

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2023

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i)	CIN	L24231GJ1992PLC017315
ii)	Registration Date	17/03/1992
iii)	Name of the Company	Heranba Industries Limited
iv)	Category/Sub-Category of the Company	Company Limited by Shares/Indian Non-Government Company
v)	Address of the Registered office and contact details	PLOT NO 1504/1505/1506/1 GIDC, PHASE-III, VAPI-VALSAD -396195 GJ compliance@heranba.com
vi)	Whether listed Company	YES
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	BIGSHARE SERVICES PRIVATE LIMITED Office No S6-2, 6 th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the Company shall be stated)

Sr. No.	Name and Description of main products/services	NIC Code of the Product/service	% to total turnover of the Company
1	Manufacture of Pesticide/ Insecticide Products	2021	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

During the year under review, Your Company has incorporated two New Wholly Owned Subsidiary Companies in India under the name of Mikusu India Private Limited and Heranba Organics Private Limited.

A Statement containing the basic financial details of the aforesaid subsidiary companies is given in Form AOC-I which is annexed as **Annexure-V of Annual Report**.

IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF THE TOTAL EQUITY)

i) Category-wise Share Holding

Sr. No.	Category of Shareholders	No of Shares held						% Change during the year		
		Beginning of the year April 01, 2022			Beginning of the year March 31, 2023					
		Demat	Physical	Total	% of total share	Demat	Physical		Total	% of total share
(A) Promoters (including Promoter Group)										
(1) Indian										
(a)	Individuals/HUF	2,90,58,242	-	2,90,58,242	72.62	2,91,02,742	-	2,91,02,742	72.73	0.11
(b)	Bodies Corporate	861,288	-	861,288	2.15	8,67,288	-	8,67,288	2.17	0.02
(c)	Any Other (Trust)	-	-	-	-	-	-	-	-	-
	Sub-total (A) (1)	2,99,19,530		2,99,19,530	74.77	29,970,030		29,970,030	74.90	0.13
(2) Foreign										
(a)	NRIs – Individuals	-	-	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(c)	Banks/Financial Institutions	-	-	-	-	-	-	-	-	-
(d)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	Sub-total (A) (2)	-		-	-	-		-	-	-
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1) + (A)(2)	2,99,19,530		2,99,19,530	74.77	29,970,030		29,970,030	74.90	0.13
(B) Public Shareholding										
(1) Institutions										
(a)	Mutual Fund	3,25,268	-	3,25,268	0.81	4,05,085	-	4,05,085	1.01	0.20
(b)	Alternate Investment Funds	2,75,154	-	2,75,154	0.69	79,226	-	79,226	0.20	(0.49)
(c)	Foreign Portfolio Investors	10,48,934	-	10,48,934	2.62	839	-	839	0.00	(2.62)
(d)	Insurance Companies	28,092	-	28,092	0.07	-	-	-	-	(0.07)
(e)	Central/State Government	-	-	-	-	-	-	-	-	-
(f)	Venture Capital Fund	-	-	-	-	-	-	-	-	-
(g)	Any other	-	-	-	-	-	-	-	-	-
	Sub-total (B) (1)	16,77,448		16,77,448	4.19	4,85,150		4,85,150	1.21	(2.98)
(2) Non-Institutions										
(a)	Bodies Corporate	-	-	-	-	-	-	-	-	-
i	Indian	579,153	-	579,153	1.45	515,785	-	515,785	1.29	(0.16)

Sr. No.	Category of Shareholders	No of Shares held						% Change during the year			
		Beginning of the year April 01, 2022			Beginning of the year March 31, 2023						
		Demat	Physical	Total	% of total share	Demat	Physical		Total	% of total share	
ii	Overseas	-	-	-	-	-	-	-	-	-	-
(b)	Individuals										
i	Individual shareholders holding nominal share capital up to ₹ 2 lakh	54,30,612	-	54,30,612	13.57	6,818,001	-	6,818,001	17.04		3.47
ii	Individual shareholders holding nominal share capital in excess of ₹ 2 lakh	18,57,856	-	18,57,856	4.64	1,486,118	-	1,486,118	3.71		(0.93)
(c)	Any Other										
	Clearing Members	1,17,953	-	1,17,953	0.29	121,158		1,21,158	0.30		0.01
	HUF	2,47,197	-	2,47,197	0.62	3,37,573		3,37,573	0.84		0.23
	Trusts	23	-	23	0.00	23		23	0.00		
	Non-Resident Indian	1,83,695	-	1,83,695	0.46	2,79,606		2,79,606	0.70		0.24
	Sub-total (B) (2)	84,16,489		84,16,489	21.03	9,558,287		9,558,287	23.89		2.85
	Total Public Shareholding (B) = (B)(1)+(B)(2)	100,93,937		100,93,937	25.23	10,043,437		10,043,437	25.10		(0.13)
(c)	Shares held by Custodian for GDRs and ADRs	-	-	-	-	-		-	-		-
	Grand Total (A)+(B)+(C)	4,00,13,467		4,00,13,467	100%	40,013,467		40,013,467	100%		-

ii) Shareholding of Promoter (including Promoter Group)

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year April 01, 2022				Shareholding at the beginning of the year March 31, 2023				% change in share holding during the year
		No. of Shares of the Company		% of Shares Pledged/ encumbered to total shares		No. of Shares of the Company		% of Shares Pledged/ encumbered to total shares		
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares			
PROMOTERS										
1.	Sadashiv K Shetty	72,01,796	18	-	72,01,796	18.00	-	-	-	-
2.	Raghuram K Shetty	1,18,49,946	29.61	-	11,894,446	29.73	-	-	-	0.11

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year April 01, 2022			Shareholding at the beginning of the year March 31, 2023			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to total shares	
PROMOTER GROUP								
1	Sujata S Shetty	32,30,400	8.07	-	32,30,400	8.07	-	-
2	Vanita R Shetty	20,18,000	5.04	-	20,18,000	5.04	-	-
3	Raghuram K Shetty HUF	13,80,000	3.45	-	13,80,000	3.45	-	-
4	Sams Industries Limited	861,288	2.15	-	8,67,288	2.17	-	0.02
5	Shreya S Shetty	9,42,500	2.36	-	9,42,500	2.36	-	-
6	Shriraj S Shetty	8,42,500	2.11	-	8,42,500	2.11	-	-
7	Raunak R Shetty	6,36,250	1.59	-	6,36,250	1.59	-	-
8	Roshan R Shetty	6,36,250	1.59	-	6,36,250	1.59	-	-
9	Sadashiv K Shetty HUF	3,20,600	0.80	-	3,20,600	0.80	-	-
TOTAL		2,99,19,530	74.77		2,99,70,030	74.90		0.13

iii) Change in Promoter's (including Promoter Group) Shareholding

	Shareholding at the beginning of the year April 01, 2022		Shareholding at the beginning of the year March 31, 2023	
	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
At the beginning of the year	2,99,19,530	74.77	2,99,19,530	74.77
Date wise Increase/decrease in promoters shareholding during the year specifying the reason for such increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc):				
17.05.2022-Purchase from Open Market	9,000	0.02	29,928,530	74.80
18.05.2022-Purchase from Open Market	11,000	0.03	29,939,530	74.82
24.05.2022-Purchase from Open Market	4,000	0.01	29,943,530	74.83
01.09.2022-Purchase from Open Market	8,700	0.02	29,952,230	74.86
02.09.2022-Purchase from Open Market	1,800	0.00	29,954,030	74.86
16.09.2022-Purchase from Open Market	1,250	0.00	29,955,280	74.86
16.09.2022-Purchase from Open Market	1,250	0.00	29,956,530	74.87
21.09.2022-Purchase from Open Market	500	0.00	29,957,030	74.87
21.09.2022-Purchase from Open Market	1,000	0.00	29,958,030	74.87
01.02.2023-Purchase from Open Market	6,000	0.01	29,964,030	74.88
01.02.2023-Purchase from Open Market	6,000	0.01	29,970,030	74.90
At the end of the year	29,970,030	74.90	29,970,030	74.90

iv) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

There are no Shareholders other than Directors and Promoters who hold more than 5% of shares in the Company.

v) Shareholding of Directors and Key Managerial Personnel (“KMP”)

	Shareholding at the beginning of the year April 01, 2022		Date wise Increase/ decrease in director shareholding during the year specifying the reason for such increase/ decrease (e.g. allotment/ transfer/bonus/sweat equity etc):		Shareholding at the beginning of the year March 31, 2023	
	No. of Shares	% of total shares of the Company	Share Transfers	% of total shares of the Company	No. of Shares	% of total shares of the Company
DIRECTORS						
Mr. Sadashiv K Shetty	72,01,796	18.00	-	-	72,01,796	18.00
Mr. Raghuram K Shetty	1,18,49,946	29.61	44,500*	0.11	1,18,94,446	29.73
Mrs. Sujata S Shetty	32,30,400	8.07	-	-	-	-
Mrs. Vanita R K Shetty	20,18,000	5.04	-	-	-	-
Mr. Raunak R Shetty	6,36,250	1.59	-	-	6,36,250	1.59
Mr. Shiraj S Shetty	9,42,500	2.36	-	-	9,42,500	2.36
Mr. Kaushik H Gandhi	-	-	-	-	-	-
Mr. Mulky V Shetty	-	-	-	-	-	-
Mr. Anilkumar M Marlecha	-	-	-	-	-	-
Mr. Ganesh N Vanmali	-	-	-	-	-	-
Mr. Nimesh S Singh	-	-	-	-	-	-
Ms. Reshma D Wadkar	-	-	-	-	-	-
KMP OTHER THAN DIRECTORS						
Mr. Rajkumar Bafna	-	-	-	-	-	-
Mr. Abdul Latif	-	-	-	-	-	-
Total	2,58,78,892	64.67	-	-	2,59,23,392	64.79

* Date wise increase/decrease in Director Shareholding during are as follows:

Raghuram K Shetty

Sr. No.	Date	Type of Transaction (allotment/transfer/bonus/sweat equity etc):	No. of shares	% of total shares of the company
1	17.05.2022	Purchase from Open Market	9,000	0.02
2	18.05.2022	Purchase from Open Market	11,000	0.03
3	24.05.2022	Purchase from Open Market	4,000	0.01
4	01.09.2022	Purchase from Open Market	8,700	0.02
5	02.09.2022	Purchase from Open Market	1,800	0.00
6	16.09.2022	Purchase from Open Market	1,250	0.00
7	16.09.2022	Purchase from Open Market	1,250	0.00
8	21.09.2022	Purchase from Open Market	500	0.00
9	21.09.2022	Purchase from Open Market	1,000	0.00
10	01.02.2023	Purchase from Open Market	6,000	0.01
TOTAL			44,500	0.11

** Mrs. Sujata S. Shetty and Mr. Kaushik H. Gandhi has resigned on August 25, 2022 and on August 12, 2022 respectively and therefore, the shares of Mrs. Sujata S. Shetty has been shown has Nil at the End of the year March 31, 2023.

