FORM NO. MGT-7

Refer the instruction kit for filing the form.

Form language

[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

I. REGI	STRATION AND OTHER	R DETAILS					
(i) * Corpo	orate Identification Number (C	IN) of the company	U15	5111UP1988PLC009771	Pre-fill		
Globa	al Location Number (GLN) of t	he company					
* Perm	anent Account Number (PAN) of the company	ААГ	DCS7820A			
(ii) (a) Na	me of the company		RSP	L LIMITED			
(b) Re	gistered office address						
Faza Kanp Kanp	our r Pradesh						
(c) *e-	mail ID of the company		secretarial@rsplgroup.com				
(d) *Te	elephone number with STD co	ode	051	05122221201			
(e) W	ebsite						
(iii) Da	te of Incorporation		22/	06/1988]		
(iv) Ty	rpe of the Company	Category of the Company		Sub-category of the	e Company		
	Public Company	Company limited by sh	ares	Indian Non-Go	vernment company		
(v) Whether	er company is having share ca	apital	Yes	O No			
(vi) *Wheth	ner shares listed on recognize	d Stock Exchange(s)	Yes	No			
(b) CIN of the Registrar and Transfer Agent					Pre-fill		
Nam	Name of the Registrar and Transfer Agent						

	Regi	istered office	address of the F	Registrar and Trans	sfer Agen	ıts					
(vii)	*Fina	ncial year Fro	om date 01/04/2	2019 (I	DD/MM/Y	YYY)	To date	31/03/202	0 ((DD/N	IM/YYYY)
(viii)	*Whe	ether Annual	general meeting	(AGM) held	(Yes	S ()	No			
	(a) If	yes, date of	AGM [30/12/2020							
	(b) D	ue date of A0	GM [30/09/2020							
	(c) W	/hether any e	extension for AG	M granted		•	Yes	○ No			
	(d) If exter		the Service Red	quest Number (SRI	N) of the	applicat	tion form f	iled for			Pre-fill
			date of AGM af	ter grant of extensi	on		3	1/12/2020			
	*Nı	umber of bus	iness activities	1							
S.	.No	Main Activity group code	Description of M	Main Activity group	Busines: Activity Code	s De	scription o	of Business	Activity		% of turnover of the company
	1	С	Manu	facturing	C13			_	cluding jewe dical instrun		99.02
III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES) No. of Companies for which information is to be given 2 Pre-fill All											
S.N	NO	ivarne of t	he company	CIN / FCRI	IN	noiair	Joint V	liary/Assoc enture	1ate/ %	o OI SI	nares held

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	RSPL HEALTH PRIVATE LIMITED	U36912DL2011PTC347104	Subsidiary	100
2	RSPL HEALTH BD LIMITED		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	45,000,000	44,032,500	44,032,500	44,032,500
Total amount of equity shares (in Rupees)	450,000,000	440,325,000	440,325,000	440,325,000

Number of classes 1

Class of Shares EQUITY	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	45,000,000	44,032,500	44,032,500	44,032,500
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	450,000,000	440,325,000	440,325,000	440,325,000

(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
Equity shares				
At the beginning of the year	44,032,500	440,325,000	440,325,000	

Increase during the year	0	0	0	0
i. Pubic Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify	1			
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	44,032,500	440,325,000	440,325,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited			0	0		0	0
iii. Reduction of share capit	al		0	0		0	0
iv. Others, specify							
At the end of the year			0	0		0	
(ii) Details of stock split/	consolidation during the y	year (for eacl	h class of	shares)	0		
Class o	f shares	(i)			(ii)		(iii)
Before split /	Number of shares						
Consolidation	Face value per share						
After split /	Number of shares						
Consolidation	Face value per share						
⋈ Nil[Details being proSeparate sheet at	vided in a CD/Digital Media tached for details of transf	a] ers	0	Yes (○ No	J	Applicable n in a CD/Digital
Date of the previous	s annual general meetin	g					
Date of registration	of transfer (Date Month	Year)					
Type of transf	er	1 - Equity,	2- Prefer	ence Share	es,3 - Debe	entures, 4	- Stock
Number of Shares/ Units Transferred	Debentures/			t per Share ure/Unit (in			
Ledger Folio of Trai	Ledger Folio of Transferor						

Transferor's Name		
	Surname	middle name first name
Ledger Folio of Trans	sferee	
Transferee's Name		
	Surname	middle name first name
Date of registration o	f transfer (Date Month Υε	ear)
Type of transfer		- Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ D Units Transferred	Debentures/	Amount per Share/ Debenture/Unit (in Rs.)
Ledger Folio of Trans	sferor	
Transferor's Name		
	Surname	middle name first name
Ledger Folio of Trans	sferee	
Transferee's Name		
	Surname	middle name first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	2,000	1000000	2,000,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			31,298,441,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			934,681,000
Deposit			0
Total			34,233,122,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	_	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	2,000,000,000	0	0	2,000,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

		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

43,325,253,000

(ii) Net worth of the Company

23,038,696,000

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	44,032,500	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	
	Total	44,032,500	100	0	0

Total number	of shareholders	(promoters)
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7	
---	--

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	ity	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	
	Total	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	1	1

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	5	0	5	0	96.37	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	6	3	6	3	96.37	0

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

11

(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)
MURLIDHAR GYAN CH	00049298	Managing Director	11,610,000	
BIMAL KUMAR GYANC	00049337	Managing Director	11,008,000	
RAHUL GYANCHANDA	00049468	Managing Director	6,605,000	
MANOJ KUMAR	00049387	Whole-time directo	6,605,000	
ROHIT GYANCHANDA	00049486	Whole-time directo	6,605,000	
NARESH KUMAR PHO	07681794	Whole-time directo	0	
RAJINDER PAL SINGH	02135781	Director	0	
JAGANNATH GUPTA	00397952	Director	0	
RENUKA GULATI	07395200	Director	0	
SUSHIL KUMAR BAJP!	AEUPB9460R	Company Secretar	0	
SUSHIL KUMAR BAJP!	AEUPB9460R	CFO	0	

