

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)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

L24117WB1962PLC025584

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCB0979M

(ii) (a) Name of the company

BINANI INDUSTRIES LIMITED

(b) Registered office address

37/2, Chinar Park, New Town, Rajarhat Main Road
P.O. Hatiara
Kolkata
Kolkata
West Bengal
700157

(c) *e-mail ID of the company

VIJI@BINANI.NET

(d) *Telephone number with STD code

02241263000

(e) Website

www.binaniindustries.com

(iii) Date of Incorporation

02/08/1962

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BOMBAY, CALCUTTA, NATIONAL STOCK EXCHANGE	1,028

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

30/12/2021

(b) Due date of AGM

31/12/2021

(c) Whether any extension for AGM granted

Yes No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

T36716124

Pre-fill

(e) Extended due date of AGM after grant of extension

31/03/2022

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J1	Publishing of Newspapers, Books, periodicals, etc. activities	98.55

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

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

6

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	Nirbhay Management Services	U74140WB1996PTC104363	Subsidiary	100
2	Royal Vision projects private li	U45400WB2013PTC195662	Subsidiary	100
3	Edayar zinc Limited	U27204WB2000PLC091214	Subsidiary	89.9
4	RBG Minerals Industries Limite	U27101RJ1997PLC014021	Subsidiary	100
5	BII Infratech Limited	U45400WB2010PLC151807	Subsidiary	100
6	Global Composite Holdings IN		Subsidiary	100

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

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	44,000,000	31,366,175	31,366,175	31,366,175
Total amount of equity shares (in Rupees)	440,000,000	313,661,750	313,661,750	313,661,750

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	44,000,000	31,366,175	31,366,175	31,366,175
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	440,000,000	313,661,750	313,661,750	313,661,750

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	12,298,000	12,298,000	12,298,000	12,298,000
Total amount of preference shares (in rupees)	1,229,800,000	1,229,800,000	1,229,800,000	1,229,800,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	12,298,000	12,298,000	12,298,000	12,298,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	1,229,800,000	1,229,800,000	1,229,800,000	1,229,800,000

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	1,605,532	29,760,643	31366175	313,661,750	313,661,750	
Increase during the year	0	0	0	0	0	0
i. Public 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	0	0	0	0	0	0
i. Buy-back 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	1,605,532	29,760,643	31366175	313,661,750	313,661,750	
Preference shares						
At the beginning of the year	12,298,000	0	12298000	1,229,800,000	1,229,800,000	
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	12,298,000	0	12298000	1,229,800,000	1,229,800,000	

ISIN of the equity shares of the company

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

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

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes 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 annual general meeting		<input style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100px;" type="text"/>

Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		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	Increase during 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)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

(i) Turnover

6,865,827

(ii) Net worth of the Company

-369,683,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	8,650	0.03	0	0
	(ii) Non-resident Indian (NRI)	1,470,740	4.69	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)	15,024,264	47.9	12,298,000	100
10.	Others	0	0	0	0
	Total	16,503,654	52.62	12,298,000	100

Total number of shareholders (promoters)

8

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	11,771,958	37.53	0	0
	(ii) Non-resident Indian (NRI)	781,776	2.49	0	0
	(iii) Foreign national (other than NRI)	5,050	0.02	0	0
2.	Government				
	(i) Central Government	90	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	550,795	1.76	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	2,410	0.01	0	0
6.	Foreign institutional investors	600	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	1,084,955	3.46	0	0
10.	Others IEPF558329, office bearers 3	664,887	2.12	0	0
	Total	14,862,521	47.39	0	0

Total number of shareholders (other than promoters) 42,367

**Total number of shareholders (Promoters+Public/
Other than promoters)** 42,375

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

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	8	8
Members (other than promoters)	43,312	42,367
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	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	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	0	0	0	0	0
Total	2	4	2	4	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

6

(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)
Braj Binani	00009165	Director	65,625	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Rajesh Bagri	00191709	Director	0	
NILESH RAMANLAL D	00249715	Director	0	30/12/2021
SHARDUL DILIP SHAH	02061996	Director	0	30/12/2021
SOUREN KUMAR CHA	08438486	Director	0	30/12/2021
VISALAKSHI SRIDHAR	07325198	Managing Director	0	

