is drawn to the fact that the figures for the quarter ended March 31, 2019 and the corresponding quarter ended in the previous year as reported in these consolidated annual financial results are the balancing figures between consolidated audited figures in respect of the full financial year and the published unaudited year to date consolidated figures upto the end of the third quarter of the relevant financial year. Also the figures upto the end of the third quarter had only been reviewed and not subjected to audit.

These consolidated annual financial results have been prepared from consolidated annual financial statements and reviewed consolidated quarterly financial results upto the end of the third quarter which are the responsibility of the Company's Management. Our responsibility is to express an opinion on these consolidated annual financial results based on our audit of such consolidated annual financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in the Companies (Indian Accounting Standards) Rules, 2015 as per Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

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 consolidated annual financial results are free of material misstatements. 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 the Management. We believe that our audit provides a reasonable basis for our opinion.



Auditor's Report on consolidated annual financial results of K.P.R. Mill Limited pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (continued)

We did not audit the financial statements / financial information of five subsidiaries included in the consolidated annual financial results of the Group, whose annual financial statements / financial information reflect total assets of Rs. 78,155 lakhs as at March 31, 2019 as well as the total revenue from operations of Rs. 12,562 lakhs and Rs. 54,562 lakhs for the quarter and year ended March 31, 2019 respectively. These annual financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion on the consolidated annual financial results, to the extent they have been derived from such annual financial statements is based solely on the report of such other auditors.

Our opinion on the consolidated annual financial results is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors.

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements of the subsidiaries as aforesaid, these consolidated annual financial results:

- (i) include the annual financial results of the entities specified in note 3 of the consolidated annual financial results;
- (ii) have been presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- (iii) give a true and fair view of the consolidated net profit and other comprehensive income and other financial information of the Group for the year ended March 31, 2019.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.101248W/W-100022



S Sethuraman
Partner
Membership No. 203491

Place: Coimbatore
Date: April 29, 2019

**K.P.R. MILL LIMITED**

CIN : L17111TZ2003PLC010518

Registered Office : No.9 Gokul Buildings, I Floor, A.K.S.Nagar, Thadagam Road, Coimbatore - 641 001.

Email : corporate@kprmill.com Web : www.kprmilllimited.com Phone : 0422-2207777 Fax : 0422-2207778

STATEMENT OF AUDITED FINANCIAL RESULTS (CONSOLIDATED) FOR THE QUARTER / YEAR ENDED 31ST MARCH 2019

(₹ in Lakhs)

Sl.No	Particulars	Quarter Ended			Year Ended	
		31.03.2019 (Audited) *	31.12.2018 (unaudited)	31.03.2018 (Audited) *	31.03.2019 (Audited)	31.03.2018 (Audited)
1	Income					
	(a) Revenue from operations					
	(i) Sale of products and services	91,384	74,150	79,646	3,26,422	2,90,113
	(ii) Other operating revenue	3,782	2,794	2,411	11,979	12,346
	(b) Other income	664	1,151	227	3,690	1,511
	Total income	95,830	78,095	82,284	3,42,091	3,03,970
2	Expenses					
	(a) Cost of materials consumed	60,127	57,870	54,946	2,06,520	1,86,629
	(b) Purchase of stock-in-trade	1,613	1,375	1,565	5,920	5,231
	(c) Changes in inventories of finished goods, work-in-Progress and stock-in-trade	(3,283)	(15,762)	(6,038)	(9,681)	(7,759)
	(d) Employee benefits expense	9,638	9,192	7,666	38,073	30,022
	(e) Finance costs	1,359	1,027	1,122	4,894	5,156
	(f) Depreciation and amortisation expenses	3,236	3,299	3,264	13,113	13,985
	(g) Other expenses	11,037	9,345	8,885	36,394	30,904
	Total Expenses	83,727	66,346	71,410	2,95,233	2,64,168
3	Profit before exceptional items and tax (1-2)	12,103	11,749	10,874	46,858	39,802
4	Exceptional items	-	-	-	-	-
5	Profit before tax (3+4)	12,103	11,749	10,874	46,858	39,802
6	Tax expenses					
	a) Current tax	3,423	3,015	2,847	13,286	10,298
	b) Deferred tax	86	323	717	85	466
7	Net Profit for the period (5-6)	8,594	8,411	7,310	33,487	29,038
8	Share of Profit / (Loss) of Associates	-	-	-	-	-
9	Minority Interest	-	-	-	-	-
10	Net Profit after taxes, Minority interest and share of profit of associates (7+8+9)	8,594	8,411	7,310	33,487	29,038
11	Other comprehensive income					
	A (i) Items that will not be reclassified to profit or loss	-	-	46	-	46
	(ii) Income tax relating to items that will not be reclassified to profit or loss	-	-	(16)	-	(16)
	B (i) Items that will be reclassified to profit or loss	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-
12	Total comprehensive income for the period (10+11)	8,594	8,411	7,340	33,487	29,068
13	Paid-up equity share capital (Face value of ₹5 each)	3,628	3,628	3,695	3,628	3,695
14	Total Reserves i.e. Other equity				1,75,389	1,53,303
15	Basic and diluted Earnings per share (in ₹) (Not annualised for quarters)	11.84	11.59	9.89	46.12	39.30



CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

(₹ in Lakhs)

Sl.No	Particulars	As at	
		31.03.2019 (Audited)	31.03.2018 (Audited)
	ASSETS		
	Non-current assets		
	(a) Property, plant and equipment	1,13,582	1,22,262
	(b) Capital work-in-progress	1,243	15
	(c) Goodwill	70	70
	(d) Other intangible assets	20	18
	(e) Financial assets		
	(i) Investments	210	210
	(f) Other non - current assets	5,705	2,278
	Total non current assets	1,20,830	1,24,853
	Current assets		
	(a) Inventories	1,00,641	64,041
	(b) Financial assets		
	(i) Investments	-	1,202
	(ii) Trade receivables	52,800	41,964
	(iii) Cash and cash equivalents	6,409	2,052
	(iv) Other bank balances	1,075	1,129
	(v) Other financial assets	4,883	6,937
	(c) Other current assets	10,736	13,037
	Total current assets	1,76,544	1,30,362
	Total assets	2,97,374	2,55,215
	Equity and liabilities		
	Equity		
	(a) Equity share capital	3,628	3,695
	(b) Other equity	1,75,389	1,53,303
	Total equity	1,79,017	1,56,998
	Liabilities		
	Non-current liabilities		
	(a) Financial liabilities		
	(i) Borrowings	13,049	15,861
	(b) Deferred tax liabilities (net)	4,683	4,857
	(c) Other non-current liabilities	285	330
	Total non - current liabilities	18,017	21,048
	Current liabilities		
	(a) Financial liabilities		
	(i) Borrowings	69,079	46,035
	(ii) Trade payables		
	(A) Total outstanding dues of micro and small enterprises	140	124
	(B) Total outstanding dues of creditors other than micro and small enterprises	23,230	25,375
	(iii) Other financial liabilities	5,746	4,673
	(b) Other current liabilities	1,415	554
	(c) Current tax liabilities (net)	730	408
	Total current liabilities	1,00,340	77,169
	Total equity and liabilities	2,97,374	2,55,215



AUDITED SEGMENT REPORTING FOR THE QUARTER/ YEAR ENDED 31 MARCH 2019

(₹ in Lakhs)

