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]

Name of the Registrar and Transfer Agent



Annual Return

(other than OPCs and Small Companies)

Form language	English	○ Hindi
Refer the instructi	ion kit for fil	ing the form.

I. REGISTRATION AND OTHER DETAILS (i) * Corporate Identification Number (CIN) of the company U93090TN1960PLC004355 Pre-fill Global Location Number (GLN) of the company Permanent Account Number (PAN) of the company AAACH5516P (ii) (a) Name of the company HTL LIMITED (b) Registered office address G.S.T. ROAD, **GUINDY** chennai Tamil Nadu 600032 (c) *e-mail ID of the company CO*******ED.COM (d) *Telephone number with STD code 04******22 (e) Website www.htllimited.com (iii) Date of Incorporation 14/12/1960 (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 O No (vi) *Whether shares listed on recognized Stock Exchange(s) Yes No (b) CIN of the Registrar and Transfer Agent Pre-fill L72400TG2017PLC117649

									7	
	KFIN TECHNOLOGIES LIMITED									
	Registered office address of the Registrar and Transfer Agents									
			, Plot No- 31 & 32 li ngampally NA	, Financial District,	N					
(vii) '	*Finar	icial year Fro	om date 01/04/2	2023	DD/MM/YY	YY) To (date 31/03/20)24	(DD/MI	M/YYYY)
(viii)	*Whe	ther Annual o	general meeting	(AGM) held	•	Yes	○ No			
	(a) If	yes, date of /	AGM 2	6/07/2024						
	(b) D	ue date of AC	SM 3	0/09/2024						
	(c) W	hether any e	ــ xtension for AG	M granted		○ Yes	s No			
II. P	RING	CIPAL BUS	SINESS ACT	IVITIES OF TH	E COMP	ANY				
	*Ni	ımber of busi	iness activities	1						
S	.No	Main Activity group code	Description of N	Main Activity group	Business Activity Code	Descri	ption of Busine	ss Activit	у	% of turnover of the company
	1	С	Manu	facturing	C9		uter, electronic, ific measuring 8			82,89
(1	INCL	UDING JO	INT VENTUR	G, SUBSIDIAR RES) tion is to be give	É	ssoci	ATE COMPA	ANIES		
S.i	Vo	Name of t	he company	CIN / FCR	RN		Subsidiary/Ass Joint Venture	ociate/	% of sh	ares held
1	1	HFCL	LIMITED	L64200HP1987PL	.C007466		Holding			74
IV. S	SHAF	RE CAPITA	AL, DEBENT	URES AND OT	HER SEC	URITIE	S OF THE	COMPA	NY	
(i) *S	HAR	E CAPITA	L							
(a)	Equity	share capita	al							
		Particula	ars	Authorised capital	lssue c apita	TO THE REAL PROPERTY AND ADDRESS.	Subscribed capital	Paid	up capital	
Tota	al nun	nber of equity	/ shares	2,000,000	1,500,000	1	,500,000	1,500	0,000	
	al amo	ount of equity	/ shares (in	200,000,000	150,000,00	00 1	50,000,000	150,0	000,000	

1

Number of classes

P	age	2	Qf	15

Class of Shares	Authorised	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	2,000,000	1,500,000	1,500,000	1,500,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	200,000,000	150,000,000	150,000,000	150,000,000

(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

Authorised	lssued capital	Subscribed capital	Paid up capital
	-		
	capital	Authorised capital capital	Authorised capital Subscribed capital

