

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

L24117WB1962PLC025584

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCB0979M

(ii) (a) Name of the company

BINANI INDUSTRIES LIMITED

(b) Registered office address

37/2, Chinar Park, New Town, Rajarhat Main Road P.O. Hatia
ra NA
Kolkata
Kolkata
West Bengal
700157

(c) *e-mail ID of the company

SE*****NI.NET

(d) *Telephone number with STD code

02*****00

(e) Website

www.binaniindustries.com

(iii) Date of Incorporation

02/08/1962

(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
	BOMBAY, CALCUTTA, NATIONAL STOCK EXCHANGE	1,028

(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, Vikh
roli (West), NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

20/09/2024

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

0

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1					

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	Global Composite Holdings Inc		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	44,000,000	31,368,025	31,368,025	31,368,025
Total amount of equity shares (in Rupees)	440,000,000	313,680,250	313,680,250	313,680,250

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	44,000,000	31,368,025	31,368,025	31,368,025
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	440,000,000	313,680,250	313,680,250	313,680,250

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	12,298,000	12,298,000	12,298,000	12,298,000
Total amount of preference shares (in rupees)	1,229,800,000	1,229,800,000	1,229,800,000	1,229,800,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	12,298,000	12,298,000	12,298,000	12,298,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	1,229,800,000	1,229,800,000	1,229,800,000	1,229,800,000

(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	1,410,323	29,957,702	31368025	313,680,250	313,680,250	

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 NA				0	0	
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 NA				0	0	
At the end of the year	1,410,323	29,957,702	31368025	313,680,250	313,680,250	
Preference shares						
At the beginning of the year	12,298,000	0	12298000	1,229,800,000	1,229,800,000	
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 NA				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	
NA						
At the end of the year	12,298,000	0	12298000	1,229,800,0	1,229,800,0	

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		<input type="text"/>
Date of registration of transfer (Date Month Year)		<input type="text"/>
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.) <input type="text"/>

Ledger Folio of Transferor			
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	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

0

(ii) Net worth of the Company

-1,930,556,000

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	8,650	0.03	0	0
	(ii) Non-resident Indian (NRI)	1,470,740	4.69	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0

3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	15,024,264	47.9	12,298,000	100
10.	Others NA	0	0	0	0
	Total	16,503,654	52.62	12,298,000	100

Total number of shareholders (promoters)

9

(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	11,152,237	35.55	0	0
	(ii) Non-resident Indian (NRI)	709,475	2.26	0	0
	(iii) Foreign national (other than NRI)	5,050	0.02	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	90	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	550,795	1.76	0	0
4.	Banks	1,460	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	500	0	0	0
7.	Mutual funds	0	0	0	0

8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	1,084,482	3.46	0	0
10.	Others FPI, IEPF, UNLISTED SHARES	1,360,282	4.34	0	0
	Total	14,864,371	47.39	0	0

Total number of shareholders (other than promoters)

39,203

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

39,212

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

0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

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	9
Members (other than promoters)	42,065	39,203
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	0	0	0	0	0	0
B. Non-Promoter	1	4	1	6	0	0
(i) Non-Independent	1	1	1	2	0	0
(ii) Independent	0	3	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	1	4	1	6	0	0

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)
RAJESH KUMAR BAG	00191709	Director	0	
PRADYUT MEYUR	09488311	Director	0	
SANJIB RANJAN MAIT	09488244	Director	0	
MANOJ THAKORLAL S	00330560	Director	0	
ARCHANA MANOJ SH	10479683	Additional director	0	
ARCHANA MANOJ SH	ABIPS5187R	CFO	0	
PANKTI PATEL POOJ	10049146	Director	0	
MILIN JAGDISH RAMA	07697636	Director	0	
SANTWANA TODI	ALFPT0096D	Company Secretar	0	

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

11

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)
MILIN JAGDISH RA	07697636	Additional director	28/04/2023	Appointment
PANKTI PATEL PO	10049146	Additional director	28/04/2023	Appointment
ASHISH DHIRAJLAI	AAAPT3064D	Manager	28/04/2023	Appointment
PANKTI PATEL PO	10049146	Director	18/07/2023	Change in Designation
MILIN JAGDISH RA	07697636	Director	18/07/2023	Change in Designation
ASHISH DHIRAJLAI	AAAPT3064D	Company Secretary	31/12/2023	Cessation
ASHISH DHIRAJLAI	AAAPT3064D	CFO	31/12/2023	Cessation
ASHISH DHIRAJLAI	AAAPT3064D	Manager	31/12/2023	Cessation
SANTWANA TODI	ALFPT0096D	Company Secretary	16/01/2024	Appointment
ARCHANA MANOJ	10479683	Additional director	09/02/2024	Appointment
ARCHANA MANOJ	ABIPS5187R	CFO	09/02/2024	Appointment

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	26/09/2023	41,032	43	53.21

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/04/2023	6	6	100
2	25/05/2023	6	4	66.67

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	04/08/2023	6	6	100
4	07/11/2023	6	5	83.33
5	29/12/2023	6	5	83.33
6	16/01/2024	6	6	100
7	09/02/2024	6	5	83.33

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	25/05/2023	3	3	100
2	Audit Committee	04/08/2023	3	3	100
3	Audit Committee	07/11/2023	3	3	100
4	Audit Committee	09/02/2024	3	3	100
5	Nomination & Remuneration Committee	28/04/2023	4	4	100
6	Nomination & Remuneration Committee	04/08/2023	4	4	100
7	Nomination & Remuneration Committee	05/12/2023	4	4	100
8	Nomination & Remuneration Committee	29/12/2023	4	4	100
9	Nomination & Remuneration Committee	16/01/2024	4	4	100
10	Stakeholder's Meeting	05/12/2023	4	4	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	20/09/2024
								(Y/N/NA)
1	RAJESH KUMAR	7	7	100	7	7	100	Yes

2	PRADYUT ME	7	7	100	11	11	100	Yes
3	SANJIB RANJ	7	7	100	11	11	100	Yes
4	MANOJ THAK	7	7	100	11	11	100	Yes
5	ARCHANA MA	0	0	0	0	0	0	Yes
6	PANKTI PATE	7	6	85.71	0	0	0	Yes
7	MILIN JAGDIS	7	3	42.86	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Ashish Dhirajlal	MD, CFO, CS	3,915,000	0	0	0	3,915,000
	Total		3,915,000	0	0	0	3,915,000

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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Rajesh Kumar I	Non Executive N	0	0	0	85,000	85,000
2	Mr. Manoj Shroff	Non Executive N	0	0	0	107,500	107,500
3	Mr. Pradyut Mayur	Non Executive I	0	0	0	107,500	107,500
4	Mr. Sanjib Maity	Non Executive I	0	0	0	107,500	107,500
5	Ms. Pankti Poojari	Non Executive I	0	0	0	50,000	50,000
6	Mr. Milin Ramani	Non Executive I	0	0	0	20,000	20,000
	Total		0	0	0	477,500	477,500

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

Hardik Darji

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

21073

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

ARCHANA
MANOJ
SHROFF

DIN of the director

1*4*9*8*

To be digitally signed by

HARDIK
HASMUKH
DARJI

☐ Company Secretary

☒ Company secretary in practice

Membership number

4*7*0

Certificate of practice number

2*0*3

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

Binani Industries LimitedSHH.pdf
MGT-8_compressed.pdf
Binani Industries LimitedSHT.pdf
Details of Committee Meetings.pdf
MGT-7_UDIN.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