

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]



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

L51901MH1995PLC331822

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCS1022K

(ii) (a) Name of the company

RR METALMAKERS INDIA LIMIT

(b) Registered office address

B-001& B-002,Ground Floor, Antop Hill Warehousing
Complex Ltd,Barkat Ali Naka,Salt Pan Rd.,Wadala(E)
Mumbai
Mumbai City
Maharashtra
400037

(c) *e-mail ID of the company

info@rrmetalmakers.com

(d) *Telephone number with STD code

02261925555

(e) Website

www.rrmetalmakers.com

(iii) Date of Incorporation

26/10/1995

(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	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1994PTC079160

Pre-fill

Name of the Registrar and Transfer Agent

ADROIT CORPORATE SERVICES P LTD

Registered office address of the Registrar and Transfer Agents

18-20, JAFERBHOY INDUSTRIAL ESTATE, MAKWANA ROAD
MAROL NAKA, ANDHERI (E),

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

AGM will be held on or before due date

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	C	Manufacturing	C7	Metal and metal products	57.24
2	G	Trade	G1	Wholesale Trading	42.76

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

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

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	15,000,000	9,008,824	9,008,824	9,008,824
Total amount of equity shares (in Rupees)	150,000,000	90,088,240	90,088,240	90,088,240

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10/- each				
Number of equity shares	15,000,000	9,008,824	9,008,824	9,008,824
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000	90,088,240	90,088,240	90,088,240

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	547,100	8,461,724	9008824	90,088,240	90,088,240	
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	
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	547,100	8,461,724	9008824	90,088,240	90,088,240	
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				0	0	
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
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		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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**

963,892,708.08

(ii) Net worth of the Company

67,142,999

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	6,365,924	70.66	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	6,365,924	70.66	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	2,453,427	27.23	0	
	(ii) Non-resident Indian (NRI)	56,995	0.63	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)	132,478	1.47	0	
10.	Others	0	0	0	
	Total	2,642,900	29.33	0	0

Total number of shareholders (other than promoters)

1,246

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

1,251

**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)	1,362	1,246
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	2	0	2	0	70.66
B. Non-Promoter	2	2	2	1	1.94	0
(i) Non-Independent	2	0	2	0	1.94	0
(ii) Independent	0	2	0	1	0	0
C. Nominee Directors representing	0	0	0	0	0	0

(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	4	2	3	1.94	70.66

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

6

(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)
VIRAT SEVANTILAL S	00746118	Director	3,640,412	
ALOK VIRAT SHAH	00764237	Director	2,725,512	
NAVIN MADHAVJI ME	00764424	Whole-time director	175,000	
REENA VIRENDRA PA	09411621	Whole-time director	0	
SAMIR MUKUND PAT	09655195	Director	0	
DHIREN SHAH	BCGPS3926Q	CFO	0	

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

4

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)
SWEETY TANAJI G	BIFPG2677B	CFO	30/10/2023	CESSATION
DHIREN SHAH	BCGPS3926Q	CFO	09/11/2023	APPOINTMENT
JAS KIRIT GANATR	09655201	Director	26/02/2024	CESSATION
TANVI TUKARAM B	BTXPB8006N	Company Secretary	05/03/2024	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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	29/09/2023	1,465	21	

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/05/2023	6	6	100
2	11/08/2023	6	6	100
3	01/09/2023	6	6	100
4	09/11/2023	6	6	100
5	05/02/2024	6	6	100
6	08/03/2024	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

12

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	29/05/2023	3	3	100
2	Audit Committee	11/08/2023	3	3	100
3	Audit Committee	01/09/2023	3	3	100
4	Audit Committee	09/11/2023	3	3	100
5	Audit Committee	05/02/2024	3	3	100
6	Nomination & Remuneration Committee	22/08/2023	3	3	100
7	Nomination & Remuneration Committee	01/11/2023	3	3	100
8	Share Transfer Committee	03/06/2023	4	4	100
9	Share Transfer Committee	30/06/2023	4	4	100
10	Share Transfer Committee	07/07/2023	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	
								(Y/N/NA)
1	VIRAT SEVAN	6	6	100	5	5	100	
2	ALOK VIRAT	6	6	100	7	7	100	
3	NAVIN MADH	6	6	100	5	5	100	
4	REENA VIREN	6	6	100	0	0	0	
5	SAMIR MUKU	6	6	100	12	12	100	

