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)

I. REGISTRATION AND OTHER DETAILS

| (i) * C | Registered office address GIDC, ESTATE, KALOL DISTT.PANCHMAHAL Gujarat | L27104GJ1972PLC002153 Pre-fill | | | | |
|---------|--|--------------------------------|----------------------|-----------------------|-----------------|--|
| G | Global Location Number (GLN) of t | he company | | | | |
| * F | Permanent Account Number (PAN |) of the company | AABC | 2643Q | | |
| (ii) (a |) Name of the company | | PANCI | HMAHAL STEEL LTD | | |
| (b |) Registered office address | | | | | |
| | GIDC, ESTATE, KALOL DISTT.PANCH | MAHAL | | | | |
| | Gujarat 000000 India | | | Ð | | |
| (c |) *e-mail ID of the company | | dnaga | r@panchmahalsteel.co | | |
| (d |) *Telephone number with STD co | ode | 02676 | 230777 | | |
| (e |) Website | | www.j | oanchmahalsteel.co.in | | |
| (iii) | Date of Incorporation | | 12/09 | /1972 | | |
| (iv) | Type of the Company | Category of the Company | | Sub-category of the 0 | Company | |
| | Public Company | Company limited by sha | shares Indian Non-Go | | ernment company | |
| (v) Wł | hether company is having share ca | apital () | Yes | ∩ No | | |

O No

(vi) *Whether shares listed on recognized Stock Exchange(s) () Yes

(a) Details of stock exchanges where shares are listed

| S. No. | Stock Exchange Name | Code |
|--------|-----------------------|------|
| 1 | Bombay Stock Exchange | 1 |
| | | |

| (| b) CIN of the Registrar and Tra | ansfer Agent | | U67120W | B2011PLC165872 | Pre-fill |
|---------|--|---------------------|---------------|---------|----------------|--------------|
| | Name of the Registrar and Tra | nsfer Agent | | | | |
| | MCS SHARE TRANSFER AGENT L | IMITED | | | | |
| | Registered office address of th | e Registrar and Tra | ansfer Agents | | | |
| | 383 LAKE GARDENS 1ST FLOOR | | | | | |
| (vii) * | Financial year From date 01/0 |)4/2020 | (DD/MM/YYYY) | To date | 31/03/2021 | (DD/MM/YYYY) |
| (viii) | *Whether Annual general meet | ing (AGM) held | O Ye | es 💿 | No | |
| | (a) If yes, date of AGM | | | | | |
| | (b) Due date of AGM | 30/09/2021 | | | | |
| | (c) Whether any extension for <i>i</i> | AGM granted | 0 | Yes | No | |
| | (f) Specify the reasons for not | holding the same | | | | |
| | AGM will be held on 27th Septer | nber, 2021. | | | | |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

| *Number of business activities | 1 |
|--------------------------------|---|
|--------------------------------|---|

| S | | Main Activity group code | | Business Activity Code | | % of turnover of the company |
|---|---|--------------------------------|---------------|------------------------------|--------------------------|------------------------------------|
| | 1 | С | Manufacturing | C7 | Metal and metal products | 100 |

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

*No. of Companies for which information is to be given 1

Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|----------------------------|-----------------------|---|------------------|
| 1 | HONEYVICK ENTERPRISES PRIV | U73100GJ1990PTC014087 | Holding | 55.12 |

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

| Particulars | Authorised capital | lssued capital | Subscribed capital | Paid up capital |
|--|--------------------|-------------------|--------------------|-----------------|
| Total number of equity shares | 40,000,000 | 19,089,029 | 19,089,029 | 19,078,329 |
| Total amount of equity shares (in Rupees) | 400,000,000 | 190,890,290 | 190,890,290 | 190,783,290 |

Number of classes

| Class of Shares Equity Shares | Authorised capital | Icapital | Subscribed capital | Paid up capital |
|---|-----------------------|-------------|-----------------------|-----------------|
| Number of equity shares | 40,000,000 | 19,089,029 | 19,089,029 | 19,078,329 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 400,000,000 | 190,890,290 | 190,890,290 | 190,783,290 |

