

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

L15422TN1996PLC037200

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCP2779A

(ii) (a) Name of the company

PONNI SUGARS (ERODE) LIMIT

(b) Registered office address

ESVIN HOUSE,NO.13 OLD MAHABALIPURAM ROAD,
SEEVARAM VILLAGE, PERUNGUDI,
CHENNAI - 96.
Tamil Nadu
600096

(c) * e-mail ID of the company

AD*****RS.COM

(d) * Telephone number with STD code

44*****20

(e) Website

https:\\www.ponnisugars.com

(iii) Date of Incorporation

26/12/1996

(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

U67120TN1998PLC041613

Pre-fill

Name of the Registrar and Transfer Agent

CAMEO CORPORATE SERVICES LIMITED

Registered office address of the Registrar and Transfer Agents

"SUBRAMANIAN BUILDING"
No.1 CLUB HOUSE ROAD

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM 05/06/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

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	C1	Food, beverages and tobacco products	82
2	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	18

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	SESHASAYEE PAPER AND BOA	L21012TZ1960PLC000364	Associate	27.45

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	8,598,418	8,598,418	8,598,418
Total amount of equity shares (in Rupees)	150,000,000	85,984,180	85,984,180	85,984,180

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	15,000,000	8,598,418	8,598,418	8,598,418
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000	85,984,180	85,984,180	85,984,180

(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	403,830	8,194,588	8598418	85,984,180	85,984,180	
Increase during the year	0	26,217	26217	262,170	262,170	0
i. Public Issues	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	0	26,217	26217	262,170	262,170	
Demat conversion						
Decrease during the year	26,217	0	26217	262,170	262,170	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	26,217	0	26217	262,170	262,170	
Decrease due to demat conversion						
At the end of the year	377,613	8,220,805	8598418	85,984,180	85,984,180	
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				0	0	
NIL						
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				0	0	
	NIL					
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE838E01017

(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	21/06/2023
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			
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	
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

(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

Particulars	Number of units	Nominal value per unit	Total value
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	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

4,192,226,953

(ii) Net worth of the Company

2,954,759,559

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	2,823	0.03	0	
	(ii) Non-resident Indian (NRI)	500,466	5.82	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)	3,139,248	36.51	0	
10.	Others	0	0	0	
	Total	3,642,537	42.36	0	0

Total number of shareholders (promoters)

6

(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	2,359,174	27.44	0	
	(ii) Non-resident Indian (NRI)	92,286	1.07	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	300,000	3.49	0	
7.	Mutual funds	4,020	0.05	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	144,112	1.68	0	
10.	Others FPI+IEPF+OCB+Unclaimed	2,056,289	23.91	0	
	Total	4,955,881	57.64	0	0

Total number of shareholders (other than promoters)

17,456

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

17,462

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

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
VANDERBILT UNIVERS	HSBC SECURITIES, 11TH FLR, NESC			300,000	3.49

**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	6	6
Members (other than promoters)	15,053	17,456
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	0	3	0	3	0	5.85
B. Non-Promoter	1	6	1	8	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	5	0	7	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	1	9	1	11	0	5.85

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

14

(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)
N GOPALA RATNAM	00001945	Director	2,823	
N RAMANATHAN	00001033	Managing Director	3,001	
ARUN G BIJUR	00024434	Director	100	
BIMAL K PODDAR	00031146	Director	0	
V SRIDAR	02241339	Director	0	
NANDITHA KRISHNA	00906944	Director	0	
K BHARATHAN	00210433	Director	0	
BHARTI CHHOTUBHA	00341382	Director	500,466	
MOHAN VERGHESE C	01142014	Director	0	
P MANOHARAN	09706869	Director	128	
LAKSHMI NADKARNI	07076164	Director	0	
CHELLAMANI NARES	10474276	Director	66	
K YOKANATHAN	AAIPY9235D	CFO	10	
R MADHUSUDHAN	AXWPM3884D	Company Secretar	0	

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

6

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)
BIMAL K PODDAR	00031146	Director	31/03/2024	Cessation of Directorship upon
V SRIDAR	02241339	Director	31/03/2024	Cessation of Directorship upon
NANDITHA KRISHN	00906944	Director	31/03/2024	Cessation of Directorship upon
K BHARATHAN	00210433	Director	31/03/2024	Cessation of Directorship upon
LAKSHMI NADKARI	07076164	Director	15/03/2024	Appointment as Independent D
CHELLAMANI NARE	10474276	Director	15/03/2024	Appointment as Independent D

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	21/06/2023	16,147	56	42.57

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	28/04/2023	10	10	100
2	21/07/2023	10	10	100
3	03/11/2023	10	10	100
4	19/01/2024	10	10	100
5	15/03/2024	12	12	100

C. COMMITTEE MEETINGS

Number of meetings held

9

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	28/04/2023	4	4	100
2	Audit	21/07/2023	4	4	100
3	Audit	03/11/2023	4	4	100
4	Audit	19/01/2024	4	4	100
5	Audit	15/03/2024	4	4	100
6	Nomination an	19/01/2024	3	3	100
7	Nomination an	15/03/2024	3	3	100
8	Stakeholders F	03/11/2023	4	4	100
9	Corporate Soc	15/03/2024	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	05/06/2024
								(Y/N/NA)
1	N GOPALA RAJ	5	5	100	4	4	100	Yes
2	N RAMANATHAN	5	5	100	2	2	100	Yes
3	ARUN G BIJU	5	5	100	1	1	100	Yes
4	BIMAL K PODDAR	5	5	100	5	5	100	Not Applicable
5	V SRIDAR	5	5	100	8	8	100	Not Applicable
6	NANDITHA K	5	5	100	1	1	100	Not Applicable
7	K BHARATHA	5	5	100	7	7	100	Not Applicable
8	BHARTI CHHOPRA	5	5	100	0	0	0	Yes
9	MOHAN VERGAS	5	5	100	5	5	100	Yes
10	P MANOHARAN	5	5	100	0	0	0	Yes
11	LAKSHMI NAIDU	1	1	100	0	0	0	Yes
12	CHELLAMANI	1	1	100	0	0	0	Yes

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	N RAMANATHAN	MANAGING DIF	10,800,000	7,800,000	0	6,999,601	25,599,601
	Total		10,800,000	7,800,000	0	6,999,601	25,599,601

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	K YOKANATHAN	CFO	2,760,000	0	0	3,862,919	6,622,919
2	R MADHUSUDHAN	COMPANY SEC	1,046,400	0	0	774,824	1,821,224
	Total		3,806,400	0	0	4,637,743	8,444,143

Number of other directors whose remuneration details to be entered

11

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	N GOPALA RATNA	DIRECTOR	0	400,000	0	180,000	580,000
2	ARUN G BIJUR	DIRECTOR	0	400,000	0	120,000	520,000
3	BIMAL K PODDAR	DIRECTOR	0	400,000	0	200,000	600,000
4	V SRIDAR	DIRECTOR	0	400,000	0	260,000	660,000
5	NANDITHA KRISHN	DIRECTOR	0	400,000	0	120,000	520,000
6	K BHARATHAN	DIRECTOR	0	400,000	0	240,000	640,000
7	MOHAN VERGHES	DIRECTOR	0	400,000	0	200,000	600,000
8	BHARTI CHHOTUB	DIRECTOR	0	400,000	0	100,000	500,000
9	P MANOHARAN	DIRECTOR	0	400,000	0	100,000	500,000
10	LAKSHMI NADKAR	DIRECTOR	0	0	0	20,000	20,000
11	CHELLAMANI NAR	DIRECTOR	0	0	0	20,000	20,000
	Total		0	3,600,000	0	1,560,000	5,160,000

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

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

V SURESH

Whether associate or fellow

Associate Fellow

Certificate of practice number

6032

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

Digitally signed by
Ramanathan
Narayanan
Date: 2024.07.31
13:11:14 +05'30'

DIN of the director

0*0*1*3*

To be digitally signed by

Digitally signed by
RANGAVITTAL
MADHUSUDH
AN
Date: 2024.07.31
11:30:31 +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

Attach

Attach

Attach

Attach

POEEleData.pdf
MGT_8.pdf
POEcid.pdf
POEcontrol.pdf
POEshr.pdf
POEsht.pdf

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