

# 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)

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

U24100DL2010PTC202156

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAFCP5296B

(ii) (a) Name of the company

PAYAL POLYPLAST PRIVATE LI

(b) Registered office address

E-24, 1ST FLOOR NETAJI SUBHASH MARG, DARYA GANJ NA  
NEW DELHI  
Delhi  
110002  
India

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

IN\*\*\*\*\*UP.COM

(d) \* Telephone number with STD code

01\*\*\*\*\*00

(e) Website

(iii) Date of Incorporation

29/04/2010

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

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	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

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

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

**Pre-fill All**

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PAYAL PLASTICHEM PRIVATE L	U24299DL2021PTC391060	Subsidiary	100
2	PAYAL PLASTICIZERS PRIVATE	U20229DL2023PTC422795	Subsidiary	100

## 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	9,010,000	4,260,324	4,260,324	4,260,324
Total amount of equity shares (in Rupees)	90,100,000	42,603,240	42,603,240	42,603,240

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares of Rs. 10/- each				

Number of equity shares	9,010,000	4,260,324	4,260,324	4,260,324
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	90,100,000	42,603,240	42,603,240	42,603,240

**(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
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	5,010,324	0	5010324	50,103,240	50,103,240	
<b>Increase during the year</b>	0	5,010,324	5010324	50,103,240	50,103,240	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	5,010,324	5010324	50,103,240	50,103,240	0
Share dematerialised during the year						
<b>Decrease during the year</b>	5,010,324	750,000	5760324	57,603,240	57,603,240	0
i. Buy-back of shares	0	750,000	750000	7,500,000	7,500,000	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	5,010,324	0	5010324	50,103,240	50,103,240	0
Share dematerialised during the year						
<b>At the end of the year</b>	0	4,260,324	4260324	42,603,240	42,603,240	0
<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						
<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						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

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

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		31/07/2023	
Date of registration of transfer (Date Month Year)		01/12/2023	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1,337,600	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		1301240006357675	
Transferor's Name	Gupta	Prashad	Rajender
	Surname	middle name	first name
Ledger Folio of Transferee		1301240006355298	

Transferee's Name	<input type="text" value="Gupta"/>	<input type="text" value="Chandra"/>	<input type="text" value="Nikhil"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee

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
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			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**

16,645,582,219

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

3,751,333,710

**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	4,260,324	100	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)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	4,260,324	100	0	0

**Total number of shareholders (promoters)**

2

**(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	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)	0	0	0	
10.	Others	0	0	0	



	<b>Total</b>	0	0	0	0
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**Total number of shareholders (other than promoters)**

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

**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	2	2
Members (other than promoters)	0	0
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
<b>A. Promoter</b>	1	0	1	0	63.35	0
<b>B. Non-Promoter</b>	1	0	1	0	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	2	0	2	0	63.35	0

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

**(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)
NIKHIL CHANDRA GU	02062242	Managing Director	2,698,849	
SURENDRA SINGH N	08527250	Whole-time director	0	

**(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	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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	31/07/2023	2	2	100
EGM	23/02/2024	2	2	100
EGM	15/03/2024	2	2	100

**B. BOARD MEETINGS**

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01/06/2023	2	2	100
2	29/06/2023	2	2	100
3	24/08/2023	2	2	100
4	23/11/2023	2	2	100
5	30/12/2023	2	2	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
6	23/02/2024	2	2	100
7	15/03/2024	2	2	100

### C. COMMITTEE MEETINGS

Number of meetings held

5

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	CSR Committee	01/06/2023	2	2	100
2	CSR Committee	29/06/2023	2	2	100
3	CSR Committee	24/08/2023	2	2	100
4	CSR Committee	23/11/2023	2	2	100
5	CSR Committee	23/02/2024	2	2	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	
1	NIKHIL CHAN	7	7	100	5	5	100	Yes
2	SURENDRA S	7	7	100	5	5	100	No

### 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	NIKHIL CHANDRA	Managing Director	36,000,000	0	0	15,000,000	51,000,000
2	SURENDRA SINGH	Wholetime Director	3,015,196	0	0		3,015,196
	Total		39,015,196	0	0	15,000,000	54,015,196

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

0

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

Number of other directors whose remuneration details to be entered

0

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

#### 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

DEEPAK GUPTA

Whether associate or fellow

Associate  Fellow

Certificate of practice number

4629

**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.  
 (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 the 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 a 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.

**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:

- 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.
- 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

NIKHIL  
CHANDRA  
GUPTA  
Digitally signed by  
NIKHIL CHANDRA  
GUPTA  
Date: 2024.11.06  
15:27:59 +05'30'

DIN of the director

0\*0\*2\*4\*

**To be digitally signed by**

RISHI  
DEV  
Digitally signed by  
RISHI DEV  
Date: 2024.11.07  
11:04:51 +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 Attachment(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

List of Shareholders.pdf
MGT-8_Payal Polyplast.pdf
Designated Person - Beneficial Interest in s

**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**



# Payal Polyplast Pvt. Ltd.

(Formerly known as Payal Petrochem Pvt. Ltd.  
(CIN : U24100DL2010PTC202156)

Registered Office - E-24, First Floor, Netaji Subhash Marg, Darya Ganj, New Delhi-110002

Daman - Plot No.87,88, 102 & 103 Panchal Udhog Nagar, Bhimpore, Daman-396210

Dahej Unit -Plot No. D-II/CH-2, GIDC, Industrial Estate, Dahej, Gujarat - 392130

E-mail - info@payalgroup.com, Website - www.payalgroup.com Phone : 91-11-47112100, Telefax : 91-11-47112135



DNV-GL

ISO 9001-2015, ISO 14001-2015  
OHSAS18001-2007  
CERTIFIED COMPANY

**CERTIFIED TRUE COPY OF RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF PAYAL POLYPLAST PRIVATE LIMITED HELD ON SATURDAY, 30<sup>TH</sup> DAY OF DECEMBER, 2023 AT 01:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT E-24, 1ST FLOOR, NETAJI SUBHASH MARG, DARYA GANJ NEW DELHI-110002.**

Authorisation regarding beneficial interest in shares of the company

The Chairman apprised the Board that pursuant to Rule 9(4) of Companies (Management and Administration) Rules, 2014, Company needs to designate a person for furnishing, and extending co-operation for providing, information to the Registrar or any other authorised officer with respect to beneficial interest in shares of the company.

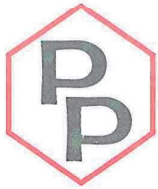
The Board discussed the matter and resolved as under:

**"RESOLVED THAT** pursuant to provision of Rule 9(4) of Companies (Management and Administration) Rules, 2014, Mr. Nikhil Chandra Gupta, Chairman and Managing Director of the Company be and is hereby designated to be responsible for furnishing, and extending co-operation for providing, information to the Registrar or any other authorised officer with respect to beneficial interest in shares of the company."

**Certified True Copy**  
**For Payal Polyplast Private Limited**

**Surendra Singh Negi**  
Whole Time Director  
DIN: 08527250  
Address: A2, Anukul Park,  
Janvar Niwadi, Dunetha,  
Nani Daman, Daman & Diu -396210

Date: 30<sup>th</sup> December, 2023  
Place: New Delhi



# Payal Polyplast Pvt. Ltd.

(Formerly known as Payal Petrochem Pvt. Ltd.)

(STAR EXPORT HOUSE)

(CIN : U24100DL2010PTC202156)

Corporate Office : Plot No.19A, 8th & 9th Floor, Film City, Sector 16A, Noida, Uttar Pradesh-201301

Registered Office : E-24, First Floor, Netaji Subhash Marg, Darya Ganj, New Delhi-110002

Daman Unit : Plot No. 87, 88, 102 & 103, Panchal Udhyog Nagar, Bhimpore, Daman-396210

Dahej Unit : Plot No. D-II/CH-2, GIDC, Industrial Estate Dahej, Gujrat - 392130

E-mail : info@payalgroup.com, Website : www.payalgroup.com, Phone : 91-120-4666500



DNV-GL

ISO 9001-2015, ISO 14001-2015

ISO 45001-2018

Certified Company

## Payal Polyplast Private Limited

### List of Shareholders as on March 31, 2024

S. No	Name of Shareholder	Address	No. of equity shares (Demat)	Face value (In ₹)	Amount (In ₹)	Percentage
1	Rajender Prashad Gupta S/o Bajrang Lal Gupta	6/A Shankaracharya Marg, Civil Lines, New Delhi-110054	15,61,475	10	1,56,14,750	36.65
2	Nikhil Chandra Gupta S/o Rajender Prashad Gupta	6/A Shankaracharya Marg, Civil Lines, New Delhi-110054	26,98,849	10	2,69,88,490	63.35
	<b>Total</b>		<b>42,60,324</b>		<b>4,26,03,240</b>	<b>100</b>

For PAYAL POLYPLAST PRIVATE LIMITED

Nikhil Chandra Gupta  
Chairman and Managing Director  
DIN: 02062242

Date: 10<sup>th</sup> April, 2024

Place: Noida





**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]***

We have examined the registers, records and books and papers of **Payal Polyplast Private 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 31<sup>st</sup> March, 2024. This Certificate is based on our verification of the Company's books, papers, minute books, statutory registers, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of such examination.