1

(b) Preference share capital

| Particulars | Authorised capital | lssued 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 | | luaunai | Subscribed capital | Paid up capital |
|---|---|---------|-----------------------|-----------------|
| Number of preference shares | | | | |
| Nominal value per share (in rupees) | | | | |
| Total amount of preference shares (in rupees) | 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 | N | Number of shares | | | Total Paid-up amount | Total premium |
|---|----------|------------------|----------|-------------------------|----------------------------|------------------|
| Equity shares | Physical | DEMAT | Total | | | |
| At the beginning of the year | 107,505 | 18,970,824 | 19078329 | 190,783,290 ∓ | | |
| Increase during the year | 0 | 0 | 0 | 196,000 | 196,000 | 0 |
| i. Pubic Issues | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Bonus issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Private Placement/ Preferential allotment | 0 | 0 | 0 | 0 | 0 | 0 |
| v. ESOPs | 0 | 0 | 0 | 0 | 0 | 0 |
| vi. Sweat equity shares allotted | 0 | 0 | 0 | 0 | 0 | 0 |
| vii. Conversion of Preference share | 0 | 0 | 0 | 0 | 0 | 0 |
| viii. Conversion of Debentures | 0 | 0 | 0 | 0 | 0 | 0 |
| ix. GDRs/ADRs | 0 | 0 | 0 | 0 | 0 | 0 |
| x. Others, specify | | | | 196,000 | 196,000 | |
| Dematerialisation of Physical shares | | | | 190,000 | 190,000 | |
| Decrease during the year | 0 | 0 | 0 | 196,000 | 196,000 | 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 | | | | 196,000 | 196,000 | |
| Dematerialisation of Physical Shares | | | | 190,000 | 190,000 | |
| At the end of the year | 107,505 | 18,970,824 | 19078329 | 190,783,290 | 190,783,29 | |
| 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 | 0 |
| ii. Shares forfeited | 0 | 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

Г

INE798FO1010

| (ii) Details of stock spl | f shares) |) | | |
|---------------------------|----------------------|---|------|-------|
| Class o | Class of shares | | (ii) | (iii) |
| Before split / | Number of shares | | | |
| Consolidation | Face value per share | | | |
| After split / | Number of shares | | | |
| Consolidation | 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) *

| \boxtimes | Nil | | | |
|-------------|--|------------|----------------------|------------------------------------|
| | [Details being provided in a CD/Digital Media] | 🔿 Yes | 🔿 No | Not Applicable |
| | | _ | - | - |
| | Separate sheet attached for details of transfers | ⊖ Yes | Ο Νο | |
| | | \bigcirc | \bigcirc \square | |

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 | of transfer (Date Mon | th Year) | | | | |
|---|------------------------------|----------|--|-----------------------|--|--|
| Type of transfe | Type of transfer | | | | | |
| Number of Shares/ E Units Transferred | Debentures/ | | Amount per Share/ Debenture/Unit (in Rs.) | | | |
| Ledger Folio of Transferor | | | | | | |
| Transferor's Name | | | | | | |
| | Surname | | middle name | first name | | |
| Ledger Folio of Tran | sferee | | | | | |
| Transferee's Name | | | | | | |
| | Surname | | middle name | first name | | |
| Date of registration of transfer (Date Month Year) | | | | | | |
| Date of registration of | of transfer (Date Mon | th Year) | | | | |
| Date of registration of Type of transfe | | _ | uity, 2- Preference Shares,3 - | Debentures, 4 - Stock | | |
| _ | r | _ | uity, 2- Preference Shares,3 - Amount per Share/ Debenture/Unit (in Rs.) | Debentures, 4 - Stock | | |
| Type of transfe Number of Shares/ E | r | _ | Amount per Share/ | Debentures, 4 - Stock | | |
| Type of transfe Number of Shares/ E Units Transferred | r | _ | Amount per Share/ | Debentures, 4 - Stock | | |
| Type of transfe Number of Shares/ E Units Transferred Ledger Folio of Trans | r | _ | Amount per Share/ | Debentures, 4 - Stock | | |
| Type of transfe Number of Shares/ E Units Transferred Ledger Folio of Trans | r Debentures/ sferor Surname | _ | Amount per Share/ Debenture/Unit (in Rs.) | | | |
| Type of transfe Number of Shares/ E Units Transferred Ledger Folio of Trans Transferor's Name | r Debentures/ sferor Surname | _ | Amount per Share/ Debenture/Unit (in Rs.) | | | |