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

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ 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

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	29/12/2020	43,285	44	0.1

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	31/07/2020	6	6	100
2	25/11/2020	6	5	83.33
3	28/01/2021	6	5	83.33
4	19/02/2021	6	5	83.33
5	19/03/2021	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

7

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	31/07/2020	4	4	100
2	Audit Committee	25/11/2020	4	4	100
3	Audit Committee	28/01/2021	4	3	75
4	Audit Committee	19/02/2021	4	4	100
5	Audit Committee	19/03/2021	4	4	100
6	Nomination and Remuneration	25/11/2020	4	2	50
7	Stakeholders Forum	19/03/2021	4	3	75

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	30/12/2021
								(Y/N/NA)
1	Braj Binani	5	2	40	0	0	0	No
2	Rajesh Bagri	5	5	100	2	1	50	Yes
3	NILESH RAMA	5	5	100	7	7	100	Yes
4	SHARDUL DIL	5	5	100	7	6	85.71	Yes
5	SOUREN KUM	5	5	100	7	5	71.43	Yes
6	VISALAKSHI S	5	5	100	5	5	100	Yes

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Visalakshi Sridhar	Managing Director	5,934,792	0	0	0	0
	Total		5,934,792	0	0	0	0

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Visalakshi Sridhar	CS	0	0	0	0	0
2	Visalakshi Sridhar	CFO	0	0	0	0	0
	Total		0	0	0	0	0

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Braj Bhushandas Bhatnagar	Non Executive Director	0	0	0	25,000	0
2	Nilesh R Doshi	Independent Director	0	0	0	295,000	0
3	Shardul Shah	Independent Director	0	0	0	295,000	0
4	Rajesh Kumar Bagaria	Non Executive Director	0	0	0	135,000	0
5	Souren Kumar Chatterjee	Independent Director	0	0	0	25,000	0
	Total		0	0	0	775,000	0

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

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

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

Uma Lodha

Whether associate or fellow

Associate Fellow

Certificate of practice number

2593

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.

Declaration

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

(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 complied 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.
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



DIN of the director

00191709

To be digitally signed by





सत्यमेव जयते

**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies
Nizam Palace, 2nd MSO Building 2nd Floor, Kolkata, West Bengal, India, 700020

DATED : 06-09-2021

IN THE MATTER OF M/S BINANI INDUSTRIES LIMITED CIN L24117WB1962PLC025584

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2021 and the Annual general meeting of the company is due to be held on 31-12-2021 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN T36716124 on 21-08-2021 requesting for an extension of time for the purpose of holding AGM on the following grounds

AGM extension is allowed up to 31st December 2021

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 3 months 0 days is considered.

ORDER

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 3 months 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.



Yours faithfully,

BENUDHAR MISHRA

Registrar of Companies

RoC - Kolkata

Mailing Address as per record available in Registrar of Companies office:

BINANI INDUSTRIES LIMITED
37/2, Chinar Park, New Town, Rajarhat Main Road, P.O. Hatiara, Kolkata,
Kolkata, West Bengal, India, 700157



Note: This letter is to be generated only when the application is approved by RoC office

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of
Companies (Management and Administration) Rules, 2014]

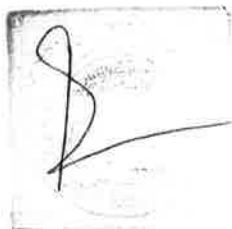
CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records, books and papers of **BINANI INDUSTRIES LIMITED** (CIN NO. L24117WB1962PLC025584) (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made thereunder for the financial year ended on 31st March 2021. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made thereunder in respect of:

1. The Company being a Public Limited Company has the prescribed paid-up Capital;
2. The Company has kept and maintained all registers as stated in Annual Return as per the provisions of the Act and the Rules made there under and all entries therein have been duly recorded within prescribed time;
3. The Company has duly filed the forms and returns as stated in the Annual Return with the Registrar of Companies, Regional Director, Central Government and other authorities wherever required within the prescribed time period (including the Extension granted by Ministry of Corporate Affairs from time to time) under the Act and the Rules made there under;
4. The Company has duly convened/held/called meetings of its Board of Directors and its committees and the meetings of the members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. The Register of Members and Share Transfer books of the Company remained closed from 22nd December 2020 to 29th December, 2020 (both days inclusive).



