

**MINISTRY OF CORPORATE AFFAIRS  
RECEIPT  
G.A.R.7**

**SRN:** AC0299388/ BharatKoshOrderId :1-23571700888

**Service Request Date:**  
30/12/2025

**SRN Date:** 29/12/2025 14:34:51

**RECEIVED FROM:**

**Name:** . SWAMINATHAN

**Address:** Shriram Sameeksha Flat No.501, Level 05 Tower 07, Near New Gangamma Gudi Police Station, Naidu Layout Kuvempunagar, Bangalore North, Bangalore North, Karnataka, 560013

**ENTITY ON WHOSE BEHALF MONEY IS PAID**

**LLPIN/CIN/DIN:** U24231TN1992PLC062306

**Name:** J.K. FENNER (INDIA) LIMITED

**Address:** 3, MADURAI-MELAKKAL ROAD, , MADURAI, , Tamil Nadu, 625016

**FULL PARTICULARS OF REMITTANCE**

**Service Type:** eFiling

Service Description	Type of Fee	Amount (Rs.)
Fee for MGT-7	Normal	600
	Additional	0
<b>Total</b>		<b>600</b>

**Mode of Payment:** Online

**Received Payment Rupees:** Six Hundred Rupees Only.

Note: The defects or incompleteness in any respect in this application as noticed shall be placed on the Ministry's website(www.mca.gov.in). In case the application is marked as RSUB, please resubmit the application within the due date. Please track the status of your transaction at all times till it is finally disposed off. (please refer Rule 10 of the Companies (Registration offices and Fees) Rules, 2014)

**Form No. MGT-7****Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in \* are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i \*Corporate Identity Number (CIN)

U24231TN1992PLC062306

ii (a) \*Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) \*Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) \*Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	J.K. FENNER (INDIA) LIMITED	J.K. FENNER (INDIA) LIMITED
Registered office address	3, MADURAI-MELAKKAL ROAD,NA,MADURAI,Tamil Nadu,India,625016	3, MADURAI-MELAKKAL ROAD,NA,MADURAI,Tamil Nadu,India,625016
Latitude details	9.935665	78.088226
Longitude details	9.935665	78.088226

(a) \*Photograph of the registered office of the Company showing external building and name prominently visible

FENNER.pdf

(b) \*Permanent Account Number (PAN) of the company

AA\*\*\*\*\*ON

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

\*\*\*\*\*NYSECRETARY@JKFENNER.COM

(d) \*Telephone number with STD code

04\*\*\*\*\*66

(e) Website

www.jkfenner.com

iv \*Date of Incorporation (DD/MM/YYYY)

09/04/1992

v (a) \*Class of Company (as on the financial year end date)  
(Private company/Public Company/One Person Company)

Public company

(b) \*Category of the Company (as on the financial year end date)  
(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) \*Sub-category of the Company (as on the financial year end date)  
(Indian Non-Government company/Union Government Company/State Government Company/  
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi \*Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☐ Yes

☒ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent

ix \* (a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

(b) If yes, date of AGM (DD/MM/YYYY)

19/08/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i \*Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	25	Manufacture of fabricated metal products, except machinery and equipment	100

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

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

9

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	L67120WB1947PLC221402		BENGAL & ASSAM COMPANY LIMITED	Holding	88.18
2	U17111TN2005PLC056558		SOUTHERN SPINNERS AND PROCESSORS LIMITED	Subsidiary	100
3	U17111TN2005PLC057274		MODERN COTTON YARN SPINNERS LIMITED	Subsidiary	100
4	U10100DL2008PTC178373		DIVYASHREE COMPANY PRIVATE LIMITED	Subsidiary	61
5	U29309TN2022PLC155758		JKF EVOLVE LIMITED	Subsidiary	100
6	U31200DL2005PLC278945		DWARKESH ENERGY LIMITED	Associate	33.15
7	U40300DL2013PTC258991		PSV ENERGY PRIVATE LIMITED	Associate	26

