

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

L28920MH1972PLC016154

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACJ3174F

(ii) (a) Name of the company

JAYASWAL NECO INDUSTRIES

(b) Registered office address

F-8 MID C INDUSTRIAL AREA
HINGNA ROAD
NAGPUR
Maharashtra
440016

(c) *e-mail ID of the company

contact@necoindia.com

(d) *Telephone number with STD code

07104237276

(e) Website

www.necoindia.com

(iii) Date of Incorporation

28/11/1972

(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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 26/09/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C7	Metal and metal products	100

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

*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MAA USHA URJA LIMITED	U27300MH1995PLC091956	Associate	31.63

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	2,500,000,000	970,998,244	970,998,244	970,998,244
Total amount of equity shares (in Rupees)	25,000,000,000	9,709,982,440	9,709,982,440	9,709,982,440

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	2,500,000,000	970,998,244	970,998,244	970,998,244
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	25,000,000,000	9,709,982,440	9,709,982,440	9,709,982,440

(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	2,545,090	968,453,154	970998244	9,709,982,4	9,709,982,	

Increase during the year	0	0	0	116,420	116,420	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				116,420	116,420	0
Pursuant to conversion of Physical holding into De						
Decrease during the year	0	0	0	116,420	116,420	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				116,420	116,420	
Pursuant to conversion of Physical holding into Der						
At the end of the year	2,545,090	968,453,154	970998244	9,709,982,4	9,709,982,	
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

INE854B01010

(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			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

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"/>			
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	

(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

Particulars	Number of units	Nominal value per unit	Total value
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

63,428,584,619

(ii) Net worth of the Company

18,129,636,575

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	15,158,690	1.56	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)	451,227,484	46.47	0	
10.	Others	0	0	0	
	Total	466,386,174	48.03	0	0

Total number of shareholders (promoters)

18

(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	68,419,326	7.05	0	
	(ii) Non-resident Indian (NRI)	410,215	0.04	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	4,086	0	0	
5.	Financial institutions	562	0	0	
6.	Foreign institutional investors	245	0	0	
7.	Mutual funds	6,435	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	433,190,433	44.61	0	
10.	Others Clearing Members, LLP and	2,580,768	0.27	0	
	Total	504,612,070	51.97	0	0

Total number of shareholders (other than promoters)

39,348

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

39,366

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

**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	18	18
Members (other than promoters)	36,641	39,348
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	1	2	1	0.5	1.06
B. Non-Promoter	2	7	1	6	0	0
(i) Non-Independent	2	0	1	0	0	0
(ii) Independent	0	7	0	6	0	0
C. Nominee Directors representing	0	2	0	2	0	0
(i) Banks & FIs	0	2	0	2	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	4	10	3	9	0.5	1.06

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(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)
Manoj Balkrishna Shah	00010473	Director	0	
RAJENDRAPRASAD S	00235850	Director	0	
BASANT LALL SHAW	00249729	Director	10,312,850	
ARVIND JAYASWAL	00249864	Managing Director	2,397,920	
RAMESH JAYASWAL	00249947	Managing Director	2,397,920	
BRAJKISHORE HARGO	01223894	Director	7,500	
MEGH PAL SINGH	02635073	Whole-time director	0	
KUMKUM RATHI	03128864	Director	0	
VINOD KUMAR KATHU	06662559	Director	0	
ASHWINI KUMAR	07694424	Director	0	
DAVINDER KUMAR CH	09020244	Nominee director	0	
ATUL GUPTA	09314224	Nominee director	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 4

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)
SURANJAN SINHA	09461995	Director	16/01/2023	Cessation
PRAMOD KUMAR BHA	03451077	Whole-time director	24/02/2023	Cessation
KAPIL SHARAD SHRO	ANMPS3447E	CFO	25/02/2023	Appointment
VIKASH KUMAR AGAR	AIUPA2458C	Company Secretary	13/01/2023	Cessation

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

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

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	29/09/2022	39,453	44	61.57

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2022	14	14	100
2	09/08/2022	14	13	92.86
3	12/11/2022	14	14	100
4	11/02/2023	13	13	100

C. COMMITTEE MEETINGS

Number of meetings held

21

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	30/05/2022	4	4	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
2	Audit Committee	09/08/2022	4	4	100
3	Audit Committee	12/11/2022	4	4	100
4	Audit Committee	11/02/2023	4	4	100
5	Nomination & I	09/08/2022	3	3	100
6	Nomination & I	12/11/2022	3	3	100
7	Nomination & I	11/02/2023	3	3	100
8	Share Transfer	09/04/2022	3	2	66.67
9	Share Transfer	11/07/2022	3	3	100
10	Share Transfer	17/08/2022	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	26/09/2023
								(Y/N/NA)
1	Manoj Balkrish	4	4	100	4	4	100	Yes
2	RAJENDRAPPA	4	3	75	7	7	100	No
3	BASANT LALL	4	4	100	0	0	0	Yes
4	ARVIND JAYA	4	4	100	14	14	100	Yes
5	RAMESH JAY	4	4	100	16	16	100	Yes
6	BRAJKISHOR	4	4	100	21	20	95.24	Yes
7	MEGH PAL SI	4	4	100	0	0	0	No
8	KUMKUM RA	4	4	100	0	0	0	Yes
9	VINOD KUMA	4	4	100	0	0	0	No
10	ASHWINI KUM	4	4	100	0	0	0	No
11	DAVINDER KI	4	4	100	3	3	100	No
12	ATUL GUPTA	4	4	100	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Arvind Jayaswal	Managing Director	16,864,785	0	0	0	16,864,785
2	Ramesh Jayaswal	Managing Director	16,864,785	0	0	0	16,864,785
3	Pramod Kumar Bha	Wholetime Director	4,902,346	0	0	0	4,902,346
4	Meghpal Singh	Whole Time Director	7,999,536	0	0	0	7,999,536
	Total		46,631,452	0	0	0	46,631,452

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	Vikash Kumar Agar	Company Secretary	2,987,259	0	0	0	2,987,259
2	Kapil Sharad Shroff	CFO	724,704	0	0	0	724,704
	Total		3,711,963	0	0	0	3,711,963

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Atul Gupta	Nominee Director	0	0	0	100,000	100,000
2	Davinder Kumar Ch	Nominee Director	0	0	0	115,000	115,000
3	Manoj Shah	Director	0	0	0	120,000	120,000
4	Suranjan Sinha	Director	0	0	0	75,000	75,000
5	Vinod Kathuria	Director	0	0	0	100,000	100,000
6	Kumkum Rathi	Director	0	0	0	100,000	100,000
7	Rajendraprasad Mo	Director	0	0	0	110,000	110,000
8	BK Agrawal	Director	0	0	0	155,000	155,000
9	Basant Lall Shaw	Non Executive Director	0	0	0	100,000	100,000
10	Ashwini Kumar	Director	0	0	0	100,000	100,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		0	0	0	1,075,000	1,075,000

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

Smt. Rachana Daga

Whether associate or fellow

Associate Fellow

Certificate of practice number

5073

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

ARVIND JAYASWAL
Digitally signed by ARVIND JAYASWAL
Date: 2023.12.05
12:05:20 +05'30'

DIN of the director

To be digitally signed by

ASHISH SRIVASTAVA
Digitally signed by ASHISH SRIVASTAVA
Date: 2023.12.11
10:41:00 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

List of attachments

MGT-8.pdf
Additional Attachment No of Committee Me
BREAK UP OF PAID UP CAPITAL.pdf

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

JAYASWAL NECO INDUSTRIES LTD

CIN : L28920MH1972PLC016154

(FORMERLY JAYASWALS NECO LIMITED)

REGD. OFFICE : F-8, MIDC INDUSTRIAL AREA, HINGNA ROAD, NAGPUR - 440 016 (INDIA)

PHONES : +91-7104-237276, 237471, 237472, 237461, 237462, 236253, 236254, 236256

FAX : +91-7104-237583, 236255 • E-mail : contact@necoindia.com • Website : www.necoindia.com



MEETINGS OF COMMITTEES OF THE BOARD OF DIRECTORS

Number of Meetings Held: 21

Sr. No.	Type of Meeting	Date of meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of Members Attended	% of Attendance
1.	Audit Committee	30/05/2022	4	4	100
2.	Audit Committee	09/08/2022	4	4	100
3.	Audit Committee	12/11/2022	4	4	100
4.	Audit Committee	11/02/2023	4	4	100
5.	Nomination & Remuneration Committee	09/08/2022	3	3	100
6.	Nomination & Remuneration Committee	12/11/2022	3	3	100
7.	Nomination & Remuneration Committee	11/02/2023	3	3	100
8.	Share Transfer Cum Stakeholders Relationship Committee	09/04/2022	3	2	66.67
9.	Share Transfer Cum Stakeholders Relationship Committee	11/07/2022	3	3	100
10.	Share Transfer Cum Stakeholders Relationship Committee	17/08/2022	3	3	100
11.	Share Transfer Cum Stakeholders Relationship Committee	15/10/2022	3	3	100
12.	Share Transfer Cum Stakeholders Relationship Committee	03/12/2022	3	3	100
13.	Share Transfer Cum Stakeholders Relationship Committee	19/01/2023	3	3	100
14.	Share Transfer Cum Stakeholders Relationship Committee	24/02/2023	3	3	100
15.	Share Transfer Cum Stakeholders Relationship Committee	18/03/2023	3	3	100
16.	Corporate Social Responsibility Committee	16/05/2022	3	3	100
17.	Corporate Social Responsibility Committee	29/07/2022	3	3	100
18.	Corporate Social Responsibility Committee	27/10/2022	3	3	100
19.	Corporate Social Responsibility Committee	24/01/2023	3	3	100
20.	Risk Management Committee	17/05/2022	4	4	100
21.	Risk Management Committee	02/11/2022	4	4	100

