

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]



सत्यमेव जयते

Annual Return

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

L25209MH1989PLC051993

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACA9590Q

(ii) (a) Name of the company

RESONANCE SPECIALTIES LIM

(b) Registered office address

Plot No. 54D, Kandivli Industrial Estate,
Kandivli West,
Mumbai
Mumbai City
Maharashtra
400067

(c) *e-mail ID of the company

investors@resonancesl.com

(d) *Telephone number with STD code

02262106053

(e) Website

www.resonancesl.com

(iii) Date of Incorporation

01/06/1989

(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	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1994PTC079160

Pre-fill

Name of the Registrar and Transfer Agent

ADROIT CORPORATE SERVICES P LTD

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2021

(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	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

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

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

0

Pre-fill All

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

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

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	15,000,000	11,544,000	11,544,000	11,544,000
Total amount of equity shares (in Rupees)	150,000,000	115,440,000	115,440,000	115,440,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	15,000,000	11,544,000	11,544,000	11,544,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000	115,440,000	115,440,000	115,440,000

(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	11,544,000	115,440,000	115,440,000	

Increase during the year	0	0	0	0
i. Public 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	0	0	0	
0				
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	0	0	0	
0				
At the end of the year	11,544,000	115,440,000	115,440,000	
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	0	0	0	
N.A.				
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 capital	0	0	0	0
iv. Others, specify	0	0	0	
N.A.	0	0	0	
At the end of the year	0	0	0	

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

0

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

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

Date of the previous annual general meeting	<input style="width: 95%;" type="text"/>
Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
Type of transfer	<input style="width: 100px; height: 20px;" type="text"/> 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px; height: 25px;" type="text"/> Amount per Share/ Debenture/Unit (in Rs.) <input style="width: 150px; height: 25px;" type="text"/>
Ledger Folio of Transferor	<input style="width: 95%;" 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"/>
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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) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			6,088,043
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			6,088,043

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

702,877,000

(ii) Net worth of the Company

348,402,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	65,001	0.56	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)	7,128,424	61.75	0	
10.	Others	0	0	0	
	Total	7,193,426	62.31	0	0

Total number of shareholders (promoters)

9

(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	3,950,151	34.22	0	
	(ii) Non-resident Indian (NRI)	141,338	1.22	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	500	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	4,800	0.04	0	
7.	Mutual funds	3,300	0.03	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	236,821	2.05	0	
10.	Others NBFC, Directors and clearing + +	13,664	0.12	0	
	Total	4,350,574	37.68	0	0

Total number of shareholders (other than promoters)

11,207

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

11,216

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

3

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ILF MAURITIUS	C/O SULTANNALLYS BUSINESS- CE +			3,200	0.03
TMF-TTS (SCHEME)	C/O SULTANNALLYS BUSINESS- CE +			900	0.01
CREDIT CPT I T CO LTD +	C/O SULTANNALLYS BUSINESS- CE +			700	0

**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	9
Members (other than promoters)	10,577	11,207
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	1	0	0	1	0	0
B. Non-Promoter	1	3	2	3	0	0
(i) Non-Independent	1	1	2	0	0	0
(ii) Independent	0	2	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	2	3	2	4	0	0

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

9

(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)
ARCHANA S. YADAV	07335198	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
AJAY PATADIA	00298226	Director	0	
RAJ KAMAL PRASAD V	02166789	Director	0	
PRASHANT GODHA	00012759	Director	0	
ASHISH HARISHBHAI I	08601262	Whole-time directo	20	
ASHISH HARISHBHAI I	CQVPK1783M	CEO	20	
DWARIKA PRASAD AG	07194113	Whole-time directo	36	
DWARIKA PRASAD AG	AJPPA9532P	CFO	36	
MINAL SUSHIL BHOSA	AAVPI4228F	Company Secretar	5	

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

15

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)
YAQOOB ALI	07655705	Director	18/06/2020	Cessation
AJAY PATADIA	00298226	Additional director	27/06/2020	Appointment
DWARIKA PRASAD AG	07194113	Additional director	21/07/2020	Appointment
ARTI LALWANI	ASTPB3389G	Company Secretar	14/09/2020	Cessation
MINAL BHOSALE	AAVPI4228F	Company Secretar	15/09/2020	Appointment
AJAY PATADIA	00298226	Director	15/09/2020	Change in designation
ASHISH HARISHBHAI I	08601262	Whole-time directo	15/09/2020	Change in designation
DWARIKA PRASAD AG	07194113	Whole-time directo	15/09/2020	Change in designation
RAJ KAMAL PRASAD \	02166789	Additional director	10/11/2020	Appointment
PRASHANT GODHA	00012759	Additional director	10/11/2020	Appointment
ATMA BANDHU GUPT,	00025255	Managing Director	21/12/2020	Cessation
BISHWANATH PRASAI	02724594	Director	21/12/2020	Cessation
ASHISH HARISHBHAI I	08601262	CEO	21/12/2020	Appointment
PRASHANT GODHA	00012759	Director	10/03/2021	Change in designation
RAJ KAMAL PRASAD \	02166789	Director	10/03/2021	Change in designation

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

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

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	15/09/2020	11,080	61	64.77

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/07/2020	6	6	100
2	15/09/2020	6	6	100
3	10/11/2020	8	8	100
4	21/12/2020	8	8	100
5	05/02/2021	6	6	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	21/07/2020	3	3	100
2	Nomination and Remuneration	21/07/2020	3	3	100
3	Stakeholders Forum	21/07/2020	3	3	100
4	Audit Committee	15/09/2020	3	3	100
5	Nomination and Remuneration	15/09/2020	3	3	100
6	Stakeholders Forum	15/09/2020	3	3	100
7	Audit Committee	10/11/2020	3	3	100
8	Nomination and Remuneration	10/11/2020	3	3	100
9	Stakeholders Forum	10/11/2020	3	3	100
10	Audit Committee	05/02/2021	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		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	
1	ARCHANA S.	5	5	100	12	12	100	

2	AJAY PATADI	5	5	100	9	9	100	
3	RAJ KAMAL F	3	3	100	3	3	100	
4	PRASHANT G	3	3	100	2	2	100	
5	ASHISH HARI	5	5	100	0	0	0	
6	DWARIKA PR	5	5	100	1	1	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dr. Atma Gupta	Managing Director	3,557,742	0	0	5,019,231	8,576,973
2	Mr. Ashish Katariya	Executive Director	1,754,875	0	0	0	1,754,875
	Total		6,669,022	0	0	5,019,231	11,688,253

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	Mrs. Arti Lalwani	Company secretary	149,200	0	0	0	149,200
2	Mrs. Minal Bhosale	Company secretary	331,032	0	0	0	331,032
3	Mr. Dwarika Agrawal	Executive Director	1,356,405	0	0	0	1,356,405
	Total		1,836,637	0	0	0	1,836,637

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mrs. Archana Yadav	Independent Director	0	0	0	259,595	259,595
2	Mr. Ajay Patadia	Independent Director	0	0	0	194,729	194,729
3	Mr. Prashant Godha	Non Independent Director	0	0	0	87,027	87,027
4	Mr. Raj Kamal Prasad	Independent Director	0	0	0	92,027	92,027
5	Mr. B. P. Agrawal	Non Independent Director	0	0	0	154,729	154,729
	Total		0	0	0	788,107	788,107

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

Nomination and Remuneration committee was chaired by Mrs. Archana Yadav from 21/07/2020 to 16/11/2020 who is also the Chairman of the Company; the aforesaid default is made good on 17/11/2021 by appointing Mr. Rai Kamal Verma. as the Chairman of the NRC Committee.

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

Alok Khairwar

Whether associate or fellow

Associate Fellow

Certificate of practice number

12880

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 Attachement(s), if any

-
-
-
-

List of attachments

List of Shareholder-RSL-2019-20.pdf
Transfer Details-2019-20.pdf
Committee Meeting_31_03_21.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

COMMITTEE MEETINGS HELD DURING THE FY 2020-21

Sr. 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	21/07/2020	3	3	100
2	Nomination and Remuneration Committee	21/07/2020	3	3	100
3	Stakeholders Relationship Committee	21/07/2020	3	3	100
4	Audit Committee	15/09/2020	3	3	100
5	Nomination and Remuneration Committee	15/09/2020	3	3	100
6	Stakeholders Relationship Committee	15/09/2020	3	3	100
7	Audit Committee	10/11/2020	3	3	100
8	Nomination and Remuneration Committee	10/11/2020	3		100
9	Stakeholders Relationship Committee	10/11/2020	3	3	100
10	Audit Committee	05/02/2021	4	4	100
11	Nomination and Remuneration Committee	05/02/2021	4	4	100
12	Corporate Social Responsibility Committee	05/02/2021	4	4	100

