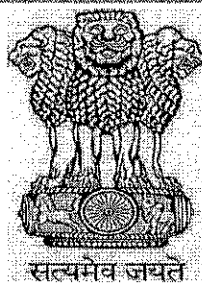


**FORM NO. MGT-7**

[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

KA\*\*\*\*\*ES.C

(d) \*Telephone number with STD code

04\*\*\*\*\*44

(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

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N  
anakramguda, Serili ngampally NA

(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 09/12/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted ☒ Yes ☐ No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension F99114340

Pre-fill

(e) Extended due date of AGM after grant of extension 31/12/2024

## 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 3

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    | 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 |
|------------------------------|------------------|-------------|-----------|----------------------|----------------------|---------------|
| <b>Equity shares</b>         | Physical         | DEMAT       | Total     |                      |                      |               |
| At the beginning of the year | 4,194,444        | 189,062,134 | 193256578 | 1,932,565,7          | 1,932,565,           |               |

|                                               |           |             |           |             |            |   |
|-----------------------------------------------|-----------|-------------|-----------|-------------|------------|---|
| <b>Increase during the year</b>               | 0         | 0           | 0         | 0           | 0          | 0 |
| i. Public Issues                              | 0         | 0           | 0         | 0           | 0          | 0 |
| ii. Rights issue                              | 0         | 0           | 0         | 0           | 0          | 0 |
| iii. Bonus Issue                              | 0         | 0           | 0         | 0           | 0          | 0 |
| iv. Private Placement/ Preferential allotment | 0         | 0           | 0         | 0           | 0          | 0 |
| v. ESOPs                                      | 0         | 0           | 0         | 0           | 0          | 0 |
| vi. Sweat equity shares allotted              | 0         | 0           | 0         | 0           | 0          | 0 |
| vii. Conversion of Preference share           | 0         | 0           | 0         | 0           | 0          | 0 |
| viii. Conversion of Debentures                | 0         | 0           | 0         | 0           | 0          | 0 |
| ix. GDRs/ADRs                                 | 0         | 0           | 0         | 0           | 0          | 0 |
| x. Others, specify<br><div></div>             |           |             |           |             |            |   |
| <b>Decrease during the year</b>               | 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<br><div></div>            |           |             |           |             |            |   |
| <b>At the end of the year</b>                 | 4,194,444 | 189,062,134 | 193256578 | 1,932,565,7 | 1,932,565, |   |
|                                               |           |             |           |             |            |   |
| <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<br><div></div>           |           |             |           |             |            |   |
| <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             |   |   |   |   |   |   |
| 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)

| 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        |                      | <input type="text"/>                                        |                      |
| 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 |         |             |            |
|                            |         |             |            |
| 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 | 3,702,559       | 1000                   | 2,520,689,931 |
| Fully convertible debentures  | 1,298           | 1000000                | 4,408,403,088 |

| Particulars | Number of units | Nominal value per unit | Total value   |
|-------------|-----------------|------------------------|---------------|
| Total       |                 |                        | 6,929,093,019 |

**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 | 2,310,012,000                               | 212,677,931              | 2,000,000                | 2,520,689,931                         |
| Fully convertible debentures  | 4,043,474,000                               | 364,929,088              | 0                        | 4,408,403,088                         |

**(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**

10,140,195,000

**(ii) Net worth of the Company**

-975,949,997

**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<br>(not mentioned above) | 70,868,394 | 36.67 | 0 |   |
| 10. | Others                                  | 0          | 0     | 0 |   |
|     | <b>Total</b>                            | 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) | 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                                   | 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<br>(not mentioned above) | 13,420,000  | 6.94  | 0 |   |
| 10. | Others                                  | 0           | 0     | 0 |   |
|     | <b>Total</b>                            | 107,764,684 | 55.76 | 0 | 0 |

Total number of shareholders (other than promoters)

9

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

14

**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<br>(other than promoters) | 9                            | 9                      |
| Debenture holders                 | 12                           | 12                     |

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

| Category                             | Number of directors at the<br>beginning of the year |               | Number of directors at the end<br>of the year |               | Percentage of shares held by<br>directors as at the end of year |               |
|--------------------------------------|-----------------------------------------------------|---------------|-----------------------------------------------|---------------|-----------------------------------------------------------------|---------------|
|                                      | Executive                                           | Non-executive | Executive                                     | Non-executive | Executive                                                       | Non-executive |
| A. Promoter                          | 1                                                   | 2             | 0                                             | 3             | 0                                                               | 7.57          |
| B. Non-Promoter                      | 1                                                   | 4             | 1                                             | 4             | 0                                                               | 0             |
| (i) Non-Independent                  | 1                                                   | 1             | 1                                             | 1             | 0                                                               | 0             |
| (ii) Independent                     | 0                                                   | 3             | 0                                             | 3             | 0                                                               | 0             |
| C. Nominee Directors<br>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 | 6 | 1 | 7 | 0 | 7.57 |

