

FORM NO. MGT-7

[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]



सत्यमेव जयते

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

L21012TZ1960PLC000364

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCS1192G

(ii) (a) Name of the company

SESHASAYEE PAPER AND BOAI

(b) Registered office address

PALLIPALAYAM CAUVERY R S P O
ERODE
ERODE
Tamil Nadu
638007
Tamil Nadu

(c) *e-mail ID of the company

SE*****TD.COM

(d) *Telephone number with STD code

04*****24

(e) Website

www.spbltd.com

(iii) Date of Incorporation

22/06/1960

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	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U74900TN2015PTC101466

Pre-fill

Name of the Registrar and Transfer Agent

INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

2nd Floor Kences Towers ,1 Ramakrishna Street
North Usman Road T Nagar

(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

01/06/2024

(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	C3	Wood and wood products, furniture, paper and paper products	100

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

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

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ESVI INTERNATIONAL (ENGINE	U51909TN1978PLC007495	Subsidiary	100
2	PONNI SUGARS (ERODE) LIMIT	L15422TN1996PLC037200	Associate	27.45

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	200,000,000	63,068,140	63,068,140	63,068,140
Total amount of equity shares (in Rupees)	400,000,000	126,136,280	126,136,280	126,136,280

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	200,000,000	63,068,140	63,068,140	63,068,140
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	400,000,000	126,136,280	126,136,280	126,136,280

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	30,000,000	0	0	0
Total amount of preference shares (in rupees)	300,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of preference shares	30,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	300,000,000	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
	Physical	DEMAT	Total			
Equity shares						

At the beginning of the year	9,926,277	53,141,863	63068140	126,136,280	126,136,280	
Increase during the year	0	110,185	110185	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	110,185	110185	0	0	0
CONVERSION TO DEMAT MODE						
Decrease during the year	110,185	0	110185	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	110,185	0	110185	0	0	
CONVERSION FROM PHYSICAL MODE						
At the end of the year	9,816,092	53,252,048	63068140	126,136,280	126,136,280	
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

INE630A01024

(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"/>
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

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

Particulars	Number of units	Nominal value per unit	Total value
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

18,015,552,419

(ii) Net worth of the Company

16,755,632,056

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	81,065	0.13	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)	19,159,964	30.38	0	
10.	Others OCB-NRI Promoter	7,738,475	12.27	0	
	Total	26,979,504	42.78	0	0

Total number of shareholders (promoters)

9

(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	13,535,545	21.46	0	
	(ii) Non-resident Indian (NRI)	293,119	0.46	0	
	(iii) Foreign national (other than NRI)	150	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	9,000,000	14.27	0	
3.	Insurance companies	1,500	0	0	
4.	Banks	8,470	0.01	0	
5.	Financial institutions	4,000	0.01	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)	1,110,170	1.76	0	
10.	Others Clearing Member, Foreign	12,135,682	19.24	0	
	Total	36,088,636	57.21	0	0

Total number of shareholders (other than promoters) 25,866

**Total number of shareholders (Promoters+Public/
Other than promoters)** 25,875

**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	9	9
Members (other than promoters)	20,860	25,866
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	2	0	0.13	0
B. Non-Promoter	1	5	1	7	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	5	0	7	0	0
C. Nominee Directors representing	0	2	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0

(iii) Government	0	2	0	2	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	7	3	9	0.13	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 14

(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)
N Gopalaratnam	00001945	Whole-time director	78,155	
V Sridar	02241339	Director	0	
S Narayan	00094081	Director	3,190	
A L Somayaji	00049772	Director	0	
Nanditha Krishna	00906944	Director	600	
Mohan Verghese Chund	01142014	Director	0	
Durgashankar	00044713	Director	0	
Sheela Balakrishnan	05180044	Director	0	
Hans Raj Verma	00130877	Nominee director	0	
T Ritto Cyriac	07951031	Nominee director	0	
K S Kasi Viswanathan	00003584	Managing Director	2,910	
Ganesh Balakrishna B	09634741	Whole-time director	0	
S Srinivas	BBVPS2991B	CFO	0	
K Narayanan	AAGPN0878B	Company Secretary	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)
K Narayanan	AAGPN0878B	Company Secretary	14/08/2023	Appointment as Company Sec
Durgashankar	00044713	Additional director	04/11/2023	Appointment of Additional Dire
Durgashankar	00044713	Director	14/12/2023	Change in designation - Indep
Sheela Balakrishnan	05180044	Additional director	20/01/2024	Appointment of Additional Dire
Sheela Balakrishnan	05180044	Director	07/03/2024	Change in designation - Indep
V Sridar	02241339	Director	31/03/2024	Completion of 2nd term of 5 ye
S Narayan	00094081	Director	31/03/2024	Completion of 2nd term of 5 ye
B S Rajkira	APJPR1741R	Company Secretary	17/05/2023	Resignation of Company Secre

