

Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

[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]



Form language

☒ English ☐ Hindi

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L99999MH1983PLC459099

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	AYM SYNTEX LIMITED	AYM SYNTEX LIMITED
Registered office address	9th Floor, Trade World, B-Wing, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai, Delisle Road, Mumbai, Maharashtra, India, 400013	Survey no.374/1/1, Village Saily Silvassa, U.T of Dadra & Nagar Haveli, Silvassa DADRA & NAGAR HAVELI, Dadra & Nagar Haveli - 396230
Latitude details	19.002498	20.271070
Longitude details	72.828964	72.993950

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

AYM_RO_photos.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****9L

(c) *e-mail ID of the company

*****ianceofficer@aymgroup.com

(d) *Telephone number with STD code

02*****00

(e) Website

www.aymsyntex.com

iv *Date of Incorporation (DD/MM/YYYY)

31/03/1983

v (a) *Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Non-government company

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,), NA, Mumbai, Mumbai City, Maharashtra, India, 400083	INR000004058

ix * (a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

(b) If yes, date of AGM (DD/MM/YYYY)

29/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

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	13	Manufacture of Textiles	100

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

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

2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U17200MH2007PLC452532		MANDAWEWALA ENTERPRISES LIMITED	Holding	62.80
2	U17299MH2022PTC385451		AYM TEXTILES PRIVATE 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
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Total number of equity shares	92000000	58499091	58499091	58499091
Total amount of equity shares (in rupees)	920000000.00	584990910.00	584990910.00	584990910.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Share of Rs. 10/- Each				
Number of equity shares	92000000	58499091	58499091	58499091
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	920000000.00	584990910.00	584990910.00	584990910.00

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	28000000	0	0	0
Total amount of preference shares (in rupees)	280000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference Shares of Rs. 10/- Each				
Number of preference shares	28000000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	280000000.00	0.00	0.00	0.00

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	23365	50607899	50631264.00	506312640	506312640	
Increase during the year	0.00	7867827.00	7867827.00	78678270.00	78678270.00	
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	7767827	7767827.00	77678270	77678270	
v ESOPs	0	100000	100000.00	1000000	1000000	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify 			0.00			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify 			0.00			

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the end of the year	23365.00	58475726.00	58499091.00	584990910.00	584990910.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify 			0.00			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify 			0.00			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE193B01039

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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				
Partly convertible debentures				
Fully convertible debentures				
Total				

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	0.00		0.00		0.00

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

i *Turnover

14889970000

ii * Net worth of the Company

5776487000

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(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	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	38604789	65.99	0	0.00
10	Others 	0	0.00	0	0.00
	Total	38604789.00	65.99	0.00	0.00

Total number of shareholders (promoters)

3

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	13750196	23.50	0	0.00
	(ii) Non-resident Indian (NRI)	203166	0.35	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(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	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	2201872	3.76	0	0.00
7	Mutual funds	105	0.00	0	0.00
8	Venture capital	15931	0.03	0	0.00
9	Body corporate (not mentioned above)	2564808	4.38	0	0.00
10	Others	1158224	1.98	0	0.00
	others				
	Total	19894302.00	34.00	0.00	0.00

Total number of shareholders (other than promoters)

9713

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

9716.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	1684
2	Individual - Male	3976
3	Individual - Transgender	0
4	Other than individuals	4056
	Total	9716.00

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

9

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
UNIVERSITY OF NOTRE DAME DU LAC		15/01/1844		736986	1.26
GP EMERGING MARKETS STRATEGIES, LP		28/12/2006		478904	0.82
CHANAKYA WEALTH CREATION FUND		04/10/2013		204000	0.34

