

# 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

U74899DL1998PLC096206

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACG2886R

(ii) (a) Name of the company

RMG POLYVINYL INDIA LIMITED

(b) Registered office address

Flat No. 306, Third Floor, Building No. 38,  
Ansal Towers, Nehru Place  
New Delhi  
South Delhi  
Delhi  
110016

(c) \*e-mail ID of the company

cs@rmgpoly.com

(d) \*Telephone number with STD code

01129236482

(e) Website

https://www.rmgpoly.com/

(iii) Date of Incorporation

11/09/1998

(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

(b) CIN of the Registrar and Transfer Agent

U67120DL1993PTC052486

Pre-fill

Name of the Registrar and Transfer Agent

BEETAL FINANCIAL AND COMPUTER SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

99,MADANGIR, B/4, LOCAL SHOPPING CENTRE,  
NEAR DADA HARSUKH DAS MANDIR

(vii) \*Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 22/09/2023

(b) Due date of AGM 30/09/2023

(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	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	100

## 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	SRI VISHVANATH ENTERPRISES	U74999DL1992PLC049502	Associate	47.14

## 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	33,010,000	25,204,576	25,204,576	25,204,576
Total amount of equity shares (in Rupees)	330,100,000	252,045,760	252,045,760	252,045,760

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	33,010,000	25,204,576	25,204,576	25,204,576
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	330,100,000	252,045,760	252,045,760	252,045,760

**(b) Preference share capital**

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

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>	Physical	DEMAT	Total			
At the beginning of the year	0	25,204,576	25204576	252,045,760	252,045,760	
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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	0	25,204,576	25204576	252,045,760	252,045,760	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	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			
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	<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"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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
<b>Total</b>			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

3,975,720,526

(ii) Net worth of the Company

1,382,728,093

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	14,165,687	56.2	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)	5,212,539	20.68	0	
10.	Others	0	0	0	
	<b>Total</b>	<b>19,378,226</b>	<b>76.88</b>	<b>0</b>	<b>0</b>

**Total number of shareholders (promoters)**

12

**(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	0	0	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)	5,826,350	23.12	0	
10.	Others	0	0	0	



	<b>Total</b>	5,826,350	23.12	0	0
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Total number of shareholders (other than promoters)

2

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

14

**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	12	12
Members (other than promoters)	2	2
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
<b>A. Promoter</b>	1	1	1	1	14.33	3.84
<b>B. Non-Promoter</b>	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	<b>2</b>	<b>4</b>	<b>2</b>	<b>4</b>	<b>14.33</b>	<b>3.84</b>

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)
ARVIND GOENKA	00061010	Managing Director	3,611,578	
INDIRA GOENKA	00061078	Director	967,450	
MANOJ KUMAR GUPTA	00160009	Director	0	
RAMESH BHUJANG	00194189	Director	0	
RATNESH KUMAR GUPTA	00330505	Director	0	
ASHISH MOHAN	07871032	Whole-time director	0	
ARVIND GOENKA	ACTPG1708Q	CEO	3,611,578	
MANOJ AGARWAL	AEPPA5476B	CFO	0	
PARVEEN KUMAR	IBWPK4543M	Company Secretary	0	28/07/2023

**(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)
DHWANI SHARMA	BDFPD0628A	Company Secretary	12/07/2022	Cessation
PARVEEN KUMAR	IBWPK4543M	Company Secretary	19/12/2022	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
AGM	14/09/2022	14	12	95.57

**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	26/05/2022	6	5	83.33
2	22/07/2022	6	4	66.67
3	21/11/2022	6	5	83.33
4	17/02/2023	6	6	100

#### C. COMMITTEE MEETINGS

Number of meetings held

12

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 COMM	16/05/2022	3	3	100
2	AUDIT COMM	12/07/2022	3	3	100
3	AUDIT COMM	10/11/2022	3	3	100
4	AUDIT COMM	06/02/2023	3	3	100
5	NOMINATION	16/05/2022	3	3	100
6	NOMINATION	12/07/2022	3	3	100
7	NOMINATION	03/11/2022	3	3	100
8	CSR COMMIT	04/04/2022	3	3	100
9	CSR COMMIT	01/08/2022	3	3	100
10	CSR COMMIT	07/11/2022	3	3	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	22/09/2023
								(Y/N/NA)
1	ARVIND GOE	4	4	100	8	8	100	No
2	INDIRA GOEN	4	2	50	3	3	100	Yes

3	MANOJ KUMAR	4	2	50	8	8	100	Yes
4	RAMESH BHALLA	4	4	100	1	1	100	No
5	RATNESH KUMAR	4	4	100	12	12	100	Yes
6	ASHISH MOHAN	4	4	100	4	4	100	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

☐ Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Arvind Goenka	Managing Director	14,000,000	0	0	0	14,000,000
2	Shri Ashish Mohan	Whole time Director	3,285,894	0	0	0	3,285,894
	Total		17,285,894	0	0	0	17,285,894

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Manoj Agarwal	CFO	1,627,002	0	0	0	1,627,002
2	Ms. Dhvani Sharma	Company Secretary	753,296	0	0	0	753,296
3	Mr. Parveen Kumar	Company Secretary	75,226	0	0	0	75,226
	Total		2,455,524	0	0	0	2,455,524

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Ratnesh Kumar	Independent Director	0	0	0	80,000	80,000
2	Smt. Indira Goenka	Non-Executive Director	0	0	0	20,000	20,000
3	Shri Manoj Kumar Chandra	Independent Director	0	0	0	40,000	40,000
4	Shri Ramesh M. Bhargava	Independent Director	0	0	0	35,000	35,000
	Total		0	0	0	175,000	175,000

**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

SUMIT BAJAJ

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

23948

**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

ARVIND  
GOENKA  
Digitally signed by  
ARVIND GOENKA  
Date: 2023.05.31  
12:49:50 +05'30'

DIN of the director

To be digitally signed by

Sumit  
Bajaj  
Digitally signed by  
Sumit Bajaj  
Date: 2023.11.04  
17:58:58 +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 Attachment(s), if any

Attach

Attach

Attach

Attach

### List of attachments

List of Shareholders.pdf  
Details of Committee Meetings.pdf  
MGT-8\_RMGT\_2022-23.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**



**WONDERFLOOR®**  
Vinyl Flooring



## **RMG POLYVINYL INDIA LIMITED**

H.O. : UGSR-4, Ansal Plaza, Sector-1, Valsahall, Ghaziabad (U.P.) 201010

Ph.: +91-120-3118802, Fax : +91-11-86173679

E-mail : [Info@rmgpoly.com](mailto:Info@rmgpoly.com) Website : [www.rmgpoly.com](http://www.rmgpoly.com)

### **LIST OF EQUITY SHAREHOLDERS AS ON 31.03.2023**

S. No.	Name of Shareholders	No. of Shares	Value	% of Shareholding
1	Sanghai Holdings Private Limited	787500	7875000	3.12
2	Sri Vishvanath Enterprises Limited	5038850	50388500	19.99
3	Manvi Goenka	1170750	11707500	4.64
4	Nisha Goenka (including 112580 shares of G.B. & Co.)	5950903	59509030	23.61
5	Arvind Goenka (including 336250 shares of G.B. & Co.)	3611578	36115780	14.33
6	Amitabh Goenka	1013220	10132200	4.02
7	Arvind Goenka (HUF)	578967	5789670	2.30
8	D.L. Millar & Company Ltd.	685950	6859500	2.72
9	Indira Goenka	967450	9674500	3.84
10	Premier Polyplast and Processors Limited	4526589	45265890	17.96
11	Amitabh Goenka (HUF)	93750	937500	0.37
12	Amar Nath Goenka (HUF)	199825	1998250	0.79
13	Rishabh Goenka	330244	3302440	1.31
14	Mayank Goenka	249000	2490000	0.99
<b>TOTAL</b>		<b>25204576</b>	<b>252045760</b>	<b>100</b>

**Certified True Copy**

**For RMG Polyvinyl India Limited**

*Srishti*

**SRISHTI AGRAWAL**  
Company Secretary  
M. No. A-72083



**WONDERFLOOR®**  
(On the list of the Company)  
Vinyl Flooring



## **RMG POLYVINYL INDIA LIMITED**

H.O. : UGSR-4, Ansal Plaza, Sector-1, Vashall, Ghaziabad (U.P.) 201010

Ph.: +91-120-3118802, Fax : +91-11-86173679

E-mail : [info@rmgpoly.com](mailto:info@rmgpoly.com) Website : [www.rmgpoly.com](http://www.rmgpoly.com)

### DETAILS OF COMMITTEE MEETINGS HELD IN THE FY 2022-23

S. No.	Type of Meeting	Date of Meeting	Total No. of Members as on the date of meeting	Attendance	
				No. of Members attended	% of attendance
1.	Audit Committee	16/05/2022	3	3	100
2.	Audit Committee	12/07/2022	3	3	100
3.	Audit Committee	10/11/2022	3	3	100
4.	Audit Committee	06/02/2023	3	3	100
5.	CSR Committee	04/04/2022	3	3	100
6.	CSR Committee	01/08/2022	3	3	100
7.	CSR Committee	07/11/2022	3	3	100
8.	CSR Committee	17/02/2023	3	3	100
9.	Nomination and Remuneration Committee	16/05/2022	3	3	100
10.	Nomination and Remuneration Committee	12/07/2022	3	3	100
11.	Nomination and Remuneration Committee	03/11/2022	3	3	100
12.	Independent Directors Meeting	09/03/2023	3	3	100

For RMG Polyvinyl India Limited

*Srishti*  
**SRISHTI AGRAWAL**  
Company Secretary  
M. No. A-72083



# Sumit Bajaj & Associates

(Practicing Company Secretaries)

Office Address: Office no.304, Building no. 61 Vijaya Block Laxmi Nagar New Delhi-110092

Email Id: [csumitbajaj@gmail.com](mailto:csumitbajaj@gmail.com), Tel: +91-9910613098

Registration No. S2019DE677200, Peer Review No. 2885/2023

Form No: - MGT-8

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

## CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records, books and papers of **RMG POLYVINYL INDIA 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 31<sup>st</sup> March, 2023. 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 aforesaid financial year correctly and adequately.
- B. During the aforesaid Financial Year, the Company has, wherever applicable, 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 therefore;
  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/delayed with additional fees paid (*Wherever Applicable*);
  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;
  5. Closure of Register of Members / Security holders, (*The Register of Members and share transfer book of the company was closed from 08<sup>th</sup> September, 2022 to 14<sup>th</sup> September 2022*) (*both days inclusive*);
  6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act (*Not applicable during the Financial Year 2022-23*)
  7. Contracts/arrangements with related parties as specified in section 188 of the Act; (*As per the Notes to Financial Statement*)
  8. Issue or allotment or transfer or transmission or buy back of any securities/redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instance; (*Not applicable during the Financial Year 2022-23*);
  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);

Sumit Bajaj

Digitally signed by  
Sumit Bajaj  
Date: 2023.10.30  
17:24:02 +05'30'



## Sumit Bajaj & Associates

(Practicing Company Secretaries)

Office Address: Office no.304, Building no. 61 Vijaya Block Laxmi Nagar New Delhi-110092

Email Id: [csumitbajaj@gmail.com](mailto:csumitbajaj@gmail.com), Tel: +91-9910613098

Registration No. S2019DE677200, Peer Review No. 2885/2023

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;
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), (4) and (5) thereof;
12. Constitution/ appointment/ re-appointments/ retirement disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; *(Provisions related to appointment, re- appointment and retirement are compiled with the provisions of Companies Act, 2013)*
13. Appointment of auditors as per the provisions of section 139 of the Act *(Not applicable during the Financial Year 2022-23);*
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 *(Wherever required);*
15. Acceptance/ renewal/ repayment of deposits *(Not applicable during the Financial Year 2022-23);*
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, *(Not such borrowings during the Financial Year 2022-23);*
17. Loans and investments or guarantees or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act; *(As per the Notes to Financial Statement)*
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company  
*(Not applicable during the Financial Year 2022-23).*

For Sumit Bajaj & Associates  
(Practicing Company Secretary)

Sumit  
Bajaj

Digitally signed by  
Sumit Bajaj  
Date: 2023.10.30  
17:24:34 +05'30'  
CS Sumit Bajaj  
(Proprietor)  
C. P. No: 23948  
M. No.: 45042

Date: 30.10.2023

Place: New Delhi

UDIN: A045042E001533188