### 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**)

L24231GJ1992PLC017315

AAACH3787Q

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Form language Refer the instruction kit for filing the form.

#### 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) (i

(iii)

| (a) Name of the company |  | HERANE                  | BA INDUSTRIES LIMITED |                             |  |
|-------------------------|--|-------------------------|-----------------------|-----------------------------|--|
| (b)                     | Registered office address  |                         |                       |                             |  |
| (<br>)<br>)<br>(        | PLOT NO 1504/1505/1506/1<br>GIDC, PHASE-III<br>/API<br>/alsad<br>Gujarat |                         |                       |                             |  |
| (c)                     | *e-mail ID of the company  |                         | abdul@                | heranba.com                 |  |
| (d)                     | *Telephone number with STD co  | de                      | 912228                | 987912                      |  |
| (e)                     | Website  |                         | www.he                | eranba.co.in                |  |
|                         | Date of Incorporation  |                         | 17/03/1               | 992                         |  |
|                         | Type of the Company  | Category of the Company |                       | Sub-category of the Company |  |

| (iv)    | Type of the Company                | Category of the Company |             | Sub-category of the Company   |
|---------|------------------------------------|-------------------------|-------------|-------------------------------|
|         | Public Company                     | Company limited         | l by shares | Indian Non-Government company |
| (v) Wh  | ether company is having share ca   | pital                   | Yes         | ○ No                          |
| (vi) *W | hether shares listed on recognized | d Stock Exchange(s)     | • Yes       | O No                          |

#### (a) Details of stock exchanges where shares are listed

| S. No.               |                  | Stock Exchange Na         | ime        |           |                 | Code           | ]            |
|----------------------|------------------|---------------------------|------------|-----------|-----------------|----------------|--------------|
|                      |                  | <b>BSE LIMITED</b>        |            |           |                 | 1              |              |
|                      | Natio            | onal Stock Exchange of Ir | ndia Limit | ed        |                 | 1,024          |              |
|                      | -                | d Transfer Agent          |            |           | U999999MI       | H1994PTC076534 | Pre-fill     |
|                      | he Registrar and |                           |            |           |                 |                | ]            |
| Registere            | d office address | of the Registrar and Tr   | ansfer A   | gents     |                 |                |              |
| E-3 ANSA<br>SAKINAKA |                  | TESAKI VIHAR ROAD         |            |           |                 |                |              |
| /ii) *Financial      | year From date   | 01/04/2020                | (DD/MI     | M/YYYY)   | To date         | 31/03/2021     | (DD/MM/YYYY) |
| /iii) *Whether       | Annual general r | meeting (AGM) held        |            | Ye        | es 🔿            | No             |              |
| (a) If yes,          | date of AGM      | 14/09/2021                |            |           |                 |                |              |
| (b) Due da           | ate of AGM       | 30/09/2021                |            |           |                 |                |              |
|                      | -                | for AGM granted           | HE CC      | O<br>MPAN | Yes<br><b>Y</b> | No             |              |

| *Number of business activities 1 |  |
|----------------------------------|--|
|----------------------------------|--|

| S.No | Main<br>Activity<br>group code | Description of Main Activity group | Business<br>Activity<br>Code |   | % of turnover<br>of the<br>company |
|------|--------------------------------|------------------------------------|------------------------------|---|------------------------------------|
| 1    | С                              | Manufacturing                      | C6                           | Chemical and chemical products, pharmaceuticals, medicinal chemical and | 100                                |

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

| *No. of Companies for which information is to be given | 1 |  |
|--|---|--|
|--|---|--|

| S.No | Name of the company         | CIN / FCRN | Holding/ Subsidiary/Associate/<br>Joint Venture | % of shares held |
|------|-----------------------------|------------|---|------------------|
| 1    | Changzrhou Heranba Crop Sci |            | Subsidiary                                      | 100              |

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

#### (i) \*SHARE CAPITAL

(a) Equity share capital

| Particulars                                  | Authorised capital | lssued<br>capital | Subscribed capital | Paid up capital |
|--|--------------------|-------------------|--------------------|-----------------|
| Total number of equity shares                | 45,000,000         | 40,013,467        | 40,013,467         | 40,013,467      |
| Total amount of equity shares (in<br>Rupees) | 450,000,000        | 400,134,670       | 400,134,670        | 400,134,670     |

Number of classes

| Class of Shares                           | Authorised capital | Issued<br>capital | Subscribed capital | Paid up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Number of equity shares                   | 45,000,000         | 40,013,467        | 40,013,467         | 40,013,467      |
| Nominal value per share (in rupees)       | 10                 | 10                | 10                 | 10              |
| Total amount of equity shares (in rupees) | 450,000,000        | 400,134,670       | 400,134,670        | 400,134,670     |

1

#### (b) Preference share capital

| Particulars                                   | Authorised capital | Issued<br>capital | Subscribed capital | Paid-up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Total number of preference shares             | 0                  | 0                 | 0                  | 0               |
| Total amount of preference shares (in rupees) | 0                  | 0                 | 0                  | 0               |

