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 instruct	tion kit for fil	ing the form.

DECISTD	VALIUM	VND	DETVI	I C

(i) * Corporate Identification Number (CIN) of the company			L85110KA1990PLC011303			
	Global Location Number (GLN) of t	he company				
*	Permanent Account Number (PAN	of the company	AACCS	0158A		
(ii) (a) Name of the company		SMITHS	& FOUNDERS (INDIA) L		
(b) Registered office address					
	NO.505, 5TH FLOOR, BRIGADE RUBIX NO.20, HMT MAIN ROAD BANGALORE Bangalore Karnataka	(
(c) *e-mail ID of the company		CO****	************************IA.C		
(d) *Telephone number with STD co	ode	08****	**55		
(e) Website		www.sr	miths and founders in dia		
(iii)	Date of Incorporation		22/10/	1990		
(iv)	Type of the Company	Category of the Company		Sub-category of the	Company	
	Public Company	Company limited by shar	es	Indian Non-Gove	ernment company	
	/hether company is having share ca		res (○ No		
(vi) *\	Whether shares listed on recognize	d Stock Exchange(s)	Yes (○ No		

S. N								
	lo.	Sto	ock Exchange Name	е		Code		
			Bombay			1		
(b) C	IN of the Reg	istrar and Trans	sfer Agent		U749	900TN2015PTC101466	Pro	e-fill
Nam	ne of the Regi	strar and Trans	fer Agent					
INTE	EGRATED REGI	STRY MANAGEM	ENT SERVICES PRIVA	TE LIMITED				
Reg	istered office	address of the	Registrar and Trans	sfer Agents				
	Floor Kences 1 th Usman Road	Towers ,1 Ramak d T Nagar	rishna Street					
ii) *Fina	ancial year Fro	om date 01/04/	/2023 (I	DD/MM/YYY	Y) To	date 31/03/2024	(DD/M	M/YYYY)
⁄iii) *Who	ether Annual	general meeting	g (AGM) held	•	Yes	○ No		
(a) If	f yes, date of	AGM [30/09/2024					
(b) C	Oue date of AG	GM [30/09/2024					
. PRIN	CIDAL BIL				O Ye	s 💿 No		
*N		SINESS ACT	TIVITIES OF TH	E COMPA	$\overline{}$	S W INO		
*N S.No		iness activities			NY	ption of Business Activi	ty	% of turnove of the company
	lumber of bus Main Activity	iness activities Description of	1	Business Activity	NY			
S.No 1 . PART	Main Activity group code C TICULARS LUDING JC	Description of Manu	Main Activity group ufacturing	Business Activity Code C7	Descri SOCIA	Metal and metal produ ATE COMPANIES Pre-fill All Subsidiary/Associate/	ıcts	of the company
S.No 1 . PART (INCL	Main Activity group code C TICULARS LUDING JC	Description of Manual M	Main Activity group ufacturing IG, SUBSIDIAR' RES) ation is to be given	Business Activity Code C7	Descri SOCIA	ption of Business Activi Metal and metal produ ATE COMPANIES Pre-fill All	ıcts	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	102,500,000	101,996,525	101,996,525	101,996,525
Total amount of equity shares (in Rupees)	102,500,000	101,996,525	101,996,525	101,996,525

Number of classes 1

Class of Shares Equity	Authorised capital	ICabilai	Subscribed capital	Paid up capital
Number of equity shares	102,500,000	101,996,525	101,996,525	101,996,525
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	102,500,000	101,996,525	101,996,525	101,996,525

(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	A 4	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	Physical	DEMAT	Total			
At the beginning of the year	545,218	101,451,307	101996525	101,996,52	101,996,52	

Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	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						
At the end of the year	545,218	101,451,307	101996525	101,996,525	101,996,52	
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	
				"			
SIN of the equity shares	of the company						
(ii) Details of stock spli	it/consolidation during th	e year (for ea	ch class of s	shares)	0		
Class o	f shares	(i)		(ii)	T	(i	ii)
Before split /	Number of shares						
Consolidation	Face value per share						
A.C. 111. /	Number of shares						
After split / Consolidation	Face value per share						
Consolidation	race value per share						
of the first return a	es/Debentures Trans t any time since the vided in a CD/Digital Medi	incorporat	ion of the				
Separate sheet att	tached for details of trans	fers	• `	Yes 🔘	No		
Note: In case list of trans Media may be shown.	sfer exceeds 10, option fo	r submission a	as a separate	sheet attach	iment or sub	mission in	a CD/Digital
Date of the previous	s annual general meetin	g					
Date of registration	of transfer (Date Month	Year)					
Type of transfe	er	1 - Equity,	2- Preferen	ce Shares,3	- Debentu	res, 4 - St	ock
Number of Shares/ Debentures/ Units Transferred Amount per Share/ Debenture/Unit (in Rs.)							