DETAILS OF SHARES/DEBENTURES TRANSFERS SINCE THE CLOSE OF LAST FINANCIAL YEAR 31/03/2020

APRVL_DT	SHARES_TYPE	SHARES	FACE_VALUE	SELLRFOLIO	S_NAME	BUYERFOLIO	B_NAME
27/11/2020	1	100	10	0010868	SUSHILA DEVI MITTAL	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0010868	SUSHILA DEVI MITTAL	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0010868	SUSHILA DEVI MITTAL	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0010868	SUSHILA DEVI MITTAL	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0010868	SUSHILA DEVI MITTAL	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0010868	SUSHILA DEVI MITTAL	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0010868	SUSHILA DEVI MITTAL	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0010868	SUSHILA DEVI MITTAL	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0010868	SUSHILA DEVI MITTAL	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0010868	SUSHILA DEVI MITTAL	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0010868	SUSHILA DEVI MITTAL	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0041063	PRABHA GOVIL	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0036110	I L F MAURITIUS	R000014	RADHEY SHYAM MITTAL
27/11/2020	1	100	10	0036110	I L F MAURITIUS	R000014	RADHEY SHYAM MITTAL
31/12/2020	1	100	10	0040983	SANKAP MONAPPA RAI	U000002	URMILA RAI
31/12/2020	1	100	10	0040984	URMILA RAI	U000002	URMILA RAI
31/12/2020	1	100	10	0040983	SANKAP MONAPPA RAI	U000002	URMILA RAI
31/12/2020	1	100	10	0040983	SANKAP MONAPPA RAI	U000002	URMILA RAI
31/12/2020	1	100	10	0040983	SANKAP MONAPPA RAI	U000002	URMILA RAI
31/12/2020	1	100	10	0040983	SANKAP MONAPPA RAI	U000002	URMILA RAI
31/12/2020	1	100	10	0040983	SANKAP MONAPPA RAI	U000002	URMILA RAI
31/12/2020	1	100	10	0040983	SANKAP MONAPPA RAI	U000002	URMILA RAI
31/12/2020	1	100	10	0040983	SANKAP MONAPPA RAI	U000002	URMILA RAI
31/12/2020	1	100	10	0040983	SANKAP MONAPPA RAI	U000002	URMILA RAI
31/12/2020	1	100	10	0040983	SANKAP MONAPPA RAI	U000002	URMILA RAI
08/01/2021	1	100	10	0046525	SANEH KHANNA	J000009	JUGAL KHANNA
22/01/2021	1	100	10	0003319	JAYABEN LAKHAMSHI SHAH	S000027	SACHIN LAKHAMSHI SHAH
22/01/2021	1	100	10	0036098	SURENDRA NARANDAS BHATIA	S000028	SULEKHA SURENDRASINH BHATIA
29/01/2021	1	100	10	0036097	SATISH NARANDAS BHATIA	S000029	SATISH NARAYANDAS BHATIA
29/01/2021	1	100	10	0009933	BHAVESH DESAI	B000002	BHAVNA JAYESH DESAI
26/02/2021	1	100	10	0005003	MAMARJIT SINGH KHURANA	H000005	HARMOHINDER KAUR
15/03/2021	1	100	10	0041670	RAMJIBHAI NARSINHBHAI PATEL	R000018	RAMJIBHAI NARSINHBHAI PATEL
15/03/2021	1	100	10	0000971	CARMEL FONSECA	C000005	CARMEL LIBERATA FONSECA
15/03/2021	1	100	10	0037127	RAMJIBHAI NARSINGHBHAI PATEL	R000018	RAMJIBHAI NARSINHBHAI PATEL
15/03/2021	1	100	10	0041670	RAMJIBHAI NARSINHBHAI PATEL	R000018	RAMJIBHAI NARSINHBHAI PATEL
15/03/2021	1	100	10	0000971	CARMEL FONSECA	C000005	CARMEL LIBERATA FONSECA
19/03/2021	1	100	10	0045104	HEENA J VALA	H000006	HEENA JITENDRASINH VALA

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **Resonance Specialties Limited** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on March 31, 2021. In our opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me/ us 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;
 - The Company is a listed company, the category and sub-category of the company is limited by shares and Indian non-government company as per portal of Ministry of Corporate Affairs
 2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
 - The Company has maintained registers/records and made entries therein within the time prescribed under the act.
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
 - Following are the Forms filed with the Ministry of Corporate Affairs by the Company during the Financial Year 2020-21.

