

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

L28910GJ2003PLC041991

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCR3790B

(ii) (a) Name of the company

ROLEX RINGS LIMITED

(b) Registered office address

B/h. Glowtech Steel Private Limited
Gondal Road, Kotharia
Rajkot
Rajkot
Gujarat
360004

(c) *e-mail ID of the company

CO*****GS.COM

(d) *Telephone number with STD code

02*****77

(e) Website

www.rolexrings.com

(iii) Date of Incorporation

13/02/2003

(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	BOMBAY STOCK EXCHANGE	1
2	NATIONAL STOCK EXCHANGE OF INDIA	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, Vikh
roli (West), NA

(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

05/09/2024

(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

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	C7	Metal and metal products	100

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

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

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	35,025,000	27,233,312	27,233,312	27,233,312
Total amount of equity shares (in Rupees)	350,250,000	272,333,120	272,333,120	272,333,120

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	35,025,000	27,233,312	27,233,312	27,233,312
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	350,250,000	272,333,120	272,333,120	272,333,120

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	20,975,000	0	0	0
Total amount of preference shares (in rupees)	209,750,000	0	0	0

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
NCRPS				
Number of preference shares	15,975,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	159,750,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
OCRPS				
Number of preference shares	5,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	50,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	1	27,233,311	27233312	272,333,120	272,333,120	
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				0	0	
na						
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				0	0	
na						
At the end of the year	1	27,233,311	27233312	272,333,120	272,333,120	
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	
na						
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	
na						
At the end of the year	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)

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

12,217,550,000

(ii) Net worth of the Company

8,573,450,000

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	12,424,997	45.62	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)	0	0	0	
10.	Others Promoter Group	2,621,817	9.63	0	
	Total	15,046,814	55.25	0	0

Total number of shareholders (promoters)

12

(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	1,647,352	6.05	0	
	(ii) Non-resident Indian (NRI)	66,723	0.25	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	79,209	0.29	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	2,108,881	7.74	0	
7.	Mutual funds	7,794,241	28.62	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	134,886	0.5	0	
10.	Others AIF AND OTHERS	355,206	1.3	0	
	Total	12,186,498	44.75	0	0

Total number of shareholders (other than promoters)

49,794

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

49,806

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
DOVETAIL GLOBAL FUND	4TH FLOOR, 19 BANK STREET CYBER			5,971	0.02
EMERGING MARKETS FUND	JP Morgan Chase Bank N.A, INDIA			47,792	0.18
MORGAN STANLEY ASIA FUND	CITIBANK N.A. CUSTODY SERVICES			6,539	0.02
RISING INDIA FOCUS FUND	STANDARD CHARTERED BANK Sec			80,401	0.3

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
SPDR S&P EMERGING	HSBC SECURITIES SERVICES 11TH F			10,746	0.04
COLLEGE RETIREMENT	DEUTSCHE BANK AG DB HOUSE, H			8,419	0.03
EMERGING MARKETS S	JP Morgan Chase Bank N.A, INDIA			27,227	0.1
KOTAK FUNDS - INDIA	HSBC SECURITIES SERVICES 11TH F			1,171,912	4.3
MIRAE ASSET INDIA S	CITIBANK N.A. CUSTODY SERVICES			49,087	0.18
NORDEA 1 SICAV - IND	JP Morgan Chase Bank N.A, INDIA			124,177	0.46
STATE STREET MSCI E	HSBC SECURITIES SERVICES 11TH F			4,340	0.16
ABU DHABI INVESTME	JP Morgan Chase Bank N.A, INDIA			52,779	0.19
CC&L Q EMERGIN	HSBC SECURITIES SERVICES 11TH F			2,697	0.01
EASTSPRING INVESTM	DEUTSCHE BANK AG DB HOUSE, H			79,268	0.29
MIRAE ASSET INDIA M	CITIBANK N.A. CUSTODY SERVICES			69,162	0.25
PREMIER INVESTMENT	C/O KOTAK MAHINDRA BANK LIM			6,863	0.02
PUBLIC EMPLOYEES RI	HSBC SECURITIES SERVICES 11TH F			3,009	0.01
CALIFORNIA STATE TE	HSBC SECURITIES SERVICES 11TH F			5,097	0.02
COPTHALL MAURITIUS	JP Morgan Chase Bank N.A, INDIA			287	0.01
FUNDPARTNER SOLUT	HSBC SECURITIES SERVICES 11TH F			737	0
KOTAK INFINITY FUND	KOTAK MAHINDRA BANK LIMITED			11,061	0.04
MANULIFE TEDA INDIA	HSBC SECURITIES SERVICES 11TH F			45,474	0.17
MATTHEWS ASIA FUN	HSBC SECURITIES SERVICES 11TH F			31,955	0.12
SSGA SPDR ETFs EURC	DEUTSCHE BANK AG, DB HOUSE H			3,253	0.01
STATE STREET MSCI E	HSBC SECURITIES SERVICES 11TH F			2,973	0.01

