

# FORM NO. MGT-7

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



# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

U51100TZ2008PTC014318

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AANCS3811P

(ii) (a) Name of the company

SUGUNA HOLDINGS PRIVATE L

(b) Registered office address

6th Floor, Jaya Enclave,  
1057, Avinashi Road,  
Coimbatore  
Coimbatore  
Tamil Nadu  
611018

(c) \*e-mail ID of the company

ramkumar@sugunaholdings.co

(d) \*Telephone number with STD code

04224073000

(e) Website

www.sugunaholdings.com

(iii) Date of Incorporation

19/03/2008

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(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

(e) Extended due date of AGM after grant of extension

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Trade	G1	Wholesale Trading	57.71
2	K	Financial and insurance Service	K2	Activities by Trusts, funds and other financial holding companies	42.29

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SUGUNA FOODS PRIVATE LIM	U01222TZ1994PTC004951	Subsidiary	99.67
2	GLOBION INDIA PRIVATE LIMIT	U24231TZ2006PTC013159	Subsidiary	100
3	SUGUNA DAIRY PRODUCTS ( IN	U15100TZ2006PTC012976	Subsidiary	100
4	SUGUNA FINCORP PRIVATE LIM	U65921TZ2013PTC019647	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	2,000,000	1,005,900	1,005,900	1,005,900
Total amount of equity shares (in Rupees)	20,000,000	10,059,000	10,059,000	10,059,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Ordinary Equity Shares				
Number of equity shares	2,000,000	1,005,900	1,005,900	1,005,900
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	20,000,000	10,059,000	10,059,000	10,059,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	2,000	1,003,900	1005900	10,059,000	10,059,000	

<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 <input type="text"/>						
<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 <input type="text"/>						
<b>At the end of the year</b>	2,000	1,003,900	1005900	10,059,000	10,059,000	
<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 <input type="text"/>						
<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						
<input type="text"/>						
<b>At the end of the year</b>	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				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	

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				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	

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

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

Particulars	Number of units	Nominal value per unit	Total value
<b>Total</b>			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
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

**(i) Turnover**

1,501,725,818

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

4,363,630,906

**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	2,000	0.2	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others IIFL INVESTMENT ADVISER AND T	1,003,900	99.8	0	
	<b>Total</b>	1,005,900	100	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)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	0	0	0	0

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

0

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

5

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

Details	At the beginning of the year	At the end of the year
Promoters	5	5
Members (other than promoters)	0	0
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
<b>A. Promoter</b>	1	1	1	1	0	0
<b>B. Non-Promoter</b>	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	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	1	1	1	0	0

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

3

**(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)
SOUNDARARAJAN BA	00063462	Managing Director	0	
SUNDARARAJAN GAN	00062984	Director	0	
SHANMUGARAJ RAMK	BGWPR3617P	Company Secretar	0	

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

0

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)

**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	30/11/2020	5	3	99.9

**B. BOARD MEETINGS**

\*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/05/2020	2	2	100
2	28/05/2020	2	2	100
3	02/07/2020	2	2	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	19/08/2020	2	2	100
5	28/09/2020	2	2	100
6	06/11/2020	2	2	100
7	14/12/2020	2	2	100
8	09/02/2021	2	2	100
9	31/03/2021	2	2	100

### C. COMMITTEE MEETINGS

Number of meetings held

1

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	CSR Committee	28/09/2020	2	2	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	
1	SOUNDARARAJAN	9	9	100	1	1	100	Yes
2	SUNDARARAJAN	9	9	100	1	1	100	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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	SOUNDARARAJAN	MANAGING DIRECTOR	11,501,499	0	0	0	11,501,499
	Total		11,501,499	0	0	0	11,501,499

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHANMUGARAJ R.	COMPANY SEC	752,515	0	0	0	752,515
	Total		752,515	0	0	0	752,515

