

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

U15429AP2002PLC038489

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCJ1299A

(ii) (a) Name of the company

NSL TEXTILES LIMITED

(b) Registered office address

3rd Floor, 'EMGEE House',
4th Lane, Chandramouli Nagar, Ring Road,
Guntur
Krishna
Andhra Pradesh
522007

(c) *e-mail ID of the company

karuturi.sairam@nsltextiles.cor

(d) *Telephone number with STD code

04040514444

(e) Website

(iii) Date of Incorporation

12/02/2002

(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

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(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 28/09/2021

(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 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	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 4

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SREE ANANTHA LAKSHMI TEXT	U18100AP1982PTC003448	Subsidiary	95.04
2	SREE VENKATARAYA COTTON	U17110AP1995PTC021407	Subsidiary	92.94
3	MANDAVA HOLDINGS PRIVATE	U74120TG2008PTC074522	Associate	35.38
4	NSL Fashion Trends Limited		Joint Venture	50

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	237,000,000	193,256,578	193,256,578	193,256,578
Total amount of equity shares (in Rupees)	2,370,000,000	1,932,565,780	1,932,565,780	1,932,565,780

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	237,000,000	193,256,578	193,256,578	193,256,578
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,370,000,000	1,932,565,780	1,932,565,780	1,932,565,780

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of preference shares	400,000	0	0	0
Total amount of preference shares (in rupees)	40,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	400,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	40,000,000	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	17,614,444	175,642,134	193256578	1,932,565,7	1,932,565,	

Increase during the year	0	13,420,000	13420000	13,420,000	13,420,000	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	0	13,420,000	13420000	13,420,000	13,420,000	0
Dematerialisation of shares						
Decrease during the year	13,420,000	0	13420000	13,420,000	13,420,000	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	13,420,000	0	13420000	13,420,000	13,420,000	
Dematerialisation of shares						
At the end of the year	4,194,444	189,062,134	193256578	1,932,565,7	1,932,565,	
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

INE885K01015

(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	3,712,558	1000	3,737,533,000
Fully convertible debentures	698	1000000	2,707,000,000

Particulars	Number of units	Nominal value per unit	Total value
Total			6,444,533,000

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	3,737,533,000	0	0	3,737,533,000
Fully convertible debentures	2,707,000,000	0	0	2,707,000,000

(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

6,974,659,811

(ii) Net worth of the Company

1,574,160,485

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	14,623,500	7.57	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)	70,868,394	36.67	0	
10.	Others	0	0	0	
	Total	85,491,894	44.24	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)	4,194,444	2.17	0	
	(iii) Foreign national (other than NRI)	13,420,000	6.94	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	90,150,240	46.65	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	107,764,684	55.76	0	0

Total number of shareholders (other than promoters)

10

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

15

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)	11	10
Debenture holders	12	11

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	2	1	2	0.01	7.56
B. Non-Promoter	0	4	0	5	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	2	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	6	1	7	0.01	7.56

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(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)
MANDAVA PRABHAKA	00009650	Director	11,663,512	
MANDAVA ASHAPRIYA	01199936	Director	2,947,515	
MANDAVA VENKATRA	03567730	Managing Director	12,473	
PREM MALIK	00023051	Director	0	
APPARAO CHIGURUP	00011095	Director	0	
GOPALAKRISHNA MUI	00088454	Director	0	
LAXMINIWAS SHARMA	00010899	Director	0	
SATISH KUMAR SAMIN	AGLPS2790N	CFO	0	
SAIRAM KARUTURI	ARGPK0176J	Company Secretar	0	
DR MALAKONDAIAH M	01431923	Director	0	

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

3

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)
DR MALAKONDAIAH M	01431923	Additional director	31/12/2020	Change in Designation (Regularizatio
POOJA R TRIVEDI	AORPT2638G	Company Secretar	30/06/2020	Cessation
SAIRAM KARUTURI	ARGPK0176J	Company Secretar	26/08/2020	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

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	31/12/2020	15	5	44.24

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	26/08/2020	7	6	85.71
2	30/09/2020	7	3	42.86
3	07/12/2020	8	7	87.5
4	26/03/2021	8	6	75