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

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|---------------------------|-------------|
| Non-convertible debentures | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |
| Total | | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of the year | | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|---|---|-----------------------------|---------------------------------------|
| Non-convertible debentures | 0 | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

| (v) Securities (other than shares and debentures) | | | | | |
|---|-------------------------|-------------------------------|------------------------|----------------------------|---------------------|
| 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

3,389,810,635

(ii) Net worth of the Company

1,016,618,936

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 | 3,339,060 | 17.5 | 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) | 10,516,005 | 55.12 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 13,855,065 | 72.62 | 0 | 0 |
| `otal nu | mber of shareholders (promoters) | 5 | | | 1 |

Total number of shareholders (promoters)

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category | Equi | ity | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 3,800,393 | 19.92 | 0 | |
| | (ii) Non-resident Indian (NRI) | 25,205 | 0.13 | 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 | 331,000 | 1.73 | 0 | |

| 4. | Banks | 100 | 0 | 0 | |
|-----|---|-----------|-------|---|---|
| 5. | Financial institutions | 750,329 | 3.93 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 500 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 217,382 | 1.14 | 0 | |
| 10. | Others IEPF Authpority | 98,355 | 0.52 | 0 | |
| | Total | 5,223,264 | 27.37 | 0 | 0 |

Total number of shareholders (other than promoters)

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

| 2,885 | |
|-------|--|
| 2,890 | |

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) | 3,276 | 2,885 |
| 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 | 1 | 0 | 1 | 0 | 12.89 | 0 |
| B. Non-Promoter | 0 | 5 | 0 | 5 | 0 | 0.01 |
| (i) Non-Independent | 0 | 2 | 0 | 2 | 0 | 0.01 |
| (ii) Independent | 0 | 3 | 0 | 3 | 0 | 0 |
| C. Nominee Directors representing | 0 | 0 | 0 | 0 | 0 | 0 |

| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
|-----------------------------|---|---|---|---|-------|------|
| (ii) Investing institutions | 0 | 0 | 0 | 0 | 0 | 0 |
| (iii) Government | 0 | 0 | 0 | 0 | 0 | 0 |
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |
| (v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 1 | 5 | 1 | 5 | 12.89 | 0.01 |

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

(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) |
|-------------------------------------|------------|-------------------|--------------------------------|--|
| Mr. Ashok Ramlubhaya ➡ | 00120198 | Managing Director | 2,459,940 | |
| Mr. Amal Dattkumar Dhi | 00165145 | Director | 0 | |
| Mr. Milan Pravinchandra ∎ | 00012088 | Director | 200 | |
| Ms. Suchita Shah | 00427169 | Director | 1,900 | |
| Mr. Samir Madhusudan | 01646819 | Director | 0 | |
| Mr. Kalpesh Janaksinh I ⊞ | 00230588 | Director | 0 | |
| Mr. Nilesh S. Shah | AAPPS7063N | CFO | 0 | |
| Mr. Deepak Ramakant I ⊞ | ABGPN3814J | Company Secretar | 0 | |

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

| Name | | beginning / during | Ichange in decignation/ | Nature of change (Appointment/ Change in designation/ Cessation) |
|-------------------------------------|------------|---------------------|-------------------------|---|
| Mr. Nilesh S. Shah | AAPPS7063N | CFO | 30/06/2020 | Appointment |
| Mr. Kalpesh Janaksinh I ■ | 00230588 | Additional director | 30/09/2020 | 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