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

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

B. If No, give reasons/observations

#### 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

S VIDHYA

Whether associate or fellow

Associate  Fellow

Certificate of practice number

11641

#### 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.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

#### 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

BANGARUSAMY  
SOUNDARARAJ  
AN

DIN of the director

00063462

#### To be digitally signed by

RAMKUMAR  
SHANMUGA  
RAJ

Company Secretary

Company secretary in practice

Membership number

42322

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

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

SHPL\_List of Shareholders\_2020-21.pdf  
SHPL\_List of Subsidiaries\_2020-21.pdf  
ROC Coimbatore AGM extension notificati  
Suguna Holding - 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**



## Suguna Holdings Private Ltd.

**CIN No.** : U51100TZ2008PTC014318

**Regd. Off** : 6<sup>th</sup> Floor, Jaya Enclave 1057, Avinashi Road, Coimbatore - 641018. Tamilnadu.

**Corp. Off** : UNITEA Buliding, 2<sup>nd</sup> Floor, No.3, Savithri Shanmugam Road, Race Course, Coimbatore - 641018, Tamilnadu. ☎+ 91 422 4073000  
✉info@sugunaholdings.com 🌐 www.sugunaholdings.com



### LIST OF SHAREHOLDERS AS ON 31/03/2021

Name of shareholder	No of shares	Percentage of holding
M/s. IIFL Investment Adviser and Trustee Services Limited (Held in a fiduciary capacity as a Trustee on behalf M/s.Kamalam Family Private Trust)	10,03,900	99.80%
Mrs. S. Sathya	500	0.05%
Ms. S. Nithya	500	0.05%
Mrs. S. Aarthi	500	0.05%
Mr. S. Vignesh	500	0.05%
<b>Total</b>	<b>10,05,900</b>	<b>100 %</b>

For Suguna Holdings Private Limited

*S. Ramkumar*

**S. Ramkumar**  
**Company Secretary**  
**M.No : A42322**





## Suguna Holdings Private Ltd.

**CIN No.** : U51100TZ2008PTC014318

**Regd. Off** : 6<sup>th</sup> Floor, Jaya Enclave 1057, Avinashi Road, Coimbatore - 641018. Tamilnadu.

**Corp. Off** : UNITEA Buliding, 2<sup>nd</sup> Floor, No.3, Savithri Shanmugam Road, Race Course, Coimbatore - 641018, Tamilnadu. ☎ + 91 422 4073000

✉ info@sugunaholdings.com 🌐 www.sugunaholdings.com



### LIST OF SUBSIDIARY COMPANIES AS ON 31/03/2021

S. No.	NAME OF THE COMPANY	CIN/GLN	% OF SHARES HELD
1	Suguna Foods Private Limited	U01222TZ1994PTC004951	99.67
2	Globion India Private Limited	U24231TZ2006PTC013159	100
3	Suguna Dairy Products (India) Private Limited (Formerly 'Suguna Capital Ventures Private Limited')	U15100TZ2006PTC012976	100
4	Suguna Fincorp Private Limited	U65921TZ2013PTC019647	100
5	Aminovit Private Limited, Sri Lanka	PV75785	100
6	Suguna Foods Bangladesh Private Limited, Bangladesh (Formerly 'Suguna Food and Feeds Bangladesh Pvt Ltd')	C-93540 / 11	100
7	Suguna Foods Kenya Limited, Kenya (Formerly 'Suguna Poultry (Kenya) Limited')	Pvt/2016/000059	100

For Suguna Holdings Private Limited

  
**S. Ramkumar**  
Company Secretary  
M.No : A42322





भारत सरकार  
कारपोरेट कार्य मंत्रालय  
कम्पनी पंजियक का कार्यालय,  
तमिलनाडू, कोयंबटूर  
नंबर 7 ए जी टी बिजनेस पार्क फेज II,  
1ST फ्लोर, पीलमेडू कोयंबटूर- 641014

Phone - 0422 2628170, 2629640  
Fax - 0422 2628089

GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS  
OFFICE OF THE REGISTRAR OF COMPANIES  
TAMILNADU - COIMBATORE  
No.7 A G T BUSINESS PARK, PHASE II, 1ST FLOOR,  
PEELAMEDU, COIMBATORE - 641014

e-Mail roc.coimbatore@mca.gov.in

Ref: ROC/CBE/Sec-96/2021

Date: 23.09.2021

**Order: Extension of time for holding of Annual General Meeting (AGM) for the financial year ended on 31.03.2021 in terms of third proviso to section 96(1) of Companies Act, 2013 (the Act).**

