

MINISTRY OF CORPORATE AFFAIRS**RECEIPT****G.A.R.7****SRN :** N17824426**Service Request Date :** 20/11/2024**Payment made into :** ICICI Bank**Received From :****Name :** SATYAM RAI**Address :** 13F/PKT-2

DDA MIG COMPLEX MAYUR VIHAR PHASE-3

DELHI, Delhi

IN - 110096

Entity on whose behalf money is paid**CIN:** L17124MH1986PLC166615**Name :** INDO RAMA SYNTHETICS (INDIA) LIMITED**Address :** 31-A, MIDC Industrial Area, NA

Butibori, Maharashtra

India - 441122

Full Particulars of Remittance**Service Type:** eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee for Form MGT-7 for the financial year ending on 2024	Normal	600.00
Total		600.00

Mode of Payment: Credit Card- ICICI Bank**Received Payment Rupees:** Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)

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
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (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
1	BSE LTD ("BSE")	1
2	NATIONAL STOCK EXCHANGE OF INDIA LTD ("NSE")	1,024

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS
1ST FLOOR

(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	C	Manufacturing	C2	Textile, leather and other apparel products	100

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NDORAMA YARNS PRIVATE LIM	U17299MH2019PTC329375	Subsidiary	100
2	INDORAMA VENTURES YARNS	U17299MH2021PTC363295	Subsidiary	100

3	INDORAMA SUSTAINABLE POL	U17299MH2022PTC395518	Subsidiary	100
4	INDORAMA SUSTAINABLE POL	U17299MH2022PTC395510	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	275,000,000	261,113,151	261,113,151	261,113,151
Total amount of equity shares (in Rupees)	2,750,000,000	2,611,131,510	2,611,131,510	2,611,131,510

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	275,000,000	261,113,151	261,113,151	261,113,151
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,750,000,000	2,611,131,510	2,611,131,510	2,611,131,510

(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)	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			
Equity shares						
At the beginning of the year	425,386	260,687,765	261113151	2,611,131,5	2,611,131,5	
Increase during the year	0	114,973	114973	1,149,730	1,149,730	0
i. Public Issues	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		114,973	114973	1,149,730	1,149,730	0
Conversion into Demat Form						
Decrease during the year	114,973	0	114973	1,149,730	1,149,730	0
i. Buy-back of shares	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	114,973		114973	1,149,730	1,149,730	
Conversion into Demat Form						
At the end of the year	310,413	260,802,738	261113151	2,611,131,5	2,611,131,5	
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

iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE156A01020

(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	
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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
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**

37,067,115,988

(ii) Net worth of the Company

4,342,233,090

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	94,723,479	36.28	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)	100,696,588	38.56	0	
10.	Others Alternate investment	0	0	0	
	Total	195,420,067	74.84	0	0

Total number of shareholders (promoters)

10

(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	21,883,766	8.38	0	
	(ii) Non-resident Indian (NRI)	13,830,595	5.3	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	2,396,392	0.92	0	

4.	Banks	6,826	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	72,811	0.03	0	
7.	Mutual funds	7,016	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	21,692,991	8.31	0	
10.	Others Alternate investment funds	5,802,687	2.22	0	
	Total	65,693,084	25.16	0	0

Total number of shareholders (other than promoters)

29,149

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

29,159

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

7

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
American Century Tru	Deutsche Bank AGDB House, Haza			481	
Copthall Mauritius Inve	J P Morgan Chase Bank NA India S			200,673	
Emerging Market Targ	Deutsche Bank AG DB House Haza			16,002	
IIFL Mauritius	C/o Sulltanallys Business Centre Ba			60	
Morgan Stanely Asset	C/o Stock Holding Corporation of			1,200	
Quadrature Capital Ve	JP Morgan Chase Bank N/A, India S			38,857	
The Jaguar Fund NV	Standard Chartered Bank Securitie			1,038	

