

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

U51909WB1965PLC026556

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACC9186C

(ii) (a) Name of the company

MERINO INDUSTRIES LIMITED

(b) Registered office address

5, ALEXANDRA COURT,60/1, CHOWRINGHEE RO
KOLKATA
West Bengal
700020
India

(c) *e-mail ID of the company

balaji@merinoindia.com

(d) *Telephone number with STD code

03322901214

(e) Website

www.merinoindia.com

(iii) Date of Incorporation

29/07/1965

(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

U74140WB1994PTC062959

Pre-fill

Name of the Registrar and Transfer Agent

CB MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

P-22 BONDAL ROAD.
KOLKATA

(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

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	C3	Wood and wood products, furniture, paper and paper products	98.58

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

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

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	19,750,000	11,375,179	11,178,679	11,178,679
Total amount of equity shares (in Rupees)	197,500,000	113,751,790	111,786,790	111,786,790

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	19,750,000	11,375,179	11,178,679	11,178,679
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	197,500,000	113,751,790	111,786,790	111,786,790

(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			
Equity shares						
At the beginning of the year	149,214	10,220,386	10369600	103,696,000	103,696,000	
Increase during the year	4,197,179	0	4197179	41,971,790	41,971,790	0
i. Public Issues	0	0	0	0	0	
ii. Rights issue	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	4,197,179		4197179	41,971,790	41,971,790	
Scheme of Merger						
Decrease during the year	0	3,388,100	3388100	33,881,000	33,881,000	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify		3,388,100	3388100	33,881,000	33,881,000	
Scheme of Merger						
At the end of the year	4,346,393	6,832,286	11178679	111,786,790	111,786,790	
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				0	0	
0						
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				0	0	
0						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE662B01017

(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		30/09/2020	
Date of registration of transfer (Date Month Year)			
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)	<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

12,968,830,000

(ii) Net worth of the Company

10,361,252,000

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	10,576,734	94.62	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)	67,800	0.61	0	
10.	Others	0	0	0	
	Total	10,644,534	95.23	0	0

Total number of shareholders (promoters)

41

(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	466,254	4.17	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)	28,691	0.26	0	
10.	Others IEPF	39,200	0.35	0	

	Total	534,145	4.78	0	0
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Total number of shareholders (other than promoters)

1,227

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

1,268

**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	34	41
Members (other than promoters)	1,072	1,227
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	7	0	9	0	49.68	0
B. Non-Promoter	1	3	1	4	0.01	0
(i) Non-Independent	1	0	1	0	0.01	0
(ii) Independent	0	3	0	4	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	8	3	10	4	49.69	0

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

15

(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)
Shri Rup Chand Lohia	00063290	Whole-time director	885,390	
Shri Prakash Lohia	00063274	Managing Director	1,188,002	
Shri Bikash Lohia	00154013	Whole-time director	387,128	
Ms. Ruchira Lohia	00127797	Whole-time director	732,026	
Shri Prasan Lohia	00061111	Whole-time director	346,893	
Shri Nripen Kumar Duga	00127790	Whole-time director	600	
Dr.Gautam Bhattacharje	00109269	Director	0	
Shri Madhusudan Lohia	00063278	Whole-time director	995,299	
Shri Sisir Kumar Chakra	02848624	Director	0	30/09/2021
Shri Bama Prasad Mukh	08199055	Director	0	
Shri Prabal Kumar Sark	03124712	Director	0	
Shri Manoj Lohia	00127775	Whole-time director	349,201	
Shri Deepak Lohia	00154027	Whole-time director	369,673	
Shri Anurag Lohia	08332261	Whole-time director	300,678	
Shri Sachin Selot	AAYPS2493P	CFO	0	

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

9

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)
Shri Champalal Lohia	00154019	Whole-time director	03/04/2020	Cessation
Shri Rup Chand Lohia	00063290	Whole-time director	01/07/2020	Change in designation
Shri Prabal Kumar Sark	03124712	Director	01/12/2020	Appointment
Shri Manoj Lohia	00127775	Whole-time director	01/12/2020	Appointment
Shri Deepak Lohia	00154027	Whole-time director	01/12/2020	Appointment
Shri Anurag Lohia	08332261	Whole-time director	01/12/2020	Appointment
Shri Sanjay Banka	AECPB2404B	CFO	15/07/2020	Cessation
Shri Sachin Selot	AAYP2493P	CFO	11/01/2021	Appointment
Ms. Vinamrata Agrawal	AMKPA9785A	Company Secretary	15/01/2021	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
AGM	30/09/2020	1,145	73	79.15

