

Form No. MGT-7

ANNUAL RETURN

As on the financial year ended on 31/03/2021

of

PRECOT LIMITED

[Pursuant to Section 92(1) of the Companies Act, 2013

And

Rule 11(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN:	L17111TZ1962PLC001183
	Foreign Company Registration Number/GLN	
	*Permanent Account Number(PAN) of the company	AABCP3038K
ii)	a) Name of the Company	PRECOT LIMITED
	b)Registered office address	SF NO.559/4, D BLOCK,4TH FLOOR HANUDEV INFO PARK, NAVA INDIA ROAD,UDAIYAMPALAYAM COIMBATORE Coimbatore Tamil Nadu 641028
	c)*email-ID of the company	secretary@precot.com
	d)*Telephone number with STD code	04224321100
	e)Website	www.precot.com
iii)	Date of Incorporation	02/06/1962
iv)	Type of the Company	Public Company
	Category of the Company	Company limited by shares
	Sub-category of the Company	Indian Non-Government company
V	Whether company is having share capital	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Vi	*Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

(a) Details of stock exchanges where shares are listed	S. No.	Stock Exchange Name	Code
	1	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1024
(b) CIN of the Registrar and Transfer Agent	U67190MH1999PTC118368		
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, Vikhroli (West) Mumbai Mumbai City Maharashtra 400083		
Vii *Financial year From	(01/04/2020) To (31/03/2021)		
Vii *Whether Annual General Meeting (AGM) held	Yes O No		
(a) If yes, date of AGM			
(b) Due date of AGM	30/09/2021		
(c) Whether any extension for AGM granted	O Yes No		
(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension	NO		
(e) Extended due date of AGM after grant of extension	NO		
(f) Specify the reasons for not holding the same	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	C2	Textile, Leather and	99.88

				other apparel products	
2	G	Trade	G1	Wholesale trading	0.12

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				
2				

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	21,300,000	12,000,000	12,000,000	12,000,000
Total amount of equity shares (in rupees)	213,000,000	120,000,000	120,000,000	120,000,000

Number of classes 1

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of equity shares	21,300,000	12,000,000	12,000,000	12,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	213,000,000	120,000,000	120,000,000	120,000,000

(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
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Number of classes

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of preference shares	0	0	0	0
Nominal value per share (in rupees)	0	0	0	0
Total amount of preference shares (in rupees)	0	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	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	Demat	Total			
Equity shares						
At the beginning of the year	4,69,368	11,530,632	120,00,000	12000000	12000000	0
Increase during the year	0	0	0	0	0	0
i. Public Issues	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 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 Demat	0	53818	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 forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify Demat	53818	0	0	0	0	0
At the end of the year	4,15,550	11,584,450	12000000	12000000	12000000	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

(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	0	0	0
	Face value per share	0	0	0
After split / consolidation	Face value per share	0	0	0
	Face value per share	0	0	0

(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	
Date of Registration of Transfer	
Type of transfer	1- Equity 2- Preference Share 3- Debentures 4- Stock
Number of Shares/Debentures/Units Transferred	
Amount per Shares/Debentures/Units (in Rs.)	
Ledger Folio of Transferor	

Transferor's Name	First Name :- Middle Name :- Surname :-
Ledger Folio of Transferee	
Transferee's Name	First Name :- Middle Name :- Surname :-

(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

(v) Securities (other than shares and debentures)

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: Rs-665,13,84,095.95

(ii) Net worth of the Company: Rs. 314,18,38,338.79

(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	7,380,600	61.5	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
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)	0	0	0	0
10.	Others	0	0	0	0
	Total	7,380,600	61.5	0	0

Total number of shareholders (promoters):10.

(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	0	0	0	0

	(i) Indian	2,03,087	1.69	0	0
	(ii) Non-resident Indian (NRI)	36212	0.30	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	675	0.01	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	100	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	456886	3.81	0	0
10.	Others	3922440	32.68	0	0
	Total	4619400	38.50	0	0

Total number of shareholders (other than promoters):5159

Total number of shareholders (Promoters + Public/Other than promoters) :5169

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

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

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	10	10

Members (other than promoters)	5408	5159
Debenture holders		

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	2	0	2	0	35.67	0
B. Non-Promoter	1	5	1	5	0	0.07
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	5	0	5	0	0.07
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks and 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	3	5	3	5	35.67	0.07

Number of Directors on the financial year and Key managerial personnel (who is not director) as end date 10

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any)
Ashwin Chandran	00001884	Managing Director	2322801	

Prashanth Chandran	01909559	Managing Director	1987022	
Kumar Thillai	07826033	Whole-time director	0	
Sumanth Ramamurthi	00002773	Director	8557	
Jairam Varadaraj	00003361	Director	75	
C N Srivatsan	00002194	Director	0	
R Bhuvaneshwari	01628512	Director	0	
P Vijay Raghunath	00002963	Director	75	
A P Ramkumar	AFLPK9373E	CFO	0	
S Kavitha	CALPK1736L	Company Secretary	0	

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

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

A. MEMBERS/CLASS /REQUISITIONED/CLB/NCLT/COURT CONVENED MEETING

Number of meetings held: 1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
Annual General Meeting	24/09/2020	5398	50	62.91

B. BOARD MEETINGS

*Number of meetings held 5

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/06/2020	8	8	100
2	12/08/2020	8	7	87.50
3	11/11/2020	8	7	87.50
4	10/02/2021	8	8	100
5	23/03/2021	8	7	87.50

C. COMMITTEE MEETINGS

Number of meetings held 21

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee Meeting	26-06-2020	5	5	100
2	Audit Committee Meeting	12-08-2020	5	3	60
3	Audit Committee Meeting	11-11-2020	5	4	80
4	Audit Committee Meeting	10-02-2021	5	5	100
5	Finance Committee Meeting	11-05-2020	3	3	100
6	Finance Committee Meeting	25-08-2020	3	3	100
7	Finance Committee Meeting	24-09-2020	3	3	100
8	Finance Committee Meeting	05-11-2020	3	3	100

9	Finance Committee Meeting	12-12-2020	3	3	100
10	Finance Committee Meeting	28-12-2020	3	3	100
11	Finance Committee Meeting	22-01-2021	3	3	100
12	Finance Committee Meeting	18-02-2021	3	3	100
13	Finance Committee Meeting	09-03-2021	3	3	100
14	Stake Holder Relationship committee	30-06-2020	3	3	100
15	Stake Holder Relationship committee	15-09-2020	3	3	100
16	Stake Holder Relationship committee	31-10-2020	3	3	100
17	Stake Holder Relationship committee	17-11-2020	3	3	100
18	Stake Holder Relationship committee	11-01-2021	3	3	100
19	Nomination Remuneration Committee	26-06-2020	3	3	100
20	Nomination Remuneration Committee	11-11-2020	3	2	87.5
21	Nomination Remuneration Committee	23-03-2021	3	2	87.5

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	Ashwin Chandran	5	5	100	16	16	100	Yes
2	Prashanth Chandran	5	5	100	16	16	100	Yes
3	Kumar Thillai	5	5	100	0	0	0	Yes
4	Sumanth Ramamurthi	5	5	100	7	7	100	Yes
5	Jairam Varadaraj	5	3	60.5	7	3	65	Yes
6	C N Srivatsan	5	5	100	10	10	100	Yes
7	R Bhuvaneshwari	5	5	100	7	7	100	Yes
8	P Vijay Raghunath	5	5	100	4	3	80	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL Nil

A. 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
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1.	ASHWIN CHADRAN	CHAIRMAN	82,95,804	51,62,194	0	0	1,34,57,998
2	PRASHANTH CHANDRAN	MANAGING DIRECTOR	69,13,175	51,62,194	0	0	1,20,75,369
3	T KUMAR	EXECUTIVE DIRECTOR	58,63,367	17,20,731	0	0	75,84,098
	Total		2,10,72,346	1,20,45,119	0	0	3,31,17,465

B. 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.	A P RAMKUMAR	CHIEF FINANCIAL OFFICER	3578404	0	0	0	3578404
2	S KAVITHA	COMPANY SECRETARY	772306	0	0	0	772306
	Total		4350710	0	0	0	4350710

C. 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.	Sumanth Ramamurthi	Director	0	0	0	187000	187000
2	Jairam Varadraj	Director	0	0	0	58000	58000
3	C N Srivatsan	Director	0	0	0	137000	137000
4	R Bhuvaneswari	Director	0	0	0	137000	137000
5	P Vijay Raghunath	Director	0	0	0	90000	90000
	Total	0	0	0	0	618000	618000

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 the 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 Auth ority	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

(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 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: VENKATESAN

Whether associate or fellow Associate **Fellow**

Certificate of practice number10011

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) 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 authorised by the Board of Directors of the company vide resolution no.7 dated 29/06/2019. (DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made there under 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, sections 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 signed by

Director

DIN of the director **00001884**

To be signed by

o Company Secretary

o Company Secretary in practice

Membership number **8710**. 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 Attachments, if any.