

FORM NO. MGT-7

[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]



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

U17111MH1982PLC118017

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCP4207C

(ii) (a) Name of the company

PRATIBHA SYNTEX LIMITED

(b) Registered office address

301,ACME PLAZA,ANDHERIKURLA ROAD,OPP.SANGAM
CINEMA,ANDHERI EAST,
MUMBAI-59.
Maharashtra
000000

(c) *e-mail ID of the company

cs@pratibhasyntex.com

(d) *Telephone number with STD code

02228314850

(e) Website

(iii) Date of Incorporation

08/10/1982

| (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

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(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 | C2 | Textile, leather and other apparel products | 100 |

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

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

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|-----------------------------|-----------------------|--|------------------|
| 1 | PRATIBHA SWARAJ PRIVATE LTD | U18209MH2021PTC356232 | 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 | 25,510,000 | 23,517,742 | 23,517,742 | 23,517,742 |
| Total amount of equity shares (in Rupees) | 255,100,000 | 235,177,420 | 235,177,420 | 235,177,420 |

Number of classes

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Equity shares | | | | |
| Number of equity shares | 25,510,000 | 23,517,742 | 23,517,742 | 23,517,742 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 255,100,000 | 235,177,420 | 235,177,420 | 235,177,420 |

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares | 7,300,000 | 0 | 0 | 0 |
| Total amount of preference shares (in rupees) | 824,900,000 | 0 | 0 | 0 |

Number of classes

1

| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Preference shares | | | | |
| Number of preference shares | 7,300,000 | 0 | 0 | 0 |
| Nominal value per share (in rupees) | 113 | 113 | 113 | 113 |
| Total amount of preference shares (in rupees) | 824,900,000 | 0 | 0 | 0 |

(c) Unclassified share capital

| Particulars | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 0 |

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

| Class of shares | Number of shares | | | Total nominal amount | Total Paid-up amount | Total premium |
|---|------------------|------------|-------------|----------------------|----------------------|---------------|
| Equity shares | Physical | DEMAT | Total | | | |
| At the beginning of the year | 0 | 23,517,742 | 235,177,420 | 235,177,420 | 235,177,420 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 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 | 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 | 0 | 23,517,742 | 23517742 | 235,177,420 | 235,177,420 | |
| 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

| |
|--|
| |
|--|

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

0

| Class of shares | | (i) | (ii) | (iii) |
|---------------------------------|----------------------|-----|------|-------|
| 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

[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 | | |
| Date of registration of transfer (Date Month Year) | | |
| 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"/> | <input type="text"/> |
| Surname <input type="text"/> | | middle name <input type="text"/> |
| | | first name <input type="text"/> |
| 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 |
| 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

8,134,619,893

(ii) Net worth of the Company

2,909,215,863

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 | 12,016,196 | 51.09 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |

| | | | | | |
|-----|---|------------|-------|---|---|
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 12,016,196 | 51.09 | 0 | 0 |

Total number of shareholders (promoters)

5

(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 | 0 | 0 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 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) | 11,501,546 | 48.91 | 0 | |
| 10. | Others | 0 | 0 | 0 | |

| | | | | | |
|--|--------------|------------|-------|---|---|
| | Total | 11,501,546 | 48.91 | 0 | 0 |
|--|--------------|------------|-------|---|---|

Total number of shareholders (other than promoters) 2

**Total number of shareholders (Promoters+Public/
Other than promoters)** 7

**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 | 5 | 5 |
| Members (other than promoters) | 2 | 2 |
| 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 | 2 | 0 | 2 | 0 | 13.36 | 0 |
| B. Non-Promoter | 1 | 3 | 1 | 3 | 0 | 0 |
| (i) Non-Independent | 1 | 0 | 1 | 0 | 0 | 0 |
| (ii) Independent | 0 | 3 | 0 | 3 | 0 | 0 |
| C. Nominee Directors representing | 0 | 1 | 0 | 1 | 0 | 0 |
| (i) Banks & FIs | 0 | 1 | 0 | 1 | 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 | 3 | 4 | 3 | 4 | 13.36 | 0 |

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) |
|----------------------|------------|---------------------|--------------------------------|--|
| SHREYASKAR CHAUDHARY | 00059059 | Managing Director | 1,527,860 | |
| SHIV KUMAR CHAUDHARY | 00071955 | Whole-time director | 1,613,733 | |
| SAMEER BHAND | 09262082 | Whole-time director | 0 | |
| RAM KISHAN SHARMA | 00084971 | Director | 0 | |
| ASITKUMAR BASU | 01382260 | Director | 0 | |
| VINITA PHAYE | 07259896 | Director | 0 | |
| SANJAY WASANTRAO | 02414203 | Nominee director | 0 | |
| PAWAN KUMAR VERMA | ACPPV4713L | CFO | 0 | |
| MANALI GOYAL | BXFPG0301K | Company Secretary | 0 | |

