

# FORM NO. MGT-7

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



सत्यमेव जयते

## Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L24200MH1986PLC039836

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACG1259J

(ii) (a) Name of the company

GANESH BENZOPLAST LIMITED

(b) Registered office address

DINA BUILDING,1ST FLOOR,M.K.ROAD,  
MARINE LINES,(EAST)  
MUMBAI  
Maharashtra  
400002

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

compliance@gblinfra.com

(d) \*Telephone number with STD code

02222001928

(e) Website

www.gblinfra.com

(iii) Date of Incorporation

15/05/1986

(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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BOMBAY STOCK EXCHNAGE	1

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD  
SAKINAKA

(vii) \*Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

27/09/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	H	Transport and storage	H6	Warehousing and storage	57.53
2	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	42.47

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

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

3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	INFRASTRUCTURE LOGISTIC SY	U63032MH2001PLC130992	Subsidiary	86.52

2	GBL CHEMICAL LIMITED	U24304MH2018PLC316126	Subsidiary	100
3	GBL LPG PRIVATE LIMITED	U60300MH2018PTC317532	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	400,000,000	62,359,421	62,359,421	62,359,421
Total amount of equity shares (in Rupees)	400,000,000	62,359,421	62,359,421	62,359,421

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	400,000,000	62,359,421	62,359,421	62,359,421
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	400,000,000	62,359,421	62,359,421	62,359,421

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

###### (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	2,746,034	49,038,259	51784293	51,784,293	51,784,293	
<b>Increase during the year</b>	0	10,588,694	10588694	10,575,128	10,575,128	645,082,808
i. Public Issues	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	10,575,128	10575128	10,575,128	10,575,128	645,082,808
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 CONVERSION OF PHYSICAL SHARES INTO DEMAT		13,566	13566			
<b>Decrease during the year</b>	13,566	0	13566	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 CONVERSION OF PHYSICAL SHARES INTO DEMAT	13,566		13566			
<b>At the end of the year</b>	2,732,468	59,626,953	62359421	62,359,421	62,359,421	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE388A01029

(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) <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

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
<b>Total</b>			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
<b>Total</b>					

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

(i) Turnover

2,595,646,024

(ii) Net worth of the Company

2,347,209,131.44

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	8,377,195	13.43	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)	18,525,284	29.71	0	
10.	Others	0	0	0	
	<b>Total</b>	26,902,479	43.14	0	0

**Total number of shareholders (promoters)**

16

**(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	26,766,183	42.92	0	
	(ii) Non-resident Indian (NRI)	411,493	0.66	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	88,300	0.14	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)	7,980,382	12.8	0	
10.	Others TRUSTS CLEARING COR NBF	210,584	0.34	0	
	<b>Total</b>	35,456,942	56.86	0	0

**Total number of shareholders (other than promoters)**

39,069

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

39,085

**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	13	16
Members (other than promoters)	39,930	39,069
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>	2	0	2	0	2.55	0
<b>B. Non-Promoter</b>	0	4	0	4	0	0.01
(i) Non-Independent	0	1	0	1	0	0.01
(ii) Independent	0	3	0	3	0	0
<b>C. Nominee Directors representing</b>	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	4	2	4	2.55	0.01

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)
RISHI RAMESH PILANI	00901627	Managing Director	1,593,003	
RAUNAK RAMAKANT P	00932269	Director	0	
RAMESH DHANRAJ PU	03244442	Director	4,300	
NIRAJ NABH KUMAR	03401815	Director	0	
SANJAY GOVIND BHA	00832658	Director	0	
JAGRUTI GAIKWAD	07177542	Director	0	
RAMESH PILANI	AAYPP4034H	CFO	50,700	
RAMAKANT PILANI	AABPP3390F	CEO	0	
EKTA DHANDA	AGIPD8232F	Company Secretar	0	

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

1

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)
NIRAJ NABH KUMAR	03401815	Additional director	29/12/2020	CHANGE IN DESIGNATION

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

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

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	29/12/2020	40,266	73	33

## B. BOARD MEETINGS

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	03/07/2020	6	5	83.33
2	30/07/2020	6	6	100
3	15/09/2020	6	6	100
4	07/10/2020	6	5	83.33
5	13/11/2020	6	6	100
6	17/11/2020	6	5	83.33
7	13/02/2021	6	6	100