Sr. no	SRN	E-Form	Date of filing	Date of event	Filed with Additional / Normal Fees
1	R40100935	Form BEN 2	29/05/2020	13/01/2020	CFSS Aailed
2	R38999405	Form MGT-14	17/05/2020	04/03/2020	CFSS Aailed
3	R75465138	Form DPT-3	17/12/2020	31/03/2020	CFSS Aailed
4	R71973218	Form DIR-12	23/11/2020	27/06/2020	CFSS Aailed
5	R72892128	Form MR-1	30/11/2020	21/07/2020	CFSS Aailed
6	R71999544	Form CRA-2	23/11/2020	21/07/2020	CFSS Aailed
7	R71795090	Form DIR-12	21/11/2020	21/07/2020	CFSS Aailed

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8	R73192346	Form MGT-14	02/12/2020	21/07/2020	CFSS Availed
9	R76998962	Form-IEPF-2	23/12/2020	15/09/2020	CFSS Availed
10	R71796205	Form DIR-12	21/11/2020	15/09/2020	CFSS Availed
11	R72625981	Form MGT-14	27/11/2020	15/09/2020	CFSS Availed
12	R72561368	Form AOC-4(XBRL)	27/11/2020	15/09/2020	CFSS Availed
13	R73238784	Form MGT-7	02/12/2020	15/09/2020	CFSS Availed
14	R71972640	Form MGT-15	23/11/2020	15/09/2020	CFSS Availed
15	R72560535	Form MGT-14	27/11/2020	15/09/2020	CFSS Availed
16	R72000557	Form DIR-12	23/11/2020	15/09/2020	CFSS Availed
17	R71999684	Form MGT-14	23/11/2020	10/11/2020	CFSS Availed
18	R76998400	Form-IEPF-2	23/12/2020	21/12/2020	CFSS Availed
19	R71984231	Form DIR-12	23/11/2020	10/11/2020	Normal Fees
20	R73548737	Form MSME	04/12/2020	31/03/2020	Normal Fees
21	R83984583	Form INC-22	11/01/2021	21/12/2020	Normal Fees
22	R83920900	Form MGT-14	11/01/2021	21/12/2020	Normal Fees
23	R83461467	Form DIR-12	08/01/2021	21/12/2020	Normal Fees
24	T06952006	Form MGT-14	02/03/2021	05/02/2021	Normal Fees
25	T09771288	Form DIR-12	23/03/2021	10/03/2021	Normal Fees
26	T09771163	Form MGT-14	23/03/2021	10/03/2021	Normal Fees

4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any,

- The company has complied with provisions of the act and rules issued on made there under in respect of calling/convening/holding meetings of Board of Directors and the meetings of the Members of the company, Audit Committee Meetings, Remuneration Committee Meetings and other committee meetings on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings, have been properly recorded in the minutes book/ registers maintained for the purpose and the same have been signed.

The company has conducted five board meetings during the period under review as below:

- July 21, 2020
 - September 15, 2020
 - November 10, 2020
 - December 21, 2020
 - February 05, 2021
- The maximum gap between two consecutive board meeting did not exceed one hundred and twenty days, (except as the 5th board meeting held on march, 04, 2020 for financial year 2019- 2020 and 1st board meeting held on July 21, 2020 for financial year 2020-21) further as per the MCA General Circular 11/2020 dated march 24, 2020, mandatory requirement for holding Board Meetings (BM) within the intervals provided in section 173 of the Companies Act, 2013 (i.e. 120 days) stands extended by a period of 60 days till next 2 quarters of FY 2020-2021. hence was within the permissible extended time under MCA General Circular

11/2020 dated March 24, 2020

- During the financial year, the company has sent postal ballot notice dated February 08, 2021 to the members seeking their approval through Postal Ballot.
- The Annual General Meeting of the company during the year was held on September 15, 2020.
- During the year the company has received a notice on November 17, 2020 from Stock Exchange for non compliance of Regulation 17(1), Regulation 17(2A) and Regulation 19(1)/ 19(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, and accordingly Company submitted clarification to the stock exchange and in response to the Company mail/letter requesting waiver for fine imposed for non-compliance of Regulation 17(1), Regulation 17(2A) and Regulation 19(1)/ 19(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations.2015, Stock Exchange has waived off the fine imposed under regulation 17(1) via email dated May 10, 2021. Further with respect to Regulation 17(2A) and Regulation 19(1)/ 19(2) the Company has complied above said non – compliances and also paid the fine imposed.