C. COMMITTEE MEETINGS

Number of meetings held 5

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	Nomination an	26/08/2020	4	4	100
2	Nomination an	07/12/2020	4	4	100
3	Audit Committ	07/12/2020	3	3	100
4	Nomination an	26/03/2021	4	3	75
5	Audit Committ	26/03/2021	3	3	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	28/09/2021
								(Y/N/NA)
1	MANDAVA PF	4	2	50	3	2	66.67	No

2	MANDAVA AS	4	1	25	0	0	0	Yes
3	MANDAVA VE	4	4	100	0	0	0	No
4	PREM MALIK	4	3	75	0	0	0	No
5	APPARAO CH	4	4	100	5	5	100	No
6	GOPALAKRIS	4	3	75	5	5	100	No
7	LAXMINIWAS	4	3	75	5	5	100	No
8	DR MALAKON	2	2	100	0	0	0	No

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	MANDAVA VENKA	ANAGING DIRE	5,511,032	0	0	0	5,511,032
	Total		5,511,032	0	0	0	5,511,032

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	S SATISH KUMAR	CFO	5,346,832	0	0	0	5,346,832
2	SAIRAM KARUTUR	Company Secre	512,309	0	0	0	512,309
3	POOJA R TRIVEDI	Company Secre	60,000	0	0	0	60,000
	Total		5,919,141	0	0	0	5,919,141

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	Laxminiwas Sharma	Director	0	0	0	260,000	260,000
2	M.Gopalakrishna	Director	0	0	0	260,000	260,000
3	Dr. Malakondaiah	Director	0	0	0	80,000	80,000
4	Prem Malik	Director	0	0	0	3,420,000	3,420,000
	Total		0	0	0	4,020,000	4,020,000

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

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XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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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

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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

M/s VCSR and Associates

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

6392

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

APPARAO
CHIGURUPATI
Digitally signed by
CHIGURUPATI
DN: cn=CHIGURUPATI,
o=, ou=, email=CHIGURUPATI@, c=IN

DIN of the director

00011095

To be digitally signed by

VEERANJANEY
SULU
CHIRUMAMILLA
Digitally signed by
VEERANJANEY
DN: cn=VEERANJANEY,
o=, ou=, email=VEERANJANEY@, c=IN

☐ Company Secretary

☒ Company secretary in practice

Membership number

6121

Certificate of practice number

6392

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

List of Shareholders and debentureholders
MGT-8 NSL TEXTILES.pdf

Remove attachment

Modify

Check Form

Prescribing

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

First Name	Middle Name	Last Name	Folio Number	DP ID-Client's Account Number	Number of Shares held	Class of Shares
PRABHAKAR RAO		M	1	IN300394 - 11033263	11,663,512	Equity share
ASHAPRIYA		M	3	IN300394 - 11033255	2,947,515	Equity share
VENKATRAM		CHOWDARY M	16	IN300394 - 18270690	12,473	Equity share
MANDAVA		HOLDINGS P LTD	20	IN300394 - 17660920	68,368,394	Equity share
MANDAVA COLD		STORAGE P LTD	17	IN300394 - 17569125	2,500,000	Equity share
KRISHNA PRASAD		K	19	-	4,194,444	Equity share
DOVER FINANCE		LIMITED	21	IN301524 - 30052300	3,420,000	Equity share
APMS INVESTMENT		FUND LIMITED	18	IN301524 - 30051420	10,000,000	Equity share
CANARA BANK			22	IN301356 - 10001195	24,051,626	Equity share
STATE BANK OF INDIA			23	IN303786 - 10000023	27,425,507	Equity share
UNION BANK OF INDIA			24	IN300812 - 10505289	14,168,920	Equity share
CENTRAL BANK OF INDIA			25	IN300812 - 10491515	6,908,537	Equity share
BANK OF MAHARASHTRA			26	IN300386 - 10000287	2,945,580	Equity share
PUNJAB NATIONAL BANK			28	IN300812 - 10501028	9,117,919	Equity share
INDIAN BANK			29	IN300812 - 10491156	5,532,151	Equity share

First Name	Middle Name	Last Name	Reference Number	Number of debentures	Total amount of debentures
MANDAVA HOLDINGS		PVT LTD	<u>Series A B C D E</u>	123	2132000000
CANARA BANK			Series F	990974	990974000
STATE BANK OF INDIA			Series F	1127406	1127406000
UNION BANK OF INDIA			Series F	583850	583850000
CENTRAL BANK OF INDIA			Series F	284660	284660000
BANK OF MAHARASHTRA			Series F	122090	122090000
PUNJAB NATIONAL BANK			Series F	375831	375831000
INDIAN BANK			Series F	227722	227722000
MANDAVA HOLDINGS		PVT LTD	Series G	150	150000000
M PRABHAKAR RAO			Series H	52	52000000
MANDAVA HOLDINGS		PVT LTD	Series H	208	208000000
PRABHAT AGRI BIO		TECH LTD	Series I	100	100000000
YAAGANTI SEEDS		PVT LTD	Series I	50	50000000
MANDAVA HOLDINGS		PVT LTD	Series I	40	40000000

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]

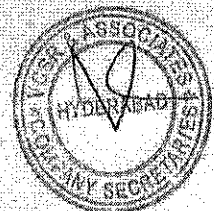
CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of M/s. **NSL TEXTILES 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 31st 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 Act & Rules made there under in respect of:

1. its status under the Act;
2. maintenance of registers/records & making entries therein within the time prescribed therefor;
3. filing of forms and returns as stated in the annual return, with the Registrar of Companies 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 they have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. Closure of Register of Members / Security holders, as the case may be.
6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; **No such cases**
7. contracts/arrangements with related parties as specified in section 188 of the Act;



8. allotments, transfer or transmission or buy back of securities/ redemption of preference shares / alteration or reduction of share capital/ conversion of shares/ securities; **No such cases**

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 - **No Such Cases**

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; - **No Such Cases**

11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

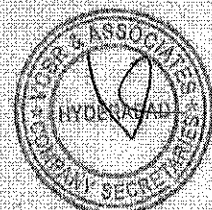
13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; **No Such Cases**

15. acceptance/ renewal/ repayment of deposits; - **No Such Cases**

16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

The standalone financial statements regarding approval of Resolution Plan Comprising Restructuring proposal by the secured lender bankers. Company has availed the loan / other credit facilities like Restructured Term Loan ('RTL'), Expansion Term Loan ('Exp TL'), Optionally Convertible Debentures ('OCD'), working capital facilities ('the CC') and non-fund based facilities like bank guarantees & Letter(s) of credit. These facilities are sanctioned by consortium banks namely Canara Bank ('CB'), State Bank of India ('SBI'), Union bank of India ('UBI') (formerly Andhra Bank), Central Bank of India ('CBI'), Bank of Maharashtra ('BOM'), Punjab National Bank ('PNB') (including Oriental Bank of Commerce merged) and Indian Bank ('IB').



The Company has approached its consortium banks for Restructuring of the above loan / credit facilities with a Resolution Plan ('RP') with cut-off date of 01.07.2019 and the brief contours of RP are given below:

- a) Reduction of Interest on restructured term loan(s) and expansion term loan(s) to 9% p.a.
- b) Reduction of Interest on working capital loan (Cash Credit) to 9% p.a.
- c) Coupon of 0.01% p.a. on Optionally Convertible Debentures ('OCD') to be issued as fresh OCDs to consortium banks for a period of 10 years in lieu of the Existing OCDs
- d) Waiver of 8.99% p.a. redemption premium on OCDs issued under S4A Scheme from issue date (22.05.2017) to the date of Implementation of RP with a right to recompense clause.
- e) Elongation in quarterly repayment of RTL from 2nd quarter of financial year 2019-20 to 2nd quarter of financial year 2024-25.
- f) Elongation in quarterly repayment of Exp TL from 2nd quarter of financial year 2019-20 to 3rd quarter of financial year 2023-24.
- g) Elongation in half-yearly redemption of OCD from fresh issue date to 2nd half year of financial year 2032-33.

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; **No Such Cases**

18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company; **No Such Cases**

Place: Hyderabad
Date: 25.11.2021

For VCSR & Associates
Company Secretary


Ch. Veeranjanyulu
Partner
CP No. 6392