## C. COMMITTEE MEETINGS

Number of meetings held

13

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 COMM	30/07/2020	4	4	100
2	AUDIT COMM	15/09/2020	4	4	100
3	AUDIT COMM	07/10/2020	4	4	100
4	AUDIT COMM	13/11/2020	4	4	100
5	AUDIT COMM	13/02/2021	4	4	100
6	CSR	30/07/2020	4	4	100
7	CSR	13/11/2020	4	4	100
8	NOMINATION	30/07/2020	4	4	100
9	NOMINATION	13/11/2020	4	4	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
10	STAKEHOLDER	30/07/2020	4	4	100

#### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	27/09/2021
								(Y/N/NA)
1	RISHI RAMESH	7	7	100	0	0	0	Yes
2	RAUNAK RAM	7	5	71.43	0	0	0	No
3	RAMESH DHAN	7	7	100	13	13	100	Yes
4	NIRAJ NABH	7	6	85.71	13	13	100	Yes
5	SANJAY GOV	7	7	100	13	13	100	Yes
6	JAGRUTI GAI	7	7	100	13	13	100	Yes

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RISHI RAMESH PILANI	MANAGING DIRECTOR	7,567,000	0	0	0	7,567,000
	Total		7,567,000	0	0	0	7,567,000

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAMESH PILANI	CFO	4,200,000	0	0	0	4,200,000
2	RAMAKANT PILANI	CEO	3,600,000	0	0	0	3,600,000
3	EKTA DHANDA	CS	1,108,000	0	0	0	1,108,000
	Total		8,908,000	0	0	0	8,908,000

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

#### 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

(In case of 'No', submit the details separately through the method specified in instruction kit)

#### 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

VKM & ASSOCIATES

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

4279

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

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

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

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

PILANI  
RISHI  
RAMESH  
Digitally signed by  
PILANI RISHI  
RAMESH  
Date: 2021.12.02  
12:04:29 +05'30'

DIN of the director

00901627

**To be digitally signed by**

VIJAY  
KUMAR  
MISHRA  
Digitally signed by  
VIJAY  
KUMAR MISHRA  
Date: 2021.12.03 10:59:54  
+05'30'

- ☐ Company Secretary  
☒ Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

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

Attach

Attach

Attach

Attach

**List of attachments**

Form MGT-8 GBL.pdf  
DETAILS\_COMMITTEE MEETINGS.pdf  
UDIN Certificate.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**



**DETAILS OF COMMITTEE MEETINGS HELD DURING THE YEAR**

<b>S. NO</b>	<b>TYPE OF MEETING</b>	<b>DATE OF MEETING</b>	<b>TOTAL NO OF MEMBERS AS ON DATE OF MEETING</b>	<b>NO OF MEMBERS ATTENDED</b>	<b>% OF ATTENDANCE</b>
1	AUDIT COMMITTEE	30.07.2020	4	4	100
2	AUDIT COMMITTEE	15.09.2020	4	4	100
3	AUDIT COMMITTEE	07.10.2020	4	4	100
4	AUDIT COMMITTEE	13.11.2020	4	4	100
5	AUDIT COMMITTEE	13.02.2021	4	4	100
6	NOMINATION AND REMUNERATION COMM	30.07.2020	4	4	100
7	NOMINATION AND REMUNERATION COMM	13.11.2020	4	4	100
8	STAKEHOLDERS RELATIONSHIP COMM	30.07.2020	4	4	100
9	STAKEHOLDERS RELATIONSHIP COMM	15.09.2020	4	4	100
10	STAKEHOLDERS RELATIONSHIP COMM	13.11.2020	4	4	100
11	STAKEHOLDERS RELATIONSHIP COMM	13.02.2021	4	4	100
12	CSR COMMITTEE	30.07.2020	4	4	100
13	CSR COMMITTEE	13.11.2020	4	4	100



