

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

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	<input type="text" value="U51100TZ2008PTC014318"/>	<input type="button" value="Pre-fill"/>						
Global Location Number (GLN) of the company	<input type="text"/>							
* Permanent Account Number (PAN) of the company	<input type="text" value="AANCS3811P"/>							
(ii) (a) Name of the company	<input type="text" value="SUGUNA HOLDINGS PRIVATE L"/>							
(b) Registered office address	<input type="text" value="JAYA ENCLAVE V FLOOR
AVANASHI ROAD
COIMBATORE
Tamil Nadu
641018
India"/>							
(c) *e-mail ID of the company	<input type="text" value="ramkumar@sugunaholdings.co"/>							
(d) *Telephone number with STD code	<input type="text" value="04224346939"/>							
(e) Website	<input type="text"/>							
(iii) Date of Incorporation	<input type="text" value="19/03/2008"/>							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Private Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table>	Type of the Company	Category of the Company	Sub-category of the Company	Private Company	Company limited by shares	Indian Non-Government company	
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	<input checked="" type="radio"/> Yes <input type="radio"/> No							
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input type="radio"/> Yes <input checked="" type="radio"/> 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

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	63.5
2	K	Financial and insurance Service	K2	Activities by Trusts, funds and other financial holding companies	36.4

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	99.65
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
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
Equity shares				
At the beginning of the year	1,005,900	10,059,000	10,059,000	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0

v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	1,005,900	10,059,000	10,059,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<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) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			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)

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**

1,563,436,398

(ii) Net worth of the Company

3,698,238,027

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		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 IIFL INVESTMENT ADVISER AND T	1,003,900	99.8	0	
	Total	1,003,900	99.8	0	0

Total number of shareholders (promoters)

1

(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	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	0	0	0	
	Total	2,000	0.2	0	0

Total number of shareholders (other than promoters)

4

**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	1	1
Members (other than promoters)	4	4
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	1	1	1	0	0
B. Non-Promoter	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	0	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	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)
SUNDARARAJAN BA	00063462	Managing Director	0	
SUNDARARAJAN GAN	00062984	Director	0	
SHANMUGARAJ RAM	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 MEETI	29/09/2018	5	5	100

B. BOARD MEETINGS

*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/05/2018	2	2	100
2	02/08/2018	2	2	100
3	23/08/2018	2	2	100
4	29/09/2018	2	2	100
5	21/11/2018	2	2	100
6	28/02/2019	2	2	100

C. COMMITTEE MEETINGS

Number of meetings held

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 COMMIT	16/10/2018	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	30/09/2019
								(Y/N/NA)
1	SOUNDARAR	6	6	100	1	1	100	Yes
2	SUNDARARA	6	6	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 DIF	11,996,002	0	0	0	11,996,002
	Total		11,996,002	0	0	0	11,996,002

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	646,566	0	0	0	646,566
	Total		646,566	0	0	0	646,566

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

Whether associate or fellow Associate Fellow

Certificate of practice number

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:

- 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.
- 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

Digitally signed by
BANGARUSAMY BANGARUSAMY
SOUNDARARAJU SOUNDARARAJAN
AN
Date: 2019.12.24
17:24:18 +05'30'

DIN of the director

To be digitally signed by

SHANMUGA Digitally signed by
SHANMUGARAJ
RAMKUMAR
RAMKUMAR
Date: 2019.12.24
17:31:11 +05'30'

- 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

- SHPL- Consent of shareholders for shorter
- SHPL-Shareholders list-18-19.pdf
- SHPL-MGT - 8 Certificate-18-19.pdf
- SHPL- List of Subsidiaries-18-19.pdf**

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

KAMALAM FAMILY PRIVATE TRUST

IIFL Centre, Kamala Mills, Senapati Bapat Marg, Lower Parel (W), Mumbai – 400 013
Tel: 022-48765701; Email: Trusteeservices@iiflw.com

Consent of Shareholder for Shorter Notice

(Pursuant to Sec 101(1) of the Companies Act, 2013)

To
The Board of Directors,
Suguna Holdings Private Limited,
5th Floor, Jaya Enclave,
1057, Avinashi Road,
Coimbatore- 641018.