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

11

**(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 PRABHAK   | 00009650   | Director           | 11,663,512                     |                                                              |
| MANDAVA ASHAPRIY  | 01199936   | Director           | 2,947,515                      |                                                              |
| MANDAVA VENKATR   | 03567730   | Director           | 12,473                         |                                                              |
| APPARAO CHIGURUF  | 00011095   | Whole-time directo | 0                              |                                                              |
| GOPALAKRISHNA MU  | 00088454   | Director           | 0                              |                                                              |
| LAXMINIWAS SHARM  | 00010899   | Director           | 0                              |                                                              |
| DR MALAKONDAIAH I | 01431923   | Director           | 0                              |                                                              |
| PREM MALIK        | 00023051   | Director           | 0                              |                                                              |
| DHRUVA SINGH CHAI | ADSPC9409J | CEO                | 0                              |                                                              |
| MURALIDHAR H      | ACIPM2658N | CFO                | 0                              | 30/11/2024                                                   |
| SAIRAM KARUTURI   | ARGPK0176J | Company Secretar   | 0                              |                                                              |

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

2

| Name            | DIN/PAN    | Designation at the beginning / during the financial year | Date of appointment/ change in designation/ cessation | Nature of change (Appointment/ Change in designation/ Cessation) |
|-----------------|------------|----------------------------------------------------------|-------------------------------------------------------|------------------------------------------------------------------|
| MANDAVA VENKAT  | 03567730   | Managing Director                                        | 29/02/2024                                            | Change in designation                                            |
| DHRUVA SINGH CH | ADSPC9409J | CEO                                                      | 15/02/2024                                            | 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 | 28/09/2023      | 14                                                 | 5                          | 45.15                   |

## B. BOARD MEETINGS

\*Number of meetings held

4

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance                   |                 |
|--------|-----------------|----------------------------------------------------------------|------------------------------|-----------------|
|        |                 |                                                                | Number of directors attended | % of attendance |
| 1      | 28/07/2023      | 8                                                              | 6                            | 75              |
| 2      | 04/09/2023      | 8                                                              | 6                            | 75              |
| 3      | 15/11/2023      | 8                                                              | 8                            | 100             |
| 4      | 15/02/2024      | 8                                                              | 7                            | 87.5            |

## C. COMMITTEE MEETINGS

Number of meetings held

6

| S. No. | Type of meeting                       | Date of meeting | Total Number of Members as on the date of the meeting | Attendance                 |                 |
|--------|---------------------------------------|-----------------|-------------------------------------------------------|----------------------------|-----------------|
|        |                                       |                 |                                                       | Number of members attended | % of attendance |
| 1      | Audit Committee                       | 28/07/2023      | 3                                                     | 3                          | 100             |
| 2      | Audit Committee                       | 04/09/2023      | 3                                                     | 3                          | 100             |
| 3      | Nomination and Remuneration Committee | 04/09/2023      | 4                                                     | 3                          | 75              |
| 4      | Audit Committee                       | 15/11/2023      | 4                                                     | 4                          | 100             |
| 5      | Nomination and Remuneration Committee | 15/02/2024      | 4                                                     | 3                          | 75              |
| 6      | Audit Committee                       | 15/02/2024      | 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 | 09/12/2024                   |
|        |                      |                                                          |                             |                 |                                                          |                             |                 | (Y/N/NA)                     |
|        |                      |                                                          |                             |                 |                                                          |                             |                 |                              |

|   |            |   |   |     |   |   |     |     |
|---|------------|---|---|-----|---|---|-----|-----|
| 1 | MANDAVA PF | 4 | 2 | 50  | 2 | 0 | 0   | No  |
| 2 | MANDAVA AS | 4 | 1 | 25  | 0 | 0 | 0   | Yes |
| 3 | MANDAVA VE | 4 | 4 | 100 | 0 | 0 | 0   | Yes |
| 4 | APPARAO CH | 4 | 4 | 100 | 6 | 6 | 100 | Yes |
| 5 | GOPALAKRIS | 4 | 4 | 100 | 6 | 6 | 100 | No  |
| 6 | LAXMINIWAS | 4 | 4 | 100 | 6 | 6 | 100 | No  |
| 7 | DR MALAKON | 4 | 4 | 100 | 4 | 4 | 100 | No  |
| 8 | PREM MALIK | 4 | 4 | 100 | 2 | 2 | 100 | 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

2

| S. No. | Name           | Designation  | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|----------------|--------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | MANDAVA VENKA  | MANAGING DIR | 9,166,672    | 0          | 0                             | 0      | 9,166,672       |
| 2      | APPARAO CHIGUF | WHOLE-TIME C | 3,307,000    | 0          | 0                             | 0      | 3,307,000       |
|        | Total          |              | 12,473,672   | 0          | 0                             | 0      | 12,473,672      |

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

3

| S. No. | Name           | Designation  | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|----------------|--------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | DHRUVA SINGH C | CHIEF EXECUT | 2,601,182    | 0          | 0                             | 885    | 2,602,067       |
| 2      | MURALIDHAR H   | CHIEF FINANC | 5,936,808    | 0          | 0                             | 7,000  | 5,943,808       |
| 3      | SAIRAM KARUTUR | COMPANY SEC  | 1,403,340    | 0          | 0                             | 7,000  | 1,410,340       |
|        | Total          |              | 9,941,330    | 0          | 0                             | 14,885 | 9,956,215       |

Number of other directors whose remuneration details to be entered

4

| S. No. | Name           | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others  | Total<br>Amount |
|--------|----------------|-------------|--------------|------------|-------------------------------|---------|-----------------|
| 1      | MALAKONDAIAH M | DIRECTOR    | 0            | 0          | 0                             | 680,000 | 680,000         |
| 2      | PREM MALIK     | DIRECGTOR   | 0            | 0          | 0                             | 560,000 | 560,000         |
| 3      | GOPALAKRISHNA  | DIRECGTOR   | 0            | 0          | 0                             | 480,000 | 480,000         |

| S. No. | Name            | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others    | Total<br>Amount |
|--------|-----------------|-------------|--------------|------------|-------------------------------|-----------|-----------------|
| 4      | LAXMINIWAS SHAH | DIRECTOR    | 0            | 0          | 0                             | 480,000   | 480,000         |
|        | Total           |             | 0            | 0          | 0                             | 2,200,000 | 2,200,000       |

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which penalised / punished | Details of penalty/ punishment | Details of appeal (if any) including present status |
|------------------------------------------|----------------------------------------|---------------|--------------------------------------------------------------|--------------------------------|-----------------------------------------------------|
|                                          |                                        |               |                                                              |                                |                                                     |

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in Rupees) |
|------------------------------------------|----------------------------------------|---------------|-----------------------------------------------------------|------------------------|-----------------------------------|
|                                          |                                        |               |                                                           |                        |                                   |

#### XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

#### XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

VCSR & 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



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 Attachment(s), if any

**List of attachments**

|        |
|--------|
| Attach |
| Attach |
| Attach |
| Attach |

Approval letter for extension of AGM.pdf  
NTL - List of Shareholders.pdf  
List of Debenture Holders.pdf  
MGT-8.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



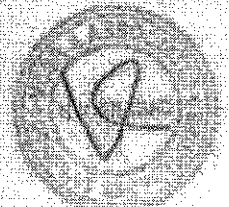
**FORM NO. MGT-8**

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

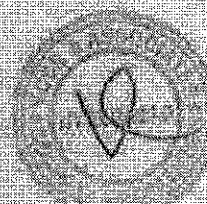
**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and papers of M/s. NSL TEXTILES LIMITED (the Company), having its registered office at 3rd Floor, 'EMGEE House', 4th Lane, Chandramouli Nagar, Ring Road, Krishna, Guntur, Andhra Pradesh, India, 522007 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, 2024. 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 therefore;
  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 proceedings including the circular resolutions 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 - *Not Applicable.*



6. advances/loans to its directors and/or persons or firms or companies referred in section 183 of the Act; *No such cases*
7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances; *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 and pursuant to the provisions of the Companies Act, 2013;
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 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;



