# FORM NO. MGT-7

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



# **Annual Return**

(other than OPCs and Small **Companies**)

| Form language      | <ul><li>English</li></ul> | ○ Hindi      |
|--------------------|---------------------------|--------------|
| Refer the instruct | tion kit for fil          | ing the form |

| I. R     | EGISTRATION AND OTHE   | R DETAILS                 |         |                     |                 |
|----------|--|---------------------------|---------|---------------------|-----------------|
| (i) * (  | Corporate Identification Number (  | CIN) of the company       | L4520   | 0TN2002PLC049601    | Pre-fill        |
| (        | Global Location Number (GLN) of  | the company               |         |                     |                 |
| *        | Permanent Account Number (PAN  | N) of the company         | AACCI   | R2495P              | ]               |
| (ii) (a  | a) Name of the company   |                           | REFEX   | INDUSTRIES LIMITED  | ]               |
| (k       | ) Registered office address  |                           |         |                     | 1               |
|          | 11th Floor, Bascon Futura IT Park, No<br>Old No. 56L, Venkat Narayana Road<br>Chennai<br>Chennai<br>Tamil Nadu | ew No. 10/2,<br>, T Nagar |         |                     |                 |
| (c       | ) *e-mail ID of the company  |                           | cscomp  | oliance@refex.co.in |                 |
| (d       | ) *Telephone number with STD co  | ode                       | 044434  | 05950               |                 |
| (e       | ) Website  |                           | www.re  | efex.co.in          |                 |
| (iii)    | Date of Incorporation  |                           | 13/09/2 | 2002                |                 |
| (iv)     | Type of the Company  | Category of the Company   |         | Sub-category of the | Company         |
|          | Public Company   | Company limited by sha    | res     | Indian Non-Gov      | ernment company |
| (v) Who  | ether company is having share ca   | pital                     | Yes (   | ) No                |                 |
| (vi) *WI | nether shares listed on recognized   | d Stock Exchange(s)       | Yes (   | ) No                |                 |

Yes

O No

(a) Details of stock exchanges where shares are listed

| S. No. | Stock Exchange Name                               | Code  |
|--------|---|-------|
| 1      | BSE Limited & The National Stock Exchange Limited | 1,025 |
|        |   |       |

| (b) CIN of the Registrar and Transfer Agent          | U67120TN1998PLC041613                       |
|--|---|
| Name of the Registrar and Transfer Agent             |   |
| CAMEO CORPORATE SERVICES LIMITED                     |   |
| Registered office address of the Registrar and Trans | fer Agents                                  |
| "SUBRAMANIAN BUILDING"<br>No.1 CLUB HOUSE ROAD       |   |
| vii) *Financial year From date 01/04/2020 (E         | DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY) |
| viii) *Whether Annual general meeting (AGM) held     | Yes   |
| (a) If yes, date of AGM 30/09/2021                   |   |
| (b) Due date of AGM 30/11/2021                       |   |
| (c) Whether any extension for AGM granted            | Yes       No                                |
| I. PRINCIPAL BUSINESS ACTIVITIES OF TH               | E COMPANY                                   |
| *Number of business activities 3                     |   |

| S.No | Main<br>Activity<br>group code |  | Business<br>Activity<br>Code | Description of Business / terms                          | % of turnover of the company |
|------|--------------------------------|--|------------------------------|--|------------------------------|
| 1    | D                              | Electricity, gas, steam and air condition supply | D3                           | Steam and air conditioning supply                        | 2.72                         |
| 2    | G                              | Trade  | G1                           | Wholesale Trading  | 81.52                        |
| 3    | D                              | Electricity, gas, steam and air condition supply | D1                           | Electric power generation, transmission and distribution | 15.76                        |

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

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/<br>Joint Venture | % of shares held |
|------|---------------------|------------|---|------------------|
|      |                     |            |   |                  |

| 1 | VITUZA SOLAR ENERGY LIMITE | U40300TN2014PLC098629 | Subsidiary | 100 |
|---|----------------------------|-----------------------|------------|-----|
|   |                            |                       |            |     |