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Nu	umber of sh	ares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	390,000	1,110,000	1500000	150,000,000	150,000,00	
Increase during the year	0	390,000	390000	0	0	0
i. Pubic 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
vil. 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		390,000	390000			
Physical Shares held Converted to Demat		350,000	000000			
Decrease during the year	390,000	0	390000	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	390,000		390000			
Physical Shares held Converted to Demat		,				
At the end of the year	0	1,500,000	1500000	150,000,000	150,000,00	
Preference shares						
At the beginning of the year	0	0	0	0	0	
At the beginning of the year Increase during the year	0	0	0	0	0	0
						0
Increase during the year	0	0	0	0	0	
Increase during the year i. Issues of shares	0	0	0	0	0	0
i. Issues of shares ii. Re-issue of forfeited shares	0	0	0	0	0	0
i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify	0 0	0 0	0 0	0 0	0 0	0
i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify Decrease during the year i. Redemption of shares iii. Shares forfeited	0 0	0 0	0 0	0 0	0 0 0	0
Increase during the year i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify Decrease during the year i. Redemption of shares	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0	0 0 0
i. Issues of shares ii. Re-issue of forfeited shares iii. Others, specify Decrease during the year i. Redemption of shares iii. Shares forfeited	0 0 0 0 0	0 0 0 0 0	0 0 0 0 0	0 0 0 0	0 0 0 0 0	0 0 0 0 0

ISIN of the equity shares of the company

INE133T01011

(ii) Details of stock spl	it/consolidation during th	e year (for eac	h class of	shares)		0		
Class o	fshares		(i)			(ii)			(iii)	
Before split /	Number of shares				,					
Consolidation	Face value per share			,,				+-		
After split /	Number of shares									
Consolidation	Face value per share									-
of the first return a	es/Debentures Trans at any time since the							cial ye	ear (or in the c	ase
	vided in a CD/Digital Medi	ial		\bigcirc	Yes	\circ	No	\circ	Not Applicable	
[1		O	103	O	110		Not Applicable	
Separate sheet at	tached for details of trans	fers		\circ	Yes	\circ	No			
Note: In case list of tran Media may be shown.	sfer exceeds 10, option fo	r submi:	ssion as	a separa	ite shee	t attach	ment o	or subn	าission in a CD/Dig	gital
Date of the previou	s annual general meetir	ıg								
Date of registration	of transfer (Date Month	Year)								
Type of transf	fer	1 - Ec	quity, 2	- Prefere	ence Sh	nares,3	- Deb	enture	es, 4 - Stock	
Number of Shares/ Units Transferred	Debentures/	<u>s</u> .		Amount Debent			5.)			
Ledger Folio of Tra	nsferor									
Transferor's Name										
	Surname			middle	name				first name	
Ledger Folio of Tra	ınsferee									

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 Trans	sferor								
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
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) occurred	(other than shares a	na debentares)		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
Tatal					
Total					

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

753	-						
Œ	T	u	rı	าด	V	e	r

8,442,854,922.71

(ii) Net worth of the Company

1,731,149,314.3

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	3	0	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	<u>-</u>	
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)	1,109,997	74	0	
10.	Others	0	0	0	
	Total	1,110,000	74	0	0

Total number of shareholders (promoters)

4

(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	4	0	0		
	(ii) Non-resident Indian (NRI)	0	0	0		
	(iii) Foreign national (other than NRI)	0	0	0	-	
2.	Government					
	(i) Central Government	389,996	26	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)	0	0	0		
10.	Others	0	0	0		

	Total	390,000	26	0	0			
Total number of shareholders (other than promoters) 4								
	ber of shareholders (Promoters+Publi n promoters)	c/						

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	4	4		
Members (other than promoters)	4	4		
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	0	2	0	2	0	0	
B. Non-Promoter	0	3	0	3	0	0	
(i) Non-Independent	0	2	0	2	0	0	
(ii) Independent	0	1	0	1	0	0	
C. Nominee Directors representing	0	1	0	2	0	0	
(i) Banks & FIs	0	0	0	0	0	0	
(ii) Investing institutions	0	0	0	0	0	0	
(iii) Government	0	1	0	2	0	0	
(iv) Small share holders	0	0	0	0	0	0	
(v) Others	0	0	0	0	0	0	
Total	0	6	0	7	0	0	

