

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 (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

U25111TN2002PLC048665

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACE9718N

(ii) (a) Name of the company

EMERALD TYRE MANUFACTUR

(b) Registered office address

EMERALD HOUSE, PLOT NO.2, SECOND STREET PORUR GARDENS, PHASE
-I Vanagaram
Poonamallee
Tiruvallur
Tamil Nadu
600005

(c) *e-mail ID of the company

accounts@emeraldtyres.com

(d) *Telephone number with STD code

04466460555

(e) Website

(iii) Date of Incorporation

27/03/2002

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company ▼	Company limited by shares ▼	Indian Non-Government company ▼

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

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, Vikh
roli (West), NA

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes No

(f) Specify the reasons for not holding the same

To be held on 9th August 2024

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	100

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Emerald Middle East FZE		Subsidiary	100
2	EmeraldTyres Europe BVBA		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	25,000,000	14,490,512	14,490,512	14,490,512
Total amount of equity shares (in Rupees)	250,000,000	144,905,120	144,905,120	144,905,120

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	25,000,000	14,490,512	14,490,512	14,490,512
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	250,000,000	144,905,120	144,905,120	144,905,120

(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	6,560,489	0	6560489	65,604,890	65,604,890	

Increase during the year	731,642	14,240,512	14972154	149,721,540	149,721,540	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	125,000	7,042,131	7167131	71,671,310	71,671,310	+
iv. Private Placement/ Preferential allotment	606,642	0	606642	6,066,420	6,066,420	
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	156,250	156250	1,562,500	1,562,500	
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		7,042,131	7042131	70,421,310	70,421,310	+
Physical Shares Converted into Demat						+
Decrease during the year	7,042,131	0	7042131	70,421,310	70,421,310	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	7,042,131		7042131	70,421,310	70,421,310	+
Physical shares converted into demat						+
At the end of the year	250,000	14,240,512	14490512	144,905,120	144,905,120	
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

INE0RHD01013

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

0

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

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

Date of the previous annual general meeting	30/09/2023		
Date of registration of transfer (Date Month Year)	29/08/2023		
Type of transfer	Equity Share:▼	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	285,000	Amount per Share/ Debenture/Unit (in Rs.)	10

Ledger Folio of Transferor		E020	
Transferor's Name	PVT LTD	INVESTMENT	MUSTANG TRADING AND
	Surname	middle name	first name
Ledger Folio of Transferee		E043	
Transferee's Name	RAJASTHAN GLOBAL	SECURITIES	PVT LTD
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	29/08/2023
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Type of transfer	Equity Share:▼	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	15,000	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor		E020	
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Transferor's Name	PVT LTD	INVESTMENT	MUSTANG TRADING AND
	Surname	middle name	first name

Ledger Folio of Transferee		E044	
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Transferee's Name			SAVITHA
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	
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Type of transfer	▼	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
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Ledger Folio of Transferor				
Transferor's Name				
	Surname	middle name	first name	
Ledger Folio of Transferee				
Transferee's Name				
	Surname	middle name	first name	

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	25,000,000	0	25,000,000	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

1,539,155,045.18

(ii) Net worth of the Company

659,896,414.69

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	9,798,828	67.62	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	9,798,828	67.62	0	0

Total number of shareholders (promoters)

4

(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	1,302,720	8.99	0	
	(ii) Non-resident Indian (NRI)	1,315,580	9.08	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)	2,073,384	14.31	0	
10.	Others	0	0	0	
	Total	4,691,684	32.38	0	0

Total number of shareholders (other than promoters)

14

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

18

**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	4	4
Members (other than promoters)	15	14
Debenture holders	2	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	1	0	47.94	0
B. Non-Promoter	3	0	1	3	0.35	0
(i) Non-Independent	3	0	1	1	0.35	0
(ii) Independent	0	0	0	2	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	4	0	2	3	48.29	0

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

(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)
CHANDHRASEKHAR/	00628816	Managing Director ▼	6,871,948	
ESWARA KRISHNAN/	01739106	Whole-time director ▼	50,320	
KRISHNA MOORTHY/	10366029	Director ▼	0	
NARASIMHAN	10366032	Director ▼	0	
KRISHNARAM PRIYA/	10366109	Director ▼	0	
VARADARAJAN KRISHNAN/	AADPK4021A	CEO ▼	66,000	
SHANKAR GANESH S/	AZEPS6854K	CFO ▼	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAJA DEVIKA DHIVYA	EDDPD7321H	Company Secretary	0	

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

11

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)
ESWARAKRISHNAI	01739106	Director	25/11/2023	Change in Designation
CHANDHRASEKHA	00628816	Managing Director	25/11/2023	Change in Designation
KRISHNARAM VAR	01739216	Director	21/10/2023	Cessation
KRISHNARAM VAR	AADPK4021A	CEO	21/10/2023	Appointment
SUBRAMANIAN RA	02542571	Director	29/08/2023	Cessation
KRISHNA MOORTHY	10366029	Director	25/11/2023	Appointment
NARASIMHAN	10366032	Director	25/11/2023	Appointment
KRISHNARAM PRIYA	10366109	Director	25/11/2023	Appointment
SHANKAR GANESH	AZEPS6854K	CFO	21/10/2023	Appointment
RAJA DEVIKA DHIVYA	EDDPD7321H	Company Secretary	07/03/2024	Appointment
SNSATIYA PRIYA	AVAPS1099L	Company Secretary	29/02/2024	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

5

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	30/09/2023	19	7	80.7
Extraordinary General Meet ⁺	18/09/2023	19	8	84.8
Extraordinary General Meet ⁺	25/11/2023	19	7	79
Extraordinary General Meet ⁺	11/01/2024	19	10	90
Extraordinary General Meet ⁺	17/03/2024	19	10	90

B. BOARD MEETINGS

*Number of meetings held

21

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/04/2023	4	4	100
2	16/06/2023	4	4	100
3	24/06/2023	4	4	100
4	15/07/2023	4	4	100
5	19/07/2023	4	4	100
6	17/08/2023	4	4	100
7	29/08/2023	3	3	100
8	01/09/2023	3	3	100
9	06/09/2023	3	3	100
10	22/09/2023	3	3	100
11	21/10/2023	2	2	100
12	25/11/2023	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

4

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	CSR	03/01/2024	3	3	100
2	NRC	07/03/2024	3	3	100
3	AC	15/02/2024	3	3	100
4	AC	22/03/2024	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	
		(Y/N/NA)						
1	CHANDHRAS	21	21	100	3	3	100	
2	ESWARA KRI	21	21	100	1	1	100	
3	KRISHNA MO	10	10	100	3	3	100	
4	NARASIMHAN	10	10	100	4	4	100	
5	KRISHNARAM	10	10	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	CHANDHRASEKHAN	Chairman & Managing Director	78.45	0	0	0	78.45
2	ESWARA KRISHNA	Wholetime Director	52.66	0	0	0	52.66
3	KRISHNARAM VAF	Director	44.85	0	0	0	44.85
	Total		175.96	0	0	0	175.96

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
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	KRISHNARAM VAF	CHIEF EXECUT	24.15	0	0	0	24.15
2	SHANKAR GANES	CHIEF FINANCI	21.28	0	0	0	21.28
3	RAJA DEVIKA DHI	COMPANY SEC	1.19	0	0	0	1.19
	Total		46.62	0	0	0	46.62

Number of other directors whose remuneration details to be entered

0

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

N.Srividhya

Whether associate or fellow

Associate Fellow

Certificate of practice number

14058

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. ...

04

dated

12/06/2024

(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

00628816

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

34428

Certificate of practice number

14058

Attachments

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

Attach
Attach
Attach
Attach

List of attachments

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company