

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

U15549MH2003PLC139352

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCN7126Q

(ii) (a) Name of the company

SULA VINEYARDS LIMITED

(b) Registered office address

901 Hubtown Solaris
N.S. Phadke Marg, Andheri (E)
Mumbai
Mumbai City
Maharashtra
400026

(c) *e-mail ID of the company

cs@sulawines.com

(d) *Telephone number with STD code

02261280606

(e) Website

https://sulavineyards.com

(iii) Date of Incorporation

26/02/2003

(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

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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	C1	Food, beverages and tobacco products	80.09
2	G	Trade	G1	Wholesale Trading	3.16

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ARTISAN SPIRITS PRIVATE LIM	U15122MH2011PTC222280	Subsidiary	100
2	SULA INTERNATIONAL LIMITED		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	101,030,000	78,598,091	78,598,091	78,598,091
Total amount of equity shares (in Rupees)	202,060,000	157,196,182	157,196,182	157,196,182

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	101,030,000	78,598,091	78,598,091	78,598,091
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	202,060,000	157,196,182	157,196,182	157,196,182

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	24,175,410	51,226,460	75401870	150,803,740	150,803,740	

Increase during the year	775,000	2,421,221	3196221	6,392,442	6,392,442	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	625,000	750,000	1375000	2,750,000	2,750,000	
v. ESOPs	150,000	0	150000	300,000	300,000	
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	0	1,671,221	1671221	3,342,442	3,342,442	
Conversion of share warrants						
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						
At the end of the year	24,950,410	53,647,681	78598091	157,196,182	157,196,182	
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

INE142Q01026

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

1

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares	15,719,618		
	Face value per share	10		
After split / Consolidation	Number of shares	78,598,091		
	Face value per share	2		

(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	30/07/2021		
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				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	

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				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	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

4,194,175,247.11

(ii) Net worth of the Company

4,149,266,182.91

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	0	0	0	
	(ii) Non-resident Indian (NRI)	20,091,660	25.56	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)	0	0	0	
10.	Others	0	0	0	
	Total	20,091,660	25.56	0	0

Total number of shareholders (promoters)

1

(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	3,878,880	4.94	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	9,338,295	11.88	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)	45,288,256	57.62	0	
10.	Others family trust	1,000	0	0	
	Total	58,506,431	74.44	0	0

Total number of shareholders (other than promoters)

37

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

38

**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	1	1
Members (other than promoters)	32	37
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	0	1	0	25.56	0
B. Non-Promoter	0	3	0	3	0	0.16
(i) Non-Independent	0	3	0	0	0	0
(ii) Independent	0	0	0	3	0	0.16
C. Nominee Directors representing	0	4	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	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	4	0	2	0	0
Total	1	7	1	5	25.56	0.16

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)
RAJEEV SAMANT	00020675	Managing Director	20,091,660	
CHETAN RAMESHCHA	03595319	Director	0	
ALOK SURESHCHAND	00019098	Director	0	
SANGEETA PENDURK	03321646	Director	125,000	
ROBERTO ITALIA	09228481	Nominee director	0	
ARJUN ANAND	07639288	Nominee director	0	
RAJEEV SAMANT	AQBPS3460R	CEO	20,091,660	
BITTU VARGHESE	ACMPN8947P	CFO	0	
RUCHI SATHE	BRVPS5213E	Company Secretar	0	

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

14

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)
HANK UBEROI	01807181	Director	01/07/2021	Cessation
DEEPAK ISHWARDAS	00444270	Nominee director	01/07/2021	Cessation
ROBERTO ITALIA	09228481	Additional director	15/07/2021	Appointment
KERRY ROLF DAMSKE	07793310	Director	29/09/2021	Cessation
SHAGUN TIWARY SHA	08972569	Nominee director	05/10/2021	Cessation
ROBERTO ITALIA	09228481	Nominee director	30/07/2021	Change in designation
SANGEETA PENDURK	03321646	Additional director	15/12/2021	Appointment
ALOK SURESHCHAND	00019098	Director	27/12/2021	Change in designation
CHETAN RAMESHCHA	03595319	Director	27/12/2021	Change in designation
SANGEETA PENDURK	03321646	Director	27/12/2021	Change in designation
RAJEEV SAMANT	AQBPS3460R	CEO	23/02/2022	Appointment
BITTU VARGHESE	ACMPN8947P	CFO	23/02/2022	Appointment
RUCHI SATHE	BRVPS5213E	Company Secretar	15/07/2021	Appointment
SAPNA KARMOKAR	ATBPK1115G	Company Secretar	30/04/2021	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

5

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	30/07/2021	33	8	76.29
Extra Ordinary General Meeting	06/08/2021	33	8	76.43
Extra Ordinary General Meeting	07/10/2021	36	11	75.76
Extra Ordinary General Meeting	27/12/2021	36	12	77.44
Extra Ordinary General Meeting	07/03/2022	38	13	77.96

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	15/04/2021	8	3	37.5
2	15/07/2021	6	6	100
3	30/07/2021	7	6	85.71
4	29/09/2021	7	7	100
5	15/12/2021	5	5	100
6	23/02/2022	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

9

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	14/07/2021	3	3	100
2	Audit Committee	28/09/2021	3	3	100
3	Audit Committee	15/12/2021	3	3	100
4	Audit Committee	23/02/2022	3	3	100
5	Risk Management	23/02/2022	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
6	IPO Readiness	14/07/2021	4	4	100
7	IPO Readiness	28/09/2021	4	4	100
8	IPO Committee	23/02/2022	4	4	100
9	CSR committee	14/07/2021	2	2	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	27/05/2022
								(Y/N/NA)
1	RAJEEV SAMANT	6	6	100	5	5	100	Yes
2	CHETAN RAM	6	6	100	7	7	100	Yes
3	ALOK SURESH	6	5	83.33	7	7	100	Yes
4	SANGEETA P	2	2	100	1	1	100	Yes
5	ROBERTO ITA	5	5	100	0	0	0	Yes
6	ARJUN ANAND	6	6	100	8	8	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	RAJEEV SAMANT	Managing Director	28,272,177	0	0	0	28,272,177
	Total		28,272,177	0	0	0	28,272,177

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	RAJEEV SAMANT	CEO	3,330,213	0	0	0	3,330,213

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	BITTU VARGHESE	CFO	2,044,370	0	0	0	2,044,370
3	RUCHI SATHE	CS	1,681,586	0	0	0	1,681,586
	Total		7,056,169	0	0	0	7,056,169

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	CHETAN RAMESH	Director	0	0	0	1,300,000	1,300,000
2	ARJUN ANAND	Nominee director	0	0	0	894,791	894,791
3	ALOK SURESHCHANDRAN	Director	0	0	0	1,200,000	1,200,000
4	KERRY ROLF DAMON	Director	0	0	0	73,709	73,709
5	ROBERTO ITALIA	Nominee director	0	0	0	0	0
6	SHAGUN TIWARY	Nominee director	0	0	0	300,000	300,000
7	SANGEETA PENDING	Director	0	0	0	300,000	300,000
	Total		0	0	0	4,068,500	4,068,500

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

Whether associate or fellow Associate Fellow

Certificate of practice number

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

(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 Digitally signed by RAJEEV SAMANT Date: 2022.06.14 12:24:10 +05'30'

DIN of the director

To be digitally signed by Digitally signed by RUCHI PRAMOD SATHE Date: 2022.06.14 12:27:24 +05'30'

- Company Secretary
 Company secretary in practice

Membership number

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

MGT8 Sula 2022.pdf Clarification Letter for sub-division of equity Transfer and Transmission of Shares.pdf Shareholding Pattern.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

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records, books and papers of **Sula Vineyards Limited** (Formerly known as **Sula Vineyards Private Limited**) (CIN: U15549MH2003PLC139352) ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended 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 and Rules made there under in respect of:
 1. its status under the Act;
 2. maintenance of registers/records and 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;
 4. calling/convening/holding meetings of Board of Directors or its committees, if any 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 Minutes Book/registers maintained for the purpose and the same have been signed;

5. closure of Register of Members/Security holders, as the case may be **-There were no such instances during the period under review;**
6. advances/loans to its Directors and/ or persons or firms or companies referred in section 185 of the Act **-There were no such instances during the period under review;**
7. contracts/arrangements/ transactions entered into by the Company with related parties as specified in section 188 of the Act were in ordinary course of business and on arm's length basis;
8. issue or allotment or transfer of shares or transmission of shares or 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 - **During the period under review, the Company has:**
 - 8.1. received request in writing from Ms. Karishma Singh being the nominee of an deceased shareholder Mrs. Ursula Sumal for transmission of 21,29,170 Equity Shares of Rs. 2/- each of the Company to Ms. Karishma Singh and Mr. Gurnam Singh Sumal equally as the legal heirs of late. Mrs. Ursula Sumal.
 - 8.2. Converted 16,71,221 warrants into 16,71,221 Equity Shares of face value of Rs. 02/- each out of 27,65,980 outstanding warrants issued to Mr. Rajeev Samant, Managing Director and CEO of the Company.
 - 8.3. Issued and allotted 13,75,000 Equity shares of Rs. 02/- each at premium on Rs. 238/- per share
 - 8.4. Allotted 1,50,000 equity shares of face value Rs. 02/- each
 - 8.5. Issued 19,08,025 warrants convertible into equity on preferential basis as approved by the Board of Directors in their meeting.
9. keeping 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 **-There were no such instances during the period under review;**
10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the investor education and protection fund in accordance with section 125 of the Act - **During the period under review, the Company has declared and paid interim dividend of Rs. 02.5 per Equity Share of face value of Rs. 02/- each as on 15th December, 2021 amounting to Rs. 19,44,88,750/-;**



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. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them
13. appointment/—reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act **-There were no such changes during the period under review;**
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. acceptance/ renewal/ repayment of deposits **-There were no such instances during the period under review;**
16. borrowings from its Directors, Members, Public Financial Institutions, Banks and Others and creation/ modification/ satisfaction of charges in that respect, wherever applicable, was done in accordance with the provisions of the Companies Act, 2013;
17. loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act, wherever applicable, were done in accordance with the provisions of the Companies Act, 2013
18. alteration of the provisions of the Memorandum of Association and Article of Association of the Company as stated here under was in compliance with the Companies Act, 2013 and the same were approved by Members as and when required.:-
- 18.1. **Alteration of Capital Clause in the Memorandum of Association of the Company for giving effect of Sub-division of the face value of the share capital of the Company from Rs. 10/- to Rs. 02/- each, at the Shareholders Meeting held on 30.07.2021.**




18.2. Conversion of Company from Private limited to Public limited, as approved by Shareholders at their meeting held on 27.12.2021.

18.3 . Adoption of new set of Article of Association at Shareholders meeting held on 27.12.2021.

18.4 Altered its Article of Association for giving effect of the variation in terms and conditions of the ESOP/ESOS scheme implemented by the Company.



For Martinho Ferrao & Associates
Company Secretaries


Martinho Ferrao
Proprietor

C P. No. 5676

UDIN: F006221D000463150

Place: Mumbai

Dated: 06th June, 2022