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

2

| 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) |
|-------------------|----------|--|---|--|
| ATUL KUMAR MITTAL | 07774243 | Whole-time director | 21/05/2021 | CESSATION DUE TO DEATH |
| SAMEER BHAND | 09262082 | Whole-time director | 28/06/2021 | APPOINTMENT |

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

3

| 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 | 31/07/2021 | 7 | 7 | 100 |
| Extra-Ordinary General Meeting | 28/06/2021 | 7 | 7 | 100 |
| Extra-Ordinary General Meeting | 07/07/2021 | 7 | 7 | 100 |

B. BOARD MEETINGS

*Number of meetings held

4

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 28/06/2021 | 6 | 6 | 100 |
| 2 | 30/09/2021 | 7 | 7 | 100 |
| 3 | 23/11/2021 | 7 | 7 | 100 |
| 4 | 25/02/2022 | 7 | 7 | 100 |

C. COMMITTEE MEETINGS

Number of meetings held

7

| 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 | 28/06/2021 | 4 | 4 | 100 |
| 2 | Audit Committee | 30/09/2021 | 4 | 4 | 100 |
| 3 | Audit Committee | 23/11/2021 | 4 | 4 | 100 |
| 4 | Audit Committee | 25/02/2022 | 4 | 4 | 100 |
| 5 | Corporate Soc | 28/06/2021 | 4 | 4 | 100 |
| 6 | HUMAN RESC | 28/06/2021 | 3 | 3 | 100 |
| 7 | HUMAN RESC | 23/11/2021 | 3 | 3 | 100 |

D. *ATTENDANCE OF DIRECTORS

| S. No. | Name of the director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on 30/09/2022 (Y/N/NA) |
|--------|----------------------|--|-----------------------------|-----------------|--|-----------------------------|-----------------|--|
| | | 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 | |
| | | | | | | | | |
| 1 | SHREYASKAII | 4 | 4 | 100 | 1 | 1 | 100 | Yes |
| 2 | SHIV KUMAR | 4 | 4 | 100 | 1 | 1 | 100 | Yes |
| 3 | SAMEER BHA | 3 | 3 | 100 | 0 | 0 | 0 | Yes |
| 4 | RAM KISHAN | 4 | 4 | 100 | 7 | 7 | 100 | No |

| | | | | | | | | |
|---|----------------|---|---|-----|---|---|-----|-----|
| 5 | ASITKUMAR BASU | 4 | 4 | 100 | 6 | 6 | 100 | No |
| 6 | VINITA PHAYE | 4 | 4 | 100 | 4 | 4 | 100 | No |
| 7 | SANJAY WASANT | 4 | 4 | 100 | 7 | 7 | 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

4

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------------|---------------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | Shiv Kumar Chaudhary | Whole-time Director | 9,569,964 | 0 | 0 | 0 | 9,569,964 |
| 2 | Shreyaskar Chaudhary | Managing Director | 9,569,964 | 0 | 0 | 0 | 9,569,964 |
| 3 | Atul Kumar Mittal | Whole-time Director | 837,887 | 0 | 0 | 0 | 837,887 |
| 4 | Sameer Bhandari | Whole-time Director | 4,527,768 | 0 | 0 | 0 | 4,527,768 |
| | Total | | 24,505,583 | 0 | 0 | 0 | 24,505,583 |

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 | PAWAN KUMAR VERMA | CFO | 4,595,016 | 0 | 0 | 0 | 4,595,016 |
| 2 | MANALI GOYAL | Company Secretary | 640,632 | 0 | 0 | 0 | 640,632 |
| | Total | | 5,235,648 | 0 | 0 | 0 | 5,235,648 |

Number of other directors whose remuneration details to be entered

4

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-------------------|----------------------|--------------|------------|-------------------------------|---------|-----------------|
| 1 | RAM KISHAN SHARMA | Independent Director | 0 | 0 | 0 | 95,000 | 95,000 |
| 2 | VINITA PHAYE | Independent Director | 0 | 0 | 0 | 80,000 | 80,000 |
| 3 | ASITKUMAR BASU | Independent Director | 0 | 0 | 0 | 90,000 | 90,000 |
| 4 | SANJAY WASANT | Nominee Director | 0 | 0 | 0 | 160,000 | 160,000 |
| | Total | | 0 | 0 | 0 | 425,000 | 425,000 |

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

AYUSH KHANDELWAL

Whether associate or fellow

Associate Fellow

Certificate of practice number

19171

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. ... 09 dated 20/05/2022

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

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.

