

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

L17111TN1939PLC002302

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACT4308D

(ii) (a) Name of the company

THE RAMARAJU SURGICAL CO

(b) Registered office address

PAC RAMASAMY RAJA SALAI RAJAPALAYAM NA
TAMILNADU
Tamil Nadu
626117
India

(c) *e-mail ID of the company

RS*****EX.COM

(d) *Telephone number with STD code

04*****04

(e) Website

www.ramarajusurgical.com

(iii) Date of Incorporation

20/02/1939

(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	Metropolitan Stock Exchange of India Limited	1

(b) CIN of the Registrar and Transfer Agent

U67120TN1998PLC041613

Pre-fill

Name of the Registrar and Transfer Agent

CAMEO CORPORATE SERVICES LIMITED

Registered office address of the Registrar and Transfer Agents

"SUBRAMANIAN BUILDING"
No.1 CLUB HOUSE ROAD

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

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

(a) If yes, date of AGM

28/08/2024

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C2	Textile, leather and other apparel products	84.61
2	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	15.39

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

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

9

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Madras Chipboard Limited	U17100TN1961PLC004457	Subsidiary	75.01

2	Taram Textiles, LLC, USA		Subsidiary	100
3	Taram Textiles Online, Inc, USA		Subsidiary	70.02
4	THE RAMCO CEMENTS LIMITED	L26941TN1957PLC003566	Associate	1.4
5	RAMCO INDUSTRIES LIMITED	L26943TN1965PLC005297	Associate	0.16
6	RAMCO SYSTEMS LIMITED	L72300TN1997PLC037550	Associate	0.04
7	RAJAPALAYAM MILLS LIMITED	L17111TN1936PLC002298	Associate	1.83
8	SRI VISHNU SHANKAR MILLS LI	U17301TN1981PLC008677	Associate	0.75
9	SHRI HARINI MEDIA LIMITED	U22210TN2010PLC077293	Associate	2.65

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	10,000,000	5,815,127	5,815,127	5,815,127
Total amount of equity shares (in Rupees)	100,000,000	58,151,270	58,151,270	58,151,270

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	10,000,000	5,815,127	5,815,127	5,815,127
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	100,000,000	58,151,270	58,151,270	58,151,270

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	309,436	3,688,464	3997900	39,979,000	39,979,000	
Increase during the year	0	1,817,227	1817227	18,700,610	18,700,610	352,542,038
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	1,817,227	1817227	18,172,270	18,172,270	352,542,038
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	
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				528,340	528,340	0
Demat						
Decrease during the year	0	0	0	528,340	528,340	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				528,340	528,340	
Demat						
At the end of the year	309,436	5,505,691	5815127	58,151,270	58,151,270	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
Others						
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	
Others						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE328E01027

(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	<input type="text" value="29/09/2023"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

(i) Turnover

3,528,315,000

(ii) Net worth of the Company

893,656,000

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	3,168,845	54.49	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)	9,018	0.16	0	
10.	Others	0	0	0	
	Total	3,177,863	54.65	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				
	(i) Indian	2,316,032	39.83	0	
	(ii) Non-resident Indian (NRI)	27,560	0.47	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	86,560	1.49	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	200	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)	156,830	2.7	0	
10.	Others IEPF	50,082	0.86	0	
	Total	2,637,264	45.35	0	0

Total number of shareholders (other than promoters)

1,431

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

1,441

**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	10	10
Members (other than promoters)	1,427	1,431
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	52.96	0.01
B. Non-Promoter	0	6	0	6	0	0.63
(i) Non-Independent	0	1	0	1	0	0.15
(ii) Independent	0	5	0	5	0	0.48
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	1	0	1	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	8	2	8	52.96	0.64

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

(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)
P R VENKETRAMA RAJ	00331406	Director	8,843	
NALINA RAMALAKSHI	01364161	Managing Director	2,748,961	
N R K RAMKUMAR RAJ	01948373	Managing Director	331,024	
N K SHRIKANTAN RAJ	00350693	Director	13,643	
P J RAMKUMAR RAJH	00487193	Director	2,010	24/05/2024
S SARATHY SUBBUR	07601727	Nominee director	0	
P P S JANARTHANA F	06702871	Director	0	24/05/2024

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
V SANTHANARAMAN	00212334	Director	0	24/05/2024
P A S ALAGHAR RAJA	00487312	Director	2,010	
P A RAMASUBRAMAN	10157477	Director	3,640	
N VIJAY GOPAL	ACMPG3119Q	CFO	0	
P MUTHUKUMAR	BVYPM0785L	Company Secretar	16	

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

2

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)
P A RAMASUBRAMAN	10157477	Director	24/05/2023	Appointment
P MUTHUKUMAR	BVYPM0785L	Company Secretary	12/08/2023	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
AGM	29/09/2023	1,476	37	57.06

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	24/05/2023	10	10	100
2	04/07/2023	10	10	100
3	12/08/2023	10	9	90
4	09/11/2023	10	9	90

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	23/11/2023	10	10	100
6	12/02/2024	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held

7

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 Committee	24/05/2023	4	4	100
2	Audit Committee	12/08/2023	4	4	100
3	Audit Committee	09/11/2023	4	4	100
4	Audit Committee	12/02/2024	4	4	100
5	Nomination and Remuneration	24/05/2023	3	3	100
6	Nomination and Remuneration	12/08/2023	3	3	100
7	Stakeholders Forum	24/05/2023	4	4	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	P R VENKATESH	6	6	100	1	1	100	Yes
2	NALINA RAMAN	6	5	83.33	0	0	0	Yes
3	N R K RAMKUMAR	6	6	100	1	1	100	Yes
4	N K SHRIKANTH	6	6	100	7	7	100	Yes
5	P J RAMKUMAR	6	6	100	7	7	100	Yes
6	S SARATHY S	6	5	83.33	0	0	0	Yes
7	P P S JANARDAN	6	6	100	4	4	100	Yes

8	V SANTHANA	6	6	100	4	4	100	Yes
9	P A S ALAGH.	6	6	100	2	2	100	Yes
10	P A RAMASU	6	6	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NALINA RAMALAK	MANAGING DIF	12,000,000	0	0	736,000	12,736,000
2	N R K RAMKUMAR	MANAGING DIF	12,000,000	0	0	816,000	12,816,000
	Total		24,000,000	0	0	1,552,000	25,552,000

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	N VIJAY GOPAL	CHIEF FINANCI	8,500,937	0	0	0	8,500,937
2	P MUTHUKUMAR	COMPANY SEC	994,794	0	0	0	994,794
	Total		9,495,731	0	0	0	9,495,731

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	P R VENKETRAMA	DIRECTOR	0	0	0	165,000	165,000
2	N K SHRIKANTAN	DIRECTOR	0	0	0	315,000	315,000
3	P J RAMKUMAR R.	DIRECTOR	0	0	0	330,000	330,000
4	S SARATHY SUBB	DIRECTOR	0	0	0	100,000	100,000
5	P P S JANARTHAN	DIRECTOR	0	0	0	195,000	195,000
6	P A S ALAGHAR R.	DIRECTOR	0	0	0	225,000	225,000
7	V SANTHANARAM.	DIRECTOR	0	0	0	195,000	195,000
8	P A RAMASUBRAM	DIRECTOR	0	0	0	135,000	135,000
	Total		0	0	0	1,660,000	1,660,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

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

Yes No

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

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

Name

MRL NARASIMHA

Whether associate or fellow

Associate Fellow

Certificate of practice number

799

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

RAMKUMA
R RAJA N R
K
Digitally signed by
RAMKUMAR RAJA N
R
Date: 2025.02.27
16:12:45 +05'30'

DIN of the director

0*9*8*7*

To be digitally signed by

MUTHUK
UMAR P
Digitally signed by
MUTHUKUMAR P
Date: 2025.02.27
16:14:16 +05'30'

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

List of attachments

Attach

Attach

Attach

Attach

MGT 8 UDIN SIGNED.pdf
Share Transfer.pdf
List of shareholders.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company