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

0

Name	beginning / during	Ichange in designation/	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 2

	·	Tatal Niverbar of	Attend	ance	
Type of meeting	Date of meeting	Total Number of Members entitled to			
				% of total shareholding	
ANNUAL GENERAL MEETI	29/09/2019	7	6	97.01	
EXTRA-ORDINARY GENER	20/02/2020	7	6	97.01	

B. BOARD MEETINGS

*Number of meetings held 7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting			
			Number of directors attended	% of attendance	
1	24/05/2019	9	9	100	
2	03/08/2019	9	6	66.67	
3	09/09/2019	9	7	77.78	
4	28/09/2019	9	9	100	
5	14/11/2019	9	9	100	
6	16/01/2020	9	6	66.67	
7	12/03/2020	9	7	77.78	

C. COMMITTEE MEETINGS

Νι	ımber of meetin	gs held	9	

					Attendance
S. No.	Type of meeting		Total Number of Members as		
		Date of meeting	on the date of	Number of members attended	% of attendance

S. No.	Type of meeting		Total Number of Members as		Attendance
	modung	Date of meeting		Number of members attended	% of attendance
1	CSR COMMIT	13/08/2019	3	3	100
2	CSR COMMIT	14/11/2019	3	3	100
3	CSR COMMIT	12/03/2020	3	3	100
4	AUDIT COMM	24/05/2019	3	3	100
5	AUDIT COMM	09/09/2019	3	2	66.67
6	AUDIT COMM	28/09/2019	3	3	100
7	AUDIT COMM	14/11/2019	3	3	100
8	NOMINATION	27/09/2019	3	3	100
9	INDEPENDEN		3	3	100

D. *ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM
S. No.	Name of the director		Meetings	% of attendance		Meetings	% of attendance	held on
		entitled to attend	attended	atteridance	entitled to attend	attended	atteridarioc	30/12/2020
								(Y/N/NA)
1	MURLIDHAR	7	7	100	3	3	100	Yes
2	BIMAL KUMA	7	7	100	3	3	100	Yes
3	RAHUL GYAN	7	7	100	4	3	75	Yes
4	MANOJ KUMA	7	7	100	0	0	0	Yes
5	ROHIT GYAN	7	7	100	0	0	0	Yes
6	NARESH KUN	7	7	100	0	0	0	No
7	RAJINDER PA	7	3	42.86	6	6	100	No
8	JAGANNATH	7	3	42.86	6	6	100	No
9	RENUKA GUL	7	5	71.43	5	5	100	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

 6		

	1					1			
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount		
1	MURLIDHAR GYAN	MANAGING DIF	108,000,000	20,681,000			128,681,000		
2	BIMAL KUMAR GY	MANAGING DIF	108,000,000	20,681,000			128,681,000		
3	RAHUL GYANCHAI	MANAGING DIF	90,000,000	20,681,000			110,681,000		
4	MANOJ KUMAR	WHOLE TIME D	90,000,000	20,681,000			110,681,000		
5	ROHIT GYANCHAN	WHOLE TIME D	90,000,000	20,681,000			110,681,000		
6	NARESH KUMAR F	WHOLE TIME D	625,000				625,000		
	Total		486,625,000	103,405,000	0	0	590,030,000		
Number c	of CEO, CFO and Comp	pany secretary who	se remuneration d	etails to be entered	1	1			
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount		
1	SUSHIL KUMAR BA	CEO	5,602,000				5,602,000		
	Total		5,602,000				5,602,000		
Number c	of other directors whose	remuneration deta	ils to be entered			3			
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount		
1	RAJINDER PAL SIN	DIRECTOR	0	0	0	240,000	240,000		
2	JAGANNATH GUP	DIRECTOR	0	0	0	240,000	240,000		
3	RENUKA GULATI	DIRECTOR	0	0	0	300,000	300,000		
	Total		0	0	0	780,000	780,000		
KI. MATT	ERS RELATED TO CE	RTIFICATION OF	COMPLIANCES A	AND DISCLOSURE	ES				
* A. Wh	ether the company has visions of the Compani	made compliances	s and disclosures in	n respect of applica	^{able} ⊚ Yes	O No			
·	lo, give reasons/observ		, and year						
XII. PENA	ALTY AND PUNISHME	NT - DETAILS TH	EREOF						
A) DETA	A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NII								

Name of the	Name of the court/ concerned Authority	Date of Order			Details of appeal (if any) including present status	
(B) DETAILS OF CO	MPOUNDING OF OF	FENCES N	8 8			
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)	
RSPL LIMITED	NCLT ALLAHABAI	10/01/2020	Section 441 of the 0	Delay in filing of C	300,000	
MURLIDHAR GYA	NCLT ALLAHABAI	10/01/2020	Section 441 of the 0	Delay in filing of C	60,000	
BIMAL KUMAR GY	NCLT ALLAHABAI	10/01/2020	Section 441 of the 0	Delay in filing of C	60,000	
RAHUL GYANCHA	NCLT ALLAHABAI	10/01/2020	Section 441 of the 0	Delay in filing of C	60,000	
MANOJ KUMAR	NCLT ALLAHABAI	10/01/2020	Section 441 of the 0	Delay in filing of C	60,000	
ROHIT GYANCHA	NCLT ALLAHABAI	10/01/2020	Section 441 of the	Delay in filing of C	60,000	
NARESH KUMAR	NCLT ALLAHABAI	10/01/2020	Section 441 of the	Delay in filing of C	60,000	
SUSHIL KUMAR B	NCLT ALLAHABAI	10/01/2020	Section 441 of the 0	Delay in filing of C	60,000	
_	lete list of sharehold	ers, debenture ho	lders has been enclos	sed as an attachment		

