

# 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

L24231GJ1992PLC017315

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACH3787Q

(ii) (a) Name of the company

HERANBA INDUSTRIES LIMITEE

(b) Registered office address

PLOT NO 1504/1505/1506/1  
GIDC, PHASE-III  
VAPI  
Valsad  
Gujarat  
396105

(c) \*e-mail ID of the company

abdul@heranba.com

(d) \*Telephone number with STD code

50705050

(e) Website

www.heranba.co.in

(iii) Date of Incorporation

17/03/1992

| (iv) | 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  |
|--------|-------------------------|-------|
|        | Bombay Stock Exchange   | 1     |
|        | National Stock Exchange | 1,024 |

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD  
SAKINAKA

(vii) \*Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

27/07/2022

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM granted

☐ Yes ☒ No

## 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    | C                        | 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

Pre-fill All

| S.No | Name of the company         | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|-----------------------------|------------|--|------------------|
| 1    | Changzrhon Heranba Crop Sci |            | 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             | 45,000,000         | 40,013,467     | 40,013,467         | 40,013,467      |
| Total amount of equity shares (in Rupees) | 450,000,000        | 400,134,670    | 400,134,670        | 400,134,670     |

Number of classes

1

| Class of Shares                           | Authorised capital | Issued 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     |

**(b) Preference share capital**

| Particulars                                   | Authorised capital | Issued 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

0

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

**(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 |
|-------------------------------------|------------------|------------|----------|----------------------|----------------------|---------------|
| <b>Equity shares</b>                | Physical         | DEMAT      | Total    |                      |                      |               |
| <b>At the beginning of the year</b> | 0                | 40,013,467 | 40013467 | 400,134,670          | 400,134,670          |               |

|   |   |            |          |             |             |   |
|---|---|------------|----------|-------------|-------------|---|
| <b>Increase during the year</b>               | 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                            |   |            |          | 0           | 0           |   |
| NA  |   |            |          |             |             |   |
| <b>Decrease during the year</b>               | 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                           |   |            |          | 0           | 0           |   |
| NA  |   |            |          |             |             |   |
| <b>At the end of the year</b>                 | 0 | 40,013,467 | 40013467 | 400,134,670 | 400,134,670 |   |
|   |   |            |          |             |             |   |
| <b>Preference shares</b>                      |   |            |          |             |             |   |
| <b>At the beginning of the year</b>           | 0 | 0          | 0        | 0           | 0           |   |
| <b>Increase during the year</b>               | 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                          |   |            |          |             |             |   |
|   |   |            |          |             |             |   |
| <b>Decrease during the year</b>               | 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             |   |   |   | 0 | 0 |   |
| NA                              |   |   |   |   |   |   |
| <b>At the end of the year</b>   | 0 | 0 | 0 | 0 | 0 |   |

ISIN of the equity shares of the company

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

0

| 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 type="text"/>   |
| Date of registration of transfer (Date Month Year) |                      | <input type="text"/>   |
| Type of transfer                                   | <input type="text"/> | 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock    |
| Number of Shares/ Debentures/ Units Transferred    | <input type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) <input type="text"/> |

|                            |         |             |            |
|----------------------------|---------|-------------|------------|
| Ledger Folio of Transferor |         |             |            |
| Transferor's Name          |         |             |            |
|                            | Surname | middle name | first name |
| Ledger Folio of Transferee |         |             |            |
| 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/ Debentures/ Units Transferred    |         | Amount per Share/ Debenture/Unit (in Rs.)                   |            |
| Ledger Folio of Transferor                         |         |   |            |
| Transferor's Name                                  |         |   |            |
|  | Surname | middle name   | first name |
| Ledger Folio of Transferee                         |         |   |            |
| 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 unit | Total value |
|-------------------------------|-----------------|------------------------|-------------|
| Non-convertible debentures    | 0               | 0                      | 0           |
| Partly convertible debentures | 0               | 0                      | 0           |
| Fully convertible debentures  | 0               | 0                      | 0           |

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------|-----------------|------------------------|-------------|
| 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              |                      |                            |                     |                            |                     |