2

| Type of meeting | Date of meeting Total Number of Members entitled to attend meeting | | Attendance | | |
|------------------------|--|-------|------------|-------------------------|--|
| | | | | % of total shareholding | |
| Annual General Meeting | 30/09/2020 | 3,203 | 24 | 0.75 | |

B. BOARD MEETINGS

*Number of meetings held 5

| | L | | | | |
|------------|-----------------|---|---------------------------------|-----------------|--|
| S. No. | Date of meeting | Total Number of directors associated as on the date | | | |
| | | of meeting | Number of directors attended | % of attendance | |
| 1 | 03/04/2020 | 6 | 3 | 50 | |
| 2 | 30/06/2020 | 6 | 6 | 100 | |
| 3 | 31/08/2020 | 6 | 5 | 83.33 | |
| 4 | 12/11/2020 | 6 | 6 | 100 | |
| 5 | 13/02/2021 | 6 | 6 | 100 | |
| C COMMITTE | | | | | |

C. COMMITTEE MEETINGS

| | tings held | 1 | 10 | | |
|--------|---------------------|-----------------|-------------------------------|-------------------------------|-----------------|
| S. No. | Type of meeting | Date of meeting | Total Number of Members as | | Attendance |
| | | Date of meeting | on the date of the meeting | Number of members attended | % of attendance |
| 1 | Audit Committe | 30/06/2020 | 4 | 4 | 100 |
| 2 | Nomination & | 30/06/2020 | 3 | 3 | 100 |
| 3 | Stakeholders F | 30/06/2020 | 3 | 3 | 100 |
| 4 | Audit Committe | 31/08/2020 | 4 | 3 | 75 |
| 5 | stakeholders F + | 31/08/2020 | 3 | 3 | 100 |
| 6 | Audit Committe | 12/11/2020 | 4 | 4 | 100 |
| 7 | stakeholders F | 12/11/2020 | 3 | 3 | 100 |
| 8 | Audit Committe | 13/02/2021 | 4 | 4 | 100 |
| 9 | Nomination & | 13/02/2021 | 3 | 3 | 100 |
| 10 | stakeholders F | 13/02/2021 | 3 | 3 | 100 |

| | | | Board Meetings | | Committee Meetings | | | |
|-----------|-------------------------|-----------------------|----------------|------|-----------------------|----------|--------------------|----------|
| S. No. | Name of the director | | Meetings | % of | | Meetings | % of attendance | held on |
| | | entitled to attend | attended | | entitled to attend | attended | allendarice | (Y/N/NA) |
| 1 | Mr. Ashok Rar | 5 | 5 | 100 | 4 | 4 | 100 | |
| 2 | Mr. Amal Dattl | 5 | 4 | 80 | 6 | 6 | 100 | |
| 3 | Mr. Milan Prav | 5 | 4 | 80 | 10 | 10 | 100 | |
| 4 | Ms. Suchita Sl | 5 | 5 | 100 | 4 | 4 | 100 | |
| 5 | Mr. Samir Mac | 5 | 3 | 60 | 4 | 3 | 75 | |
| 6 | Mr. Kalpesh Ja | 5 | 5 | 100 | 4 | 4 | 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

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-----------------------------------|---------------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1 | Mr. Ashok Ramlubh + | Chairman & Mar + | 15,000,091 | 0 | 0 | 1,188,000 | 16,188,091 |
| | Total | | 15,000,091 | 0 | 0 | 1,188,000 | 16,188,091 |

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

Stock Option/ Total S. No. Name Designation **Gross Salary** Commission Others Sweat equity Amount 0 1 Mr. Nilesh S. Shah CFO 1,944,776 0 156,290 2,101,066 2 Mr. Deepak Ramak CS 1,710,500 0 0 138,600 1,849,100 +Total 0 0 294,890 3,655,276 3,950,166