VIJAY KUMAR MISHRA

B. Com (Hons.), A C A . F C.S

PARESH D PANDYA

B. Com., A.C.S.

**VKM & ASSOCIATES**

**PRACTISING COMPANY SECRETARIES**

116, Trinity Building, 1st Floor, 227, Dr. C. H. Street, Behind

Parsi Dairy, Marine Lines (E), Mumbai - 2. Tel. : 2207 7267

Fax : 2207 7542 Mob.: 93229 77388

E-mail: vkmassociales@yahoo.com

## **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 **GANESH BENZOPLAST LIMITED** ("the Company") as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31<sup>st</sup> 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 Companies Act, 2013 ("the Act") & Rules made thereunder 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 returns with the Regional Director, Registrar of Companies, The Tribunal, Court or other authorities within the prescribed time;



4. calling/ convening/ holding meetings of Board of Directors and its Committee, 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 Board of Directors (Board) of the Company met seven (7) times during the year 2020-21 i.e. on July 03, 2020, July 30, 2020, September 15, 2020, October 7 2020, November 13, 2020, November 17, 2020 and February 13, 2021. The Audit Committee of the Company met five (5) times during the year i.e., on July 30, 2020, September 15, 2020, October 07, 2020, November 13, 2020 and February 13, 2021. The Nomination and Remuneration Committee of the Company met two (2) times during the year i.e., on July 30, 2020 and November 13, 2020. The Stakeholders Relationship Committee of the Company met four (4) times during the year i.e., on July 30, 2020, September 15, 2020, November 13, 2020 and February 13, 2021. The Corporate Social Responsibility Committee of the Company met two (2) times during the year i.e., on July 30, 2020 and November 13, 2020. In respect of board and committee meetings, proper notices were given and the proceedings were accordingly recorded and signed;
5. closure of Register of Members/ Security holders as the case may be during the aforesaid financial year - The Register of Members & Share Transfer Books of the Company was closed from December 23, 2020 to December 29, 2020 (both days inclusive) for the purpose of 33<sup>rd</sup> Annual General Meeting (AGM) of the Company which was held on December 29, 2020;
6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act. During the year under review, the Company has not given any Advances/ loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. contracts/arrangements/transactions entered into by the Company with the related parties as specified in section 188 of the Act - The company has duly complied with the provisions of section 188 of the Act in respect of Contracts/arrangements/transactions entered into by the Company with the related parties;



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 instance. During the year under review, the Company issued 1,05,75,128 equity shares of the Company of face value Rs.1/- (Rupee One) per share to the shareholders of Infrastructure Logistic Systems Limited (Formerly known as Stolt Rail Logistic Systems Limited) on preferential basis, for a consideration other than cash, in lieu of acquisition of 1,50,72,600 Equity Shares of face value of Rs.10/- (Rupees Ten) per share of Infrastructure Logistic Systems Limited. The Company has recorded the transfer of equity shares, if any and complied with applicable provisions of the Act.
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance (if any) with the provisions of the Act-In no instances the company has kept in abeyance rights to dividend, 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 - The Company has not declared or paid any dividend during the period under review hence the provisions of the Act are not applicable to the Company. Further, there are no amounts due to be transferred to the Investor Education and Protection Fund.
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 -The audited financial statement of the Company was signed and approved on behalf of the Board by two directors of the Company out of which one was Chairperson cum Managing Director, Company Secretary of the Company, Chief Financial Officer of the company and by the Chief Executive Officer of the Company. The report of directors of the company is as per sub-sections (3), (4) and (5) of section 134 of the Act;
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 (if any) of auditors as per the provisions of section 139 of the Act - The Company in its 34<sup>th</sup> Annual General Meeting has appointed M/s. Mittal & Associates, Chartered Accountants (Firm Registration No. 106456W) as Statutory Auditors of the Company;
14. approvals required to be taken by the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act. The Company had obtained necessary approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other authorities as may be prescribed under the various provisions of the Act, as was applicable to the Company;
15. acceptance/ renewal/ repayment of deposits - Clause Not Applicable on Company;
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 guarantee 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 year under review, there were no changes in the provisions of the Memorandum and/ or Articles of Association of the Company.

For VKM & ASSOCIATES  
Company Secretaries



(Vijay Kumar Mishra)  
Partner  
C.P.No.4279

**UDIN : F005023C001194156**  
**Place : Mumbai**  
**Date : 18/10/2021**