

This is a Abridged Prospectus containing salient features of business of J.M. Hosiery & Co. Limited ("the Company" or "JMHL") and composite scheme of amalgamation involving the Company and Lux Industries Limited.

THIS ABRIDGED PROSPECTUS CONTAINS [4] PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

NO EQUITY SHARES ARE PROPOSED TO BE SOLD OR OFFERED PURSUANT TO THIS ABRIDGED PROSPECTUS

You may download the composite scheme of amalgamation from the websites of Lux Industries Limited and the stock exchanges where the equity shares of Lux Industries Limited are listed ("Stock Exchanges"); viz: www.luxinnerwear.com; www.nseindia.com; and www.bseindia.com.

J.M. HOSIERY & CO. LIMITED

Registered Office and Corporate Office:	39, Kali Krishna Tagore Street, Kolkata-700 007	
Contact Person:	Mr. Ashok Kumar Todi	Telephone: +9133 40402121
E-mail: cs@lusinnerwear.com	CIN: U18109WB2004PLC100233	

NAME OF PROMOTERS OF THE COMPANY

Mr. Navin Kumar Todi, Mr. Rahul Kumar Todi, Mr. Pradip Kumar Todi, Mrs. Shobha Devi Todi, Mr. Ashok Kumar Todi, Mrs. Bimla Devi Todi, Mrs. Prabha Devi Todi, Mr. Udit Todi, Mr. Saket Todi, M/s. Hollyfield Traders Private Limited & M/s. Lux Industries Limited

SCHEME DETAILS, LISTING AND PROCEDURE

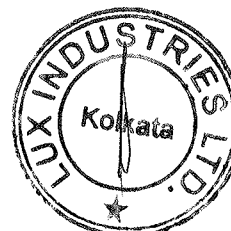
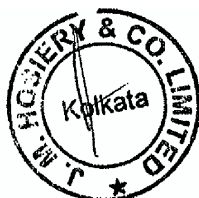
Pursuant to the Composite Scheme of Amalgamation amongst J.M. Hosiery & Co. Limited and Ebell Fashions Private Limited and their respective shareholders ("Scheme"), the Company is proposed to be amalgamated with Lux Industries. For the purposes of obtaining approval under Regulation 37 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the designated stock exchange is BSE Limited.

Pursuant to the scheme, LIL shall issue its shares to the shareholders of the Company. Upon amalgamation, the Company shall be dissolved without being wound up.

PROMOTERS OF THE COMPANY

The Promoter of the Company are Mr. Navin Kumar Todi, Mr. Rahul Kumar Todi, Mr. Pradip Kumar Todi, Mrs. Shobha Devi Todi, Mr. Ashok Kumar Todi, Mrs. Bimla Devi Todi, Mrs. Prabha Devi Todi, Mr. Udit Todi, Mr. Saket Todi, M/s. Hollyfield Traders Private Limited & M/s. Lux Industries Limited.

- Hollyfield Traders Private Limited ("HTPL") was incorporated on 21.03.1995 under the Companies Act, 1956 in the State of West Bengal. The CIN of the Company is U51109WB1995PTC069608. HTPL is a Non Banking Financial Company.
- Lux Industries Ltd. was originally incorporated as "Lux Hosiery Industries Ltd." on 21.07.1995 under the Companies Act, 1956 in the State of West Bengal and has obtained the certificate of Commencement of Business pursuant to Section 149(3) of the Companies Act, 1956 from the Registrar of Companies, West Bengal vide certificate dated 30.08.1995. The name of the Company was subsequently rechristened to its present name, i.e., "Lux Industries Ltd." and a fresh Certificate of Incorporation consequent upon change of name was issued on 24.10.2007 by the Registrar of Companies, West Bengal. The CIN of LIL is L17309WB1995PLC073053. Lux Industries Limited is engaged in the manufacture and sale of Knitted Apparel including hosiery. The Company offers various products for men, women and kids.



Name of listed group companies (based on market capitalisation)

Lux Industries Limited ("LIL") (CIN: L17309WB1995PLC073053; Registered Office: 39, Kali Krishna Tagore Street, Kolkata-700007, Corporate Office: PS Srijan Tech Park, DN-52, 10th Floor, Salt Lake City, Sector – V, Kolkata 700091.)

LIL is engaged in the business of manufacturing, marketing, selling and distribution of knitted apparel including hosiery. LIL is listed on the National Stock Exchange of India Limited and the BSE Limited.

BUSINESS MODEL/BUSINESS OVERVIEW AND STRATEGY

Overview

The Company was originally incorporated as "Todi Hosiery Private Limited" on 20th October, 2004 under the Companies Act, 1956 in the State of West Bengal. It was converted to a public limited company in the year 2012, subsequently renamed to its present name i.e. J. M. Hosiery & Co. Limited and a fresh Certificate of Incorporation consequent upon change of name issued on 29th July, 2015 by the Registrar of Companies, West Bengal. J.M. Hosiery & Co Ltd carries on the business of manufacturers, importer, exporters and wholesale and retail dealers of & in hosiery goods of every kind, nature & description for men, women and children. The Company has GenX Brand which was introduced in the year 2010 and also being part of the LUX group, the brand has a strong support of resource capability and infrastructure. The Company has PAN India distribution network. The Company has an easy availability of low cost and proficient manpower that contributes extensively in the growth of the brand and the industry.

BOARD OF DIRECTORS

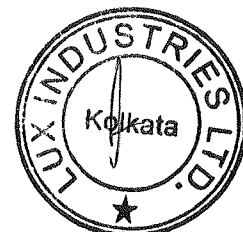
Sr. No.	Name	Designation	Qualification & Experience including current/past position held in other firms
1.	Ashok Kumar Todi	Director	Mr. Ashok Kumar Todi is a commerce graduate. He has more than 36 years of experience in hosiery business, finance and marketing.
2.	Rahul Kumar Todi	Whole Time Director	Mr. Rahul Kumar Todi holds Bachelor of Business Management degree. He has more than 14 years of experience in hosiery business.
3.	Navin Kumar Todi	Whole Time Director	Mr. Navin Kumar Todi holds Bachelor of Business Management degree. He has more than 14 years of experience in hosiery business.
4.	Pradip Kumar Todi	Director	Mr. Pradip Kumar Todi is a commerce graduate. He has more than 40 years of experience in hosiery business, designing and marketing.
5.	Bakul Ajitkumar Suchak	Independent Director	Mr. Bakul Ajitkumar Suchak holds Bachelors of Commerce degree. He has more than 10 years of experience in FMCG Business and 5 years of experience in hosiery business.

OBJECT OF THE ISSUE

The Company does not propose to raise any capital and hence the same is not applicable.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues/rights issues, if any, of the Company in the preceding 10 years.

The Company is an unlisted company and has not undertaken any public / rights issue since incorporation and hence the same is not applicable.



COMPOSITE SCHEME OF AMALGAMATION

Under the proposed Scheme, the Company is proposed to be amalgamated with Lux Industries Limited.

Upon sanction of the Scheme by the National Company Law Tribunal and the Securities and Exchange Board of India ("SEBI"), the Company would be demerged dissolved without being wound up.

Pursuant to the scheme of amalgamation LIL will issue shares in the following ratio:

For every 100 fully paid up equity shares of the Company having face value of Rs. 10 each and held by the members of the Company as on record date, 29 equity shares of Lux Industries Limited having a face value of Rs. 2 each, credited as fully paid up shall be issued to the members of the Company.

The appointed date for the amalgamation of the Company with Lux Industries Limited is April 1, 2018.

Pre-Scheme Shareholding pattern *

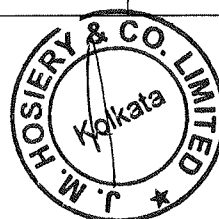
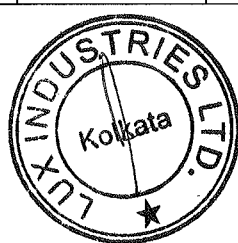
Sr. No.	Particulars	Pre-Scheme number of shares	% holding of Pre-Scheme
1	Promoter and Promoter Group	7446006	100%
2	Public	-	-
	Total	7446006	100%

* (i.e., shareholding pattern as on 26.06.2018 being the date on which the Scheme is approved by the Board of Directors of Lux Industries Limited)

AUDITED FINANCIALS

(Rs. In Lakhs)

Sl.No.	Standalone	FY 2018-19 (a)	FY 2017-18 (b)	FY 2016-17 (c)	FY 2015-16 (d)	FY 2014-15 (e)
1.	Total income from operations (net)	32879.65	29285.40	25425.19	22732.04	21,986.85
2.	Net Profit / (Loss) before tax, extraordinary items and Other Comprehensive Income (OCI) adjustments	2640.81	2521.90	1,344.67	1093.99	955.18
3.	Net Profit / (Loss) after tax, extraordinary items and before Other Comprehensive Income (OCI) adjustments	1851.47	1644.03	874.79	733.59	656.82
4.	Equity Share Capital	744.60	744.60	744.60	744.60	744.60
5.	Reserves and Surplus	10,255.59	8404.12	6760.09	5885.30	5151.70
6.	Net worth	11,000.19	9148.72	7504.69	6629.90	5896.30
7.	Basic earnings per share (Rs.)	24.87	22.08	11.71	9.85	8.98
8.	Diluted earnings per share (Rs.)	24.8	22.08	11.71	9.85	8.98
9.	Return on net worth (%) [item number 3 divided by	16.83%	17.97%	11.66%	11.06%	11.14%



	item number 6]					
10.	Net asset value per share (Rs.) [item number 6 divided by number of shares as at 31 st March]	147.73	112.87	100.79	89.04	79.19

The Company does not have any subsidiary for consolidation purpose.

INTERNAL RISK FACTORS

Since upon effectiveness of the Scheme, the company shall stand amalgamated into and with Lux Industries Limited, and shall be deemed to have been dissolved without winding up, this information is not applicable.

SUMMARY OF MATERIAL OUTSTANDING LITIGATIONS, PENAL ACTIONS

There are no material litigations outstanding against the Company or any criminal proceedings against any Promoter.

ANY OTHER IMPORTANT INFORMATION OF THE COMPANY – NIL

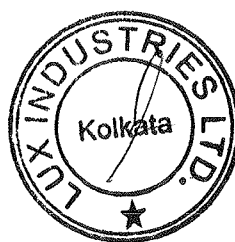
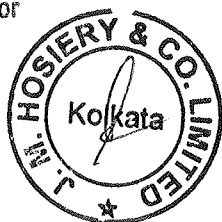
DECLARATION BY THE COMPANY

We hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by SEBI, established under Section 3 of the Securities and Exchange Board of India Act, 1992 as the case may be, have been complied with and no statement made in this abridged prospectus is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulations issued there under, as the case may be. We further certify that all statements in this Abridged Prospectus are true and correct.

J. M. Hosiery & Co. Limited

[Handwritten Signature]

Director



This is a Abridged Prospectus containing salient features of business of Ebell Fashions Private Limited ("the Company" or "EFPL") and composite scheme of amalgamation involving the Company and Lux Industries Limited.

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You may download the composite scheme of amalgamation from the websites of Lux Industries Limited and the stock exchanges where the equity shares of Lux Industries Limited are listed ("Stock Exchanges"); viz: www.luxinnerwear.com; www.nseindia.com; and www.bseindia.com.

EBELL FASHIONS PRIVATE LIMITED

Registered Office and Corporate Office:	PS Srijan Tech Park, DN-52, 10th Floor, Salt Lake City, Sector – V, Kolkata 700091	
Contact Person:	Mr. Udit Todi	Telephone: +9133 40402121
E-mail: cs@luxinnerwear.com	CIN: U25191WB1997PTC084787	

NAME OF PROMOTERS OF THE COMPANY

Mrs. Bimla Devi Todi, Mrs. Shobha Devi Todi, Mr. Rahul Todi, Mr. Navin Todi, Mr. Saket Todi, Mr. Udit Todi and M/s. Hollyfield Traders Pvt. Ltd.