5. Closure of Register of Members/Security holders, as the case may be

- The Register of Member and Share Transfer books of the company was closed from September 09, 2020 to September 15, 2020 (both days inclusive) for purpose of Annual General Meeting

6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

- During the year the company has not granted any/advances loans to its directors and/or persons or firms or companies referred in section 185 of the act.

7. Contracts/arrangements with related parties as specified in section 188 of the Act;

- The company has complied with all the compliances related to section 188 wherever applicable during the year.

8. There was no Issue or allotment or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances, company has complied with compliance related to transfer/transmission

9. There were no transactions necessitating the company to keep in abeyance;

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;

- During the reporting period the company has not declared any dividend / issued right shares / bonus shares etc. However Company has declared interim dividend in the Board Meeting held on March 04, 2020, and accordingly company was required to make payment either in cash, by cheque or warrant and sent through the post direct to the registered address of the shareholder within 30 days of the declaration of dividend. accordingly company has transferred dividends directly in the bank account of the shareholders whose bank details were available with the company/RTA through Electronic Clearing Service (ECS), however due to Covid-19 crisis prevailing in the Country, MCA issued circular extension for dispatching the dividend warrant/cheque to such shareholder by post whose bank account details are not available with the Company upto normalization of the postal services. But the Company has dispatched cheque or dividend warrant to shareholders on October 24, 2020. Further there is no amount due to be transferred from unpaid/unclaimed dividend account to Investor Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013.

11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

- The company has complied with the provisions of signing of audited financial statement as per the provisions of section 134 of the act and report of directors as per sub-sections (3), (4) and (5) thereof.

12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

- The board of the company is duly constituted. There were following changes that took place in the constitution of the Board and Key Managerial Personnel:

Sr. no	Appointments/ Resignation	Date	Name of Director	Designation
1	Cessation	18/06/2020	Dr. Yaqoob Ali	Director
2	Appointment	27/06/2020	Mr. Ajay Patadia	Additional director
3	Appointment	21/07/2020	Mr. Dwarika Prasad Agrawal	Additional Director
4	Resignation	14/09/2020	Ms. Arti Lalwani	Company Secretary
5	Appointment	15/09/2020	Ms. Minal Bhosale	Company Secretary
6	Change in designation	15/09/2020	Mr. Ajay Patadia	Director
7	Change in designation	15/09/2020	Mr. Ashish Harishbhai Katariya	Whole-time director
8	Change in designation	15/09/2020	Mr. Dwarika Prasad Agrawal	Whole-time director
9	Appointment	10/11/2020	Mr. Raj Kamal Prasad Verma	Additional director

10	Appointment	10/11/2020	Mr. Prashant Godha	Additional director
11	Cessation	21/12/2020	Dr. Atma Bandhu Gupta	Managing Direct
12	Cessation	21/12/2020	Mr. Bishwanath Prasad Agrawal	Director
13	Appointment	21/12/2020	Mr. Ashish Harishbhai Katariya	CEO
14	Change in designation	10/03/2021	Mr. Prashant Godha	Director
15	Change in designation	10/03/2021	Mr. Raj Kamal Prasad Verma	Director

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

- The Company has complied with the provision of section 139 of the act relating to appointment of auditors.

14. Approvals was required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

- During the year the company was not required to take any approval from Central government, tribunal, and Regional director, Registrar, Court or such other authorities.

15. Accepted /renewal/repayment of any fixed deposits during the year;

- The company has not accepted/renewed/repaid any deposits as contemplated under section 73 of the act.

16. Borrowings from its Directors, members, public financial institutions, banks and others except Body Corporate/s and creation/modification/satisfaction of charges in that respect as applicable;

- The company has subsisting loans from banks during financial year and hence already created charges in that respect wherever applicable. Further Company has not borrowed any Loan from its Directors and Members.

17. Loan and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;

- Company has not advance any loan or guarantees given or provided any securities to other bodies corporate or persons falling under the provisions of section 186 of the Act. However the Company has made further investment in SBI Magnum Medium Duration Fund Growth of Rs. 130,000 and fresh investment in Baroda Large and Mid Cap Fund of Rs. 64,05,000/-.

18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the

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Company;

- Company has not altered its Memorandum and/ or Articles of Association of the company during the year.

For Alok Khairwar & Associates
Company Secretary
UCN No: S2014MH257300

(Alok Khairwar)
Proprietor
M. No: F10031
C.P.No:12880
UDIN:
Place: Mumbai
Date: