#### FORM NO. MGT-7

Refer the instruction kit for filing the form.

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

Date of Incorporation

(e) Website

(iii)

(d) \*Telephone number with STD code

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Form language

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# **Annual Return**

(other than OPCs and Small Companies)

I. REGISTRATION AND OTHER DETAILS	
(i) * Corporate Identification Number (CIN) of the company	U74999DL2018PLC335245
Global Location Number (GLN) of the company	
* Permanent Account Number (PAN) of the company	AAGCD7348M
(ii) (a) Name of the company	DIPHDA INTERNET SERVICES LI
(b) Registered office address	
GF-12-A GF Meghdoot BLDG,94 Nehru Place NEW DELHI South Delhi Delhi	

(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) Wh	ether company is having share ca	pital • Yes (	) No

Yes

diphda@infoedge.com

No

+911204841100

13/06/2018

(b) CIN of the Registrar and Transfer Agent	Pre-fill
Name of the Registrar and Transfer Agent	

L Regi	istered office	address of the	Registrar and Tra	nsfer Ager	ıts				
(vii) *Fina	ncial year Fro	om date 01/04/	2022	(DD/MM/Y	YYY) T	Γο date 31/0	3/2023	(DD/M	M/YYYY)
(viii) *Whe	ether Annual	general meetin	g (AGM) held	(	<ul><li>Yes</li></ul>	○ No			
(a) If	yes, date of	AGM	23/08/2023						
(b) D	ue date of A0	GM [	30/09/2023						
(c) W	/hether any e	xtension for AG	SM granted		O ,	Yes	No		
II. PRIN	CIPAL BU	SINESS ACT	TIVITIES OF TH	HE COM	PANY				
*Nı	umber of bus	iness activities	1						
S.No	Main Activity group code	Description of	Main Activity grou	Busines Activity Code	s Des	scription of Bus	siness Activ	ity	% of turnove of the company
1	J	Information a	nd communication	J7	[	Data processino activitie	g, hosting ar es; web porta		0
		OF HOLDIN	G, SUBSIDIAF RES)	RY AND	ASSO	CIATE CON	IPANIES		
•			ation is to be give	en 1		Pre-fill All			
	1		C	<u> </u>					
S.No	Name of t	he company	CIN / FCF	RN	Holdin	g/ Subsidiary/ <i>i</i> Joint Ventur		% of sh	ares held
1	Info Edge (l	India) Limited	L74899DL1995Pl	_C068021		Holding		1	100
IV. SHAF	RE CAPITA	AL, DEBENT	URES AND O	THER SE	CURIT	TIES OF TH	E COMP	ANY	
(i) *SHAR	RE CAPITA	L							
(a) Equity	/ share capita	al							
	Particula	rs	Authorised capital	lssu cap		Subscribe capital	ed Paid	d up capital	
Total nun	nber of equity	shares	50,000	50,000		50,000	50,0	00	
Total amo	ount of equity	shares (in	500,000	500,000		500,000	500,	000	

Number of classes

	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	50,000	50,000	50,000	50,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	500,000	500,000	500,000	500,000

#### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	35,000,000	34,813,175	34,813,175	34,813,175
Total amount of preference shares (in rupees)	3,500,000,000	3,481,317,500	3,481,317,500	3,481,317,500

Number of classes	1
-------------------	---

Class of shares 0.0001% COMPULSORILY CONVERTIBLE PREFE	Authorised	Capital	Subscribed capital	Paid up capital
Number of preference shares	35,000,000	34,813,175	34,813,175	34,813,175
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	3,500,000,000	3,481,317,500	3,481,317,500	3,481,317,500

#### (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Nı	ımber of sh	ares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	6	49,994	50000	500,000	500,000	
Increase during the year	0	0	0	0	0	0
i. Pubic 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

No.   No.							
Vii. Conversion of Preference share         0	v. ESOPs	0	0	0	0	0	0
Viii. Conversion of Debentures   0	vi. Sweat equity shares allotted	0	0	0	0	0	0
Na	vii. Conversion of Preference share	0	0	0	0	0	0
X. Others, specify   NA	viii. Conversion of Debentures	0	0	0	0	0	0
NA   Decrease during the year   0	ix. GDRs/ADRs	0	0	0	0	0	0
NA	x. Others, specify				0	0	
Buy-back of shares							
ii. Shares forfeited  0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Decrease during the year	0	0	0	0	0	0
O	i. Buy-back of shares	0	0	0	0	0	0
V. Others, specify	ii. Shares forfeited	0	0	0	0	0	0
NA	iii. Reduction of share capital	0	0	0	0	0	0
At the end of the year 6 49,994 50000 500,000 500,000	-				0	0	
Preference shares							
At the beginning of the year  0 34,813,175 34813175 3,481,317,5 3,481,317,  Increase during the year  0 0 0 0 0 0 0 0  i. Issues of shares  0 0 0 0 0 0 0 0  ii. Re-issue of forfeited shares  0 0 0 0 0 0 0 0  iii. Others, specify  NA  Decrease during the year  0 0 0 0 0 0 0 0  i. Redemption of shares  0 0 0 0 0 0 0 0  ii. Redemption of shares  0 0 0 0 0 0 0 0  iii. Shares forfeited  0 0 0 0 0 0 0 0  iii. Reduction of share capital  0 0 0 0 0 0 0 0  iv. Others, specify  NA	At the end of the year	6	49,994	50000	500,000	500,000	
NA   Na   Na   Na   Na   Na   Na   Na	Preference shares						
i. Issues of shares  0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	At the beginning of the year	0	34,813,175	34813175	3,481,317,5	3,481,317,	;
O	Increase during the year	0	0	0	0	0	0
O	i. Issues of shares	0	0	0	0	0	0
NA         0         0         0           Decrease during the year         0         0         0         0         0           i. Redemption of shares         0         0         0         0         0         0           ii. Shares forfeited         0         0         0         0         0         0           iii. Reduction of share capital         0         0         0         0         0         0           iv. Others, specify         0         0         0         0         0         0         0	ii. Re-issue of forfeited shares	0	0	0	0	0	0
NA	iii. Others, specify						
i. Redemption of shares  0 0 0 0 0 0 0  iii. Shares forfeited  0 0 0 0 0 0 0  iii. Reduction of share capital  0 0 0 0 0 0 0  iv. Others, specify  NA	NA				0	0	
ii. Shares forfeited  0 0 0 0 0 0 0  iii. Reduction of share capital  0 0 0 0 0 0 0  iv. Others, specify  NA	Decrease during the year	0	0	0	0	0	0
iii. Reduction of share capital  0 0 0 0 0 0  iv. Others, specify  NA	i. Redemption of shares	0	0	0	0	0	0
iv. Others, specify  NA  O  O  O  O  O  O  O  O  O  O  O  O  O	ii. Shares forfeited	0	0	0	0	0	0
NA 0 0	iii. Reduction of share capital	0	0	0	0	0	0
NA NA	iv. Others, specify				0	0	
At the end of the year         0         34,813,175         34813175         3,481,317,5         3,481,317,5	NA						
	At the end of the year	0	34,813,175	34813175	3,481,317,5	3,481,317,	

ISIN of the equity shares of the company

(ii) Details of stock spl	it/consolidation during th	ne year (fo	or each class o	f shares)		C	)		
Class o	f shares		(i)		(ii)			(iii)	
Before split /	Number of shares								
Consolidation	Face value per share								
After split /	Number of shares								
Consolidation	Face value per share								
of the first return a	es/Debentures Trans It any time since the Vided in a CD/Digital Med	incorpo						ar (or in the	case
Separate sheet at	tached for details of trans	fers	$\circ$	Yes	$\circ$	No			
Note: In case list of tran Media may be shown.	sfer exceeds 10, option fo	or submiss	sion as a separa	te sheet a	attach	ment or	submi	ssion in a CD/D	igital
Date of the previous	s annual general meetir	ng							
Date of registration	of transfer (Date Month	Year)							
Type of transf	er	1 - Equ	uity, 2- Prefere	ence Sha	res,3	- Debei	ntures	s, 4 - Stock	
Number of Shares/ Units Transferred	Debentures/			per Sha ure/Unit (		.)			
Ledger Folio of Tra	nsferor								
Transferor's Name									
	Surname		middle	name			fi	rst name	
Ledger Folio of Tra	nsferee								

Transferee's Name					
Surname			middle name	first name	
Date of registration o	f transfer (Dat	e Month Year)			
Type of transfer 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock					Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred			Amount per Share/ Debenture/Unit (in Rs.)		
Ledger Folio of Trans	sferor				
Transferor's Name					
	Surna	me	middle name		first name
Ledger Folio of Transferee					
Transferee's Name					
	Surna	me		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
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	_	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(1)	(0.1101 111111 011111 00 11	<u> </u>			
Type of Securities	Number of	Nominal Value of	Total Nominal	Paid up Value of	Total Paid up Value
Securities	Securities	each Unit	Value	each Unit	
Total				一	

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

(i) Turnover

)		

0

# (ii) Net worth of the Company VI. (a) \*SHARE HOLDING PATTERN - Promoters

Category	Equ	ity	Preference	
	Number of shares	Percentage	Number of shares	Percentage
Individual/Hindu Undivided Family				
(i) Indian	0	0	0	0
(ii) Non-resident Indian (NRI)	0	0	0	0
(iii) Foreign national (other than NRI)	0	0	0	0
Government				
(i) Central Government	0	0	0	0
(ii) State Government	0	0	0	0
(iii) Government companies	0	0	0	0
Insurance companies	0	0	0	0
Banks	0	0	0	0
Financial institutions	0	0	0	0
	Individual/Hindu Undivided Family  (i) Indian  (ii) Non-resident Indian (NRI)  (iii) Foreign national (other than NRI)  Government  (i) Central Government  (ii) State Government  (iii) Government companies  Insurance companies  Banks	Individual/Hindu Undivided Family  (i) Indian  (ii) Non-resident Indian (NRI)  (iii) Foreign national (other than NRI)  Government  (i) Central Government  0  (ii) State Government  0  (iii) Government companies  0  Insurance companies  0  Financial institutions	Number of shares   Percentage	Number of shares   Percentage   Number of shares

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	49,994	99.99	34,813,175	100
10.	Others 6 shares were held by 6 individua	6	0.01	0	0
	Total	50,000	100	34,813,175	100

**Total number of shareholders (promoters)** 

7			
l'			

### (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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0

	Total	0	0	0	0	
Total number of shareholders (other than promoters)						
	ber of shareholders (Promoters+Publi n promoters)	<b>c</b> / 7				

# VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	7	7
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		lirectors at the g of the year		ectors at the end e year	Percentage of shares held by directors as at the end of year		
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive	
A. Promoter	0	2	0	2	0	0	
B. Non-Promoter	0	1	0	1	0	0	
(i) Non-Independent	0	1	0	1	0	0	
(ii) Independent	0	0	0	0	0	0	
C. Nominee Directors representing	0	0	0	0	0	0	
(i) Banks & FIs	0	0	0	0	0	0	
(ii) Investing institutions	0	0	0	0	0	0	
(iii) Government	0	0	0	0	0	0	
(iv) Small share holders	0	0	0	0	0	0	
(v) Others	0	0	0	0	0	0	
Total	0	3	0	3	0	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)
CHINTAN ARVIND THA	00678173	Director	1	
RAJESH KUMAR AGG/	02397913	Director	1	
SHARMEEN KHALID	07228396	Director	0	
RABAB ZAIDI	ABIPZ4866E	Company Secretar	0	
Dinesh Pahuja	AVAPP1217H	CEO	0	
Kailash Singh Negi	ADWPN5810A	CFO	0	

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

Name	beginning / during	ICHANGE IN ABSIGNATION/	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			mnce % of total shareholding
Annual General Meeting	24/08/2022	7	7	100

#### **B. BOARD MEETINGS**

\*Number of meetings held 4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting			
		_	Number of directors attended	% of attendance	
1	24/05/2022	3	3	100	
2	09/08/2022	3	3	100	
3	07/11/2022	3	3	100	

0

O. 14	o. Date	of meetin	ng	associate		f directors n the date		Attendance			
					meen	ng .	Num atten	ber of directors ded	% of a	ttendance	
4		/02/2023			3			3		100	
. COMI	MITTEE MEET	INGS									
umber c	of meetings held										
S.		pe of eeting			1	Number mbers as			Attendar	nce	
		Journa	Date o	f meeting		date of	Numb attend	er of members ded		% of attenda	nce
	1										
*ATTI	ENDANCE OF	DIRECT	ORS								
				Board Me	eetings			C	ommittee Meet	ngs	Whether attended AGN
S. No.	Name of the director	Number of Meetings	which	Number of		% of		Number of Meetings which director was	Number of Meetings	% of	held on
		entitled to		attended		attendanc	е	entitled to attend	attended	attendance	23/08/2023
											(Y/N/NA)
1	CHINTAN AR	4		4		100	l	0	0	0	Yes
2	RAJESH KUM	4		4		100	l	0	0	0	Yes
3	SHARMEEN P	4		4		100	l	0	0	0	Yes
	Nil							e remuneration d		ered	
S. No.	Name		Desig	nation	Gros	ss Salary	C		Stock Option/ Sweat equity	Others	Total Amount
	1										0
1											
1	Total										
	Total of CEO, CFO and	d Compan	y secre	etary who	se rem	uneration o	details	to be entered			
		d Compan	ny secre Design			uneration o		ommission	Stock Option/ Sweat equity	Others	Total Amount
umber o	of CEO, CFO and	d Compan						ommission		Others	Total

S. No.	Nas	ne Do	eignotion	Gross Salani	Commission	Stock Optio	n/	Others	 Total
). INO.	Nan	ie De	signation	Gross Salary	Commission	Sweat equi		Omers	Amoun
1									0
Т	otal								
MATTER	RS RELAT	ED TO CERTIFIC	CATION OF	COMPLIANCES	S AND DISCLOSU	IRES			
<b>W</b> heth	her the con	npany has made	compliance	s and disclosure	s in respect of app	licable Yes		No	
provis	sions of the	Companies Act	, 2013 during	the year		• Tes	O	No	
. If No,	give reaso	ons/observations							
								]	
PENAL	TY AND PI	JNISHMENT - D	ETAILS TH	EREOF					
DETAILS	S OF PENA	ALTIES / PUNISI	HMENT IMP	OSED ON COM	PANY/DIRECTOR	S /OFFICERS □	Nil		
							] 1411		
ame of th	ne	Name of the cou	ırt/ Date of		ne of the Act and tion under which	Details of penalt punishment		ls of appeal ling present	
mpany/ ficers	directors/	Authority		pen	alised / punished	punishinent	Includ	ing present	status
) DETAII	LS OF CO	MPOUNDING O	F OFFENCE	S Nil					
		Name of the co	ırt/						
ame of thompany/	ne directors/	concerned			ame of the Act and ction under which	Particulars of			pounding (in
ficers					ence committed	offence	Rup	pees)	
III. Whet	her comp	ete list of share	holders, de	benture holder	s has been enclo	sed as an attach	ment		
	<ul><li>Yes</li></ul>	s O No							
IV. COM	PLIANCE	OF SUB-SECTION	ON (2) OF S	ECTION 92, IN	CASE OF LISTED	COMPANIES			
					apital of Ten Crore			of Fifty Cro	re rupees or
ore, deta	alls of comp	oany secretary in	whole time	practice certifyin	ig the annual returi	n in Form MG1-8	•		
Name		N	MOHD NAZI	M KHAN					
Whethe	r associate	e or fellow	$\circ$	Associate (	Fellow				
		ctice number	Г						

#### 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. .. 7A dated 07/11/2022

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

#### To be digitally signed by

Modify

Director	CHINTAN ARVIND ARVIND THAKKAR THAKKAR 13:58:25 + 05:30'			
DIN of the director	00678173			
To be digitally signed by	RABAB Digitally signed by RABAB ZAIDI ZAIDI 14:29:26 +05'30'			
<ul><li>Company Secretary</li><li>Company secretary in practice</li></ul>				
Membership number 44111		Certificate of pra	ctice number	
Attachments				List of attachments
1. List of share holders, de	ebenture holders		Attach	DISL_LIST OF SHAREHOLDERS_2023.pt
2. Approval letter for exter	nsion of AGM;		Attach	Form MGT-8_DISL_2022-23_Final_Signed
3. Copy of MGT-8;			Attach	
4. Optional Attachement(s	s), if any		Attach	
				Remove attachment

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

Check Form

Prescrutiny

Submit

### DIPHDA INTERNET SERVICES LIMITED

Regd. Office: GF-12A, 94, Meghdoot Building, Nehru Place, New Delhi-110019

CIN: U74999DL2018PLC335245 Email: diphda@infoedge.com

#### LIST OF SHAREHOLDERS AS ON 31<sup>ST</sup> MARCH, 2023

#### A. Equity Shares

S.NO	Name	Address	No of equity shares held (Rs. 10/-each)
1.	Info Edge (India) Limited (IEIL)	GF-12A, 94, Meghdoot Building, Nehru Place, New Delhi-110019	49,994
2.	Sanjeev Bikhchandani (as a nominee of IEIL)	N-42, Ground Floor, Panchsheel Park Malviya Nagar, Delhi-110017	1
3.	Hitesh Oberoi (as a nominee of IEIL)	B-49 Sector-44, Gautam Buddha Nagar, Noida- 201301	1
4.	Chintan Thakkar (as a nominee of IEIL)	B-33, Cozihom, 251 Nargis Dutt Road, Pali Hill Bandra (W),Mumbai, Bandra West, Mumbai,400050	1
5.	Rajesh Kumar Aggarwal (as nominee of IEIL)	C-11/207 Sector-3 Rohini, Delhi- 110085	1
6.	Jaya Bhatia (as nominee of IEIL)	[ B-93, Double Storey Ramesh Nagar, New Delhi - 110015	1
7.	Amit Sharma (as a nominee of IEIL)	B 888, 3 <sup>rd</sup> Floor, Greenfield Colony, Sector 43, NHPC, Colony Faridabad, Faridabad, Haryana - 121010	1
	Total		50,000

#### **B. Preference Shares**

S.NO	Name	Address	No. of 0.0001% Compulsorily Convertible Preference Shares held (Rs. 100/-each)
1	Info Edge(India) Limited	GF-12A, 94, Meghdoot Building, Nehru Place, New Delhi-110019	34,813,175
	Total		34,813,175

For Diphda Internet Services Limited

Chintan Arvind Thakkar

Director

DIN: 00678173

Address: B-33, Cozihom, 251 Nargis Dutt Road,

Pali Hill Bandra (W), Mumbai, Bandra West, Mumbai, 400050

# MNK AND ASSOCIATES LLP

COMPANY SECRETARIES, LLPIN: AAM-9113

Regd office: 9A/9-10, Basement, East Patel Nagar, New Delhi – 110008 Tel: +91-11-45095230; Mobile: +91-9818156340; Email: nazim@mnkassociates.com

#### 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 **Diphda Internet Services Limited** ("the Company") having CIN: U74999DL2018PLC335245 as required to be maintained under the Companies Act,2013 ("the Act") and the rules made there under for the financial year ended on March 31, 2023. In our opinion and to the best of my information and according to the examination 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 there in 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 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, notices were given as confirmed by the Company and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been 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; **NOTAPPLICABLE**
  - 7. the Company has confirmed vide its letter dated 18.10.2023 that the Company has entered in to related party transactions as per the provisions of Section 188 of the Act in the ordinary course of business and at arm's length. However, the related party

# MNK AND ASSOCIATES LLP

COMPANY SECRETARIES, LLPIN: AAM-9113

Regd office: 9A/9-10, Basement, East Patel Nagar, New Delhi – 110008 Tel: +91-11-45095230; Mobile: +91-9818156340; Email: nazim@mnkassociates.com

transactions as per Ind AS 24 are disclosed in the notes to the Financial Statements;

- 8. issue or allotment or transfer or transmission or buyback 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, wherever applicable;
- 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; NOT APPLICABLE
- 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; NOT APPLICABLE
- 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/reappointments/retirement/filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and remuneration paid to them, wherever applicable;
- 13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act, wherever applicable;
- 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, whereverapplicable;
- 15. acceptance/renewal/repayment of deposits; NOT APPLICABLE
- borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable; NOT 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; **NOT APPLICABLE**
- 18. alteration in the provisions of the Memorandum and/ or Articles of Association of the Company; **NOT APPLICABLE**
- 19. The Company has confirmed vide its letter dated 18.10.2023 that the provisions of Section 90 of Companies Act, 2013 and Companies (Significant Beneficial Owners) Rules, 2018 is not applicable on the Company and therefore the Company is not

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required to file form BEN-2 during the period under review.

20. The company has confirmed vide its letter dated 18.10.2023 that the CSR provisions as per Section 135 of Companies Act 2013 and Companies (CSR) Rules 2014 are not applicable to them.

For MNK and Associates LLP

Company Secretaries FRN: L2018DE004900

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Mohd Nazim Khan (Designated Partner)

Practicing Company Secretary

FCS: 6529; CP: 8245

UDIN: F006529E001382310 Peer Review Cert. No: 671/2020

Date: 19.10.2023 Place: New Delhi