Number of classes

| Class of shares                               | Authorised<br>capital | ICapital | Subscribed capital | Paid up capital |
|---|-----------------------|----------|--------------------|-----------------|
| Number of preference shares                   |                       |          |                    |                 |
| Nominal value per share (in rupees)           |                       |          |                    |                 |
| Total amount of preference shares (in rupees) |                       |          |                    |                 |

0

#### (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<br>nominal<br>amount | Total<br>Paid-up<br>amount | Total<br>premium |  |
|------------------------------|------------------|------------|----------------------------|----------------------------|------------------|--|
| Equity shares                | Physical         | DEMAT      | Total                      |                            |                  |  |
| At the beginning of the year | 0                | 39,056,530 | 39056530                   | 390,565,30(                | 390,565,30       |  |

| Increase during the year                      | 0 | 956,937    | 956937   | 9,569,370   | 9,569,370  | 590,430,129 |
|---|---|------------|----------|-------------|------------|-------------|
| i. Pubic Issues                               |   |            | 956937   |             |            | 590,430,129 |
|   | 0 | 956,937    | 900937   | 9,569,370   | 9,009,370  | 590,430,129 |
| 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                        | 0 | 40,013,467 | 40013467 | 400,134,670 | 400,134,67 |             |
| Preference shares                             |   |            |          |             |            |             |
| At the beginning of the year                  | 0 | 0          | 0        | 0           | 0          |             |
| 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                      |   |            |          |             |            |             |
| i. Redemption of shares                       | 0 | 0          | 0        | 0           | 0          | 0           |
|   | 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          | 0 | 0 | 0 | 0 | 0 |   |

ISIN of the equity shares of the company

#### INE694N01015

0

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

|                |                      |     | L    |       |
|----------------|----------------------|-----|------|-------|
| Class o        | f shares             | (i) | (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) \*

| $\square$ | Nil<br>[Details being provided in a CD/Digital Media] | ) Yes | 🔿 No | O Not Applicable |
|-----------|---|-------|------|------------------|
|           | Separate sheet attached for details of transfers      | O 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        |  |  |  |  |  |  |
|--|--|--|--|--|--|--|
| Date of registration of transfer (Date Month Year) |  |  |  |  |  |  |
| Type of transfer                                   | - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock |  |  |  |  |  |
| Number of Shares/ Debentures/<br>Units Transferred | Amount per Share/<br>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 of transfer (Date Month Year)                           |             |  |            |  |  |  |
| Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock |             |  |            |  |  |  |
| Number of Shares/ D<br>Units Transferred                                     | Debentures/ | Amount per Share/<br>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 |  |  |  |

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

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

| Particulars | Nominal value per<br>unit | Total value |
|-------------|---------------------------|-------------|
| Total       |                           | 0           |

#### Details of debentures

| Class of debentures           | Outstanding as at the beginning of the year | - | Decrease during the<br>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        |                     |
|            |            |                  |               |                  |                     |
|            |            |                  |               |                  |                     |
|            |            |                  |               |                  |                     |
|            |            |                  |               |                  |                     |
|            |            |                  |               |                  |                     |
|            |            |                  |               |                  |                     |
|            |            |                  |               |                  |                     |
| Total      |            |                  |               |                  |                     |
|            |            |                  |               |                  |                     |
|            |            |                  |               |                  |                     |

0

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

(i) Turnover

12,186.47

#### (ii) Net worth of the Company

5,281.34

#### VI. (a) \*SHARE HOLDING PATTERN - Promoters

| S. No.   | Category                                | Equ              | ity        | Prefere          | ence       |
|----------|---|------------------|------------|------------------|------------|
|          |   | Number of shares | Percentage | Number of shares | Percentage |
| 1.       | Individual/Hindu Undivided Family       |                  |            |                  |            |
|          | (i) Indian                              | 29,058,242       | 72.62      | 0                |            |
|          | (ii) Non-resident Indian (NRI)          | 0                | 0          | 0                |            |
|          | (iii) Foreign national (other than NRI) | 0                | 0          | 0                |            |
| 2.       | Government                              |                  |            |                  |            |
|          | (i) Central Government                  | 0                | 0          | 0                |            |
| <u> </u> | (ii) State Government                   | 0                | 0          | 0                |            |
|          | (iii) Government companies              | 0                | 0          | 0                |            |

|     | Tot                                     | al 29,671,530 | 74.15 | 0 | 0 |
|-----|---|---------------|-------|---|---|
| 10. | Others                                  | 0             | 0     | 0 |   |
| 9.  | Body corporate<br>(not mentioned above) | 613,288       | 1.53  | 0 |   |
| 8.  | Venture capital                         | 0             | 0     | 0 |   |
| 7.  | Mutual funds                            | 0             | 0     | 0 |   |
| б.  | Foreign institutional investors         | 0             | 0     | 0 |   |
| 5.  | Financial institutions                  | 0             | 0     | 0 |   |
| 4.  | Banks                                   | 0             | 0     | 0 |   |
| 3.  | Insurance companies                     | 0             | 0     | 0 |   |