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: 11.02.2025

For VCSR & Associates  
Company Secretaries

  
(Ch. Veeranjanyulu)  
Partner  
CP No. 6392

| First Name              | Middle Name | Last Name      | Folio Number | DP ID - Client Id | Account Number | Number of Shares Held | Class of Shares |
|-------------------------|-------------|----------------|--------------|-------------------|----------------|-----------------------|-----------------|
| PRABHAKAR RAO           |             | M              | 1            | IN300394          | - 11033253     | 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    |
| JUPITER CITY DEVELOPERS |             | INDIA LIMITED  | 21           | IN300966          | - 11066466     | 13,420,000            | 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<br>31.03.2023 | Total amount of debentures<br>31.03.2024 | Total amount of debentures<br>31.03.2024 |
|-----------------------|-------------|-----------|------------------|----------------------|------------------------------------------|------------------------------------------|------------------------------------------|
|                       |             |           |                  |                      | GAAP                                     | GAAP                                     | INDAS                                    |
| CANARA BANK           |             |           | Series K         | 9,88,839             | 98,88,38,589.00                          | 98,83,04,734.09                          | 66,27,78,717.18                          |
| STATE BANK OF INDIA   |             |           | Series K         | 11,24,977            | 1,12,49,76,593.00                        | 1,12,43,69,241.89                        | 75,40,26,544.72                          |
| UNION BANK OF INDIA   |             |           | Series K         | 5,82,592             | 58,25,91,882.00                          | 58,22,77,352.43                          | 39,04,87,896.47                          |
| CENTRAL BANK OF INDIA |             |           | Series K         | 2,82,047             | 28,40,46,598.00                          | 28,38,93,247.52                          | 19,03,85,005.68                          |
| BANK OF MAHARASHTRA   |             |           | Series K         | 1,21,827             | 12,18,26,912.00                          | 12,17,61,140.58                          | 8,16,55,677.42                           |
| PUNJAB NATIONAL BANK  |             |           | Series K         | 3,75,021             | 37,50,21,136.00                          | 37,48,18,669.76                          | 25,13,61,577.61                          |
| INDIAN BANK           |             |           | Series K         | 2,27,231             | 22,72,31,289.00                          | 22,71,08,611.72                          | 15,23,03,990.00                          |
| <b>Sub- Total</b>     |             |           |                  |                      | <b>3,70,45,32,999.00</b>                 | <b>3,70,25,32,998.00</b>                 | <b>2,48,29,99,409.07</b>                 |
| MANDAVA HOLDINGS      |             | PVT LTD   | Series A B C D E | 123                  | 2,13,20,00,000.00                        | 2,13,20,00,000.00                        | 3,21,35,68,809.53                        |
| MANDAVA HOLDINGS      |             | PVT LTD   | Series G         | 150                  | 15,00,00,000.00                          | 15,00,00,000.00                          | 22,60,94,766.78                          |
| M PRABHAKAR RAO       |             |           | Series H         | 52                   | 5,20,00,000.00                           | 5,20,00,000.00                           | 7,83,79,519.15                           |
| MANDAVA HOLDINGS      |             | PVT LTD   | Series H         | 208                  | 20,80,00,000.00                          | 20,80,00,000.00                          | 31,35,18,076.60                          |
| PRABHAT AGRI BIO      |             | TECH LTD  | Series I         | 100                  | 10,00,00,000.00                          | 10,00,00,000.00                          | 15,07,29,844.52                          |
| YAAGANTI SEEDS        |             | PVT LTD   | Series I         | 50                   | 5,00,00,000.00                           | 5,00,00,000.00                           | 7,53,64,922.26                           |
| MANDAVA HOLDINGS      |             | PVT LTD   | Series I         | 40                   | 4,00,00,000.00                           | 4,00,00,000.00                           | 6,02,91,937.81                           |
| Nuziveedu Seeds       |             | LTD       | Series J         | 600                  | 60,00,00,000.00                          | 60,00,00,000.00                          | 32,81,46,314.99                          |
| <b>Sub- Total</b>     |             |           |                  |                      | <b>3,33,20,00,000.00</b>                 | <b>3,33,20,00,000.00</b>                 | <b>4,44,60,94,191.64</b>                 |
| <b>Grand Total</b>    |             |           | <b>Total</b>     | <b>3703857</b>       | <b>7,03,65,32,999.00</b>                 | <b>7,03,45,32,998.00</b>                 | <b>6,92,90,93,600.71</b>                 |



**GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies

29-7-33, Vishnuvardhana Rao Street, Suryaraopet, Vijayawada, Andhra Pradesh, India, 500002

DATED : 2024-09-23

IN THE MATTER OF M/S NSL TEXTILES LIMITED CIN U15429AP2002PLC038489

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2024 and the Annual general meeting of the company is due to be held on 30-09-2024 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN F99114340 on 23-09-2024 requesting for an extension of time for the purpose of holding AGM on the following grounds

Approved for AGM Extension of 3 Months

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 03 months 0 days is considered.

**ORDER**

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 03 months 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.



Yours faithfully,

M.VARAPRASADRAO M

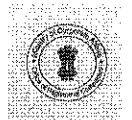
Registrar of Companies

RoC - Vijayawada

Mailing Address as per record available in Registrar of Companies office:

NSL TEXTILES LIMITED

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



**Note:** This letter is to be generated only when the application is approved by RoC office