



ESTD - 1910

# The Lakshmi Mills Company Limited

Regd. Office :  
Post Box No. 6301,  
686, Avanashi Road,  
Pappanaickenpalayam,  
Coimbatore - 641 037.  
INDIA

Telephone : 91 - 422 - 2245461 to 2245465, 4333700  
E-mail : contact@lakshnimills.com  
Website : www.lakshnimills.com  
CIN : L17111TZ1910PLC000093  
GSTIN : 33AAACT7564R1ZO

SECR / BSE / 2024

08.10.2024

To,  
Corporate Relationship Department  
BSE Limited  
P. J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

**SCRIP CODE: 502958**

Dear Sir / Madam,

Sub: Intimation for execution of Share Subscription and Shareholders' Agreement amongst Torrent Power Limited, The Lakshmi Mills Company Limited and Torrent Urja 17 Private Limited on 8<sup>th</sup> October, 2024

Ref: Disclosure pursuant to Regulation 30 read with Schedule III to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the captioned subject, we would like to inform you that the Share Subscription and Shareholders' Agreement ("SSSA") has been signed amongst Torrent Power Limited ("TPL"), The Lakshmi Mills Company Limited and Torrent Urja 17 Private Limited ("TU17") today i.e 8<sup>th</sup> October, 2024 at 11.00 A.M (IST).

The details as required pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are as under:

Particulars	Details
Name(s) of parties with whom the agreement is entered.	TPL & TU17.
Purpose of entering into the agreement.	For supply of power from renewable energy sources of 8.5 MWp Solar Power through open access from the Project of TU17 to the production units of The Lakshmi Mills Company Limited.



ESTD - 1910

# The Lakshmi Mills Company Limited

Regd. Office :  
Post Box No. 6301,  
686, Avanashi Road,  
Pappanaickenpalayam,  
Coimbatore - 641 037.  
INDIA

Telephone : 91 - 422 - 2245461 to 2245465, 4333700  
E-mail : contact@lakshnimills.com  
Website : www.lakshnimills.com  
CIN : L17111TZ1910PLC000093  
GSTIN : 33AAACT7564R1ZO

<p>Shareholding, if any, in entity with whom agreement is executed</p>	<p>The Lakshmi Mills Company Limited has to hold 27,71,840 Class A Equity Shares of ₹ 10/- each aggregating to ₹ 2,77,18,400/- Class A Equity Share Capital of TU17 after execution of SSSA in one or more tranches on or before Commercial Operation Date (COD) .</p>											
<p>Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.</p>	<p>Significant terms of SSSA, <i>inter alia</i>, includes that The Lakshmi Mills Company Limited shall at all times during the subsistence of the Power Supply and Offtake Agreement hold not less than 26% of the aggregate Equity Shares of TU17.</p> <p>The Lakshmi Mills Company Limited shall be issued Class A Equity Shares. Each Class A Equity Shares shall carry one vote and non-cumulative dividend at the rate as mentioned in SSSA.</p>											
<p>Whether the said parties are related to promoter / promoter group / group companies in any manner. If yes, nature of relationship.</p>	<p>TU17 is a Wholly Owned Subsidiary of the TPL.</p> <p>The Lakshmi Mills Company Limited are not related to promoter / promoter group / group companies in any manner.</p>											
<p>Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length".</p>	<p>Yes. The transaction is done at arm's length basis.</p>											
<p>In case of issuance of shares to the parties, details of issue price, class of shares issued</p>	<p>The Equity Shares of TU17 will be issued at facevalue of ₹ 10/- each to parties as follows:</p> <table border="1" data-bbox="678 1809 1394 2152"> <thead> <tr> <th data-bbox="678 1809 746 1962">Sr. No</th> <th data-bbox="746 1809 986 1962">Class of Shares</th> <th data-bbox="986 1809 1394 1962">Name of Parties to whom class of equity shares to be issued and will be eligible to subscribe</th> </tr> </thead> <tbody> <tr> <td data-bbox="678 1962 746 2056">1</td> <td data-bbox="746 1962 986 2056">Ordinary Equity Shares</td> <td data-bbox="986 1962 1394 2056">Torrent Power Limited</td> </tr> <tr> <td data-bbox="678 2056 746 2152">2</td> <td data-bbox="746 2056 986 2152">Class - A Equity Shares</td> <td data-bbox="986 2056 1394 2152">The Lakshmi Mills Company Limited</td> </tr> </tbody> </table>			Sr. No	Class of Shares	Name of Parties to whom class of equity shares to be issued and will be eligible to subscribe	1	Ordinary Equity Shares	Torrent Power Limited	2	Class - A Equity Shares	The Lakshmi Mills Company Limited
Sr. No	Class of Shares	Name of Parties to whom class of equity shares to be issued and will be eligible to subscribe										
1	Ordinary Equity Shares	Torrent Power Limited										
2	Class - A Equity Shares	The Lakshmi Mills Company Limited										



ESTD - 1910

# The Lakshmi Mills Company Limited

Regd. Office :  
Post Box No. 6301,  
686, Avanashi Road,  
Pappanaickenpalayam,  
Coimbatore - 641 037.  
INDIA

Telephone : 91 - 422 - 2245461 to 2245465, 4333700  
E-mail : contact@lakshimimills.com  
Website : www.lakshimimills.com  
CIN : L17111TZ1910PLC000093  
GSTIN : 33AAACT7564R1ZO

	TPL and The Lakshmi Mills Company Limited shall subscribe in the aforesaid class of shares and pay 100% of the Subscription Amount in one or more tranches on or before Commercial Operation Date (COD).
Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not Applicable
In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange:  i. name of parties to the agreement; ii. nature of the agreement; iii. date of execution of the agreement; iv. details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable

You are requested to take the above on record.

Thanking you,

Yours faithfully,

NACHIMUTH Digitally signed by  
U NACHIMUTHU  
SINGARAVEL  
SINGARAVEL Date: 2024.10.08  
14:47:30 +05'30'