**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	9	10
Members (other than promoters)	25,018	29,149
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	2	0	2	0	0	0
B. Non-Promoter	1	5	1	5	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	4	0	4	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	3	5	3	5	0	0

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

(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)
Om Prakash Lohia	00206807	Managing Director	38,473,369	
Vishal Lohia	00206458	Whole-time director	1,137,896	
Hemant Balkrishan Bal	08818797	Whole-time director	0	31/05/2024
Dilip Kumar Agarwal	03487162	Director	0	
Suman Jyoti Khaitan	00023370	Director	0	19/05/2024
Dhanendra Kumar	05019411	Director	0	
Ranjana Agarwal	03340032	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Dharpal Agarwal	00084105	Director	0	
M N S Rao	AEPPR6444C	CEO	0	22/04/2024
Umesh Kumar Agrawa	ACXPA6180A	CFO	0	

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

1

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)
Pawan Kumar Thakr	ADWPT2236N	Company Secretary	14/09/2023	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	27/07/2023	25,074	64	36.09

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/05/2023	8	7	87.5
2	09/08/2023	8	7	87.5
3	07/11/2023	8	8	100
4	08/02/2024	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

23

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	16/05/2023	6	6	100
2	Audit Committee	09/08/2023	6	6	100
3	Audit Committee	07/11/2023	6	6	100
4	Audit Committee	08/02/2024	6	6	100
5	Nomination & I	16/05/2023	4	3	75
6	Nomination & I	07/11/2023	4	3	75
7	Nomination & I	08/02/2024	4	3	75
8	Stakeholders F	29/03/2024	5	3	60
9	Risk Management	20/07/2023	5	3	60
10	Risk Management	20/11/2023	5	3	60

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	25/09/2024
								(Y/N/NA)
1	Om Prakash L	4	4	100	16	16	100	Yes
2	Vishal Lohia	4	4	100	20	18	90	Yes
3	Hemant Balkri	4	4	100	20	10	50	Not Applicable
4	Dilip Kumar Ag	4	4	100	19	1	5.26	Yes
5	Suman Jyoti K	4	4	100	7	7	100	Not Applicable
6	Dhanendra Ku	4	4	100	10	10	100	Yes
7	Ranjana Agarv	4	4	100	11	11	100	Yes
8	Dharmpal Aga	4	4	100	10	10	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Om Prakash Lohia	Managing Director	25,389,996	0	0	0	25,389,996
2	Vishal Lohia	Whole Time Director	19,160,619	0	0	0	19,160,619
3	Hemant Balkrishan	Whole Time Director	11,829,780	0	0	0	11,829,780
	Total		59,080,395	0	0	0	59,080,395

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	M N S Rao	CEO	31,109,565	0	0	0	31,109,565
2	Umesh Kumar Agra	CFO	11,806,163	0	0	0	11,806,163
3	Pawan Kumar Thakur	Company Secretary	2,016,028	0	0	0	2,016,028
4	Manish Kumar Rai	Company Secretary	1,302,111	0	0	0	1,302,111
	Total		46,233,867	0	0	0	46,233,867

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Suman Jyoti Khaitan	Independent Director	0	0	0	600,000	600,000
2	Ranjana Agarwal	Independent Director	0	0	0	800,000	800,000
3	Dhanendra Kumar	Independent Director	0	0	0	600,000	600,000
4	Dharmpal Agarwal	Independent Director	0	0	0	700,000	700,000
5	Dilip Kumar Agarwal	Non Executive Director	0	0	0	0	0
	Total		0	0	0	2,700,000	2,700,000

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

Vikash Kumar Alok

Whether associate or fellow

Associate Fellow

Certificate of practice number

15016

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

OM
PRAKASH
LOHIA
Digitally signed by OM
PRAKASH LOHIA
Date: 2024.11.20
13:26:29 +05'30'

DIN of the director

0*2*6*0*

To be digitally signed by

VIKASH
KUMAR
ALOK
Digitally signed by
VIKASH KUMAR
ALOK
Date: 2024.11.20
14:31:21 +05'30'

