

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]



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

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

501,Stanford,Plot no.554, Junction of S V Road & Juhu Lane
, Andher i (W) NA
Mumbai
Maharashtra
400058

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(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

Name of the Registrar and Transfer Agent

ADROIT CORPORATE SERVICES P LTD

Registered office address of the Registrar and Transfer Agents

18-20, JAFERBHOY INDUSTRIAL ESTATE, MAKWANA ROAD
MAROL NAKA, ANDHERI (E),

(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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

(e) Extended due date of AGM after grant of extension

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	70.2
2	G	Trade	G1	Wholesale Trading	29.8

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	VISEN POLYMERS FZE		Subsidiary	100
2	VISEN MARKETING PRIVATE LIM	U51900MH1989PTC050335	Associate	27.5

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	37,000,200	19,310,665	19,310,665	19,310,665
Total amount of equity shares (in Rupees)	370,002,000	193,106,650	193,106,650	193,106,650

Number of classes

2

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
ORDINARY EQUITY SHARES				
Number of equity shares	37,000,000	19,310,560	19,310,560	19,310,560
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	370,000,000	193,105,600	193,105,600	193,105,600
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES HAVING DIFFERENTIAL RIGHT				
Number of equity shares	200	105	105	105
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,000	1,050	1,050	1,050

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	23,000,000	0	0	0
Total amount of preference shares (in rupees)	230,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	23,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	230,000,000	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			
Equity shares						
At the beginning of the year	2,676,232	16,634,433	19310665	193,106,650	193,106,650	
Increase during the year	0	1,801,632	1801632	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	0	1,801,632	1801632	0	0	
DEMAT OF SHARES						
Decrease during the year	1,801,632	0	1801632	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	1,801,632	0	1801632	0	0	
DEMAT OF SHARES						
At the end of the year	874,600	18,436,065	19310665	193,106,650	193,106,650	
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						
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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE207M01018

(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 style="width: 95%;" type="text"/>
---	--

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"/>
---	--	---	--

Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
----------------------------	--

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"/>
----------------------------	--

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"/>
---	--	---	--

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	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	<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

13,094,858,381

(ii) Net worth of the Company

4,902,284,807

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	10,728,551	55.56	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)	1,662,080	8.61	0	
10.	Others	0	0	0	
	Total	12,390,631	64.17	0	0

Total number of shareholders (promoters)

13

(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	664,942	3.44	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	6,025,092	31.2	0	
9.	Body corporate (not mentioned above)	230,000	1.19	0	
10.	Others	0	0	0	
	Total	6,920,034	35.83	0	0

Total number of shareholders (other than promoters)

10

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

23

**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	13	13
Members (other than promoters)	10	10
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	2	0	2	0	42.54	0
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	2	0	2	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	3	2	3	42.54	0

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

7

(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)
VIJAYASANKARAN AN	00028395	Managing Director	8,208,403	
ASHOK RAO	00091222	Director	0	
CHERRY VIJAY NAIR	07211022	Whole-time director	7,316	
LOUIS ZACHARIAS	07460285	Director	0	
BINITA SHARAD GOSWAMI	AKBPG1611J	Company Secretary	0	
ROHNIT NAIR	09180226	Director	0	
VIVEK THAKUR	ACDPT3314P	CFO	0	

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

3

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)
VIVEK THAKUR	ACDPT3314P	CFO	01/11/2022	APPOINTMENT
CHERRY VIJAY NAIR	07211022	CFO	31/10/2022	CESSATION
VIJAYASANKARAN AN	00028395	Managing Director	21/12/2022	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
AGM	21/12/2022	23	10	60.49
EGM	21/12/2022	23	10	60.49
EGM	27/03/2023	23	6	90.5

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	10/06/2022	5	5	100
2	02/08/2022	5	5	100
3	20/09/2022	5	5	100
4	29/11/2022	5	3	60
5	27/03/2023	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

8

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	10/06/2022	3	3	100
2	Audit Committee	02/08/2022	3	3	100
3	NRC	02/08/2022	3	3	100
4	Audit Committee	29/11/2022	3	3	100
5	NRC	29/11/2022	3	2	66.67
6	Audit Committee	27/03/2023	3	3	100
7	CSR	27/03/2023	3	3	100
8	IDC	27/03/2023	2	2	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	24/11/2023
								(Y/N/NA)
1	VIJAYASANKARAN	5	5	100	5	5	100	Yes
2	ASHOK RAO	5	5	100	8	8	100	No
3	CHERRY VIJAY NAIK	5	4	80	0	0	0	Yes
4	LOUIS ZACHARIA	5	5	100	8	8	100	No
5	ROHNIT NAIR	5	4	80	2	1	50	No

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	VIJAYASANKARAN	Managing Director	65,000,000	0	0	0	65,000,000
2	CHERRY VIJAY NAIK	Whole-time director	18,000,000	0	0	0	18,000,000
	Total		83,000,000	0	0	0	83,000,000

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	BINITA SHARAD G	Company Secre	772,034	0	0	0	772,034
2	VIVEK THAKUR	CFO	9,000,000	0	0	0	9,000,000
	Total		9,772,034	0	0	0	9,772,034

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ASHOK RAO	INDEPENDENT	0	0	0	975,000	975,000
2	LOUIS ZACHARIAS	INDEPENDENT	0	0	0	975,000	975,000
3	ROHNIT NAIR	NON EXECUTIV	0	0	0	375,000	375,000
	Total		0	0	0	2,325,000	2,325,000

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

Whether associate or fellow Associate Fellow

Certificate of practice number

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 

DIN of the director

To be digitally signed by 

- 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 MGT-8.pdf Approval Letter for extention of AGM.pdf UDIN.pdf Networth Certificate.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



सत्यमेव जयते

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

DATED : 20-09-2023

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

Three months allowed

ORDER



Yours faithfully,
BENUDHAR MISHRA

Registrar of Companies
RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office:

VISEN INDUSTRIES LIMITED

501,Stanford,Plot no.554, Junction of S V Road & Juhu Lane, , Andher i (W)
NA, Mumbai, Maharashtra, India, 400058



Note: This letter is to be generated only when the application is approved by RoC office



VISEN INDUSTRIES LTD.

501, Stanford, Plot No. 554, Junction of S.V.Road & Juhu Lane, Andheri (W), Mumbai - 400 058, India.
 Tel: (022) 6644 3333 • Fax : (022) 6644 3344 • e-mail: info@visen.net • web: www.visen.net
 CIN : U24100MH1985PLC037350

Visen Industries Limited		
List of Shareholders		
Shareholders	As on 31.03.2023	
	No. of shares	
Equity Shares		
Promoters	Equity Shares	% of holding
Vijayasankaran, A. S. Nair (Director)	82,08,403	42.51
Geeta V.Nair	15,73,620	8.15
Visen Marketing P. Ltd.	14,55,600	7.54
Rajeshwari Nair	3,68,240	1.91
Thakappan Nair	2,55,232	1.32
Ruchirag Investment P.Ltd.	2,06,480	1.07
Anish Nair	86,800	0.45
Rajkumari Mehta	75,200	0.39
Ruchi Nair	71,316	0.37
Arun Mehta	70,424	0.36
Ragesh Nair	8,000	0.04
Cherry Nair (Director)	7,316	0.04
Raji Rajesh Kumar	4,000	0.02
Promoter / Nominee	-	-
Sub total Promoters	1,23,90,631	64.17
Sumitomo Corporation (Singapore) PTE. LT	2,30,000	1.19
S.Kodapully	2,25,000	1.17
Badrayan Nair	2,23,600	1.16
Suprabha Nair	1,96,000	1.01
First Carlyle Ventures III	60,24,992	31.20
Shankar Narayanan	15,063	0.08
Mahesh Parasuraman	1,507	0.01
Nikhil Mohta	1,507	0.01
Manish Gaur	1,507	0.01
Kapil Modi	753	0.00
Sub total Others	69,19,929	35.83
Total	1,93,10,560	100.00
Equity Shares with Differential rights		
First Carlyle Ventures III	100	95.24
Shankar Narayanan	1	0.95
Mahesh Parasuraman	1	0.95
Nikhil Mohta	1	0.95
Manish Gaur	1	0.95
Kapil Modi	1	0.95
Total	105	100.00
Grand Total	1,93,10,665	

For Visen Industries Limited

B. Gosalia
 Binita Gosalia
 Company Secretary
 M. No. A25806



VISEN INDUSTRIES LTD.

