# 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)

Pre-fill

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
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Global Location Number (GLN) of the company

- \* Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
  - (b) Registered office address

RAJAPALAYAM MILLS PREMISES	POST BOX NO.1
P.A.C.RAMASWAMY ROAD	
RAJAPALIYAM.	
Tamil Nadu	
626117	

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

(d) \*Telephone number with STD code

- (e) Website
- (iii) Date of Incorporation

rajacot@ramcotex.com

L17111TN1936PLC002298

RAJAPALAYAM MILLS LIMITED

04563235666

AAACR8897F

www.rajapalayammills.co.in

24/02/1936

(iv)	Type of the Company   C	tegory of the Company		Sub-category of the Company	
	Public Company	Company limited by sh	ares		Indian Non-Government company
(v) W	hether company is having share capita	al 💿	Yes	0	No
(vi) *V	Whether shares listed on recognized S	tock Exchange(s)	Yes	0	No

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

S. No.	Stock Exchange Name	Code
1	BSE LIMITED	1

(b) CIN of the Registrar and Name of the Registrar and		U67120TN	1998PLC041613	Pre-fill
CAMEO CORPORATE SERVICE	S LIMITED			]
Registered office address o	f the Registrar and	Transfer Agents		
"SUBRAMANIAN BUILDING" No.1 CLUB HOUSE ROAD				
(vii) *Financial year From date	1/04/2021	(DD/MM/YYYY) To date	31/03/2022	(DD/MM/YYYY)
(viii) *Whether Annual general m	eeting (AGM) held	• Yes O	No	-
(a) If yes, date of AGM	20/08/2022			
(b) Due date of AGM	30/09/2022			
(c) Whether any extension f		○ Yes THE COMPANY	No	

\*Number of business activities

S.No	Main Activity group code		Business Activity Code	,	% of turnover of the company
1	с	Manufacturing	C2	Textile, leather and other apparel products	100

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

1

\*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1		L26941TN1957PLC003566	Associate	13.81
2	RAMCO INDUSTRIES LIMITED	L26943TN1965PLC005297	Associate	9.69

3	RAMCO SYSTEMS LIMTIED	L72300TN1997PLC037550	Associate	2.38
And Andrews				

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

# (i) \*SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	lssued capital	Subscribed capital	Paid up capital
Total number of equity shares	15,000,000	8,605,520	8,605,520	8,605,520
Total amount of equity shares (in Rupees)	150,000,000	86,055,200	86,055,200	86,055,200

#### Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	15,000,000	8,605,520	8,605,520	8,605,520
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000	86,055,200	86,055,200	86,055,200

1

#### (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

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

0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

#### (d) Break-up of paid-up share capital

Class of shares	N	umber of sh	ares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	525,221	6,850,939	7376160	73,761,600	73,761,600	
Increase during the year	0	1,284,730	1284730	12,847,300	12,847,300	0
i. Pubic Issues	0	0	0	0	0	
ii. Rights issue	0	1,229,360	1229360	12,293,600	12,293,600	
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		55,370	55370	553,700	553,700	
Shares Dematerialized during the year 2021-22		55,570	55570	555,700	555,700	
Decrease during the year	55,370	0	55370	553,700	553,700	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	55,370		55370	553,700	553,700	
Shares Dematerialized during the year 2021-22						
At the end of the year	469,851	8,135,669	8605520	86,055,200	86,055,200	
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	

INE296E01026

0

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

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

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil						
[Details being provided in a CD/Digital Media]	0	Yes	۲	No	0	Not Applicable
Separate sheet attached for details of transfers	۲	Yes	0	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	25/08/2021

Date of registration of	of transfer (Date Month Y	ear)		
Type of transfe	r1	- Equity,	2- Preference Shares,3	- Debentures, 4 - Stock
Number of Shares/ [ Units Transferred	Debentures/		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Tran	sferor			
Transferor's Name				
	Surname		middle name	first name
Ledger Folio of Tran	sferee			
Transferee's Name			]	
	Surname		middle name	first name
Date of registration of	of transfer (Date Month Yo	ear)		
Type of transfe	r []1	- Equity,	2- Preference Shares,3 -	Debentures, 4 - Stock
Number of Shares/ I Units Transferred	Debentures/		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Trans	sferor			
Transferor's Name			]	
	Surname		middle name	first name
Ledger Folio of Trans	sferee			
Transferee's Name				
	Surname		middle name	first name

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

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

#### **Details of debentures**

Class of debentures	Outstanding as at the beginning of the year		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)

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

6,875,189,002

0

### (ii) Net worth of the Company

3,788,771,799

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

S. No.	Category	Equi	ty	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	4,366,204	50.74	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	Rosti.
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	377,129	4.38	0	
10.	Others	0	0	0	
	Total	4,743,333	55.12	0	0

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

S. No.	Category	Equi	ty	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	3,182,019	36.98	0		
	(ii) Non-resident Indian (NRI)	20,319	0.24	0		
	(iii) Foreign national (other than NRI)	0	0	0		
2.	Government					
	(i) Central Government	0	0	0		
	(ii) State Government	0	0	0		
La	(iii) Government companies	0	0	0		
3.	Insurance companies	0	0	0		

4.	Banks	1,860	0.02	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	162,459	1.89	0	
8.	Venture capital	0	Ö	0	
9.	Body corporate (not mentioned above)	149,095	1.73	0	
10.	Others Clearing Member, Foreign	346,435	4.03	0	
	Total	3,862,187	44.89	0	0

Total number of shareholders (other than promoters)

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

7,666		
7,680		
,000		

### VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year	
Promoters	14	14	
Members (other than promoters)	4,783	7,666	
Debenture holders	0	0	

## VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Category		Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive	
A. Promoter	1	3	1	3	0.86	48.29	
B. Non-Promoter	0	8	0	8	0	0.64	
(i) Non-Independent	0	2	0	2	0	0.34	
(ii) Independent	0	6	0	6	0	0.3	
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	1	11	1	11	0.86	48.93

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)
Shri P.R.Venketrama Ra	00331406	Director	1,836,826	
Smt. R.Sudarsanam	00433926	Managing Director	74,386	31/05/2022
Smt. P.V. Nirmala Raju	00474960	Director	41,370	
Shri S.S.Ramachandra	00331491	Director	28,560	
Shri N.K.Ramasuwami I	00432698	Director	17,966	
Shri A.V.Dharmakrishna	00693181	Director	1,420	
Justice Shri P.P.S. Jana	06702871	Director	0	
Shri V. Santhana Rama	00212334	Director	0	
Shri K.B. Nagendr <mark>a</mark> Mur	00359864	Director	0	
Smt. Soundara K <mark>u</mark> mar	01974515	Director	0	
Shri P.V. Abinav Ramas	07273249	Director	2,277,277	
Shri P.A.S. Alaghar Raja	00487312	Director	7,520	
Shri B. Gnanagurusamy	AFUPG3537M	CFO	0	
Shri A. Arulpranavam	ANNPA6417D	Company Secretar	0	

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

0

Name	DIN/PAN	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

# IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance		
rype of meeting			Number of members attended	% of total shareholding	
NNUAL GENERAL MEETI	25/08/2021	6,215	65	58.38	

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

\*Number of meetings held 5

S. No.	Date of meeting Total Number of directors associated as on the date				
		of meeting	Number of directors attended	% of attendance	
1	28/05/2021	12	12	100	
2	14/08/2021	12	12	100	
3	30/10/2021	12	12	100	
4	27/01/2022	12	12	100	
5	23/02/2022	12	12	100	

#### C. COMMITTEE MEETINGS

S. No.	Type of meeting			Attendance		
	meeting	Date of meeting on the da	of Members as on the date of the meeting	Number of members attended	% of attendance	
1	RIGHTS ISSU	09/04/2021	4	4	100	
2	NOMINATION	28/05/2021	3	3	100	
3	CORPORATE	28/05/2021	4	4	100	
4	AUDIT COMM	28/05/2021	4	4	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	
5		14/08/2021	4	4	100	
6		25/09/2021	4	4	100	
7		30/10/2021	4	4	100	
8	RISK MANAGI	30/10/2021	4	4	100	
9		27/01/2022	6	6	100	
10	STAKEHOLDE	27/01/2022	4	4	100	

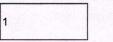
#### D. \*ATTENDANCE OF DIRECTORS

	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM
S. No.		A start birth birth birth an af	Montings		Number of Meetings which director was	Number of Meetings	% of attendance	held on
			entitled to attend	attended	attendance	20/08/2022		
								(Y/N/NA)
1	Shri P.R.Venk	5	5	100	5	5	100	Yes
2	Smt. R.Sudars	5	5	100	0	0	0	Yes
3	Smt. P.V. Nim	5	5	100	2	2	100	Yes
4	Shri S.S.Rama	5	5	100	1	1	100	Yes
5	Shri N.K.Rama	5	5	100	8	8	100	Yes
6	Shri A.V.Dhan	5	5	100	10	10	100	Yes
7	Justice Shri P.	5	5	100	13	13	100	Yes
8	Shri V. Sa <mark>n</mark> tha	5	5	100	1	1	100	Yes
9	Shri K.B. Nage	5	5	100	7	7	100	Yes
10	Smt. Soundara	5	5	100	1	1	100	Yes
11	Shri P.V. Abin	5	5	100	3	3	100	Yes
12	Shri P.A.S. Ala	5	5	100	2	2	100	Yes

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

🗌 Nil

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



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S. N	o. Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Smt. R. Sudarsanar	Managing Direct	24,000,000	0	0	900,000	24,900,000
	Total		24,000,000	0	0	900,000	24,900,000
umbe	r of CEO, CFO and Com	pany secretary whos	e remuneration d	etails to be entered	ł	2	
S. No	o. Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri B. Gnanagurus	Chief Financial (	6,481,855	0	0	384,720	6,866,575
2	Shri A. Arulpranava	Secretary	1,380,916	0	0	142,420	1,523,336
	Total		7,862,771	0	0	527,140	8,389,911
umbe	of other directors whose	remuneration detai	Is to be entered			11	
S. No	o. Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri P.R.Venketram	Chairman	0	0	0	270,000	270,000
2	Smt. P.V. Nirmala F	Director	0	0	0	210,000	210,000
3	Shri S.S.Ramachan	Director	0	0	0	180,000	180,000
4	Shri N.K.Ramasuwa	Director	0	0	0	390,000	390,000
5	Shri A.V.Dharmakri	Director	0	0	0	420,000	420,000
6	Justice Shri P.P.S.	Director	0	0	0	510,000	510,000
7	Shri. V. Santhana R	Director	0	0	0	180,000	180,000
8	Shri K.B. Nagendra	Director	0	0	0	360,000	360,000
9	Smt. Soundara Kum	Director	0	0	0	180,000	180,000
10	Shri P.V. Abinav Ra	Director	0	0	0	240,000	240,000
11	Shri P.A.S. Alaghar	Director	0	0	0	180,000	180,000
	Total		0	0	0	3,120,000	3,120,000

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

- \* A. Whether the company has made compliances and disclosures in respect of applicable Yes O No provisions of the Companies Act, 2013 during the year
  - B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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 NI

Name of the	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 O 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	M.R.L. NARASIMHA	
Whether associate or fellow	<ul> <li>Associate          Fellow     </li> </ul>	
Certificate of practice number	799	

#### I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

#### Declaration

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

dated 27/07/2006

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that:

 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

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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	Digitally signed by MAMBUR KRISHNAMA RUAR RAMAGANY RAJA Dala RAMAGANY RAJA Dala 2022.10.12 1442:18-00307			
DIN of the director	00432698			
To be digitally signed by	ARUL PRANAVA M A Digitally signed by ARUL PRANAVAM A Detc: 2022.10.12 14.43:47 +06'30'			
Company Secretary				
O Company secretary in practice				
Membership number 31331		Certificate of pr	actice number	
Attachments				List of attachments
1. List of share holders, d	ebenture holders		Attach	List of Shareholders_2022.pdf
2. Approval letter for exte	nsion of AGM;		Attach	Transfer - Transmission details_2021-2022 Details of Committee Meeting.pdf
3. Copy of MGT-8;			Attach	Form MGT-8.pdf
4. Optional Attachement(	s), if any		Attach	
				Remove attachment
Modify	Chec	k Form	Prescrutin	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

