FORM NO. MGT-7

Form language

[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]

English Hindi



Annual Return

(other than OPCs and Small Companies)

| Refer the instruction kit for filing the form. | |
|--|-----------------------------|
| I. REGISTRATION AND OTHER DETAILS | |
| (i) * Corporate Identification Number (CIN) of the company | U24231TN1992PLC062306 |
| Global Location Number (GLN) of the company | |
| * Permanent Account Number (PAN) of the company | AAACJ7230N |
| (ii) (a) Name of the company | J.K. FENNER (INDIA) LIMITED |
| (b) Registered office address | |
| 3, MADURAI-MELAKKAL ROAD MADURAI Tamil Nadu 625016 India | |
| (c) *e-mail ID of the company | COMPANYSECRETARY@JKFENI |
| (d) *Telephone number with STD code | 04524283826 |
| (e) Website | www.jkfenner.com |
| (iii) Date of Incorporation | 09/04/1992 |

| (iv) | Type of the Company | Category of the Con | npany | | Sı | ub-category of the Company |
|---------|------------------------------------|---------------------|------------|------|----|-------------------------------|
| | Public Company | Company limite | d by sh | ares | | Indian Non-Government company |
| (v) Wh | ether company is having share ca | pital | • | Yes | 0 | No |
| (vi) *W | hether shares listed on recognized | d Stock Exchange(s) | \bigcirc | Yes | • | No |
| | | | | | | |

(b) CIN of the Registrar and Transfer Agent
Name of the Registrar and Transfer Agent

U74210DL1991PLC042569

Pre-fill

| | ALANKIT ASSIGNMENTS LIM | IITED | | | |
|--------|---|-------------------------|----------------------|----------------------|--------------|
| | Registered office address | of the Registrar and Tr | ansfer Agents | | |
| | 205-208ANARKALI COMPLE JHANDEWALAN EXTENSION | | | | |
| (vii) | *Financial year From date | 01/04/2020 | (DD/MM/YYYY) To date | 31/03/2021 | (DD/MM/YYYY) |
| (viii) | *Whether Annual general r | meeting (AGM) held | Yes | No | _ |
| | (a) If yes, date of AGM | 14/09/2021 | | | |
| | (b) Due date of AGM | 30/09/2021 | | | |
| | (c) Whether any extension | for AGM granted | Yes | No | |
| II. P | RINCIPAL BUSINESS | S ACTIVITIES OF 1 | THE COMPANY | | |
| | *Number of business act | tivities 1 | | | |

| | Main Activity group code | | Business Activity Code | , | % of turnover of the company |
|---|--------------------------------|---------------|------------------------------|--|------------------------------|
| 1 | С | Manufacturing | C8 | Plastic products, non-metallic mineral products, rubber products, fabricated | 100 |

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

| | | 1 | |
|--|---|---|--------------|
| *No. of Companies for which information is to be given | 8 | | Pre-fill All |

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|----------------------------|-----------------------|---|------------------|
| 1 | BENGAL & ASSAM COMPANY L | L67120WB1947PLC221402 | Holding | 88.18 |
| 2 | SOUTHERN SPINNERS AND PRO | U17111TN2005PLC056558 | Subsidiary | 100 |
| 3 | MODERN COTTON YARN SPINI | U17111TN2005PLC057274 | Subsidiary | 100 |
| 4 | ACORN ENGINEERING LTD | U74210DL1978PLC009175 | Subsidiary | 100 |
| 5 | DIVYASHREE COMPANY PRIVA | U10100DL2008PTC178373 | Subsidiary | 61 |
| 6 | DWARKESH ENERGY LIMITED | U31200DL2005PLC278945 | Associate | 33.16 |
| 7 | PSV ENERGY PRIVATE LIMITED | U40300DL2013PTC258991 | Associate | 26 |

| 8 JKF Americas Inc Subsidiary 100 | 8 | JKF Americas Inc | | 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 | 10,000,000 | 2,483,066 | 2,483,066 | 2,483,066 |
| Total amount of equity shares (in Rupees) | 100,000,000 | 24,830,660 | 24,830,660 | 24,830,660 |

| Number of classes | 1 |
|-------------------|---|
|-------------------|---|

| Class of Shares Equity Shares of Rs. 10 each | Authoricad | Icabilai | Subscribed capital | Paid up capital |
|---|-------------|------------|--------------------|-----------------|
| Number of equity shares | 10,000,000 | 2,483,066 | 2,483,066 | 2,483,066 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 100,000,000 | 24,830,660 | 24,830,660 | 24,830,660 |