8		MAWAZ20200803	JKF AMERICAS INC	Subsidiary	100
9	U72100TN2024PLC174877		SRIDHARNATH RESEARCH 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	10100000.00	2483066.00	2483066.00	2483066.00
Total amount of equity shares (in rupees)	101000000.00	24830660.00	24830660.00	24830660.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
EQUITY				
Number of equity shares	10100000	2483066	2483066	2483066
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees )	101000000.00	24830660.00	24830660	24830660

##### (b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	8005000.00	2700000.00	2700000.00	2700000.00
Total amount of preference shares (in rupees)	800500000.00	270000000.00	270000000.00	270000000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
PREFERENCE				
Number of preference shares	8005000	2700000	2700000	2700000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees )	800500000.00	270000000.00	270000000	270000000

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	286459	2196607	2483066.00	24830660	24830660	
<b>Increase during the year</b>	0.00	22169.00	22169.00	221690.00	221690.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify DEMATERIALIZATION	0	22169	22169.00	221690	221690	0
<b>Decrease during the year</b>	22169.00	0.00	22169.00	221690.00	221690.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify DEMAT	22169	0	22169.00	221690	221690	
<b>At the end of the year</b>	264290.00	2218776.00	2483066.00	24830660.00	24830660.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	3600000	0	3600000.00	360000000	360000000	
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify NIL	0	0	0.00	0	0	
<b>Decrease during the year</b>	900000.00	0.00	900000.00	90000000.00	90000000.00	0
i Redemption of shares	900000	0	900000.00	90000000	90000000	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NIL	0	0	0.00	0	0	
<b>At the end of the year</b>	2700000.00	0.00	2700000.00	270000000.00	270000000.00	

ISIN of the equity shares of the company

INE046G01038

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

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

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

☒ Nil

Number of transfers

**Attachments:**

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

\*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of non-convertible 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
<b>Total</b>				



**(b) Partly convertible debentures**

\*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of partly convertible 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
<b>Total</b>				

**(c) Fully convertible debentures**

\*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of fully convertible 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
<b>Total</b>				

**(d) Summary of Indebtedness**

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
<b>Total</b>	0.00	0.00	0.00	0.00

**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
<b>Total</b>					

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

i \*Turnover

14735444000

ii \* Net worth of the Company

12632411000

**VI SHARE HOLDING PATTERN**

**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	2189580	88.18	0	0.00
10	Others <div></div>	0	0.00	0	0.00
	<b>Total</b>	2189580.00	88.18	0.00	0

Total number of shareholders (promoters)

1

**B Public/Other than promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	81885	3.30	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	211601	8.52	2700000	100.00
10	Others <div></div>	0	0.00	0	0.00
	<b>Total</b>	293486.00	11.82	2700000.00	100

Total number of shareholders (other than promoters)

53

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

54.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	17
2	Individual - Male	32
3	Individual - Transgender	0
4	Other than individuals	5
	<b>Total</b>	54.00

**C Details of Foreign institutional investors' (FIIs) holding shares of the company**


Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

**VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**

[Details of 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)	53	53
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
<b>A Promoter</b>	1	1	1	1	0.27	0
<b>B Non-Promoter</b>	1	6	1	6	0.00	1.13
i Non-Independent	1	3	1	3	0	1.13
ii Independent	0	3	0	3	0	0
<b>C Nominee Directors representing</b>	0	0	0	0	0.00	0.00
i. Banks and 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
<b>Total</b>	2	7	2	7	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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
SWAMINATHAN	APLPS8298A	Company Secretary	0	
AMIT AGARWAL	AACPA2350B	CFO	0	
HARSH PATI SINGHANIA	00086742	Director	6715	
MAMTA SINGHANIA	01667668	Director	0	
SHAIENDRA CHOUKSEY	00040282	Director	0	
RAJ KUMAR JAIN	01741527	Additional Director	0	
RAGHUPATI SINGHANIA	00036129	Director	21446	
HARSH VARDHAN LODHA	00394094	Director	0	
NAGARAJU SRIRAMA	02473218	Whole-time director	1	
VIKRAMPATI SINGHANIA	00040659	Managing Director	6715	
BAKUL PREMCHAND JAIN	00380256	Director	0	11/05/2025

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

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
RAJ KUMAR JAIN	01741527	Additional Director	14/03/2025	Appointment
SHAIENDRA CHOUKSEY	00040282	Additional Director	01/05/2024	Appointment
SHAIENDRA CHOUKSEY	00040282	Director	12/08/2024	Change in designation

SURENDRA MALHOTRA	00271508	Director	04/05/2024	Cessation
RAHUL CHANDRAKANT KIRLOSKAR	00007319	Director	13/03/2025	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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	12/08/2024	54	10	92.55

##### B BOARD MEETINGS

\*Number of meetings held

4

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	22/05/2024	9	8	88.89
2	17/07/2024	9	9	100
3	22/10/2024	9	7	77.78
4	07/02/2025	9	6	66.67

##### C COMMITTEE MEETINGS

Number of meetings held

10

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance
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				Number of members attended	% of attendance
1	AUDIT COMMITTEE MEETING	22/05/2024	4	4	100
2	AUDIT COMMITTEE MEETING	17/07/2024	4	4	100
3	AUDIT COMMITTEE MEETING	22/10/2024	4	3	75
4	AUDIT COMMITTEE MEETING	07/02/2025	4	4	100
5	NOMINATION AND REMUNERATION COMMITTEE	22/05/2024	4	4	100
6	NOMINATION AND REMUNERATION COMMITTEE	07/02/2025	4	3	75
7	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	22/05/2024	3	3	100
8	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	07/02/2025	3	3	100
9	STAKEHOLDERS RELATIONSHIP COMMITTEE	22/05/2024	3	3	100
10	STAKEHOLDERS RELATIONSHIP COMMITTEE	22/10/2024	3	3	100

#### D ATTENDANCE OF DIRECTORS

S. N o	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 attenda nce	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attend ance	
								19/08/2025 (Y/N/NA)
1	NAGARAJU SRIRAMA	4	4	100	6	6	100	Yes
2	VIKRAMPATI SINGHANIA	4	4	100	2	2	100	Yes
3	BAKUL PREMCHAND JAIN	4	4	100	6	6	100	No
4	RAGHUPATI SINGHANIA	4	4	100	0	0	0	No



5	HARSH PATI SINGHANIA	4	3	75	2	1	50	No
6	MAMTA SINGHANIA	4	3	75	0	0	0	No
7	SHAILENDRA CHOUKSEY	4	4	100	10	10	100	No
8	RAHUL CHANDRAKANT KIRLOSAR	4	3	75	6	5	83	No
9	HARSH VARDHAN LODHA	4	1	25	0	0	0	No

#### X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A \*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 SINGHANIA	Managing Director	124492692	200000000	0	5137225	329629917.00
2	NAGARAJU SRIRAMA	Whole-time director	41185394	0	0	39600	41224994.00
	<b>Total</b>		165678086.00	200000000.00	0.00	5176825.00	370854911.00

B \*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	AMIT AGARWAL	CFO	28653800	0	0	233610	28887410.00
2	SWAMINATHAN	Company Secretary	3216013	0	0	0	3216013.00
	<b>Total</b>		31869813.00	0.00	0.00	233610.00	32103423.00

C \*Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	RAGHUPATI SINGHANIA	Director	0	35000000	0	210000	35210000.00
2	HARSH VARDHAN LODHA	Director	0	525000	0	30000	555000.00

3	HARSH PATI SINGHANIA	Director	0	19000000	0	100000	19100000.00
4	BAKUL JAIN	Director	0	525000	0	250000	775000.00
5	RAHUL CHANDRAKANT KIRLOSAKAR	Director	0	525000	0	220000	745000.00
6	MAMTA SINGHANIA	Director	0	525000	0	90000	615000.00
7	SURENDRA MALHOTRA	Director	0	45000	0	10000	55000.00
8	SHAIENDRA CHOUKSEY	Director	0	480000	0	350000	830000.00
	<b>Total</b>		0.00	56625000.00	0.00	1260000.00	57885000.00