Number of other directors whose remuneration details to be entered

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|--------------------------|-------------|--------------|------------|-------------------------------|---------|-----------------|
| 1 | Mr. Amal Dattkumar | Director | 0 | 0 | 0 | 110,000 | 110,000 |
| 2 | Mr. Milan Pravincha # | Director | 0 | 0 | 0 | 150,000 | 150,000 |
| 3 | Ms. Suchita Shah | Director | 0 | 0 | 0 | 110,000 | 110,000 |

1

2

5

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-------------------------|-------------|--------------|------------|-------------------------------|---------|-----------------|
| 4 | Mr. Samir Madhusu ₽ | Director | 0 | 0 | 0 | 70,000 | 70,000 |
| 5 | Mr. Kalpesh Janaks ₽ | Director | 0 | 0 | 0 | 90,000 | 90,000 |
| | Total | | 0 | 0 | 0 | 530,000 | 530,000 |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- * A. Whether the company has made compliances and disclosures in respect of applicable Yes O No provisions of the Companies Act, 2013 during the year
 - B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

| Name of the company/ directors/ officers | | Date of Order | Name of the Act and section under which penalised / punished | | Details of appeal (if any) including present status |
|--|--|---------------|--|--|--|
| | | | | | |
| (B) DETAILS OF COMPOUNDING OF OFFENCES NII | | | | | |

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | | Name of the Act and section under which offence committed | | 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 | NIRAJ TRIVEDI | | |
|--------------------------------|----------------------|--|--|
| Whether associate or fellow | ○ Associate ● Fellow | | |
| Certificate of practice number | 3123 | | |

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. .. 06

dated 14/11/2014

(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:

- 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 00120198 To be digitally signed by Company Secretary Company secretary in practice Certificate of practice number Membership number 7960 Attachments List of attachments 1. List of share holders, debenture holders Draft of MGT-8.pdf Attach Note on Forfeited Equity Shares.pdf 2. Approval letter for extension of AGM; Attach 3. Copy of MGT-8; Attach 4. Optional Attachement(s), if any Attach **Remove attachment** Prescrutiny Modify Check Form

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 BY A COMPANY SECRETARY IN PRACTICE

records. Ι have examined registers, books and the papers of M/s. PANCHMAHAL STEEL LIMITED (CIN: L27104GJ1972PLC002153) ("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**st MARCH, 2021. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I 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 and Rules made there under in respect of:
- 1. Its status under the Act.
- 2. Maintenance of Registers/Records and making entries therein within the time prescribed therefore.
- 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 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 Minutes 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 and 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;
- 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;
- Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act; Not Applicable for the year under reference

- 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;
- Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company; Not Applicable for the year under reference.

Place: Vadodara Date:

| Signature | : |
|-----------|-----------------|
| Name | : Niraj Trivedi |
| C.P. No. | : 3123 |
| PR No. | : 1014/2020 |
| UDIN | : |
| | |



Note on Forfeited Equity Shares of the Company

The details of 10,700 Equity Shares duly forfeited by the Company are as under :

| Total | : | Rs.47,900=00 |
|--|-----|--------------|
| 500 Forfeited Equity Shares of Rs.7/- each pair | d : | Rs. 3,500=00 |
| 4,600 Forfeited Equity Shares of Rs.6/- each pai | | Rs.27,600=00 |
| 5,600 Forfeited Equity Shares of Rs.3/- each pai | d : | Rs.16,800=00 |

<u>PS</u>: Pursuant to the provisions of Section 61(1)(e) and all other applicable provisions of the Companies Act, 2013, the Board of Directors of the Company has proposed to cancel aforesaid 10,700 forfeited Equity Share of the Company and the Company is seeking shareholders' approval through Special Resolution at the ensuing 48th Annual General Meeting of the Company to be held on Monday, the 27th day of September, 2021 through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

For Panchmahal Steel Limited

Deepak Nagar GM (Legal) & Company Secretary

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