1. Whereas sub-section (1) of section 96 of the companies Act, 2013 (the Act) provides, inter-alia, that every company, other than a One-person Company, shall in each year hold in addition to any other meetings, a general meeting as its Annual General Meeting (AGM) and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one AGM of a company and that of the next;
2. And whereas, the first proviso to sub-section (1) of section 96 of the Act provides that in case of the first AGM, it shall be held within a period of nine months from the date of closing of the first financial year of the company and in any other case, within a period of six months, from the date of closing of the financial year.
3. And whereas, the third proviso to section 96(1) of the Act provides that the Registrar may, for any special reason, extend the time within which any Annual General Meeting, other than the first Annual General Meeting, shall be held, by a period not exceeding three months.
4. And whereas, various representations have been received from the Companies, Industry bodies and Professional Institutes pointing out that several companies are finding it difficult to hold their AGM for the financial year ended on 31.03.2021 due to the difficulties faced in view of the Covid-19 Pandemic.
5. And whereas, the representations have been considered and the undersigned is of the considered opinion that due to such unprecedented special reason, the time within which the AGM for the financial year ended on 31.03.2021 is required to be held as per provision of sub-section (1) of the section 96 ought to be extended in terms of the third proviso to section 96(1).

6. Now, therefore in terms of power vested with the undersigned under the third proviso to sub-section (1) of the section 96 of the Act, I hereby extend the time to hold the AGM, other than the first AGM for the financial year ended on 31.03.2021 for companies within the jurisdiction of this office, which are unable to hold their AGM for such period within the due date of holding the AGM by a period of **Two Months** from the due date by which the AGM ought to have been held in accordance with the provisions of sub-section (1) to section 96 of the Act, without requiring the companies to file applications for seeking such extension by filling the prescribed FORM No.GNL-1.

**Explanation I:** It is hereby clarified that the extension granted under this order shall also cover the:

- i. Pending applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which are yet to be approved.
- ii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which were rejected.
- iii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period less than Two Months.

**Explanation II:** It is also clarified that the extension granted under this order shall not cover the applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period of more than Two Months

  
(C.S. GOVINDARAJAN)  
REGISTRAR OF COMPANIES  
TAMILNADU, COIMBATORE

Place: Coimbatore  
Date: 23.09.2021



**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**

<b>CIN of the Company</b>	U51100TZ2008PTC014318
<b>Regn. No. of the Company</b>	014318
<b>Nominal Capital</b>	Rs.2,00,00,000
<b>Paid up Capital</b>	Rs.1,00,59,000

I have examined the registers, records and books and papers of **Messers. SUGUNA HOLDINGS PRIVATE LIMITED** (the Company) 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** (financial year). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the financial year 31<sup>st</sup> March, 2021 correctly and adequately.
- B. During the aforesaid financial year, viz., **from 01<sup>st</sup> April, 2020 to 31<sup>st</sup> March, 2021**, the Company's Compliance in respect of certain specified provisions of the Act and the rules, is as set out below:
  1. The Company's Status is that of a Private Company, Limited by Shares.
  2. The Company has maintained the prescribed registers/records and informed that entries therein have been made within the time prescribed therefor.



**Continuation Sheet....**

3. Filing of forms and returns as stated in the Annual Return, with the Registrar of Companies, ~~Regional Director, Central Government, The Tribunal, Court~~ or other authorities within the prescribed time, if applicable.
4. The Company has during the year, called/convened/held meetings as stated in the Annual return summarized herein below:
  - a. Nine meetings of the Board of Directors("the Board")
  - b. The 12<sup>th</sup> Annual General Meeting of the Members (AGM) of the Company
  - c. One Committee Meeting of the Board of Directors – CSR Committee

In respect of the aforesaid meetings, notices including shorter notice were given and the proceedings including Circular Resolution have been properly recorded in the Minutes Book maintained for the purpose in loose leaf form and the same have been signed.

5. The Company did not close its Register of members/Security holders. Hence compliance under Section 91 of the Companies Act, 2013 is not applicable.
6. The Company has not given any loans or advances to any of its directors and/or persons or firms or companies referred in Section 185 of the Act except to its Wholly Owned subsidiary companies which is exempted under the Act.
7. The Company has complied with Section 188 of the Act in respect of Contracts/arrangements entered into with related parties. We are informed that all such contracts/arrangements were entered into on arms length basis and in the ordinary course of business.
8. The Company has not effected any issue, allotment or transfer or transmission or buy back of securities/ alteration or reduction of Share Capital, conversion of shares/securities and hence was not required to issue any security certificates for the same. The Company has no preference shares/debentures and hence the question of their redemption did not arise.
9. The Company has not kept any transfer of shares pending for registration and hence was not required to keep in abeyance any rights to dividend, rights shares and bonus shares.



Continuation Sheet....

10. During the financial year, the Company has :

- i. not declared any final dividend or interim dividend;
- ii. not deposited any amount in a separate bank account as no dividend was declared for Equity shares;
- iii. no amounts in unpaid dividend account, unclaimed dividend and other amounts as applicable to the Investors Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013.

11. During the financial year, the Company has duly complied with the requirements of signing of audited financial statements as per the provisions of Section 134 of the Companies Act, 2013 and report of directors is as per Section 134(3), (4) and (5) thereof.

12. During the financial year, the Board of Directors of the Company is duly constituted as per the provisions of the Act and Rules made thereunder and

- i. There was no appointment of additional director, alternate director, retirement, filling up casual vacancies.
- ii. There was no re-appointment of directors as per the provisions laid down in the Act and Rules.
- iii. The directors and Key Managerial personnel have disclosed their interest in other firms/companies to the Board of Directors pursuant to the provisions of the Act and Rules made thereunder.
- iv. Remuneration paid to Directors and Key Managerial Personnel pursuant to the provisions of the Act and Rules made thereunder.

13. During the financial year, no reappointment of Auditors was made as the Auditors were appointed for a term of five years from the conclusion of 11<sup>th</sup> AGM to the conclusion of 16<sup>th</sup> AGM (2019-20 to 2023-24) on the AGM held on 30-09-2019 as per the provisions of Section 139 of the Companies Act, 2013.

14. During the financial year, the Company was not required to obtain any approval of the Central Government, Regional Director, Registrar of Companies, Court or such other authorities prescribed under the various provisions of the Act.



Continuation Sheet....

15. During the financial year, the Company has not accepted any deposits and hence was not required to comply with Section 73 of the Act and the relevant rules with regard to acceptance/renewal/repayment of deposits.
16. The Company has not obtained any borrowings from its directors/ members. However, the Company has availed a loan facility from HDFC Bank Limited amounting to Rs. 40,00,00,000/- (Rupees Forty Crores Only) and another loan facility from Standard Chartered Investments and Loans (India) Limited (SCILL) amounting to Rs. 65,00,00,000/- (Rupees Sixty Five Crores Only) by way of creation of Charge with ROC. There was no modification/ satisfaction of Charges during the financial year under review.
17. During the financial year, the Company has given inter corporate loans and provided corporate guarantee and made investments in other body corporate falling under the provisions of section 186 of the Act and complied with the provisions of the Act.
18. During the financial year, the Company has altered the provisions of the Memorandum of Association by adopting to Table A of the Companies Act, 2013 and Articles of Association of the Company as per Table F of the Companies Act, 2013 at the AGM held on 30.11.2020 and complied with the provisions of the Act.

**Place : Coimbatore**  
**Date : 21.02.2022**  
**UDIN : F009538C002650541**

  
**S.VIDHYA.B.Com., FCS**  
Company Secretary In Practice  
FCS NO.9538, COP.NO : 11641  
No.25, 1<sup>st</sup> Floor, Bungalow Street,  
Near Eastman Exports,  
Odakkadu, Tirupur - 641 601