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/06/2020	10	10	100
2	25/08/2020	10	10	100
3	30/09/2020	10	9	90
4	26/11/2020	10	8	80

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	11/01/2021	14	13	92.86
6	27/02/2021	14	13	92.86
7	31/03/2021	14	14	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	29/06/2020	4	4	100
2	Audit Committee	25/08/2020	4	4	100
3	Audit Committee	26/11/2020	4	3	75
4	Audit Committee	27/02/2021	5	5	100
5	Audit Committee	31/03/2021	5	5	100
6	Nomination & I	29/06/2020	3	3	100
7	Nomination & I	26/11/2020	3	2	66.67
8	Nomination & I	11/01/2021	3	3	100
9	Stakeholders F	23/12/2020	2	2	100
10	Stakeholders F	27/02/2021	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	30/09/2021
								(Y/N/NA)
1	Shri Rup Char	7	7	100	0	0	0	Yes
2	Shri Prakash L	7	7	100	1	1	100	Yes
3	Shri Bikash Lc	7	5	71.43	0	0	0	Yes

4	Ms. Ruchira Lohia	7	7	100	0	0	0	Yes
5	Shri Prasan Lohia	7	7	100	9	9	100	Yes
6	Shri Nripen Kumar	7	6	85.71	0	0	0	Yes
7	Dr.Gautam Bhargava	7	6	85.71	12	10	83.33	Yes
8	Shri Madhusudan Lohia	7	7	100	0	0	0	Yes
9	Shri Sisir Kumar	7	7	100	8	8	100	Yes
10	Shri Bama Prasad	7	7	100	8	8	100	No
11	Shri Prabal Kumar	3	3	100	2	2	100	Yes
12	Shri Manoj Lohia	3	3	100	0	0	0	Yes
13	Shri Deepak Lohia	3	3	100	0	0	0	No
14	Shri Anurag Lohia	3	2	66.67	0	0	0	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

11

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Champalal Lohia	Whole time Dire	59,000	0	0	124,000	183,000
2	Shri Rup Chand Lohia	Whole time Dire	8,545,000	0	0	2,026,000	10,571,000
3	Shri Prakash Lohia	Managing Direct	12,816,000	0	0	2,386,000	15,202,000
4	Shri Prasan Lohia	Whole time Dire	10,654,000	0	0	2,267,000	12,921,000
5	Shri Bikash Lohia	Whole time Dire	12,348,000	0	0	3,159,000	15,507,000
6	Miss Ruchira Lohia	Whole time Dire	10,654,000	0	0	2,272,000	12,926,000
7	Shri Madhusudan Lohia	Whole time Dire	10,654,000	0	0	1,899,000	12,553,000
8	Shri Nripen Kumar	Whole time Dire	5,256,000	0	0	201,000	5,457,000
9	Shri Anurag Lohia	Whole time Dire	7,758,000	0	0	1,755,000	9,513,000
10	Shri Manoj Lohia	Whole time Dire	10,654,000	0	0	3,331,000	13,985,000
	Total		89,398,000	0	0	19,420,000	108,818,000

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Sanjay Banka	Chief Financial C	2,271,000	0	0	5,000	2,276,000
2	Shri Sachin Selot	Chief Financial C	2,792,000	0	0	179,000	2,971,000
3	Ms. Vinamarata Agr	Company Secre	559,000	0	0	69,000	628,000
	Total		5,622,000	0	0	253,000	5,875,000

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	Dr. Gautam Bhattac	Independent Dir	0	0	0	160,000	160,000
2	Shri Sisir Kumar Ch	Independent Dir	0	0	0	150,000	150,000
3	Shri Bama Prasad M	Independent Dir	0	0	0	150,000	150,000
4	Shri Prabal Kumar S	Independent Dir	0	0	0	50,000	50,000
	Total		0	0	0	510,000	510,000

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

MGT-8_MIL_2021.pdf
MEIL_-MGT_7_REVISED.pdf
AnnexureMGT7.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