

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]



सत्यमेव जयते

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

L17110GJ1919PLC000495

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACP9271H

(ii) (a) Name of the company

P B M POLYTEX LIMITED

(b) Registered office address

OPPOSITE RAILWAYSTATION
PETLAD
Gujarat
388450
India



(c) *e-mail ID of the company

pbmcs@patodiagroup.com

(d) *Telephone number with STD code

02697224001

(e) Website

www.pbmpolytex.com

(iii) Date of Incorporation

24/11/1919

(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

(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 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

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	95.42

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

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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	EUROTEX INDUSTRIES AND EX	L70200MH1987PLC042598	Associate	25.51

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	10,000,000	6,880,000	6,880,000	6,879,020
Total amount of equity shares (in Rupees)	100,000,000	68,800,000	68,800,000	68,790,200

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	10,000,000	6,880,000	6,880,000	6,879,020
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	100,000,000	68,800,000	68,800,000	68,790,200

(b) Preference share capital

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

Number of classes

0

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

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	239,304	6,639,716	6879020	6,880,000	6,879,020	

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						
Dematerialization of Shares held in Physical Form						
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						
Dematerialization of Shares held in Physical Form						
At the end of the year	239,304	6,639,716	6879020	6,880,000	6,879,020	
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				0	0	
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				0	0	
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE501F01018

(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	30/09/2021		
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				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	

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

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

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

Particulars	Number of units	Nominal value per unit	Total value
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

2,553,755,208

(ii) Net worth of the Company

1,279,314,726

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	1,928,887	28.08	0	
	(ii) Non-resident Indian (NRI)	92,168	1.34	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)	2,784,050	40.53	0	
10.	Others	0	0	0	
	Total	4,805,105	69.95	0	0

Total number of shareholders (promoters)

30

(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	1,789,862	26.06	0	
	(ii) Non-resident Indian (NRI)	13,405	0.2	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)	30,140	0.44	0	
10.	Others Clearing Member, HUF, etc. +	230,058	3.35	0	
	Total	2,063,465	30.05	0	0

Total number of shareholders (other than promoters)

4,328

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

4,358

**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	30	30
Members (other than promoters)	3,558	4,358
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	2	2	2	1.38	4.94
B. Non-Promoter	0	5	0	5	0	0.19
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	5	0	5	0	0.19
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	2	7	2	7	1.38	5.13

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)
KRISHAN KUMAR PATIL	00027335	Director	141,028	
GOPAL PATODIA	00014247	Managing Director	27,369	
MOHAN KUMAR PATIL	00035381	Managing Director	67,998	
HARI PRASAD SIOTIA	00015103	Director	199,280	
JUGALKISHORE MANE	00598697	Director	0	
VINITADEVI SURENDR	06965473	Director	0	
ASHOK ANANDPRIYA	08132980	Director	0	
RAKESH LAXMANPRA	08476512	Director	13,227	
CHIRAYUSH INDRAJIT	08690998	Director	0	
AMIT PATODIA	ABVPP8695A	CEO	78,980	
SWATI SHANKARLAL S	CHHPS5625R	Company Secretar	0	
MOHAN KUMAR PATIL	AEYPP7148E	CFO	67,998	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

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

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

Number of meetings held 1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	30/09/2021	3,528	36	61.1

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	08/06/2021	9	3	33.33
2	30/06/2021	9	6	66.67
3	14/08/2021	9	9	100
4	12/10/2021	9	3	33.33
5	13/11/2021	9	4	44.44
6	12/02/2022	9	6	66.67

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 COMMITTEE	08/06/2021	5	2	40
2	AUDIT COMMITTEE	30/06/2021	5	4	80
3	AUDIT COMMITTEE	14/08/2021	5	5	100
4	AUDIT COMMITTEE	12/10/2021	5	2	40
5	AUDIT COMMITTEE	13/11/2021	5	3	60
6	AUDIT COMMITTEE	12/02/2022	5	4	80
7	NOMINATION COMMITTEE	30/06/2021	5	4	80
8	NOMINATION COMMITTEE	12/02/2022	5	4	80
9	STAKEHOLDER MEETING	14/08/2021	6	6	100
10	STAKEHOLDER MEETING	13/11/2021	6	4	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	KRISHAN KUI	6	1	16.67	3	1	33.33	
2	GOPAL PATC	6	6	100	3	3	100	
3	MOHAN KUM.	6	2	33.33	0	0	0	
4	HARI PRASAI	6	1	16.67	11	2	18.18	
5	JUGALKISHO	6	3	50	8	5	62.5	
6	VINITADEVI S	6	3	50	0	0	0	
7	ASHOK ANAN	6	6	100	11	11	100	
8	RAKESH LAX	6	5	83.33	11	9	81.82	
9	CHIRAYUSH I	6	6	100	11	11	100	