Ledger Folio of Transferor					
Transferor's Name					
	Surname		middle name	first name	
Ledger Folio of Transferee					
Transferee's Name					
	Surname		middle name	first name	
Date of registration of transfer (Date Month Year)					
Type of transfer 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock				- 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 Transferee					
Transferee's Name					
	Surname		middle name first name		
v) *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		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)
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Type of Securities	Number of	Nominal Value of	Total Nominal	Paid up Value of	Total Paid up Value
Securities	Securities	each Unit	Value	each Unit	
Total					
				_	

0

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

116,616,772

(ii) Net worth of the Company

29,924,171

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equ	Equity		ence
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	29,259,953	28.69	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	29,259,953	28.69	0	0

Total number of shareholders (promoters)

2		

(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	72,736,572	71.31	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	72,736,572	71.31	0	0

Total number of shareholders (other than promoters)

17,102

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

17,104

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	2	2
Members (other than promoters)	16,789	17,102
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category		lirectors at the g of the year		ectors at the end e 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	1	1	1	28.64	0.05	
B. Non-Promoter	0	4	0	2	0	0	
(i) Non-Independent	dependent 0 0		0	0	0	0	
(ii) Independent	0	4	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	esting institutions 0 0		0	0	0	0	
(iii) Government	0	0	0	0	0	0	
(iv) Small share holders	oolders 0 0		0 0		0	0	

(v) Others	0	0	0	0	0	0
Total	1	5	1	3	28.64	0.05

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 6

6

(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)
SURESH SHASTRY	01099554	Managing Director	29,206,953	
SHAILAJA SURESH	01326440	Director	53,000	
RAMADAS RAMESH F	09434109	Director	0	
SHIMOGA CHANDRAS	10303392	Director	0	
SUPRIYA SHASTRY	ATLPS8023M	CFO	18,633,125	
ROOPASHREE SHET	CQTPS7645J	Company Secretar	20	

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

5

Name			Idesignation / sessation	Nature of change (Appointment/ Change in designation/ Cessation)
SHIMOGA CHANDF	10303392	Director	02/09/2023	Appointment
V.PARTHASARATH	06761878	Director	13/02/2024	Cessation
SUDHINDRA S KAL	06994850	Director	13/02/2024	Cessation
SUPRIYA SHASTR\	ATLPS8023M	CFO	29/01/2024	Appointment
SADANAND S ZUTI	AACPZ8476F	CFO	29/01/2024	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 1

Type of meeting	Date of meeting			mance % of total shareholding
Annual General Meeting	27/09/2023	16,651	40	69.08

B. BOARD MEETINGS

*Number of meetings held 5

5

S. No.	Date of meeting	Total Number of directors associated as on the date						
		of meeting Number of directors attended		% of attendance				
1	27/05/2023	5	5	100				
2	12/08/2023	5	4	80				
3	02/09/2023	5	5	100				
4	10/11/2023	6	6	100				
5	29/01/2024	6	6	100				

C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting		Total Number of Members as	Attendance				
	meeting	Date of meeting	on the date of the meeting	Number of members attended	% of attendance			
1	Audit Committe	27/05/2023	4	4	100			
2	Audit Committe	12/08/2023	4	3	75			
3	Audit Committe	02/09/2023	4	4	100			
4	Audit Committe	10/11/2023	5	5	100			
5	Audit Committe	29/01/2024	5	5	100			
6	Stakeholders F	27/05/2023	3	3	100			
7	Stakeholders F	12/08/2023	3	2	66.67			
8	Stakeholders F	10/11/2023	3	3	100			
9	Stakeholders F	29/01/2024	3	3	100			
10	Nomination &	02/09/2023	3	3	100			

D. *ATTENDANCE OF DIRECTORS

			Board M	eetings				Со	mmittee Meetir	gs		Whet	ther
S. No.	of the director	Number of Meetings which director was	Number Meetings		% of		Number of Meetings whi director was		Number of Meetings	% of		attended AG held on	
		entitled to attend	attended		attendance	9	entitled to attended attend					30/09/	2024
		alleriu					allend					(Y/N/	NA)
1	SURESH SHA	5	5		100		9		9	10	00	Ye	s
2	SHAILAJA SU	5	5		100		2		2	10	00	Ye	s
3	RAMADAS RA	5	5		100		5		5	10	00	Ye	:S
4	SHIMOGA CH	2	2		100		2		2	10	00	Ye	:S
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													
S. No.	Name	Desig	nation	Gross Salary		C	ommission		Stock Option/ Sweat equity	Oth	ners	To	
1	Suresh Sha	stry Managir	g Direct	ct 2,010,000		0			0	300	,000	2,310	,000
	Total			2,010,000			0		0	300,000		2,310	,000
Number o	of CEO, CFO and	d Company secre	etary who	se rem	uneration d	etails	to be entered		•		2		
S. No.	Name	Desig	nation	Gros	ss Salary	C	Commission		tock Option/ Sweat equity	Others		To Amo	
1	Supriya Sha	astry Chief Financial (1,9	20,000		0		0	300,000		2,220	,000
2	Roopashree S	Shettig Compan	y Secre	40	408,000		0		0	28,000		436,	000
	Total			2,3	28,000		0		0	328	,000	2,656	5,000
Number o	of other directors	whose remuner	ation deta	ils to b	e entered		•		•		0		
S. No.	Name	Desig	nation	Gros	ss Salary	Gross Salary Commission			Stock Option/ Sweat equity	Oth	ners	To: Amo	

0

1

Total

* A. Whether the corprovisions of the B. If No, give reasons	e Companies A	ct, 2013 during the	d disclosures in ı year	respect of appl	licable Yes	○ No
(II. PENALTY AND P				Y/DIRECTOR	S/OFFICERS 🔀 🛚 I	Nil
Name of the company/ directors/ officers	Name of the co concerned Authority	Date of Ord	ler section ι		Details of penalty/ punishment	Details of appeal (if any) including present status
(B) DETAILS OF CO	MPOUNDING (OF OFFENCES	Nil			
Name of the company/ directors/ officers	Name of the c concerned Authority	ourt/ Date of Or	section	of the Act and under which committed	Particulars of offence	Amount of compounding (in Rupees)
	s No nit the details s	eparately through	the method spec	ified in instruc	·	nt
In case of a listed co more, details of com	mpany or a cor pany secretary	npany having paic in whole time prac	up share capital	of Ten Crore annual returr	rupees or more or tu n in Form MGT-8.	rnover of Fifty Crore rupees or
Name		Konanur Nanjund	iah Nagesharao			
Whether associate	e or fellow	○ A	ssociate F	ellow		
Certificate of pra	ctice number	1286	1			

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.

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

Declaration

I am Aut	horised by the Bo	oard of Dire	ctors of the c	ompany vide r	esolution no		16	da	ated	24/05/2024	7
(DD/MM in respec	/YYYY) to sign th	is form and natter of this	declare that s form and m	all the require	ments of the al thereto ha	Comp	panies Act, 2 en compiled	2013 and the with. I furt	ne rules her dec	made thereun	der
1.	Whatever is state the subject matter										
2.	All the required a	attachments	have been	completely and	d legibly atta	ched t	to this form.				
	ttention is also onent for fraud, p									ct, 2013 which	provide for
To be di	igitally signed by	y									
Director											
DIN of the	he director		0*0*9*5*								
To be d	igitally signed b	у									
Com	pany Secretary										
Com	pany secretary in	practice									
Member	ship number	3*0*		Certific	ate of praction	ce nun	nber		1*8*1		
	Attachments								List	of attachment	s
	1. List of share	holders, de	benture holde	ers		Att	tach	ANNEXU MGT-8 20	RE A C	OMMITTEE M	EETINGS.p
	2. Approval lette	er for extens	sion of AGM;			Att	tach	MGT 7 UI			
	3. Copy of MGT	Γ-8;				Att	tach				
	4. Optional Atta	chement(s)	, if any			Att	tach				
									Re	move attachm	ent
_	M	odify	(Check Form		F	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