THE TIFF KEYSTONE FUND LP		20/12/2006		91366	0.15
QUADRATURE CAPITAL VECTOR SP LIMITED		22/07/2020		28507	0.04
BNP PARIBAS FINANCIAL MARKETS - ODI		14/05/2024		272	0.01
THE RAM FUND, LP		20/01/2016		339726	0.58
PRAGMA FUND SPC - EQUITIES SEGREGATED PORTFOLIO		28/07/2008		257534	0.44
TIFF GLOBAL EQUITY FUND, L.P		11/04/2022		64577	0.12

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	2	3
Members (other than promoters)	11206	9713
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	1	2	1	0	0
B Non-Promoter	0	3	0	3	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	3	0	3	0	0

C Nominee Directors representing	0	0	0	0	0.00	0.00
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	2	4	2	4	0.00	0.00

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

8

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) (DD/MM/YYYY)
RAJESH MANDAWEWALA	00007179	Director	0	
ABHISHEK RAJESH MANDAWEWALA	00737785	Managing Director	0	
KHUSHBOO ABHISHEK MANDAWEWALA	06942156	Whole-time director	0	
KANTILAL NARANDAS PATEL	00019414	Director	0	
MALA ARUN TODARWAL	06933515	Director	0	
HARSH SHAILESH BHUTA	07101709	Director	0	
ABHISHEK RAMBABU PATWA	ANJPP1910C	CFO	0	
KAUSHAL RAJNIKANT PATVI	AMBPP1354P	Company Secretary	0	

B (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 (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
ATUL MANUBHAI DESAI	00019443	Director	28/05/2024	Cessation

MOHAN KRISHNA TANDON	00026460	Director	28/05/2024	Cessation
MALA ARUN TODARWAL	06933515	Director	28/05/2024	Appointment
HARSH SHAILESH BHUTA	07101709	Director	28/05/2024	Appointment
HIMANSHU DHADDHA	AIRPD1013D	CFO	08/07/2024	Cessation
ASHITOSH SHETH	CBXPS6121G	Company Secretary	06/07/2024	Cessation
ABHISHEK RAMBABU PATWA	ANJPP1910C	CFO	14/11/2024	Appointment
KAUSHAL RAJNIKANT PATVI	AMBPP1354P	Company Secretary	09/09/2024	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

3

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	25/09/2024	11208	35	73.39
Extraordinary General Meeting	16/10/2024	8693	35	73.45
Extraordinary General Meeting	28/03/2025	9708	38	65.99

B BOARD MEETINGS

*Number of meetings held

9

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2024	6	6	100.00

2	05/07/2024	6	4	66.67
3	10/08/2024	6	6	100.00
4	23/08/2024	6	5	83.33
5	06/09/2024	6	6	100.00
6	17/09/2024	6	6	100.00
7	29/10/2024	6	6	100.00
8	13/11/2024	6	6	100.00
9	06/02/2025	6	6	100.00

C COMMITTEE MEETINGS

Number of meetings held

16

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	30/05/2024	3	3	100.00
2	Audit Committee	05/07/2024	3	3	100.00
3	Audit Committee	10/08/2024	3	3	100.00
4	Audit Committee	17/09/2024	3	3	100.00
5	Audit Committee	29/10/2024	3	3	100.00
6	Audit Committee	13/11/2024	3	3	100.00
7	Audit Committee	06/02/2025	3	3	100.00
8	Nomination and Remuneration Committee	22/05/2024	3	3	100.00
9	Nomination and Remuneration Committee	05/07/2024	3	3	100.00
10	Nomination and Remuneration Committee	23/08/2024	3	2	66.67
11	Nomination and Remuneration Committee	06/09/2024	3	3	100.00

12	Nomination and Remuneration Committee	06/11/2024	3	3	100.00
13	CSR Committee	30/05/2024	4	4	100.00
14	Stakeholder Relationship Committee	06/02/2025	3	3	100.00
15	Independent Director's meeting	06/02/2025	3	3	100.00
16	Independent Director's meeting	19/03/2025	3	3	100.00

