

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 instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L15142GJ2014PLC080010

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAF6G6591A

(ii) (a) Name of the company

GOKUL AGRO RESOURCES LIM

(b) Registered office address

CROWN-3, INSPIRE BUSINESS PARK, SHANTIGRAM NR VAISHNODEVI CIRCLE, S.G. HIGHWAY Khodiyar
Ahmedabad Ahmedabad Gujarat 382421

(c) *e-mail ID of the company

compliances@gokulagro.com

(d) *Telephone number with STD code

07967123500

(e) Website

www.gokulagro.com

(iii) Date of Incorporation

03/07/2014

(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	1,024

(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, Vikhroli (West)

(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

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	C1	Food, beverages and tobacco products	100

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MOURIGO PTE. LIMITED		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	400,000,000	147,543,358	147,543,358	147,543,358
Total amount of equity shares (in Rupees)	800,000,000	295,086,716	295,086,716	295,086,716

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	400,000,000	147,543,358	147,543,358	147,543,358
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	800,000,000	295,086,716	295,086,716	295,086,716

(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)	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	6,290	143,066,057	143072347	286,144,694	286,144,694	

Increase during the year	0	4,471,011	4471011	8,942,022	8,942,022	402,390,990
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	4,471,011	4471011	8,942,022	8,942,022	402,390,990
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	
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	6,290	147,537,068	147543358	295,086,716	295,086,716	
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

INE314T01025

(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			
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				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	

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

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	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

100,828,197,238

(ii) Net worth of the Company

5,523,740,995

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	88,516,014	59.99	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)	18,548,760	12.57	0	
10.	Others	0	0	0	
	Total	107,064,774	72.56	0	0

Total number of shareholders (promoters)

7

(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	23,284,544	15.78	0	
	(ii) Non-resident Indian (NRI)	826,193	0.56	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	73,973	0.05	0	
7.	Mutual funds	0	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	16,280,520	11.03	0	
10.	Others Office Bearers and Clearing	13,354	0.01	0	
	Total	40,478,584	27.43	0	0

Total number of shareholders (other than promoters)

43,465

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

43,472

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

3

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
QUADRATURE CAPITA				3,372	0
MCKINLEY CAPITAL M				46,685	0.03
TIZIANA GMBH				26,900	0.02

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	7
Members (other than promoters)	24,099	43,465
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	2	0	3	0	42.31	0
B. Non-Promoter	1	3	1	4	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	4	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	3	3	4	4	42.31	0

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

11

(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)
Mr. Kanubhai Jivatram T	00315616	Managing Director	44,416,135	
Mr. Jayesh Kumar Kanu	03050068	Managing Director	14,512,379	
Mr. Dipakkumar Kanubh	07071694	Director	3,500,000	
Mr. Ashutosh Jethnand	07163125	Whole-time directo	0	13/04/2023
Mr. Keyoor Madhusudal	00133588	Director	0	
Ms. Pooja Hemang Kha	07522176	Director	0	
Mr. Pankaj Mangharam	07809016	Director appointed	0	
Mr. Sujit Gulati	00177274	Director	0	
Mr. Hiteshkumar Tarach	ADMPT5815B	CEO	6,053	
Ms. Dhara Chintakkuma	AOVPP4369Q	CFO	3,360	
Mr. Viralkumar Thaker	AFCPT0235K	Company Secretar	0	

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

8

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)
Ms. Chinar Jethwani	ATJPJ6701F	Company Secretar	30/08/2022	CESSATION
Mr. Dipakkumar Kanubr	07071694	Additional director	31/08/2022	APPOINTMENT
Mr. Sujit Gulati	00177274	Additional director	31/08/2022	APPOINTMENT
Mr. Dipakkumar Kanubr	07071694	Director	30/09/2022	CHANGE IN DESIGNATION
Mr. Sujit Gulati	00177274	Director	30/09/2022	CHANGE IN DESIGNATION
Ms. Purvee Roy	ALHPR3367D	Company Secretar	01/09/2022	APPOINTMENT
Ms. Purvee Roy	ALHPR3367D	Company Secretar	03/02/2023	CESSATION
Mr. Viralkumar Thaker	AFCPT0235K	Company Secretar	09/02/2023	APPOINTMENT

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 MEETI	30/09/2022	31,714	52	34.46

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/04/2022	6	6	100
2	29/07/2022	6	6	100
3	31/08/2022	6	6	100
4	12/11/2022	8	8	100
5	28/11/2022	8	8	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
6	09/02/2023	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

10

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 COMM	28/04/2022	4	4	100
2	AUDIT COMM	29/07/2022	4	4	100
3	AUDIT COMM	31/08/2022	4	4	100
4	AUDIT COMM	12/11/2022	4	4	100
5	AUDIT COMM	09/02/2023	4	4	100
6	STAKEHOLDER	21/04/2022	3	3	100
7	STAKEHOLDER	12/11/2022	3	3	100
8	NOMINATION	31/08/2022	3	3	100
9	NOMINATION	09/02/2023	3	3	100
10	CORPORATE	01/03/2023	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	
1	Mr. Kanubhai	6	6	100	1	1	100	Yes
2	Mr. Jayesh Ku	6	6	100	10	10	100	Yes
3	Mr. Dipakkuma	3	3	100	0	0	0	Yes
4	Mr. Ashutosh	6	6	100	0	0	0	Not Applicable
5	Mr. Keyoor Ma	6	6	100	9	9	100	Yes

6	Ms. Pooja Her	6	6	100	10	10	100	Yes
7	Mr. Pankaj Ma	6	6	100	10	10	100	Yes
8	Mr. Sujit Gulat	3	3	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Kanubhai Jivatra	Chairman and M	33,419,592	0	0	0	33,419,592
2	Mr. Jayesh Kanubha	Managing Direct	20,360,016	0	0	0	20,360,016
3	Mr. Ashutosh Jethna	Whole Time Dire	1,741,140	0	0	0	1,741,140
4	Mr. Dipakkumar Tha	Executive Direct	20,360,016	0	0	0	20,360,016
	Total		75,880,764	0	0	0	0

Number of CEO, CFO and Company secretary whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Hitesh Tarachar	Chief Executive	4,811,956	0	0	0	4,811,956
2	Ms. Dhara Chhapi	Chief Financial C	3,068,014	0	0	0	3,068,014
3	Mr. Viralkumar Tha	Company Secre	340,335	0	0	0	340,335
4	Ms. Purvee Roy	Company Secre	996,800	0	0	0	996,800
5	Ms. Chinar Jethwan	Company Secre	402,491	0	0	0	402,491
	Total		9,619,596	0	0	0	0

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Keyoor Madhus	Independent Dir	0	0	0	75,000	75,000
2	Ms. Pooja Hemang	Independent Dir	0	0	0	75,000	75,000
3	Mr. Pankaj Mangha	Independent Dir	0	0	0	60,000	60,000
4	Mr. Sujit Gulati	Independent Dir	0	0	0	60,000	60,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		0	0	0	270,000	0

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

(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

MR. CHIRAG B SHAH

Whether associate or fellow

Associate Fellow

Certificate of practice number

3498

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

JAYESH KUMAR Digitally signed by
KANUBHAI THAKKAR
Date: 2023.11.24
10:14:48 +05'30'

DIN of the director

To be digitally signed by

CHIRAG Digitally signed by
BHUPENDR ABHAI SHAH
Date: 2023.11.24
10:14:48 +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

- MGT-8 GARL 2023.pdf
- Point IX C.pdf
- Point IX D.pdf
- Shareholders List.pdf
- Explanation Letter.pdf

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

GOKUL AGRO RESOURCES LIMITED

Point no. IX (c) of MGT - 7

COMMITTEE MEETINGS

Sr. 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 Committee	28/04/2022	4	4	100.00
2	Audit Committee	29/07/2022	4	4	100.00
3	Audit Committee	31/08/2022	4	4	100.00
4	Audit Committee	12/11/2022	4	4	100.00
5	Audit Committee	09/02/2023	4	4	100.00
6	Stakeholders Relationship Committee	21/04/2022	3	3	100.00
7	Stakeholders Relationship Committee	12/11/2022	3	3	100.00
8	Nomination And Remuneration Committee	31/08/2022	3	3	100.00
9	Nomination And Remuneration Committee	09/02/2023	3	3	100.00
10	Corporate Social Responsibility Committee	01/03/2023	3	3	100.00
11.	Risk Management Committee	31/08/2022	4	4	100.00
12.	Risk Management Committee	09/02/2023	4	4	100.00

Note: Due to limitation in MGT7 E-form row no 11 and 12 has been inserted and placed as an annexure. Kindly take the same on records

GOKUL AGRO RESOURCES LIMITED

Point no. IX (D) of MGT - 7

ATTENDANCE OF DIRECTORS

S. N	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	25/09/2023
								(Y/N/NA)
1	Mr. Kanubhai Jivatram Thakkar	6	6	100	1	1	100	Y
2	Mr. Jayesh Kumar Kanubhai Thakkar	6	6	100	10	10	100	Y
3	Mr. Dipakkumar Kanubhai Thakkar	3	3	100	0	0	100	Y
4	Mr. Ashutosh Jethnand Bhambhani	6	6	100	0	0	100	NA
5	Mr. Keyoor Madhusudan Bakshi	6	6	100	9	9	100	Y
6	Ms. Pooja Hemang Khakhi	6	6	100	11	11	100	Y
7	Mr. Pankaj Mangharam Kotak	6	6	100	12	12	100	Y
8	Mr. Sujit Gulati	3	3	100	0	0	100	Y

Note: Due to limitation in MGT7 E-form the number of meeting attendance is exceeding the limits given in e-form, hence the same has been mentioned as sperate annexure for Ms. Pooja Khakhi and Mr. Pankaj Kotak.



CHIRAG SHAH & ASSOCIATES

Company Secretaries

1213, Ganesh Glory, Nr. Jagatpur Crossing,

Besides Ganesh Genesis,

Off. S.G. Highway, Ahmedabad - 382 481.

Ph.: 079-40020304, 6358790040/41/42

E-mail : chi118_min@yahoo.com

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies
(Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **GOKUL AGRO RESOURCES LIMITED (CIN: L15142GJ2014PLC080010)** ("the Company") having its Registered Office at **Crown-3, Inspire Business Park, Shantigram, Nr. Vaishnodevi Circle, S.G. Highway, Khodiyar, Ahmedabad, Gujarat, India, 382421** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31st March, 2023**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. Its status under the Act;
2. Maintenance of registers/records & making entries therein within the time prescribed therefor;
3. Filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;



5. Closure of Register of Members / Security holders;
6. Advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act;
7. As per the information & Explanation provided to us, all the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business and thus they are in compliance with the provisions of Section 188 of the Act;
8. Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act. – Not Applicable.
10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act; - Not Applicable
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; Not Applicable during the year
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. Acceptance/ renewal/ repayment of deposits; The Company has not accepted any deposits from public or shareholders. – Not Applicable
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;



17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

Place: Ahmedabad

Date: 31st October, 2023

UDIN: F005545E001555874

Peer Review Cert. No.: 704/2020

CS Chirag Shah

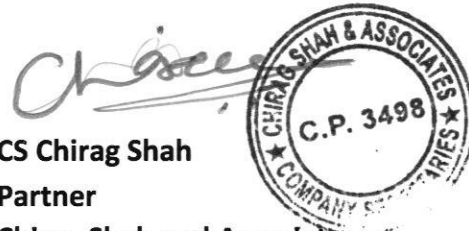
Partner

Chirag Shah and Associates

Company Secretary in Practice

FCS No.: 5545

CP No.: 3498



EXPLANATION LETTER

Dated 21st November, 2023

To

Registrar of Companies (ROC)

ROC Bhavan, Opp Rupal Park Society,
Behind Ankur Bus Stop, Naranpura,
Ahmedabad-380013, Gujarat

Subject: Explanation Letter for affixing digital signature certificate of Practicing Company Secretary in E-form MGT-7 of the company for F.Y 2022-23

Gokul Agro Resources Limited is in the process of submitting e-form MGT-7 for the financial year 2022-2023. While submitting the E-form, the company is getting a pre-scrutiny error stating that the membership number 12827 of the Company Secretary is not associated with the company under the selected designation. The screenshot of pre-scrutiny error is enclosed as Annexure-1 for ready reference.

We have re-registered the DSC of the Company Secretary on MCA V2 portal and also tried to fill a fresh Form, but the error prevails.

We would like to bring to your notice that as per our discussion with MCA Helpdesk Executive regarding this issue, it was stated to us that as the Company Secretary was appointed with effect from 26th September 2023, and the company had submitted the requisite e-form DIR-12 through the MCA V3 portal. Hence, no e-form was filed with MCA V2 portal. Consequently, the record of the Company Secretary is not available with the MCA on V2 portal and above error reflected while pre-scrutiny of the form.


To resolve the said technical issue and to meet the timeline for filing the e-form MGT-7, we would like to authorize M/s. Chirag Shah and Associates, Practicing Company Secretary of the company to certify and to submit E-form MGT-7 for and on behalf of the Gokul Agro Resources Limited.

We request to take the form on records.

Thanking You,

Yours faithfully,

For, Gokul Agro Resources Limited


Ankita Parmar
Company Secretary
Membership No.: F12827



Corporate & Registered Office:

Gokul Agro Resources Ltd., Crown 3, Inspire Business Park, Shantigram,
Nr. Vaishnodevi Circle, S.G. Highway, Ahmedabad- 382421, Gujarat-India.
p.: 079 6712 3500 / 6712 3501 | m.: 90999 08537 | fax: 079 67123502

Plant(Gujarat):

76/1p, 80, 89, 91 Meghpar Borichi, Galpadar Road, Nr. Sharma Resort,
Tal.: Anjar Dist. - Kutch - 370110, Gujarat-india.
m.: 72269 27175