

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

L18209TG1985PLC005581

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECS5510Q

(ii) (a) Name of the company

SANGHI INDUSTRIES LIMITED

(b) Registered office address

SANGHI NAGAR, .HAYATNAGAR,TQ.RANGA
REDDY DIST.HYDERABAD

Telangana
000000

(c) *e-mail ID of the company

companysecretary@sanghicen

(d) *Telephone number with STD code

08415242240

(e) Website

www.sanghicement.com

(iii) Date of Incorporation

14/06/1985

(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	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

Pre-fill

Name of the Registrar and Transfer Agent

Sanghi Industries Limited

Registered office address of the Registrar and Transfer Agents

P.O. Sanghinagar, Hayatnagar Mandal, R R District, Telangana- 501 511

(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	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	98.71

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				

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	350,000,000	251,000,000	251,000,000	251,000,000
Total amount of equity shares (in Rupees)	3,500,000,000	2,510,000,000	2,510,000,000	2,510,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	350,000,000	251,000,000	251,000,000	251,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,500,000,000	2,510,000,000	2,510,000,000	2,510,000,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	20,000,000	0	0	0
Total amount of preference shares (in rupees)	2,000,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	20,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	2,000,000,000	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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	251,000,000	251000000	2,510,000,000	2,510,000,000	

Increase during the year	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"/>						
Decrease during the year	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"/>						
At the end of the year	0	251,000,000	251000000	2,510,000,0	2,510,000,0	
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 <input type="text"/>						
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

(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		21/08/2020	
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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	3,050	1000000	3,050,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			3,050,000,000

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	2,560,000,000	3,050,000,000	2,560,000,000	3,050,000,000
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

9,359,800,000

(ii) Net worth of the Company

17,937,400,000

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	85,251,328	33.96	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)	91,279,291	36.37	0	
10.	Others	0	0	0	
	Total	176,530,619	70.33	0	0

Total number of shareholders (promoters)

26

(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	55,889,995	22.27	0	
	(ii) Non-resident Indian (NRI)	2,040,867	0.81	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	941	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	5,588,110	2.23	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	8,815,298	3.51	0	
10.	Others Foreign Portfolio Investors,	2,134,170	0.85	0	
	Total	74,469,381	29.67	0	0

Total number of shareholders (other than promoters)

47,224

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

47,250

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	26	26
Members (other than promoters)	25,545	47,224
Debenture holders	2	6

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	3	0	3	0	23.82	0
B. Non-Promoter	2	7	2	6	0.01	0
(i) Non-Independent	2	0	2	0	0.01	0
(ii) Independent	0	7	0	6	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	5	7	5	6	23.83	0

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

12

(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)
RAVI SHARAN SANGH	00033594	Managing Director	49,869,750	
ADITYA SANGHI	00033755	Whole-time director	4,959,500	
ALOK SANGHI	00033506	Whole-time director	4,959,500	
BINA MAHESH ENGINEER	01653392	Whole-time director	25,000	
NIRUBHA BALUBHA G	05149953	Whole-time director	0	
SADASHIV SAWRIKAR	02073022	Director	0	
DEVIDAS KASHINATH	00020656	Director	0	
BADRI NARAYAN RAO	01180539	Director	0	
MAHENDRA KUMAR D	00319034	Director	0	04/05/2021
SUNDARAM BALASUB	02849971	Director	0	
RAINA DILIP DESAI	05113035	Director	0	
ANIL KUMAR AGRAWA	ADKPA2795B	Company Secretary	100	

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

2

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)
RADHA KRISHNA PAN	00190017	Director appointed	03/07/2020	Cessation
RAINA DILIP DESAI	05113035	Additional director	21/08/2020	Change in designation

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

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

Number of meetings held

1

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	21/08/2020	30,855	59	23.9

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	24/06/2020	12	12	100
2	11/08/2020	11	11	100
3	10/11/2020	11	11	100
4	29/01/2021	11	11	100

C. COMMITTEE MEETINGS

Number of meetings held

13

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	24/06/2020	3	3	100
2	Audit Committee	11/08/2020	3	3	100
3	Audit Committee	10/11/2020	3	3	100
4	Audit Committee	29/01/2021	3	3	100
5	Nomination and Remuneration Committee	24/06/2020	3	3	100
6	Corporate Social Responsibility Committee	24/06/2020	3	3	100
7	Corporate Social Responsibility Committee	29/01/2021	3	3	100
8	Business Operations Committee	08/09/2020	6	6	100
9	Business Operations Committee	29/01/2021	6	6	100
10	Business Operations Committee	15/02/2021	6	6	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	18/09/2021
								(Y/N/NA)
1	RAVI SHARAN	4	4	100	6	6	100	Yes
2	ADITYA SANGH	4	4	100	7	7	100	Yes
3	ALOK SANGH	4	4	100	5	5	100	Yes
4	BINA MAHES	4	4	100	5	5	100	Yes
5	NIRUBHA BAL	4	4	100	7	7	100	Yes
6	SADASHIV SA	4	4	100	11	11	100	Yes
7	DEVIDAS KAS	4	4	100	5	5	100	Yes
8	BADRI NARAY	4	4	100	4	4	100	Yes
9	MAHENDRA K	4	4	100	0	0	0	Not Applicable
10	SUNDARAM E	4	4	100	1	1	100	Yes
11	RAINA DILIP	4	4	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAVI SHARAN SANGH	CHAIRMAN AND	12,890,625	11,545,157	0	0	24,435,782
2	ADITYA SANGHI	WHOLE TIME D	8,593,752	5,772,579	0	0	14,366,331
3	ALOK SANGHI	WHOLE TIME D	8,593,752	5,772,579	0	0	14,366,331
4	BINA MAHESH EN	WHOLE TIME D	10,781,253	5,772,578	0	0	16,553,831
5	NIRUBHA BALUBH	WHOLE TIME D	5,175,000	0	0	0	5,175,000
	Total		46,034,382	28,862,893	0	0	74,897,275

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
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ANIL KUMAR AGR	COMPANY SEC	2,338,883	0	0	0	2,338,883
	Total		2,338,883	0	0	0	2,338,883

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DEVIDAS KASHINA	Director	0	0	0	180,000	180,000
2	BADRI NARAYAN F	Director	0	0	0	160,000	160,000
3	SADASHIV SAWRII	Director	0	0	0	180,000	180,000
4	RADHA KRISHNA F	Director	0	0	0	60,000	60,000
5	MAHENDRA KUMA	Director	0	0	0	130,000	130,000
6	SUNDARAM BALAS	Director	0	0	0	140,000	140,000
7	RAINA DILIP DESA	Director	0	0	0	130,000	130,000
	Total		0	0	0	980,000	980,000

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

Shyamsingh R Tomar

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

15973

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. ...

10

dated

09/08/2017

(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

RAVI SANGHI
Digitally signed by RAVI SANGHI
Date: 2021.11.18 13:33:07 +05'30'

DIN of the director

00033594

To be digitally signed by

ANIL RAMSAHAY AGRAWAL
Digitally signed by ANIL RAMSAHAY AGRAWAL
Date: 2021.11.18 13:34:33 +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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

MGT-8_SIL_2020-21.pdf
Committee Meetings.pdf
Note as part of Annual Return 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



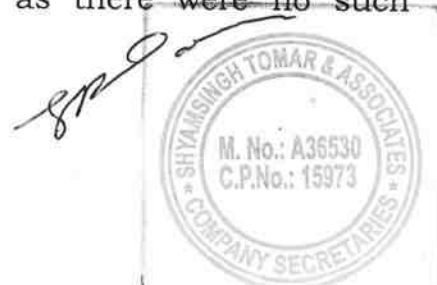
Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **SANGHI INDUSTRIES 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, 2021**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has generally complied, wherever applicable, with material provisions of the Act & Rules made there under in respect of:
 1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed there for;
 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;
 4. calling/ convening/ holding meetings of Board of Directors or its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, 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; N.A. as there were no such instances;

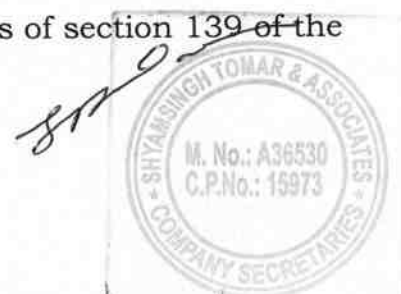


6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; N.A. as there were no such instances;
7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. issue or allotment or transfer or transmission or buy back of securities/redemption 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 year under review, Company has issued and allotted 3,050 Listed, Rated, Secured, Redeemable, Non-Convertible Debentures ("NCDs") of face value of Rs.10,00,000/- each aggregating to Rs.3,05,00,00,000/- (Rupees Three Hundred Five Crores Only) on Private Placement basis and got it listed on 'Wholesale Debt Market' segment of BSE Limited.

The proceeds of above NCDs have been utilized for early / premature redemption of 2,560 Secured, Listed, Rated, Redeemable, Non-Convertible Debentures of Rs.10,00,000/- each aggregating to Rs.2,56,00,00,000 (Rupees Two Hundred Fifty Six Crores Only) which were issued in the month of March 2018 having ISIN INE999B07028.

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;
10. declaration/ payment of 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; N.A. as there were no such instances;
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;
12. constitution/ appointment/ re-appointments/ retirement and disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them and there was no filling up of casual vacancy during the year under review;
13. appointment of auditors as per the provisions of section 139 of the Act;



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;
15. acceptance/ renewal/ repayment of deposits; N.A. as there were no such instances;
16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect;
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;
18. No alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

For, **SHYAMSINGH TOMAR & ASSOCIATES**
Company Secretaries



Shyamsingh R. Tomar

[**Proprietor**]

M. No.: 36530

COP: 15973

PR No.: 1076/2021



UDIN: A036530C001443034

Date: 16/11/2021

Place: Ahmedabad

<u>Sanghi Industries Limited</u>					
<u>Number of Committee meetings held:</u>					
<u>SI No.</u>	<u>Type of meeting</u>	<u>Date of meeting</u>	<u>Total no. of members as on the date of the meeting</u>	<u>Attendance</u>	
				<u>Number of members attended</u>	<u>as %age of total members</u>
11	Business Operations and Finance Committee	23-02-2021	6	6	100
12	Business Operations and Finance Committee	25-02-2021	6	6	100
13	Stakeholders Relationship Committee	29-01-2021	3	3	100

NOTE : There were 13 committee meetings held during the Financial year 2020-21, out of which details of 10 committee meetings are mentioned in form MGT-7 and remaining 3 committee meetings details are being provided by way of this annexure to the said form.

34th Annual General Meeting of Sanghi Industries Limited held on Saturday, 18th September, 2021 at 11:00 AM through Video Conference (VC) / Other Audio Visual Means (OAVM)

Following Resolutions were passed and approved by the members:

ORDINARY BUSINESS:

- 1. Adoption of Audited Financial Statements including the Audited Balance Sheet as at 31st March, 2021, Statement of Profit and Loss and Cash Flow for the year ended on that day together with the Directors' Report and the Auditors' Report thereon. – Ordinary Resolution**

“Resolved that pursuant to the provisions of Section 129 read with the Companies (Accounts) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 the Annual Financial Statements comprising of Balance Sheet as at 31st March, 2021 and Statement of Profit and Loss for the year ended 31st March, 2021 along with the Cash Flow Statement and Notes appended thereto along with the Report of Directors’ and the Auditors’ thereon be and are hereby considered, approved and adopted.”

- 2. Re-appointment of Shri Nirubha B. Gohil (holding DIN: 05149953), who retires by rotation as a Director of the Company. – Ordinary Resolution**

“Resolved that pursuant to the provisions of Section 152 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 Shri Nirubha B. Gohil (holding DIN: 05149953) retiring Director, being eligible for re-appointment, be and is hereby reappointed as Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

- 3. Ratification of Remuneration payable to M/s N D Birla & Co., Cost Accountants, Ahmedabad for the financial year 2020-21. – Ordinary Resolution**

“Resolved that pursuant to the provisions of Section 148 and all the applicable provisions of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof, for the time being in force) the consent of members be and is hereby accorded to ratify the remuneration decided by the Board of Directors of the Company based on the recommendation of the Audit Committee of Rs. 3,00,000/- (Rupees Three Lac Only) plus out of pocket expenses and GST, if any to M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad appointed by the Board of Directors to conduct the audit of the Cost records of the Company for the financial year 2021-22.



Sanghi Industries Limited

CIN No. : L18209TG1985PLC005581

Registered Office : P.O. Sanghinagar, Hayatnagar Mandal, R R District, Telangana - 501511.

Tel. : 08415 - 242240 E-mail : companysecretary@sanghicement.com

Website : www.sanghicement.com

Resolved further that Shri Ravi Sanghi, Chairman & Managing Director, Smt. Bina Engineer, Whole-time Director and Shri Anil Agrawal, Company Secretary of the Company be and are hereby severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

4. Approval for continuing the Directorship of Shri Dabbir Badri Narayan Rao (holding DIN: 01180539) as an Independent Director of the Company. – Special Resolution

“**Resolved that** pursuant to the provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, approval be and is hereby granted for continuing the directorship of Shri Dabbir Badri Narayan Rao (holding DIN: 01180539) who will attain the age of 75 years on 14.04.2022 as an Independent Director of the Company.

Resolved further that Shri Ravi Sanghi, Chairman & Managing Director, Smt. Bina Engineer, Whole-time Director and Shri Anil Agrawal, Company Secretary of the Company be and are hereby severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. Appointment of Shri Arvind Agarwal (holding DIN: 00122921) as an Independent Director of the Company, to hold office for a term of five consecutive years with effect from 12th August, 2021.– Ordinary Resolution

“**Resolved that** pursuant to the provisions of Section 149, 150, 152, 161 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and Regulation 17 & 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Arvind Agarwal (DIN: 00122921), who was appointed as an Additional Director of the Company by the Board of Directors (and categorized as ‘Independent Director’) w.e.f. 12th August, 2021 and who holds office as an Additional Director upto the date of ensuing Annual General Meeting of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years w.e.f. 12th August, 2021.

Resolved further that Shri Ravi Sanghi, Chairman & Managing Director, Smt. Bina Engineer, Whole-time Director and Shri Anil Agrawal, Company Secretary of the Company be and are hereby severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

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All aforesaid resolutions stated above have been passed in accordance with the mechanism suggested under MCA Circular dated 08.04.2020, with compliance of provisions of Companies Act, 2013 and provisions stated in this circular. The Company has complied with the mechanism provided in the Circular along with other provisions of the Act and rules during 34th Annual General Meeting.



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