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	
								29/09/2025 (Y/N/NA)
1	RAJESH MANDAWEWALA	9	9	100.00	2	2	100.00	No
2	ABHISHEK RAJESH MANDAWEWALA	9	8	88.89	2	2	100.00	No
3	KHUSHBOO ABHISHEK MANDAWEWALA	9	8	88.89	1	1	100.00	Yes
4	KANTILAL NARANDAS PATEL	9	9	100.00	15	15	100.00	Yes
5	MALA ARUN TODARWAL	9	9	100.00	14	14	100.00	Yes
6	HARSH SHAILESH BHUTA	9	8	88.89	13	12	92.31	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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ABHISHEK RAJESH MANDAWEWALA	Managing director	22137849	2432742	0	1322148	25892739.00

2	KHUSHBOO ABHISHEK MANDAWEWALA	Whole-time director	3295356	0	0	225944	3521300.00
	Total		25433205.00	2432742.00	0.00	1548092.00	29414039.00

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	ABHISHEK RAMBABU PATWA	CFO	5938292	0	0	0	5938292.00
2	KAUSHAL RAJNIKANT PATVI	Company Secretary	1542453	0	0	0	1542453.00
	Total		7480745.00	0.00	0.00	0.00	7480745.00

C *Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	KANTILAL NARANDAS PATEL	Director	0	0	0	950000	950000.00
2	HARSH SHAILESH BHUTA	Director	0	0	0	938000	938000.00
3	MALA ARUN TODARWAL	Director	0	0	0	929000	929000.00
	Total		0.00	0.00	0.00	2817000.00	2817000.00

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

9716

XIV Attachments

(a) List of share holders, debenture holders

Copy of Details of
Shareholder_MGT-
7_V3_new.xlsm

(b) Optional Attachment(s), if any

MGT-8_AYM.pdf

XV 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.

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.

I/ We have examined the registers, records and books and papers of **AYM SYNTAX LIMITED** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) **31/03/2025**

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we 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 as stated in the annual return, 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, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in 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
- 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;
- 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;
- 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;
- 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;

To be digitally signed by

HITESH
JAGDAMKU
MAR GUPTA

Name

Hitesh Gupta

Date (DD/MM/YYYY)

07/11/2025

Place

Mumbai

Whether associate or fellow:

☒ Associate ☐ Fellow

Certificate of practice number

1*7*2

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

06942156

*(b) Name of the Designated Person

KHUSHBOO ABHISHEK
MANDAWEWALA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 6(m) dated* (DD/MM/YYYY) 10/05/2025 to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

KHUSHBOO
ABHISHEK
MANDAWEWALA
LA
Digitally signed by
KHUSHBOO
ABHISHEK
MANDAWEWALA
Date: 2025.11.07
18:34:31 +05'30'

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*9*2*5*

***To be digitally signed by**

KAUSHAL
R PATVI
Digitally signed by
KAUSHAL R
PATVI
Date: 2025.11.07
18:34:57 +05'30'

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☐ Associate ☒ Fellow

Membership number

1*0*9

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AB8878871

eForm filing date (DD/MM/YYYY)

07/11/2025

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



AYM SYNTEX LIMITED

CIN: L99999DN1983PLC000045

Regd. Office: B-Wing, 9th Floor, Trade World,
Kamala Mills Compound, Senapati Bapat Marg,
Lower Parel, Mumbai – 400 013, Maharashtra

Email Id: complianceofficer@aymgroup.com Tel +91 22 61637000
Website: www.aymsyntex.com Fax +91 22 24937725



GPS Map Camera



Mumbai, Maharashtra, India

9th Floor, Trade World, B Wing, Kamala City, Kamala Mill
Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400013,
Mumbai, Maharashtra 400013, India

