

FORM NO.MGT-9

EXTRACT OF ANNUAL RETURN

AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2025

(Pursuant to Section 92(3) of the Companies Act 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014)

I. REGISTRATION AND OTHER DETAILS

i.	CIN	U27204WB2000PLC091214
ii.	Registration Date	25/02/2000
iii.	Name of the Company	Edayar Zinc Limited
iv.	Category/Sub-Category of the Company	Public Company/limited by shares
v.	Address of the Registered office and contact details	37/2. Chinar Park, New Town, Rajarhat, Main Road, P.O. Hatiara, West Bengal - 700157 Tel : 08100326795 Fax : +91- 33 4008 8802
vi.	Whether Listed Company	No
vii.	Name. Address and Contact details of Registrar and Transfer Agents, if any	Link Intime India Pvt. Ltd L.B.S. Marg, Vikhroli (West), Mumbai 400 083 Tel: +91 22 49186270 Fax: +91 22 49186060 email: rnt.helpdesk@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10% or more of the total turnover of the Company shall be stated)

#	Name and Description of main products/ services	NIC Code of the Product/Service	% to total turnover of the Company
1.	Zinc and its Alloys	24203	-

The Bankers led by Punjab National bank have taken over the assets under Sarfesi and pursuant to the OTS arrived at whereby the payment under the OTS will be made out of sale of plant and machinery as scrap and land (assigned by Government of Kerala). The Company approached the Government of Kerala for change of activity from zinc smelting to industrial cum logistics hub and the same has been approved. Requisite approval from shareholders for amendment to the Objects clause of the Memorandum of Association is being taken up in the Annual General Meeting to be held in 2025.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

#	Name and address of the Company	CIN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1.	MINA VENTURES PRIVATE LIMITED Door No. 66/6378, 3rd Floor, Salih Arcade Convent Road, Kanayannur Taluk, Kochi, Ernakulam, Ernakulam, Kerala, India, 682035	U70109KL2019PTC060763	Holding Company	65% voting	2(46)
2	R.B.G. Minerals Industries Limited 22, Shubham Enclave, Parivahan Marg, C-	U27101RJ1997PLC014021	Subsidiary	100%	2(87)

	Scheme, Jaipur - 302001				
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IV. SHAREHOLDING PATTERN

(Equity Share Capital Break-up as Percentage of Total Equity)

ii) Shareholding of Promoters

#		Shareholding at the Beginning of the Year		Transactions during the year		Cumulative Shareholding at the end of the year	
	Name and Type of Transaction	No. of shares held	% of Total Shares of the Company with voting power	Date of the Transaction	No. of Shares	No. of Shares Held	% of Total Shares of the Company with voting power
1	Mina Ventures Private Limited *	3,00,00,000	65.55%			3,00,00,000	65.55%
2.	Binani Industries Limited *	89,35,138	19.52%			89,35,138	19.52%

- No shares of the Company have been encumbered.

iii) Changes in Promotes Shareholding - NIL

#		Shareholding at the Beginning of the Year		Transactions during the year		Cumulative Shareholding at the end of the year	
	Name and Type of Transaction	No. of shares held	% of Total Shares of the Company with voting power	Date of the Transaction	No. of Shares	No. of Shares Held	% of Total Shares of the Company with voting power

The authorized and paid-up Equity Share Capital of the Company as on March 31, 2024 was Rs. 10,000 Lakhs and Rs.9761.81 lakhs respectively.

There has been no change in share capital authorized, issued and paid-up during the year FY 2024-25.

During the year 2021-22 the Company issued 300 lakhs shares of Rs.10 each aggregating to Rs. 3000 lakhs to M/s Mina Ventures Private Limited who had exercised their right to convert the loan into equity. M/s Mina Ventures Private Limited had exercised their right to conversion of loan of Rs.30 crore extended to EZL into equity at par. M/s Mina Ventures Private Limited has also agreed to meet all the liabilities of EZL including the liabilities towards Banks, Employees, Contract Employees and Workers, Statutory both present and future in consideration for immobilization of equity shares of EZL held by the company in terms of voting rights. Going forward Binani Industries Limited and their associates have agreed for reduction of holding to less than 15%.

#	Category	No. of shares	% voting
1.	Binani Industries Limited	6,07,88,138	
2.	Less :- Immobilized shares	5,18,53,000	
3.	Shareholding of Binani Industries Limited (1-2)	89,35,138	19.52%
4.	Mina Ventures Private Limited	3,00,00,000	65.55%
5.	Public (including BIL Associates holding of 34,21,993 shares)	68,29,944	14.92%
	Total (3+4+5)	9,76,18,082	100%

Upon the settlement of OTS due to the consortium of lender banks and the release of the Corporate Guarantee provided by M/S Binani Industries Ltd., the consolidated shares held by Binani Industries Limited and their associates shall be eventually reduce to 15%. This is as per the agreement between Mina Ventures Private Limited and Binani Industries and their associates. The Company's Assets have been taken over Sarfaesi and being sold the Company does not have funds to make the payment to the Depositories. The shareholding pattern above is based on the latest available benpos. The shares of the Company are not listed in any of the stock exchanges

iv. Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holder's of GDR's and ADR's)

#		Shareholding at the Beginning of the Year		Transactions during the year		Cumulative Shareholding at the end of the year	
	Name and Type of Transaction	No. of shares held	% of Total Shares of the Company Voting Power	Date of the Transaction	No. of Shares	No. of Shares Held	% of Total Shares of the Company Voting power
1	Mina Ventures Limited	3,00,00,000	65.55			3,00,00,000	65.55
2	Binani Industries Limited	89,35,138	19.52%			89,35,138	19.52%