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

## (i) \*SHARE CAPITAL

### (a) Equity share capital

| Particulars                               | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of equity shares             | 35,000,000         | 21,002,024     | 21,002,024         | 21,002,024      |
| Total amount of equity shares (in Rupees) | 350,000,000        | 210,020,240    | 210,020,240        | 210,020,240     |

Number of classes

| 1 |  |  |  |
|---|--|--|--|
| 1 |  |  |  |

| Class of Shares                           | Authorised  | Issued      | Subscribed  |                 |
|---|-------------|-------------|-------------|-----------------|
| Equity Shares                             | capital     | capital     | capital     | Paid up capital |
| Number of equity shares                   | 35,000,000  | 21,002,024  | 21,002,024  | 21,002,024      |
| Nominal value per share (in rupees)       | 10          | 10          | 10          | 10              |
| Total amount of equity shares (in rupees) | 350,000,000 | 210,020,240 | 210,020,240 | 210,020,240     |

### (b) Preference share capital

| Particulars                                   | Authorised capital | Issued<br>capital | Subscribed capital | Paid-up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Total number of preference shares             | 500,000            | 0                 | 0                  | 0               |
| Total amount of preference shares (in rupees) | 50,000,000         | 0                 | 0                  | 0               |

Number of classes

| 4 |  |  |
|---|--|--|
| 1 |  |  |

| Class of shares                               | Authorised | Issued  | Culto a sith a di  |                 |
|---|------------|---------|--------------------|-----------------|
| Preference Shares                             | capital    | capital | Subscribed capital | Paid up capital |
| Number of preference shares                   | 500,000    | 0       | 0                  | 0               |
| Nominal value per share (in rupees)           | 100        | 100     | 100                | 100             |
| Total amount of preference shares (in rupees) | 50,000,000 | 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                              | Ni       | umber of sha | ares       | Total<br>nominal<br>amount | Total<br>Paid-up<br>amount | Total<br>premium |
|--|----------|--------------|------------|----------------------------|----------------------------|------------------|
| quity shares                                 | Physical | DEMAT        | Total      |                            |                            |                  |
| t the beginning of the year                  | 1,267    | 15,473,909   | 15475176   | 154,751,760                | 154,751,76                 |                  |
| ncrease during the year                      | 0        | 5,526,848    | 5526848    | 55,268,480                 | 55,268,480                 | 0                |
| Pubic Issues                                 | 0        | 0            | 0          | 0                          | 0                          | 0                |
| . Rights issue                               | 0        | 5,526,848    | 5526848    | 55,268,480                 | 55,268,480                 |                  |
| i. Bonus issue                               | 0        | 0            | 0          | 0                          | 0                          | 0                |
| v. Private Placement/ Preferential allotment | 0        | 0            | 0          | 0                          | 0                          | 0                |
| . ESOPs                                      | 0        | 0            | 0          | 0                          | 0                          | 0                |
| i. Sweat equity shares allotted              | 0        | 0            | 0          | 0                          | 0                          | О                |
| rii. Conversion of Preference share          | 0        | 0            | 0          | 0                          | 0                          | 0                |
| riii. Conversion of Debentures               | 0        | 0            | 0          | 0                          | 0                          | О                |
| x. GDRs/ADRs                                 | 0        | 0            | 0          | 0                          | 0                          | 0                |
| x. Others, specify                           |          |              |            | 0                          | 0                          |                  |
| 0  |          |              |            |                            |                            |                  |
| Decrease during the year                     | 0        | 0            | 0          | 0                          | 0                          | 0                |
| . 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                          |          |              |            | 0                          | 0                          |                  |
| 0  |          |              |            |                            | +                          |                  |
| At the end of the year                       | 1,267    | 21,000,75    | 7 21002024 | 210,020,24                 | 1(210,020,2                | .4               |
| 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                |

| Decrease during the yea                          |   | 11                          | 1                    | ı                      |                   |                       |                                 |          |
|--|---|-----------------------------|----------------------|------------------------|-------------------|-----------------------|---------------------------------|----------|
| Decrease during the year                         | r   | 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 cap                      | pital   | 0                           | 0                    |                        | 0                 | 0                     | 0                               | 0        |
| iv. Others, specify                              |   |                             |                      |                        |                   |                       |                                 |          |
|  | 0   |                             |                      |                        |                   | 0                     | 0                               |          |
| At the end of the year                           |   | 0                           | 0                    |                        | 0                 | 0                     | 0                               |          |
| SIN of the equity shares                         | of the company  | e vear (for eac             | ch class o           | f charec               |                   |                       | 056101017                       |          |
|  |   |                             | ni ciass o           | 1 Shares               | )                 | 0                     |                                 |          |
| Class  | of shares   | (i)                         |                      |                        | (ii)              |                       | (iii                            | )        |
| Before split /                                   | Number of shares  |                             |                      |                        |                   |                       |                                 | -        |
| Consolidation                                    | Face value per share  |                             |                      |                        |                   |                       |                                 |          |
| After split /                                    | Number of shares  |                             |                      | ·                      |                   |                       |                                 |          |
| Consolidation                                    | Face value per share  |                             |                      | -                      | -                 |                       | -                               | -        |
|  |   |                             |                      |                        |                   |                       | 2                               |          |
| of the first return a                            | es/Debentures Trans<br>at any time since the i                                | fers since c<br>ncorporatio | closure<br>on of the | date o<br>e com        | f last f<br>pany) | inancial<br>*         | year (or in                     | the case |
| of the first return a                            | es/Debentures Trans<br>It any time since the i<br>vided in a CD/Digital Media | ncorporatio                 | closure on of the    | date o<br>e com<br>Yes | pany)             | inancial<br>*<br>No ( | <b>year (or in</b> ) Not Applic |          |
| of the first return a  ☑ Nil  [Details being pro | it any time since the i   | ncorporatio                 | closure con of the   | e com                  | pany)             | *                     |                                 |          |
| of the first return a  Nil  [Details being pro   | <b>It any time since the i</b><br>vided in a CD/Digital Media                 | ncorporation                | on of the            | Yes Yes                | pany)             | *<br>No (             | ) Not Applic                    | cable    |

