Form No. MGT-7

Annual Return (other than OPCs and Small Companies)
[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

Form language

(●) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN): L25111TN1960PLC004306

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY): 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2026

(c) *Type of Annual filing: (●) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years:

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	MRF LIMITED	MRF LIMITED
Registered office address	NEW NO.114 (OLD NO..124), GREAMS ROAD,,NA,CHENNAI,Tamil Nadu,India,600006	NEW NO.114 (OLD NO..124), GREAMS ROAD,,NA,CHENNAI,Tamil Nadu,India,600006
Latitude details	13.057776	13.057776
Longitude details	80.254172	80.254172

(a) *Photograph of the registered office of the Company showing external building and name prominently visible: Photograph of registered office.pdf

(b) *Permanent Account Number (PAN) of the company: AA******4G

(c) *e-mail ID of the company: *****are@gmail.com

(d) *Telephone number with STD code: 04*******77

(e) Website | www.mrftyres.com

iv *Date of Incorporation (DD/MM/YYYY) | 05/11/1960

v (a) *Class of Company (as on the financial year end date) | Public company

(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) | Company limited by shares

(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) | Indian Non-Government company

(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) ◉ Yes ○ No

vii (a) Whether shares listed on recognized Stock Exchange(s) ◉ Yes ○ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent | 0

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent

ix * (a) Whether Annual General Meeting (AGM) held ○ Yes ◉ No

(b) If yes, date of AGM (DD/MM/YYYY)

(c) Due date of AGM (DD/MM/YYYY) | 30/09/2026

(d) Whether any extension for AGM granted ○ Yes ◉ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

AGM to be conducted on 06.08.2026

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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	22	Manufacture of rubber and plastics products	100

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

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

5

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	U65929TN1985PLC012156		MRF CORP LIMITED	Subsidiary	100.00
2	U25111TN1992PLC023695		MRF INTERNATIONAL LIMITED	Subsidiary	94.66
3		PV 4481	MRF Lanka(P)Ltd	Subsidiary	100.00
4		201421655R	MRF SG PTE. LTD	Subsidiary	100.00
5		60028	MRF DB - FZCO	Subsidiary	100.00

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	9000000.00	4241143.00	4241143.00	4241143.00
Total amount of equity shares (in rupees)	90000000.00	42411430.00	42411430.00	42411430.00

Number of classes 1

Class of shares Equity Shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	9000000	4241143	4241143	4241143
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	90000000	42411430	42411430	42411430

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	100000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	10000000.00	0.00	0.00	0.00

Number of classes 1

Class of shares Preference Share	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	100000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in	10000000.00	0.00	0	0

rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	31215	4209928	4241143.00	42411430	42411430	
Increase during the year	0.00	3716.00	3716.00	37160.00	37160.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Converted into demat shares	0	3716	3716.00	37160	37160	
Decrease during the year	3716.00	0.00	3716.00	37160.00	37160.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Converted into demat shares	3716	0	3716.00	37160	37160	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the end of the year	27499.00	4213644.00	4241143.00	42411430.00	42411430.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company: INE883A01011

ii Details of stock split/consolidation during the year (for each class of shares): 0

Class of shares		
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

Number of transfers: 71

Attachments:

1. Details of shares/Debentures Transfers: Transfer Details 31032026.xlsm

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

(a) Non-convertible debentures

*Number of classes: 1

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Listed, Unsecured, Rated, Redeemable, Taxable,	0	0	0.00
Total	0.00	0.00	0.00

Classes of non-convertible 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
Listed, Unsecured, Rated, Redeemable, Taxable,	1500000000	0	1500000000	0.00
Total	1500000000.00	0.00	1500000000.00	0.00

(b) Partly convertible debentures

*Number of classes: 0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes: 0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	1500000000.00	0.00	1500000000.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	1500000000.00	0.00	1500000000.00	0.00

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	306520812516
ii * Net worth of the Company	204519491347

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	489570	11.54	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	51105	1.20	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	637256	15.03	0	0.00
10	Others	0	0.00	0	0.00
	Total	1177931.00	27.77	0.00	0

Total number of shareholders (promoters) 110

B Public/Other than promoters

S. No	**Category**	**Equity**		**Preference**	
		Number of shares	**Percentage**	**Number of shares**	**Percentage**
1	Individual/Hindu Undivided Family				
	(i) Indian	531163	12.52	0	0.00
	(ii) Non-resident Indian (NRI)	40421	0.95	0	0.00
	(iii) Foreign national (other than NRI)	4	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	147654	3.48	0	0.00
4	Banks	2823	0.07	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	762729	17.98	0	0.00
7	Mutual funds	328260	7.74	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	789208	18.61	0	0.00
10	Others Trusts, HUF, Clearin	460950	10.87	0	0.00
	Total	3063212.00	72.22	0.00	0

