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)

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company **Pre-fill** L51109GJ2005PLC076930 Global Location Number (GLN) of the company * Permanent Account Number (PAN) of the company AAACF9925C (ii) (a) Name of the company VAXTEX COTFAB LIMITED (b) Registered office address J-03 (GF to 4th Floor) Tejendra Arcade, Nr, Ganjifarak Mill Compound, Nr. Rakhial Char Rasta Rakhial Ahmadabad City Ahmedabad Gujarat 200000 (c) *e-mail ID of the company VA*************IL.COM (d) *Telephone number with STD code 95*****40 (e) Website www.vaxtexcotfabltd.com (iii) Date of Incorporation 26/12/2005 Type of the Company Category of the Company Sub-category of the Company (iv) Public Company Company limited by shares Indian Non-Government company

	i done company			4105		interie	
(v) Wh	ether company is having share ca	pital	۲	Yes (С	No	
(vi) * W	hether shares listed on recognized	d Stock Exchange(s)	$oldsymbol{igstar}$	Yes (С	No	

(a) Details of stock exchanges where shares are listed

S. No.		Stock Exchange Na	me			Code	
1	NATIONAI	STOCK EXCHANGE OF	INDIA LIM	TED		1,024	
(b) CIN of	the Registrar and	Transfer Agent			1 1999991	ИН1994PTC076534	Pre-fill
	the Registrar and I	-			0,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
BIGSHARE	SERVICES PRIVATE	LIMITED					
Registere	ed office address of	f the Registrar and Tra	ansfer Age	ents			
	-	no S6-2 ,6th floor, Mah entre, Andheri East Mur					
i) *Financial	year From date 0	1/04/2023	(DD/MM/	YYYY)	To date	31/03/2024	(DD/MM/YYYY)
ii) *Whether	Annual general mo	eeting (AGM) held		• Y	es () No	
(a) If yes,	date of AGM	27/09/2024					
(b) Due da	ate of AGM	30/09/2024					
(c) Wheth	er any extension fo	or AGM granted		\bigcirc	Yes	(•) No	
PRINCIP	AL BUSINESS	ACTIVITIES OF T	HE CON	IPAN	Y		

*Number of business activities	1

	Main Activity group code		Business Activity Code		% of turnover of the company
1	С	Manufacturing	C2	Textile, leather and other apparel 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	lssued capital	Subscribed capital	Paid up capital
Total number of equity shares	190,000,000	183,752,220	183,752,220	183,752,220
Total amount of equity shares (in Rupees)	190,000,000	183,752,220	183,752,220	183,752,220

Number of classes

Class of Shares Equity Shares	Authorised capital	lssued capital	Subscribed capital	Paid up capital		
Number of equity shares	190,000,000	183,752,220	183,752,220	183,752,220		
Nominal value per share (in rupees)	1	1	1	1		
Total amount of equity shares (in rupees)	190,000,000	183,752,220	183,752,220	183,752,220		

1

(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

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

0

(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	0	126,290,100	126290100	126,290,10(126,290,10	

		1				
Increase during the year	0	57,462,120	57462120	57,462,120	57,462,120	57,462,120
i. Pubic Issues	0	0	0	0	0	
ii. Rights issue	0	57,462,120	57462120	57,462,120	57,462,120	57,462,120
iii. Bonus issue	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	
- Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0		0
ii. Shares forfeited	0	0	0	0		0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
-						
At the end of the year	0	183,752,220	183752220	183,752,220	183,752,22	
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	
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	
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE098201036

0

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

Class o	f shares	(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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) *

\boxtimes	Nil						
	[Details being provided in a CD/Digital Media]	\bigcirc	Yes	\bigcirc	No	\bigcirc	Not Applicable
	Separate sheet attached for details of transfers	\bigcirc	Yes	\bigcirc	No		
Note	In case list of transfer exceeds 10, option for submission as a se	eparat	te sheet a	ittach	ment or s	subm	ission in a CD/Digit

al Media may be shown.

Date of the previous annual general meeting	
Date of registration of transfer (Date Month Year)	
Type of transfer 1 - Equi	ty, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	Amount per Share/ Debenture/Unit (in Rs.)

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

	Nominal value per unit	Total value
Total		0

Details of debentures

Class of debentures	Outstanding as at the beginning of 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)

Type of	Number of	Nominal Value of	Total Nominal	Paid up Value of	Total Paid up Value
Securities	Securities	each Unit	Value	each Unit	· · · · · · · · · · · · · · · · · · ·
Securities	Securities	each Unit	value	each Unit	
Tatal	-				
Total					

0

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

(i) Turnover

166,202,560

(ii) Net worth of the Company

187,904,729.5

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equ	ity	Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1,154,570	0.63	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	

	Total	33,267,898	18.11	0	0
10.	Others -	0	0	0	
9.	Body corporate (not mentioned above)	32,113,328	17.48	0	
8.	Venture capital	0	0	0	
7.	Mutual funds	0	0	0	
6.	Foreign institutional investors	0	0	0	
5.	Financial institutions	0	0	0	
4.	Banks	0	0	0	
3.	Insurance companies	0	0	0	

Total number of shareholders (promoters)

5

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	127,040,914	69.14	0		
	(ii) Non-resident Indian (NRI)	2,257,242	1.23	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	19,887	0.01	0		
7.	Mutual funds	0	0	0		

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	21,075,212	11.47	0	
10.	Others Clearing Members	91,067	0.05	0	
	Total	150,484,322	81.9	0	0

Total number of shareholders (other than promoters)

