

# 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

L65922RJ2011PLC034297

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAJCA2237M

(ii) (a) Name of the company

AAVAS FINANCIERS LIMITED

(b) Registered office address

201-202, 2nd Floor, South End Square Mansarovar Industrial  
Area, Jaipur - 302 020 NA  
Jaipur  
Jaipur  
Rajasthan  
302020



(c) \*e-mail ID of the company

sharad.pathak@aavas.in

(d) \*Telephone number with STD code

01414659239

(e) Website

www.aavas.in

(iii) Date of Incorporation

23/02/2011

(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	BSE Limited	1
2	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	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

(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	K	Financial and insurance Service	K8	Other financial activities	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	85,000,000	79,139,705	79,139,705	79,139,705
Total amount of equity shares (in Rupees)	850,000,000	791,397,050	791,397,050	791,397,050

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	85,000,000	79,139,705	79,139,705	79,139,705
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	850,000,000	791,397,050	791,397,050	791,397,050

(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

0

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

(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	79,056,874	79056874	790,568,740	790,568,740	

<b>Increase during the year</b>	0	82,831	82831	828,310	828,310	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	82,831	82831	828,310	828,310	
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 <div></div>						
<b>Decrease during the year</b>	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 <div></div>						
<b>At the end of the year</b>	0	79,139,705	79139705	791,397,050	791,397,050	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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 <div></div>						
<b>Decrease during the year</b>	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

INE216P01012

(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		
Date of registration of transfer (Date Month Year)		
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.)

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	23,339	990 Debentures having fa	14,074,770,940
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			14,074,770,940

**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	15,808,461,542	1,500,000,000	3,233,690,602	14,074,770,940
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**

20,202,964,332.43

**(ii) Net worth of the Company**

37,733,151,952

**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	0	0	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)	20,949,112	26.47	0	
10.	Others	0	0	0	
	<b>Total</b>	20,949,112	26.47	0	0

**Total number of shareholders (promoters)**

3

**(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	10,022,827	12.66	0	
	(ii) Non-resident Indian (NRI)	505,920	0.64	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	1,020,755	1.29	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	27,533,528	34.79	0	
7.	Mutual funds	16,718,641	21.13	0	



8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	937,973	1.19	0	
10.	Others AIF, TRUST, NBFCs, LLP, HUI	1,450,949	1.83	0	
	<b>Total</b>	58,190,593	73.53	0	0

**Total number of shareholders (other than promoters)**

151,677

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

151,680

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

172

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
238 PLAN ASSOCIATES	CITIBANK N.A. CUSTODY SERVICES			19,821	0.02
ASHMORE SICAV INDI	HSBC SECURITIES SERVICES 11TH F			5,774	0
C WORLDWIDE INDIA	HSBC SECURITIES SERVICES 11TH F			26,323	0.03
EMERGING MARKETS F	CITIBANK N.A. CUSTODY SERVICES			11,659	0.01
FIDELITY SALEM STREI	CITIBANK N.A. CUSTODY SERVICES			22,739	0.02
FIRST SENTIER INVEST	HSBC SECURITIES SERVICES 11TH F			12,601	0.01
FLEXSHARES MORNIN	JP Morgan Chase Bank N.A, INDIA			2,058	0
INVESTERINGSFORENI	HSBC SECURITIES SERVICES 11TH F			33,709	0.04
KAPITALFORENINGEN	JP Morgan Chase Bank N.A, India S			22,572	0.02
LEGAL AND GENERAL	CITIBANK N.A. CUSTODY SERVICES			875	0
NORTHERN TRUST CO	CITIBANK N.A. CUSTODY SERVICES			1,581	0
PUB EQUITIES EMERGI	JP Morgan Chase Bank N.A, INDIA			8,072	0.01
ABU DHABI INVESTME	JP Morgan Chase Bank N.A, INDIA			714,818	0.9
BOFA SECURITIES EUR	CITIBANK N.A. CUSTODY SERVICES			7,665	0
EMERGING MARKETS C	DEUTSCHE BANK AG, DB HOUSE H			4,246	0
GOLDMAN SACHS INV	STANDARD CHARTERED BANK Sec			4,878	0
ISHARES CORE MSCI E	CITIBANK N.A. CUSTODY SERVICES			87,835	0.11

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ISHARES CORE MSCI T +	CITIBANK N.A. CUSTODY SERVICES +			100,916	0.12
MERCER QIF FUND PL +	CITIBANK N.A. CUSTODY SERVICES +			6,237	0
NORTHERN TRUST CO +	CITIBANK N.A. CUSTODY SERVICES +			2,143	0
SEI TRUST COMPANY, +	HSBC SECURITIES SERVICES 11TH F +			71,295	0.09
STATE STREET MSCI EM +	HSBC SECURITIES SERVICES 11TH F +			11,203	0.01
STEWART INVESTORS +	CITIBANK N.A. CUSTODY SERVICES +			66,442	0.08
TT ASIA-PACIFIC EQUI +	CITIBANK N.A. CUSTODY SERVICES +			126,748	0.16
AL MEHWAR COMMEF +	HSBC SECURITIES SERVICES 11TH F +			114,682	0.14

**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	3	3
Members (other than promoters)	60,385	151,677
Debenture holders	6	6

**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
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
<b>C. Nominee Directors representing</b>	0	5	0	5	0	0.68
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	5	0	5	0	0.68

(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	8	1	8	0	0.68



Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

**(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)
Sandeep Tandon	00054553	Director	0	
Kalpna Iyer	01874130	Director	7,608	
Soumya Rajan	03579199	Director	0	
Sachinderpalsingh Jitei 	08697657	Managing Director	0	
Ramchandra Kasargod 	01715073	Nominee director	113,440	
Vivek Vig	01117418	Nominee director	429,257	
Nishant Sharma	03117012	Nominee director	0	
Manas Tandon	05254602	Nominee director	0	
Kartikeya Dhruv Kaji	07641723	Nominee director	0	21/05/2024
Sachinderpalsingh Jitei 	ACVPB7041B	CEO	0	
Ghanshyam Rawat	ACDPR6745A	CFO	655,336	
Sharad Pathak	BAOPP5646N	Company Secretar	7,716	

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

2

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)
Sushil Kumar Agarw 	03154532	Managing Director	03/05/2023	Cessation
Sachinderpalsingh J 	08697657	Managing Director	03/05/2023	Appointment

**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	19/07/2023	100,930	67	36.67

**B. BOARD MEETINGS**

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	03/05/2023	9	9	100
2	03/08/2023	9	9	100
3	28/09/2023	9	9	100
4	26/10/2023	9	8	88.89
5	01/02/2024	9	9	100

**C. COMMITTEE MEETINGS**

Number of meetings held

75

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	03/05/2023	4	4	100
2	Audit Committee	03/08/2023	4	4	100
3	Audit Committee	28/09/2023	4	4	100
4	Audit Committee	26/10/2023	4	4	100
5	Audit Committee	01/02/2024	4	4	100
6	Nomination and Remuneration Committee	03/05/2023	3	3	100
7	Nomination and Remuneration Committee	02/08/2023	3	3	100
8	Nomination and Remuneration Committee	28/09/2023	3	3	100

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
9	Nomination and	01/02/2024	3	3	100
10	Stakeholder R	03/05/2023	4	3	75

#### 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	Sandeep Tanc	5	5	100	15	15	100	
2	Kalpana Iyer	5	5	100	8	8	100	
3	Soumya Rajar	5	5	100	13	13	100	
4	Sachinderpals	4	4	100	57	52	91.23	
5	Ramchandra h	5	5	100	9	9	100	
6	Vivek Vig	5	4	80	12	8	66.67	
7	Nishant Sharm	5	5	100	53	48	90.57	
8	Manas Tandon	5	5	100	48	42	87.5	
9	Kartikeya Dhru	5	5	100	7	6	85.71	