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Total number of preference shares | 8,000,000 | 7,000,000 | 7,000,000 | 7,000,000 |
| Total amount of preference shares (in rupees) | 800,000,000 | 700,000,000 | 700,000,000 | 700,000,000 |

|--|

| Class of shares Preference Shares of Rs.100 each | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|--|--------------------|-------------------|--------------------|-----------------|
| Number of preference shares | 8,000,000 | 7,000,000 | 7,000,000 | 7,000,000 |
| Nominal value per share (in rupees) | 100 | 100 | 100 | 100 |
| Total amount of preference shares (in rupees) | 800,000,000 | 700,000,000 | 700,000,000 | 700,000,000 |

(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 | 287,192 | 2,195,874 | 2483066 | 24,830,660 | 24,830,660 | |
| Increase during the year | 0 | 0 | 0 | 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 |
| 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 | | | | | | |
| 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 | 287,192 | 2,195,874 | 2483066 | 24,830,660 | 24,830,660 | |
| Preference shares | | | | | | |
| At the beginning of the year | 7,000,000 | 0 | 7000000 | 700,000,000 | 700,000,00 | |
| 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 capi | tal | 0 | 0 | | 0 | 0 | | 0 | 0 |
| iv. Others, specify | | | | | 0 | 0 | | 0 | |
| and the same of th | | | | | | | | | |
| At the end of the year | | 7,000,000 | 0 | 70 | 00000 | 700,00 | 00,000 | 700,000,00 | |
| SIN of the equity shares | of the company | | • | | | [| | | |
| | | | | | | L | | | |
| (ii) Details of stock spli | t/consolidation during the | e year (for e | ach class o | f share | s) | | 0 | | |
| Class of | f shares | (i) | | | (ii) | | | (ii | i) |
| 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 t any time since the i | incorpora | | | npany) | | cial y | year (or i | |
| Separate sheet att | ached for details of transf | ers | • | Yes | | No | | | |
| • | sfer exceeds 10, option for | | O . | | et attach | | or sub | omission in a | a CD/Digital |
| Date of the previous | s annual general meetin | 9 01 | /09/2020 | | | | | | |

| 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 Trans | sferee | | | | | | |
| Transferee's Name | | | | | | | |
| | Surname | | middle name | first name | | | |
| Date of registration o | f transfer (Date Mo | nth Year) | | | | | |
| Type of transfer 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock | | | | | | | |
| Type of transfer | | 1 - E | quity, 2- Preference Shares,3 - | - Debentures, 4 - Stock | | | |
| Type of transfer Number of Shares/ D Units Transferred | | 1 - Ed | Amount per Share/ Debenture/Unit (in Rs.) | | | | |
| Number of Shares/ D | Debentures/ | 1 - E | Amount per Share/ | | | | |
| Number of Shares/ D Units Transferred | Debentures/ | 1 - E | Amount per Share/ | | | | |
| Number of Shares/ D Units Transferred Ledger Folio of Trans | Debentures/ | 1 - E | Amount per Share/ | | | | |
| Number of Shares/ D Units Transferred Ledger Folio of Trans | Debentures/ Seferor Surname | 1 - E | Amount per Share/ Debenture/Unit (in Rs.) | | | | |
| Number of Shares/ D Units Transferred Ledger Folio of Trans Transferor's Name | Debentures/ Seferor Surname | 1 - E | Amount per Share/ Debenture/Unit (in Rs.) | | | | |