Lat 19.002498° Long 72.828964°

06/08/2025 11:35 AM GMT +05:30

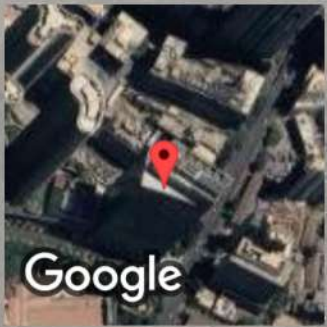


श्री गोमार्ड
8823262599 / 7021674878
022 69328070 / 022 40062566
Unit: House 101 Compound: 1, Kamala City, Lower Parel, Mumbai 400013
S.A. Kamala Lower Parel, Mumbai 400013

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101/102 / 103 / 104 / 105 / 106 / 107 / 108 / 109 / 110 / 111 / 112 / 113 / 114 / 115 / 116 / 117 / 118 / 119 / 120 / 121 / 122 / 123 / 124 / 125 / 126 / 127 / 128 / 129 / 130 / 131 / 132 / 133 / 134 / 135 / 136 / 137 / 138 / 139 / 140 / 141 / 142 / 143 / 144 / 145 / 146 / 147 / 148 / 149 / 150 / 151 / 152 / 153 / 154 / 155 / 156 / 157 / 158 / 159 / 160 / 161 / 162 / 163 / 164 / 165 / 166 / 167 / 168 / 169 / 170 / 171 / 172 / 173 / 174 / 175 / 176 / 177 / 178 / 179 / 180 / 181 / 182 / 183 / 184 / 185 / 186 / 187 / 188 / 189 / 190 / 191 / 192 / 193 / 194 / 195 / 196 / 197 / 198 / 199 / 200 / 201 / 202 / 203 / 204 / 205 / 206 / 207 / 208 / 209 / 210 / 211 / 212 / 213 / 214 / 215 / 216 / 217 / 218 / 219 / 220 / 221 / 222 / 223 / 224 / 225 / 226 / 227 / 228 / 229 / 230 / 231 / 232 / 233 / 234 / 235 / 236 / 237 / 238 / 239 / 240 / 241 / 242 / 243 / 244 / 245 / 246 / 247 / 248 / 249 / 250 / 251 / 252 / 253 / 254 / 255 / 256 / 257 / 258 / 259 / 260 / 261 / 262 / 263 / 264 / 265 / 266 / 267 / 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 **GPS Map Camera**



Mumbai, Maharashtra, India
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Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400013,
Mumbai, Maharashtra 400013, India
Lat 19.002498° Long 72.828964°
06/08/2025 11:43 AM GMT +05:30



MOBILE: +91 9619454784

CS HITESH J. GUPTA B.COM, ACS

PRACTICING COMPANY SECRETARY

EMAIL: CSHITESH.GUPTA@GMAIL.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 **AYM Syntex Limited** ('Company') as required to be maintained under the Companies Act, 2013 (the Act) and the relevant rules ('Rules') made thereunder for the financial year ended on 31st March, 2025. 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, **wherever applicable** in respect of:
 1. its status under the Act;
 2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time. During the reporting period, the Company was not required to file any forms/returns with the Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time. However, post closure of the financial year, the Company submitted the requisite forms / applications with:
 - (i) Regional Director (North-Western Region), Ministry of Corporate Affairs, Ahmedabad. seeking approval for shifting of the Registered office of the Company from the Union Territory of Dadra & Nagar Haveli and Daman & Diu to the State of Maharashtra, and
 - (ii) BSE Limited and National Stock Exchange of India Ltd. seeking approval to the draft scheme of amalgamation of Mandawewala Enterprises Limited ('the Transferor Company') with AYM Syntex Limited ('the Transferee Company') and their respective shareholders.
 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 including shorter notices were given and the proceedings including the circular resolutions 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 as the case may be;
 6. During the reporting period, the Company has not made any advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act;
 7. contracts/arrangements with related parties which were in the ordinary course of business and on the Arms' length basis as specified in section 188 of the Act;



8. (i) The Company has allotted 77,67,827 Equity Shares of face value of Rs. 10/- each for cash at a price of Rs. 182.50 per Equity Share aggregating to Rs. 141,76,28,427.50, on a preferential basis.

(ii) Further, the Company has allotted 1,00,000 Equity Shares pursuant to exercise of ESOP options under the AYM Employee Stock Option Scheme 2021. Other than that, there were no transmission or buy back of securities/redemption of preference shares/debentures/alteration or reduction of share capital/conversion of shares/ securities and issue of security certificates in all instances in the Company

9. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
10. The Company has not declared / paid dividends during the year and also not required to transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
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. The Board is duly constituted. Following changes in the composition of Board of Directors and Key Managerial Personnels are duly complied:

- i. Appointment of Mr. Harsh Shailesh Bhuta (DIN: 07101709) and Ms. Mala Tadarwal (DIN: 06933515) as Independent Directors of the Company for a period of five years w.e.f. May 28, 2024, consequent to completion of 2nd tenure of Mr. Mohan Krishna Tondon (DIN: 00026460) and Mr. Atul Desai (DIN: 00019443) as Non-Executive Independent Directors of the Company on May 28, 2024.
- ii. Re-appointment of Mr. Abhishek Mandawewala (DIN: 00737785), as the Managing Director and CEO of the Company for a period of three years, w.e.f. August 01, 2024.
- iii. Appointment of Mr. Suyog Chitlange as the Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. July 09, 2024, consequent to the resignation of Mr. Himanshu Dhaddha w.e.f. July 08, 2024.
- iv. Appointment of Mr. Abhishek Patwa as Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. November 14, 2024, consequent to resignation of Mr. Suyog Chitlange w.e.f. September 23, 2024.
- v. Appointment of Mr. Kaushal Patvi as the Company Secretary & Compliance Officer and Key Managerial Personnel of the Company w.e.f. September 09, 2024, consequent to resignation of Mr. Ashitosh Sheth w.e.f. July 06, 2024.

The Company has complied with the provisions of the Act in connection with the remuneration payable to them and the directors have disclosed their interest in other firms / companies pursuant to the provisions of the Act and the Rules made thereunder;

13. Appointment of auditors as per the provisions of section 139 of the Act;
14. During the reporting period, the Company obtained necessary approvals from the Registrar. However, post closure of the financial year, additional approvals were obtained from the following authorities:



CS HITESH J. GUPTA B.COM, ACS

PRACTICING COMPANY SECRETARY

MOBILE: +91 9619454784

EMAIL: CSHITESH.GUPTA@GMAIL.COM

- (i) The Regional Director (North-Western Region), Ministry of Corporate Affairs, Ahmedabad. for the shifting of the Company's Registered Office from the Union Territory of Dadra & Nagar Haveli and Daman & Diu to the State of Maharashtra.
15. During the reporting period, the Company has not accepted / renewed any deposits;
16. During the reporting period, the Company has not borrowed from its directors, members, public financial institutions, banks and others and there have been no creation/ modification/ satisfaction of charges in that respect.
17. During the reporting period, the Company has not given loans nor made investments or provided guarantees or securities to other bodies corporate or persons in compliance with the provisions of section 186 of the Act;
18. Pursuant to shifting of the Company's Registered Office from the Union Territory of Dadra & Nagar Haveli and Daman & Diu to the State of Maharashtra, the Company has altered the existing Clause II of the Memorandum of Association of the Company. Further, the Company has not altered the provisions of the Articles of Association of the Company.

HITESH
JAGDAMKUM
AR GUPTA

Digitally signed by
HITESH JAGDAMKUMAR
GUPTA
Date: 2025.11.07
13:53:39 +05'30'

Hitesh J. Gupta
Practicing Company Secretary
M. No. A33684
CP No. 12722
Place: Mumbai
Date: November 07, 2025
UDIN: A033684G001791101