iii. Others, specify

|   |                            | ****          |   |                            |  |  |  |  |
|---|----------------------------|---------------|---|----------------------------|--|--|--|--|
| Date of registration of transfer (Date Month Year)  |                            |               |   |                            |  |  |  |  |
| Type of transfer 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock   |                            |               |   |                            |  |  |  |  |
| Number of Shares/ D<br>Units Transferred  | ebentures/                 |               | Amount per Share/<br>Debenture/Unit (in R                           | s.)                        |  |  |  |  |
| Ledger Folio of Trans   | feror                      |               |   |                            |  |  |  |  |
| Transferor's Name   |                            |               |   |                            |  |  |  |  |
|   | Surnar                     | me            | middle name   | first name                 |  |  |  |  |
| Ledger Folio of Trans   | sferee                     |               |   |                            |  |  |  |  |
| Transferee's Name   |                            |               |   |                            |  |  |  |  |
|   | Surna                      | me            | middle name   | first name                 |  |  |  |  |
| Surfiditie middle fiditie   |                            |               |   |                            |  |  |  |  |
|   |                            |               |   |                            |  |  |  |  |
| Date of registration o  | f transfer (Dat            | e Month Year) |   |                            |  |  |  |  |
| Date of registration of Type of transfe   |                            |               | quity, 2- Preference Shares   | ,3 - Debentures, 4 - Stock |  |  |  |  |
|   | r                          |               | quity, 2- Preference Shares  Amount per Share/ Debenture/Unit (in F |                            |  |  |  |  |
| Type of transfe   | r<br>Debentures/           |               | Amount per Share/   |                            |  |  |  |  |
| Type of transfe  Number of Shares/ E  Units Transferred   | r<br>Debentures/           |               | Amount per Share/   |                            |  |  |  |  |
| Type of transfer Number of Shares/ Eunits Transferred Ledger Folio of Transferred   | r<br>Debentures/           | 1 - Ed        | Amount per Share/   |                            |  |  |  |  |
| Type of transfer Number of Shares/ Eunits Transferred Ledger Folio of Transferred   | r<br>Debentures/<br>sferor | 1 - Ed        | Amount per Share/<br>Debenture/Unit (in F                           | Rs.)                       |  |  |  |  |
| Type of transferments  Number of Shares/ Dunits Transferred  Ledger Folio of Transferrer  Transferor's Name                   | r<br>Debentures/<br>sferor | 1 - Ed        | Amount per Share/<br>Debenture/Unit (in F                           | Rs.)                       |  |  |  |  |
| Type of transfer  Number of Shares/ E Units Transferred  Ledger Folio of Transferor's Name  Ledger Folio of Transferor's Name | r<br>Debentures/<br>sferor | 1 - Ed        | Amount per Share/<br>Debenture/Unit (in F                           | 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 | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures    | 0   | 0                        | 0                        | 0                                     |
| Partly convertible debentures | 0   | 0                        | 0                        | 0                                     |
| Fully convertible debentures  | 0   | 0                        | 0                        | 0                                     |

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

| <del>-</del>          | T | -                          |                        |                            |                     |
|-----------------------|---|----------------------------|------------------------|----------------------------|---------------------|
| Type of<br>Securities |   | Nominal Value of each Unit | Total Nominal<br>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)

|  | T |  |  |  |
|--|---|--|--|--|
|  |   |  |  |  |
|  |   |  |  |  |

6,326,588,000

## (ii) Net worth of the Company

1,395,701,000

## VI. (a) \*SHARE HOLDING PATTERN - Promoters

| S. No. | Category                                | Equ              | ity        | Prefer           | ence       |
|--------|---|------------------|------------|------------------|------------|
|        |   | Number of shares | Percentage | Number of shares | Percentage |
| 1.     | Individual/Hindu Undivided Family       |                  |            |                  |            |
|        | (i) Indian                              | 5,167,094        | 24.6       | 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) | 4,609,003  | 21.95 | 0 |   |
| 10. | Others Directors and their Relative     | 666,427    | 3.17  | 0 |   |
|     | Total                                   | 10,442,524 | 49.72 | 0 | 0 |

| Total nun | nber of | shareholders | (promoters) |
|-----------|---------|--------------|-------------|
|-----------|---------|--------------|-------------|

| l  |  |
|----|--|
| l_ |  |
| 15 |  |
| ۱۵ |  |
|    |  |

# (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                              | 9,021,586        | 42.96      | 0                |            |
|        | (ii) Non-resident Indian (NRI)          | 383,987          | 1.83       | 0                |            |
|        | (iii) Foreign national (other than NRI) | 1,200            | 0.01       | 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) | 730,028    | 3.48  | 0 |   |
| 10. | Others Clearing members                 | 422,699    | 2.01  | 0 |   |
|     | Total                                   | 10,559,500 | 50.29 | 0 | 0 |

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

21,150

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

21,155

# VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

| promoters), Beschitte notices)    |                              |                        |  |  |  |  |
|-----------------------------------|------------------------------|------------------------|--|--|--|--|
| Details                           | At the beginning of the year | At the end of the year |  |  |  |  |
| Promoters                         | 5                            | 5                      |  |  |  |  |
| Members<br>(other than promoters) | 11,303                       | 21,150                 |  |  |  |  |
| 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             | 22.97  | 0             |
| B. Non-Promoter                   | 0  | 3             | 0  | 5             | 0  | 0             |
| (i) Non-Independent               | 0  | 1             | 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 | 3 | 1 | 5 | 22.97 | 0 |

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

# 8

# (B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year

| Name              | DIN/PAN    | Designation         | Number of equity<br>share(s) held | Date of cessation (after closure of financial year : If any) |
|-------------------|------------|---------------------|-----------------------------------|--|
| ANIL JAIN         | 00181960   | Managing Director   | 4,824,815                         |  |
| DINESH KUMAR AGAF | 07544757   | Director            | 0                                 |  |
| JAMUNA            | 08009308   | Director            | 0                                 |  |
| PILLAPPAN AMALANA | 08730795   | Director            | 0                                 |  |
| SHAILESH RAJAGOPA | 01855598   | Additional director | 0                                 |  |
| RAMESH DUGAR      | 01686047   | Additional director | 0                                 |  |
| S GOPALAKRISHNAN  | AFWPG9619Q | Company Secretar    | 229                               |  |
| UTHAYAKUMAR LALIT | ACQPL1682F | CFO                 | ÷ 0                               |  |

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

3

| Name              |          | beginning / during  |            | Nature of change (Appointment/<br>Change in designation/ Cessation) |
|-------------------|----------|---------------------|------------|---|
| SHAILESH RAJAGOPA | 01855598 | Additional director | 29/12/2020 | APPOINTMENT   |
| RAMESH DUGAR      | 01686047 | Additional director | 29/12/2020 | APPOINTMENT   |
| PILLAPPAN AMALANA | 08730795 | Director            | 29/12/2020 | CHANGE IN DESIGNATION   |

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

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

Number of meetings held 1

| T      | ype of meeting  | Date of meeting |        | Attendance  Number of members   % of total   shareholding |    |
|--------|-----------------|-----------------|--------|---|----|
| ANNUAI | L GENERAL MEETI | 29/12/2020      | 21,614 | 41  | 52 |

## **B. BOARD MEETINGS**

\*Number of meetings held 8

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting |                              | Attendance      |
|--------|-----------------|--|------------------------------|-----------------|
|        |                 | of meeting   | Number of directors attended | % of attendance |
| 1      | 10/06/2020      | 4  | 4                            | 100             |
| 2      | 30/06/2020      | 4  | 4                            | 100             |
| 3      | 19/08/2020      | 4  | 4                            | 100             |
| 4      | 14/09/2020      | 4  | 4                            | 100             |
| 5      | 28/09/2020      | 4  | 4                            | 100             |
| 6 .    | 12/11/2020      | 4  | 4                            | 100             |
| 7      | 29/12/2020      | 4  | 4                            | 100             |
| 8      | 12/02/2021      | 6  | 6                            | 100             |

## C. COMMITTEE MEETINGS

Number of meetings held 8

| S. No. | S. No.  Type of meeting Date of meeting of Members as |                 | Attendance                    |                            |                 |
|--------|---|-----------------|-------------------------------|----------------------------|-----------------|
|        |   | Date of meeting | on the date of<br>the meeting | Number of members attended | % of attendance |
| 1      | AUDIT COMM  | 30/06/2020      | 3                             | 3                          | 100             |
| 2      | AUDIT COMM  | 14/09/2020      | 3                             | 3                          | 100             |
| 3      | AUDIT COMM  | 12/11/2020      | 3                             | 3                          | 100             |
| 4      | AUDIT COMM  | 12/02/2021      | 3                             | 3                          | 100             |
| 5      | NOMINATION  | 10/06/2020      | 3                             | 3                          | 100             |
| 6      | NOMINATION  | 18/12/2020      | 3                             | 3                          | 100             |
| 7      | STAKEHOLDE  | 25/03/2021      | 3                             | 3                          | 100             |

| S. No. | Type of meeting | Date of meeting | Total Number of Members as | Number of members | Attendance      |
|--------|-----------------|-----------------|----------------------------|-------------------|-----------------|
|        |                 |                 |                            | attended          | % of attendance |
| 8      | CORPORATE       | 12/02/2021      | 3                          | 3                 | 100             |

### D. \*ATTENDANCE OF DIRECTORS

|           |                 | Board Meetings |                                   |                 | Committee Meetings |          |                 | Whether attended AGM |  |
|-----------|-----------------|----------------|-----------------------------------|-----------------|--------------------|----------|-----------------|----------------------|--|
| S.<br>No. | of the director |                | Number of<br>Meetings<br>attended | % of attendance | entitled to        | Montings | % of attendance | held on 30/09/2021   |  |
|           |                 | attend         |                                   | attend          |                    |          |                 | (Y/N/NA)             |  |
| 1         | ANIL JAIN       | 8              | 8                                 | 100             | 2                  | 2        | 100             | Yes                  |  |
| 2         | DINESH KUM      | 8              | 8                                 | 100             | 7                  | 7        | 100             | Yes                  |  |
| 3         | JAMUNA          | 8              | 8                                 | 100             | 7                  | 7        | 100             | Yes                  |  |
| 4         | PILLAPPAN A     | 8              | 8                                 | 100             | 8                  | 8        | 100             | Yes                  |  |
| 5         | SHAILESH RA     | 1              | 1                                 | 100             | 0                  | 0        | 0               | Yes                  |  |
| 6         | RAMESH DU       | 1              | 1                                 | 100             | 0                  | 0        | 0               | Yes                  |  |

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

☐ Nil

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

| 1  |  |
|----|--|
| Ι' |  |

| S. No. | Name      | Designation  | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|-----------|--------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | ANIL JAIN | MANAGING DIF | 8,400,000    | 0          | 0                             | 0      | 8,400,000       |
|        | Total     |              | 8,400,000    | 0          | 0                             | 0      | 8,400,000       |

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

| 2 | e     |
|---|-------|
|   | Total |

| S. No. | Name           | Designation   | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|----------------|---------------|--------------|------------|-------------------------------|--------|-----------------|
|        |                |               |              |            |                               |        |                 |
| 1      | S GOPALAKRISHN | COMPANY SEC   | 396,000      | 0          | 0                             | 0      | 396,000         |
| 2      | UTHAYAKUMAR L/ | CHIEF FINANCI | 1,546,264    | 0          | 0                             | 0      | 1,546,264       |
|        | Total          |               | 1,942,264    | 0          | 0                             | 0      | 1,942,264       |

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      | PILLAPPAN AMAL/ | DIRECTOR    | 0            | 0          | 0                             | 70,000  | 70,000          |
| 2      | JAMUNA          | DIRECTOR    | 0            | 0          | 0                             | 70,000  | 70,000          |
| 3      | SHAILESH RAJAG( | DIRECTOR    | 0            | 0          | 0                             | 10,000  | 10,000          |
| 4      | RAMESH DUGAR    | DIRECTOR    | 0            | 0          | 0                             | 10,000  | 10,000          |
|        | Total           |             | 0            | 0          | 0                             | 160,000 | 160,000         |

| XI. MATTERS RELA                             | TED TO CERTIFICA                             | TION OF COMPLIA                              | NCES AND DISCLOS   | <b>JRES</b>                             |   |
|--|--|--|--|---|---|
| * A. Whether the co                          | ompany has made co<br>ne Companies Act, 20   | mpliances and discl                          | osures in respect of app   | olicable Yes                            | O No  |
| B. If No, give reas                          | sons/observations                            |  |  |   |   |
| XII. PENALTY AND F                           | PUNISHMENT - DET                             | AILS THEREOF                                 |  |   |   |
| (A) DETAILS OF PEN                           | ALTIES / PUNISHME                            | ENT IMPOSED ON                               | COMPANY/DIRECTOR   | IS /OFFICERS 🛛                          | Nil   |
| Name of the company/ directors/ officers     | Name of the court/<br>concerned<br>Authority | Date of Order                                | Name of the Act and<br>section under which<br>penalised / punished | Details of penalty/<br>punishment       | Details of appeal (if any) including present status |
| (B) DETAILS OF CO                            |  | FENCES N                                     | ii   |   |   |
| Name of the company/ directors/ officers     | Name of the court/<br>concerned<br>Authority | Date of Order                                | Name of the Act and section under which offence committed          | Particulars of offence                  | Amount of compounding (in Rupees)                   |
|  |  |  |  |   |   |
| _  |  | lers, debenture ho                           | lders has been enclos  | ed as an attachmen                      | t   |
|  | s   No  Note the details separate            | ely through the metl                         | hod specified in instruct  | ion kit)                                |   |
| XIV. COMPLIANCE                              | OF SUB-SECTION (2                            | 2) OF SECTION 92,                            | IN CASE OF LISTED  | COMPANIES                               |   |
| In case of a listed cormore, details of comp | mpany or a company<br>pany secretary in who  | having paid up shar<br>le time practice cert | e capital of Ten Crore r<br>ifying the annual return               | upees or more or turr<br>in Form MGT-8. | nover of Fifty Crore rupees or                      |
| Name   | R MU   | THUKRISHNAN                                  |  |   |   |
| Whether associate                            | or fellow                                    | Associate                                    | e • Fellow   |   |   |

| Certificate of practice number   | 3033  |   |   |                               |                                   |               |
|--|---|---|---|-------------------------------|-----------------------------------|---------------|
|  |   |   |   |                               |                                   |               |
| We certify that:  a) The return states the facts, as the  b) Unless otherwise expressly stated  Act during the financial year. | y stood on the date of the o<br>to the contrary elsewhere   | closure of the finan<br>in this Return, the | cial year aforesaid c<br>Company has comp | orrectly and<br>lied with all | I adequately.<br>the provisions o | of the        |
|  |   |   |   |                               |                                   |               |
|  |   |   |   |                               |                                   |               |
|  |   |   |   |                               |                                   |               |
|  |   |   |   |                               |                                   |               |
|  | Declara   | ation                                       |   | ar                            |                                   |               |
| I am Authorised by the Board of Dire   | ctors of the company vide   | resolution no                               | 08  |                               | 30/06/2021                        |               |
| (DD/MM/YYYY) to sign this form and in respect of the subject matter of thi   | s form and matters inciden  | itai thereto have be                        | sen complied with i                       | untillor door                 | aro triati                        |               |
| Whatever is stated in this for<br>the subject matter of this for   | was and in the attachments  | thereto is true co                          | rrect and complete a                      | nd no infori                  | mation material i                 | to<br>ompany. |
| 2. All the required attachment   |   |   |   |                               |                                   |               |
| Note: Attention is also drawn to the punishment for fraud, punishmen   | ne provisions of Section<br>t for false statement and   | 447, section 448 a<br>punishment for f      | and 449 of the Com<br>alse evidence resp  | panies Actectively.           | t, 2013 which p                   | rovide fo     |
| To be digitally signed by  |   |   |   |                               |                                   |               |
| Director   | ANIL Digitally signed by ANIL JAIN Date: 2021.12.02 13:03:51 +0530  |   |   |                               |                                   |               |
| DIN of the director  | 00181960  |   |   |                               |                                   |               |
| To be digitally signed by  | SRINIVASAN Digitally signed by granty and GOPALAKRI GOPALAKRI GOPALAKRISHMAN Date: 2021-12.02 13:06:46 4:05:30* |   |   |                               |                                   |               |
| <ul><li>Company Secretary</li></ul>  |   |   |   |                               |                                   |               |
| Ocompany secretary in practice   |   |   |   |                               |                                   |               |
| Membership number 3588   | Certif  | icate of practice nu                        | umber                                     |                               |                                   |               |

| Attachments                                 |            | List of attachments |
|---|------------|---------------------|
| 1. List of share holders, debenture holders | Attach     | MGT 8 FINAL.pdf     |
| 2. Approval letter for extension of AGM;    | Attach     |                     |
| 3. Copy of MGT-8;                           | Attach     |                     |
| 4. Optional Attachement(s), if any          | Attach     |                     |
|   |            | Remove attachment   |
| Modify Check Form                           | Prescrutir | ny 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

### R. MUTHU KRISHNAN B.Com., ACMA., F.C.S.

Practicing Company Secretary

New No. 33, (Old No. 17), School View Road, R.K. Nagar, Chennai - 600 028.

E-mail: rmk64@hotmail.com

Ph: (O) 2461 4932 (R) 2493 7269

#### 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

I have examined the registers, records and books and papers of Refex Industries Limited (the Company) (CIN NO L45200TN2(02PLC049601) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31<sup>ST</sup> 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 fac is 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 the matters specified below except as otherwise stated:

1. with regard to its status under the Act as a Public Limited company limited by Shares and listed in the Stock Exchanges

2. with regard to Maintenance of registers/records & making entries therein within the time prescribed there for

- 3. with regard to Fling of forms and returns, the same are not stated in the annual return, however the company has filed the forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities wherever necessary within the prescribed time; Except an Eform CHG 1 in respect of modification of charge filed with Registrar of Companies on 5th March 2021 with delay for which the company has paid the necessary additional fee as prescrit ed in the Act,
- 4. with regard to Calling/convening/holding meetings of Board of Directors or its committees, 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 have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed; The company was not required to conduct any postal ballot during the year

5. with regard to Closure of Register of Members / Security holders after complying with provisions of the Act in this regard

R. MUTHU KRISHNAN, FCS
Practicing Company Secretary

FCS NO: 6775

- 6. The company has not advanced oans to its directors and/or persons or firms or companies referred in section 185 of the Act EXCEPT an Inter Corporate Deposit to a Private Limited company in which one of the Director is interested and the company has passed necessary special resolution of the members of the company for the said lending in terms of Section 185(2) (a) of Companies Act, 2013
- 7. with regard to Contracts/arrange nents with related parties as specified in section 188 of the Act;
- 8. There was no instance of any Transfer or transmission of securities in physical mode and issue of security certificates or allo ment of secure\ties in physical mode or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/conversion of shares/ securities during the financial year and hence there was company was not required to issue any securities certificates
- 9. The company had no instance of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration (f transfer of shares in compliance with the provisions of the Act
- 10. With regard to declaration and pay nent of an interim dividend declared during the year and, there was no occasion of transfer of unclain ed/unpaid divided / or other amounts Investor Education and Protection Fund during the year
- 11. With regard to 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. With regard to Constitution/ appointment/ re-appointments/ retirement of office/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; There was no instance of any retirement or filling up of casual vacancy in the Boards during the year
- 13. There was no occasion of appointment / Reappointment of auditors/filling up of casual vacancies of auditors during the year.
- 14. The company was not required to obtain any 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. The company had not invited / accepted /renewed deposit and hence there is no instance of repayment of deposits

16. Wih regard to Borrowings from public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable; and there was no borrowing from Directors and Members during the year under review.

R. MUTHU KRISHNAN, FCS
Practicing Company, Secretary
CP NO: 3033

FCS NO: 6775

17. With regard to loans made or guarantees given or provision of securities to other bodies corporate or persons or investment; made falling under the provisions of section 186 of the Act during the financial year

18. The company had not altered the provisions of the Memorandum of Association or amended

the Articles of Association during the year

Place: Chennai Date: 01.12.2021

UDIN F006775C001617274

Signature:
R MUTHU KRISHNAN
C.P. No.: 3033

FCS 6775

NEW NO. 33 OLD NO: 17; SCHOOL VIEW ROAD R.K. NAGAR, CHENNAI - 600 028 R. MUTHU KRISHNAN, FCS Practicing Company Secretary

CP NO: 3033 FCS NO: 6775