

# 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

L74950WB1984PLC038336

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACH6882J

(ii) (a) Name of the company

MANAKSIA LIMITED

(b) Registered office address

TURNER MORRISON BUILDING, 6 LYONS RANGE,  
MEZZANINE FLOOR, NORTH-WEST CORNER  
KOLKATA  
Kolkata  
West Bengal  
700001

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

pkandar@manaksia.com

(d) \*Telephone number with STD code

03322310055

(e) Website

www.manaksia.com

(iii) Date of Incorporation

27/12/1984

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
	BSE LIMITED	1
	NATIONAL STOCK EXCHANGE OF INDIA LTD.	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(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	100

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MINL LIMITED		Subsidiary	100
2	JEBBA PAPER MILLS LIMITED		Subsidiary	100

3	DYNATECH INDUSTRIES GHAN		Subsidiary	100
4	MARK STEELS LIMITED	U27107WB2001PLC093630	Subsidiary	70
5	MANAKSIA FERRO INDUSTRIES	U27100WB2010PLC144410	Subsidiary	100
6	MANAKSIA OVERSEAS LIMITED	U51909WB2010PLC144664	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	70,000,000	65,534,050	65,534,050	65,534,050
Total amount of equity shares (in Rupees)	140,000,000	131,068,100	131,068,100	131,068,100

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY SHARES OF RS. 2/- EACH</b>				
Number of equity shares	70,000,000	65,534,050	65,534,050	65,534,050
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	140,000,000	131,068,100	131,068,100	131,068,100

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,250,000	0	0	0
Total amount of preference shares (in rupees)	25,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>PREFERENCE SHARES OF RS. 20 EACH/-</b>				
Number of preference shares	1,250,000	0	0	0
Nominal value per share (in rupees)	20	20	20	20
Total amount of preference shares (in rupees)	25,000,000	0	0	0

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	309	65,533,741	65534050	131,068,100	131,068,100	
<b>Increase during the year</b>	0	0	0	326	326	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				326	326	
Conversion of shares from physical to DEMAT form						
<b>Decrease during the year</b>	0	0	0	326	326	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				326	326	
Conversion of shares from physical to DEMAT form						
<b>At the end of the year</b>	309	65,533,741	65534050	131,068,100	131,068,100	
<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						
<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						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE015D01022

(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"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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"/>
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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
<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
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
<b>Total</b>	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

**(i) Turnover**

1,433,350,119.9

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

1,783,560,334.65

**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	38,874,940	59.32	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)	10,231,000	15.61	0	
10.	Others	0	0	0	
	<b>Total</b>	49,105,940	74.93	0	0

**Total number of shareholders (promoters)**

23

**(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	9,392,029	14.33	0	
	(ii) Non-resident Indian (NRI)	138,563	0.21	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)	5,773,568	8.81	0	
10.	Others FOREIGN PORTFOLIO INVES	1,123,950	1.72	0	
	<b>Total</b>	16,428,110	25.07	0	0

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

25,909

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

25,932

**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	23	23
Members (other than promoters)	28,373	25,909
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	2	1	2	9.43	31.26
<b>B. Non-Promoter</b>	0	5	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	5	0	4	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
<b>Total</b>	<b>1</b>	<b>7</b>	<b>1</b>	<b>6</b>	<b>9.43</b>	<b>31.26</b>

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

9

### (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)
SURESH KUMAR AGR.	00520769	Managing Director	6,177,740	
KALI KUMAR CHAUDH	00206157	Director	0	
RAMESH KUMAR MAH	00545364	Director	0	
BISWANATH BHATTAC	00545918	Director	0	
NIDHI BAHETI	08490552	Director	0	
VINEET AGRAWAL	00441223	Director	8,116,245	
VARUN AGRAWAL	00441271	Director	12,371,550	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
PRADIP KUMAR KAND	ASOPK5367J	Company Secretar	0	
LALIT KUMAR MODI	AERPM7411C	CFO	0	

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

4

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)
KANAD PURKAYASTH	08446550	Director	21/06/2022	CESSATION DUE TO DEATH
VARUN AGRAWAL	00441271	Additional director	10/08/2022	APPOINTMENT
VARUN AGRAWAL	00441271	Director	27/09/2022	CHANGE IN DESIGNATION
SUNIL KUMAR AGRAW	00091784	Director	27/09/2022	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	27/09/2022	28,520	123	44.52

**B. BOARD MEETINGS**

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	12/05/2022	8	7	87.5
2	26/05/2022	8	6	75
3	10/08/2022	8	8	100
4	10/11/2022	7	6	85.71
5	14/02/2023	7	7	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
6	17/03/2023	7	4	57.14