*** Mrs. Vanita R. Shetty and Mr. Nimesh S. Singh Has resigned on November 08, 2022 and therefore, the shares of Mrs. Vanita R. Shetty has been shown has Nil at the End of the year March 31, 2023.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(₹ in crore)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total
Indebtedness at the beginning of the financial year				
(i) Principal Amount	89.56	-	-	89.56
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i + ii + iii)	89.56	-	-	89.56
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	(0.55)	-	-	(0.55)
Net Change	(0.55)	-	-	(0.55)
Indebtedness at the end of the financial year				
(i) Principal Amount	89.01	-	-	89.01
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i + ii + iii)	89.01	-	-	89.01

The opening balance of the secured loans excluding deposits has been regrouped.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

a. Remuneration to Executive Directors

(₹ in crore)

Particulars of Remuneration	Name of Executive Directors						Total
	Sadashiv K Shetty	Raghuram K Shetty	Sujata S Shetty*	Vanita R Shetty **	Raunak R Shetty	Shriraj S Shetty	
Gross Salary							
Salary as per provisions contained in Section 17(1) of the Income Tax, Act 1961	1.43	1.3	0.06	0.06	0.3	0.3	3.45
Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-	-	-	-
Profits in lieu of salary under Section 17(3) of the Income Tax, Act 1961	-	-	-	-	-	-	-
Stock Option	-	-	-	-	-	-	-
Sweat Equity	-	-	-	-	-	-	-
Commission (% of the Profit)	-	4.31	-	-	-	-	4.31
Others (retirement benefits)	-	-	-	-	-	-	-
TOTAL (A)	1.43	5.61	0.06	0.06	0.3	0.3	7.76

* Sujata S Shetty resigned on August 25, 2022

** Vanita R Shetty resigned on November 08, 2022

b. Remuneration to Non Executive Independent Directors

(₹ in crore)

Particulars of Remuneration	Name of Non Executive Independent Directors						Total Amount
	Kaushik H Gandhi *	Mulky V Shetty	Anilkumar M Marelecha	Ganesh N Vanmali	Nimesh S Singh**	Reshma D Wadkar	
Fees for attending Board/Committee Meeting	0.01	0.01	0.01	0.01	0.01	0.01	0.06
Commission	-	-	-	-	-	-	-
Others Please Specify	-	-	-	-	-	-	-
TOTAL (B)	0.01	0.01	0.01	0.01	0.01	0.01	0.06

* Kaushik H Gandhi resigned on August 12, 2022

** Nimesh S Singh resigned on November 08, 2022

c. Remuneration to Key Managerial Personnel (Kmp) other than Directors

(₹ in crore)

Particulars of Remuneration	Name of KMP other than Directors			Total Amount
	Rajkumar Bafna	Mr. Abdul Latif		
Salary as per provisions contained in Section 17(1) of the Income Tax, Act 1961	0.56	0.25		0.81
Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-
Profits in lieu of salary under Section 17(3) of the Income Tax, Act 1961	-	-	-	-
Stock Option	-	-	-	-
Sweat Equity	-	-	-	-
Commission (% of Profit)	-	-	-	-
Others (retirement benefits)	-	-	-	-
TOTAL (C)	0.56	0.25	-	0.81

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

There have been certain non-compliances before listing of the Company in respect of the Company law related matter for which the Compounding application was filed by Company voluntarily with the Registrar of Companies.

Out of the aforesaid compounding applications, one application relating to the non appointment of Internal Auditor in terms of Section 138 of the Companies Act, 2013 has been disposed off and the defaults has been compounded by paying the proper compounding fees. Further the aforesaid defaults has been made good by the Company by way of appointing the internal auditor.

One compounding application filed by the Company under section 203 of the Companies Act for late appointment of Company Secretary [KMP] by 79 days delayed from the date of applicability. However, It is appeared from the Section -203 that provides the cooling period of 6 months from the date of applicability. The Company has appointed the KMP within 3 months from the date of applicability and therefore, the Company has complied with the provisions of section 203 of the Companies Act-2013 and hence the said application has been withdrawn and the same has been allowed by the authority.

For Heranba Industries Limited

Sadashiv K Shetty

Chairman

DIN: 00038681

Date: May 30, 2023

Place: Mumbai

Raghuram K Shetty

Managing Director

DIN: 00038703

Date: May 30, 2023

Place: Mumbai