

FORM NO. MGT - 7**Annual Return
of
TANFAC Industries Limited**

[Pursuant to sub-section (1) of Section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

(i)	Corporate Identification Number (CIN) of the Company	L24117TN1972PLC006271
	Global Location Number (GLN) of the Company	-
	Permanent Account Number (PAN) of the company	
(ii)	(a) Name of the company	TANFAC INDUSTRIES LIMITED
	(b) Registered office address	14,SIPCOT INDUSTRIAL COMPLEXKUDIKADU, CUDDALORE 607005 CUDDALORE 607005 TN 607005 IN
	(c) e-mail ID of the company	tanfac.finance@anupamrasayan.com
	(d) Telephone number with STD code	+91 4142 239001-05
	(e) Website	www.tanfac.com
(iii)	Date of Incorporation	20/12/1972

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

(v)	Whether company is having share capital	Yes
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(vi)	Whether shares listed on recognized Stock Exchange(s)	Yes
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a) If yes, details of stock exchanges where shares are listed

S.No	Stock Exchange Name	Code
1	Bombay Stock Exchange Limited	1

b) CIN of the Registrar and Transfer Agent	U65993TN1987PTC014964
Name of the Registrar and Transfer Agent	INTEGRATED ENTERPRISES (INDIA) PRIVATE LIMITED
Registered office address of the Registrar and Transfer Agents	5A, 5 th FLOOR ,KENCES TOWERS,1, RAMAKRISHNA STREET NORTH USMAN ROAD,T.NAGAR

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

(viii) Whether Annual general meeting (AGM) held	AGM to be held on 26 th September 2023
(a) If yes,- Date of AGM	-
(b) Due date of AGM	30/09/2022
(c) Whether extension of AGM was granted - Yes / No.	No
(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension	N.A
(e) Extended due date of AGM after grant of extension	N.A
(f) Specify the reasons for not holding the same	N.A

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Number of business activities	1
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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 botanical products	100

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

* No. of Companies for which information is to be given	2
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S. No	Name of the Company	CIN / FCRN / LLPIN	Holding / Subsidiary / Associate / Joint Venture	% of shares held
1	Tamilnadu Industrial Development Corporation Limited	U65993TN1965SGC005327	Joint Venture	26.02
2	Anupam Rasayan India Limited	L24231GJ2003PLC042988		25.80

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	9,975,000	9,975,000	9,975,000
Total amount of equity shares (in Rupees)	25,000,000	9,975,000	9,975,000	9,975,000

Number of classes	1
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Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	25,000,000	9,975,000	9,975,000	9,975,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	25,000,000	9,975,000	9,975,000	9,975,000

b) Preference Share Capital-

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of preference shares	1,000,000	0	0	0
Total amount of preference shares (in Rupees)	100,000,000	0	0	0

Number of classes	1
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Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Redeemable Preference Shares				
Number of preference shares	1,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	100,000,000	0	0	0

c) Unclassified Share Capital-

Particulars	Authorised Capital
Total amount of unclassified shares	0

d) Break-up of paid-up share capital

Class of Shares	No. of shares			Total Nominal Amount	Total Paid up amount	Total Premium
	Physical	Demat	Total			
Equity Share :						
At the beginning of the year	2,92,964	96,82,036	99,75,000	99,750,000	99,750,000	0
Increase during the year						
(i) Public Issue	0	0	0	0	0	0
(ii) Rights Issue	0	0	0	0	0	0
(iii) Bonus Issue	0	0	0	0	0	0
(iv) Private Placement / Preferential Allotment	0	0	0	0	0	0
(v) ESOPs	0	0	0	0	0	0
(vi) Sweat Equity shares allotted	0	0	0	0	0	0

(vii) Conversion of Preference shares	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	0	0	0	0	0
Decrease during the year	0	0	0	0	0	0
(i) Buy-back of shares	0	0	0	0	0	0
(ii) Shares Forfeiture	0	0	0	0	0	0
(iii) Reduction of share capital	0	0	0	0	0	0
(iv) Others, specify Dematerialization of Shares	0	0	0	0	0	0
At the end of the year	2,72,487	97,02,513	99,75,000	99,750,000	99,750,000	0
Preference Shares	0	0	0	0	0	0
At the beginning of the year	0	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	0	0	0	0
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	0	0	0	0
At the end of the year	0	0	0	0	0	0

ISIN of the equity shares of the Company -	INE639B01015
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(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 Previous AGM	26 th September 2022
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	Nil
Amount per Share/ Debenture/Unit (in Rs.)	Nil
Ledger Folio of Transferor	Nil
Transferor's Name	Nil
Ledger Folio of Transferee	Nil
Transferee's Name	Nil

(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	0	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
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(v) Securities (other than shares and debentures)

0

Type of Securities	No. 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	374,94,81,000
(ii)	Net worth of the Company	184,27,46,000

VI. (a) SHARE HOLDING PATTERN - Promoter

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/ Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non - resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	2,595,000	26.02	0	0
	(iii) Government companies	0	0	0	0
3	Insurance companies				
4	Banks	0	0	0	0
5	Financial institutions	0	0	0	0
6	Foreign institutional investors	0	0	0	0
7	Mutual funds	0	0	0	0
8	Venture capital	0	0	0	0
9	Body corporate (not mentioned above)	25,73,081	25.80	0	0
10	Others	0	0	0	0
	Total	51,68,081	51.81	0	0

Total number of shareholders (promoters)	2
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(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	22,18,385	22.24	0	0.00
	(ii) Non - resident Indian (NRI)	63,906	0.64	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government		0.00		0.00
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	700	0.01	0	0.00
5	Financial institutions	0	0.00		0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	5,550	0.06		0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	20,71,680	20.77	0	0.00
	Others		0.00		0.00
	(i) Clearing Members	1,870	0.02	0	0.00
	(ii) Directors & their Relatives & KMP	50	0.00	0	0.00
	(iii) Hindu undivided family	0	0.00	0	0.00
	(iv) Investor Education and protection Fund	3,43,880	3.45	0	0.00
	(v) Foreign Portfolio Investors	0	0.00	0	0.00
	(vi) Trust	100	0.00	0	0.00
	(vii) HUF	74,298	0.74	0.00	0.00
	(viii) LLP	26,500	0.27	0	0.00
	Total	48,06,919	48.19	0	0.00

Total number of shareholders (other than promoters)	14,380
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Total number of shareholders (promoters + Public / other than promoters)	14,382
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(c) Details of Foreign institutional investors' (FIIs) holding shares of the company

Nil

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

VII. NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	15,248	14,380
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	3	1	3	0	0
B. Non-Promoter						
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent		4		4		
C. Nominee Directors Representing						
(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	7	1	7	0	0

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

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(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)
VENKATARAMAN THIRUMOORTHY	00007648	Director	-	-
MADRAS RAMANATHAN SIVARAMAN	00020075	Director	-	-
RAMACHANDRAN KARTHIKEYAN	00824621	Director	-	-
SHANKAR NARASIMHAN	01484214	Director	-	-
RAJALAKSHMI RAVIKRISHNAN	01985132	Director	-	-
SENDHIL KALYANASUNDARAM NAATHAN	08850046	Director	-	-
MR. AFSAL HARUNBHAI MALKANI	07194226	Director	-	-
MRS.MARIAM PALLAVI BALDEV	09281201	Director	-	-
MR.V.JAYA CHANDRA BHANU REDDY	10057412	Director		
NALLANCHAKRAVARTHY RANGANATHAN RAVICHANDRAN	AONPR6108K	CFO	50	
MR.H.NARAYANARAO	AFVPN7572C	Company Secretary	-	-

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

3

Name	DIN / PAN	Designation at the beginning / during the financial year	Date of appointment/ change designation/ cessation	Nature of change (Appointment/ change in designation/ Cessation)
LILLY RAJENDRAN	03287345	Director	Resigned 18th October 2021	
R KARTHIKEYAN	00824621	Director	Appointed on 08 th May 2009 & resigned w.e.f 24 th March 2023.	Personal reason

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 total shareholding
Annual General Meeting [AGM]	26.09.2022	15,250	47	0.31

B. BOARD MEETINGS:

Number of meetings held

S. No.	Date of meeting	Total No. of Directors on the Date of Meeting	Attendance	
			No. of Directors attended	% of Attendance
1	06.05.2022	8	6	75.00
2	18.07.2022	8	7	87.50
3	17.10.2022	8	7	87.50
4	20.01.2023	8	7	87.50
5	10.02.2023	8	8	100.00

C. COMMITTEE MEETINGS

Number of meetings held 8

S. No.	Type of Meeting	Date of meeting	Total No. of Members as on the Date of Meeting	Attendance	
				No. of Members attended	% of Attendance
1	Audit Committee	28.04.2022	6	6	100.00
2	Audit Committee	06.05.2022	6	5	
3	Stakeholders Relationship Committee	06.05.2022	3	3	100.00
4	Nomination & Remuneration Committee	06.05.2022	4	4	100.00
5	Audit Committee	18.07.2022	6	6	100.00
6	Audit Committee	17.10.2022	6	5	100.00
7	Audit Committee	20.01.2023	6	5	

8	Corporate Social Responsibility Committee	20.01.2023	4	4	100.00
9	Nomination & Remuneration Committee	20.01.2023	3	3	

D. ATTENDANCE OF DIRECTORS

Sl. N	Name of the Director	Board of Meetings			Committee Meetings			Whether attended AGM held on 26.09.2022 (Y/N/NA)
		No. of meeting which director was entitled to attend	No. of Meeting attended	% of attendance	No. of meetings which director was entitled to attend	No. of Meeting attended	% of attendance	
1	Ms. Lilly Rajendran*	5	-	0.00	9	-	0.00	No
2	Mr. R. Karthikeyan*	5	5	100.00	9	7	77.00	Yes
3	Mr. Afzal Harunbhai Malkani *	5	5	100.00	9	7	77.00	Yes
4	Mr. K.Sendhil Naathan	5	5	100.00	9	-	0.00	Yes
5	Mr. V.T. Moorthy	5	5	100.00	9	9	100.00	Yes
6	Mr. M.R. Sivaraman, IAS (Retd.)	5	4	80.00	9	8	88.00	Yes
7	Dr. Shankar Narasimhan	5	3	60.00	9	3	33.00	Yes
8	Mrs. R. Rajalakshmi	5	5	100.00	9	6	66.00	Yes
9	Mrs.Mariam Pallavi Baldev	5	3	60.00	9	-	0.00	Yes
10	Mr.Jaya Chandra Bhanu Reddy*	5	-	0.00	9	-	0.00	No

* Ms. Mariam Pallavi Baldev and Mr.Jaya Chandra Bhanu Reddy were appointed as Non-Executive and Non-Independent Director w.e.f. 23th August 2022 & 27th March 2023 respectively.

**Ms. Lilly Rajendran and Mr. R. Karthikeyan resigned with effect from 23rd August 2022 and 24th March 2023 respectively.

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	Sendhil Kalyanasundaram Naathan	Managing Director	1,91,33,245	-	-	-	1,91,33,245
	Total		1,91,33,245	-	-	-	1,91,33,245

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	Nallanchakravarthy Ranganthan Ravichandran	CFO	80,03,749	-	-	-	80,03,749
2	H.Narayanarao	Company Secretary	8,64,353	-	-	-	8,64,353
Total			88,68,102	-	-	-	88,68,102

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Venkataraman Thirumoorthy	Director	4,80,000	-	-	-	4,80,000
2	Madras Ramanathan Sivaraman	Director	4,00,000	-	-	-	4,00,000
3	Shankar Narasimhan	Director	2,40,000	-	-	-	2,40,000
4	Rajalakshmi Ravikrishnan	Director	4,20,000	-	-	-	4,20,000
5	Mrs.Mariam Pallavi Baldev	Director	1,20,000	-	-	-	1,20,000
6	Ramachandran Karthikeyan*	Director	4,40,000	-	-	-	4,40,000
7	Mr.Jaya Chandra Bhanu Reddy*	Director	Nil	-	-	-	Nil
8	Ms. Lilly Rajendran*	Director	Nil	-	-	-	Nil
Total			21,00,000	-	-	-	21,00,000

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

No

B. If No, give reasons/observations

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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 penalized / 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 penalized / punished	Particulars of offence	Amount of compounding (in Rupees)

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

Yes No

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

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

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

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

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 applicable provisions of the Act during the financial year.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorized by the Board of Directors of the company vide resolution no. dated (DD/MM/YYYY) to sign this form and declare that all 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. Copy of MGT-8

3. Optional Attachment(s), if any

***Note:** The above Annual Return (MGT-7) is prepared as on March 31, 2022 as per the new format prescribed by the Companies (Management and Administration) Amendment Rules, 2021. The Annual General Meeting (AGM) is scheduled on September 26, 2022. The Company would replace the duly completed Annual Return (MGT-7) along with the Form MGT-8 duly signed by the Practicing Company Secretary certifying the Annual Return (MGT-7) after the completion of AGM.*