#### Total number of shareholders (promoters)

11

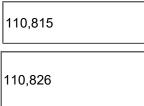
#### (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category                                | Equi             | ity        | Preference       |            |  |
|--------|---|------------------|------------|------------------|------------|--|
|        |   | Number of shares | Percentage | Number of shares | Percentage |  |
| 1.     | Individual/Hindu Undivided Family       |                  |            |                  |            |  |
|        | (i) Indian                              | 5,991,103        | 14.97      | 0                |            |  |
|        | (ii) Non-resident Indian (NRI)          | 44,847           | 0.11       | 0                |            |  |
|        | (iii) Foreign national (other than NRI) | 0                | 0          | 0                |            |  |
| 2.     | Government                              |                  |            |                  |            |  |
|        | (i) Central Government                  | 0                | 0          | 0                |            |  |
|        | (ii) State Government                   | 0                | 0          | 0                |            |  |
|        | (iii) Government companies              | 0                | 0          | 0                |            |  |
| 3.     | Insurance companies                     | 657,113          | 1.64       | 0                |            |  |
| 4.     | Banks                                   | 0                | 0          | 0                |            |  |
| 5.     | Financial institutions                  | 0                | 0          | 0                |            |  |
| б.     | Foreign institutional investors         | 1,540,387        | 3.85       | 0                |            |  |
| 7.     | Mutual funds                            | 604,384          | 1.51       | 0                |            |  |

| 8.  | Venture capital                         | 0          | 0     | 0 |   |
|-----|---|------------|-------|---|---|
|     | Body corporate<br>(not mentioned above) | 548,393    | 1.37  | 0 |   |
| 10. | Others ALTERNATIVE INVESTMENT           | 955,710    | 2.39  | 0 |   |
|     | Total                                   | 10,341,937 | 25.84 | 0 | 0 |

Total number of shareholders (other than promoters)

Total number of shareholders (Promoters+Public/ Other than promoters)



12

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

Number of shares % of shares held Name of the FII Address Date of **Country of** Incorporation Incorporation held GOVERNMENT PENSI (CITIBANK N.A. CUSTODY SERVICES 558,210 1.4 COHESION MK BEST IC STANDARD CHARTERED BANK 'SE 0.6 239,246 DOVETAIL INDIA FUNI 'DBS BANK LTD GROUND FLOOR 'E 0.6 239,246 JUPITER INDIA FUND CITIBANK N.A. CUSTODY SERVICES 159,505 0.4 SOCIETE GENERALE SECURITIES SERVIC 120,098 0.3 MORGAN STANLEY AS CITIBANK N.A. CUSTODY SERVICES 0.3 119,618 JUPITER SOUTH ASIA I JPMORGAN CHASE BANK N.A. 'INE 79,745 0.2 NOMURA SINGAPORE HSBC SECURITIES SERVICES '11TH 0.04 15,894 PREMIER INVESTMENT C/O KOTAK MAHINDRA BANK LIM 8,142 0.01 UNICORN GLOBAL HE JCICI BANK LTD SMS DEPT 1ST FLO 324 0 RESONANCE OPPORTI 'Tower 3, Wing B, Kohinoor City Ma 324 0 TRANSATLANTIC ARBI 35 0

#### 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                         | 14                           | 11                     |
| Members<br>(other than promoters) | 0                            | 110,815                |
| 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<br>of the year |               | Percentage of shares held by<br>directors as at the end of year |               |
|--------------------------------------|--|---------------|---|---------------|---|---------------|
|                                      | Executive  | Non-executive | Executive                                     | Non-executive | Executive   | Non-executive |
| A. Promoter                          | 5  | 0             | 5   | 0             | 62.32   | 0             |
| B. Non-Promoter                      | 0  | 5             | 0   | 5             | 0   | 0             |
| (i) Non-Independent                  | 0  | 0             | 0   | 0             | 0   | 0             |
| (ii) Independent                     | 0  | 5             | 0   | 5             | 0   | 0             |
| C. Nominee Directors<br>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                                | 5  | 5             | 5   | 5             | 62.32   | 0             |

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

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

| Name               | DIN/PAN  | Designation | Number of equity<br>share(s) held | Date of cessation (after closure of financial year : If any) |
|--------------------|----------|-------------|-----------------------------------|--|
| SADASHIV KANYANA S | 00038681 | Director    | 7,201,796                         |  |

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| Name               | DIN/PAN    | Designation        | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|--------------------|------------|--------------------|--------------------------------|--|
| RAGHURAM KANYAN    | 00038703   | Managing Director  | 11,849,946                     |  |
| SUJATA SADASHIV SH | 00632563   | Whole-time directo | 3,230,400                      |  |
| VANITA RAGHURAM S  | 02493401   | Whole-time directo | 2,018,000                      |  |
| RAUNAK RAGHURAM    | 08006529   | Whole-time directo | 636,250                        |  |
| NIMESH SAHADEO SII | 00062998   | Director           | 0                              |  |
| KAUSHIK HASMUKHL#  | 01265059   | Director           | 0                              |  |
| GANESH NARAYAN V/  | 07833853   | Director           | 0                              |  |
| MULKY VISHWANATH   | 08168960   | Director           | 0                              |  |
| ANILKUMAR MOHANR   | 08193193   | Director           | 0                              |  |
| MAHESHWAR VASAN    | ACHPG2298R | CFO                | 0                              | 30/06/2021   |
| ABDUL LATIF        | ABYPL6631P | Company Secretar   | 0                              |  |

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

| Name | beginning / during | Ichange in designation/ | Nature of change (Appointment/<br>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 | 2               |  |                               |                            |  |
|-------------------------|-----------------|--|-------------------------------|----------------------------|--|
| Type of meeting         | Date of meeting | Total Number of<br>Members entitled to | Attendance                    |                            |  |
|                         |                 | attend meeting                         | Number of members<br>attended | % of total<br>shareholding |  |
| AGM                     | 28/09/2020      | 14                                     | 10                            | 97.23                      |  |
| EOGM                    | 16/09/2020      | 14                                     | 10                            | 97.23                      |  |

#### **B. BOARD MEETINGS**

\*Number of meetings held

13

0

| S. No. |            |            |                              |                 |  |
|--------|------------|------------|------------------------------|-----------------|--|
|        |            | of meeting | Number of directors attended | % of attendance |  |
| 1      | 04/06/2020 | 10         | 9                            | 90              |  |
| 2      | 21/08/2020 | 10         | 10                           | 100             |  |
| 3      | 09/09/2020 | 10         | 7                            | 70              |  |
| 4      | 23/09/2020 | 10         | 10                           | 100             |  |
| 5      | 27/11/2020 | 10         | 8                            | 80              |  |
| 6      | 04/12/2020 | 10         | 8                            | 80              |  |
| 7      | 10/02/2021 | 10         | 8                            | 80              |  |
| 8      | 15/02/2021 | 10         | 8                            | 80              |  |
| 9      | 22/02/2021 | 10         | 7                            | 70              |  |
| 10     | 26/02/2021 | 10         | 8                            | 80              |  |
| 11     | 27/02/2021 | 10         | 6                            | 60              |  |
| 12     | 02/03/2021 | 10         | 6                            | 60              |  |

#### C. COMMITTEE MEETINGS

| Number o | of meeting | gs held         |            | 13  |                   |                 |
|----------|------------|-----------------|------------|---|-------------------|-----------------|
| S.       | . No.      | Type of meeting |            | Total Number<br>of Members as<br>on the date of | Number of members | Attendance      |
|          |            |                 |            |   | attended          | % of attendance |
|          | 1          | Audit Committe  | 04/06/2020 | 3   | 3                 | 100             |
|          | 2          | Audit Committe  | 21/08/2020 | 3   | 3                 | 100             |
|          | 3          | Audit Committe  | 09/09/2020 | 3   | 3                 | 100             |
|          | 4          | Audit Committe  | 27/11/2020 | 3   | 3                 | 100             |
|          | 5          | Audit Committe  | 04/12/2020 | 3   | 3                 | 100             |
|          | 6          | Audit Committe  | 10/02/2021 | 3   | 3                 | 100             |
|          | 7          | Audit Committe  | 27/02/2021 | 3   | 3                 | 100             |
|          | 8          | Nomination an   | 16/03/2021 | 3   | 3                 | 100             |
|          | 9          | Stakeholder C   | 16/03/2021 | 3   | 3                 | 100             |

| S. No. | Type of<br>meeting | Date of meeting |   |   | Attendance<br>% of attendance |
|--------|--------------------|-----------------|---|---|-------------------------------|
|        | IPO Committee      |                 | 4 | 4 | 100                           |

#### D. \*ATTENDANCE OF DIRECTORS

|           |                         |   | Board Meetings        |                 |   | Committee Meetings    |                 |            |
|-----------|-------------------------|---|-----------------------|-----------------|---|-----------------------|-----------------|------------|
| S.<br>No. | Name<br>of the director | Number of<br>Meetings which<br>director was | Number of<br>Meetings | % of attendance | Number of<br>Meetings which<br>director was | Number of<br>Meetings | % of attendance | held on    |
|           |                         |   | attended              | allendance      |   | attended              | allendance      | 14/09/2021 |
|           |                         |   |                       |                 |   |                       |                 | (Y/N/NA)   |
| 1         | SADASHIV KA             | 12  | 12                    | 100             | 4   | 4                     | 100             | Yes        |
| 2         | RAGHURAM I              | 12  | 12                    | 100             | 2   | 2                     | 100             | Yes        |
| 3         | SUJATA SAD              | 12  | 12                    | 100             | 0   | 0                     | 0               | Yes        |
| 4         | VANITA RAGI             | 12  | 12                    | 100             | 0   | 0                     | 0               | Yes        |
| 5         | RAUNAK RAG              | 12  | 12                    | 100             | 0   | 0                     | 0               | Yes        |
| 6         | NIMESH SAH              | 13  | 11                    | 84.62           | 1   | 1                     | 100             | Yes        |
| 7         | KAUSHIK HAS             | 13  | 12                    | 92.31           | 12  | 12                    | 100             | Yes        |
| 8         | GANESH NAF              | 13  | 13                    | 100             | 8   | 8                     | 100             | Yes        |
| 9         | MULKY VISH              | 13  | 13                    | 100             | 11  | 11                    | 100             | Yes        |
| 10        | ANILKUMAR I             | 13  | 12                    | 92.31           | 2   | 2                     | 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