#### 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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

### XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

54

### XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or  
Debenture holder (1).xlsm

(b) Optional Attachment(s), if any

JKF\_MGT-8 Certificate\_0001.pdf

### XV 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.

#### 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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

J.K. FENNER (INDIA)  
LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ 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;
- 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/beyond 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 Minute 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.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

- 7 contracts/arrangements with related parties as specified in section 188 of the Act;  
8 issue or allotment or transfer or transmission 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;  
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  
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;  
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;  
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;  
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;  
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;  
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

SRINIDHI SRIDHARAN

Date (DD/MM/YYYY)

29/12/2025

Place

CHENNAI

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

1\*9\*0

**XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014**

\*(a) DIN/PAN/Membership number of Designated Person

02473218

\*(b) Name of the Designated Person

NAGARAJU SRIRAMA

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number\*

28

dated\*

(DD/MM/YYYY)

15/05/2023

to sign this form and declare that all the requirements of 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:

- 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 attachments have been completely and legibly attached to this form.

**\*To be digitally signed by**

**\*Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

**\*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0\*4\*3\*1\*

**\*To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

**\*Whether associate or fellow:**

☒ Associate ☐ Fellow

**Membership number**

2\*9\*5

**Certificate of practice number**

**Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

**For office use only:**

**eForm Service request number (SRN)**

AC0299388

**eForm filing date (DD/MM/YYYY)**

29/12/2025

**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 and books and papers of **J.K. FENNER (INDIA) LIMITED** (hereinafter referred as "the Company") bearing CIN: U24231TN1992PLC062306 having its Registered office at 3, Madurai-Melakkal Road, Madurai - 625 016 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended 31<sup>st</sup> March, 2025.

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 few forms filed with additional fees;  
b) forms and returns filed with the Regional Director, Central Government, Tribunal, or other authorities (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
4. a) calling/ convening/ holding meetings of Board of Directors and its Committees, 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 passed have been properly recorded in the Minute Book maintained for the purpose and the same have been signed;



**SRINIDHI SRIDHARAN & ASSOCIATES**  
*company secretaries*



- b) resolution passed by Postal Ballot (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
5. closure of Register of Members and other security holders (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
6. advances/ loans 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) redemption of preference shares / transmission and issue of security certificates in such instances;  
b) issue or allotment or transfer or buy back of securities/ redemption of debentures/ alteration or reduction of share capital/ conversion of securities and issue of security certificates in such instances (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
9. 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. 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;
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. a) constitution/ appointment/ re-appointment/ retirement/ disclosures of the Directors and the remuneration paid to them;  
b) filling up casual vacancies of Directors (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);





**SRINIDHI SRIDHARAN & ASSOCIATES**

*company secretaries*

c) constitution/ appointment/ re-appointment/ retirement/ disclosures of Key Managerial Personnel and the remuneration paid to them (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

13. filling up casual vacancies /appointment/ re-appointment 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, Regional Director, Court or such other authorities under the various provisions of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

15. acceptance/ renewal/ repayment of deposit;

16. a) borrowings from banks, public financial institutions and others and creation/ satisfaction of charges in that respect, wherever applicable.

b) borrowings from directors, members, and creation/ modification/ satisfaction of charges in that respect, wherever applicable. (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

17. a) investments or guarantees given or providing securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;

b) loans given to other bodies corporates or persons falling under the provisions of Section 186 of the Act; (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

18. alteration of the provisions of the Memorandum and Articles of Association of the Company (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

**For SRINIDHI SRIDHARAN & ASSOCIATES  
COMPANY SECRETARIES**



*Srinidhi*

**CS SRINIDHI SRIDHARAN**

**CP No. 17990**

**FCS No. 12510**

**PR No.6279/2024**

**UIN: S2017TN472300**

**UDIN: F012510G001544106**

**PLACE : CHENNAI**

**DATE : 13.10.2025**

