

# 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

U74999WB2016PLC218478

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAFNC4270R

(ii) (a) Name of the company

NEZONE TUBES (UTKAL) LIMITED

(b) Registered office address

NEZONE HOUSE  
19 JATIN DAS ROAD  
KOLKATA  
Kolkata  
West Bengal  
700020

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

nezone@nezonesteel.com

(d) \*Telephone number with STD code

03335115011

(e) Website

www.nezonegroup.com

(iii) Date of Incorporation

01/12/2016

(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

U20221WB1982PTC034886

Pre-fill

Name of the Registrar and Transfer Agent

MAHESHWARI DATAMATICS PVT LTD.

Registered office address of the Registrar and Transfer Agents

23, R.N. Mukherjee Road  
5th Floor

(vii) \*Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM 30/09/2022

(b) Due date of AGM 30/09/2022

(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	C7	Metal and metal products	100

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

\*No. of Companies for which information is to be given 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

## 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	30,000,000	9,016,800	9,016,800	9,016,800
Total amount of equity shares (in Rupees)	300,000,000	90,168,000	90,168,000	90,168,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY SHARES</b>				
Number of equity shares	30,000,000	9,016,800	9,016,800	9,016,800
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	300,000,000	90,168,000	90,168,000	90,168,000

**(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 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
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	21,768	8,995,032	9016800	90,168,000	90,168,000	
<b>Increase during the year</b>	0	21,768	21768	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		21,768	21768			
ADJUSTMENT FOR DEMATERIALIZATION OF S						
<b>Decrease during the year</b>	21,768	0	21768	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	21,768		21768			
DJUSTMENT FOR DEMATERIALIZATION OF SHA						
<b>At the end of the year</b>	0	9,016,800	9016800	90,168,000	90,168,000	
<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

INE03CE01011

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

0

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

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

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

Date of registration of transfer (Date Month Year)

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

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	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

**(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

7,285,756,177

(ii) Net worth of the Company

777,661,406

**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	4,445,353	49.3	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)	500,000	5.55	0	
10.	Others	0	0	0	
	<b>Total</b>	4,945,353	54.85	0	0

Total number of shareholders (promoters)

8

**(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	4,028,902	44.68	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)	42,545	0.47	0	
10.	Others	0	0	0	



	<b>Total</b>	4,071,447	45.15	0	0
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**Total number of shareholders (other than promoters)**

27

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

35

**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	11	8
Members (other than promoters)	51	27
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>	0	3	1	2	14.98	31.25
<b>B. Non-Promoter</b>	0	5	2	4	9.56	19.25
(i) Non-Independent	0	3	2	2	9.56	19.25
(ii) Independent	0	2	0	2	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>	0	8	3	6	24.54	50.5

**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)
MADAN LA BESWAL	00277286	Managing Director	1,350,882	
MANOJ BESWAL	00269749	Director	2,331,753	
SANWAR MAL AGARWAL	00357900	Director	485,655	
SUBHASH CHANDRA AGARWAL	00333370	Director	810,376	
MANISH AGARWAL	00269784	Director	925,462	
NEHA AGARWAL	07521775	Whole-time director	0	
AMIT AGARWAL	00357819	Whole-time director	862,316	
SUJIT ROY	09093042	Director	0	
SUMANTA KUMAR SARKAR	09093382	Director	0	
RITANKAR BANDYOPADHYAY	BMSPPB2701C	Company Secretary	0	

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

5

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)
MADAN LAL BESWAL	00277286	Managing Director	01/04/2021	CHANGE IN DESIGNATION
AMIT AGARWAL	00357819	Whole-time director	01/04/2021	CHANGE IN DESIGNATION
NEHA AGARWAL	07521775	Additional director	03/08/2021	APPOINTMENT
NEHA AGARWAL	07521775	Director	29/11/2021	CHANGE IN DESIGNATION
NEHA AGARWAL	07521775	Whole-time director	01/01/2022	CHANGE IN DESIGNATION

**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
EGM	27/04/2021	62	19	70.3
EGM	31/12/2021	35	14	69.6
AGM	29/11/2021	37	15	63.19

## B. BOARD MEETINGS

\*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01/04/2021	8	6	75
2	14/06/2021	8	6	75
3	03/08/2021	8	7	87.5
4	01/10/2021	9	7	77.78
5	04/10/2021	9	7	77.78
6	06/12/2021	9	8	88.89
7	19/03/2022	9	6	66.67
8	26/03/2022	9	6	66.67