Dear Sir(s),

We, **IIFL Investment Adviser and Trustee Services Limited** holding 10,03,900/- Equity shares of Rs.10/- each in the Company (in a fiduciary capacity as Trustee to Kamalam Family Private Trust) hereby provide our consent, pursuant to section 101(1) of the Companies Act, 2013, to hold Annual General Meeting on 30/09/2019 at a shorter notice.

Further, we hereby authorise Mr.B. Soundararajan (designated person on behalf of the Trust Advisory Board of Kamalam Family Private Trust) to represent the shareholder and to vote at the Annual General Meeting of the Company.

For IIFL Investment Adviser and Trustee Services Limited



**Trustee
Authorised Signatory**

Date: 30/09/2019

Consent of Shareholder for Shorter Notice

(Pursuant to Sec 101(1) of the Companies Act, 2013)

To
The Board of Directors,
Suguna Holdings Private Limited,
5th Floor, Jaya Enclave,
1057, Avinashi Road,
Coimbatore- 641018.

Dear Sir(s),

I, Nithya Sundararajan, holding 500 Equity shares of Rs.10/- each in the company in my own name hereby give my consent, pursuant to Sec 101(1) of the Companies Act, 2013, to hold Annual General Meeting on 30/09/2019 at a shorter notice.



Nithya Sundararajan

Date: 30/09/2019

Consent of Shareholder for Shorter Notice

(Pursuant to Sec 101(1) of the Companies Act, 2013)

To
The Board of Directors,
Suguna Holdings Private Limited,
5th Floor, Jaya Enclave,
1057, Avinashi Road,
Coimbatore- 641018.

Dear Sir(s),

I, Sathya Sundararajan, holding 500 Equity shares of Rs.10/- each in the company in my own name hereby give my consent, pursuant to Sec 101(1) of the Companies Act, 2013, to hold Annual General Meeting on 30/09/2019 at a shorter notice.



Sathya Sundararajan

Date: 30/09/2019

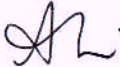
Consent of Shareholder for Shorter Notice

(Pursuant to Sec 101(1) of the Companies Act, 2013)

To
The Board of Directors,
Suguna Holdings Private Limited,
5th Floor, Jaya Enclave,
1057, Avinashi Road,
Coimbatore- 641018.

Dear Sir(s),

I, Aarthi Soundararajan, holding 500 Equity shares of Rs.10/- each in the company in my own name hereby give my consent, pursuant to Sec 101(1) of the Companies Act, 2013, to hold Annual General Meeting on 30/09/2019 at a shorter notice.



Aarthi Soundararajan

Date: 30/09/2019

Consent of Shareholder for Shorter Notice

(Pursuant to Sec 101(1) of the Companies Act, 2013)

To
The Board of Directors,
Suguna Holdings Private Limited,
5th Floor, Jaya Enclave,
1057, Avinashi Road,
Coimbatore- 641018.

Dear Sir(s),

I, Vignesh Soundararajan, holding 500 Equity shares of Rs.10/- each in the company in my own name hereby give my consent, pursuant to Sec 101(1) of the Companies Act, 2013, to hold Annual General Meeting on 30/09/2019 at a shorter notice.



Vignesh Soundararajan

Date: 30/09/2019

Suguna Holdings Private Ltd.

CIN No. : U51100TZ2008PTC014318

Regd. Off : 1057, Jaya Enclave, 5th Floor, Avinashi Road, Coimbatore - 641018.

Corp. Off : 1020, Avinashi Road, 2nd Floor, Above Audi Showroom,
Opp. CSI Girls Hr. Sec. School, Coimbatore - 641018. ☎ +91 422 4346939
✉ info@sugunaholdings.com 🌐 www.sugunaholdings.com



Suguna Holdings

Date: 24/12/2019

LIST OF SHAREHOLDERS AS ON 31/03/2019

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%
Total	10,05,900	100 %

For Suguna Holdings Private Limited

S. Ramkumar

S. Ramkumar
Company Secretary
M.No : A42322



Suguna Holdings Private Ltd.

CIN No. : U51100TZ2008PTC014318

Regd. Off : 1057, Jaya Enclave, 5th Floor, Avinashi Road, Coimbatore - 641018.

Corp. Off : 1020, Avinashi Road, 2nd Floor, Above Audi Showroom,
Opp. CSI Girls Hr. Sec. School, Coimbatore - 641018. ☎ +91 422 4346939
✉ info@sugunaholdings.com 🌐 www.sugunaholdings.com



Suguna Holdings

LIST OF SUBSIDIARY COMPANIES AS ON 31/03/2019

S. NO	NAME OF THE COMPANY	CIN/GLN	% OF SHARES HELD
1	Suguna Foods Private Limited	U01222TZ1994PTC004951	99.65
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 Food and Feeds Bangladesh Private Limited- Bangladesh	C-93540 / 11	100
7	Suguna Poultry (Kenya) Limited- Kenya	Pvt/2016/000059	100

For Suguna Holdings Private Limited



S. Ramkumar
Company Secretary
M.No : A42322





S.VIDHYA B.COM., FCS
COMPANY SECRETARY IN PRACTICE &
REGISTERED TRADE MARK AGENT

No. 25, 1st Floor, Bungalow Street,
Near East Man Exports,
Odakkadu, Tirupur - 641 602.
Mob : 97919 36560, 97913 60850
E-mail : vidhyaaacs@gmail.com
vidhyafcs@gmail.com

FORM NO. MGT - 8

**(Pursuant to Section 92(2) of the Companies Act, 2013 and rule 11(2) of
Companies (Management and Administration) Rule, 2014)**

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

CIN of the Company	U51100TZ2008PTC014318
Regn. No. of the Company	014318
Nominal Capital	Rs.2,00,00,000
Paid up Capital	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 **31st March, 2019** (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 31st March, 2019 correctly and adequately.
- B. During the aforesaid financial year, viz., **from 01st April, 2018 to 31st March, 2019**, 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.



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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/beyond the prescribed time subject to payment of additional fees, if applicable.
4. The Company has during the year, called/convened/held meetings as stated in the Annual return summarized herein below:
 - a. Six meetings of the Board of Directors("the Board")
 - b. The 10th 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. During the financial year the company has declared interim dividend of Rs.199/- per share for the financial year 2017-18 to the equity Shareholders whose names appear in the Register of Members on 23.08.2018 (Record Date) and deposited the dividend in separate bank account opened for that purpose within 5 days and made payment within 30 days from the date of declaration of interim dividend.
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.



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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.

10. During the financial year, the Company has :

- i. declared interim dividend of Rs.199/- per share for the financial year 2017-18 to the equity Shareholders whose names appear in the Register of Members on 23.08.2018 (Record Date) and deposited the dividend in separate bank account opened for that purpose within 5 days and made payment within 30 days from the date of declaration of interim dividend.
- ii. not deposited any amount in a separate bank account as no final 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



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- pursuant to the provisions of the Act and Rules made there-under.
- iv. Remuneration paid to Directors and Key Managerial Personnel pursuant to the provisions of the Act and Rules made there-under.
13. During the financial year, reappointment of Auditors made 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.
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 made any borrowings from banks/financial institutions/directors/members and hence the question of creation/modification/satisfaction of charges does not arise.
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 not altered the provisions of the Memorandum and Articles of Association of the Company.

Place : Coimbatore
Date : 18.12.2019
UDIN : F009538A000427054



S. Vidhya
S. VIDHYA.B.Com., FCS
Company Secretary In Practice
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