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

**(i) Turnover**

14,503.73

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

7,144.58

**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                              | 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                |            |
|        | (ii) State Government                   | 0                | 0          | 0                |            |
|        | (iii) Government companies              | 0                | 0          | 0                |            |

|     |   |            |       |   |   |
|-----|---|------------|-------|---|---|
| 3.  | Insurance companies                     | 0          | 0     | 0 |   |
| 4.  | Banks                                   | 0          | 0     | 0 |   |
| 5.  | Financial institutions                  | 0          | 0     | 0 |   |
| 6.  | Foreign institutional investors         | 0          | 0     | 0 |   |
| 7.  | Mutual funds                            | 0          | 0     | 0 |   |
| 8.  | Venture capital                         | 0          | 0     | 0 |   |
| 9.  | Body corporate<br>(not mentioned above) | 861,288    | 2.15  | 0 |   |
| 10. | Others                                  | 0          | 0     | 0 |   |
|     | <b>Total</b>                            | 29,919,530 | 74.77 | 0 | 0 |

**Total number of shareholders (promoters)**

11

**(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                              | 7,535,665        | 18.83      | 0                |            |
|        | (ii) Non-resident Indian (NRI)          | 183,695          | 0.46       | 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                     | 28,092           | 0.07       | 0                |            |
| 4.     | Banks                                   | 0                | 0          | 0                |            |
| 5.     | Financial institutions                  | 0                | 0          | 0                |            |
| 6.     | Foreign institutional investors         | 1,048,934        | 2.62       | 0                |            |
| 7.     | Mutual funds                            | 325,268          | 0.81       | 0                |            |



|     |  |            |       |   |   |
|-----|--|------------|-------|---|---|
| 8.  | Venture capital                            | 0          | 0     | 0 |   |
| 9.  | Body corporate<br>(not mentioned above)    | 579,153    | 1.45  | 0 |   |
| 10. | Others          Alternate Investment Fund, | 393,130    | 0.98  | 0 |   |
|     | <b>Total</b>                               | 10,093,937 | 25.22 | 0 | 0 |

**Total number of shareholders (other than promoters)**

92,018

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

92,029

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

7

| Name of the FII      | Address                          | Date of<br>Incorporation | Country of<br>Incorporation | Number of shares<br>held | % of shares held |
|----------------------|----------------------------------|--------------------------|-----------------------------|--------------------------|------------------|
| GOVERNMENT PENSIC    | CITIBANK N.A. CUSTODY SERVICES   |                          |                             | 562,210                  | 1.41             |
| DOVETAIL INDIA FUND  | DBS BANK INDIA LTD FIRST FLOOR   |                          |                             | 239,246                  | 0.6              |
| JUPITER INDIA FUND   | CITIBANK N.A. CUSTODY SERVICES   |                          |                             | 159,505                  | 0.4              |
| JUPITER SOUTH ASIA I | CITIBANK N.A. CUSTODY SERVICES   |                          |                             | 78,063                   | 0.2              |
| SPDR S&P EMERGING I  | HSBC SECURITIES SERVICES 11TH F  |                          |                             | 9,571                    | 0.02             |
| SOCIETE GENERALE     | SBI SG GLOBAL SECURITIES SERVICE |                          |                             | 214                      | 0                |
| AVIATOR EMERGING M   | ICICI BANK LTD SMS DEPT 1ST FLO  |                          |                             | 125                      |                  |

## **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                         | 11                           | 11                     |
| Members<br>(other than promoters) | 110,815                      | 92,018                 |
| Debenture holders                 | 0                            | 0                      |

## **VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

| Category | Number of directors at the<br>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 |

|  |   |   |   |   |       |   |
|--|---|---|---|---|-------|---|
| <b>A. Promoter</b>                       | 5 | 0 | 6 | 0 | 64.42 | 0 |
| <b>B. Non-Promoter</b>                   | 0 | 5 | 0 | 6 | 0     | 0 |
| (i) Non-Independent                      | 0 | 0 | 0 | 0 | 0     | 0 |
| (ii) Independent                         | 0 | 5 | 0 | 6 | 0     | 0 |
| <b>C. Nominee Directors representing</b> | 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 |
| <b>Total</b>                             | 5 | 5 | 6 | 6 | 64.42 | 0 |