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Navin Madhavji Mel	Whole-time Dire	1,197,600	0	0	0	1,197,600
2	Reena Virendra Par	Whole-time Dire	441,952	0	0	0	441,952
	Total		1,639,552	0	0	0	1,639,552

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	Tanvi Bobhate	Company Secre	687,770	0	0	0	687,770
2	Sweet Ghodake	CFO	217,350	0	0	0	217,350
3	Dhiren Shah	CFO	250,000	0	0	0	250,000
	Total		1,155,120	0	0	0	1,155,120

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

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

As per attached sheet

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

Vipin Mehta

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

9869

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

DIN of the director

To be digitally signed by☒ Company Secretary☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

List of attachments

RR METALMAKERS INDIA LTD-List of share
Clarification letter 2023-24.pdf
Committee Meeting Details.pdf
Observations MGT-7.pdf

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

[illegible]



RR METALMAKERS INDIA LIMITED

To
The Registrar of Companies
Mumbai

Dear Sir/Madam,

Sub.: Clarification for details filled in the form MGT-7 of RR MetalMakers India Limited for the year ended March 31, 2024.

Ref.: RR MetalMakers India Limited

With respect to the captioned subject, following is hereby clarified –

- 1) In point IV (i) (d), Equity shares in the beginning of the year in physical mode were 5,73,500 shares and in Demat mode were 84,35,324 shares i.e. Total 90,08,824 shares and at the end of the year shares held in physical mode were 5,47,100 and Demat mode were 84,61,724 i.e. total 90,08,824 shares.

Due to dematerialization there is a change in physical and Demat shares of the company. Since the tab of at the end of the year is Auto-filled so we request you to kindly take note of physical and Demat shares at the end of the year as physical 5,47,100 shares and Demat 84,61,724 shares i.e. Total 90,08,824.

- 2) Number of shareholders mentioned in point no. VII is based on the number of folios and demat accounts whereas in the shareholding pattern filed with the Stock Exchanges for the year quarter ended March 31, 2024, the number of shareholders has been identified based on PAN. Hence, in case a person holding shares in different folios (i.e. more than one folio) then that person is counted as separate shareholder based on the shares held under different folios/ demat account for the purpose of MGT-7. Therefore, even number of promoters in the shareholding pattern filed with the Stock Exchange is different than number of promoters mentioned in Form MGT-7.
- 3) In point no. X, remuneration of Dhiren Shah mentioned is for the salary drawn by him in the capacity of CFO of the Company.

Kindly take note of the above.

For **RR MetalMakers India Limited**,

Harshika Kothari
Company Secretary & Compliance Officer
Mem No.: A61964

Address: A/305, Golden Nest, Phase XVI, BSES Tower Road, Near Jain temple, Bhayander East, Thane – 401105

Place: Mumbai

GSTIN No.: 27AACCS1022K1ZL CIN No.: L51901MH1995PLC331822

Registered Office : B-001 & B-002, Ground Floor, Antop Hill Warehousing Complex
Ltd, Barkat Ali Naka, Salt Pan Road, Wadala (E), Mumbai - 400
037, Maharashtra.

Corporate Office : 2nd Floor, Sugar House, 93/95, Kazi Sayed Street, Mumbai - 400 003.

Ph.: 022-6192 5555 / 56 • **Email :** info@rrmetalmakers.com • **Website :**
www.rrmetalmakers.com

C. Committee Meetings

Sr. No.	Type of meeting	Date of meeting	Total number of members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
11	Share Transfer & Stakeholders' Relationship Committee Meeting	16/08/2023	4	4	100
12	Share Transfer & Stakeholders' Relationship Committee Meeting	10/10/2023	4	4	100