Company Secretary

Company secretary in practice

Membership number

1*6*9

Certificate of practice number

1*0*6

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

New MGT 8 IRSL FY 23-24.pdf
IRSL Share Transfer Data AGM 23-24.pdf
Committee Meetinggs Details FY 23-24.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

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**C. COMMITTEE MEETINGS**

Number of meetings held : 23

Sl. 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
11	CSR COMMITTEE	16-05-2023	5	4	80.00
12	CSR COMMITTEE	09-08-2023	5	4	80.00
13	CSR COMMITTEE	07-11-2023	5	4	80.00
14	CSR COMMITTEE	08-02-2024	5	4	80.00
15	SHARE ALLOTMENT & TRANSFER COMMITTEE	14-04-2023	5	2	40.00
16	SHARE ALLOTMENT & TRANSFER COMMITTEE	16-05-2023	5	2	40.00
17	SHARE ALLOTMENT & TRANSFER COMMITTEE	04-07-2023	5	2	40.00
18	SHARE ALLOTMENT & TRANSFER COMMITTEE	12-12-2023	5	2	40.00
19	SHARE ALLOTMENT & TRANSFER COMMITTEE	01-02-2024	5	2	40.00
20	BANKING AND FINANCE COMMITTEE	15-07-2023	5	3	60.00
21	BANKING AND FINANCE COMMITTEE	03-08-2023	5	3	60.00
22	BANKING AND FINANCE COMMITTEE	22-11-2023	5	3	60.00
23	BANKING AND FINANCE COMMITTEE	22-03-2024	5	3	60.00

for Indo Rama Synthetics (India) Limited

**Manish Rai**
Company Secretary & Compliance Officer

INDO RAMA SYNTHETICS (INDIA) LTD.



Vikash Alok & Associates

Company Secretaries

Office No.-203, Shop No. 31, CSC DDA Market

Nirman Vihar, Delhi-110092

Email ID- csvikashalok@gmail.com

Mob No.: - +91 8800282895

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 **INDO RAMA SYNTHETICS (INDIA) LIMITED** (the Company) having CIN L17124MH1986PLC166615 and having registered office at 31-A, MIDC Industrial Area, Butibori, Maharashtra, India, 441122 & address at which the books of account are to be maintained at Plot No. 53 & 54, Delhi Press Building Phase-IV, Udyog Vihar, Gurugram, Haryana, India, 122015 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, 2024. In our opinion and to the best of my 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.
- B. during the financial year ended on March 31, 2024, the Company has complied with provisions of the Act & Rules made thereunder in respect of:
 1. The company has maintained status under the Act;
 2. The company has maintained the registers/records & making entries therein within the time prescribed therefore;
 3. The Company has duly filed the forms and returns with the Registrar of Companies, Mumbai within the prescribed time or with additional fee beyond prescribed time, if any. However, the Company was not required to file any form and/ or return with Central Government, Regional Director, National Company Law Tribunal, National Company Law Appellate Tribunal, Court or such other authority prescribed the various provision of this Act;
 4. The company has called/ convened/ hold meetings of Board of Directors or its Committees and the Annual General Meeting of the members of the Company on 25th September, 2024 as stated in the annual return in respect of which, proper





Vikash Alok & Associates

Company Secretaries

Office No.-203, Shop No. 31, CSC DDA Market

Nirman Vihar, Delhi-110092

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notices were given and the proceedings including circular resolutions have been properly recorded in the Minute Book for the purpose and the same have been

signed. Further, one resolution was passed through postal ballot during the financial year ended on March 31, 2024;