This Certificate is to be read along with the noting as mentioned here – in – under:

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on such examination.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records, we believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of the financial records and books of accounts of the Company.
4. Wherever required, we have obtained the management representation about the Compliances of the laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of the Companies Act 2013, and the rules and regulations, made thereunder is the responsibility of the Management; our examination was limited to the verification of the procedures on test basis.

Based on above, 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:
  1. The Company has complied with provisions of the Act & Rules made there under in respect of its status under the Act i.e. the Company is Limited Company having Share Capital.
  2. The Company has complied with provisions of the Act & Rules made there under in respect of maintenance of registers/ records as required to be maintained under the provisions of Companies Act, 2013 read with rules made thereunder and all entries therein have been duly recorded within the time prescribed.







3. The Company has generally filed the forms and returns within prescribed time with the Registrar of Companies, Regional Director, Central Government, Tribunal, Court, or other authorities under the Act and the rules made there under.
4. The Company has complied with provisions of the Act & Rules made there under in respect of calling/ convening / holding meetings of the Board of Directors, committee and the meeting of members of the Company on due dates as stated in the annual return in respect of which, proper notices were given and the proceedings were properly recorded in the Minutes Book. The Company has not passed any resolution by circulation.
5. The Company has not closed its Registers of members/security holders.
6. The Company has not advanced any loans or given any guarantees or securities to its directors and/or persons or firms or companies referred in Section 185 of the Act.
7. The Company has complied with the provisions of Section 188 of the Act in respect of the related party transactions made under the said provisions during the financial year.
8. The Company has complied with the provisions of the Act regarding transfer of 13,37,600 equity shares by way of Gift from Mr. Rajender Prashad Gupta to his son Mr. Nikhil Chandra Gupta.

Further, the Company has complied the provisions of the Act in respect of buy-back of 7,50,000 (Seven Lacs and Fifty Thousand) fully paid-up equity shares of face value ₹ 10/- each, at a price of ₹ 1000/- (Rupees One Thousand only) per equity share, for an aggregate consideration amount not exceeding ₹ 750 Million (Rupees Seven Hundred Fifty Million Only).

Apart from this, there was no instance of Issue or allotment or transmission of shares, redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates.

9. There was no instance of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
10. The Company has not declared any dividend during the year under review, similarly there was no amount of unpaid/ unclaimed dividend/other amounts as required to be transferred to the Investor Education and Protection Fund.
11. The Company has complied with provisions of the Act & Rules made there under in respect of signing of audited financial statements and report of directors under the applicable provisions of the Companies Act, 2013 read with the rules and regulations made thereunder.
12. The Company has complied with provisions of the Act & Rules made there under in respect of constitution/appointment/retirements/re-appointments/ disclosures of the Directors and the remuneration paid to them.







13. The Company has complied with the applicable provisions of the Companies Act, 2013 read with the rules and regulations made there under in relation to the appointment of auditors.
14. The Company was not required to obtain any approval from the Central Government, Regional Director, Registrar, Court or such other authorities under the provisions of the Companies Act, 2013 read with the rules and regulations made there under.
15. There was no instance of Acceptance/ renewal/ repayment of deposits.
16. The Company has complied with the provisions of the Companies Act, 2013 and rules and regulations made thereunder in respect of borrowings made by the Company during the financial year ended March 31<sup>st</sup> 2024 and the creation/modification/ satisfaction of charges in that respect, wherever applicable were filed by the Company.
17. The Company has made Investments or given loans or guarantees or provided any securities within the limits under the provisions of Section 186 of the Act.
18. The Company has complied with the provisions of the Companies Act, 2013 in respect of the alteration of the Memorandum of Association and Articles of Association of the Company.

For DR Associates  
Company Secretaries  
Firm Registration No.: P2007DE003300

Deepak Gupta  
Partner  
CP No. 4629

UDIN: F005339F001442599



Dated: October 4, 2024  
Place: Noida