(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 |

| | | | _ | _ | _ | | |
|-------|------------|----------|--------|-----------|-----|-------------------|---|
| ſνì | Securities | (athar t | han (| sharoe. | and | dahanturas | ١ |
| 1 V / | Occurres | louici t | HUHH S | 31 IUI C3 | ana | acocituics | , |

| Type of | Number of | Nominal Value of | Total Nominal | Paid up Value of | Total Paid up Value |
|---------|------------|------------------|---------------|------------------|---------------------|
| | Securities | each Unit | Value | each Unit | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| Total | | | | | |
| | | | | | |

0

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

| |) T | | | |
|--|-----|--|--|--|
| | | | | |
| | | | | |
| | | | | |

7,785,833,839

(ii) Net worth of the Company

6,797,613,596

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Category Equity | | | Preference | | |
|--------|---|------------------------|------------|------------------|------------|--|--|
| | | Number of shares | Percentage | Number of shares | Percentage | | |
| 1. | Individual/Hindu Undivided Family | | | | | | |
| | (i) Indian | 0 | 0 | 0 | 0 | | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | 0 | | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | 0 | | |

| 2. | Government | | | | |
|-----|---|-----------|-------|---|---|
| | (i) Central Government | 0 | 0 | 0 | 0 |
| | (ii) State Government | 0 | 0 | 0 | 0 |
| | (iii) Government companies | 0 | 0 | 0 | 0 |
| 3. | Insurance companies | 0 | 0 | 0 | 0 |
| 4. | Banks | 0 | 0 | 0 | 0 |
| 5. | Financial institutions | 0 | 0 | 0 | 0 |
| 6. | Foreign institutional investors | 0 | 0 | 0 | 0 |
| 7. | Mutual funds | 0 | 0 | 0 | 0 |
| 8. | Venture capital | 0 | 0 | 0 | 0 |
| 9. | Body corporate (not mentioned above) | 2,189,580 | 88.18 | 0 | 0 |
| 10. | Others | 0 | 0 | 0 | 0 |
| | Total | 2,189,580 | 88.18 | 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 | 81,885 | 3.3 | 0 | 0 |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | 0 |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | 0 |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | 0 |
| | (ii) State Government | 0 | 0 | 0 | 0 |
| | (iii) Government companies | 0 | 0 | 0 | 0 |
| 3. | Insurance companies | 0 | 0 | 0 | 0 |

| 4. | Banks | 0 | 0 | 0 | 0 |
|-----|---|---------|-------|-----------|-----|
| 5. | Financial institutions | 0 | 0 | 0 | 0 |
| 6. | Foreign institutional investors | 0 | 0 | 0 | 0 |
| 7. | Mutual funds | 0 | 0 | 0 | 0 |
| 8. | Venture capital | 0 | 0 | 0 | 0 |
| 9. | Body corporate (not mentioned above) | 211,601 | 8.52 | 7,000,000 | 100 |
| 10. | Others | 0 | 0 | 0 | 0 |
| | Total | 293,486 | 11.82 | 7,000,000 | 100 |

| Fotal number of shareholders | (other tl | han promoters) |
|-------------------------------------|-----------|----------------|
|-------------------------------------|-----------|----------------|

49

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

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) | 51 | 49 |
| 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 | 0 | 0 | 0 | 0 | 0 |
| B. Non-Promoter | 2 | 8 | 2 | 8 | 0.27 | 1.13 |
| (i) Non-Independent | 2 | 5 | 2 | 5 | 0.27 | 1.13 |
| (ii) Independent | 0 | 3 | 0 | 3 | 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 | 8 | 2 | 8 | 0.27 | 1.13 |

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

11

(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) |
|------------------------|------------|--------------------|--------------------------------|--|
| Raghupati Singhania | 00036129 | Director | 21,446 | |
| Harsh Vardhan Lodha | 00394094 | Director | 0 | |
| Harsh Pati Singhania | 00086742 | Director | 6,715 | |
| Rahul Chandrakant Kirk | 00007319 | Director | 0 | |
| Bakul Premchand Jain | 00380256 | Director | 0 | |
| Mamta Singhania | 01667668 | Director | 0 | |
| Surendra Malhotra | 00271508 | Director | 0 | |
| Vikrampati Singhania | 00040659 | Managing Director | 6,715 | |
| Nagaraju Srirama | 02473218 | Whole-time directo | 1 | |
| Amit Agarwal | AACPA2350B | CFO | 0 | |
| Vijayaraghavan Raghup | AAGPR6231A | Company Secretar | 0 | |

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

2

| Name | | beginning / during | ichange in decignation/ | Nature of change (Appointment/ Change in designation/ Cessation) |
|----------------------|----------|--------------------|-------------------------|---|
| Vikrampati Singhania | 00040659 | Managing Director | 01/04/2020 | Reappointment |
| Bakul Premchand Jain | 00380256 | Director | 11/05/2020 | Reappointment |

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 | | | % of total shareholding |
|------------------------|-----------------|----|----|-------------------------|
| Annual General Meeting | 01/09/2020 | 52 | 15 | 91.69 |

B. BOARD MEETINGS

| *Number of meetings held 4 | 4 |
|----------------------------|---|
|----------------------------|---|

| S. No. | Date of meeting | Total Number of directors associated as on the date | | Attendance | |
|--------|-----------------|---|------------------------------|-----------------|--|
| | | of meeting | Number of directors attended | % of attendance | |
| 1 | 14/05/2020 | 9 | 9 | 100 | |
| 2 | 27/07/2020 | 9 | 9 | 100 | |
| 3 | 22/10/2020 | 9 | 8 | 88.89 | |
| 4 | 25/01/2021 | 9 | 8 | 88.89 | |

C. COMMITTEE MEETINGS

| Number of meetings held | 10 |
|-------------------------|----|

| S. No. | Type of meeting | . | Total Number of Members as | Attendance | | |
|--------|-----------------|-----------------|-------------------------------|----------------------------|-----------------|--|
| | | Date of meeting | on the date of the meeting | Number of members attended | % of attendance | |
| 1 | Audit Committe | 14/05/2020 | 3 | 3 | 100 | |
| 2 | Audit Committe | 27/07/2020 | 3 | 3 | 100 | |
| 3 | Audit Committe | 22/10/2020 | 3 | 2 | 66.67 | |
| 4 | Audit Committe | 25/01/2021 | 3 | 2 | 66.67 | |
| 5 | Nomination an | 14/05/2020 | 4 | 4 | 100 | |
| 6 | Nomination an | 25/01/2021 | 4 | 3 | 75 | |
| 7 | Corporate Soc | 14/05/2020 | 3 | 3 | 100 | |
| 8 | Corporate Soc | 25/01/2021 | 3 | 3 | 100 | |

| S. No. | Type of meeting | Date of meeting | Total Number of Members as | Attendance | | |
|--------|-----------------|-----------------|----------------------------|----------------------------|-----------------|--|
| | _ | | | Number of members attended | % of attendance | |
| 9 | Stakeholders F | 14/05/2020 | 3 | 3 | 100 | |
| 10 | Stakeholders F | 22/10/2020 | 3 | 3 | 100 | |

D. *ATTENDANCE OF DIRECTORS

| | | | Board Meetings | | Co | Whether attended AGM | | |
|-----------|-----------------|--------------------|--------------------|------------|---|----------------------|-----------------|----------------|
| S. No. | of the director | | Number of Meetings | % of | Number of Meetings which director was | Number of Meetings | % of attendance | held on |
| | | entitled to attend | attended | attendance | entitled to attend | attended | allendance | 14/09/2021 |
| | | | | | | | | (Y/N/NA) |
| 1 | Raghupati Sin | 4 | 4 | 100 | 0 | 0 | 0 | No |
| 2 | Harsh Vardha | 4 | 4 | 100 | 0 | 0 | 0 | No |
| 3 | Harsh Pati Sin | 4 | 4 | 100 | 2 | 2 | 100 | No |
| 4 | Rahul Chandra | 4 | 2 | 50 | 6 | 3 | 50 | No |
| 5 | Bakul Premch | 4 | 4 | 100 | 6 | 6 | 100 | No |
| 6 | Mamta Singha | 4 | 4 | 100 | 0 | 0 | 0 | No |
| 7 | Surendra Mall | 4 | 4 | 100 | 10 | 10 | 100 | No |
| 8 | Vikrampati Sir | 4 | 4 | 100 | 2 | 2 | 100 | No |
| 9 | Nagaraju Srira | 4 | 4 | 100 | 4 | 4 | 100 | Yes |
| 10 | Empty | 0 | 0 | 0 | 0 | 0 | 0 | Not Applicable |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

| 2 | | |
|---|--|--|
|---|--|--|

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|--------------------|------------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1 | Vikrampati Singhan | Managing Direct | 81,487,968 | 25,000,000 | 0 | 720,000 | 107,207,968 |
| 2 | Nagaraju Srirama | President & Dire | 25,169,573 | 0 | 0 | 750,000 | 25,919,573 |
| | Total | | 106,657,541 | 25,000,000 | 0 | 1,470,000 | 133,127,541 |

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

| ١. | | | |
|----|--|--|--|
| 12 | | | |
| - | | | |

| | , | | | | | | | |
|----------|--|---------------------------------------|-------------------|---------------------|---------------------------------|---|---|-----------------|
| S. No. | Name | Design | ation Gro | ss Salary | Commission | Stock Option/ Sweat equity | | Total Amount |
| 1 | Amit Agarw | ral CF | O 19, | 192,212 | 0 | 0 | 720,000 | 19,912,212 |
| 2 | Vijayaraghava | n Rac Company | / Secre 4,2 | 270,312 | 0 | 0 | 243,352 | 4,513,664 |
| | Total | | 23,4 | 462,524 | 0 | 0 | 963,352 | 24,425,876 |
| umber o | of other directors | whose remunera | tion details to b | e entered | | | 7 | |
| S. No. | Name | Design | ation Gro | ss Salary | Commission | Stock Option/ Sweat equity | | Total Amount |
| 1 | Raghupati Sin | ghani Chairi | man | 0 | 8,500,000 | 0 | 160,000 | 8,660,000 |
| 2 | Harsh Vardhar | n Lod Direc | tor | 0 | 125,000 | 0 | 120,000 | 245,000 |
| 3 | Harsh Pati Sin | ghani Dired | etor | 0 | 4,200,000 | 0 | 140,000 | 4,340,000 |
| 4 | Rahul Chandra | akant Direc | tor | 0 | 125,000 | 0 | 110,000 | 235,000 |
| 5 | Bakul Premcha | and J Direc | etor | 0 | 125,000 | 0 | 230,000 | 355,000 |
| 6 | Mamta Singh | ania Direc | tor | 0 | 125,000 | 0 | 120,000 | 245,000 |
| 7 | Surendra Mall | notra Direc | tor | 0 | 125,000 | 0 | 310,000 | 435,000 |
| | Total | | | 0 | 13,325,000 | 0 | 1,190,000 | 14,515,000 |
| pro | ether the compar visions of the Cor lo, give reasons/o | mpanies Act, 201 | npliances and d | isclosures i ear | n respect of app | licable Yes | ○ No | |
| N) DETAI | Nan f the con | ES / PUNISHME ne of the court/ cerned | | ON COMPA | of the Act and n under which | S /OFFICERS Details of penalty/punishment | Nil Details of appeal including presen | |
| officers | y/ directors/ Auth | DUNDING OF OF | FENCES | | sed / punished | | | |

| Name of the company/ directors/ officers | Name of the cou 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 comp | lete list of share | holders, debenture h | olders has been enclos | ed as an attachme | ent |
| Ye | s No | | | | |
| XIV. COMPLIANCE | OF SUB-SECTION | ON (2) OF SECTION 92 | 2, IN CASE OF LISTED | COMPANIES | |
| | | | are capital of Ten Crore rtifying the annual return | | urnover of Fifty Crore rupees or |
| Name | S | rinidhi Sridharan | | | |
| Whether associate | e or fellow | Associa | te C Fellow | | |
| Certificate of pra | ctice number | 17990 | | | |
| Act during the finance | | to the contrary eisewin | ere in uns Return, the Ot | лпрапу наѕ сотпрів | ed with all the provisions of the |
| | | Decl | aration | | |
| I am Authorised by t | he Board of Direc | tors of the company vi | de resolution no 19 |) d | lated 21/01/2020 |
| | | | uirements of the Compar dental thereto have been | | the rules made thereunder |
| | | | | | I no information material to ords maintained by the company. |
| 2. All the requ | uired attachments | have been completely | and legibly attached to t | his form. | , , , |
| | | | on 447, section 448 and nd punishment for fals | | nnies Act, 2013 which provide for tively. |
| To be digitally sign | ed by | | | | |
| Director | [1] | Nagaraju Digitally signed by Nagaraju Strama Date: 2021.12.13 16.43.53 +0530* | | | |
| DIN of the director | ſ | 02473218 | | | |
| To be digitally sign | ned by | VUAYARAGHA Digitally signed by VUAYARAGHAVAN VAN RACHUPATHY RAGHUPATHY 16:45:32 +05:30' | | | |

| Company Secretary | | | | |
|-------------------------------------|-------------------------|-------------------|---------------|--|
| Ocompany secretary in | n practice | | | |
| Membership number 5493 | | Certificate of pr | actice number | |
| Attachments | | | | List of attachments |
| 1. List of share | holders, debenture hol | ders | Attach | List of share holders MGT-7 2021 JKF.pdf |
| 2. Approval let | er for extension of AGN | Л; | Attach | Transfer of Shares MGT-7 2021 JK Fennel Form MGT-8 JK Fenner.pdf |
| 3. Copy of MG | T-8; | | Attach | |
| 4. Optional Atta | achement(s), if any | | Attach | |
| | | | | Remove attachment |
| N | 1odify | 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 Companies (Management and Administration) Rules, 2014]

CERTIFICATE

We have examined the registers, records, books and papers of **J.K. Fenner (India) Limited** (the Company) bearing CIN: U24231TN1992PLC062306 having its Registered office at 3, Madurai-Melakkal Road, Madurai, Tamil Nadu – 625 016 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, 2021.

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 as Unlisted Public Company under the Act;
- 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3. a) filing of forms and returns with the Registrar of Companies within the prescribed time except one form which were filed beyond the due date with additional fee;
 - b) forms and returns filed with the Regional Director, Central Government, the Tribunal, Court or other authorities (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
- 4. a) 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 have been properly recorded in the Minute Book maintained for the purpose and the same have been signed;
 - b) Circular Resolutions and resolutions passed by Postal Ballot (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

J.K. Fenner (India) Limited

For the Financial Year I

New No. 44, (Old No. 25), Flat No. 3, Thiruvarangam Apts, 1st floor, Unnamalai Ammal Street, T.N. Phone: 044 42166988

U24231TN1992PLC062306

- closure of Register of members/ security holders (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
- loans/ advances to its directors and/or persons or firms or companies referred in Section 185 of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
- 7. contracts/arrangements with related parties as specified in the provisions of Section 188 of the Act;
- 8. a) transmission of securities and issue of security certificates in all instances;
 - b) issue or allotment or transfer 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 in all instances (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
- keeping in abeyance the rights shares, rights to dividend and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
- 10. a) declaration / payment of dividend in accordance with Section 125 of the Act; b)transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
- 11. signing of audited financial statements 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.a)appointment/re-appointment /disclosures of the Directors, key managerial personnel and the remuneration paid to them;
 - b) constitution/ retirement / filling up casual vacancies (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
- 13.appointment/ re-appointment / filling up casual vacancies of auditors as per the provisions of Section 139 of the Act (NOT APPLICABLE DURING THE YEAR 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 (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
- 15. a)acceptance/ renewal of deposits;b)repayment of deposits (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

J.K. Fenner (India) Limited

For the Financial Year E

Thiruvarangam

Thiruv

New No. 44, (Old No. 25), Flat No. 3, Thiruvarangam Apts, 1st floor, Unnamalai Ammal Street, T.Nag Phone: 044 42166988