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

39,326	
39,331	

1

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

			L	
Name of the FII		•	Number of shares held	% of shares held
COPTHALL MAURITIUS	9th Floor, Tower A, NKP,Western E		19,887	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	7	5
Members (other than promoters)	31,861	39,326
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	1	0	1	0	0.13	0
B. Non-Promoter	0	5	0	5	0	0
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0

(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	5	1	5	0.13	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 7

(B) (i) *Details of directors and Ke	v managerial personne	el as on the closure of financial	vear

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mithleshkumar Agrawa	03468643	Managing Director	233,330	
Aakash Thakor	07960192	Director	0	
Ziral Soni	09213763	Director	0	
Kunjal Soni	08160838	Director	0	
Pranav Vajani	09213749	Director	0	
Digesh Deshaval	09218553	Director	0	
Pratapsingh Zala	AACPZ3621J	CFO	0	

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

Name			I late of annointment/ change in	Nature of change (Appointment/ Change in designation/ Cessation)
Riddhi Vohra	BYKPR6523A	Company Secretary	01/04/2023	Cessation
Vinita Keswani	FDWPK1638E	Company Secretary	15/05/2023	Appointment
Vinita Keswani	FDWPK1638E	Company Secretary	10/02/2024	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

2		

3

Type of meeting	Date of meeting Date of meeting Attend meeting		Attendance Number of members % of total attended shareholding	
Extra Ordinary General Mee	06/07/2023	31,664	32	46
Annual General Meeting	15/09/2023	31,062	35	34.6

B. BOARD MEETINGS

*Number of meetings held 13

		Total Number of directors		Attendance		
S. No.	Date of meeting	associated as on the date				
		of meeting	Number of directors attended	% of attendance		
1	01/04/2023	6	6	100		
2	08/05/2023	6	6	100		
3	15/05/2023	6	6	100		
4	07/06/2023	6	6	100		
5	12/06/2023	6	6	100		
6	17/07/2023	6	6	100		
7	27/07/2023	6	6	100		
8	05/08/2023	6	6	100		
9	17/08/2023	6	6	100		
10	24/08/2023	6	6	100		
11	29/08/2023	6	6	100		
12	09/11/2023	6	6	100		

C. COMMITTEE MEETINGS

Nu	Number of meetings held			12		
	S. No.			Total Number of Members as		Attendance
			Date of meeting	on the date of the meeting	Number of members attended	% of attendance
	1	Audit Committe	08/05/2023	3	3	100
	2	Audit Committe	15/05/2023	3	3	100

S. No.			Total Number of Members as			
		Date of meeting	on the date of the meeting	Number of members attended	% of attendance	
3	Audit Committe	07/06/2023	3	3	100	
4	Audit Committe	17/07/2023	3	3	100	
5	Audit Committe	05/08/2023	3	3	100	
6	Audit Committe	24/08/2023	3	3	100	
7	Audit Committe	09/11/2023	3	3	100	
8	Audit Committe	14/02/2024	3	3	100	
9	Nomination an	01/04/2023	3	3	100	
10	Nomination an		3	3	100	

D. *ATTENDANCE OF DIRECTORS

S. No.		Board Meetings			Committee Meetings			Whether attended AGM
	of the director	director was	tings which Number of ctor was Meetings % of			Meetings	% of attendance	held on
		attend	attended		attend	attended		27/09/2024 (Y/N/NA)
1	Mithleshkuma	13	13	100	0	0	0	Yes
2	Aakash Thako	13	13	100	12	12	100	Yes
3	Ziral Soni	13	13	100	12	12	100	Yes
4	Kunjal Soni	13	13	100	0	0	0	Yes
5	Pranav Vajani	13	13	100	12	12	100	Yes
6	Digesh Desha	13	13	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

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

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	Pratapsingh Zala	CFO	379,000	0	0	0	379,000
2	Vinita Keswani	Company Secre	305,000	0	0	0	305,000
	Total		684,000	0	0	0	684,000

and the second sec

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ziral Soni	Independent Dir	0	0	0	36,000	36,000
2	Digesh Deshaval	Independent Dir	0	0	0	0	0
3	Kunjal Soni	Independent Dir	0	0	0	18,000	18,000
4	Pranav Vajani	Independent Dir	0	0	0	36,000	36,000
	Total		0	0	0	90,000	90,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- * A. Whether the company has made compliances and disclosures in respect of applicable Yes O No provisions of the Companies Act, 2013 during the year
 - B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

4

 	Date of Order	ISECTION LINNER WHICH	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES NI

Name of the	Name of the court/ concerned Authority	section under which	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	Jay Pandya
Whether associate or fellow	Associate Fellow
Certificate of practice number	24319

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	Nil	dated	05/09/2024	

(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 compiled 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	MITHLESH Digitally signed by MITHLESH KUMAR AGRAVAL Deter 220.08.25 +0530'			
DIN of the director	0*4*8*4*]	
To be digitally signed by	JAY Digitally signed by JAY DEVENDRAB ANDVA HAI PANDYA Digitally signed by JAY DEVENDRAB PANDVA HAI PANDYA Disc 2021 129 20:08:20 +09:30'			
◯ Company Secretary				
Company secretary in practice				
Membership number 6*2*3		Certificate of practice n	umber	2*3*9

Attachments

List of attachments

 List of share holders, debenture holders Approval letter for extension of AGM; 	Attach Attach	MGT-8_VCL.pdf List of Meetings.pdf MGT-7 UDIN.pdf	
3. Copy of MGT-8;	Attach	List of Shareholders.pdf	
4. Optional Attachement(s), if any	Attach		
		Remove attachment	

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