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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	17/06/2023	22,838	296	51.29
Postal Ballot	14/12/2023	26,836	393	50.31
Postal Ballot	07/03/2024	26,849	364	49.77

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	29/04/2023	10	10	100
2	22/07/2023	10	10	100
3	12/08/2023	10	10	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	04/11/2023	11	10	90.91
5	20/01/2024	12	11	91.67
6	21/03/2024	12	12	100

C. COMMITTEE MEETINGS

Number of meetings held

16

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	28/04/2023	6	5	83.33
2	Audit Committee	21/07/2023	6	5	83.33
3	Audit Committee	03/11/2023	6	6	100
4	Audit Committee	19/01/2024	6	5	83.33
5	Stakeholder R	19/01/2024	3	2	66.67
6	CSR Committee	29/04/2023	4	4	100
7	Nomination an	21/07/2023	3	3	100
8	Nomination an	12/08/2023	3	3	100
9	Nomination an	03/11/2023	3	3	100
10	Nomination an	19/01/2024	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 01/06/2024 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	N Gopalaratna	6	6	100	7	7	100	Yes
2	V Sridar	6	6	100	10	1	10	Not Applicable
3	S Narayan	6	6	100	11	11	100	Not Applicable

4	A L Somayaji	6	6	100	13	13	100	Yes
5	Nanditha Krish	6	6	100	2	2	100	Yes
6	Mohan Verghe	6	6	100	7	7	100	Yes
7	Durgashankar	3	3	100	1	1	100	Yes
8	Sheela Balakr	2	2	100	0	0	0	Yes
9	Hans Raj Verr	6	5	83.33	6	2	33.33	Yes
10	T Ritto Cyriac	6	5	83.33	1	1	100	Yes
11	K S Kasi Viswa	6	6	100	4	4	100	Yes
12	Ganesh Balak	6	6	100	1	1	100	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	N Gopalaratnam	Chairman	9,600,000	19,200,000	0	3,157,923	31,957,923
2	K S Kasi Viswanath	Managing Director	8,820,000	17,640,000	0	4,557,265	31,017,265
3	Ganesh Balakrishna	Director (Operat	5,400,000	5,400,000	0	2,813,355	13,613,355
	Total		23,820,000	42,240,000	0	10,528,543	76,588,543

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	K S Kasi Viswanath	CEO	0	0	0	0	0
2	S Srinivas	CFO	3,000,000	1,500,000	0	2,166,013	6,666,013
3	K Narayanan	Company Secre	1,008,145	0	0	791,992	1,800,137
	Total		4,008,145	1,500,000	0	2,958,005	8,466,150

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	V Sridar	Independent Dir	0	1,000,000	0	800,000	1,800,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	S Narayan	Independent Dir	0	1,000,000	0	850,000	1,850,000
3	A L Somayaji	Independent Dir	0	1,000,000	0	950,000	1,950,000
4	Nanditha Krishna	Independent Dir	0	1,000,000	0	400,000	1,400,000
5	Mohan Verghese Cl	Independent Dir	0	1,000,000	0	650,000	1,650,000
6	S Durgashankar	Independent Dir	0	407,104	0	200,000	607,104
7	Sheela Balakrishna	Independent Dir	0	196,721	0	100,000	296,721
8	Hans Raj Verma	Nominee Directo	0	1,000,000	0	350,000	1,350,000
9	Ritto Cyriac	Nominee Directo	0	1,000,000	0	300,000	1,300,000
	Total		0	7,603,825	0	4,600,000	12,203,825

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

SWETHA SUBRAMANIAN

Whether associate or fellow

Associate Fellow

Certificate of practice number

12512

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

Digitally signed by
KASIVISWANATHAN
SUBRAMANIAN
Date: 2024.07.29
10:26:15 +05'30'

DIN of the director

0*0*3*8*

To be digitally signed by

Digitally signed by
Narayanan K
Date: 2024.07.29
10:26:36 +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 Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

List of Shareholders.pdf SHT.pdf Annexure to MGT-7.pdf MGT-8_final.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