501, Stanford, Plot No. 554, Junction of S.V.Road & Juhu Lane, Andheri (W), Mumbai - 400 058, India.
Tel: (022) 6644 3333 • Fax : (022) 6644 3344 • e-mail: info@visen.net • web: www.visen.net
CIN : U24100MH1985PLC037350

Networth Certificate

Calculation of networth as per Section 2 (57) of the Companies Act 2013

Particulars as on 31st March 2023	In Rs.
Paid up Equity Share Capital	
1,93,10,560 (31 March 2023) Equity shares of Rs.10/- each 105 Equity shares having differential rights of Rs.10/- each (A)	193106650
Other Equity (B) #	5287268157
Total Equity (A+B)	5480374807
Capital Redemption Reserve (C)	26680000
Reserves created on revaluation of property, plant and equipment on transition to Ind AS (D)	551410000
Total [(A+B)-C-D]	4902284807

Other Equity includes Capital Redemption Reserve - Rs. 26680000,
Securities Premium - Rs. 820660000, General Reserve - Rs. 150000 and Retained
Earnings Rs. 4439778157

For Visen Industries Limited

Binita Gosalia
Company Secretary
M No A25806

Place: Mumbai
Date: 5th Janaury 2024

V.R. ASSOCIATES

Company Secretaries

Resi: G-5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 104
Admn office: 31 Topiwala Center, Goregaon West, Mumbai 400 062
Tel: 022-28774306; Mobile 98214 47548; e-mail: cs.ram25@gmail.com
GST No. 27ACSPV8251A1Z7 ; MSME Regn no. UDAYAM-MH-18-0050392

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 and books and papers of Visen Industries Limited (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st 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 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. **(not applicable to the company during the financial year)**
 6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
 7. contracts/arrangements with related parties as specified in section 188 of the Act;

V.R. ASSOCIATES

Company Secretaries

Resi: G-5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 104

Admn office: 31 Topiwala Center, Goregaon West, Mumbai 400 062

Tel: 022-28774306; Mobile 98214 47548; e-mail: cs.ram25@gmail.com

GST No. 27ACSPV8251A1Z7 ; MSME Regn no. UDAYAM-MH-18-0050392

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;
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 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;
12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
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;
15. acceptance/ renewal/ repayment of deposits;
16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
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;

V.R. ASSOCIATES

Company Secretaries

Resi: G-5/3 Jal Padma, Bangur Nagar, Goregaon West, Mumbai 400 104
Admn office: 31 Topiwala Center, Goregaon West, Mumbai 400 062
Tel: 022-28774306; Mobile 98214 47548; e-mail: cs.ram25@gmail.com
GST No. 27ACSPV8251A1Z7 ; MSME Regn no. UDAYAM-MH-18-0050392

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

For **V.R. Associates**
Company Secretaries
RAMACHANDR
AN
VENKATRAMAN
V. Ramachandran
CP No. 4731

Digitally signed by RAMACHANDRAN VENKATRAMAN
DN: cn=AN, postalCode=400104, st=MAHARASHTRA, street=G-51,
JAL PADMA CHS LTD, JINH ROAD, JUMHARAJANGUR NAGAR,
GOREGAON WEST, 400104, o=MUMBAI, ou=Personal,
serialNumber=792a56e5375646ea008b7e48967444fc20b08
70148f660078374646,
pseudonym=516a056b3004014a15517810ab61,
c.S.A.00=40999A1C0B0C766C35F756447225407703aa3f61156
8301761e0237f0d6f, email=C.S.RAM25@GMAIL.COM,
cn=RAMACHANDRAN VENKATRAMAN
Date: 2023.11.28 10:44:28 +05'00'

Place: Mumbai

Date: 28th November, 2023

UDIN: A007731E002529943

PRC No: 1662/2022

Note: The qualification, reservation or adverse remarks; if any, may be stated at the relevant place(s).