U24231TN1992PLC062306

- 16.a) borrowings from banks and creation, modification in that respect, wherever applicable;
 - b) borrowings from its directors, members, public financial institutions and Satisfaction of charges in that respect, wherever applicable; (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
- 17.a)investments to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
 - b)loans or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
- 18.a)alteration of the provisions of Articles of Association of the company;b)the Memorandum of Association of the Company (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

For SRINIDHI SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES

PLACE : CHENNAI DATE : 06.10.2021 Thiruvarangam
Apartments',
Flat No. 3, 1st Floor,
New No. 44, Old No. 25,
Unnamalai Ammal Street,
T. Nagar, Chennai-17.
CP. No: 17990
ACS No: 47244
ACS No: 47244
ACS No: 47244

CS SRINIDHI SRIDHARAN

CP No. 17990

ACS No. 47244

UIN: S2017TN472300 UDIN:A047244C001099669 J. K. Fenner (India) Limited

| | | J. K. Fenner | • • | | | |
|---|----------------------------------|-----------------------------|-----------|--------------------------------|-----------------------|------------------------------|
| | | List of Share holders | | | | |
| <u>First Name</u> | Middle Name | <u>Last Name</u> | Folio No. | DP ID-Client ID Account Number | Number of Shares held | Class of Shares |
| Bengal and Assam Company Limited | | | 1 | 1303870000236981 | 2189580 | Equity share |
| Raghupati | | Singhania | 3 | 1201410000028722 | 21446 | Equity share |
| Bharat | Hari | Singhania | 4 | 1201410000028718 | 8328 | Equity share |
| Vinita | | Singhania | 5 | 1201410000028703 | 7921 | Equity share |
| Harsh | Pati | Singhania | 6 | | 6715 | Equity share |
| Vikrampati | | Singhania | 7 | | 6715 | Equity share |
| Anshuman | | Singhania | 8 | | 6715 | Equity share |
| Shrivats | | Singhania | 9 | | 6715 | Equity share |
| Henry F Cockill and Sons Limited | | | 15 | | 154200 | Equity share |
| Dutta DK | | | 16 | | 13 | Equity share |
| Samir Doshi R | Jointly with | Kanta Doshi | 19 | | 266 | Equity share |
| Sunil K Mittal | Jointly with | Kadambari S Mittal | 21 | | 4033 | Equity share |
| Kadambari S Mittal | Jointly with | Sunil K Mittal | 22 | | 3133 | Equity share |
| Niraj Mittal | Jointly with | Sunil K Mittal | 23 | | 666 | Equity share |
| Paramjit Singh | Jointly with | Sukhjit Kaur | 24 | | 900 | Equity share |
| Amarjeet Kaur | Jointly with | Sarabsukhjit Singh Walia | 26 | 1203330001255401 | 800 | Equity share |
| Sukhjit Kaur | Jointly with | Paramjit Singh | 27 | | 700 | Equity share |
| Rashid Mohamed | | . A | 35 | | 66 | Equity share |
| Kiran Goyal | Jointly with | Rajiv Goyal | 36 | | 66 | Equity share |
| Gaura Daga | | | 38 | | 666 | Equity share |
| Mahesh Kumar Jalan | Jointly with | Urmila Jalan | 42 | 1201910300004346 | 333 | Equity share |
| Anil Kumar Ladha | | | 44 | 22020200001010 | 250 | Equity share |
| Madhu Kant Poddar | Jointly with | Sudhir Kumar Poddar | 45 | | 200 | Equity share |
| Arun Kumar Ladha | contay man | oddin Namar rodda | 46 | | 183 | Equity share |
| Kiran Daga | | | 47 | | 166 | Equity share |
| Jodh Raj Laddha | | | 48 | | 133 | Equity share |
| Rajesh Kumar Damani | | | 51 | | 133 | Equity share |
| Surapati Mukherjee | | | 52 | | 16 | Equity share |
| Vishwambhar Lal Dhanuka | | | 53 | | 501 | |
| Raj Kumar Goyal | | | 54 | | 133 | Equity share Equity share |
| Dharmesh G Mehta | | | 57 | | 100 | and the second second second |
| | | | 58 | | | Equity share |
| Aditya Narain Singh Kanti Padmanabhan | lointhu with | Cuman Cambaurthu | | | 10 | Equity share |
| | Jointly with | Suman Sambmurthy | 62 | | 266 | Equity share |
| Madura Coats Private Limited | | | 66 | | 13455 | Equity share |
| Anna Bansal | | | 76 | | 233 | Equity share |
| PGS Selvan Dinesh Davidson | | | 79 | | 1 | Equity share |
| Nagaraju Srirama | | | 80 | | 1 | Equity share |
| Chander Kant Kapur | March construction and the first | A M DATE AT LEGISTRON AND A | 81 | | 266 | Equity share |
| A Ulagammai | Jointly with | M A A Annamalai | 82 | 1301740000003835 | 1320 | Equity share |
| Sunil K Mittal | | | 84 | | 399 | Equity share |
| M Saravana Marthandam | | | 85 | | -1 | Equity share |
| K C Akilan | | | 87 | | 1 | Equity share |
| Hari Shankar Singhania Holdings Private Limited | | | 88 | | 20150 | Equity share |
| Deepak Bhartia | | | 90 | | 76 | Equity share |
| Accurate Finman Services Limited | | | 91 | | 23796 | Equity share |
| Sarab Sukhjit Singh Walia | | | 92 | 1203330001191684 | 231 | Equity share |
| Sushila Devi Ladha | | | 93 | 1301240006204980 | 733 | Equity share |
| Manju Goenka | | | 94 | 1601010000469783 | 333 | Equity share |
| Seshadri | | Mohan | 95 | 1203320023100381 | 1 | Equity share |
| Venkateswaran | | Sundar | 96 | 1204890000437425 | 1 | Equity share |
| JK Tyre and Industries Limited | | | CRPS001 | | 70,00,000 | Preference share |
| | | | | | | |

For J.K. FENNER (INDIA) LIMITED

R.VIJAYARAGHAVAN COMPANY SECRETARY

J.K. Fenner (India) Limited

Transfer/Transmission/Transposition of shares during the period from 1.4.2020 to 31.03.2021

a) Transfer of Shares

| SI. No. | Transfer No. | Date of Transfer | Name of the Transferor | Folio No. | No. of shares Transferred | Name of the Transferee | Folio No. |
|---------|-----------------|---------------------|-------------------------|--------------|------------------------------|-------------------------|--------------|
| 1 | | 07.08.2020 | Mr.Sabyasachi Majumdar | 86 | 1 | Mr.Seshadri Mohan | 95 |
| 2 | | 26.08.2020 | Mr.Vasudevan Rengaswamy | 69 | 1 | Mr.Venkateswaran Sundar | 96 |

b) Transmission of Shares

| SI. No. | Transmission | Date of | Name of the Transferor | Folio | No. of shares | Name of the Transferee | Folio |
|---------|--------------|--------------|---------------------------------|-------|---------------|------------------------------|-------|
| | No. | Transmission | | No. | Transmitted | | No. |
| 1 | TMN/1/20 | 10.12.2020 | Madura Coats Ltd. | 66 | 122 | Madura Coats Private Limited | 66 |
| 2 | TMN/2/20 | 10.12.2020 | KOR Investments Private Limited | 65 | 13333 | Madura Coats Private Limited | 66 |

c) Transposition of Shares

| SI. No. | Date of | Name of the Transferor | Folio | No. of shares | Name of the Transferee | Folio |
|---------|--|--|-------|---------------|---|-------|
| | Transposition | | No. | Transmitted | | No. |
| 1 | No. of the Control of | Mr.Sarabsukhjit Singh Walia (Jt) Mrs. Amarjeet Kaur Walia | 25 | 520.00 | Mrs. Amarjeet Kaur (Jt.) Mr.Sarabsukhjit Singh Walia | 26 |

For J.K. FENNER (INDIA) LIMITED

R.VIJAYARAGHAVAN COMPANY SECRETARY