

# 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]



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

1124240G11980PLC003670

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACN5350K

(ii) (a) Name of the company

NIRMA LIMITED

(b) Registered office address

NIRMA HOUSE  
ASHRAM ROAD  
AHMEDABAD  
Gujarat  
380009



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

sec\_nirma@nirma.co.in

(d) \*Telephone number with STD code

07927549000

(e) Website

www.nirma.co.in

(iii) Date of Incorporation

25/02/1980

(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

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

(f) Specify the reasons for not holding the same

AGM will be held on 26/09/2022.

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

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	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	91.35

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	KARNAVATI HOLDINGS INC., U		Subsidiary	100
2	SEARLES VALLEY MINERALS IN		Subsidiary	100
3	SEARLES VALLEY MINERALS EL		Subsidiary	100
4	SEARLES DOMESTIC WATER CC		Subsidiary	100
5	TRONA RAILWAY COMPANY LI		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	1,461,000,000	146,075,130	146,075,130	146,075,130
Total amount of equity shares (in Rupees)	7,305,000,000	730,375,650	730,375,650	730,375,650

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,461,000,000	146,075,130	146,075,130	146,075,130
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	7,305,000,000	730,375,650	730,375,650	730,375,650

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	351,000,000	0	0	0
Total amount of preference shares (in rupees)	450,000,000	0	0	0

Number of classes

3

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
6% Redeemable non cumulative non convertible preference shares				
Number of preference shares	1,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	100,000,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
6% Redeemable non cumulative non convertible preference shares				
Number of preference shares	250,000,000	0	0	0
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	250,000,000	0	0	0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
5% Redeemable non cumulative non convertible p.f.				
Number of preference shares	100,000,000	0	0	0
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	100,000,000	0	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
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	0	146,075,130	146,075,130	730,375,650	730,375,650	
<b>Increase during the year</b>	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	146,075,130	146075130	730,375,650	730,375,650	
<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)

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 style="width: 95%;" type="text"/>
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Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
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Transferor's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input style="width: 95%;" type="text"/>
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Transferee's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
--	--

Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	12,100	1000000	12,923,038,782
Partly convertible debentures	0		0
Fully convertible debentures	0		0
<b>Total</b>			12,923,038,782

**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	12,905,238,460	17,800,322	0	12,923,038,782
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
<b>Total</b>	<input type="text"/>		<input type="text"/>		<input type="text"/>

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

(i) Turnover

65,154,675,365

(ii) Net worth of the Company

63,072,764,365

**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	146,075,130	100	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)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	146,075,130	100	0	0

Total number of shareholders (promoters)

7

**(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)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	0	0	0	0

Total number of shareholders (other than promoters)

0

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

7

**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	7	7
Members (other than promoters)	0	0
Debenture holders	17	18

## 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	2	1	2	19.95	78.61
<b>B. Non-Promoter</b>	1	4	1	4	0	0
(i) Non-Independent	1	1	1	1	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>6</b>	<b>2</b>	<b>6</b>	<b>19.95</b>	<b>78.61</b>

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

### (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)
KARSANBHAI KHODID	00404099	Director	86,152,936	
RAKESHBHAI KARSAN	00760023	Director	28,668,905	
PANKAJ RAMANBHAI	00131852	Director	0	01/04/2022
KAUSHIKBHAI NANDU	00145086	Director	0	
VIJAYKUMAR RATILAL	00376570	Director	0	
PURVIBEN ANANT AN.	07116166	Director	0	
SHAILESHBHAI VALJIE	06592025	Whole-time director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
HIREN KARSANBHAI F	00145149	Managing Director	29,145,609	
MANAN NUTANBHAI S	ALLPS2780H	CFO	0	
PARESH BALMUKUND	AEAPS2375C	Company Secretar	0	

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

0

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

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

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

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	06/09/2021	7	6	100

**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	25/06/2021	8	8	100
2	09/08/2021	8	8	100
3	28/10/2021	8	8	100
4	29/01/2022	8	8	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 Committee	25/06/2021	3	2	66.67
2	Audit Committee	09/08/2021	3	3	100
3	Audit Committee	28/10/2021	3	3	100
4	Audit Committee	29/01/2022	3	3	100
5	Audit Committee	29/03/2022	3	3	100
6	Corporate Social Responsibility	25/06/2021	3	3	100
7	Corporate Social Responsibility	28/10/2021	3	3	100
8	Corporate Social Responsibility	29/01/2022	3	3	100
9	Nomination and Remuneration	07/04/2021	3	3	100
10	Investment Committee	07/04/2021	4	4	100

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	KARSANBHA	4	4	100	3	3	100	
2	RAKESHBHA	4	4	100	3	3	100	
3	PANKAJ RAM	4	4	100	3	3	100	
4	KAUSHIKBHA	4	4	100	4	4	100	
5	VIJAYKUMAR	4	4	100	6	5	83.33	
6	PURVIBEN AI	4	4	100	6	6	100	
7	SHAILESHBH	4	4	100	8	8	100	
8	HIREN KARS	4	4	100	6	6	100	

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

Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	HIREN KARSANBH	MANAGING DIR	39,340,063	0	0	19,931,039	59,271,102
2	SHAILESHBHAI VA	WHOLE TIME D	1,607,148	0	0	321,887	1,929,035
	Total		40,947,211	0	0	20,252,926	61,200,137

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MANAN NUTANBH	CFO	5,185,944	0	0	584,081	5,770,025
2	PARESH BALMUKI	COMPANY SEC	5,671,404	0	0	2,053,621	7,725,025
	Total		10,857,348	0	0	2,637,702	13,495,050

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	KARSANBHAI KHC	DIRECTOR	0	0	0	131,076	131,076
2	RAKESHBHAI KAR	DIRECTOR	0	0	0	158,452	158,452
3	PANKAJ RAMANBH	DIRECTOR	0	0	0	100,000	100,000
4	KAUSHIKBHAI NAN	DIRECTOR	0	0	0	105,000	105,000
5	VIJAYKUMAR RAT	DIRECTOR	0	0	0	125,000	125,000
6	PURVI ANANTANA	DIRECTOR	0	0	0	130,000	130,000
	Total		0	0	0	749,528	749,528

#### 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

Kashyap R. Mehta

Whether associate or fellow

Associate  Fellow

Certificate of practice number

2052

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. .. 22 dated 13/06/2015

(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

DIN of the director

06592025

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

2429

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**

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

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	Investment Co	27/12/2021	4	4	100
2	Investment Co	30/03/2022	4	4	100
3					
4					
5					
6					
7					
8					
9					
10					



First Name	Middle Name	Last Name	Folio No.	DP ID-Client Id Account Number	Number of shares held	Class of Shares
Karsanbhai <sup>#</sup>	Khodidas	Patel	NA	IN304295 50926304	86,152,936	Equity share
Rakesh <sup>§</sup>	Karsanbhai	Patel	NA	IN301321 10713232	28,668,905	Equity share
Hiren <sup>§</sup>	Karsanbhai	Patel	NA	IN301321 10713249	29,145,609	Equity share
Shantaben <sup>§</sup>	Karsanbhai	Patel	NA	IN301321 10713265	100	Equity share
Rajalben* <sup>§</sup>	H	Patel	NA	IN301321 10335702	964,280	Equity share
Keyuriben* <sup>§</sup>	Rakeshbhai	Patel	NA	IN301321 10679911	1143200	Equity share
Dhruvil <sup>§</sup>	H	Patel	NA	IN301321 10741127	100	Equity share

\* Shares held jointly

# Promoter

§ Promoter Group – Immediate relatives of Promoter

First Name	Middle Name	Last Name	Reference Number	Number of debentures	Total amount of debentures
CENTRAL BANK OF INDIA	NA	NA	INE091A07182	850.00	850000000
INDIAN BANK	NA	NA	INE091A07182	1600.00	1000000000
BANK OF INDIA	NA	NA	INE091A07182	750.00	750000000
UNION BANK OF INDIA	NA	NA	INE091A07182	500.00	500000000
ICICI PRUDENTIAL ALL SEASONS BOND FUND	NA	NA	INE091A08149	500.00	500000000
ICICI PRUDENTIAL BALANCED ADVANTAGE FUND	NA	NA	INE091A08149	2700.00	2700000000
ICICI PRUDENTIAL EQUITY & DEBT FUND	NA	NA	INE091A08149	700.00	700000000
ICICI PRUDENTIAL MULTI-ASSET FUND	NA	NA	INE091A08149	600.00	600000000
NIPPON LIFE INDIA TRUSTEE LTD-A/C NIPPON INDIA BALANCED ADVANTAGE FUND	NA	NA	INE091A08149	200.00	200000000
NIPPON LIFE INDIA TRUSTEE LTD-A/C NIPPON INDIA HYBRID BOND FUND	NA	NA	INE091A08149	150.00	150000000
NIPPON LIFE INDIA TRUSTEE LTD-A/C NIPPON INDIA CREDIT RISK FUND	NA	NA	INE091A08149	350.00	350000000
AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND A/C AXIS STRATEGIC BOND FUND	NA	NA	INE091A08149	250.00	250000000
AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND A/C AXIS CREDIT RISK FUND	NA	NA	INE091A08149	250.00	250000000
AXIS MUTUAL FUND TRUSTEE LTD. A/C AXIS MUTUAL FUND A/C AXIS BALANCED ADVANTAGE FUND	NA	NA	INE091A08149	100.00	100000000
AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND A/C AXIS ULTRA SHORT TERM FUND	NA	NA	INE091A08149	150.00	150000000
SBI CONSERVATIVE HYBRID FUND	NA	NA	INE091A08149	750.00	750000000
ICICI PRUDENTIAL CREDIT RISK FUND	NA	NA	INE091A08149	1000.00	1000000000
ICICI PRUDENTIAL MEDIUM TERM BOND FUND	NA	NA	INE091A08149	1300.00	1300000000

## Clarification in form MGT-7 of Nirma Limited for financial year ended 31.03.2022

### Point No. IV((iv) - Details of debentures

The Company had issued 12,100, Non-Convertible Debentures of Rs. 10 Lakh each aggregating to Rs. 1210 crore which is outstanding as on 31.03.2022. The Company has not issued any new Debentures during FY 2021-22. The amount which has been mentioned as debentures outstanding at the beginning and end of the FY, includes the amount of interest accrued on such NCDs. The said amount is as per outstanding amount of NCDs as mentioned in the audited Annual Financial Statements of the Company (as per IND AS) for FY ended on 31.03.2022.

