FORM NO. MGT-7

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



Annual Return

(other than OPCs and Small Companies)

U01403TZ2009PTC015079

LAWRENCEDALE AGRO PROCE

AABCL6138J

Pre-fill

I. REGISTRATION AND OTHER DETAILS

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

Global Location Number (GLN) of the company

- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company

(iii)

(b) Registered office address

42/14-15, Bellepalayam Jadayampalayam NA Mettupalayam Coimbatore Tamil Nadu 641302	
(c) *e-mail ID of the company	VI*************LE.COM
(d) *Telephone number with STD code	04*****33
(e) Website	www.lawrencedale.com
Date of Incorporation	17/03/2009

(iv)	Type of the Company	Category of the Com	pany	Sub-category of the Company
	Private Company	Company limited	d by shares	Indian Non-Government company
(v) Wh	ether company is having share ca	pital	Yes	O No
(vi) *Whether shares listed on recognized Stock Exchange(s)		⊖ Yes	No	

(vii) *Financial year From date	01/04/2023	(DD/MM/YYYY) To date	31/03/2024	(DD/MM/YYYY)
(viii) *Whether Annual general m	eeting (AGM) held	• Yes	No	
(a) If yes, date of AGM	30/09/2024			
(b) Due date of AGM (c) Whether any extension f	30/09/2024 or AGM granted		(•) No	
II. PRINCIPAL BUSINESS	-	\bigcirc		

*Number of business activities 1

	Main Activity group code		Business Activity Code		% of turnover of the company
1	А	Agriculture, forestry, fishing	A4	Support activities to agriculture and Other Activities including hunting	100

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

*No. of Companies for which information is to be given 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	lssued capital	Subscribed capital	Paid up capital
Total number of equity shares	20,000,000	5,290,036	5,290,036	5,290,036
Total amount of equity shares (in Rupees)	20,000,000	5,290,036	5,290,036	5,290,036

Number of classes

	Authoricod	capital	Subscribed capital	Paid up capital
Number of equity shares	20,000,000	5,290,036	5,290,036	5,290,036

1

Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	20,000,000	5,290,036	5,290,036	5,290,036

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	43,100,000	38,174,406	38,174,406	38,174,406
Total amount of preference shares (in rupees)	43,100,000	38,174,406	38,174,406	38,174,406

Number of classes

Class of shares Compulsory Convertible Preference Shares			Subscribed capital	Paid up capital
Number of preference shares	43,100,000	38,174,406	38,174,406	38,174,406
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	43,100,000	38,174,406	38,174,406	38,174,406

1

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	14,309,028	0	14309028	14,309,028	14,309,028	
Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0

viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	9,018,992	0	9018992	9,018,992	9,018,992	18,037,984
i. Buy-back of shares	9,018,992	0	9018992	9,018,992	9,018,992	18,037,984
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	5,290,036	0	5290036	5,290,036	5,290,036	
Preference shares						
At the beginning of the year	38,174,406	0	38174406	38,174,406	38,174,406	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	38,174,406	0	38174406	38,174,406	38,174,406	

ISIN of the equity shares of the company

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

0

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

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil [Details being provided in a CD/Digital Media]	0	Yes	۲	No	\bigcirc	Not Applicable
Separate sheet attached for details of transfers	$oldsymbol{igodol}$	Yes	\bigcirc	No		

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous	Date of the previous annual general meeting 29/09/2023						
Date of registration of transfer (Date Month Year)							
Type of transfer 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock							
Number of Shares/ D Units Transferred	Debentures/	Amount per Share/ Debenture/Unit (in Rs.)					
Ledger Folio of Trans	sferor						
Transferor's Name							
	Surname		middle name	first name			
Ledger Folio of Trans	sferee						

Transferee's Name			
	Surname	middle name	first name

Date of registration c	of transfer (Da	ate Month Year	·)		
Type of transfer			Equity, 1	2- Preference Shares,3 -	Debentures, 4 - Stock
Number of Shares/ Debentures/ Amount per Share/ Units Transferred Debenture/Unit (in Rs.)					
Ledger Folio of Trans	sferor				
Transferor's Name					
	Surr	ame		middle name	first name
Ledger Folio of Trans	sferee				
Transferee's Name					
	Surr	ame		middle name	first name

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

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

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	-	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

Type of	Number of	Nominal Value of	Total Nominal	Paid up Value of	Total Paid up Value
Securities	Securities	each Unit	Value	each Únit	
Cooundoo	Coodination				
Total				7	
	L]	L	J	

0

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

(i) Turnover

580,478,000

(ii) Net worth of the Company

44,794,442

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equ	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	5,289,704	99.99	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	0	
2.	Government					
	(i) Central Government	0	0	0	0	
	(ii) State Government	0	0	0	0	
	(iii) Government companies	0	0	0	0	
3.	Insurance companies	0	0	0	0	
4.	Banks	0	0	0	0	
5.	Financial institutions	0	0	0	0	

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	5,289,704	99.99	0	0

1

Total number of shareholders (promoters)

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

S. No.	Category	Equi	ty	Prefere	ence
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	231	0	27,891,071	73.06
10.	Others Bestseller Foundation	100	0	10,283,335	26.94

Total	332	0	38,174,406	100
Total number of shareholders (other than promoter	rs) 4			
Total number of shareholders (Promoters+Public/ Other than promoters)	5			

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

Details	At the beginning of the year	At the end of the year
Promoters	4	1
Members (other than promoters)	4	4
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category		Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive	
A. Promoter	1	1	1	1	12.17	0	
B. Non-Promoter	0	0	0	0	0	0	
(i) Non-Independent	0	0	0	0	0	0	
(ii) Independent	0	0	0	0	0	0	
C. Nominee Directors representing	0	3	0	1	0	0	
(i) Banks & FIs	0	0	0	0	0	0	
(ii) Investing institutions	0	0	0	0	0	0	
(iii) Government	0	0	0	0	0	0	
(iv) Small share holders	0	0	0	0	0	0	
(v) Others	0	3	0	1	0	0	
Total	1	4	1	2	12.17	0	

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
P. Vijayaraghavan	02185739	Director	5,289,704	
V. Venkatesh	02628465	Director	1	
Geoffrey Tanner Wooll	00306749	Nominee director	0	

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

Name		Designation at the beginning / during the financial year	Date of appointment/ change in	Nature of change (Appointment/ Change in designation/ Cessation)	
Vaidhehi Ravindran	08163327	Nominee director	06/12/2023	Cessation	
Anne Cathrine Gard	09352347	Nominee director	15/01/2024	Cessation	

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

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

Number of meetings held	3				
Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance		
	atter		Number of members attended	% of total shareholding	
EGM	26/05/2023	8	5	99.99	
EGM	15/06/2023	8	5	99.99	
AGM	29/09/2023	7	4	99.99	

B. BOARD MEETINGS

*Number of meetings held

10

S. No.	Date of meeting associated as on the date			Attendance		
		of meeting	Number of directors attended	% of attendance		
1	28/04/2023	5	2	40		
2	25/05/2023	5	2	40		
3	20/06/2023	5	2	40		

2

S. No.	Date of meeting	Total Number of directors associated as on the date			
		of meeting	Number of directors attended	% of attendance	
4	01/07/2023	5	2	40	
5	28/07/2023	5	2	40	
6	29/07/2023	5	2	40	
7	01/09/2023	5	2	40	
8	28/09/2023	5	5	100	
9	23/01/2024	3	2	66.67	
10	23/03/2024	3	2	66.67	

C. COMMITTEE MEETINGS

Nu	Imber of meeting	gs held		0		
	S. No.	Type of meeting	Date of meeting		Number of members attended	Attendance % of attendance
	1					

D. *ATTENDANCE OF DIRECTORS

		Board Meetings		Committee Meetings			Whether attended AGM	
S. No.	of the director		Meetings	% of attendance	Number of Meetings which Number of director was Meetings		% of attendance	held on
		entitled to attend		attended		entitled to attended attend		allendance
								(Y/N/NA)
1	P. Vijayaragha	10	10	100	0	0	0	Yes
2	V. Venkatesh	10	10	100	0	0	0	Yes
3	Geoffrey Tann	10	1	10	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

0		
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						
Number o	of CEO, CFO and Comp	oany secretary who	bse remuneration d	etails to be entered	1	0	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						
Number o	f other directors whose	remuneration deta	ails to be entered			2	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	P. Vijayaraghavan	Director	2,050,000	0	0	0	2,050,000
2	V. Venkatesh	Director	0	0	0	3,500,000	3,500,000
	Total		2,050,000	0	0	3,500,000	5,550,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A.	Whether the company has made compliances and disclosures in respect of applicable	Yes	\bigcirc	No
	provisions of the Companies Act, 2013 during the year	100	\bigcirc	110

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS \square	Nil
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		Date of Order	isection linner which		Details of appeal (if any) including present status
(B) DETAILS OF COMPOUNDING OF OFFENCES NII					

Name of the		leaction linder which	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

● Yes ○ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name	K. Sankara Subramanian
Whether associate or fellow	Associate Fellow
Certificate of practice number	15994

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

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

dated 30/09/2024

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

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

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

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Vijayarag	Digitally signed by
havan P	Vijayaraghavan P

0*1*5*3*

DIN of the director

To be digitally signed by

K SANKARA SUBRAMAN AN	Digitally signed by K SANKARA SUBRAMANIAN Date: 2024.12.17 15:13:03 +05'30'	

f practice number	1*9*4		
	List of attachments		
Attach	Lawrencedale Agro - List of Shareholders -		
Attach	Lawrencedale Agro - MGT-8 - 2024.pdf Lawrencedale Agro - List of Share Transfe		
Attach	Lawrencedale Agro - SBO Authorization - 2 UDIN.pdf		
Attach			
	Remove attachment		
Prescrutiny	y Submit		
	Attach Attach Attach Attach		

○ Company Secretary

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