For Jayaswal Neco Industries Limited

Ashish Srivastava

Ashish Srivastava
Company Secretary & Compliance Officer
Membership No. A20141



BRANCH OFFICES :

"NECO HOUSE" D-307, Defence Colony,
NEW DELHI - 110 024. (INDIA)
PHONES : 0 1 1 - 4 9 0 7 0 5 4 8

3 0 1, TULSIANI CHAMBERS
NARIMAN POINT, MUMBAI 400 021 (INDIA)
P H . : (0 2 2) 4 2 1 3 - 4 8 1 3 ,
(022) : 22832381 FAX : (022) 22832367

TRUST HOUSE, 5th FLOOR,
32-A, CHITTARANJAN AVENUE,
KOLKATTA - 700012 INDIA FAX : 033-22122560
PHONES: 033-22122368. 22120502

THANOD ROAD, ANJORA-491001.
PHONES : 0788-2623410
FAX : 0788-2623410

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) SHARE CAPITAL

IV. (i) (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	25,45,090	96,84,53,154	97,09,98,244	9,70,99,82,440	9,70,99,82,440	
Increase during the year	0	11,642	11,642	1,16,420	1,16,420	
i. Public Issues						
ii. Right Issues						
iii. Bonus Issues						
iv. Private Placement/Preferential Allotment						
v. ESOPs						
vi. Sweat equity shares allotted						
vii. Conversion of Preference Share						
viii. Conversion of Debentures						
ix. GDRs/ADRs						
x. Others, specify Pursuant to Conversion of Physical Holding into demat	0	*11642	*11642	1,16,420	1,16,420	0
Decrease during the year	11,642	0	11,642	1,16,420	1,16,420	0
i. Buy Back of Shares						
ii. Shares forfeited						
iii. Reduction of share capital						
iv. Others, specify Pursuant to Conversion of Physical Holding into demat	*11,642	0	*11,642	1,16,420	1,16,420	0
At the end of the year	2533448	96,84,64,796	970,998,244	9,709,982,440	9,709,982,440	0

***Note:** Due to technical issue in the form some amounts of above table are not getting filled and saved. Hence, the table is given as attachment to the form.

Rachana A. Daga
B. Com., F.C.S.

R. A. Daga & Co.
Company Secretaries
Daga Mansion,
17/2, Tikekar Road,
Dhantoli, Nagpur
Pin: 440012
E-mail:- csradaga@yahoo.in

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records, books and papers of **JAYASWAL NECO INDUSTRIES LIMITED** (the Company) (CIN: L28920MH1972PLC016154) 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 my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
1. Its status under the Act;
 2. Maintenance of registers/records & making entries therein within the time prescribed there for;
 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 the prescribed time;



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-
4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the Company on or before 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.
 6. Advances/loans as applicable 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;
 8. Issue or allotment or transfer and transmission of shares and issue of security certificates and increase of paid up equity share capital.
Further, there were no instances of buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities;
 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; **NOT APPLICABLE.**



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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; **NOT APPLICABLE.**
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 / resignation / retirement/ filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

It was observed that there was re-appointment of Shri. Arvind Jayaswal as a Managing Director & Chief Executive Officer (Foundry Division) and Shri. Ramesh Jayaswal as a Joint Managing Director & Chief Executive Officer (Steel Plant Division) w.e.f.01st January, 2023.

During the period under review, it was observed that Board of the Company was temporary short of 50% requirement of Independent Directors consequent to retirement of Dr. Suranjan Sinha (Independent Director) on 16th January,2023. However, post-retirement of Shri Pramod Kumar Bhardwaj (Executive Director& Chief Financial Officer) w.e.f.24thFebruary, 2023 the requirement of having 50% Independent Director on the Board was complied.



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As on 31st March, 2023 the Board Composition meets the LODR Requirements comprising 12 (Twelve) Directors with the 50% composition of Independent Directors.

It was observed that Shri. Pramod Kumar Bhardwaj ceases to be Chief Financial Officer of the Company w.e.f. 24th February, 2023 and Shri. Kapil Shroff was appointed as Chief Financial Officer of the Company w.e.f. 25th February, 2023.

It was also further observed that Shri Vikash Kumar Agarwal ceases to be the Company Secretary & Compliance officer of the Company w.e.f. 13th January, 2023 and Shri Ashish Srivastava was appointed as Company Secretary & Compliance officer of the Company w.e.f. 15th April, 2023.

13. Appointment/reappointment/filling up casual vacancies of auditors, if applicable as per the provisions of Section 139 of the Act, wherever applicable;
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; **NOT APPLICABLE.**
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;



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17. Loans and investments or guarantee given or providing of securities, as applicable to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company.

Date :04/12/2023
Place : Nagpur

FOR R.A. DAGA & CO.
COMPANY SECRETARIES



Rachana

RACHANA DAGA
PROPRIETOR
MEMBERSHIP NO.: F5522
C.P. NO.: 5073
PR NO.- 1568/2021
UDIN: F005522E002825460