Sl.No	Particulars	Quarter Ended/ As at			Year Ended/ As at	
		31.03.2019 (Audited) *	31.12.2018 (unaudited)	31.03.2018 (Audited) *	31.03.2019 (Audited)	31.03.2018 (Audited)
1	SEGMENT REVENUE					
	a) Textile	86,349	68,011	71,104	3,03,999	2,66,678
	b) Sugar	6,489	6,530	9,125	25,252	26,506
	c) Others	2,328	2,403	1,828	9,150	9,275
	Total	95,166	76,944	82,057	3,38,401	3,02,459
	Less: Inter segment revenue	-	-	-	-	-
	Revenue from operations	95,166	76,944	82,057	3,38,401	3,02,459
2	SEGMENT RESULTS (Profit before tax and finance costs from each segment)					
	a) Textile	11,303	10,819	10,021	46,567	40,303
	b) Sugar	1,380	670	1,623	986	2,803
	c) Others	116	136	125	509	341
	Total	12,799	11,625	11,769	48,062	43,447
	Less: Finance costs	1,359	1,027	1,122	4,894	5,156
		11,440	10,598	10,647	43,168	38,291
	Add: Other income	664	1151	227	3690	1511
	Total profit before tax	12,104	11,749	10,874	46,858	39,802
3	Segment assets					
	a) Textile	2,43,615	2,36,272	2,05,346	2,43,615	2,05,346
	b) Sugar	46,572	36,022	43,202	46,572	43,202
	c) Others	3,906	3,876	3,655	3,906	3,655
	d) Unallocated	3,281	3,167	3,012	3,281	3,012
	Total	2,97,374	2,79,337	2,55,215	2,97,374	2,55,215
4	Segment liabilities					
	a) Textile	90,369	90,477	73,272	90,369	73,272
	b) Sugar	23,428	14,107	20,425	23,428	20,425
	c) Others	2,337	2,259	2,073	2,337	2,073
	d) Unallocated	2,223	2,225	2,447	2,223	2,447
	Total	1,18,357	1,09,068	98,217	1,18,357	98,217
5	Capital employed (Segment assets - Segment liabilities)	1,79,017	1,70,269	1,56,998	1,79,017	1,56,998



- 1 The above consolidated financial results have been reviewed by the Audit Committee on 23.04.2019 and taken on record and approved by the Board of Directors at their meeting held on 29.04.2019. The above results have been subjected to audit by the statutory auditor of the Company. The report of statutory auditor is unqualified.
- 2 These financial results have been prepared in accordance with Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Companies Act, 2013 read with relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated July 5, 2016.
- 3 The consolidated financial results include the financial results of K.P.R. Mill Limited and the financial results of its subsidiaries - K.P.R. Sugar Mill Limited, Jahnvi Motor Private Limited, Quantum Knits Private Limited, Galaxy Knits Limited and KPR Export PLC, Ethiopia.
- 4 The Company has classified the operations primarily into three segments viz., Textile, Sugar and Others based on "Management Approach" as defined in Ind-AS 108 - Operating Segments.
- 5 After obtaining the approval of the Board of Directors in its meeting held on 22.02.2018, the buy back of 13,35,000 Equity Shares of ₹ 5/- each (Representing 1.81% of the total number of paid up equity shares of the Company) from the shareholders of the Company on proportionate basis by way of tender offer route at a price of ₹ 810/- per share for an aggregate amount of ₹ 10,813 Lakhs was initiated in accordance with the provisions of the Companies Act, 2013 and the SEBI (Buy Back of Securities) Regulations, 1998. The same was completed on 13.04.2018.
- 6 **Events after reporting period :**
 - a) The Board of Directors in its meeting held on 29.04.2019 proposed a buy back of 37,50,784 Equity shares of ₹ 5/- each (representing 5.17% of the total number of paid up equity shares of the Company) from the shareholders of the Company on proportionate basis by way of tender offer route at a price of ₹ 702/- per share for an aggregate amount of ₹ 26,331 Lakhs (17.61% of the Paid up Capital and free reserves) subject to the approval of the Shareholders by way of Postal Ballot in accordance with the provisions of the Companies Act, 2013 and the SEBI (Buy Back of Securities) Regulations, 2018.
 - b) The Board has recommended a Final Dividend of 15% (₹ 0.75/- per share of the face value of ₹ 5/- each) for the year 2018-19 subject to the approval of the Shareholders in Annual General Meeting.
- 7 Effective 01.04.2018, the Company has adopted Ind AS 115, Revenue from contracts with customers which replaces earlier revenue recognition standards, using the cumulative effect method. The adoption of the standard did not have any material impact on the financial results for the quarter and for the year ended 31.03.2019.
- 8 * The figures for the quarters ended March 31, 2019 and March 31, 2018 are the balancing figures between the audited figures in respect of the full financial years and the published unaudited year-to-date figures upto the third quarter of the respective financial years, which were subjected to limited review.
- 9 Previous period figures have been regrouped / reclassified, wherever necessary, to conform with the current period classification / presentation.

Coimbatore
29.04.2019

For K.P.R.MILL LIMITED


P. Nataraj
Managing Director
DIN : 00229137



K.P.R. MILL LIMITED

Corporate Office : 1st Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India ☎ : 0422-2207777 Fax : 0422-2207778

29th April, 2019

The Manager Department of Corporate Services BSE Limited 25 th Floor, P J Towers, Dalal Street, Mumbai- 400001, Maharashtra.	The Manager Listing department National Stock Exchange of India Limited Exchange Plaza, C-1,Block G, BandraKurla Complex,Bandra, East, Mumbai-400051,Maharashtra.
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Dear Sir:

Subject: Outcome of the meeting of Board of Directors of the Company held on April 29, 2019

In furtherance to our intimation dated 19.04.2019 and in terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please note that the Board of Directors of the Company in their meeting held on April 29, 2019 has unanimously inter-alia:

1. Approved the proposal to buyback of not exceeding 37,50,784 (Thirty seven lakh fifty thousand seven hundred and eighty four) equity shares of the Company (representing 5.17 % of the total number of equity shares in the paid-up share capital of the Company) at a price of Rs.702/- (Rupees Seven hundred and two only) per equity share payable in cash for an aggregate consideration not exceeding Rs. 263,30,50,368/- (Rupees Two hundred sixty three crores thirty lakh fifty thousand three hundred and sixty eight only), excluding transaction costs viz. brokerage, securities transaction tax, goods and service tax, stamp duty, etc., which is approximately 17.61% and 14.87% of the fully paid-up Equity Share Capital and Free Reserves (including Securities Premium Account) as per the latest audited Standalone and Consolidated financial Statements, which is not exceeding 25% of the aggregate of the fully paid-up share capital and free reserves as per the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2019 (the last audited financial statements available as on the date of Board meeting recommending the proposal of the Buyback) from all the equity shareholders of the Company, as on the record date, on a proportionate basis through a Tender Offer route in accordance with the Companies Act, 2013, the Companies (Management and Administration) Rules, 2014, the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018, as amended (the "**Buyback Regulations**"), subject to the approval of the shareholders of the Company by way of a special resolution through Postal Ballot and all other applicable statutory approvals.

The Board of Directors noted the intention of the Promoters of the Company to participate in the proposed Buyback.

The Board of Directors has constituted a Buyback Committee and delegated its powers to the Buyback Committee to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary expedient, usual or proper in connection with the buyback.



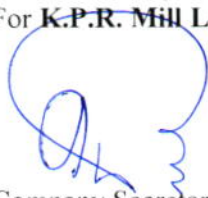
The pre-buyback shareholding pattern of the Company as on April 26, 2019 is enclosed as Annexure A to this letter.

The Meeting ended at 5.30 P.M

You are requested to please take a note of the same.

Thanking you,

Yours faithfully,
For **K.P.R. Mill Limited**

A handwritten signature in blue ink, consisting of a large loop at the top and a series of smaller loops and strokes below it.

Company Secretary

Encl.:As above

Annexure A

Sr. No.	Category of Shareholders	No. of Shareholders	No. of Shares	% of Shareholding
1.	Promoter and Promoter Group			
	Indian:	8	54414598	74.99
	a) Foreign			
	Sub Total (1)	8	54414598	74.99
2.	Public			
	Foreign Portfolio Investors (Including FIIs)	62	780022	1.07
	Financial Institutions / Banks	3	20314	0.02
	Insurance Companies	-	-	-
	Individuals	13512	4310524	5.94
	Hindu Undivided Family	367	174179	0.24
	Non Resident Indian (Repat)	350	227601	0.31
	Non Resident (Non Repatriable)	138	90403	0.12
	Unclaimed Shares	1	1216	0.00
	Overseas Corporate Bodies	-	-	-
	Clearing Members	100	36857	0.05
	Other Bodies Corporate	348	639841	0.88
	Others:			
	Alternative Investment Fund	3	23134	0.03
	Foreign Nationals	1	425	0.00
	Mutual Funds	28	11817674	16.28
	NBFC	2	18800	0.02
	Trusts	4	5196	0.00
	Sub Total (2)			
3.	Non Promoter – Non Public	-	-	-
	Sub Total (3)	-	-	-
	Total (1+2+3)	14927	72560784	100



[Handwritten signature]