

FORM NO. MGT – 7 DRAFT

(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

ANNUAL RETURN (Other than OPCs and Small Companies)

I. REGISTRATION AND OTHER DETAILS:

- (i) Corporate Identification Number (CIN) of the Company
- Global Location Number (GLN) of the Company
- Permanent Account Number (PAN) of the Company
- (ii) (a) Name of the Company
- (b) Registered Office Address
- (c) e – mail ID of the Company
- (d) Telephone Number with STD Code
- (e) Website
- (iii) Date of incorporation
- (iv) Type of Company

Type of 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
- (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:

Sl No.	Main Activity group code	Description of Main Activity group	Business activity code	Description of business activity	% of turnover of the Company
1.	N	Support Services to Organizations	N6	Office administrative and other business activities including call centers, organising conventions, collection agencies, packaging activities etc.	100

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

No. of Companies for which information is to be given:

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	Authorized Share Capital	Issued Capital	Subscribed Capital	Paid up Capital
Total number of Equity Shares	850,000	850,000	850,000	850,000
Total amount of Equity Shares (in Rupees)	8,500,000	8,500,000	8,500,000	8,500,000

Number of classes: 1

Class of Shares: Equity Shares	Authorized Share Capital	Issued Capital	Subscribed Capital	Paid up Capital
Number of Equity shares	850,000	850,000	850,000	850,000
Nominal Value per share (in rupees)	10	10	10	10
Total Amount of equity shares (in rupees)	8,500,000	8,500,000	8,500,000	8,500,000

(b) Preference Share capital

Particulars	Authorized Share 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:	Authorized Share Capital	Issued Capital	Subscribed Capital	Paid up Capital
Number of preference shares				
Nominal Value per share (in rupees)				
Total Amount of Preference Share (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	No. of shares			Total Nominal Amount	Total Paid-up amount	Total Premium
	Physical	DEMAT	Total			
Equity Shares:-						
At the beginning of the year	850,000	0	850,000	8,500,000	8,500,000	
Increase during the year	0	0	0	0	0	
i. Public Issue	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	
iv. Private Placement / Preferential Allotment	0	0	0	0	00	
v. ESOPs	0	0	0	0	0	
vi. Sweat Equity shares allotted	0	0	0	0	0	
vii. Conversion of Preference shares	0	0	0	0	0	
viii. Conversion of Debentures	0	0	0	0	0	
ix. GDR / ADR	0	0	0	0	0	
x. Others, specify:						
Decrease during the year	0	0	0	0	0	
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	
v. Others, specify:						
At the end of the year	850,000	0	850,000	8,500,000	8,500,000	00
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	
i. Issue of shares	0	0	0	0	0	
ii. Re-issue of forfeited shares	0	0	0	0	0	
iii. Other, specify:						
Decrease during the year	0	0	0	0	0	
i. Redemption of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify:	0	0	0	0	0	
At the end of the year	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)

x

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:

Transferor's Name			
	Surname	Middle name	First name

Ledger folio of transferee:

Transferee's Name			
	Surname	Middle name	First name

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:

Transferor's Name			
	Surname	Middle name	First name

Ledger folio of transferee:

Transferee's Name			
	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
Total			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) (Rupees in Thousands)

- (i) Turnover: Rs. 133,733
- (ii) Net worth of the Company: Rs. 36,387

VI. (a) SHARE HOLDING PATTERN (Promoters)

SI No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/ Hindu Undivided Family				
	i) Indian	849,900	99.99	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				
	Total	849,900	99.99	0	0

Total Number of shareholders (promoters): 1

(b) SHARE HOLDING PATTERN – Public/ Other than promoters

Sl No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/ Hindu Undivided Family				
	i) Indian	100	0.01	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:				
	Total	100	0.01	0	0

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	1	1
Members (Other than Promoters)	1	1
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 the year	
	Executive	Non-Executive	Executive	Non-Executive	Executive	Non-Executive

A. Promoter	0	0	0	0	0	0
B. Non – Promoter	2	0	2	0	0	0
(i) Non-Independent	2	0	2	0	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors Representing	0	0	0	0	0	0
(i) Banks & FI's	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 Shareholders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	0	2	0	0	0

Number of Directors and Key Managerial personnel (who is not a Director) as on financial year end date: 3

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

Name	DIN/PAN	Designation	Number of shares held	Date of cessation (after closure of financial year: if any)
SIDDHARTH RAJMOHAN	06891193	Director		
RENGANAYAKI SRINIVASAN	08428386	Director		
SUJITH KRISHNAN NAIR	ACZPN2549N	CEO		

(ii) Particulars of change in Directors 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 MEETING:

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	24/11/2021	2	2	100

B. BOARD MEETINGS:

Number of Meetings held: 3

S. No.	Date of meeting	Total No. of Directors on the Date of Meeting	Attendance	
			No. of Directors attended	% of Attendance
1.	22/06/2021	2	2	100
2.	22/11/2021	2	2	100

3.	14/02/2022	2	2	100
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C. COMMITTEE MEETINGS:

Number of Committee meetings held: 0

S. No.	Type of Meeting	Date of meeting	Total No. of Members as on the Date of Meeting	Attendance	
				No. of Members attended	% of Attendance
1					

D. ATTENDANCE OF DIRECTORS

Sl. No.	Name of the Director	Board of Meetings			Committee Meetings (Taking all the Committee Meetings together of which a Director is a member)			Whether attended AGM held on 24/11/2021 (Y/N/NA) Y
		No of Meeting which the director was entitled to attend	Number of meetings attended	% of attendance	No of Meeting which the director was entitled to attend	Number of meetings attended	% of attendance	
1.	SIDDHARTH RAJMOHAN	3	3	100	0	0	0	Y
2.	RENGANAYAKI SRINIVASAN	3	3	100	0	0	0	Y

X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-



Nil

Number of Managing Director, Whole-Time Director and/or Manager whose remuneration details to be entered:

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

Number of CEO, CFO, and Company Secretary whose remuneration details to be entered: 1

S. No.	Name	Designation	Gross Salary (Rupees in Thousands)	Commission	Stock Option/Sweat Equity	Others	Total Amount (Rupees in Thousands)
1.	Sujith Krishnan Nair	CEO	7,316	-	-	-	7,316
	Total		7,316				7,316

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.							
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURE

- A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year(Yes/No): Yes

B. If No, Give reasons / observations

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XII. PENALTIES AND PUNISHMENT DETAILS THEREOF:

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY / DIRECTORS / OFFICERS:

NIL

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Name of the Company/Directors/ Officers	Name of the court/concerned Authority	Date of order	Name of the Act and section under which penalized / punished	Details of penalty / punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES: NIL

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Name of the Company/Directors/ Officers	Name of the court/concerned Authority	Date of order	Name of the Act and section under which penalized / punished	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:

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Whether Fellow or Associate: Associate Fellow

Certificate of practice number:

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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 XIV.

Declaration

I am authorized 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

08428386

To be digitally signed by

Company Secretary

Company Secretary in practice

Membership Number

6457

Certificate of Practice Number

3963

LIST OF SHAREHOLDERS AS ON 31ST MARCH, 2022

Sl. No.	Name	Father's Name	Folio Number	Number of Shares Held	Amount Per Share	Address
1.	Mr. Nandan Mohan Nilekani	Mohan Nilekani	1	8,49,900	10	No. 856, 13th Main, 3rd Block, Koramangala Bengaluru – 560034
2.	Mr. Pramod Keralavarma Varma	Keralavarma Kunjikuttan Thampuran	2	100	10	No. 856, 13 th Main Road, 3 rd Block, BDA complex, Koramangala, Bangalore South Agara, Bengaluru – 560 034, Karnataka, India
Total				8,50,000		