### C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	12/05/2022	5	4	80
2	AUDIT COMM	26/05/2022	5	4	80
3	AUDIT COMM	10/08/2022	4	4	100
4	AUDIT COMM	10/11/2022	4	4	100
5	AUDIT COMM	14/02/2023	4	4	100
6	NOMINATION	26/05/2022	4	3	75
7	NOMINATION	10/08/2022	4	4	100
8	STAKEHOLDER	26/05/2022	3	2	66.67
9	STAKEHOLDER	06/01/2023	3	2	66.67
10	CORPORATE	26/05/2022	3	2	66.67

### 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	SURESH KUMAR	6	5	83.33	2	2	100	Yes
2	KALI KUMAR	6	6	100	8	8	100	Yes
3	RAMESH KUMAR	6	6	100	9	8	88.89	Yes
4	BISWANATH	6	4	66.67	2	1	50	Yes
5	NIDHI BAHET	6	6	100	5	5	100	Yes

6	VINEET AGRA	6	5	83.33	4	4	100	Yes
7	VARUN AGRA	4	3	75	4	4	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	SURESH KUMAR A	MANAGING DIR	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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PRADIP KUMAR K	COMPANY SEC	1,585,011	0	0	0	1,585,011
2	LALIT KUMAR MO	CHIEF FINANC	8,132,350	0	0	0	8,132,350
	Total		9,717,361	0	0	0	9,717,361

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	KALI KUMAR CHAU	INDEPENDENT	0	0	0	204,000	204,000
2	RAMESH KUMAR M	INDEPENDENT	0	0	0	204,000	204,000
3	KANAD PURKAYAS	INDEPENDENT	0	0	0	69,000	69,000
4	BISWANATH BHAT	INDEPENDENT	0	0	0	64,500	64,500
5	NIDHI BAHETI	INDEPENDENT	0	0	0	166,500	166,500
6	SUNIL KUMAR AGI	DIRECTOR	0	0	0	30,000	30,000
7	VINEET AGRAWAL	DIRECTOR	0	0	0	102,000	102,000
8	VARUN AGRAWAL	DIRECTOR	0	0	0	90,000	90,000
	Total		0	0	0	930,000	930,000

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

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

B. If No, give reasons/observations

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

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

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

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

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**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

PAMMY JAISWAL

Whether associate or fellow

Associate  Fellow

Certificate of practice number

18059

**I/We certify that:**

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

### Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

#### To be digitally signed by

Director

VARUN  
AGRAWAL  
Digitally signed by  
VARUN AGRAWAL  
Date: 2023.10.03  
12:16:21 +05'30'

DIN of the director

#### To be digitally signed by

Pradip  
Kumar  
Kandar  
Digitally signed by  
Pradip Kumar Kandar  
Date: 2023.10.03  
12:23:54 +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

Attach

Attach

Attach

Attach

#### List of attachments

MGT-8\_Signed.pdf  
Additional Disclosure MGT-7.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**

Additional Disclosure on MGT-7

1. Point IV (I) (d)- ISIN of the equity shares of the Company: INE015D01022

2. Point IV (I) (d) (iii)- Details of shares/Debentures Transfers since closure date of last financial year:

During the Financial Year ended 31<sup>st</sup> March, 2023 there has been no request for physical transfer of shares. Transfer of shares of the Company, if any took place during the year were through depository participants.

3. Point V - Turnover and Net worth of the Company:

Turnover represents the following:

Revenue from operations: Rs. 1,43,33,50,119.90

'Net worth' represents the following:

Particulars	Amount (In Rs.)
Paid up share capital	13,10,68,100.00
Add: i. Securities Premium	30,02,80,379.07
ii. General Reserve	30,00,00,000.00
iii. Capital Redemption Reserve	3,17,40,000.00
iv. Capital Reserve	1,28,66,589.25
v. Retained Earnings	1,00,93,00,903.33
Less: Deferred Tax Assets	16,95,637
<b>Total:</b>	<b>1,78,35,60,334.65</b>

4. Point No. XII- Penalty and Punishment- details thereof

Details of penalties and punishments, if any have been restricted to the provisions of Companies Act, 1956, Companies Act, 2013 and rules made thereunder.

5. Point XIII- List of Shareholders

The List of shareholders of the Company as on 31<sup>st</sup> March, 2023 is being separately submitted to the Registrar of Companies, West Bengal.