RR MetalMakers India Limited - MGT-7 for the year 2023-24

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

1. As per General Circular no. 14/2020 dated April 08, 2020 issued by the Ministry of Corporate Affairs, as per point no. 3(A)(XI) states that if the Annual General Meeting held through VC or OAVM then atleast one Independent Director (where the Company is required to appoint one) and the Auditor or his authorized representative, who is qualified to be the Auditor shall attend such meeting through VC or OAVM, but the Statutory Auditor or his authorised representative has not attended the 28th Annual General Meeting of the Company.
2. The Company had filed multiple eforms under the Companies Act, 2013 during the Audit period. However in the majority of the eforms at the signing part resolution number was mentioned "XX" in place of actual resolution no. by which Board of Director is authorised as authorised person to sign and submit the eforms.
3. The Company has approved remuneration of Mr. Navin Mehta (DIN: 00764424) in the 26th Annual General Meeting of the Company held on August 13, 2021 for a period of 5 year w.e.f. December 26, 2020 to December 25, 2025. However while taking the Shareholder approval details required to be disclosed in the notice of the Annual General Meeting as per Schedule V of the Act was not disclosed. Hence the payment of remuneration during the period from April 01, 2023 to December 25, 2023 was not in compliance of Schedule V of the Act.
4. As per General Circular No. 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs, the Company can holds the Annual General Meeting through Video Conferencing (VC) or other Audio Visual Means (OAVM) subject to the fulfillment of the certain requirements. As per point no. A(IV) of the said circular "Before sending the notices and copies of the financial statements etc., a public notice by way of advertisement be published containing the information as mentioned in the circular under point no. A(IV) (a) to (g) at least once in a vernacular newspaper in the principal vernacular language and at least once in English language in an English newspaper, but the Company has not published a public notice as per said Circular for the 28th AGM.
5. As per para 1.2.5 of the Secretarial Standard - 2, Notice of Annual General Meeting should contain the specified details about the Director appointment or re-appointment. However, the Company has disclosed about the information for re-appointment of Mr. Virat Shah, who was retire by rotation and being eligible offer himself for reappointment at the 28th Annual General Meeting but all the details are not covered as required under Secretarial Standard - 2 i.e .Committee Membership, Last Remuneration drawn, Remuneration to be drawn after appointment, terms and conditions of appointment, relationship with the Directors, Managers or other KMP, Number of Meeting of Board attend during the Year.
6. Constitution of the Audit Committee was provided in the Board Report of the Company for FY 2022-23 as Mr. Alok Shah as the Chairman and Mr. Jas Ganatra and Mr. Samir Patil as Members. Whereas, in the Corporate Governance Report constitution of Audit Committee was provided as Mr. Samir Patil as the Chairman and Mr. Alok Shah and Mr. Jas Ganatra as Members.
7. As per Rule 8 of the Companies (Accounts) Rules, 2014, the Board Report of the Company shall contain the information and details about Energy Conservation, Technology Absorption and

Foreign Exchange Earnings And Outgo. The Company has provided the details in the Board Report for the year 2022-23 but did not cover all the information and details as required under the said Rules.

8. In the annual report for the year 2022-23 designation of Mr. Navin Mehta, wherever he has signed, was mentioned as Director, but he is holding the position of Whole-time Director of the Company.
9. The Board's Report for the year 2022-23 prepared by the Company for the year 2022-23 contains disclosures as per Section 134 of the Companies Act and relevant Rules made under the Act. However, the Company has not covered the below mentioned points in the said Board's Report:
 - a. *Change in the nature of business, if any;*
 - b. *Details of Subsidiary/Joint Ventures/Associate Companies;*
 - c. *Compliance of Secretarial Standards;*
 - d. *Issue of equity shares with differential rights as to dividend, voting or otherwise;*
 - e. *Issue of shares (including sweat equity shares) to employees of the Company;*
 - f. *Voting rights which are not directly exercised by the employees in respect of shares for the subscription/purchase of which loan was given by the Company;*
 - g. *Details of payment of remuneration or commission to Managing Director or Whole-time Director of the Company from any of its subsidiaries;*
 - h. *As per section 178(4) Nomination and Remuneration Committee policy shall be placed on the website of the Company, if any, and the salient features of the policy and changes therein, if any, along with the web address of the Company at which said policy was uploaded shall be disclosed in the Board's report. The Company has placed the Nomination and Remuneration Committee policy on the website of the Company but the web address of the policy was not disclosed in the Board's report*
 - i. *As per Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, the Company shall disclose in the Board's Report, the ratio of the remuneration of each Director to the median employee's remuneration and such other details, but the Company has not disclosed the details as required under Companies Act, 2013.*
 - j. *As per Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company shall include a statement showing the names of the top ten employees in terms of remuneration drawn in the Board's Report but the same was not disclosed;*
 - k. *As per Rule 8 of Companies (Accounts) Rules, 2014, the Company shall disclose that whether the Company has maintained the Cost Record as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 or not. The Company has disclosed about applicability of Cost Audit in the Board Report but not disclosed about Cost Record; and*