5

| S. No.   | Name                 | Designation        | Gross Salary      | Commission           | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|----------|----------------------|--------------------|-------------------|----------------------|-------------------------------|--------|-----------------|
| 1        | SADASHIV KANYA       | Chairman and E     | 15.55             | 0                    | 0                             | 0      | 15.55           |
| 2        | RAGHURAM KANY        | Managing Direct    | 13.82             | 59.98                | 0                             | 0      | 73.8            |
| 3        | SUJATA SADASHIV      | Wholetime Direc    | 1.32              | 0                    | 0                             | 0      | 1.32            |
| 4        | VANITA RAGHURA       | Wholetime Direc    | 1.32              | 0                    | 0                             | 0      | 1.32            |
| 5        | RAUNAK RAGHUR        | Wholetime Direc    | 1.45              | 0                    | 0                             | 0      | 1.45            |
|          | Total                |                    | 33.46             | 59.98                | 0                             | 0      | 93.44           |
| lumber c | of CEO, CFO and Comp | bany secretary who | se remuneration d | etails to be entered | 1                             | 2      | ·               |
| S. No.   | Name                 | Designation        | Gross Salary      | Commission           | Stock Option/                 | Others | Total<br>Amount |

| S. No. | Name          | Designation   | Gross Salary | Commission | Sweat equity | Others | Amount |
|--------|---------------|---------------|--------------|------------|--------------|--------|--------|
| 1      | MAHESHWAR VAS | CFO(KMP)      | 3.03         | 0          | 0            | 0      | 3.03   |
| 2      | ABDUL LATIF   | CompanySecret | 2.02         | 0          | 0            | 0      | 2.02   |
|        | Total         |               | 5.05         | 0          | 0            | 0      | 5.05   |

Number of other directors whose remuneration details to be entered

5

| S. No. | Name            | Designation     | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|-----------------|-----------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | KAUSHIK HASMUK  | Independent Dir | 0            | 0          | 0                             | 0.1    | 0.1             |
| 2      | NIMESH SAHADEC  | Independent Dir | 0            | 0          | 0                             | 0.09   | 0.09            |
| 3      | GANESH NARAYAI  | Independent Dir | 0            | 0          | 0                             | 0.1    | 0.1             |
| 4      | MULKY VISHWANA  | Independent Dir | 0            | 0          | 0                             | 0.1    | 0.1             |
| 5      | ANIL KUMAR MARI | Independent Dir | 0            | 0          | 0                             | 0.09   | 0.09            |
|        | Total           |                 | 0            | 0          | 0                             | 0.48   | 0.48            |

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

#### B. If No, give reasons/observations

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

| Name of the<br>company/ directors/<br>officers |  | Date of Order |   |                        | Details of appeal (if any)<br>including present status |
|--|--|---------------|---|------------------------|--|
| (B) DETAILS OF CO                              | MPOUNDING OF OF                              | FENCES 🔀 Ni   | I   |                        |  |
| Name of the<br>company/ directors/<br>officers | Name of the court/<br>concerned<br>Authority | Date of Order | Name of the Act and<br>section under which<br>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                           | KC SUTHAR            |
|--------------------------------|----------------------|
| Whether associate or fellow    | ○ Associate ● Fellow |
| Certificate of practice number | 4075                 |

#### 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. ..

11/06/2021

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 compiled with. I further declare that:

 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.

NA

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                      | RAGHURA<br>M KANYAN<br>SHETTY                                      |                    |              |                        |                    |     |
| DIN of the director           | 00038703   |                    |              |                        |                    |     |
| To be digitally signed by     | Abdul Digitally signed by<br>Abdul Latif<br>Latif 12:13:58 +05'30' |                    |              |                        |                    |     |
| Company Secretary             |  |                    |              |                        |                    |     |
| Company secretary in practice | 9  |                    |              |                        |                    |     |
| Membership number 17009       |  | Certificate of pra | ctice number | [                      |                    |     |
| Attachments                   |  |                    |              |                        | List of attachment | 5   |
| 1. List of share holders      | debenture holders  |                    | Attach       | MGT-8 F.pc             |                    |     |
| 2. Approval letter for ex     | tension of AGM;  |                    | Attach       | FPI DETAIL<br>MEETINGS | ATTACHMENTS.pd     | lf  |
| 3. Copy of MGT-8;             |  |                    | Attach       | CLARIFICA              | TION LETTER.pdf    |     |
| 4. Optional Attachemer        | it(s), if any  |                    | Attach       |                        |                    |     |
|                               |  |                    |              | [                      | Remove attachme    | ent |
| Modify                        | Check  | k Form             | Prescrutiny  |                        | Submit             |     |

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



**Corporate Off. :** 101 / 102, Kanchanganga, Factory Lane, Borivali (W), Mumbai - 400 092. INDIA. **Tel. :** +91-22-2898 7912 / 2898 7914, 2898 2133 / 44, 5070 5050, 5070 5101 **E:** compliance@heranba.com **W:** www.heranba.co.in **CIN** : L24231GJ1992PLC017315 **Admin. Off. :** 301, 3rd Floor, Soni Shopping Center, L. T. Road, Opp - Dwarka Hotel, Borivali (W), Mumbai-400 092. INDIA

Email : sales@heranba.com / intl\_mktg@heranba.com

To The Registrar of Companies, Mumbai, Maharashtra

#### Subject: - Clarification regarding Amount mentioned in Millions in form MGT-7

Dear Sir,

We would like to inform you that certain amount in the E-FORM MGT-7 has been mentioned in the millions, so please read the figures accordingly of the following column:

#### V. Turnover and Net Worth of the Company.

#### X. Remuneration of Directors and Key Managerial Personnel.

As the company is follow the Ind-AS and all the figures mentioned in the Balance Sheet –XBRL in millions only.

Kindly read the particular column accordingly.

Thanking You.

Yours Faithfully,

For and on behalf of the board Heranba Industries Limited

Abdul Latif Company secretary and Compliance officer Place: Mumbai Date: November 12, 2021





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#### Shareholding Pattern - Public /Other than promoter:

## C. Details of Foreign Portfolio Investors (FPIs) holding equity shares (fully paid-up and partly paid-up) Of the Company

(This is the full particulars of the Foreign Portfolio investors which has been reported in the e-form)

| SR<br>NO. | NAME OF THE<br>FOREIGN<br>PORTFOLIO<br>INVESTOR                                 | ADDRESS   | DATE OF<br>INCORPO<br>RATION | COUNTRY<br>OF<br>INCORPO<br>RATION | NUMBER<br>OF<br>SHARES<br>HELD | SHARE<br>HOLDI<br>NG IN<br>% |
|-----------|---|---|------------------------------|------------------------------------|--------------------------------|------------------------------|
| 1         | JUPITER INDIA FUND  | CITIBANK N.A. CUSTODY SERVICES,<br>'FIFC- 11TH FLR, G BLOCK, 'PLOT C-<br>54 AND C-55, BKC, 'BANDRA - EAST,<br>MUMBAI- 400098  |                              | -                                  | 159505                         | 0.4                          |
| 2         | GOVERNMENT PENSION<br>FUND GLOBAL   | CITIBANK N.A. CUSTODY SERVICES,<br>'FIFC- 11TH FLR, G BLOCK, 'PLOT C-<br>54 AND C-55, BKC, 'BANDRA - EAST,<br>MUMBAI, 400098  | -                            | -                                  | 558210                         | 1.4                          |
| 3         | MORGAN STANLEY ASIA<br>(SINGAPORE) PTE.   | CITIBANK N.A. CUSTODY SERVICES,<br>'FIFC- 11TH FLR, G BLOCK, 'PLOT C-<br>54 AND C-55, BKC, 'BANDRA - EAST,<br>MUMBAI, 400098  | -                            | -                                  | 119618                         | 0.3                          |
| 4         | NOMURA SINGAPORE  | HSBC SECURITIES SERVICES, '11TH<br>FLR, BLDG NO.3, NESCO - IT PARK,<br>NESCO COMPLEX, W E HIGHWAY,<br>GOREGAON EAST, MUMBAI, 400063                                       |                              | -                                  | 15894                          | 0.04                         |
| 5         | UNICORN GLOBAL<br>HEDGE FUND  | ICICI BANK LTD, 'SMS DEPT 1ST<br>FLOOR EMPIRE COMPLEX, '414 S B<br>MARG LOWER PAREL, 'MUMBAI<br>MAHARASHTRA, 400013   | -                            | -                                  | 324                            | 0                            |
| 6         | TRANSATLANTIC<br>ARBITRAGE FUND LTD   | ICICI BANK LTD, 'SMS DEPT IST<br>FLOOR EMPIRE COMPLEX, '414 S B<br>MARG LOWER PAREL, 'MUMBAI<br>MAHARASHTRA, 400013   | •                            | -                                  | 35                             | 0                            |
| 7         | COHESION MK BEST<br>IDEAS SUB-TRUST   | STANDARD CHARTERED BANK,<br>SECURITIES SERVICES, 3RD FLOOR,<br>23-25, MAHATMA GANDHI ROAD,<br>'FORT, MUMBAI, 400001   | ō                            | -                                  | 239246                         | 0.6                          |
| 8         | PREMIER INVESTMENT<br>FUND LIMITED  | C/O KOTAK MAHINDRA BANK<br>LIMITED, 'KOTAK INFINITI,<br>BLDG.NO.21, 6TH FLR, 'ZONE<br>IV,CUSTODY SERVS, INFINITY<br>PARK, GEN. AK VAIDYA MARG,<br>MALAD E, MUMBAI, 400097 | -                            |                                    | 8142                           | 0.02                         |
| 9         | DOVETAIL INDIA FUND<br>CLASS 6 SHARES   | DBS BANK LTD GROUND FLOOR.<br>EXPRESS TOWERS BLOCK III.<br>BACKBAY RECLAMATION<br>NARIMAN, POINT MUMBAI,400021  | -                            |                                    | 239246                         | 0.6                          |
| 10        | JUPITER SOUTH ASIA<br>INVESTMENT COMPANY<br>LIMITED - SOUTH ASIA<br>ACCESS FUND | JPMORGAN CHASE BANK N.A.,<br>'INDIA SUB CUSTODY, '6th FLOOR,<br>PARADIGM B. 'MINDSPACE, MALAD<br>W, MUMBAI, 400064  |                              | NUMBAI                             | 79745                          | 0.2                          |