SCHEME DETAILS, LISTING AND PROCEDURE

Pursuant to the Composite Scheme of Amalgamation amongst J.M. Hosiery & Co. Limited and Ebell Fashions Private Limited and their respective shareholders ("Scheme"), the Company is proposed to be amalgamated with Lux Industries Limited. For the purposes of obtaining approval under Regulation 37 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the designated stock exchange is BSE Limited.

Pursuant to the scheme, LIL shall issue its shares to the shareholders of the Company. Upon amalgamation, the Company shall be dissolved without being wound up.

PROMOTERS OF THE COMPANY

The Promoter of the Company are Mrs. Bimla Devi Todi, Mrs. Shobha Devi Todi, Mr. Rahul Todi, Mr. Navin Todi, Mr. Saket Todi, Mr. Udit Todi and M/s. Hollyfield Traders Pvt. Ltd.

Hollyfield Traders Private Limited ("HTPL") was incorporated on 21.03.1995 under the Companies Act, 1956 in the State of West Bengal. The CIN of the Company is U51109WB1995PTC069608. HTPL is a Non Banking Financial Company.

Name of listed group companies (based on market capitalisation)

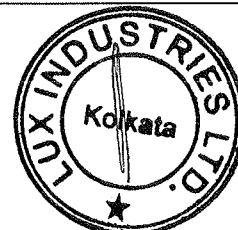
Lux Industries Limited ("LIL") (CIN: L17309WB1995PLC073053; Registered Office: 39, Kali Krishna Tagore Street, Kolkata – 700 007; Corporate Office: PS Srijan Tech Park, DN-52, 10th Floor, Salt Lake City, Sector – V, Kolkata 700091)

LIL is engaged in the business of manufacturing, marketing, selling and distribution of knitted apparel including hosiery. LIL is listed on the National Stock Exchange of India Limited and the BSE Limited.

BUSINESS MODEL/BUSINESS OVERVIEW AND STRATEGY

Overview

The Company was originally incorporated as "Ebel Polymers Private Limited" on 30th June, 1997 under the Companies Act, 1956 in the State of West Bengal. It was subsequently renamed to its present name i.e. Ebell Fashions Private Limited and a fresh Certificate of Incorporation consequent upon change of name issued on 7th May, 2013 by the Registrar of Companies, West Bengal. The Company is engaged, inter alia, in the business of manufacturing, marketing, selling and distribution of knitted apparel for women's under the Brand LYRA.



BUSINESS MODEL/BUSINESS OVERVIEW AND STRATEGY**Overview**

The Company was originally incorporated as "Ebel Polymers Private Limited" on 30th June, 1997 under the Companies Act, 1956 in the State of West Bengal. It was subsequently renamed to its present name i.e. Ebell Fashions Private Limited and a fresh Certificate of Incorporation consequent upon change of name issued on 7th May, 2013 by the Registrar of Companies, West Bengal. The Company is engaged, inter alia, in the business of manufacturing, marketing, selling and distribution of knitted apparel for women's under the Brand LYRA.

BOARD OF DIRECTORS

Sr. No.	Name	Designation	Qualification & Experience including current/past position held in other firms
1.	Bimla Devi Todi	Director	Mrs. Bimla Devi Todi holds Higher Secondary degree. She is the wife of Mr. Ashok Kumar Todi. She has more than 20 years of experience in hosiery business.
2.	Shobha Devi Todi	Director	Mrs. Shobha Devi Todi holds Higher Secondary degree. She is the wife of Mr. Pradip Kumar Todi. She has more than 20 years of experience in hosiery business.
3.	Udit Todi	Director	Mr. Udit Todi holds the degree of Master of Science in Finance from The London School of Economics and Political Science. He has more than 8 years of experience in hosiery business, finance and marketing.
4.	Saket Todi	Director	Mr. Saket Todi holds PG degree in brand management. He has more than 8 years of experience in hosiery business and marketing.

OBJECT OF THE ISSUE

The Company does not propose to raise any capital and hence the same is not applicable.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues/rights issues, if any, of the Company in the preceding 10 years.

The Company is an unlisted company and has not undertaken any public / rights issue since incorporation and hence the same is not applicable.

COMPOSITE SCHEME OF AMALGAMATION

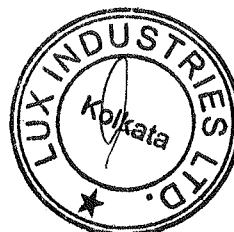
Under the proposed Scheme, the Company is proposed to be amalgamated with Lux Industries Limited.

Upon sanction of the Scheme by the National Company Law Tribunal and the Securities and Exchange Board of India ("SEBI"), the Company would be dissolved without being wound up.

Pursuant to the scheme of amalgamation LIL will issue shares in the following ratio:

For every 100 fully paid up equity shares of the Company having face value of Rs. 10 each and held by the members of the Company as on record date, 1142 Equity Shares of the Lux Industries Limited having a face value of Rs. 2 each, credited as fully paid up shall be issued to the members of the Company.

The appointed date for the amalgamation of the Company with Lux Industries Limited is April 1, 2018.



Pre-Scheme Shareholding pattern *

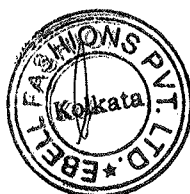
Sr. No.	Particulars	Pre-Scheme number of shares	% holding of Pre-Scheme
1	Promoter and Promoter Group	235000	100%
2	Public	-	-
	Total	235000	100%

* (i.e., shareholding pattern as on 26.06.2018 being the date on which the Scheme is approved by the Board of Directors of Lux Industries Limited)

AUDITED FINANCIALS

(Rs. In Lakhs)

Sl.No.	Standalone	FY 2018-19 (a)	FY 2017-18 (b)	FY 2016-17 (c)	FY 2015-16 (d)	FY 2014-15 (e)
1.	Total income from operations (net)	25460.95	19804.94	16482.04	16,049.26	9134.98
2.	Net Profit / (Loss) before tax, extraordinary items and Other Comprehensive Income (OCI) adjustments	4562.28	3317.78	2537.15	1,436.78	222.20
3.	Net Profit / (Loss) after tax, extraordinary items and before Other Comprehensive Income (OCI) adjustments	3218.19	2105.18	1656.58	891.76	155.84
4.	Equity Share Capital	23.50	23.50	23.50	23.50	23.50
5.	Reserves and Surplus	8372.34	5154.14	3048.96	1392.38	500.61
6.	Net worth	8395.84	5177.64	3072.46	1415.88	524.11
7.	Basic earnings per share (Rs.)	1369.44	895.82	704.93	379.47	66.31
8.	Diluted earnings per share (Rs.)	1369.44	895.82	704.93	379.47	66.31
9.	Return on net worth (%) [item number 3 divided by item number 6]	38.33%	40.66%	53.92%	62.98%	29.73%
10.	Net asset value per share (Rs.) [item number 6 divided by number of shares as at 31 st March]	3572.69	2203.25	1307.43	602.50	223.03



The Company does not have any subsidiary for consolidation purpose.

INTERNAL RISK FACTORS

Since upon effectiveness of the Scheme, the company shall stand amalgamated into and with Lux Industries Limited, and shall be deemed to have been dissolved without winding up, this information is not applicable.

SUMMARY OF MATERIAL OUTSTANDING LITIGATIONS, PENAL ACTIONS

There are no material litigations outstanding against the Company or any criminal proceedings against any Promoter.

ANY OTHER IMPORTANT INFORMATION OF THE COMPANY – NIL

DECLARATION BY THE COMPANY

We hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by SEBI, established under Section 3 of the Securities and Exchange Board of India Act, 1992 as the case may be, have been complied with and no statement made in this abridged prospectus is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulations issued there under, as the case may be. We further certify that all statements in this Abridged Prospectus are true and correct.

Ebell Fashions Pvt. Ltd.

Director