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	S K GUPTA
Whether associate or fellow	
Certificate of practice number	1920

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 Aut	horised by the Boa	rd of Dire	ctors of the comp	oany vide resolutio	n no	04	dated	16/10/2017	
	/YYYY) to sign this ct of the subject ma								er
1.	Whatever is stated the subject matter			achments thereto i pressed or concea					
2.	All the required att	tachments	s have been com	pletely and legibly	attached	to this form.			
	ttention is also dr nent for fraud, pu							ct, 2013 which p	provide for
To be di	gitally signed by								
Director									
DIN of the	ne director		00049298						
To be d	igitally signed by		Sushil Kumar Bajpai Bajta Tributar Bajara						
Com	pany Secretary								
Com	pany secretary in p	ractice							
Member	ship number 3	753		Certificate of pr	actice nui	mber			
	Attachments						List	of attachments	
	1. List of share ho	olders, de	benture holders		At		extensionofagm_		
	2. Approval letter	for extens	sion of AGM;		At		RSPL Form MGT RSPL List of Sha		20.pdf
	3. Copy of MGT-8	3;			At	tach			
	4. Optional Attach	hement(s)	, if any		At	tach			
							Rei	move attachme	nt

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

Check Form

Modify

Prescrutiny

Submit

भारत सरकार

कारपोरेट कार्य मंत्रालय कार्यालय कम्पनी रजिस्ट्रार, उत्तर प्रदेश, 37/17, वेस्टकाट बिल्डिंग, दि माल, कानपुर — 208001 (उ.प्र.) ई-मेल/E-mail: roc.kanpur@mca.gov.in



GOVERNMENT OF INDIA MINISTRY OF CORPORATE AFFAIRS

OFFICE OF REGISTRAR OF COMPANIES, UTTAR PRADESH,

37/17, Westcott Building, The Mall, Kanpur – 208001 (U.P.)

Phone No. 0512 & 2310323@2310443

e-mail roc.kanpur@mca.gov.in

No.ROC/KAN/AGM EXTN./2020/ 11 0 5

Dated 68-9.20%

ORDER

Extension of time for holding of Annual General Meeting (AGM) for the financial year ended on 31.03.2020

- 1. Whereas sub-section (1) of section 96 of the Companies Act, 2013 (the Act) provides, inter-alia, that every company, other than a One Person Company, shall in each year hold in addition to any other meetings, a general meeting as its annual general meeting (AGM) and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one AGM of a company and that of the next;
- 2. And whereas, the first proviso to sub-section (1) of section 96 of the Act provides that in case of the first AGM, it shall be held within a period of nine months from the date of closing of the first financial year of the company and in any other case, within a period of six months, from the date of closing of the financial year;
- 3. And whereas, the third proviso to Section 96(1) of the Act provides that the Registrar may, for any special reason, extend the time within which any annual general meeting, other than the first annual general meeting, shall be held, by a period not exceeding three months;
- 4. And whereas, various representations have been received from the Companies, Industry Bodies and Professional Institutes pointing out that several companies are finding it difficult to hold their AGM for the financial year ended on 31.03.2020 due to the difficulties faced in view of the Covid-19 Pandemic;

Page no.2 contd.,

--2--

5. And whereas, the representations have been considered and the undersigned is of the

considered opinion that due to such unprecedented special reasons, the time within which the

AGM for the financial year ended on 31.03.2020 is required to be held as per provisions of sub-

section (1) of Section 96 ought to be extended in terms of the third proviso to section 96(1);

6. Now, therefore, in terms of power vested with the undersigned under the third proviso to sub-

section (1) of section 96 of the Act, I hereby extend the time to hold the AGM, other than the first

AGM, for the financial year ended on 31.03.2020 for companies within the jurisdiction of this

office, which are unable to hold their AGM for such period within the due date of holding the

AGM by a period of three months from the due date by which the AGM ought to have been held

in accordance with the provisions of sub-section (1) to section 96 of the Act, without requiring

the companies to file applications for seeking such extension by filing the prescribed Form No.

GNL-1.

Explanation: It is hereby clarified that the extension granted under this Order shall also cover the:

(i) pending applications filed in Form No. GNL-1 for the extension of AGM for the

financial year ended on 31.03.2020, which are yet to be approved;

(ii) Applications filed in Form No. GNL-1 for the extension of AGM for the financial year

ended on 31.03.2020, which were rejected,

where the approval for extension of AGM upto 3 months from the due date of the AGM shall be

deemed to have been granted by the undersigned without any further action on the part of the

company.

(Sudhir Kapoor) Registrar of Companies, Uttar Pradesh, Kanpur

Place: Kanpur

Date: 08.09.2020

(सुधीर कपूर) (SUDHIR KAPOOR) कम्पनी रजिस्ट्रार उ०प्र० Registrar of Companies U.P. भारत सरकार / Govt. of India कानपुर / Kanpur

Company Secretaries

9, Roland Complex
Upper Floor, 37/17
Westcott Building,
The Mall,
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FORM NO. MGT- 8 ANNUAL RETURN CERTIFICATE

[Pursuant to Section 92 (2) of the Companies Act, 2013 and Rule 11 (2) of the Companies (Management and Administration) Rules, 2014]

We have examined the registers, records and books and papers of RSPL 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, 2020. 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 the provisions of the Act and the Rules made there under in respect of the matters as stated below:
 - The status of the Company is that of an unlisted Public Company Limited by Shares within the meaning of Section 2 (71) of the Companies Act, 2013.
 - 2. The Company has maintained the registers / records as stated in Annexure 'A' to this Certificate, as per the provisions of the Act and the Rules made thereunder and the entries therein have been duly recorded within the time prescribed therefor.



Company Secretaries

- 3. The Company has filed Forms and Returns with the Registrar of Companies, Uttar Pradesh, Regional Director, Central Government, the Tribunal, Court or other Authorities under the Act and the Rules made thereunder, the details whereof are stated in <u>Annexure -'B'</u> to this Certificate.
- 4.(i) The Board of Directors duly met 7 (Seven) times respectively on 24th May, 2019, 3rd August, 2019, 9th September, 2019, 28th September, 2019, 14th November, 2019, 16th January, 2020 and 12th March, 2020 as stated in the Annual Return and in respect of such meetings proper notices were given and the proceedings thereof were properly recorded in the Minutes Book maintained for the purpose which have been duly signed. No circular resolution was passed during the financial year under review.
- (ii) The Board of Directors have constituted 3 (Three) Committees namely; Audit Committee, Nomination & Remuneration Committee and Corporate Social Responsibility Committee pursuant to provisions of the Companies Act, 2013 read with Rules made thereunder.
- (iii) The Audit Committee of the Board met 4 (Four) times respectively on 24th May, 2019, 9th September, 2019, 28th September, 2019 and 14th November, 2019 as stated in the Annual Return and in respect of such meetings proper notices were given and the proceedings thereof were properly recorded in the Minutes Book maintained for the purpose which have been duly signed.



Company Secretaries

- (iv) The Nomination & Remuneration Committee of the Board met once on 27th September, 2019 as stated in the Annual Return and in respect of such meeting proper notice was given and the proceedings thereof were properly recorded in the Minutes Book maintained for the purpose which have been duly signed.
- (v) The Corporate Social Responsibility Committee of the Board met 3 (Three) times respectively on 13th August, 2019, 14th November, 2019, and 12th March, 2020 as stated in the Annual Return and in respect of such meetings proper notices were given and the proceedings thereof were properly recorded in the Minutes Book maintained for the purpose which have been duly signed.
- (vi) The Annual General Meeting for the Financial year ended on 31st March, 2019 was held on 30th September, 2019 after giving shorter notice to the Members of the Company and the proceedings thereof were properly recorded in the Minutes Book maintained for the purpose which have been duly signed. However, no resolution was passed by Postal Ballot during the financial year.
- (vii) During the year under review, one Extraordinary General Meeting was held on 20th February, 2020 after giving due notice to the Members of the Company and the proceedings thereof were properly recorded in the Minutes Book maintained for the purpose which have been duly signed.
- The Company has not closed its Register of Members during the financial year under review.



Company Secretaries

- The Company has not given any loans to its Directors or persons or firms referred to under Section 185 of the Act.
- The Company has duly complied with the provisions of Section 188 of the Act in respect of contracts / arrangements with related parties specified in that section.
- 8. The Company has:
 - not issued any shares, debentures or other securities during the financial year.
 - (ii) not made any allotment, transfer and transmission of securities during the financial year.
 - (iii) not bought back any shares or other securities, altered or reduced its share capital or redeemed debentures during the financial year.
- There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
- 10. The Company has:
- declared Interim Dividend of Rs. 7.50/- per share each on 12th March,
 2020 on 4,40,32,500 Equity Shares of Rs. 10/- each of the Company during the financial year;



Company Secretaries

- deposited the amount of dividends declared in a separate Bank Account within the period of five days from the date of declaration of dividend;
- (iii) Electronically transferred the amount of dividend to all the members within the prescribed period of thirty days from the date of declaration of dividend. There was no unpaid / unclaimed dividend or other amounts remaining unclaimed or unpaid requiring transfer to Investor Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013 during the financial year.
- 11. The Financial Statements of the Company for the Financial year ended 31st March, 2020 have been signed in accordance with the provisions of Section 134(1) of the Companies Act, 2013 and the Report of Board of Directors of the Company has been prepared in compliance with the provisions of sub sections (3), (4) and (5) of Section 134 of the said Act.
- 12. (i) The Board of Directors of the Company has been duly constituted. There was no appointment of Additional Directors, Alternate Directors and Directors to fill casual vacancy during the financial year. Further, the re-appointment of retiring Director at the Annual General Meeting has been made in compliance with the provisions of the Act. The Directors have made requisite disclosures as required under the Act and the Rules framed thereunder.
 - (ii) Based upon the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting of held on 28th September, 2019, approved the re-appointment of Managerial Personnel viz; Shri Murlidhar Gyanchandani, Managing Director designated as



Company Secretaries

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Executive Chairman of the Company, Shri Bimal Kumar Gyanchandani, Managing Director, Shri Rahul Gyanchandani, Joint Managing Director, Shri Manoj Kumar and Shri Rohit Gyanchandani, Whole time Directors of the Company for a further period of 3 (three) years with effect from 1st October, 2019 and subsequently their re-appointment were confirmed by the Members at the Annual General Meeting held on 30th September, 2019 in compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder.

- (iii) Based upon the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 16th January, 2020 approved the re-appointment of Shri Naresh Kumar Phoolwani, Whole time Director of the Company for a further period of 3 (three) years with effect from 1st January, 2020 and the re-appointment of Shri Rajinder Pal Singh and Shri Jagannath Gupta, as Independent Directors of the Company for a second term of 5 (Five) years with effect from 12th February, 2020 and subsequently their re-appointment was confirmed at the Extraordinary General Meeting held on 20th February, 2020 in compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder.
 - (iv) Except as mentioned above, there was no appointment of Key Managerial Personnel under the provisions of Section 203 of the Act read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 during the year under review.
- 13. The Members at the Twenty Ninth Annual General Meeting of the Company held on 30th September, 2017 made appointment of M/s S.R. Batliboi & Co., Statutory Auditors of the Company for a period of 5 (Five) years in compliance



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with the provisions of Section 139 of the Act read with the Companies (Audit and Auditors) Rules, 2014.

- 14. The Company was not required to obtain any approval of Central Government, Regional Director or such other Authorities prescribed under the various provisions of the Companies Act, 2013 during the financial year. The Hon'ble National Company Law Tribunal, Allahabad Bench vide its Order No. CA No. 475 / ALD / 2019 dated 10th January, 2020 disposed of the Joint Company Application filed under Section 441 of the Companies, 2013 for compounding of offence in respect of delay in filing of Cost Audit Reports pursuant to Section 148 (6) of the Companies Act, 3013 read with the Companies (Cost Records and Audit) Rules, 2014 for the financial years ended 31st March, 2016, 31st March, 2017 and 31st March, 2018 respectively.
- 15. The Company has not accepted or renewed any deposits falling within the purview of Sections 73 and 76 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014 during the financial year.
- 16. The amount borrowed by the Company from Directors, Members, Public Financial Institutions, Banks and others during the Financial year is within the borrowing limits of the Company as approved by the special resolution passed by the Members under Section 180(1)(c) of the Act at the Annual General Meeting held on 30th September, 2016. There were creation, modification and satisfaction of charge during the financial year and the particulars of creation, modification and satisfaction of charges were filed in compliance with the provisions of the Act.



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- 17. The investments made, loans given, guarantees and securities provided by the Company in compliance with the ceiling limits prescribed under Section 186 of the Act.
- The Company has not altered its Memorandum of Association and Articles of Association during the year under review.

For S.K.Gupta & Co. Company Secretaries.

Place: Kanpur

Date: 26th February, 2021

(S.K.GUPTA) Managing Partner F.C.S - 2589

C.P.No.-1920

UDIN: F002589B003623241

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ANNEXURE 'A' Registers as maintained by the Company

- Register of Members u/s 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rules, 2014.
- Register of Debenture holders u/s 88 of the Companies Act, 2013 read with Rule 4 of the Companies (Management and Administration) Rules, 2014.
- Register of Directors and Key Managerial Personnel and their Shareholding u/s
 of the Companies Act, 2013 read with Rule 17 of the Companies
 (Appointment and Qualification of Directors) Rules, 2014.
- Register of Contracts or Arrangements in which Directors are interested u/s 189 of the Companies Act, 2013 read with Rule 16 of the Companies (Meetings of Board and its Powers) Rules, 2014.
- Register of loans, guarantee, security and acquisition made by the company maintained u/s 186 of the Companies Act, 2013 read with Rule 12(1) of the Companies (Meetings of Board and its Powers) Rules, 2014.
- Register of Investments not held in its own name by the Company u/s 187(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Meetings of Board and its Powers) Rules, 2014.
- Minutes of the proceedings of the General Meetings, Board Meetings and Committee Meetings u/s 118 of the Companies Act, 2013 read with Rule 25 of the Companies (Management and Administration) Rules, 2014.
- Register of Charges u/s 85 of the Companies Act, 2013 read with Rule 10 of the Companies (Registration of Charges) Rules, 2014.
- Attendance Register for the Meetings of the Board of Directors and Committees thereof.
- 10. Attendance Register for the Meetings of the Shareholders.



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ANNEXURE 'B'

Forms and Returns filed by the Company during the financial year ended 31st March, 2020

With Registrar of Companies, Uttar Pradesh

SI. No.	Forms	Purpose	Date of	Whether
NO.			Actual	filed in
			filing	time or
				not
	8			Yes/ No
1.	Form No. INC-22A	Under Rule 25A of The	25.04.2019	Yes
	[Active Tagging Form]	Companies		
		(Incorporation) Rules,		
		2014.		
	2			
2.	Form No. AOC-4 XBRL	U/s 137 of the	25.04.2019	No
	[Filing of Standalone and	Companies Act, 2013		
	Consolidated Financial	read with Rule 12(2) of		
	Statements and other	the Companies		
	documents for F.Y. 2017-	(Accounts) Rule, 2014		
	2018]	and Rule 3 of the		
	5 E	Companies (Filling of		
		Documents and Forms		
	S 80	in XBRL) Rules, 2015		
	20	Dated 31.03.2018		
3.	Form No. MSME FORM -	Pursuant to Order 2	20.05.2019	Yes
	1	and 3 dated 22	8	
	[Furnishing of Initial	January,	-	
	Return of outstanding	2019 issued under		



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	dues to Micro or Small	Section 405 of the		
	Enterprises Supplier]	Companies Act, 2013		
		dated 22.01.2019		
4.	Form No. MSME FORM -	Pursuant to Order 2	21.05.2019	Yes
	1	and 3 dated 22	2	
	[Furnishing of half yearly	January,	0	
	return in respect of	2019 issued under		
	outstanding dues to Micro	Section 405 of the		
	or Small Enterprises	Companies Act, 2013		
	Supplier, commencing	dated 31.03.2019		
	from 01.10.2018 to			
	31.03.2019]			
5.	Form No. MGT-14	U/s 179(3) of the	22.06.2019	Yes
	[Registration of Board	Companies Act, 2013		
	Resolution for	read with Rule 8 of the		
	appointment of M/s S.K.	Companies (Meetings		
	Gupta & Co., Company	of Board and its	,	
	Secretaries as Secretarial	Powers) Rules, 2014		
	Auditor of the Company	dated 24.05.2019		
	for the Financial Year			
	2018-2019]	5		
6.	Form No. DPT-3	Under Rule 16A of the	29.06.2019	Yes
	[One time Return for	Companies		
	disclosure of details of	(Acceptance of		
	outstanding money or	Deposits) Rules, 2014	2	
	loan received by a	dated 31.03.2019		
	Company but not		-	



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	considered as deposits in	<u> </u>		
	terms of Rule 2 (1) (c) of			
	the Companies			
	(Acceptance of Deposit),			
	Rules, 2014.			3
7.	Form No. DPT-3	Pursuant to Rule 16 of	30.06.2019	Yes
	[Particulars of	the Companies		
	transactions by Company	(Acceptance of		
	not considered as deposit	Deposits) Rules, 2014		
	as per Rule 2(1)(c) of the	Dt.31.03.2019		
	Companies (Acceptance			
	of Deposit) Rules, 2014]			
	7. Y _ X			
8.	Form No. CHG -1	U/s 77 & 79 of the	15.07.2019	Yes
	[Creation of Charge -	Companies Act, 2013		
	Charge ID-100273901]	read with Rule 3(1) of		
	0 >	the Companies		
	, a x , , , , , , ,	(Registration of		
	- V	Charges) Rules, 2014		
	8	dated 12.07.2019		
9.	Form No. CHG-1	U/s 77 & 79 of the	31.07.2019	Yes
	[Modification of Charge -	Companies Act, 2013		
	Charge ID-100273901]	read with Rule 3(1) of		
		the Companies		
		(Registration of		
		Charges) Rules, 2014		
		dated 26.07.2019		



10.	Form No. CHG-1	U/s 77 & 79 of the	31.07.2019	Yes
	[Modification of Charge -	Companies Act, 2013		
	Charge ID-100273901]	read with Rule 3(1) of		
		the Companies		
		(Registration of		
		Charges) Rules, 2014		
		dated 26.07.2019		
44	- 4			
11.	Form No. GNL-1	U/s 441 and 148 (6) of	04.10.2019	Yes
	[Filing of joint application			
	for Compounding of			
	Offence under Section	\·		
	441 read with 148(6) of	and the second of the second o		
	the Companies Act, 2013	PERSONAL PROPERTY PRO		
	for delay in filing of the	01.10.2019	-	
	Cost Audit Reports for			
	the Financial Years		27	
	ended 31.03.2016,			
5	31.03.2017 and			
	31.03.2018]	5		
12.	Form No. MGT-14	U/s 179(3) of the	04.10.2019	No
20	[Registration of Board	AND	Telescopy (400) (5-400) (500) (1000)	
	Resolution for			
	appointment of CA Bhola	Proprie sous, Springering Frank Annah San San San County of		
	Kumar, Senior GM as			
	Internal Auditor of the			
3 1	Company for Financial	1 12 12 12 12 12 12 12 12 12 12 12 12 12		



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	Year 2018-2019]			
13.	Form No. MGT-14 [Registration of Board Resolution- • To avail External Commercial Borrowing amounting to Euro 1,00,00,000 from Standard Chartered Bank. • Appointment of Protiviti India Member Private Limited, as Internal Auditor of the Company for Financial Year 2019-2020.	read with Rule 8 of the Companies (Meetings of Board and its Powers) Rules, 2014	10.10.2019	No
14.	Form No. CHG-1	U/s 77 & 79 of the	25.10.2019	Yes
	[Creation of Charge -	Companies Act, 2013		
	Charge ID-100296450]	read with Rule 3(1) of		
	V.	the Companies		
		(Registration of		
		Charges) Rules, 2014		
-, 5		dated 27.09.2019		
15.	Form No. MGT-14	U/s 134(1), 179(3) and	26.10.2019	Yes
	[Registration of Board	117 of the Companies		
	Resolution for:	Act, 2013 dated		



	•	Approval of Financial	28.09.2019.
		Statements	-
		(Standalone and	
		Consolidated) for the	
		Financial year ended	
-		31.03.2019;	
		Approval of Boards'	
10.		Report for the period	
		ended 31st March,	
22		2019;	
5.0		Re-appointment of	
		Shri Murlidhar	
		Gyanchandani as	
9		Managing Director	
1		designated as	
		Executive Chairman	
		and Shri Bimal	
		Kumar Gyanchandani	
		as the Managing	
		Director, Shri Rahul	
		Gyanchandani, as	
		Joint Managing	
	1	Director, Shri Manoj	
		Kumar and Shri Rohit	
- 0		Gyanchandani, as	
		the Whole Time	



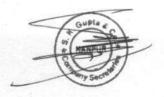
	Directors of the	0		
	Company]			
	x 3:			
16.	Form No. MGT-14	U/s 117 of the	26.10.2019	Yes
	[Registration of Special	Companies Act, 2013		
	Resolutions passed at	dated 30.09.2019		
	the Annual General	*	, ,	
	Meeting of the Company			
	for:			
	Re-appointment of			
	Shri Murlidhar			
	Gyanchandani (DIN:	8		
	00049298) as the			
	Managing Director of			
	the Company			
	designated as		88	
	Executive Chairman	×		
	for a period of 3			
	years w.e.f. 1st			
	October, 2019.	3		
	Re-appointment of			
	Shri Bimal Kumar	ST.		
	Gyanchandani (DIN:		-	
	00049337) as			
	Managing Director of			
	the Company for a		-	
	period of 3 years	81		



		w.e.f. 1st October,		
		2019.		
	•	Re-appointment of		
		Shri Rahul	E	
E.,		Gyanchandani (DIN:		
		00049468) as Joint		
		Managing Director of		
3.7		the Company for a		
		period of 3 years	=	
		w.e.f. 1st October,	>	
		2019.		
		RI .		
		Re-appointment of	3	
	•	Shri Manoj Kumar		
		(DIN: 00049387) as	•	
v.,		Whole-time Director		
		of the Company for a		
		period of 3 years		
11		w.e.f. 1 st October,	9	
LIV T		2019.		
		2010.		-
	•	Re-appointment of		
		Shri Rohit	N .	
		Gyanchandani (DIN:		
		00049486) as Whole-		
F.,		time Director of the		



	Company for a period			
	of 3 years w.e.f. 1st			
e Prinsi	October, 2019.			
17.	Form No. MSME FORM -	Pursuant to Order 2	31.10.2019	Yes
	1	and 3 dated 22		
	[Furnishing of half yearly	January,		
	return in respect of	2019 issued under		
	outstanding dues to Micro	Section 405 of the		
	or Small Enterprises	Companies Act, 2013		
	Supplier, commencing	dated 30.09.2019		
	from 01.04.2019 to			
	30.09.2019]			
	3	3		
18.	Form No. CHG-4	U/s 82 of the	06.11.2019	Yes
	[Satisfaction of Charge	Companies Act, 2013		
	Charge ID: 10503043]	read with Rule 8 of the		
		Companies		
	*	(Registration of		
	*	Charges) Rules, 2014		
	n n	dated 01.11.2019		
19.	Form No. CHG-1	U/s 77 & 79 of the	14.11.2019	No
	[Modification of Charge -	Companies Act, 2013		
	Charge ID-100168492]	read with Rule 3(1) of		
		the Companies		
		(Registration of		
		Charges) Rules, 2014.		
	2	Dated-27.09.2019		



20.	Form No. MR-1	U/s 196, 197 and 203	28.11.2019	Yes
	[Re-appointment of Shri	read with Schedule V		
.85	Murlidhar Gyanchandani	of the Companies Act,		
	(DIN: 00049298) as	2013 and Rule 3 of the		
	Managing Director	Companies		
	designated as an	(Appointment and		
	Executive Chairman for a	Remuneration of		
100	period of 3 (Three) years	Managerial Personnel		
	w.e.f. 01.10.2019]	Rules, 2014) dated		
	2	01.10.2019		
21.	Form No. MR-1	U/s 196, 197 and 203	28.11.2019	Yes
	[Re-appointment of Shri	read with Schedule V		
	Bimal Kumar	of the Companies Act,		
	Gyanchandani (DIN:	2013 and Rule 3 of the		
	00049337) as Managing	Companies		
	Director for a period of 3	(Appointment and		
	(Three) years w.e.f.	Remuneration of		
	01.10.2019]	Managerial Personnel		
		Rules, 2014) dated		
		01.10.2019		
22.	Form No. MR-1	U/s 196, 197 and 203	28.11.2019	Yes
-	[Re-appointment of Shri	read with Schedule V		
	Rahul Gyanchandani	of the Companies Act,		
	(DIN: 00049468) as Joint	2013 and Rule 3 of the		
100	Managing Director for a	Companies		
	period of 3 (Three) years	(Appointment and		
18	w.e.f. 01.10.2019]	Remuneration of		
	,	Managerial Personnel		



s = 1		Rules, 2014) dated 01.10.2019		
23.	Form No.MR-1	U/s 196, 197 and 203	28.11.2019	Yes
	[Re-appointment of Shri	read with Schedule V		
700	Manoj Kumar (DIN:	of the Companies Act,		
	00049387) as Whole	2013 and Rule 3 of the		
	Time Director for a period	Companies		
	of 3 (Three) years w.e.f.	(Appointment and		
	01.10.2019]	Remuneration of		
	55000	Managerial Personnel		
l.	A	Rules, 2014) dated		
9		01.10.2019		
24.	Form No.MR-1	U/s 196, 197 and 203	28.11.2019	Yes
	[Re-appointment of Shri	read with Schedule V		
	Rohit Gyanchandani	of the Companies Act,		
, to 1	(DIN: 00049486) as	2013 and Rule 3 of the		
	Whole Time Director for a	Companies		
	period of 3 (Three) years	(Appointment and		
	w.e.f. 01.10.2019]	Remuneration of		
	200	Managerial Personnel		
2	>	Rules, 2014) dated		
3		01.10.2019		



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25.	Form AOC-4 XBRL	U/s 137 of Companies	30.11.2019	Yes
	[Filing of Standalone and	Act, 2013 read with		
0	Consolidated Financial	Rule 12(2) of the		
	Statements and other	Companies (Accounts)		
	documents for Financial	Rule, 2014 and Rule 3		
	Year 2018-2019]	of the Companies		
5.8	# #6500 NESSEE R SEE 19#	(Filling of Documents		
- X		and Forms in XBRL)		
		Rules, 2015 dated		
a .	N	31.03.2019		
26.	Form No. MGT-7	U/s. 92 of the	31.12.2019	Yes
	[Annual Return for the	Companies Act, 2013		
	Financial Year 2018-	ES 02 10 10 10		
	2019]	the Companies		
	-	(Management and		
		Administration) Rules,		
		2014 dated 31.03.2019		
27.	Form No. INC-28	U/s 441 and 148(6) of	05.02.2020	Yes
	[Filing of Order No. CA	the Companies Act,		
	No. 475/ALD/2019 dated	2013 dated 10.01.2020		
8 3	10.01.2020 passed by	. *		
1	the Hon'ble National			
	Company Law Tribunal,			
	Allahabad Bench under			
h 50	Section 441 of the			
	Companies Act, 2013 for	r		
	Compounding of offence			



	under Section 148 (6) of			
	the Companies Act, 2013			
	for delay in filing of Cost			
	Audit Reports for the	8		
	Financial Years ended			
	31.03.2016, 31.03.2017			
	and 31.03.2018]			
28.	Form No. MGT-14	U/s 117 and 179(3) of	14.02.2020	Yes
	[Registration of Board			
	Resolutions for:	2013 dated 16.01.2020		
	Re-appointment of			
	Shri Naresh Kumar	5		
	Phoolwani (DIN:			
	07681794) as Whole			
	Time Director for a	281		
	period of 3 (three)			
	years w.e.f			
	01.01.2020.			
	To obtain various			
	credit facilities from	Ð		
	State Bank of India,			
	Overseas Branch,			
	Kanpur]	2		