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

10

(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)
Mahendra Nahata	00052898	Director	0	
R. M. Kastia	00053059	Director	0	
K. C. Jani	02535299	Director	0	
Tamali Sengupta	00358658	Director	0	
Rajeev Sabherwal	08420761	Director	0	
B. K. Nath	10110868	Nominee director	0	16/04/2024
Pankaj Garg	10513597	Nominee director	0	
G. S. Naidu	ABRPN4626P	Manager	0	
C. D. Ponnappa	ACZPP1337Q	CFO	0	
S. Narayanan	AAAPN2220K	Company Secretar	0	`

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

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)
Rajeev Sabherwal	08420761	Additional director	28/07/2023	Change in Designation
Ajay Kumar	10265781	Nominee director	08/08/2023	Appointment
Pankaj Garg	10513597	Nominee director	19/02/2024	Appointment
Ajay Kumar	10265781	Nominee director	14/02/2024	Cessation

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

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

Number of meetings held	1				
Type of meeting	Date of meeting Total Number of Members entitled to attend meeting		Attendance Number of members % of total shareholding		
Annual General Meeting	28/07/2023	8	5	99.99	

B. BOARD MEETINGS

Number of meetings held g	

S. No.	Date of meeting	Total Number of directors associated as on the date			
		of meeting	Number of directors attended	% of attendance	
1	28/04/2023	6	6	100	
2	08/06/2023	6	6	100	
3	24/07/2023	6	6	100	
4	17/08/2023	7	7	100	
5	21/09/2023	7	7	100	
6	18/10/2023	7	7	100	
7	19/12/2023	7	6	85.71	
8	23/01/2024	7	7	100	
9	21/03/2024	7	7	100	

C. COMMITTEE MEETINGS

Number of meetings held

		Υ	T		Attendance	
S. No.	Type of meeting		Total Number of Members as	Attendance		
	Dat	Date of meeting	on the date of the meeting	Number of members attended	% of attendance	
1	Audit Committe	28/04/2023	3	3	100	
2	Audit Committe	24/07/2023	4	4	100	
3	Audit Committe	18/10/2023	4	4	100	
4	Audit Committ	23/01/2024	4	4	100	
5	Audit Committe	08/02/2024	4	4	100	
6	Nomination &	18/10/2023	4	4	100	
7	Nomination &	19/12/2023	4	4	100	
8	Corporate Soc	13/10/2023	4	4	100	

D. *ATTENDANCE OF DIRECTORS

		Board Meetings			Board Meetings Committee Meetings			Valietie		Whether attended AGM
S. No.	1		Meetings	% of attendance	Number of Meetings which director was	Meetings				
		entitled to attend	attended	atteriourioc	entitled to attend	attended	attendance	26/07/2024		
								(Y/N/NA)		
1	Mahendra Nah	9	9	100	2	2	100	No		
2	R. M. Kastia	9	9	100	8	8	100	Yes		
3	K. C. Jani	9	9	100	6	6	100	Yes		
4	Tamali Sengu	9	9	100	8	8	100	Yes		
5	Rajeev Sabhe	9	9	100	0	0	0	Yes		
6	B. K. Nath	9	9	100	7	7	100	Not Applicable		
7	Pankaj Garg	1	1	100	0	0	0	Yes		

X. *REMUNERATION OF DIRECTORS	AND KEY MANAGERIAL PERSONNEL
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	Nil	

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

1			
E			
ı			

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	G. S. Naidu	Manager	9,305,688	0	0	9,587,898	18,893,586
	Total		9,305,688	0	0	9,587,898	18,893,586

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	C. D. Ponnappa	CFO	7,009,404	0	0	2,518,070	9,527,474
2	S. Narayanan	Company Secre	2,900,109	0	0	0	2,900,109
	Total		9,909,513	0	0	2,518,070	12,427,583

Number of other directors whose remuneration details to be entered

- 1			_
- 1			
- 1	A		
- 1	4		
- 1			

S. N	o. Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	R. M. Kastia	Director	0	0	0	255,000	255,000
2	K. C. Jani	Director	0	0	0	225,000	225,000

S. No.	Nam	ne	Designat	ion Gro	ss Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Tamali Se	engupta	Directo	or	0	0	0	255,000	255,000
4	Rajeev Sa	bherwal	Directo	or	0	0	0	135,000	135,000
	Total				0	0	0	870,000	870,000
*A. Whether the company has made compliances and disclosures in respect of applicable Yes No *B. If No, give reasons/observations *Reason / Observation as stated in MGT-8. *A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NII Name of the company directors/ lofteers Name of the concerned Authority Name of Order Date of Order penalty/ punishment Name of the penalised / punished punishment Details of penalty/ punishment Details of appeal (if any) including present status									
(B) DET	AILS OF CO	MPOUNDING	OF OFF	FENCES E] Nil				
Name o compan officers	ny/ directors/	Name of the concerned Authority		Date of Orde	secti	e of the Act and on under which ace committed	Particulars of offence	Amount of comp Rupees)	oounding (in
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, details of company secretary in whole time practice certifying the annual return in Form MGT-8. R. Balasubramanian									
	Whether associate or fellow								

Certificate of practice number

11979

I/We	certify	that:
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(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.

dated

28/04/2023

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

DD/MM n respe	I/YYYY) to sign this form ct of the subject matter	n and declare that all the of this form and matters	e requirements of the s incidental thereto hav	Companies Act, ve been compiled	2013 and the rules made thereunder d 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 attach	ments have been comp	eletely and legibly attac	hed to this form.			
Note: A punish	Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide fo punishment for fraud, punishment for false statement and punishment for false evidence respectively.						
To be d	ligitally signed by						
Director	r	RANJEET Divibily squad by (8A) 4557 LEAL (A) (8A) LEAL (A)					
DIN of t	the director	0*0*3*5*					
To be o	digitally signed by	S Digitally signed by NARAYANA S NARAYANA Date: 2024 06:05 N 11:05:03 +05:39	-				
Com	npany Secretary						
○ Corr	npany secretary in practi	ce					
Membe	rship number 5*7*		Certificate of practic	e number			
	Attachments				List of attachments		
	1. List of share holder	s, debenture holders		Attach	HTL_List of Shareholders as on 31032024		
	2. Approval letter for e	extension of AGM;		Attach	MGT 8_HTL Limited_23-24.pdf		
	3. Copy of MGT-8;			Attach			
	4. Optional Attacheme	ent(s), if any		Attach			
	2				Remove attachment		
	Modify	Chec	k Form	Prescrutiny	Submit		

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

G



57, GST Road, Guindy, Chennai - 600 032, India | 91-44-22501020 / 21 | coo@htllimited.com

List of Shareholders as on 31.3.2024

Sl. No.	Name of the Shareholder	No. of Shares	Status
1	HFCL Limited	11,09,997	Holding Company
2	*Manoj Baid	1	Individual
3	*Baburaj Eradath	1	Individual
4	*Tarun Kalra	1	Individual
	SUB – TOTAL	11,10,000	
	(Holding in Demat Form)		
	Government of India		
5	President of India	3,89,996	Government of India
6	Shri Shambhu Kumar Mahto, DDG (PHP, DoT.	2	GOI Nominee
7	Shri R. M. Agarwal, DDG (SU), DoT.	1	GOI Nominee
8	Shri Rajeev Kumar Srivastava, Director (TPF), DoT.	1	GOI Nominee
	SUB - TOTAL	3,90,000	
	(Holding in Demat Form)		
	Total Number of Shares	15,00,000	Part of the state

^{*}The Beneficial interest is held by HFCL Limited, Holding Company.

Percentage of Holding

HFCL Ltd.