Total number of shareholders (other than promoters) 58000

Total number of shareholders (Promoters + Public/Other than promoters) 58110.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	**Category**	
1	Individual - Female	18673
2	Individual - Male	38171
3	Individual - Transgender	0
4	Other than individuals	1266
	Total	58110.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company 604

Name of the FII	**Address**	**Date of Incorporation**	**Country of Incorporation**	**Number of shares held**	**% of shares held**
LEGAL AND GENERAL ASSURANCE (PENSIONS MANAGEMENT) LIMITED	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	2229	0.05

CITIGROUP GLOBAL MARKETS MAURITIUS PRIVATE LIMITED	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	598	0.01
LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	471	0.01
THE EMERGING MARKETS SERIES OF THE DFA INVESTMENT TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	2197	0.52
EMERGING MARKETS CORE EQUITY 2 PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	8371	0.2
IBM DIVERSIFIED GLOBAL EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	75	0.002
EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	607	0.01
NORTHERN EMERGING MARKETS EQUITY INDEX FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	549	0.01
NORTHERN TRUST COMMON ALL COUNTRY WORLD INDEX (ACWI) EX-US FUND - LENDING	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	151	0.004
UTAH STATE RETIREMENT SYSTEMS	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	323	0.008

THE NOMURA TRUST AND BANKING CO., LTD AS THE TRUSTEE OF EMERGING EQUITY MOTHER FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	300	0.007
NORTHERN TRUST COMMON ALL COUNTRY WORLD EX-US INVESTABLE MARKET INDEX FUND-NON LENDING	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	69	0.002
NORTHERN TRUST INVESTMENTS COLLECTIVE FUNDS TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	2406	0.06
DIMENSIONAL EMERGING MARKETS VALUE FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	7176	0.17
LEGAL & GENERAL GLOBAL EMERGING MARKETS INDEX FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	950	0.02
NORTHERN TRUST COMMON EMERGING MARKETS INDEX FUND - NON-LENDING	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	297	0.007
ALLIANZ GLOBAL INVESTORS RISING ASIA FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	46	0.001
FONDS DE COMPENSATION DE LA SECURITE SOCIALE, SICAV-FIS - FDC SICAV EMMA EQUITIES - INDEXED	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	339	0.008

STICHTING PME PENSIOENFONDS MANAGED BY UBS GLOBAL ASSET MANAGEMENT LTD	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	1292	0.03
VERDIPAPIRFONDET KLP AKSJE FREMVOKSENDE MARKEDER INDEKS	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	709	0.02
HOSPITAL AUTHORITY PROVIDENT FUND SCHEME	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	254	0.006
IRISH LIFE ASSURANCE PLC	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	641	0.02
FIDELITY SALEM STREET TRUST FIDELITY SERIES GLOBAL EX U.S. INDEX FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	4186	0.1
FIDELITY SALEM STREET TRUST FIDELITY EMERGING MARKETS INDEX FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	2774	0.07
FIDELITY SALEM STREET TRUST FIDELITY GLOBAL EX US INDEX FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	01/01/2000	India	1128	0.03

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	**At the beginning of the year**	**At the end of the year**
Promoters	108	110
Members (other than promoters)	61212	58000
Debenture holders	1	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	5	2	5	2	1.49	0.07
B Non-Promoter	0	7	0	7	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	7	0	7	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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						
Total	5	9	5	9	1.49	0.07

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 16

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
KANDATHIL MAMMEN MAMMEN	00020202	Managing Director	16048	
ARUN MAMMEN	00018558	Managing Director	27560	
RAHUL MAMMEN MAPPILLAI	03325290	Managing Director	4538	
CIBI MAMMEN .	00287146	Director	500	

DINSHAW KEKU PARAKH	00238735	Director	150	
RAMESH RANGARAJAN	00141701	Director	0	
SAMIR MAPPILLAI THARIYAN	07803982	Whole-time director	4470	
VARUN MAMMEN	07804025	Whole-time director	10706	
AMBIKA MAMMEN	00287074	Director	2489	
VIKRAM TARANATH HOSANGADY	09757469	Director	0	
PRASAD OOMMEN	00385082	Director	0	
VASU ARUN	00174675	Director	0	
VIKRAM CHESETTY	01799153	Director	0	
VIMLA ABRAHAM .	05244949	Director	0	
SRIDHARAN DHANAVANTHKUMAR	AABPD8041R	Company Secretary	1	07/05/2026
MADHU PLAMOOTIL NAINAN	ABGPN2470G	CFO	6	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ 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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	07/08/2025	47815	63	39.9

B BOARD MEETINGS

*Number of meetings held: 4

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	07/05/2025	14	13	92.86
2	12/08/2025	14	13	92.86
3	14/11/2025	14	13	92.86
4	06/02/2026	14	13	92.86