In absence of separate row in MGT 7, the amount of Rs. 1,78,00,322 mentioned in as debentures increase during the year is the difference between amount of debentures at the end of the FY and beginning of FY.

### Point No. VI (a) - SHARE HOLDING PATTERN – Promoter

#### Sr. No. 1(i)

- Shri Karsanbhai K. Patel holds 86152936 Equity Shares being 58.98% of Equity Capital as Promoter.
- other members hold 59922194 Equity Shares being 41.02% of Equity Capital as Promoter Group – Immediate relatives of Promoter.

In absence of separate row for shares held by Promoter Group – Immediate relatives of Promoter, the above clarification is given.

### Point No. VIII B(i) - Details of directors and Key managerial personnel as on the closure of financial year

Shri Pankaj R. Patel ceased as Independent Director as on 01.04.2022 on completion of consecutive two terms as an Independent Director of the Company. He is appointed as an Additional Director (Non-executive & Non-independent) by the Board of Directors w.e.f. 30.05.2022.

**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]*

We have examined the registers, records and books and papers of **Nirma Limited** (CIN: U24240GJ1980PLC003670) having Registered Office situated at Nirma House, Ashram Road, Ahmedabad- 380009, Gujarat ('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, 2022**.

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 complied with provisions of the Act & Rules made there under in respect of:
  1. its status under the Act;
  2. The Company has kept and maintained all registers /records & made entries therein within the time prescribed there for;
  3. The Company has filed forms and returns with the Registrar of Companies or other authorities within/beyond the prescribed time;
  4. The Company has complied with all the provisions relating to calling/ convening/ holding meetings of Board of Directors & its Committees, and the meetings of the members of the Company on due dates as stated in the Annual Return in respect of which proper notices were given of and the proceedings have been properly recorded in the minutes book/ registers maintained for the purpose and the same have been signed.
  5. The Company was not required to close its Register of Members during the year under review;
  6. The Company has complied with the provisions of Section 185 of the Act in respect of loans/guarantees given/provided by the Company, if any;
  7. The Company has complied with all applicable provisions relating to Contracts/ arrangements with related parties as specified in Section 188 of the Act;

8. The Company has:
- (i) not issued / allotted any Shares or other securities during the financial year.
  - (ii) not delivered any certificates as no application were lodged for transfer/transmission or for any other purpose during the financial year.
  - (iii) not bought back any shares during the financial year.
  - (iv) not issued any preference shares.
  - (v) not altered its Share Capital during the financial year.
  - (vi) not reduced its paid up Share Capital during the financial year.
  - (vii) not issued any convertible securities during the financial year.
9. There were no transactions necessitating the Company to keep abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
10. The Company has not declared any dividend for the year under review hence the question of payment of dividend does not arise. The unpaid/ unclaimed amounts lying under equity capital reduction and redemption of preference share capital was duly transferred to the Investor Education and Protection Fund in accordance with section 125 of the Act during the year under review;
11. The Audited Financial Statements are signed as per the provisions of section 134 of the Act and the Report of Directors is signed as per the provisions of sub - sections (3), (4) and (5) thereof;
12. The Board of Directors of the Company is duly constituted. The re-appointment of Managing Director made during the year was in accordance with the applicable provisions. Except that, there was no appointment / re-appointment / retirement / filling up casual vacancies of Directors/ Key Managerial Personnel during the year under review. The Company has obtained all the disclosures of the Directors, Key Managerial Personnel and the details of remuneration paid have also been disclosed in Annual Report for the year 2021-22;
13. The Company had complied with all the provisions Section 139 of the Act relating to appointment/ reappointment of Auditors and there was no instance of filling up casual vacancy of Auditors;

14. The Company was not required to obtain any approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act during the year under review;
15. The Company has not accepted or invited any deposit during the year under review;
16. The amounts borrowed by the Company from directors, financial institutions, banks and/or others during the financial year ending 31<sup>st</sup> March, 2022 are within the borrowing limits prescribed under section 180(1)(c) of the Companies Act, 2013 and formalities for creation/ modification/ satisfaction of charges wherever applicable have been complied with;
17. The Company has made loans and investments or given guarantees or provided securities to other Bodies Corporate or persons in compliance with the provisions of Section 186 of the Act;
18. The Company has not altered the provisions of the Memorandum and/ or Articles of Association of the Company.

**For KASHYAP R. MEHTA & ASSOCATES,  
COMPANY SECRETARIES,  
FRN: S2011GJ166500**

**KASHYAP R. MEHTA  
PROPRIETOR**

Place: Ahmedabad

Date: \_\_\_\_\_, 2022

**FCS-1821 : COP-2052 : PR-583/2019**

**UDIN: \_\_\_\_\_**