## C. COMMITTEE MEETINGS

Number of meetings held

13

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	14/06/2021	3	3	100
2	AUDIT COMM	03/08/2021	3	3	100
3	AUDIT COMM	04/10/2021	3	3	100
4	AUDIT COMM	31/01/2022	3	3	100
5	CSR COMMIT	14/06/2021	4	4	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
6	CSR COMMIT	03/08/2021	4	4	100
7	CSR COMMIT	15/11/2021	4	4	100
8	CSR COMMIT	10/03/2022	4	4	100
9	NOMINATION	04/06/2021	3	3	100
10	NOMINATION	03/08/2021	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	30/09/2022
								(Y/N/NA)
1	MADAN LA BE	8	8	100	4	4	100	Yes
2	MANOJ BESW	8	8	100	13	13	100	Yes
3	SANWAR MAL	8	2	25	0	0	0	No
4	SUBHASH CH	8	3	37.5	0	0	0	No
5	MANISH AGA	8	8	100	0	0	0	Yes
6	NEHA AGARW	5	5	100	0	0	0	Yes
7	AMIT AGARW	8	3	37.5	0	0	0	Yes
8	SUJIT ROY	8	8	100	13	13	100	Yes
9	SUMANTA KU	8	8	100	13	13	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MADAN LAL BESW	MANAGING DIR	23,625,000				23,625,000
2	AMIT AGARWAL	WHOLETIME D	19,170,000				19,170,000
3	NEHA AGARWAL	WHOLETIME D	1,181,250				1,181,250
	Total		43,976,250				43,976,250

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RITANKAR BANDY	COMPANY SEC	311,131				311,131
	Total		311,131				311,131

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUJIT ROY	INDEPENDENT	0			60,000	60,000
2	SUMANTA KUMAR	INDEPEDENT D	0			60,000	60,000
	Total		0			120,000	120,000

#### 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

SAHADEB RATH

Whether associate or fellow

Associate  Fellow

Certificate of practice number

3452

**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:

- 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

MADAN LAL  
MADAN LAL  
BESWAL  
Digitally signed by  
MADAN LAL  
BESWAL  
Date: 2022.11.27  
12:25:32 +05'30'

DIN of the director

00277286

**To be digitally signed by**

RITANKAR  
BANDYOP  
ADHYAY  
Digitally signed by  
RITANKAR  
BANDYOPADHYAY  
Date: 2022.11.27  
12:26:58 +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 Attachement(s), if any

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**List of attachments**

- UTKAL COMMITTEE MEETINGS.pdf
- UTKAL MEMBERS LIST 31032022.pdf
- MGT8 UTKAL 2022.pdf
- UTKAL CHANGES IN SHARE HOLDING.p

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**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**



# nezone tubes (utkal) limited

Regd. Off. : 19, Jatin Das Road, Kolkata - 700 029, INDIA ☎ : 91 33 35115011, Fax : 91 33 35115040, E-mail : nezone@nezonesteel.com, Website : www.nezonegroup.com

## LIST OF MEMBERS [Folio/CL ID Seq.] as on 31/03/2022

Sl #	Folio/CL ID/DP ID	Name	Securities	% Holding
1	1201090003108034	AMIT AGARWAL HUF .	34180	0.38
2	1201090003108321	LAKSHMI DEVI AGARWAL	28492	0.32
3	1201090003108374	SANWAR MAL AGARWALA	485655	5.39
4	1201090003108389	PRIYANKA AGARWAL	84586	0.94
5	1201090003109631	AMIT AGARWAL	862316	9.56
6	1201090003443211	ASHOK KUMAR AGARWALA .	724	0.01
7	1201090003443775	SUNITA AGARWALA	846	0.01
8	1201090004506133	SANWARMAL AMIT KUMAR .	40067	0.44
9	1201090005317527	VERTEX COMMERCE PRIVATE LIMITED	492	0.01
10	1201090005644315	PRAGYA AGARWAL	83500	0.93
11	1201090005644321	APURV AGARWAL	84072	0.93
12	1201090006275409	SUBHASH CHANDRA AGARWALA .	810376	8.99
13	1201090006291701	SRIKANT AGARWAL .	333180	3.70
14	1201090006301626	SUBHASH CHANDRA AGARWALA AND SON HUF .	113066	1.25
15	1201090007154560	SOFTECH INDIA PRIVATE LIMITED	15800	0.18
16	1201090011949769	NARAYAN AGARWALA .	1350	0.01
17	1201090012025130	MAHABIR PRASAD AGARWALA .	343965	3.81
18	1201090012542811	AWANTIKA IMPEX LTD	18806	0.21
19	1201090012542839	PUJA VANIYA VINIYOG LTD	7447	0.08
20	1201090016840481	NEHA AGARWALA	414	0.00
21	1201130000896582	SURUCHI BAJAJ	288	0.00
22	1201910300724308	MADAN LAL BESWALA & SONS . .	113990	1.26
23	1201910300724384	MANOJ BESWALA & SONS [HUF] . .	77780	0.86
24	1201910300733802	MANISH AGARWALA AND SONS HUF . .	126	0.00
25	1201910300836063	NEZONE ISPAT TUBES LIMITED .	500000	5.55
26	1201910301022301	MANISH AGARWAL	925462	10.26
27	1201910301022314	MADAN LAL BESWAL	1350882	14.98
28	1201910301022371	SUSHILA BESWALA	1842	0.02
29	1201910301022386	MANOJ BESWAL	2331753	25.86
30	1201910301023951	RITU BESWAL	55553	0.62
31	1201910301023983	ANITA AGARWALA	234887	2.60
32	1201910301023998	SHANKAR LAL AGARWALA & SONS (HUF) . .	25281	0.28
33	1205710000004351	RADHESHYAM AGARWALA	3368	0.04
34	1205710000004444	PREMCHAND AGARWALA	1028	0.01
35	1205710000004503	BAJRANG LAL AGARWALA & SONS (HUF)	45226	0.50
		<b>Total</b>	<b>9016800</b>	<b>100.00</b>

For Nezone Tubes (Utkal) Ltd.