5. The Company has closed the Register of Members;
6. *advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act;
7. contracts/arrangements with related parties as specified in Section 188 of the Act. Further, details of such contracts/arrangements with related parties are duly recorded in Form AOC-2 which forms part of Director's Report for the financial year ended on March 31, 2024;
8. The Company has not transferred/transmission/issued/allotted the shares during the financial year ended on March 31, 2024. Except trading of Equity Shares on the Stock Exchanges and transmission of Shares in the normal course of business by the Registrar and Transfer Agent to the Company, there were no instances of issue or allotment 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 ended on March 31, 2024;
9. *keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act, if required;
10. Transfer of Rs. 7,58,727/- unpaid/ unclaimed dividend for a period of last seven years took place on 31st October, 2023 to the Investor Education and Protection Fund in accordance with Section 124 of the Act. Further, the Company has transferred 1,54, 268 Equity Shares of Rs 10 each held by various shareholders in physical and dematerialized form whose dividend amount is unclaimed /unpaid for seven consecutive years to suspense Account of Investor Education and Protection fund. Details of such transfer to IEPF have been uploaded on the website of the Company. Further, the Company has not declared any dividend during the financial year ended March 31, 2024;





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11. The Company has signed signing of audited financial statements 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. The Company has complied with all the relevant or applicable provision in respect of constitution/ appointment/ re-appointment/ disclosures of the Directors/ Key Managerial Personnel, wherever applicable and due remuneration was paid to them as per shareholders' approval. Further, there were no cases related to filing up casual vacancies of Directors and Key Managerial Personnel;
13. *appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;
14. The Company has obtained approval from Registrar of Companies, Mumbai in terms of filing of various e-form(s) with Registrar of Companies, Mumbai. Further, no approval was required to be obtained from Regional Director, Central Government, Tribunal, Court and/ or such other authorities under the various provisions of the Act;
15. *acceptance/ renewal/ repayment of deposits;
16. *Borrowings from Directors/Members
17. Borrowings from banks include Term Loans from Banks of Rs. 99.57 Crores as non-current liabilities as on 31st March, 2024 and Loans from Bank of Rs. 904.40 Crores as Current Liabilities as on 31st March, 2024 and creation/ modification/ satisfaction of charges in that respect took place, wherever applicable, during the financial year ended on March 31, 2024;
18. Investments in securities of its Wholly Owned Subsidiaries was Rs. 16.02 Crores as on 31st March, 2024 and unsecured Loan of Rs. 22.85 Crores was given to its wholly Owned Subsidiaries as on 31st March, 2024. The Company has not given any loans or guarantees to other Bodies Corporate or persons falling under the provisions of Section 186 of the Companies Act, 2024.





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19. *alteration in the provisions of Memorandum of Association and Articles of Association of the Company.

* No such event took place during the financial year ended March 31, 2024.

**For Vikash Alok And Associates
Company Secretaries**



CS Vikash Kumar Alok

M. No: F10699

COP: -15016

Peer Review Certificate No.- 2447/2022

UDIN: F010699F002159835

Place: Delhi

Date: 14th November, 2024



Vikash Alok & Associates

Company Secretaries

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Nirman Vihar, Delhi-110092

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The Members,

INDO RAMA SYNTHETICS (INDIA) LIMITED

(L17124MH1986PLC166615)

31-A, MIDC Industrial Area, Butibori,

Maharashtra, India, 441122

Annexure – A

My certificate in Form MGT 8 on the Annual Return (MGT-7) as on the financial year ended on March 31, 2024 of even date is to be read along with this letter.

Our report is to be read along with the noting as mentioned herein under:

- a. Maintenance of secretarial records are the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our examination.
- b. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in secretarial records, we believe that the processes and practice, we followed provide a reasonable basis for our opinion.
- c. We have not verified the correctness and appropriateness of the financial records and books of accounts of the Company.
- d. The compliances of the provisions of corporate and other applicable laws, rules, regulations and standards are the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.
- e. The report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management conducted the affairs of the Company.

For Vikash Alok And Associates

Company Secretaries



Place: Delhi

Date: 14th November, 2024

CS Vikash Kumar Alok

M. No: F10699

COP: -15016

Peer Review Certificate No.- 2447/2022

UDIN: F010699F002159835