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

14

**(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) |
|--------------------|----------|--------------------|--------------------------------|--|
| SADASHIV KANYANA S | 00038681 | Director           | 7,201,796                      |  |
| 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                        |  |
| SHRIRAJ SADASHIV S | 06609014 | Whole-time directo | 842,500                        |  |
| NIMESH SAHADEO SI  | 00062998 | Director           | 0                              |  |
| KAUSHIK HASMUKHLA  | 01265059 | Director           | 0                              |  |
| GANESH NARAYAN VA  | 07833853 | Director           | 0                              |  |
| MULKY VISHWANATH,  | 08168960 | Director           | 0                              |  |
| ANILKUMAR MOHANR   | 08193193 | Director           | 0                              |  |
| RESHMA DAGDU WAC   | 09394615 | Director           | 0                              |  |

| Name           | DIN/PAN    | Designation      | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|----------------|------------|------------------|--------------------------------|--|
| RAJKUMAR BAFNA | AEVPB5884J | CFO              | 0                              |  |
| ABDUL LATIF    | ABYPL6631P | Company Secretar | 0                              |  |

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

4

| 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) |
|--------------------|------------|--|---|--|
| MAHESHWAR GODBO    | ACHPG2298R | CFO  | 30/06/2021  | CESSATION  |
| RAJKUMAR BAFNA     | AEVPB5884J | CFO  | 01/07/2021  | APPOINTMENT  |
| SHRIRAJ SADASHIV S | 06609014   | Additional director                                      | 11/11/2021  | APPOINTMENT  |
| RESHMA DAGDU WAD   | 09394615   | Additional director                                      | 11/11/2021  | APPOINTMENT  |

**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 MEETI | 14/09/2021      | 87,389   | 43                         | 68.5                    |

**B. BOARD MEETINGS**

\*Number of meetings held

6

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance                   |                 |
|--------|-----------------|--|------------------------------|-----------------|
|        |                 |  | Number of directors attended | % of attendance |
| 1      | 11/06/2021      | 10   | 10                           | 100             |
| 2      | 10/08/2021      | 10   | 8                            | 80              |
| 3      | 11/11/2021      | 10   | 9                            | 90              |
| 4      | 29/01/2022      | 12   | 12                           | 100             |
| 5      | 23/03/2022      | 12   | 12                           | 100             |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance                   |                 |
|--------|-----------------|--|------------------------------|-----------------|
|        |                 |  | Number of directors attended | % of attendance |
| 6      | 23/03/2022      | 6  | 6                            | 100             |

### C. COMMITTEE MEETINGS

Number of meetings held

13

| 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 COMM      | 11/06/2021      | 3   | 3                          | 100             |
| 2      | AUDIT COMM      | 10/08/2021      | 3   | 3                          | 100             |
| 3      | AUDIT COMM      | 11/11/2021      | 3   | 3                          | 100             |
| 4      | AUDIT COMM      | 29/01/2022      | 3   | 3                          | 100             |
| 5      | NOMINATION      | 11/06/2021      | 3   | 3                          | 100             |
| 6      | NOMINATION      | 10/08/2021      | 3   | 3                          | 100             |
| 7      | NOMINATION      | 11/11/2021      | 3   | 3                          | 100             |
| 8      | NOMINATION      | 23/03/2022      | 3   | 3                          | 100             |
| 9      | STAKEHOLDER     | 23/03/2022      | 3   | 3                          | 100             |
| 10     | MANAGEMENT      | 11/11/2021      | 5   | 4                          | 80              |