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GOPAL PATODIA	MANAGING DIF +	3,900,000	0	0	4,474,037	8,374,037
2	MOHAN KUMAR P +	MANAGING DIF +	2,280,000	0	0	3,779,433	6,059,433
	Total		6,180,000	0	0	8,253,470	14,433,470

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	AMIT PATODIA	CEO	2,304,000	0	0	2,476,361	4,780,361
2	SWATI SHANKARL +	COMPANY SEC +	333,588	0	0	0	333,588
	Total		2,637,588	0	0	2,476,361	5,113,949

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	KRISHAN KUMAR	CHAIRMAN	0	0	0	15,000	15,000
2	HARI PRASAD SIO	NON EXECUTIV	0	0	0	30,000	30,000
3	JUGALKISHORE M	INDEPENDENT	0	0	0	120,000	120,000
4	VINITADEVI SURE	INDEPENDENT	0	0	0	45,000	45,000
5	ASHOK ANANDPR	INDEPENDENT	0	0	0	210,000	210,000
6	RAKESH LAXMANI	INDEPENDENT	0	0	0	150,000	150,000
7	CHIRAYUSH INDR	INDEPENDENT	0	0	0	210,000	210,000
	Total		0	0	0	780,000	780,000

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

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

S. SAMDANI

Whether associate or fellow

Associate Fellow

Certificate of practice number

2863

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. ... 31 dated 27/05/2022

(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

DIN of the director

00014247

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

31278

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

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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

**DRAFT MGT-8
CERTIFICATE**

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

We have examined the registers, records, books and papers of **PBM POLYTEX LIMITED** ("Company") as required to be maintained under the Companies Act, 2013 ("Act") and the rules made thereunder for the Financial Year ended on March 31, 2022 ("review period"). 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 review period correctly and adequately.
- B. During the review period the Company has complied with provisions of the Act and 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 therefor;
 3. Filing of Forms and Returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within 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 or before due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the Minute Books / Registers maintained for the purpose and the same have been signed. However, there were no circular resolutions or resolutions passed by postal ballot;
 5. Closure of Register of Members / Security holders, as the case may be;
 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;
 8. Transfer or Transmission of securities and issue of security certificates, wherever applicable. However, there were no issue or allotment or buyback of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares or securities;
 9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of shares in compliance with the provisions of the Act, wherever applicable;
 10. Declaration / Payment of dividend, transfer of unpaid / unclaimed dividend / other amounts, as may be applicable, to the Investor Education and Protection Fund in accordance with Section 125 of the Act;



MGT8PPL2122

702, Ocean, Sarabhai Compound, Near Centre Square Mall, Dr. Vikram Sarabhai Road, Vadodara-390023.

Ph: +91 265 2988933-2311933, 9723462962. E-mail: cssamdani@gmail.com

11. 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) and (5) thereof;
12. Constitution / appointment / re-appointment / retirement / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them, as the case may be. However, there was no requirement of filling up of casual vacancies of the Directors during the review period;
13. Appointment of Auditors as per the provisions of Section 139 of the Act. However, there were no re-appointment / filling up casual vacancies of Auditors during the review period;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under various provisions of the Act, wherever applicable;
15. Acceptance / renewal / repayment of deposits. However, there were no instances falling under sections 73 to 76 of the Act during the review period;
16. Borrowings from its Directors, Members, Public Financial Institutions, Banks and others and Creation / Modification / Satisfaction of Charges in that respect, wherever applicable;
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, wherever applicable;
18. Alteration of the provisions of the Memorandum and / or Articles of Association of the Company. However, there were no such alterations during the review period.


S. Samdani
Partner
Samdani Shah & Kabra
Company Secretaries
FCS No. 3677, CP No. 2863



ICSI Peer Review #: 1079 / 2021

ICSI UDIN:

Place: | Date: