FORM NO. MGT-7

Refer the instruction kit for filing the form.

Form language

Maharashtra 400022

(e) Website

(c) *e-mail ID of the company

(d) *Telephone number with STD code

[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]

● English Hindi



Annual Return

(other than OPCs and Small Companies)

| * Corporate Identification Number (CIN) of the company | U51494MH2004PTC147119 Pre-fill |
|--|--------------------------------|
| Global Location Number (GLN) of the company | |
| * Permanent Account Number (PAN) of the company | AAECA7916L |
|) (a) Name of the company | ART-YARN EXPORTS (INDIA) PE |
| (b) Registered office address | Ř. |

| | Date of Incorporation | | 23 | /06/2004 | |
|----|------------------------------------|----------------------|-----------------------|----------|-------------------------------|
| | Type of the Company | Category of the Com | pany | Sul | b-category of the Company |
| | Private Company | Company limited | l by shares | | Indian Non-Government company |
| W | hether company is having share c | apital | Yes | 0 | No |
| *٧ | Whether shares listed on recognize | ed Stock Exchange(s) | | • | No |

artyarn@powericaltd.com

www.artyarnindia.com

02240012656

| (vii) *Fir | nancial year From date 01/ | 04/2020 | (DD/MM/YY | YY) To date | 31/03/202 | 11 (C | D/MM/YYYY) | |
|---------------------|--|-----------------------|------------------------------|--|-------------------------|--------------|----------------------------|--|
| (viii) *W | hether Annual general mee | ting (AGM) held | • | Yes O | No | | | |
| (a) | If yes, date of AGM | | | | | | | |
| (b) | Due date of AGM | 30/09/2021 | | | | | | |
| (c) | Whether any extension for | AGM granted | arthur - R e | ○ Yes | No | | | |
| II. PRII | NCIPAL BUSINESS A | CTIVITIES OF T | HE COMP | ANY | | | | |
| *1 | Number of business activiti | es 1 | | | | | | |
| S.No | Main Description Activity group code | of Main Activity grou | Business Activity Code | Description | of Business | Activity | % of turnov of the company | |
| 1 | G | Trade | G2 | | Retail Trad | ling | 100 | |
| S.No | Name of the company | CIN / FC | RN | lolding/ Subsid Joint V | diary/Associ /enture | ate/ % o | of shares held | |
| 1 | TEXRICA INDIA ORGANICS P | RI\ U18109MH2008F | PTC182417 | Subsi | idiary | | 99 | |
| *SHAF | RE CAPITAL, DEBEN RE CAPITAL y share capital | TURES AND O | THER SÉC | URITIES OI | F THE CC | MPANY | | |
| | Particulars | Authorised capital | Issued capital | THE PERSON NAMED IN COLUMN TWO IS NOT THE OWNER, THE PERSON NAMED IN COLUMN TWO IS NOT THE OWNER, THE PERSON NAMED IN COLUMN TWO IS NOT THE OWNER, THE PERSON NAMED IN COLUMN TWO IS NOT THE OWNER, TH | scribed apital | Paid up cap | ital | |
| Total nur | mber of equity shares | 300,000 | 300,000 | 300,000 | | 300,000 | | |
| Total am Rupees) | ount of equity shares (in | 3,000,000 | 3,000,000 | 3,000,00 | 00 | 3,000,000 | | |
| Number | of classes | | 1 | | | | | |
| | Class of Shares | | uthorised apital | Issued capital | Subs capita | cribed al | Paid up capital | |
| lumber o | f equity shares | 31 | 00,000 | 300,000 | 300,0 | 000 | 300,000 | |

| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
|---|-----------|-----------|-----------|-----------|
| Total amount of equity shares (in rupees) | 3,000,000 | 3,000,000 | 3,000,000 | 3,000,000 |

(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 | Issued capital | Subscribed | Daid up posited |
|---|------------|----------------|------------|---------------------|
| | capital | | capital | Paid up capital |
| Number of preference shares | | | | 500 STREET, 100 CO. |
| 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 | Nu | Total nominal amount | Total Paid-up amount | Total premium | | |
|---|----------|----------------------------|----------------------------|------------------|-----------|---|
| Equity shares | Physical | DEMAT | Total | | | |
| At the beginning of the year | 300,000 | 0 | 300000 | 3,000,000 | 3,000,000 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Pubic Issues | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. 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 |
| ri. Sweat equity shares allotted | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. 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 | | | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| . Buy-back of shares | 0 | 0 | 0 | 0 | 0 | o |
| i. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | o |
| v. Others, specify | | | | | | |
| At the end of the year | 300,000 | 0 | 300000 | 3,000,000 | 3,000,000 | |
| Preference shares | | | | | | |
| | | | | | lin . | |
| | 0 | 0 | 0 | 0 | 0 | |
| At the beginning of the year | 0 | 0 | 0 | 0 | 0 | 0 |
| At the beginning of the year ncrease during the year | | | 1000 | 1 1 3 | | 0 |
| At the beginning of the year ncrease during the year lssues of shares | 0 | 0 | 0 | 0 | 0 | |
| At the beginning of the year Increase during the year Issues of shares Re-issue of forfeited shares | 0 | 0 | 0 | 0 | 0 | 0 |
| At the beginning of the year Increase during the year Issues of shares Re-issue of forfeited shares i. Others, specify | 0 | 0 | 0 | 0 | 0 0 0 | 0 |
| At the beginning of the year Increase during the year Issues of shares Issue of forfeited shares Issue of forfeited shares Issue of forfeited shares | 0 0 0 | 0 0 | 0 0 | 0 0 0 | 0 0 0 | 0 |
| At the beginning of the year Increase during the year Issues of shares Re-issue of forfeited shares Others, specify Pecrease during the year Redemption of shares | 0 0 0 | 0 0 0 | 0 0 | 0 0 0 | 0 0 0 | 0 |
| At the beginning of the year Increase during the year Issues of shares Issues of forfeited shares Issues of shares Issues of shares Issues of shares | 0 0 0 | 0 0 0 | 0 0 0 | 0 0 0 | 0 0 0 0 0 | 0 0 0 |
| At the beginning of the year Increase during the year Issues of shares I. Re-issue of forfeited shares I. Others, specify Decrease during the year Redemption of shares I. Shares forfeited II. Reduction of share capital II. Others, specify II. Others, specify | 0 0 0 0 | 0 0 0 0 0 | 0 0 0 0 0 | 0 0 0 0 0 | 0 0 0 0 0 | 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 | |

| Number of shares Face value per share Number of shares Face value per share | | | | | | | |
|--|--|---|--|--|--|---|--|
| Number of shares Face value per share | | | | | | | |
| Face value per share | | | | | | | |
| | | | b | | | | |
| (Dobontures Transfe | | | | | | | |
| ny time since the ir | ncorpora | closure tion of th | date o e com | f last pany) | finand * No | cial ye | ear (or in the cas |
| ned for details of transfe | rs | | Vec | 0 | No | | Way who does a database who does |
| | 10 4 1000 Server | | | | | | |
| exceeds 10, option for s | ubmission | as a separa | te sneet | attacr | ment c | r subm | nission in a CD/Digital |
| nnual general meeting | | | | | | E . | 66 |
| ransfer (Date Month Y | ear) | | | - | | | |
| 1 | - Equity, | 2- Prefere | nce Sha | ares,3 | - Deb | enture | es, 4 - Stock |
| bentures/ | | | | | .) | | |
| eror | | | | | | | |
| | | | | | | | |
| Surname | | middle | name | | 7 | f | irst name |
| ree | | | | | | | |
| | nnual general meeting transfer (Date Month Y bentures/ | aransfer (Date Month Year) 1 - Equity, bentures/ Surname | hed for details of transfers r exceeds 10, option for submission as a separal nnual general meeting transfer (Date Month Year) 1 - Equity, 2- Prefere bentures/ Amount Debenturesror Surname middle | r exceeds 10, option for submission as a separate sheet nnual general meeting transfer (Date Month Year) 1 - Equity, 2- Preference Shabentures/ Debentures/ Surname middle name | hed for details of transfers Yes r exceeds 10, option for submission as a separate sheet attach nual general meeting transfer (Date Month Year) 1 - Equity, 2- Preference Shares,3 bentures/ Debenture/Unit (in Rs | hed for details of transfers Yes No r exceeds 10, option for submission as a separate sheet attachment of nnual general meeting transfer (Date Month Year) 1 - Equity, 2- Preference Shares, 3 - Deb bentures/ Debenture/Unit (in Rs.) eror Surname middle name | hed for details of transfers Yes No r exceeds 10, option for submission as a separate sheet attachment or su |

Class of shares

(iii)

| Transferee's Name | | | |
|--|---------------------------|---|---------------------------|
| | Surname | middle name | first name |
| Date of registration of | of transfer (Date Month) | /ear) | 3.18155 |
| Type of transfe | | 1 - Equity, 2- Preference Shares, | 3 - Debentures, 4 - Stock |
| Number of Shares/ E Units Transferred | Debentures/ | Amount per Share/ Debenture/Unit (in R | (s.) |
| Ledger Folio of Trans | sferor | | |
| Transferor's Name | | | |
| | Surname | middle name | first name |
| Ledger Folio of Trans | sferee | | |
| 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 |
| Total | | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of 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) | |
|-----|------------|-------------|------------|-------------|--|
|-----|------------|-------------|------------|-------------|--|

| 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)

| / * * | LIPPONO |
|-------|----------|
| | Turnover |

1,624,298,999

(ii) Net worth of the Company

232,108,201

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equi | ty | Prefere | nce |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 228,000 | 76 | 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 | -1000000 |
| | (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 | 0. |
| 8. | Venture capital | 0 | 0 | 0 | A = 33 |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | |
| 10. | Others | О | 0 | 0 | |
| | Total | 228,000 | 76 | 0 | 0 |

Total number of shareholders (promoters)

| 1 | | | |
|---|--|--|--|
| 1 | | | |

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category | Equi | ty | Preference | | |
|----------|---|------------------|------------|------------------|------------|--|
| | | Number of shares | Percentage | Number of shares | Percentage | |
| 1. | Individual/Hindu Undivided Family | | | | | |
| -11-4-37 | (i) Indian | 72,000 | 24 | 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 | o | 0 | | |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | | |
| 10. | Others | 0 | 0 | 0 | | |

| Total | 72,000 | 24 | 0 | 0 |
|--|---------|----|---|---|
| Total number of shareholders (other than promo | ters) 1 | | | |
| Total number of shareholders (Promoters+Public/ Other than promoters) | 2 | | | |

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 | 1 | 1 |
| Members (other than promoters) | 1 | 1 |
| 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 | 1 | 0 | 1 | 0 | 0 | |
| B. Non-Promoter | 5 | 0 | 4 | 0 | 0 | 0 | |
| (i) Non-Independent | 5 | 0 | 4 | 0 | 0 | 0 | |
| (ii) Independent | 0 | 0 | 0 | 0 | 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 | 1 | 4 | 1 | 0 | 0 | |

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

5

(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) |
|---------------|----------|--------------------|-----------------------------------|---|
| PRADEEP GUPTA | 00013424 | Director | 228,000 | |
| RICHA GUPTA | 00794986 | Whole-time directo | 72,000 | |
| SANDEEP GUPTA | 03481968 | Whole-time directo | 0 | |
| PRADEEP NAIR | 06991575 | Whole-time directo | 0 | |
| JAMES SAMUEL | 06991558 | Whole-time directo | 0 | |

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

| Name | DIN/PAN | beginning / during | Date of appointment/ change in designation/ cessation | Nature of change (Appointment/ Change in designation/ Cessation) |
|-------------|----------|--------------------|---|---|
| Rekha Barot | 07401628 | Whole-time directo | 22/02/2021 | 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 2

| Type of meeting | Date of meeting | Total Number of Members entitled to | Attendance | | |
|----------------------------|-----------------|--|-------------------------------|-------------------------|--|
| | | attend meeting | Number of members attended | % of total shareholding | |
| Annual General Meeting | 29/09/2020 | 2 | 2 | 100 | |
| Extraordinary General Meet | 22/02/2021 | 2 | 2 | 100 | |

B. BOARD MEETINGS

*Number of meetings held 13

| S. No. Date of meeting | Total Number of directors associated as on the date | | | |
|------------------------|---|------------|---------------------------------|-----------------|
| | | of meeting | Number of directors attended | % of attendance |
| 1 | 23/04/2020 | 6 | 4 | 66.67 |
| 2 | 04/05/2020 | 6 | 4 | 66.67 |
| 3 | 03/07/2020 | 6 | 3 | 50 |

| S. No. Date of meeting | | Total Number of directors associated as on the date | | Attendance |
|------------------------|------------|--|------------------------------|-----------------|
| | | of meeting | Number of directors attended | % of attendance |
| 4 | 25/08/2020 | 6 | 6 | 100 |
| 5 | 20/10/2020 | 6 | 6 | 100 |
| 6 | 23/11/2020 | 6 | 6 | 100 |
| 7 | 18/12/2020 | 6 | 6 | 100 |
| 8 | 06/01/2021 | 6 | 6 | 100 |
| 9 | 12/02/2021 | 6 | 6 | 100 |
| 10 | 22/02/2021 | 5 | * 5 | 100 |
| 11 | 01/03/2021 | 5 | 5 | 100 |
| 12 | 17/03/2021 | 5 | 5 | 100 |

C. COMMITTEE MEETINGS

| S. No. Type of meeting Da | Type of meeting | ype of eeting | Total Number | Attendance | |
|---------------------------|-----------------|--|----------------------------|-----------------|--|
| | | of Members as on the date of the meeting | Number of members attended | % of attendance | |

D. *ATTENDANCE OF DIRECTORS

| | | Board Meetings | | | | Committee Meetings | | | |
|-----------|-------------------------|--|-----------------------------------|-----------------|--------|-----------------------------------|-----------------|-------------------------|--|
| S. No. | Name of the director | Number of Meetings which director was entitled to | Number of Meetings attended | % of attendance | | Number of Meetings attended | % of attendance | attended AGM held on | |
| | | attend | | | attend | | | (Y/N/NA) | |
| 1 | PRADEEP GL | 13 | 13 | 100 | 0 | 0 | 0 | | |
| 2 | RICHA GUPT, | 13 | 13 | 100 | 0 | 0 | 0 | | |
| 3 | SANDEEP GL | 13 | 13 | 100 | 0 | 0 | 0 | | |
| 4 | PRADEEP NA | 13 | 10 | 76.92 | 0 | 0 | 0 | | |
| 5 | JAMES SAML | 13 | 10 | 76.92 | 0 | 0 | 0 | | |

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ | Others | Total |
|---------|--|--|--------------------|----------------------|-------------------------------|-----------|-----------------|
| 0. 110. | Name | Designation | Gloss Salary | Commission | Sweat equity | Others | Amount |
| 1 | RICHA GUPTA | MANAGING DIF | 2,487,450 | | | 3,587,034 | 6,074,484 |
| 2 | SANDEEP GUPTA | Whole-time dire | 2,563,356 | | | 1,158,686 | 3,722,042 |
| 3 | PRADEEP NAIR | Whole-time direc | 1,875,168 | | | 421,045 | 2,296,213 |
| 4 | JAMES SAMUEL | Whole-time dire | 1,875,168 | | W | 411,124 | 2,286,292 |
| 5 | REKHA BAROT | Whole-time dired | 1,323,599 | | | 680,091 | 2,003,690 |
| | Total | | 10,124,741 | 0 | 0 | 6,257,980 | 16,382,72 |
| mber o | f CEO, CFO and Comp | any secretary whos | se remuneration d | etails to be entered | | | |
| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
| 1 | | | | | | | 0 |
| | Total | | | | | | |
| mber o | f other directors whose | remuneration detail | s to be entered | | | | |
| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
| 1 | | | | | | | 0 |
| | Total | | | | | | |
| \. Whe | ether the company has isions of the Companie | made compliances s Act, 2013 during t | and disclosures in | | | ○ No | |
| | | | | | | 76 | |
| | | | | | | | |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act a section under whi penalised / punish | ch Details of p | | etails of appeal (if any) cluding present status |
|--|--|--|--|---|--------------------------------|--|
| (B) DETAILS OF CO | MPOUNDING OF OR | FENCES 🖂 | Nil | | | W. S. C. |
| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act section under wh offence committee | ich Particulars | 15 | Amount of compounding (in Rupees) |
| | | | | | | |
| Yes XIV. COMPLIANCE In case of a listed cor | OF SUB-SECTION (| | | | | er of Fifty Crore rupees or |
| more, details of comp | pany secretary in who | le time practice ce | ertifying the annual re | eturn in Form MG | ST-8. | er or rinty Glore tupees of |
| Name | KETY | P. MISTRY | | | | |
| Whether associate | or fellow | Associa | ite Fellow | | | |
| Certificate of prac | tice number | 14889 | | I | | |
| We certify that: (a) The return states to (b) Unless otherwise of Act during the financia | expressly stated to the | od on the date of the contrary elsewhe | ne closure of the fina ere in this Return, th | ncial year afores e Company has | said correctly complied wil | y and adequately. th all the provisions of the |
| the case of a first retu securities of the comp (d) Where the annual | rn since the date of t eany, return discloses the , the excess consists | he incorporation of fact that the number wholly of persons | f the company, issue er of members, (exc who under second) | ed any invitation of a company | to the public one person c | st return was submitted or in to subscribe for any company), of the company ection (68) of section 2 of |
| | | Deck | aration | | | |
| am Authorised by the | | A STANDARD ROOM PROFIT BUSINESS | | 5 | dated | 15/09/2021 |
| DD/MM/YYYY) to sig n respect of the subje | n this form and declar ct matter of this form | are that all the requiant and matters incid | uirements of the Con ental thereto have b | npanies Act, 201 een compiled wi | 3 and the ru | les made thereunder declare that: |
| 1. Whatever is: | stated in this form an | d in the attachmer | nts thereto is true, co | rrect and comple | ete and no in | nformation material to maintained by the company |
| | ed attachments have | | | | | |

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

| 00794986 | | |
|----------------------|---|--|
| | | |
| | | |
| œ | | |
| Certificat | e of practice number | 14889 |
| s, debenture holders | Attach | List of attachments |
| xtension of AGM; | Attach | |
| | Attach | |
| nt(s), if any | Attach | |
| | | |
| | Certificat s, debenture holders extension of AGM; | Certificate of practice number s, debenture holders extension of AGM; Attach Attach |

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



A Promise For Yarn

Art-Yarn Exports (India) Pvt. Ltd.

(Star Export House, ISO 9001:2008 Certified)

Regd. Office: 9th Floor, 'C' Wing, Godrej Coliseum, Everard Nagar, Sion-Trombay Road, Sion (East), Mumbai 400 022, India.

Telephone: +91 22 40012643 / 659 / 667 | Fax: +91 22 40012679 E-Mail: artyarn@powericaltd.com | Web: www.artyarnindia.com (CIN): U51494MH2004PTC147119 | GST ID: 27AAECA7916L1ZC

Attachment,

- 1. List of Shareholders.
- 2. Copy of Form MGT-8

Note: The above Annual Return (MGT-7) is prepared as on March, 31 2021 as per the new format prescribed under the companies (Management and Administration) Amendment Rules 2021, The Annual General Meeting is scheduled on September 29, 2021. The Company will replace this version with the uploaded version of E form No: MGT-7 as filed with the Ministry of Corporate affairs.

KETY P. MISTRY Practicing Company Secretary Address : Kalpak Hormus, Flat no 501, Perry Cross Road, Bandra-W Mumbai 400050

Contact: Mobile Nos 9323468123/9172526581

E Mail: ketymistry@yahoo.com

DRAFT

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 Art-Yarn Exports (India) Private Limited (the Company) having CIN: U51494MH2004PTC147119 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, 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 complied with 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 therefor;
 - Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Maharashtra.
 - The Company has filed forms and returns as applicable for the financial year ended on March 31, 2021.
 - The Company did not have to file any forms and returns with Regional Director, Central Government, the Tribunal, Court or other authorities in the year under review within/beyond the prescribed time in the financial year ended on March 31, 2021;
 - 4. Calling/ convening/ holding meetings of Board of Directors 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, have been properly recorded in the Minute Book/Registers maintained for the purpose and the same have been signed;

The Company has no Committee of the Board of Directors, there were no Circular Resolutions passed by the Board of Directors and no resolutions was passed by postal ballot, hence the provisions of the Companies Act 2013 are not applicable to the Company for these matters.

5. Closure of Register of Members/Security Holders as the case may be.

There was no closure of Register of Members in the financial year 2020-2021 and hence the compliance of the provisions of the Companies Act, 2013 relating thereto does not apply in the year under review.

 Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

The Company had given a loan to its subsidiary company in the year under review and due compliances were made by the Company.

- 7. Contracts/arrangements with related parties as specified in section 188 of the Act;
 There were no contracts/ arrangements with related party as specified in Section 188 of the Act,
 except transactions in the ordinary course of business and which were at arm's length basis
- 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;

Clause not applicable in the financial year 2020-2021

 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

In the year ended on March 31, 2021, there were no instant of keeping in abeyance the rights to dividend and there was no bonus issue of shares in the last six years.

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

The Company has not declared any dividend in the financial year 2020-2021. The Company does not have any unpaid/unclaimed dividend since its incorporation and hence the provisions of Section 125 of the Act, are not applicable to this Company.

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;

Company's financial statements for the year ended on March 31, 2021 were signed as per the provisions of Section 134 of the Act and the Report of the Directors is as per sub-sections (3) (4) and (5) thereof.

12. <u>Constitution/Appointment/Re-appointment / Retirement/ filing up casual vacancies/ disclosures of the Directors. Key managerial Personnel and the remuneration paid to them:</u>

Board of Directors is duly constituted and due disclosures were given by the Directors in the financial year 2020-2021. There was no casual vacancy on the Board. The remuneration paid to whole-time directors were approved by the Board and Shareholders at their meetings

 Appointment/ Reappointment/Filing up casual vacancies of auditors as per the provisions of section 139 of the Act;

Messrs. Kapoor and Parekh, Statutory Auditors were re -appointed by the Board of Directors to audit the accounts of the Company for the financial year 2021-2022. The appointment of the Statutory Auditors will be ratified by the shareholders at their Annual General Meeting to be held on September 29, 2021.

There was no casual vacancy of Auditors as per the provisions of Section 139 of the Act.

14. <u>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;</u>

Company was not required to take approvals 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;

The Company has not accepted, renewed or repaid deposits in the year under review as per the provision of Section 73 of the Companies Act, 2013.

 Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/satisfaction of charges in that respect, wherever applicable;

Company had no borrowings from public financial institutions but had borrowings of Rs.70,00,000/-from its director/member. The amount due to the Directors along with interest as on March 31, 2021 was Rs.72,99,266/-. The Company's borrowings, from Texica India Organics Private Limited, its subsidiary is Rs 65,00,000 and the amount due to the said Company along with interest as on March 31, 2021 was Rs.69,39,233/-.

It has borrowings from its bankers only and charge was created whenever required to do so.

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;

The Company has provided loan to Texrica India Organics Private Limited, its subsidiary Company in the financial year 2020-2021 other than this there were no 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 in the year under r eview.

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

Company has not altered its Articles of Associations. There was no alteration of Memorandum of Association as well in financial year 2020-2021.

Signature:
Name of Company Secretary in Practice: KETY PILLO MISTRY
C.O.P. No. : 14889
Membership No: F6373

UDIN:

Place: Date :

Art-Yarn Exports (India) Private Limited

List of Shareholders

As on March 31, 2021

| Sr. No | Name of Shareholder | Folio No | No of Equity Shares of Face Value of Rs. 10/ each. |
|--------|------------------------|----------|--|
| 1 | Mr. Pradeep Gupta | 1 | 2,28,000 |
| 2 | Mrs.Richa Gupta | 4 | +72,000 |
| | Total | | 3,00,000 |

For Art-Yarn's Exports (India) Private Limited

Richa Gupta Managing Director DIN:00794986

Place: Date: