

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of 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

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 LIMITE

(b) Registered office address

Flat No. 306, Third Floor, Building No. 38, Ansal Towers,
Nehru Place NA
New Delhi
South Delhi
Delhi
110028

(c) *e-mail ID of the company

CS*****LY.COM

(d) *Telephone number with STD code

01*****82

(e) Website

<https://www.rmgpoly.com/>

(iii) Date of Incorporation

11/09/1998

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 01/04/2023 (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 09/08/2024

(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 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	29.52

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	22,551,637	22,551,637	22,551,637
Total amount of equity shares (in Rupees)	330,100,000	225,516,370	225,516,370	225,516,370

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	33,010,000	22,551,637	22,551,637	22,551,637
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	330,100,000	225,516,370	225,516,370	225,516,370

(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
Equity shares	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 <div></div>						
Decrease during the year	0	2,652,939	2652939	26,529,390	26,529,390	0
i. Buy-back of shares	0	2,652,939	2652939	26,529,390	26,529,390	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <div></div>						
At the end of the year	0	22,551,637	22551637	225,516,370	225,516,370	
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 <div></div>						
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 <div></div>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐ Yes

☐ No

☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes

☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting			
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
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

4,431,388,221

(ii) Net worth of the Company

1,696,112,537

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	62.81	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)	4,485,950	19.89	0	
10.	Others	0	0	0	
	Total	18,651,637	82.7	0	0

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)	3,900,000	17.29	0	
10.	Others	0	0	0	

	Total	3,900,000	17.29	0	0
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Total number of shareholders (other than promoters)

1

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

13

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	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	1	1	1	1	16.01	4.29
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	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	2	4	2	4	16.01	4.29

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	15/05/2024
RAMESH BHUJANG	00194189	Director	0	
RATNESH KUMAR GL	00330505	Director	0	08/04/2024
ASHISH MOHAN	07871032	Whole-time director	0	
ARVIND GOENKA	ACTPG1708Q	CEO	3,611,578	
MANOJ AGARWAL	AEPPA5476B	CFO	0	
POOJA SHARMA	NYNPS2289M	Company Secretary	0	

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

4

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)
PARVEEN KUMAR	IBWPK4543M	Company Secretary	28/07/2023	Cessation
SRISHTI AGRAWAL	BSKPA2323K	Company Secretary	28/07/2023	Appointment
SRISHTI AGRAWAL	BSKPA2323K	Company Secretary	30/10/2023	Cessation
POOJA SHARMA	NYNPS2289M	Company Secretary	01/11/2023	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

3

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	22/09/2023	14	9	60.75
EXTRA ORDINARY GENERAL MEETING	30/12/2023	14	12	98.69
EXTRA ORDINARY GENERAL MEETING	21/03/2024	13	13	100

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2023	6	6	100
2	28/07/2023	6	6	100
3	30/10/2023	6	6	100
4	19/12/2023	6	6	100
5	26/02/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

10

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	30/05/2023	3	3	100
2	AUDIT COMM	27/07/2023	3	3	100
3	AUDIT COMM	30/10/2023	3	3	100
4	AUDIT COMM	29/01/2024	3	3	100
5	NOMINATION	27/07/2023	3	3	100
6	NOMINATION	30/10/2023	3	3	100
7	NOMINATION	29/01/2024	3	3	100
8	CORPORATE	04/09/2023	3	3	100
9	CORPORATE	22/03/2024	3	3	100

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
10	INDEPENDENT	08/03/2024	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	09/08/2024
								(Y/N/NA)
1	ARVIND GOENKA	5	5	100	6	6	100	Yes
2	INDIRA GOENKA	5	5	100	3	3	100	Yes
3	MANOJ KUMAR	5	5	100	8	8	100	Not Applicable
4	RAMESH BHALLA	5	5	100	1	1	100	No
5	RATNESH KUMAR	5	5	100	10	10	100	Not Applicable
6	ASHISH MOHAN	5	5	100	2	2	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	ARVIND GOENKA	Managing Director	17,953,846	0	0	0	17,953,846
2	ASHISH MOHAN	Whole time Director	3,833,464	0	0	0	3,833,464
	Total		21,787,310	0	0	0	21,787,310

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MANOJ AGARWAL	CFO	1,761,246	0	0	0	1,761,246
2	PARVEEN KUMAR	Company Secretary	85,870	0	0	0	85,870
3	SRISHTI AGRAWAL	Company Secretary	101,850	0	0	0	101,850

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
4	POOJA SHARMA	Company Secre	185,575	0	0	0	185,575
	Total		2,134,541	0	0	0	2,134,541

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	RATNESH KUMAR	Independent Dir	80,000				80,000
2	MANOJ KUMAR GU	Independent Dir	70,000				70,000
3	RAMESH BHUJAN	Independent Dir	30,000				30,000
4	INDIRA GOENKA	Non-Executive D	45,000				45,000
	Total		225,000	0			225,000

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. 048.19 dated 10/06/2024

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

ARVIND
GOENKA
Digitally signed by
ARVIND GOENKA
Date: 2024.06.16
12:36:22 +05'30'

DIN of the director

0*0*1*1*

To be digitally signed by

POOJA
SHARMA
Digitally signed by
POOJA SHARMA
Date: 2024.06.16
13:02:22 +05'30'

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

7*3*5

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

[Attach](#)[Attach](#)[Attach](#)[Attach](#)**List of attachments**

Shareholding Pattern.pdf
Details of Committee meetings.pdf
Form MGT-8.pdf

[Remove attachment](#)[Modify](#)[Cancel 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

RMG POLYVINYL INDIA LIMITED

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

Ph.: +91-120-3118802, Fax : +91-11-66173679

E-mail : Info@rmgpoly.com Website : www.rmgpoly.com

SHAREHOLDING PATTERN

(AS ON 31-03-2024)

INDIVIDUAL PROMOTERS

S.No.	Name of Shareholders	No. of Shares	Value	% of Shareholding
1	Arvind Goenka	3611578	36115780	16.01
2	Indira Goenka	967450	9674500	4.29
	Total	4579028	45790280	20.30

PROMOTER'S RELATIVES

S.No.	Name of Shareholders	No. of Shares	Value	% of Shareholding
1	Manvi Goenka	1170750	11707500	5.19
2	Nisha Goenka	5950903	59509030	26.39
3	Amitabh Goenka	1013220	10132200	4.49
4	Arvind Goenka (HUF)	578967	5789670	2.57
5	Amitabh Goenka (HUF)	93750	937500	0.42
6	Amar Nath Goenka (HUF)	199825	1998250	0.89
7	Rishabh Goenka	330244	3302440	1.46
8	Mayank Goenka	249000	2490000	1.10
	Total	9586659	95866590	42.52

BODY CORPORATE PROMOTERS

S.No.	Name of Shareholders	No. of Shares	Value	% of Shareholding
1	D.L. Millar & Company Limited	685950	6859500	3.04
2	Premier Polyplast And Processors Limited	3800000	38000000	16.85
	Total	4485950	44859500	19.89

BODY CORPORATE – OTHER THAN PROMOTERS

S.No.	Name of Shareholders	No. of Shares	Value	% of Shareholding
1	Sri Vishvanath Enterprises Limited	3900000	39000000	17.29
	Total	3900000	39000000	17.29

IS : 3462



CML-8888817

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 : +91-11-66173679

E-mail : info@rmgpoly.com Website : www.rmgpoly.com



SUMMARY OF SHAREHOLDING PATTERN

S.No.	Name of Shareholders	No. of Shares	Value	% of Shareholding
1	Individual Promoters	4579028	45790280	20.30
2	Promoter's Relatives	9586659	95866590	42.52
3	Body Corporate Promoters	4485950	44859500	19.89
4	Body Corporate- Other Than Promoters	3900000	39000000	17.29
	Total	22551637	225516370	100.00

For RMG Polyvinyl India Limited


(Pooja Sharma)
Company Secretary

M. No: A72385

Date: 09.09.2024

Place: Ghaziabad

RMG POLYVINYL INDIA LIMITED

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

Ph.: +91-120-3118802, Fax : +91-11-66173679

E-mail : Info@rmgpoly.com Website : www.rmgpoly.com

DETAILS OF COMMITTEE MEETINGS HELD IN THE FY 2023-24

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	30.05.2023	3	3	100
2.	Audit Committee	27.07.2023	3	3	100
3.	Audit Committee	30.10.2023	3	3	100
4.	Audit Committee	29.01.2024	3	3	100
5.	Corporate Social Responsibility Committee	04.09.2023	3	3	100
6.	Corporate Social Responsibility Committee	22.03.2024	3	3	100
7.	Nomination and Remuneration Committee	27.07.2023	3	3	100
8.	Nomination and Remuneration Committee	30.10.2023	3	3	100
9.	Nomination and Remuneration Committee	29.01.2024	3	3	100
10.	Independent Directors Meeting	08.03.2024	3	3	100

For RMG Polyvinyl India Limited


 (Pooja Sharma)
 Company Secretary

M. No: A72385

Date: 09.09.2024

Place: Ghaziabad



Sumit Bajaj & Associates

(Practicing Company Secretaries)

Office Address: Office No. 804, Arunachal Building, 19, Barakhamba Road, New Delhi-110001

Email Id: 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 31st March, 2024. 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 18th September, 2023 to 22nd September 2023) (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 2023-24)



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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 2023-24 for Issue or allotment or transfer or transmission, however the during the year under review, **The Company have bought back 26,52,939 (Twenty-Six Lakh Fifty-Two Thousand Nine Hundred and Thirty-Nine) Equity Shares at Rs. 38/- (Rupees Thirty-Eight Each)** out of free reserves.

The company has complied with the applicable laws and Necessary reporting/filings to the Registrar of Company, Depository and other required departments have been duly made. The Buyback was duly completed on February 09, 2024.

After the Buy-Back of Equity Shares the Paid-up Share Capital of the Company had been reduced from Rs. 25,20,45,760 to Rs. 22,55,16,370.);

9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act);
10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
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 2023-24);
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 2023-24);



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16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect. (During the Reporting period 2023-24, **the Company had filed Form CHG-01 for modification of charge against the amount Rs. 94,76,00,000/- with the charge holder, State Bank of India**);
17. Loans and investments or guarantee 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. (During the reporting period for the Financial Year 2023-24, **the Company has adopted the New Set of Articles of Association as per Companies Act, 2013 after passing resolution by the members of the Company dated 30th December, 2024**).

For Sumit Bajaj & Associates
(Practicing Company Secretary)

Date: 10.09.2024

Place: New Delhi

UDIN: A045042F001186545

SUMIT
BAJAJ

Digitally signed
by SUMIT BAJAJ
Date: 2024.09.13
17:43:09 +05'30'

CS Sumit Bajaj
(Proprietor)
C.P. No. :23948
M. No.: 45042