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	12	12
Members (other than promoters)	51,798	49,794
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	3	0	3	0	19.87	0
B. Non-Promoter	0	4	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	3	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	4	3	3	19.87	0

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 share(s) held	Date of cessation (after closure of financial year : If any)
Manesh Dayashankar I	01629788	Managing Director	2,598,958	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Bhoutik Dayashankar M	01761543	Whole-time directo	2,365,810	
Mihir Rupeshkumar Ma	01778561	Whole-time directo	447,198	
Ashit Ravishankar Van	08988523	Director	0	
PRAVINCHANDRA RA	00844014	Director	0	
JIGNASA PRAVINCHA	08035567	Director	0	
HIREN DILIP DOSHI	AEYPD8936J	CFO	0	
HARDIK DHIMANTBH	BEEPG5313R	Company Secretar	0	

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

1

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)
Dipesh Dhirajlal Kun	08035547	Director	10/08/2023	Cessation

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 Meeting	21/09/2023	49,272	40	57

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/05/2023	7	5	71.43
2	01/07/2023	7	5	71.43
3	10/08/2023	6	5	83.33

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	25/08/2023	6	4	66.67
5	07/11/2023	6	6	100
6	01/02/2024	6	6	100
7	16/03/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

18

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	25/05/2023	5	3	60
2	AUDIT COMM	01/07/2023	5	3	60
3	AUDIT COMM	10/08/2023	4	3	75
4	AUDIT COMM	25/08/2023	4	2	50
5	AUDIT COMM	07/11/2023	4	4	100
6	AUDIT COMM	01/02/2024	4	4	100
7	AUDIT COMM	16/03/2024	4	4	100
8	NRC COMMIT	05/04/2023	3	3	100
9	STAKEHOLDE	16/03/2024	3	3	100
10	INDEPENDEN	01/02/2024	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	05/09/2024
								(Y/N/NA)
1	Manesh Daya	7	7	100	16	16	100	Yes
2	Bhoutik Daya	7	7	100	4	4	100	Yes

3	Mihir Rupeshk	7	7	100	5	5	100	Yes
4	Ashit Ravisha	7	4	57.14	14	11	78.57	Yes
5	PRAVINCHAN	7	6	85.71	10	9	90	Yes
6	JIGNASA PRA	7	6	85.71	11	10	90.91	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MANESH DAYASH	MANAGING DIR	11,400,000	0	0	0	0
2	BHAUTIK DAYASH	WHOLE TIME D	9,090,000	0	0	0	0
3	MIHIR RUPESHKU	WHOLE TIME D	7,500,000	0	0	0	0
	Total		27,990,000	0	0	0	0

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	HIREN DILIP DOSH	CFO	4,790,000	0	0	0	0
2	HARDIK DHIMANTI	COMPANY SEC	630,000	0	0	0	0
	Total		5,420,000	0	0	0	0

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

CS SAMIR MUKUNDRAI PATHAK

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

4265

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. ...

04

dated

09/08/2024

(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:

- 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.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director



DIN of the director

0*6*9*8*

To be digitally signed by



- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number 3*9*1

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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

List of Shareholders.pdf
MGT-8.pdf
FPI Data.pdf
Committee Meetings.pdf
Letter for Designated Person.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