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



DIN of the director

00071955

To be digitally signed by



Company Secretary

Company secretary in practice

Membership number

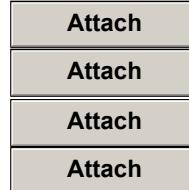
45736

Certificate of practice number

[Redacted]

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any



List of attachments

List of Shareholders.pdf
MGT-8 PSL.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



LIST OF SHAREHOLDERS AS ON 31st MARCH, 2022

| S.No. | Name of Shareholders | No. of Equity Shares | Percentage To Capital |
|-------|----------------------------------|----------------------|-----------------------|
| 1 | Mr. Shiv Kumar Chaudhary | 16,13,733 | 6.86% |
| 2 | Mr. Shreyaskar Chaudhary | 15,27,860 | 6.50% |
| 3 | Mr. S.K. Chaudhary & Sons HUF | 6,85,282 | 2.91% |
| 4 | Mrs. Sushma Chaudhary | 39,88,237 | 16.96% |
| 5 | Mrs. Prerna Chaudhary | 42,01,084 | 17.86% |
| 6 | BRCM Holdings Private Limited | 75,01,252 | 31.90% |
| 7 | Darkin Commodeal Private Limited | 40,00,294 | 17.01% |
| | Total | 2,35,17,742 | 100.00% |

For Pratibha Syntex Limited

Shreyaskar Chaudhary
Managing Director
DIN: 00059059

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **M/s. Pratibha Syntex Limited (CIN: U17111MH1982PLC118017)** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on **31st March, 2022**. 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 thereunder in respect of:

| S.NO. | PARTICULARS | REMARKS |
|--------------|---|---|
| 1. | Its status under the act; | The status of the Company as Public Limited remained same during the year. |
| 2. | Maintenance of registers/records & making entries therein within the time prescribed therefore; | The Company has kept and maintained the registers and records, as per the provisions of the Act and the rules made thereunder. |
| 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; | According to the records of the Company examined by us and the information, explanation given to us, the Company has duly filed all the E-forms and Annual returns, with the Registrar of Companies, Central Government, Regional Director, the Tribunal, within the prescribed time or with additional fees which were not filed in prescribed period. |
| 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; | The Company has complied with the same. |
| 5. | Closure of Register of Members / Security holders, as the case may be. | The Company was not required to close its Register of Members / Security holders during the financial year. |
| 6. | Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; | The Company has complied with section 185 of the Act. |

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| 7. | Contracts/arrangements with related parties as specified in section 188 of the Act; | The Contracts/arrangements with related parties as specified in section 188 of the Act are as per the Approval of Board of Directors and Shareholders, as the case may be. |
| 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; | The Company has not issued any Securities during the year and there were no share transfers during the year. |
| 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. | The company was not required to keep any rights in abeyance during the financial year. |
| 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. | The company has not declared dividend during the financial year and there was no requirement to transfer any amount to the IEPF. |
| 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; | Audited financial statements have been duly signed as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof. The Standalone Balance Sheet, Statement of Profit & Loss and Cash Flow Statement of the Company for the financial year ended 31 st March, 2022 were duly considered, adopted, approved and signed on 30 th May, 2022. The Consolidated Financial Statements for the financial year ended 31 st March, 2022 were duly considered, adopted, approved and signed on 31 st August, 2022. However due to the location constrain, signing on Standalone Auditor's Report along with financial statement by the Auditors for the financial year ended 31st March, 2022 was done on 31 st May, 2022. The Board Report was approved and signed on 31 st August, 2022. |
| 12. | Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; | The Board of Directors is duly constituted. During the year under review, Mr. Atul Kumar Mittal (DIN: 07774243) ceased to be whole time director due to his sad demise on 21 st May, 2021. Thereafter the Company had appointed Mrs. Sameer Bhand (DIN: 09262082) as Whole time Director w.e.f. 28 th June, 2021 in Extra Ordinary General Meeting held on 28 th June, 2021. There was no other appointment/ re-appointments/ retirement/ filling up casual vacancies. The disclosures of the Directors, Key Managerial Personnel were taken on record at the Board |

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| | | Meeting and the remuneration paid to them was in accordance with the Act. |
| 13. | Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; | M/s. G. K. Choksi & Co, Chartered Accountants, Ahmedabad (Firm Registration No. 101895W) continued as Statutory Auditors of the Company. |
| 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; | As informed no approval was required to be taken from the Central Government, Tribunal, Registrar, Court under the various provisions of the Act during the Financial Year. |
| 15. | Acceptance/ renewal/ repayment of deposits; | The company has not accepted any deposits during the financial year. |
| 16. | Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable; | Duly complied for borrowing made during the financial year, and the charges created or modified or satisfied were duly filed with the authority. |
| 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 ; | The company has made 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; | During the period under review, the company has not altered its Memorandum and/ or Articles of Association of the Company. |

For AYUSH KHANDELWAL & ASSOCIATES
 Company Secretaries
 ICSI Unique Code: S2017RJ527800



Date: 25.11.2022

Place: Jaipur

Ayush Khandelwal
 Proprietor
 ACS No.: 41316 | CP No.: 19171
 UDIN NO: A041316D002200946