	29.	Form No. CHG-1	U/s 77 & 79 of the	19.02.2020	Yes
		[Modification of Charge -	Companies Act, 2013		
		Charge ID-80010216]	read with Rule 3(1) of		
		5	the Companies		
			(Registration of		
			Charges) Rules, 2014		
			dated 27.01.2020		
	30.	Form No. MR-1	U/s 196, 197 and 203	29.02.2020	Yes
	2	[Re-appointment of Shri Naresh Kumar Phoolwani	read with Schedule V of the Companies Act,		
		(DIN:07681794) as the	2013 and Rule 3 of the		
		Whole time Director for a	Companies		
		period of 3 (Three) years	(Appointment and Remuneration of		
		w.e.f. 01.01.2020]	Managerial Personnel		
			Rules, 2014) dated		
			01.01.2020		
		h	01.01.2020		
+	31.	Form No. MGT-14	U/s 149(9) and 117 of	19.03.2020	Yes
		[Registration of Special	the Companies Act,		
		and Ordinary Resolutions	2013 dated 20 02 2020		
		passed in Extra Ordinary			
		General Meeting of the			
		Company for:			
97 8 ⁷⁷		Company ion			
		Re-appointment of Shri (Dr.) Jagannath Gupta (DIN)	n		

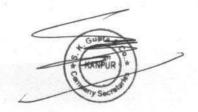


9, Roland Complex Upper Floor, 37/17
Westcott Building,
The Mall,
Kanpur-208001
Telefax:0512-2315123 Cell -9415042137 E-mail:sk_gupta1@rediffmail.com

	00397952) as	
2	Independent Director	
* *	for second term of 5	
	years w.e.f. 12th	
8	February, 2020.	
	Re-appointment of	
	Shri Rajinder Pal	
	Singh (DIN:	
	02135781) as	
15	Independent Director	
	for second term of 5	
	years w.e.f. 12 th	
	February, 2020.	
	Re-appointment of	
	Shri Naresh Kumar	
	Phoolwani	
	(DIN:07681794) as a	8
1 2	Whole time Director	
	for a period of 3	
	(Three) years w.e.f.	2
	01.01.2020	
	The second secon	

With Regional Director

NIL



9, Roland Complex Upper Floor, 37/17 Westcott Building, The Mall, Kanpur-208001 Telefax:0512-2315123 Cell -9415042137 E-mail:sk_gupta1@rediffmail.com

With Central Government or other Authorities

SI. No.	Forms	Purpose	Date of Actual filing	Whether filed in	
NO.		*	Actual lilling	time or not Yes/ No	
1.	Form No. CRA-2 [Intimation for appointment of M/s Jitendra, Navneet & Co. as Cost Auditor of the Company for the Financial Year 2019-2020]	and Rule 6 of the Companies (Cost Records and Audit) Rules, 2014 dated	10.10.2019	No	
2.	Form No. CRA-4 [Filing of Cost Audit Report for Financial Year 2018-2019]	U/s 148(6) of the Companies Act, 2013 and Rule 6 of the Companies (Cost Records and Audit) Rules, 2014 dated 09.09.2019	03.01.2020	Yes	

For S.K.Gupta & Co. Company Secretaries

Place: Kanpur Date: 26th February, 2021

(S.K.GUPTA) Managing Partner F.C.S - 2589 C.P.No.-1920

UDIN: F002589B003623241



RSPL LIMITED

LIST OF SHAREHOLDERS AS ON 31ST MARCH 2020

Authorized Capital: Rs. 45,00,00,000/-Paid-Up Capital: Rs. 44,03,25,000/-

Type of Share: Equity

Amount per Share: Rs. 10/-

Sr. No.	DP ID	Client ID	Name of Shareholders	Father's / Husband Name	Address	No. of Shares	% of Total Shares
pera	IN301330	22240482	Shri Murlidhar Gyan Chandani	S/o. Late Dayal Das	R/o. 7/189, Swaroop Nagar, KANPUR- 208002	11,610,000	26.37
2	IN301330	22237487	Shri Bimal Kumar Gyanchandani	S/o. Late Dayal Das	R/o. 7/189, Swaroop Nagar, KANPUR – 208002	11,008,000	25.00
3	IN301330	22213007	Shri Manoj Kumar	S/o. Shri Murlidhar Gyan Chandani	R/o. 7/189, Swaroop Nagar, KANPUR – 208002	6,605,000	15.00
4	IN301330	22212990	Shri Rahul Gyanchandani	S/o. Shri Murlidhar Gyan Chandani	R/o. 7/189, Swaroop Nagar, KANPUR – 208002	6,605,000	15.00
5.	IN301330	22213015	Shri Rohit Gyanchandani	S/o Shri Bimal Kumar Gyanchadani	R/o. 124, State Bank Colony, Delhi- 110033	6,605,000	15.00
6	IN301330	22240499	Smt Kamla Devi	W/o Shri Murlidhar Gyan Chandani	R/o. 7/189, Swaroop Nagar, KANPUR – 208002	1,318,500	2.99
7	IN301330	22237495	Smt Rajani Gyanchandani	W/o Shri Manoj Kumar	R/o. 7/189, Swaroop Nagar, KANPUR – 208002	281,000	0.64

TOTAL 44,032,500 100

For and on behalf of the Board of Directors

Sushil

Kumar

Bajpai

Digitally signed by Sushil Kumar Bajpai DN: c=IN, o=Personal, 2.5.4.20=1453715af56f40dcff41c82a8C5 cf11b3ad99800802dxf8a25f9717946e b385, postalCode=208024, st=Uttar Pradesh, serialNumbers-ee42741bd6bc1e419493 3bc:3a.2c636b84820d03c678fa9cf6488 480C996c17b, cn=Sushil Kumar Bajpai Date: 2021.02.27 19:11:45+05'30'

S.K. Bajpai

Company Secretary

F3753

Regd. Office: 119-121(Part), Block P & T, Fazal Ganj, Kalpi Road, Kanpur-208012 (U.P.) Phone : 0512-2221201 to 205 ● Fax No : 0512-2221229-30 ● E-mail : info@gharidetergent.com