#### 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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sachinderpalsingh	Managing Director	27,107,858	0	0	0	27,107,858
2	Sushil Kumar Agarw	Managing Director	29,250,882	0	0	0	29,250,882
	Total		56,358,740	0	0	0	56,358,740

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	Ghanshyam Rawat	CFP	27,035,726	0	0	0	27,035,726
2	Sharad Pathak	Company Secre +	4,444,016	0	0	0	4,444,016
	Total		31,479,742	0	0	0	31,479,742

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sandeep Tandon	Independent Dir +	2,400,000	0	0	0	2,400,000
2	Kalpana Iyer	Independent Dir +	2,400,000	0	0	0	2,400,000
3	Soumya Rajan	Independent Dir +	2,400,000	0	0	0	2,400,000
4	RamChandra Kasar +	Non-Executive M +	2,400,000	0	25,206,660	0	27,606,660
5	Vivek Vig	Non-Executive M +	2,400,000	0	0	0	2,400,000
	Total		12,000,000	0	25,206,660	0	37,206,660

#### 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

(In case of 'No', submit the details separately through the method specified in instruction kit)

**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

Shashikant Tiwari

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

13050

**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

DIN of the director

08697657

**To be digitally signed by**

☒ Company Secretary

☐ Company secretary in practice

Membership number

9587

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**

Details of FII.pdf  
Committee Meetings.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**



**Form No. MGT-8**

*[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of  
Companies (Management and Administration) Rules, 2014]*

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and papers of M/s Aavas Financiers Limited ("**the Company**") as required to be maintained under the Companies Act, 2013 ("**the Act**") and the rules made thereunder for the financial year ended on March 31, 2024. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, 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 therefore;
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;

During the financial year ended on March 31, 2024, the Company was not required to file any forms and returns with the Regional Director, Central Government, the Tribunal or Court or other authorities.

4. calling/ convening/ holding meetings of Board of Directors or its Committees 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 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.

During the financial year ended on March 31, 2024, the company was not required to close the Register of Member or any other Security holders.

6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

During the financial year ended on March 31, 2024, the company has not made any 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;

During the financial year ended on March 31, 2024, the Company has entered into transactions with related parties pursuant to Section 2(76) read with Section 188 of the Companies Act, 2013, in the ordinary course of business and at arm's length basis, therefore, the provisions of section 188 of the Act were not attracted.

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;

During the financial year ended on March 31, 2024, the Company has not made any

- Transfer or Transmission or Buy back of securities;
- Redemption of preference shares;
- Reduction of share capital;
- Conversion of share /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.

During the financial year ended on March 31, 2024, the company was not required to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provision 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;

During the financial year ended on March 31, 2024, the Company has not declared/paid dividend. Further company was not required to make any 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;

During the financial year ended on March 31, 2024, there was no retirement, filing up of casual vacancies of the Directors.

Further, during the financial year ended on March 31, 2024, there was no re-appointments, retirement, filling up casual vacancies of Key Managerial Personnel.

13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

During the financial year ended on March 31, 2024, the Company has not made any appointment / re-appointment / filing 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;

During the financial year ended on March 31, 2024, the Company was not required to take any approvals 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;

During the financial year ended on March 31, 2024, the company has not made any acceptance and was not required to make any 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;

During the financial year ended on March 31, 2024, the company has not made any borrowings from its director and members.

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 ;

During the financial year ended on March 31, 2024, the provisions of Section 186 of the Act are not applicable to the Company to the extent of making loan or giving guarantee or providing security. Further, during the financial year ended on March 31, 2024 the Company had not made any investments.

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

During the financial year ended on March 31, 2024, the Company has not made any alteration of the Memorandum of Association of the Company.

**For Chandrasekaran Associates  
Company Secretaries**

**FRN: P1988DE002500**

**Peer Review Certificate No.: 5715/2024**

**Sd/-**

**Shashikant Tiwari**

**Partner**

**Membership No. F11919**

**Certificate of Practice No.: 13050**