C COMMITTEE MEETINGS

Number of meetings held: 19

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	07/05/2025	3	3	100
2	Audit Committee	12/08/2025	3	3	100
3	Audit Committee	14/11/2025	3	3	100
4	Audit Committee	06/02/2026	3	3	100
5	Nomination And Remuneration Committee	07/05/2025	4	4	100
6	Nomination And Remuneration Committee	12/08/2025	4	4	100
7	Nomination And Remuneration Committee	06/02/2026	4	4	100
8	Stakeholders Relationship Committee	14/11/2025	3	3	100
9	Corporate Social Responsibility Committee	07/05/2025	4	4	100

10	Corporate Social Responsibility Committee	12/08/2025	4	4	100
11	Corporate Social Responsibility Committee	14/11/2025	4	4	100
12	Corporate Social Responsibility Committee	06/02/2026	4	4	100
13	Risk Management Committee	07/10/2025	4	4	100
14	Risk Management Committee	05/03/2026	4	4	100
15	Finance Committee	07/05/2025	3	3	100
16	Finance Committee	12/08/2025	3	3	100
17	Finance Committee	14/11/2025	3	3	100
18	Finance Committee	06/02/2026	3	3	100
19	Finance Committee	30/03/2026	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**	(Y/N/NA)
1	KANDATHIL MAMMEN MAMMEN	4	4	100	15	15	100	
2	ARUN MAMMEN	4	4	100	12	12	100	
3	RAHUL MAMMEN MAPPILLAI	4	4	100	11	11	100	
4	CIBI MAMMEN .	4	4	100	0	0	0	
5	DINSHAW KEKU PARAKH	4	2	50	2	2	100	
6	RAMESH RANGARAJAN	4	4	100	7	7	100	
7	SAMIR MAPPILLAI THARIYAN	4	4	100	0	0	0	
8	VARUN MAMMEN	4	4	100	0	0	0	

9	AMBIKA MAMMEN	4	4	100	0	0	0	
10	VIKRAM TARANATH HOSANGADY	4	4	100	7	7	100	
11	PRASAD OOMMEN	4	4	100	0	0	0	
12	VASU ARUN	4	2	50	1	1	100	
13	VIKRAM CHESETTY	4	4	100	11	11	100	
14	VIMLA ABRAHAM .	4	4	100	0	0	0	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	MR. KANDATHIL MAMMEN MAMMEN	Managing Director	196519330	229100000	0	0	425619330.00
2	MR.ARUN MAMMEN	Managing Director	152409740	229100000	0	0	381509740.00
3	MR.RAHUL MAMMEN MAPPILLAI	Managing Director	133548241	198500000	0	0	332048241.00
4	MR.SAMIR THARIYAN MAPPILLAI	Whole-time director	75514916	137500000	0	0	213014916.00
5	MR.VARUN MAMMEN	Whole-time director	75843471	137500000	0	0	213343471.00
	Total		633835698.00	931700000.00	0.00	0.00	1565535698.00

B *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	MR.SRIDHARAN DHANAVANTH KUMAR	Company Secretary	27174888	0	0	0	27174888.00

2	MR. MADHU PLAMOOTIL NAINAN	CFO	30214352	0	0	0	30214352.00
	Total		57389240.00	0.00	0.00	0.00	57389240.00

C *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	Mrs. Cibi Mammen	Director	0	0	0	200000	200000.00
2	Mrs. Ambika Mammen	Director	0	0	0	200000	200000.00
3	Mrs. Vimla Abraham	Director	0	0	0	200000	200000.00
4	Mr. Vikram Taranath Hosangady	Director	0	0	0	420000	420000.00
5	Mr. Ramesh Rangarajan	Director	0	0	0	420000	420000.00
6	Mr. Dinshaw Keku Parakh	Director	0	0	0	140000	140000.00
7	Mr. Arun Vasu	Director	0	0	0	120000	120000.00
8	Mr. Vikram Chesetty	Director	0	0	0	500000	500000.00
9	Mr. Prasad Oommen	Director	0	0	0	200000	200000.00
	Total		0.00	0.00	0.00	2400000.00	2400000.00

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder: 58110

XIV Attachments

(a) List of share holders, debenture holders: Details of Shareholder or Debenture holder OG.xlsm

(b) Optional Attachment(s), if any: Details of Foregin Institutional Investors as on 31.03.2026.pdf
Clarification_Form MGT-7.pdf

XV 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.

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 applicable provisions of the Act during the financial year.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of MRF Limited as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name	K ELANGOVAN
Date (DD/MM/YYYY)	07/05/2026
Place	Chennai

Whether associate or fellow:

○ Associate ◉ Fellow

Certificate of practice number	3*5*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person	20927
*(b) Name of the Designated Person	THULSIDASS VELAYUDHAN THARAYIL

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 3 dated* (DD/MM/YYYY) 07/05/2026 to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

*Designation *(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))*	Director
*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator	0*0*8*5*

***To be digitally signed by**

○ Company Secretary ◉ Company secretary in practice

*Whether associate or fellow:

○ Associate ◉ Fellow

Membership number	
Certificate of practice number	3*5*

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

For office use only:

eForm Service request number (SRN)	AC4317870
eForm filing date (DD/MM/YYYY)	13/07/2026

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