3	Triton Trading Company Private Limited	30,28,385	6.62			30,28,385	6.62
4	LIC of India	3,66,794	0.80			3,66,794	0.80
5	THE NEW INDIA ASSURANCE COMPANY LIMITED	2,47,373	0.54			2,47,373	0.54
6	Sushil Bhattar	32,490	0.07			32,490	0.07
7	Kalpana Binani	2,72,791	0.60			2,72,791	0.60
8	Sajid Khan	25,211	.055			25,211	.055
9	Punjab National Bank (erstwhile Oriental Bank of Commerce)	23,076	0.05			23,076	0.05
10	Bray Binani	12,259	0.027			12,259	0.027

#	Category	Shareholding Pattern		
		No. of Shares	% held	% voting
1	Promoters			
	Mina Ventures Private Limited	3,00,00,000	30.73%	65.55%
2	Binani Industries Limited	6,07,88,138	62.27%	19.52%
	- Immobilized Shares	5,18,53,000	53.12%	
	- Other than immobilized shares	89,35,138	9.15%	19.52%
3	Public Shareholding		0.00%	0.00%
	Mutual Funds / UTI	149	0.00%	0.00%
	Foreign Portfolio Investors	1,793	0.00%	0.00%
	Financial Institutions / Banks	4,11,863	0.42%	0.90%
	Insurance Companies	2,47,373	0.25%	0.54%
	Provident Fund / Pension Funds		0.00%	0.00%
	Foreign Financial Institution	1,042	0.00%	0.00%
	Total A	6,62,220	0.68%	1.45%
B.	Central Government/ State Government	20	0.00%	0.00%
C.	Non-Institutions		0.00%	0.00%
	Individuals	23,63,613	2.42%	5.16%

	NBFC registered with RBI	92	0.00%	0.00%
	Trusts	103	0.00%	0.00%
	Foreign Nationals	1,163	0.00%	0.00%
	Hindu Undivided Family	33,077	0.03%	0.07%
	Non- Resident Indian (Non-repat)	3,17,591	0.33%	0.69%
	Non-Resident Indians (Repat)	1,90,409	0.20%	0.42%
	Office Bearers	2,103	0.00%	0.00%
	Overseas Bodies Corporates	2,582	0.00%	0.01%
	Clearing Member	738	0.00%	0.00%
	Bodies Corporate	32,56,233	3.34%	7.12%
	Total (c)	61,67,704	6.32%	13.48%
D	Total Public Shareholding	68,29,944	7.00%	14.92%
3	Total	9,76,18,082	100%	100%
	Shares having Voting rights	4,57,65,082		
	Shares having No voting rights	5,18,53,000		

V. INDEBTEDNESS (Rs. Lakhs)

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
1. Principal Amount	14,650	934.12	-	15,584.39
2. Interest due but not paid	-	-	-	-
3. Interest accrued but not due	-	-	-	
Total (1+2+3)	14,650	934.12		15,584.39

Changes in Indebtedness during the financial year				
Addition	-	-	-	-
Reduction	-	-	-	-
Adjustment				
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
4. Principal Amount	14,650	934.12	-	15,584.39
5. Interest due but not paid	-	-	-	-
6. Interest accrued but not due	-	-	-	
Total (1+2+3)	14,650	934.12		15,584.39

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director (MD), Whole Time Director(WTD) and /or Manager:-

#	Particulars of Remuneration	Name of the Managing Director
		Mohammed Bismith Allingal
1.	Gross Salary	Nil

	Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	Nil
	Value of Perquisites u/s 17(2) of the Income Tax Act, 1961	Nil
	Profits in lieu of salary under section 17(3) of Income Tax Act 1961	Nil
2.	Stock Option	Nil
3.	Sweat Equity	Nil
4.	Commission - As % of Profit - Others, Specify	Nil
5.	Others, Please specify	Nil
6.	Total	Nil
7.	Ceiling as per the Act	N.A

B. Remuneration to Other Directors

#	Particulars of Remuneration	Name of the Directors				Total
		Ms. Shahina Kalla	Mr. Jacob Varghese	Mr. Abdul Salim Allingal	Ms. Visalakshi Sridhar	
1.	Fees for attending board / committee meeting	Nil	Nil	Nil	Nil	Nil

	Commission	Nil	Nil	Nil	Nil	Nil
	Others, Please Specify	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil
2.	Total Overall Managerial Remuneration	Nil	Nil	Nil	Nil	Nil
3.	Overall Ceiling as per the Act	N.A	N.A	N.A	N.A	N.A

As per the provisions of the Companies Act, 2013, the managerial remuneration does not include the sitting fees paid to Directors for attending meetings.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN ,MD/ MANAGER / WTD

#	Particulars of	CFO	Company Secretary (Rs. Lakhs)		Total Rs.lakhs
		Mohammed Bismith Allingal	Richa Bhandari		
1.	Gross Salary	NIL			
	Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961		2.16		2.16
	Value of Perquisites u/s 17(2) of the Income Tax Act, 1961				

	Profits in lieu of salary under section 17(3) of Income Tax Act 1961				
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission - As % of Profit - Others, Specify	NIL	NIL	NIL	NIL
5.	Others, Please specify	NIL	NIL	NIL	NIL
6.	Total	NIL	NIL	0.54	0.54
7.	Ceiling as per the Act	N.A	N.A	N.A	N.A

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:-

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority (RD / NCLT / Court)	Appeal made, if any (give details)
A. COMPANY	NIL				
Penalty					
Punishment					
Compounding					
B. DIRECTORS	NIL				

Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT	NIL				
Penalty					
Punishment					
Compounding					

A Show cause notice was issued to the Company u/s u/s 207(3)(b) of the Companies Act 2013. It was replied during the year.