

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]



सत्यमेव जयते

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

L65990MH1961PLC012227

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACT4015F

(ii) (a) Name of the company

MANGAL CREDIT AND FINCOR

(b) Registered office address

1701/1702,17TH FLR., 'A' WING, LOTUS CORPORATE PARK WESTERN
EXPRESS HIGHWAY, GOREGAON (E) NA
MUMBAI
Mumbai City
Maharashtra
400022

(c) *e-mail ID of the company

CO*****RP.COM

(d) *Telephone number with STD code

02*****00

(e) Website

www.mangalfincorp.com

(iii) Date of Incorporation

29/12/1961

(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
1	Bombay Stock Exchange	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

25/09/2024

(b) Due date of AGM

30/09/2024

(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	K	Financial and insurance Service	K8	Other financial activities	100

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

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

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	25,000,000	19,563,986	19,563,986	19,563,986
Total amount of equity shares (in Rupees)	250,000,000	195,639,860	195,639,860	195,639,860

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares of Rs. 10 each				
Number of equity shares	25,000,000	19,563,986	19,563,986	19,563,986
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	250,000,000	195,639,860	195,639,860	195,639,860

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	567,610	18,746,376	19313986	193,139,860	193,139,860	

Increase during the year	0	250,000	250000	2,500,000	2,500,000	25,000,000
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	250,000	250000	2,500,000	2,500,000	25,000,000
v. ESOPs	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	
x. Others, specify						
Rematerialization during the year						
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				0	0	
Dematerialized during the year						
At the end of the year	567,610	18,996,376	19563986	195,639,860	195,639,860	
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	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE545L01039

(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		
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		

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	70,000,000	0	70,000,000	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Convertible Equity Wai	1,550,000	10	15,500,000	2.5	3,875,000
Total	1,550,000		15,500,000		3,875,000

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

(i) Turnover

331,951,000

(ii) Net worth of the Company

1,273,498,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	8,773,105	44.84	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 (not mentioned above)	1,324,464	6.77	0	
10.	Others NA	0	0	0	
	Total	10,097,569	51.61	0	0

Total number of shareholders (promoters)

9

(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	5,502,889	28.13	0	
	(ii) Non-resident Indian (NRI)	458,285	2.34	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	1,500	0.01	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 (not mentioned above)	3,008,494	15.38	0	
10.	Others IEPF, HUF, Suspense Account	495,249	2.53	0	
	Total	9,466,417	48.39	0	0

Total number of shareholders (other than promoters)

4,444

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

4,453

**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	9	9
Members (other than promoters)	4,284	4,444
Debenture holders	35	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	0	2	0	28.7	0
B. Non-Promoter	1	5	1	5	0.01	0
(i) Non-Independent	1	1	1	1	0.01	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	2	5	3	5	28.71	0

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

9

(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)
Meghraj Sohanlal Jain	01311041	Managing Director	4,786,565	
Hardik Jain	07871480	Director	827,394	
Nilesh Jain	08788781	Director	2,000	
Sujan Sinha	02033322	Director	0	
Subramanayam Ganes	01718431	Director	0	
Sriram Sankarnarayana	00146563	Director	0	
Ramanathan Annamala	02645247	Director	0	
Vineeta Piyush Patel	07151087	Director	0	
Chirag Parmar	BYSP8228C	Company Secretar	0	

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

5

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)
Manish Rathi	AGKPR4381D	CEO	30/09/2023	Cessation
Bhavika Mehta	CRYP4052K	Company Secretary	30/09/2023	Cessation
Chirag Parmar	BYSP8228C	Company Secretary	07/11/2023	Appointment
Hardik Jain	07871480	Director	10/01/2024	Appointment
Vineeta Piyush Pate	07151087	Director	10/01/2024	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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	22/09/2023	4,461	25	51.23
Extra-Ordinary Meeting	15/02/2024	4,576	33	68.27

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/05/2023	7	7	100
2	27/07/2023	7	7	100
3	18/08/2023	7	7	100
4	25/09/2023	7	7	100
5	07/11/2023	7	7	100
6	10/01/2024	6	6	100
7	02/02/2024	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	16/05/2023	3	3	100
2	Audit Committee	27/07/2023	3	3	100
3	Audit Committee	07/11/2023	3	3	100
4	Audit Committee	02/02/2024	3	3	100
5	Nomination and Remuneration	16/05/2023	3	3	100
6	Nomination and Remuneration	27/07/2023	3	3	100
7	Nomination and Remuneration	07/11/2023	3	3	100
8	Nomination and Remuneration	10/01/2024	3	3	100

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
9	Stakeholders F	16/05/2023	3	3	100
10	Stakeholders F	27/07/2023	3	3	100

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	25/09/2024
								(Y/N/NA)
1	Meghraj Soha	7	7	100	3	3	100	Yes
2	Hardik Jain	1	1	100	0	0	0	Yes
3	Nilesh Jain	7	7	100	1	1	100	Yes
4	Sujan Sinha	7	7	100	0	0	0	Yes
5	Subramanaya	7	7	100	11	11	100	Yes
6	Sriram Sankar	7	7	100	1	1	100	Yes
7	Ramanathan A	7	7	100	8	8	100	Yes
8	Vineeta Piyush	1	1	100	1	1	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MEGHRAJ SOHAN	CHAIRMAN ANI	3,000,000	0	0	0	3,000,000
	Total		3,000,000	0	0	0	3,000,000

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NILESH JAIN	Director and Chi	1,950,000	0	0	0	1,950,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	MANISH RATHI	Chief Executive	7,382,000	0	0	0	7,382,000
3	BHAVIKA MEHTA	Company Secre	290,000	0	0	0	290,000
4	CHIRAG PARMAR	Company Secre	460,000	0	0	0	460,000
	Total		10,082,000	0	0	0	10,082,000

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	HARDIK JAIN	Executive Office	1,200,000	0	0	0	1,200,000
2	SUJAN SINHA	Non-Executive M	0	0	0	570,000	570,000
3	SUBRAMANYAM G	Independent Dir	0	0	0	150,000	150,000
4	SRIRAM SANKARN	Independent Dir	0	0	0	125,000	125,000
5	RAMANATHAN AN	Independent Dir	0	0	0	150,000	150,000
6	VINEETA PIYUSH I	Independent Dir	0	0	0	25,000	25,000
7	Nirupama Charuhas	Independent Dir	0	0	0	100,000	100,000
	Total		1,200,000	0	0	1,120,000	2,320,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

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

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

☒ Yes ☐ No

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

Vijay Kumar Tiwari

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

12220

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. ...

28

dated

12/08/2024

(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:

- 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.
- 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

HARDIK
MEGHRAJ
JAIN
Digitally signed by
HARDIK MEGHRAJ
JAIN
Date: 2024.11.15
19:03:42 +05'30'

DIN of the director

0*8*1*8*

To be digitally signed by

CHIRAG
NARENDR
A PARMAR
Digitally signed by
CHIRAG NARENDR
A PARMAR
Date: 2024.11.15
19:04:52 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number6*8*2

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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

List of Shareholders.pdf

MGT-8_Mangal_2024.pdf

Committee Meetings.pdf

Significant Beneficial Interest disclosure.pdf

Remove attachment

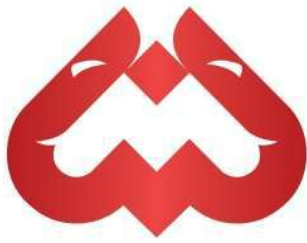
Modify

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



C. Committee Meetings (in continuation of the details submitted in MGT-7)

Sr. 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
11.	Corporate Social Responsibility Committee	02/02/2024	3	3	100

For Mangal Credit and Fincorp Limited

HARDIK
MEGHRAJ
JAIN

Digitally signed by
HARDIK MEGHRAJ
JAIN
Date: 2024.11.15
17:30:33 +05'30'

Hardik Jain
Executive Director
DIN: 07871480



Form No. MGT-8

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

I have examined the registers, records and books and papers of M/s. **Mangal Credit and Fincorp Limited** (herein referred as “**the Company**”) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31st March, 2024**. 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 and Rules made there under in respect of:
 - 1 Its status under the Act;
 - 2 Maintenance of registers/records & making entries therein within the time prescribed thereof;
 - 3 Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time or in case of delay filed with requisite additional fee;
 - 4 The Company has maintained proper composition of Board and its committee. Ms. Nirupam Charuhas Khandke resigned from Directorship w.e.f. 27th December, 2023, consequently she ceased to be Chairperson of Stakeholder Relationship Committee and Corporate Social Responsibility Committee and as member of Audit Committee and Nomination and Remuneration Committee. Mr. Nilesh Jain, Executive Director was inducted into the Stakeholder Relationship Committee and Audit Committee as a member w.e.f. 30th December, 2023. Mr. Sriram Sankarnarayanan inducted as a member of Nomination and Remuneration Committee w.e.f. 30th December, 2023. Mr. Chirag Narendra Parmar was appointed as a Company Secretary and Compliance Officer w.e.f. 07th November, 2023. Ms. Bhavika Mehta resigned as a Company Secretary and Compliance officer w.e.f. 30th September, 2023. Mr. Hardik Jain was appointed as an Additional Director w.e.f. 10th January, 2024. Ms. Vineeta Piyush Patel was appointed as an Additional Director (independent Category) w.e.f. 10th January, 2024. There has

been a re-constitution of Audit Committee, Nomination and Remuneration Committee, Stakeholder Relationship Committee and Corporate Social Responsibility Committee.

- 5 Calling/ convening/ holding meetings of Board of Directors or its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions ~~and resolutions passed by postal ballot~~, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed.
- 6 Closure of Register of Members / Security holders.
- 7 During the audit period, the Company has complied with the provisions of Section 185 of the Companies Act, 2013.
- 8 Contracts/arrangements with related parties as specified in section 188 of the Act;
- 9 The Company has allotted 2,50,000 equity shares of Rs. 10/- each and 15,50,000 fully convertible equity warrants a right exercisable by the warrant holder to subscribe to one Equity Share having face value of Rs. 10/- each on preferential basis during the financial year. Further, the Company has redeemed 95 Nos. Senior Secured Unlisted Redeemable, Non-Convertible Debentures each having a face value of Rs. 5,00,000/- and also undertook per-matured redemption of 45 Nos. Senior Secured Unlisted Redeemable Non-Convertible Debentures each having face value of Rs. 5,00,000/-. There was no buy back of securities/ redemption of preference shares /alteration or reduction of share capital in all instances during the financial year;
- 10 The Company has not kept in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act as there were no instances during the financial year;
- 11 The Board of Directors of the Company have at their meeting held on 7th May, 2024, recommended final dividend @ 6% on equity shares i.e. ` 0.6/- per equity share of the face value of ` 10/- each for the financial year 2023-24.; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act, if any;
- 12 Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 13 The Company had appointed statutory auditors as per the provisions of section 139 of the Act;

- 14 M/s. VAY and Associates resigned as an Internal Auditor w.e.f 1st February, 2024 and M/s. Anand R. Chandak and Company, Chartered accountants were appointed as an Internal Auditor w.e.f 2nd February, 2024.
- 15 During the audit period the Company did not required any approvals from the Central Government, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act;
- 16 During the Audit period the Company has not accepted/ renewed/ repaid deposits falling within the preview of the provision of Section 76 of the Companies Act, 2013 during the financial year;
- 17 The Company had borrowed funds from - Directors, Bank and inter Corporate loan. The Company was required to create and modify charges during the financial year under review;
- 18 The Company has complied with the provisions of Section 186 of the Companies Act, 2013 with respect to no loans and investments or guarantees given or providing of securities.
- 19 The Company had altered the object clause of the Memorandum and there was no alteration in Articles of Association during the audit period.

For Vijay S .Tiwari & Associates
Practicing Company Secretary

VIJAYKUMA Digitally signed
R SIYAMANI by VIJAYKUMAR
TIWARI SIYAMANI
TIWARI TIWARI

Vijaykumar Tiwari
Proprietor
Membership No: 33084
CP No: 12220
Peer Review No. - 1679/2022
UDIN: A033084F001993801

Date: 09/11/2024
Place: Mumbai