M.R.L. Navasimha BCom, FCS

PRACTISING COMPANY SECRETARY

## FORM NO. MGT.8

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

# CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records, books and papers of M/s. RAJAPALAYAM MILLS LIMITED CIN:L17111TN1936PLC002298 ("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, 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. its status under the Act;
  - 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
  - 3. filing of forms and returns, with the Registrar of Companies / Central Government within the prescribed time / extended time . No forms and Returns were required to be filed with Regional Director, Tribunal, Court or other authorities under the Act;
  - 4. calling/convening/holding meetings of Board of Directors, Committees of Board, and the meetings of the Members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the Minute Book / registers maintained for the purpose and the same have been signed;
  - 5. there were no closure of Register of Members and hence compliance with the provisions of the Act and Rules made thereunder does not arise.
  - 6. since no advances / loans to its Directors and / or persons or firms or companies referred in section 185 of the Act were made, compliance with the provisions of the Act & Rules made there under does not arise;
  - 7. contracts/arrangements with related parties as specified in section 188 of the Act:

lure

M.R.L. Narasimha BCOM, FCS PRACTISING COMPANY SECRETARY

- 8. Issue, allotment, issue of duplicate share certificate and transmission of Equity Shares. During the year under review the Company had issued and allotted 12,29,360 Equity Shares of face value of Rs.10/- each at an issue price of Rs.569/- per Share for the aggregate value of Rs.69.95 Crores to the existing Equity Shareholders of the Company on Rights basis. Consequent to the above the paid up Share capital of the Company has increased from Rs.7.38 Crores to 8.61 Crores.
  - Apart from the above there were no buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9. keeping in abeyance the rights to dividend and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10. declaration / payment of dividend; transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund;
- 11. signing of audited financial statement (including consolidated) as per the provisions of section 134 of the Act. The report of the Board of Directors for the said year is as per Section 134 (3) and (5) of the Act;
- 12. constitution / appointment / re-appointments / retirement / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13. At the 81<sup>st</sup> AGM held on 10-08-2017, the Members appointed M/s. N.A. Jayaraman & Co., Chartered Accountants and M/s. SRSV & Associates, Chartered Accountants as Auditors for a period of 5 consecutive years, upto the conclusion of 86<sup>th</sup> AGM to be held in the year 2022 in the place of Retiring Auditors as per Section 139 of the Act. No casual vacancy of Auditors arose
- 14. approvals required to be taken from Registrar of Companies / Central Government for the e-forms filed under various provisions of the Act have been approved/taken on record and no approvals were required to be taken from the Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act;

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M. R. L. Narasimha BCom, FCS PRACTISING COMPANY SECRETARY

- 15. since no acceptance / renewal / repayment of deposits were made during the year, compliance with the provision of the Act & Rules made thereunder does not arise;
- 16. borrowings from its Directors, Banks and others and creation/modification/satisfaction of charges in that respect wherever applicable. There were no borrowings from its Member (other than Directors-cum-Members) or from financial institutions during the year.
- 17. The company has complied with the provisions of Section 186 of the Act, in respect of guarantees and loans given to other bodies corporates. The company has not made any investment in other bodies corporate or given any security in connection with a loan, to any other body corporate or person, falling within the purview of section 186 of the Act;
- 18. There were no alteration of the provisions of the Memorandum or Articles of Association of the Company during the year and hence compliance with the provisions of the Act and Rules made there under does not arise.

Place : Rajapalayam Date :29/09/2022

-ler Rd. Davasunha

M.R.L Narasimha C.P. No.: 799 Mno.F2851 PRC:1420/2021 Practicing Company Secretary UDIN:F002851D001073294

M.R.L. NARASIMHA. B.Com.,FCS Practising Company Secretary M.No: 2851 C. P. 799, PR. No. 1420/2021 'Lotus' 370-A, Alagesan Rd, SB Mission Post, Coimbatore - 641 011