UMA LODHA & CO.
COMPANY SECRETARIES

6 During the year under review, the Company has not advanced any loans under Section 185 of the Companies Act, 2013.

7. As per the representation given by the Company, the Company has entered into contract(s)/arrangement(s) with its Related Party and the necessary compliances under Section 188 of the Act has been duly made.

8. The Company has not allotted any Equity shares during the year under review. Further necessary transfers and transmission have been effected within the stipulated time and the share certificates have been issued in compliance with the necessary regulations.

9. There were no instances necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act during the financial year under review.

10. During the financial year under review.

(i) The Company has not declared any dividend.

(ii) *As per sub-section (6) of section 124 of the Companies Act, Company is yet to transfer shares in respect of which dividend has not been paid or claimed for seven consecutive years or more to the Investor Education and Protection Fund in the manner as specified in Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.*

11. The Board of Directors and Key Managerial Personnel have duly signed Audited Financial Statement as per the provisions of Section 134 of the Companies Act, 2013.

However, the Board's Report for the financial year 2019-2020 was signed by only one Director i.e. Managing Director which is not in accordance with Section 134 of the Companies Act, 2013 However the same was subsequently signed by two Directors in accordance with the provisions of the act.

12. (i) During the year under review, the Board of Directors and Key Managerial Personnel of the Company is duly constituted.

Moreover, following changes occurred in the composition of Board and KMP after the end of financial year till the date of issuing this report:

- Mrs. Visalakshi Sridhar re-appointed as Managing Director of the Company for a period of two years effective from 13th August, 2021 to 31st July, 2023.



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- Mr. Souren Kumar Chatterjee (DIN – 08438486) has completed one term as Independent Director of the Company and has shown his disinterest in being reappointed for second term.
- Mr. Nilesh R. Doshi (DIN – 00249715), Independent Director of the Company retired from the Company with effect from 30th December 2021, after completion of his two terms.
- Mr. Shardul Shah (DIN – 02061996), Independent Director of the Company retired from the Company with effect from 30th December 2021, after completion of his two terms.

(ii) Directors and Key Managerial Personnel have disclosed their interest in other Firms/ Companies to the Board of Directors pursuant to the provisions of the Act and the Rules made thereunder.

(iii) Remuneration paid to Key Managerial Personnel's during the financial year under review was within the limits as set out the provisions of the Act.

13. The Company has duly appointed M/s. V. P. Thacker & Co., Chartered Accountants, Mumbai, (FRN:118696W) as the Statutory Auditors of the Company at the 57th AGM held on 29th December, 2020 for the period of five years as per the provisions of Section 139 of the Act;

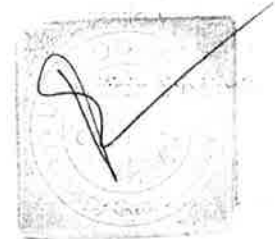
14. The Company has obtained the necessary approvals of the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act whenever and whichever is applicable during the financial year under review.

15. The Company has not accepted any deposits including any unsecured loans falling within the purview of Section 73, 74, 75 and 76 of the Act during the financial year under review.

16. During the year under review, the amount borrowed by the Company are within the limits as prescribed under Section 180(1) (c) of the Companies Act, 2013.

17. The Company has granted loan to a Body Corporate covered under Section 186 of the Companies Act, 2013 at nil rate of interest which is not in compliance with Section 186(7) of the Companies Act, 2013.

18. The Company has not altered its Memorandum of Association and Articles of Association during the year under review.



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19. During the year under review, Company passed following resolutions through postal ballot as disclosed in their postal ballot notice dated 14/03/2020 and it was concluded on 17th July,2020 as follows:

- Sale / Disposal of 100% shares held by the Company in subsidiaries - Not Passed with requisite majority.
- Cancellation of Paid-up Share Capital of the Company u/s 66(1)(b)(i) of the Companies Act, 2013- passed as Special Resolution.

Place: Mumbai
Date: 10.02.2022

For UMA LODHA & CO.
(Company Secretaries)
Membership No. 5363
C.P. No. 2593


Uma Lodha
Proprietor

UDIN No. F005363C002512912