ar



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| 11 | RESONANCE<br>OPPORTUNITIES FUND | Tower 3, Wing B, Kohinoor City Mall,<br>Kohinoor City, Kirol Road, 'Kurla(W),<br>MUMBAI MAHARASHTRA, 400070                                  | - | ~ | 324    | 0   |
|----|---------------------------------|--|---|---|--------|-----|
| 12 | SOCIETE GENERALE                | SBI SG GLOBAL SECURITIES<br>SERVICES PL, 'JEEVAN SEVA<br>ANNEXE BUILDING, A WING, 'GR<br>FLOOR, S V ROAD, 'SANTACRUZ<br>WEST, MUMBAI, 400054 | • |   | 120098 | 0.3 |

\*\*\*Details regarding Date of Incorporation and Country of Incorporation of Foreign Portfolio Investors are not available with the Registrar and Share transfer agent (RTA) as the same has not been received from the depositories.

For and on behalf of the board Heranba Industries Limited

Abdul Latif Company secretary and Compliance officer Place: Mumbai Date: November 12, 2021





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### IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS DURING THE YEAR 2020-21

#### B. Board Meetings

Number of meeting held: 13 Number of Meetings filled in E-form MGT-7: 12

The Following includes details of the Board and Committee meeting entered in e-form:

| Sr No. | Date of meeting | Total Number of<br>directors associated<br>as on the date of | Atte                         | endance         |
|--------|-----------------|--|------------------------------|-----------------|
|        |                 | meeting  | No. of Directors<br>Attended | % of Attendance |
| 1      | 04.06.2020      | 10   | 9                            | 90              |
| 2      | 21.08.2020      | 10   | 10                           | 100             |
| 3      | 09.09.2020      | 10   | 7                            | 70              |
| 4      | 23.09.2020      | 10   | 10                           | 100             |
| 5      | 27.11.2020      | 10   | 8                            | 80              |
| 6      | 04.12.2020      | 10   | 8                            | 80              |
| 7      | 10.02.2021      | 10   | 8                            | 80              |
| 8      | 15.02.2021      | 10   | 8                            | 80              |
| 9      | 22.02.2021      | 10   | 7                            | 70              |
| 10     | 26.02.2021      | 10   | 8                            | 80              |
| 11     | 27.02.2021      | 10   | 6                            | 60              |
| 12     | 02.03.2021      | 10   | 6                            | 60              |
| 13     | 16.03.2021      | 10   | 5                            | 50              |

#### C. Committee Meetings

Number of meeting held: 13 Number of Meetings filled in E-form MGT-7: 10

The Following includes details of the Board and Committee meeting entered in e-form:

| Sr<br>No. | Date of<br>meeting | Type of Meetings | Total Number of<br>directors<br>associated as on<br>the date of | Atter                           | ıdance             |
|-----------|--------------------|------------------|---|---------------------------------|--------------------|
|           |                    |                  | meeting   | No. of<br>Directors<br>Attended | % of<br>Attendance |
| 1         | 04.06.2020         | Audit Committee  | 3   | 3                               | 100                |
| 2         | 21.08.2020         | Audit Committee  | 3   | Acres                           | 100                |
| 3         | 09.09.2020         | Audit Committee  | 3   | OUSTRIE                         | 100                |
| 4         | 27.11.2020         | Audit Committee  | 3   | MUMBAI                          | 100                |



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| 5  | 04.12.2020 | Audit Committee                          | 3 | 3 | 100 |
|----|------------|--|---|---|-----|
| 6  | 10.02.2021 | Audit Committee                          | 3 | 3 | 100 |
| 7  | 27.02.2021 | Audit Committee                          | 3 | 3 | 100 |
| 8  | 16.03.2021 | Nomination and<br>Remuneration Committee | 3 | 3 | 100 |
| 9  | 16.03.2021 | Stakeholder Committee                    | 3 | 3 | 100 |
| 10 | 04.06.2020 | CSR Committee                            | 3 | 3 | 100 |
| 11 | 04.12.2020 | CSR Committee                            | 3 | 3 | 100 |
| 12 | 16.03.2021 | CSR Committee                            | 3 | 3 | 100 |
| 13 | 23.09.2020 | IPO Committee                            | 4 | 4 | 100 |