### 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 | 27/07/2022                   |
|        |                      |  |                             |                 |  |                             |                 | (Y/N/NA)                     |
| 1      | SADASHIV K           | 5  | 5                           | 100             | 4  | 4                           | 100             | Yes                          |
| 2      | RAGHURAM I           | 5  | 5                           | 100             | 3  | 3                           | 100             | Yes                          |
| 3      | SUJATA SAD           | 5  | 4                           | 80              | 0  | 0                           | 0               | Yes                          |
| 4      | VANITA RAGH          | 5  | 4                           | 80              | 0  | 0                           | 0               | Yes                          |
| 5      | RAUNAK RAG           | 5  | 5                           | 100             | 2  | 2                           | 100             | Yes                          |

|    |              |   |   |       |    |    |     |     |
|----|--------------|---|---|-------|----|----|-----|-----|
| 6  | SHRIRAJ SADI | 2 | 2 | 100   | 0  | 0  | 0   | Yes |
| 7  | NIMESH SAHA  | 6 | 5 | 83.33 | 2  | 1  | 50  | Yes |
| 8  | KAUSHIK HAS  | 6 | 6 | 100   | 12 | 12 | 100 | Yes |
| 9  | GANESH NAF   | 6 | 6 | 100   | 5  | 5  | 100 | Yes |
| 10 | MULKY VISHV  | 6 | 6 | 100   | 10 | 10 | 100 | Yes |
| 11 | ANILKUMAR I  | 6 | 6 | 100   | 5  | 5  | 100 | Yes |
| 12 | RESHMA DAC   | 3 | 3 | 100   | 0  | 0  | 0   | 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

6

| S. No. | Name             | Designation  | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|------------------|--------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | SADASHIV KANYA   | CHAIRMAN & E | 15.53        | 0          | 0                             | 0      | 15.53           |
| 2      | RAGHURAM KANYA   | MANAGING DIR | 13.72        | 75.7       | 0                             | 0      | 89.42           |
| 3      | SUJATA SADASHIV  | WHOLETIME D  | 1.32         | 0          | 0                             | 0      | 1.32            |
| 4      | VANITA RAGHURAM  | WHOLETIME D  | 1.32         | 0          | 0                             | 0      | 1.32            |
| 5      | SHRIRAJ SADASHIV | WHOLETIME D  | 2.92         | 0          | 0                             | 0      | 2.92            |
| 6      | RAUNAK RAGHURAM  | WHOLETIME D  | 2.42         | 0          | 0                             | 0      | 2.42            |
|        | Total            |              | 37.23        | 75.7       | 0                             | 0      | 112.93          |

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

3

| S. No. | Name             | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|------------------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | Raj Kumar Bafna  | CFO         | 3.98         | 0          | 0                             | 0      | 3.98            |
| 2      | CS ABDUL LATIF   | COMPANY SEC | 2.51         | 0          | 0                             | 0      | 2.51            |
| 3      | Maheshwar Godbol | CFO         | 0.75         | 0          | 0                             | 0      | 0.75            |
|        | Total            |             | 7.24         | 0          | 0                             | 0      | 7.24            |

Number of other directors whose remuneration details to be entered

6

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|------|-------------|--------------|------------|-------------------------------|--------|-----------------|
|--------|------|-------------|--------------|------------|-------------------------------|--------|-----------------|

| S. No. | Name                | Designation       | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|---------------------|-------------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | NIMESH SAHADEO      | INDEPENDENT       | 0.08         | 0          | 0                             | 0      | 0.08            |
| 2      | KAUSHIK HASMUKH     | INDEPENDENT       | 0.21         | 0          | 0                             | 0      | 0.21            |
| 3      | GANESH NARAYAN      | INDEPENDENT       | 0.16         | 0          | 0                             | 0      | 0.16            |
| 4      | MULKY VISHWANATH    | INDEPENDENT       | 0.2          | 0          | 0                             | 0      | 0.2             |
| 5      | ANILKUMAR MOHAPATRA | INDEPENDENT       | 0.13         | 0          | 0                             | 0      | 0.13            |
| 6      | RESHMA DAGDUE       | WOMAN INDEPENDENT | 0.03         | 0          | 0                             | 0      | 0.03            |
|        | Total               |                   | 0.81         | 0          | 0                             | 0      | 0.81            |

#### 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

1

| 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 |
|--|--|---------------|--|--------------------------------|---|
| HERANBA INDUS                            | NATIONAL STOCK EXCHANGE                | 21/02/2022    | REGULATION 17(1)   | LATE APPOINTMENT               | PENALTY PAID  |

(B) DETAILS OF COMPOUNDING OF OFFENCES ☐ Nil

3

| 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) |
|--|--|---------------|---|------------------------|-----------------------------------|
| HERANBA INDUS                            | REGIONAL DIRECTOR                      | 10/01/2022    | SECTION 138 OF COMPANIES ACT                              | INTERNAL AUDIT         | 35,000                            |
| RAGHURAM KANHAIYAS                       | REGIONAL DIRECTOR                      | 10/01/2022    | SECTION 138 OF COMPANIES ACT                              | INTERNAL AUDIT         | 35,000                            |
| SADASHIV KANYAS                          | REGIONAL DIRECTOR                      | 10/01/2022    | SECTION 138 OF COMPANIES ACT                              | INTERNAL AUDIT         | 35,000                            |

#### 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. ..

NA

dated

14/05/2022

(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

Sadashiv  
Kanyana  
Shetty

DIN of the director

00038681

#### To be digitally signed by

Abdul  
Latif

☒ Company Secretary

☐ Company secretary in practice

Membership number

17009

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

Clarification Letter.pdf

Meeting Details C.pdf

MGT-8 Certification.pdf

Clarification for Share Transfer During the

Remove attachment

Modify

Check 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

Auto-approved By

DS DS

MINISTRY OF

CORPORATE

AFFAIRS 05 01

Digital signed by DS DS MINISTRY OF CORPORATE AFFAIRS 05 01  
Affairs, Government of India  
Incorporated 2.0.0-1 OFFICE OF THE REGISTRAR OF COMPANIES  
Affairs, Government of India  
Date: 2022.08.20 12:40:55 +0530



To,  
The Registrar of Companies  
Ahmedabad, Gujarat.

**Subject:** Clarification regarding Share transfer for the financial year 31<sup>st</sup> March 2022 (during the year) in Point no. IV (iii) of e-form MGT-7 for Details of shares/Debentures Transfers since closure date of last financial year i.e. 31<sup>st</sup> March 2021 (or in the case of the first return at any time since the incorporation of the company)the financial year 2021-22]

Respected Sir,

We are hereby providing the following clarification in respect of Point no. IV (iii) in MGT-7 for the financial year 31<sup>st</sup> March 2022 that, since the company is listed Company and its entire share capital has been held in **DEMATE MODE** therefore the physical lodgement of shares certificates for transfer/transmission is not require by shareholder and also the company has not received any such request during the period. The transfer of the shares of the company took place through Stock Exchanges as the shares are in Demate form and duly recorded by depositories.

Therefore, the company has not attached any list of share transferred during the financial year 2021-22.

Kindly take the note of above clarification accordingly.

Thanking you  
Yours faithfully,

*For and on behalf of Board*

**Heranba Industries Limited**

**Abdul**

**Latif**

CS Abdul Latif

Company Secretary and Compliance officer

Place: Mumbai

Date: September 19, 2022

Digitally signed by Abdul Latif  
DN: cn=Abdul Latif, o=Heranba Industries Limited, email=abul@heranba.com, c=IN  
c=IN, o=Heranba Industries Limited, email=abul@heranba.com, c=IN  
serialNumber=72a4f899327e0d71a5d497b72a1991544a0f55d0f9a45139004a0d232ab, cn=Abdul Latif  
Date: 2022.09.19 15:34:09 +05'30'

To,  
The Registrar of Companies  
Ahmedabad, Gujarat.

**Subject:** Clarification regarding amount mentioned in Millions and Informing ISIN Number of the company in Form MGT-7 of F. Y.-2021-22 ]

Dear Sir,

We are providing following Clarification in respect of MGT-7 filed for the financial year 2021-22 and AGM held on 27<sup>th</sup> July 2022.

1. Certain amount in E-Form MGT-7 has been mentioned in Millions , so please read the figures accordingly of the following column:

V. Turnover and Net Worth of the Company  
X. Remuneration of Director and Key Managerial Personnel.

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

2. The box of ISIN number is unable to fill in the Form MGT-7, therefore we are providing information regarding the ISIN Number as under:

|   |              |
|---|--------------|
| ISIN OF THE EQUITY SHARES OF THE<br>COMPANY | INE694N01015 |
|---|--------------|

Kindly read the particular column accordingly.

Thanking you  
Yours faithfully,  
For and on behalf of Board  
Heranba Industries Limited



Cs Abdul Latif  
Company Secretary and Compliance officer  
Place: Mumbai  
Date: August 29, 2022





**Meeting of members/ Class of Members/ Board/ Committees of the Board of Directors during the Financial Year 2021-22:**

Board Meeting:

Number of Board meeting held: 06\*

Number of Board meeting filled in Form MGT-7: 06\*

(\* Board Meeting includes Independent Director Meeting during the year)

The following includes details of the Board Meeting entered in e-form:

| <b>HERANBA INDUSTRIES LIMITED</b>                           |                              |                        |   |  |      |
|---|------------------------------|------------------------|---|--|------|
| <b>DETAILS OF COMMITTEE MEETING DURING THE YEAR 2021-22</b> |                              |                        |   |  |      |
| <b>CIN: L24231GJ1992PLC017315</b>                           |                              |                        |   |  |      |
| <b>Sr. No.</b>  | <b>Type of Meeting</b>       | <b>Date of Meeting</b> | <b>Total no. of members as on date of meeting</b> | <b>Attendance as No. of Percentage members of total attended members</b> |      |
| 1.  | BOARD MEETING                | 11/06/2021             | 10  | 10   | 100% |
| 2.  | BOARD MEETING                | 10/08/2021             | 10  | 08   | 80%  |
| 3.  | BOARD MEETING                | 11/11/2021             | 10  | 09   | 90%  |
| 4.  | BOARD MEETING                | 29/01/2022             | 12  | 12   | 100% |
| 5.  | BOARD MEETING                | 23/03/2022             | 12  | 12   | 100% |
| 6.  | INDEPENDENT DIRECTOR MEETING | 23/03/2022             | 6   | 6  | 100% |





### Committee Meeting:

Number of Meeting held: 13

Number of Meeting filed in E-form MGT-7: 10

The following includes details of Committee Meeting entered in e-form:

| HERANBA INDUSTRIES LIMITED<br>DETAILS OF COMMITTEE MEETING DURING THE YEAR 2021-22<br>CIN: L24231GJ1992PLC017315 |                 |                 |  |   |      |
|--|-----------------|-----------------|--|---|------|
| Sr. No.  | Type of Meeting | Date of Meeting | Total no. of members as on date of meeting | Attendance as No. of Percentage members of total attended members |      |
| 01.  | Audit Committee | 11.06.2021      | 3  | 3   | 100% |
| 02.  |                 | 10.08.2021      | 3  | 3   | 100% |
| 03.  |                 | 11.11.2021      | 3  | 3   | 100% |
| 04.  |                 | 29.01.2022      | 3  | 3   | 100% |

**CORPORATE OFFICE:**

2nd Floor, A Wing, Fortune Avirahi, Jambli Galli  
Jain Derasar Lane, Borivali (W), Mumbai - 400 092.

+91-22-5070 5050 / 2898 2133 / 7912 / 7914

compliance@heranba.com

www.heranba.co.in

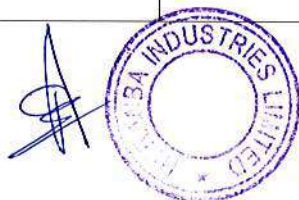
CIN No.L24231GJ1992PLC017315



**HERANBA®**  
INDUSTRIES LIMITED

| HERANBA INDUSTRIES LIMITED<br>DETAILS OF COMMITTEE MEETING DURING THE YEAR 2021-22<br>CIN: L24231GJ1992PLC017315 |                                       |                 |  |   |      |
|--|---------------------------------------|-----------------|--|---|------|
| Sr. No.  | Type of Meeting                       | Date of Meeting | Total no. of members as on date of meeting | Attendance as No. of Percentage members of total attended members |      |
| 01.  | Nomination and Remuneration Committee | 11.06.2021      | 3  | 3   | 100% |
| 02.  |                                       | 10.08.2021      | 3  | 3   | 100% |
| 03.  |                                       | 11.11.2021      | 3  | 3   | 100% |
| 04.  |                                       | 23.03.2022      | 3  | 3   | 100% |

| HERANBA INDUSTRIES LIMITED<br>DETAILS OF COMMITTEE MEETING DURING THE YEAR 2021-22<br>CIN: L24231GJ1992PLC017315 |                                     |                 |  |   |      |
|--|-------------------------------------|-----------------|--|---|------|
| Sr. No.  | Type of Meeting                     | Date of Meeting | Total no. of members as on date of meeting | Attendance as No. of Percentage members of total attended members |      |
| 01.  | Stakeholders Relationship Committee | 23.03.2022      | 3  | 3   | 100% |





| HERANBA INDUSTRIES LIMITED<br>DETAILS OF COMMITTEE MEETING DURING THE YEAR 2021-22<br>CIN: L24231GJ1992PLC017315 |                                 |                 |  |   |      |
|--|---------------------------------|-----------------|--|---|------|
| Sr. No.  | Type of Meeting                 | Date of Meeting | Total no. of members as on date of meeting | Attendance as No. of Percentage members of total attended members |      |
| 01.  | Corporate Social Responsibility | 11.06.2021      | 3  | 3   | 100% |
|  |                                 | 23.03.2022      | 3  | 3   | 100% |

| HERANBA INDUSTRIES LIMITED<br>DETAILS OF COMMITTEE MEETING DURING THE YEAR 2021-22<br>CIN: L24231GJ1992PLC017315 |                           |                 |  |   |      |
|--|---------------------------|-----------------|--|---|------|
| Sr. No.  | Type of Meeting           | Date of Meeting | Total no. of members as on date of meeting | Attendance as No. of Percentage members of total attended members |      |
| 01.  | Risk Management Committee | 11.11.2021      | 5  | 4   | 80%  |
| 02.  |                           | 23.03.2022      | 5  | 5   | 100% |

For and on behalf of Board  
**HERANBA INDUSTRIES LIMITED**

*Abdul Latif*

Abdul Latif  
Company Secretary & Compliance Officer  
Place: Mumbai  
Date: 29.08.2022







**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-Valsad-396195, Gujarat and Corporate office at 2nd Floor A Wing, Fortune Avirahi, Jain Derasar Road, Borivali (west), Mumbai 400092, 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, 2022.

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.





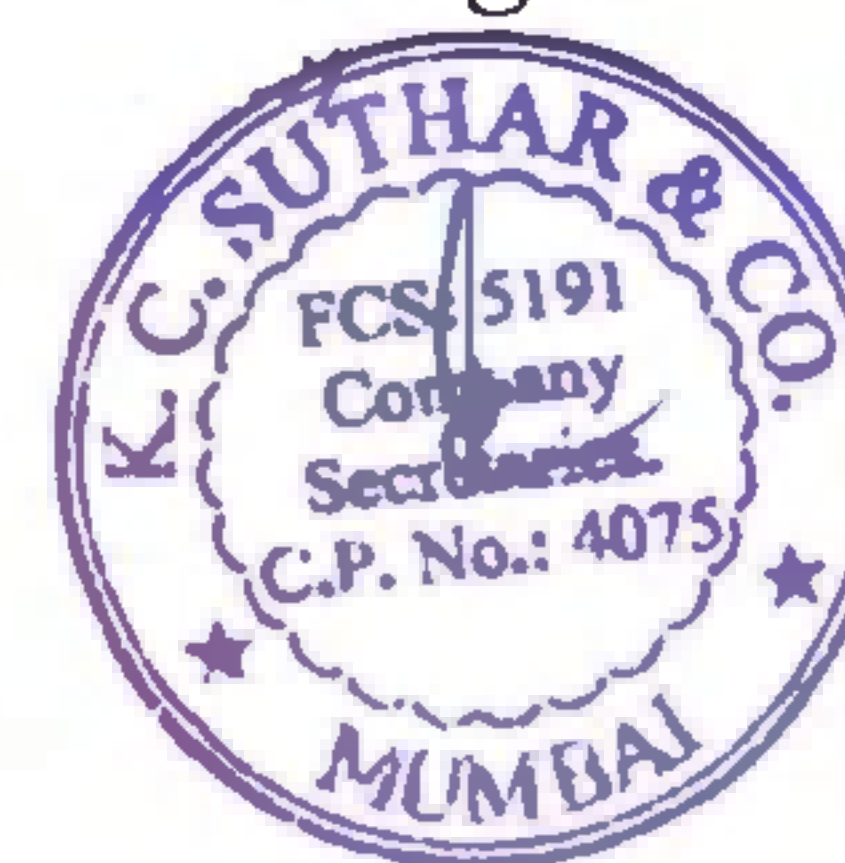
**K.C SUTHAR & Co.**

5. The Company has closed its Register of Members during the financial year as per the provision of the Act, and the Company has fixed the Record date for the purpose of payment of Final 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 parties as specified in Section 188 of the Act after obtaining necessary approvals from the Board of directors, Committee of the company and members at their meeting and complied with the provisions of the Act.
8. The company has not issued/ allotted/buy backs any securities during the under review. However, the transfer of the shares of the company took place through Stock Exchanges as the shares are in de-mat form and duly recorded by RTA.
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 was not required to transfer any amount to the Investor Education and Protection Fund as provided under section 125 of the Act.
11. 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.
12. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 73 during the financial year. Further the company has complied with Return of deposit (Particulars of transactions by a company not considered as deposit) Pursuant to rule 16 of the Companies(Acceptance of Deposit) rules 2014





13. During the financial year the company has not borrowed from its directors, but borrowed certain amount for Foreign Currency Loan from the Bank within the existing bank loan during financial year under review, 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.
14. During the year the Company has not made loans and Investment in other body corporate including any guarantee or provided securities to other bodies corporate however it has made investment in Mutual funds, PSU Bonds etc, however during the financial year as provided under section 186 of the Act.
15. The Company is covered under section 135 of the Companies Act-2013 for spending the 2% of its Average Net profit of last three financial years under the CSR and accordingly the company has spent the requisite amount under CSR Activities as per the provision of Act.
16. During the year under review, the company has appointed a Whole Time Director and A Woman Independent Director on the board of the company which were regularize in the Annual General Meeting and the company is having proper board during the financial year as required under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.
17. The Company has not altered the Memorandum of Association of the company during the financial year ended on 31<sup>st</sup> March 2022.
18. The Company has not altered the Articles of Association of the company during the financial year ended on 31<sup>st</sup> March 2022
19. The company is a Listed Company and has complied with all the Act, Rules & Regulation applicable to the Listed Company under various regulation of LODR.
20. The Stock Exchanges (BSE & NSE) has imposed fine/penalty on the company for non compliance under Regulation 17(1) of SEBI (LODR) Reg, 2015 for late appointment of Independent Woman Director on the Board and the company has deposited the fine/ penalty with respective stock exchanges as per their notice and complied accordingly.





21. The company has paid Compounding fees to Regional Director (Ahmedabad) during the year for default made under section 138 of Companies Act, 2013 for not appointing Internal Auditor for FY 2013-14 upto FY 2019-20. Further the aforesaid default has already been made good by the company by way of appointing internal auditor.

For K.C.SUTHAR & CO.  
Company Secretaries

CS. K.C.SUTHAR  
Proprietor  
Membership No: 5191  
COP No. : 4075  
Peer Review: 1375/2021  
Date: 19.08.2022  
UDIN: F005191D000817783