**MANAKSIA LIMITED**

*Company Secretary*



# VINOD KOTHARI & COMPANY

Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road

Kolkata – 700 017, India

Phone: +91 – 33 – 2281 1276 | 3742

email: [corplaw@vinodkothari.com](mailto:corplaw@vinodkothari.com)

Web: [www.vinodkothari.com](http://www.vinodkothari.com)

Unique Code – P1996WB042300

PAN No-AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number – WB10D0000448

## Form No. MGT-8

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

### CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of Manaksia Limited (the 'Company') as required to be maintained under the Companies Act, 2013 (the 'Act') and the rules made thereunder for the financial year ended on March 31, 2023 ('Period under Review'). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. During the Period under Review, the Company has complied with the provisions of the Act & Rules made there under in respect of:

1. Its status under the Act;
2. Maintenance of registers/records and making entries therein within the time prescribed thereof;
3. Filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, Tribunal, Court or other authorities within the prescribed time.
4. Calling/convening/holding meetings of Board of Directors, 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

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# VINOD KOTHARI & COMPANY

Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road

Kolkata – 700 017, India

Phone: +91 – 33 – 2281 1276 | 3742

email: [corplaw@vinodkothari.com](mailto:corplaw@vinodkothari.com)

Web: [www.vinodkothari.com](http://www.vinodkothari.com)

Unique Code – P1996WB042300

PAN No-AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number – WB10D0000448

circular resolution and resolutions passed by postal ballot have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

5. Closure of Register of Members, as the case may be:

*The Register of Members & Share Transfer Books of the Company remained closed from Wednesday, the 21st September, 2022 to Tuesday, the 27th September, 2022 (both days inclusive).*

6. Advances/loans to its Directors and/or persons or firms or companies referred in Section 185 of the Act:

*During the Period under Review, the Company has not extended any loans/ advances to the directors and/or persons or firms or companies referred under section 185 of the Act.*

7. Contracts/arrangements with related parties as specified in Section 188 of the Act:

*During the period under review, in terms of the decision of the Audit Committee/ Board of Directors, all the related party transactions were entered on arm's length basis in the ordinary course of business and were in compliance with the applicable provisions of the Act except that certain inter-corporate loans to the entities controlled by the promoters have been outstanding for several years, for which the Audit Committee is required to satisfy itself as to whether the loan is consistent with the overall interest of the Company.*

8. Issue or allotment or transfer or transmission or buy-back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances:

*During the Period under Review, there were no such instances.*

9. Keeping in abeyance the rights to dividend, right shares and bonus shares pending registration or transfer of shares in compliance with the provisions of the Act:

*During the Period under Review, there were no such instances.*

10. Declaration/ payment of final dividend; transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act:

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*During the period under review, the Company, in its board meeting dated 10th November, 2022 has declared an interim dividend @150% i.e., Re. 3 per equity share having face value of Re. 2 each payable to the equity shareholders of the Company, as on 25th November, 2022.*

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

*The company has complied with the provisions of section 134 in regard to the signing of the annual audited financial statements.*

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

*During the period under review, the following changes were observed in the composition of the directors:*

- 1. Cessation of directorship of Mr. Kanad Purkayastha due to his death w.e.f. 21.06.2022;*
- 2. Appointment of Mr. Varun Agarwal as Non-Executive Non-Independent Director w.e.f. 10.08.2022*
- 3. Cessation of directorship of Mr. Sunil Kumar Agarwal as non-executive director w.e.f. 27.09.2022*

13. Appointment/ re-appointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act:

*During the Period under Review, there were no such instances.*

14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act:

*During the Period under Review, there were no instances requiring approvals as above.*

15. Acceptance/ renewal/ repayment of deposits:

*During the Period under Review, the Company has not accepted/ renewed/ repaid any deposits from/ to the public/members under Section 73 to 76 of the Act read with the applicable rules.*

16. Borrowings from its Directors, Members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable:

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*During the Period under Review, the Company has not borrowed from its directors, members, any public financial institutions, banks.*

17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act:

*During the period under review, the Company has not granted any fresh loans, loans granted during previous years remained outstanding during the period under review.*

18. Alteration of the provisions of the Memorandum and/or Articles of Association of the Company:

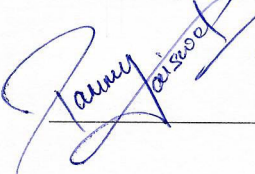

*During the Period under Review, the Company has not altered its charter documents as aforesaid.*

Place: Kolkata

Date: 27.09.2023

For Vinod Kothari & Company

Practising Company Secretaries

Partner: Pammy Jaiswal

Membership No.: A48046

CP No.: 18059

UDIN: A048046E001105432

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