For and on behalf of the board Heranba Industries Limited

Abdul Latif Company secretary and Compliance officer Place: Mumbai Date: November 12, 2021



# K.C.SUTHAR & CO. **Company Secretaries** Peer Review No.1357/2021

## **CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE** [Form MGT-8]

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

I have examined the registers, records and books and papers of M/s Heranba Industries Limited [CIN: L24231GJ1992PLC017315] [the Company] having registered office at Plot No 1504/1505/1506/1 Gidc, Phase-Iii, Vapi-VaIsad-396195, Gujarat and Corporate office at 101 / 102, Kanchanganga, Factory Lane, Borivali - West, Mumbai 400092, Mumbai, Maharashtra as required to be maintained under the Companies Act, 2013 [the Act] and the rules made there under for the financial year ended on 31<sup>st</sup> 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 there under in respect of:

- 1. The Company being a public limited and listed company has the minimum prescribed paid-up capital during the said financial year as prescribed under the Act.
- 2. The Company has kept and maintained all the statutory registers as per the provisions of the Act and rules made there under and all the entries therein have been duly recorded.
- 3. The Company has duly filed the forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the time prescribed under the Act and the rules made thereunder.
- 4. The Company convened the meetings of Board of Directors and the meetings of

the members of the company on the due dates as stated in the annual return in respect of which proper notices were given and the proceedings were properly recorded in the Minutes Book maintained for the purpose and the same have been signed. Page 1 of 3

## K.C SUTHAR & Co.

- 5. The Company has not closed its Register of Members during the financial year. However, the Company has fixed the Record date for the purpose of payment of Interim Dividend.
- 6. The Company has not provided any loans/advances to companies in which directors are interested and also not provided any securities as Co- Borrower to obtain the loans by the companies in which directors are interested, as mentioned under section 185 of the Act.
- 7. The Company has entered into contracts with related party as specified in Section 188 of the Act after obtaining necessary approvals from the Board of directors and members at their meeting and complied with the provisions of the Act.
- 8. The Company during the financial year under review has issued / allotted securities in following manner:

During the financial year the company has made Initial Public Offering of 99, 71,937\* Equity Shares of face value of ₹10.00 each for cash at a price of ₹627.00 each, aggregating to ₹6,252.40 Million comprising the Fresh Issue of 9,56,937 Equity Shares aggregating to ₹600 million and the Offer for Sale of 90,15,000 Equity Shares aggregating to ₹5,652.40 million by the Selling Shareholders and complied with applicable laws, rules, regulations and guidelines, Pursuant to which the company's equity shares got listed on Stock Exchanges at BSE LTD and National Stock Exchange of India Ltd with effect from 05/03/2021.

9. There were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.

10.The Company had declared and paid Interim dividend during the financial year and complied with the provisions of the Act.

11. The Company was not required to transfer any amount to the Investor Education and Protection Fund as provided under section 125 of the Act.

12.The Board of Directors has signed the audited financial statements as per the provisions of section 134 of the Act and has duly complied with the all provisions of the Act.



13. The Company has not invited/accepted any deposits including any upon loans falling within the purview of section 73 during the financial year.

Page **2** of **3** 

## K.C SUTHAR & Co.

14.During the financial year the company has not borrowed from its directors, Financial institutions, However, the company has borrowed from banks during financial year ending 31<sup>st</sup> March, 2021, which is within the borrowing limits approved by the members of the company and the company is not require to create or modify the charge against such borrowing as the limit sanctioned by Bank is already registered with Registrar of Companies.

15. During the year the Company has made loans and Investment in other body corporate including Investment in Mutual funds, PSU Bonds etc, however the company has not given any guarantee or provided securities to other bodies corporate during the financial year as provided under section 186 of the Act.

16.The Company is covered under section 135 of the Companies Act-2013 for spending the 2% of its Average Net profit of last 3 financial years under the CSR and accordingly the company has spent the requisite amount under CSR Activities as per the provision of Act.

17. During the year under review, the company has not appointed any directors on the Board of the company as there was no casual vacancy in the board and the company having the proper board during the financial year as required under the Companies Act, and SEBI (LODR) Regulations.

18.The Company has not altered the Memorandum of Association of the company during the financial year ended on 31<sup>st</sup> March 2021.

19. The Company has not altered the Articles of Association of the company during the financial year ended on 31st March 2021

For K.C.SUTHAR. & CO. Company Secretaries CS. K.C.SUTHAR Proprietor M.No: 5191 C.P: 4075 Peer Review: 1375/2021

# Date: 14/10/2021

## UDIN: F005191C001181916

Page **3** of **3**