Ritankar Bandyopadhyay  
Company Secretary

M. NO. 48465



**S. Rath & Company**  
Company Secretaries

31/1, Chatawala Lane, 2nd Floor  
Room No-209, Kolkata-700 012  
Phone; (M) 9830363084, (O) 22360745

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 NEZONE TUBES (UTKAL) LIMITED CIN U74999WB2016PLC218478 (the Company) of NEZONE House, 19 Jatin Das Road, Kolkata-700029 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31<sup>st</sup> March 2022. 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;
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/beyond the prescribed time;
4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, 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 including the circular resolutions and resolutions passed by postal ballot, if any, 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, as the case may be.  
*As informed, There is no closure of registers during the Financial Year.*



6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act:- *As explained to me , the Company has not advanced any loan or advances to its directors or firm or other companies referred in section 185 of the Companies Act,2013 during the financial year .*
7. contracts/arrangements with related parties as specified in section 188 of the Act. *As explained to me all related party transactions entered into during Financial Year were on arm's length basis and also in the ordinary course of business and duly disclosed in Financial Statements.*
8. 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;- *As informed to me there was no issue or allotment or buy back of securities during the Financial Year. Changes in shareholding during the period have been made through demat.*
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:- *There are no such transaction necessitating the company to keep in abeyance the rights in respect of the above.*
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. *The company has not declared and paid any dividend during the financial year and there is no amount lying with the company for transfer to Investor Education and Protection Fund .*
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; - *The financial statement is signed by two directors (including Managing Director) and company secretary of the company.*
12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and remuneration paid to them; : *Appointment of Directors and KMP and applicable Disclosures of the Directors, Key Managerial Personnel and remuneration paid to them during the financial year have been duly made.*
13. appointment/reappointment/filling up casual vacancies of auditors as per the provisions of Section 139 of the Act; *The existing auditor continues hence no casual vacancy.*



14. approval required to be taken from the Central Governments, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; *As informed to me no such approval was required during the financial year.*
15. acceptance/renewal/repayment of deposits;- *The Company has not accepted any deposit from public during the financial year.*
16. borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;- *As explained to me the company has unsecured borrowing from directors and other Bodies corporate within the prescribed limit and Charge duly created, modified and satisfied for secured Borrowings from Bank.*
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; *As explained to me, during the Year the Company has not made any loans or guarantees within the meaning of section 186 of the Act.*
18. alteration of the provisions of the memorandum and/or articles of association of the Company; *The Company has not altered memorandum and articles of association during the Financial Year.*

For S. Rath & Company



Place: Kolkata

Date: 14/11/2022

Signature:

Proprietor

Name of PCS: SAHADEB RATH

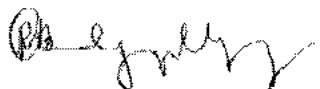
C.P. No. : 3452

Membership No.:13298

UDIN- A013298D001689412

**ANNEXURE****COMMITTEE MEETINGS****NO. OF MEETING HELD**

S.NO.	TYPE OF MEETINGS	DATE OF MEETING	TOTAL NUMBER OF MEMBERS AS ON THE DATE OF THE MEETING	ATTENDANCE	
				NO. OF MEMBERS ATTENDED	% ATTENDANCE
1	AUDIT COMMITTEE	14/06/2021	3	3	100
2	AUDIT COMMITTEE	03/08/2021	3	3	100
3	AUDIT COMMITTEE	04/10/2021	3	3	100
4	AUDIT COMMITTEE	31/01/2022	3	3	100
5	CSR COMMITTEE	14/06/2021	4	4	100
6	CSR COMMITTEE	03/08/2021	4	4	100
7	CSR COMMITTEE	15/11/2021	4	4	100
8	CSR COMMITTEE	10/03/2022	4	4	100
9	NOMINATION AND REMUNERATION COMMITTEE	04/06/2021	3	3	100
10	NOMINATION AND REMUNERATION COMMITTEE	03/08/2021	3	3	100
11	NOMINATION AND REMUNERATION COMMITTEE	01/10/2021	3	3	100
12	NOMINATION AND REMUNERATION COMMITTEE	06/12/2021	3	3	100
13	NOMINATION AND REMUNERATION COMMITTEE	19/03/2022	3	3	100

**For, Nezone Tubes (Utkal) Limited****Ritankar Bandyopadhyay  
Company Secretary  
M. No. A48465**