74%

GOI

26%

For HTL Limited

S.NARAYANAN

COMPANY SECRETARY & VP (LEGAL)

HTL LTD.

GUINDY, CHENNAL - 600 032.

1)0 3 32

(S. NARAYANAN) Company Secretary& VP (Legal)

Membership No. ACS 5772

Fax: 91-44-22500341 | CIN: U93090TN1960PLC004355 | Website: www.htllimited.com

R. Balasubramanian & Co.,

Company Secretaries

No. 1, I Flooor, Abdul Farook Sahib Street Pallavaram, Chennai - 600043



Email: bala@csrb.co.in / team@csrb.co.in Web: www.csrb.co.in

Ph: +91 - 99411 80826 / 98409 80826

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

We have examined the registers, records and books and papers of M/s. HTL Limited (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 our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we 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;
 - Filing of forms and returns as stated in the annual return, with the Registrar of Companies and Central Government within the prescribed time and after the prescribed time in certain cases along with the requisite additional fee. There were no forms required to be filed with Regional Director, Tribunal, Court or other authorities;
 - 4. Calling/ convening/ holding meetings of Board of Directors and 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 have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed; There were no resolutions passed by postal ballot.
 - The Company did not close its Register of Members / other Securities holders and hence, compliance under the Act for closure of Register of Members / Security holders is not applicable.
 - The Company has not advanced any loans to its Directors and/or persons or firms or Companies referred in Section 185 of the Act and hence compliance on the said Section of the Act is not applicable.

of 3

R. Balasubramanian & Co.,

Company Secretaries

No. 1, I Flooor, Abdul Farook Sahib Street Pallavaram, Chennai - 600043



Email: bala@csrb.co.in / team@csrb.co.in Web: www.csrb.co.in Ph: +91 - 99411 80826 / 98409 80826

- The Company has complied with the provisions of the Act with respect to contracts/arrangements with related parties as specified in Section 188 of the Act;
- 8. There were no issue, allotment, transfer, transmission, buy back of shares or redemption of preference shares, alteration or reduction of share capital, conversion of shares or issue of share certificates made during the financial year.
- The Company did not keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares and hence compliance on the applicable provisions of the Act is not applicable.
- 10. The Company did not declare dividend during the financial year under review. There were no unpaid/ unclaimed dividend/other amounts required to be transferred to the Investor Education and Protection Fund in accordance with Section 125 of the Act;
- 11. 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;
- 12. The Company has complied the provisions with regard to Constitution/ appointment/ reappointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. Further, the Company is required to appoint 2 (Independent Directors) pursuant to Section 149(4) of the Companies Act, 2013, of which, the Company has already appointed 1 (One) Independent Director and further in the process of identification and appointment of another Independent Director.
- Re-appointment/appointment/filling of casual vacancy of appointment auditors as per the provisions of Section 139 of the Act, is not applicable during the aforesaid financial year since the existing Auditors holds office of statutory auditors upto 64th Annual General Meeting to be held in 2025;
- 14. There were no approvals required to be taken from the Tribunal, Regional Director, Registrar, Court, Central Government or such other authorities under the various provisions of the Act;
- 15. The Company did not accept deposits during the year under review.
- 16. The Company has complied with the provisions of the Act with respect to borrowings from its directors, members, public financial institutions, banks and others and creation/modification/ satisfaction of charges in that respect, wherever applicable;
- 17. The Company has complied with the provisions of the Act with respect to investments in Equity shares of other Company. There were no other loans nor guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act during the financial year under review;

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K. Balasubramanian & Co.,

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18. There was no alteration of the provisions of the Memorandum or Articles of Association of the Company during the financial year under review.

For R. Balasubramanian & Co.

R. Balasubramanian
Practising Company Secretary
FCS 10011 CP 11979



Place: Chennai Date: 02.08.2024

UDIN: F010011F000886458