

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

L65920GJ1993PLC120014

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACN1184F

(ii) (a) Name of the company

MONARCH NETWORTH CAPITAL

(b) Registered office address

Unit No. PO4-01D, 4th Floor, Tower A WTC GIFT CITY
Block No. 51, Road 5E, Zone-5, GIFT City
Gandhinagar
Gujarat
382355

(c) * e-mail ID of the company

cs@mnclgroup.com

(d) * Telephone number with STD code

07926666500

(e) Website

www.mnclgroup.com

(iii) Date of Incorporation

02/12/1993

(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

(b) CIN of the Registrar and Transfer Agent

U74899DL1995PTC071324

Pre-fill

Name of the Registrar and Transfer Agent

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

D-153A, FIRST FLOOR
OKHLA INDUSTRIAL AREA, PHASE-I

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

30/09/2021

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

2

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	K7	Financial Advisory, brokerage and Consultancy Services	75.68
2	K	Financial and insurance Service	K8	Other financial activities	14.21

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

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

5

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MONARCH NETWORKTH FINSER	U65900MH1996PTC100919	Subsidiary	100

2	MONARCH NETWORTH INVEST	U74140GJ2007PTC052348	Subsidiary	99.99
3	MONARCH NETWORTH CAPITAL	U65929GJ2017PTC096239	Subsidiary	99.99
4	MONARCH NETWORTH MONEY	U65999GJ2019PTC109174	Subsidiary	100
5	NETWORTH FINANCIAL SERVICES	U65990MH2004PLC147970	Associate	45.32

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	54,000,000	31,049,518	31,049,518	31,049,518
Total amount of equity shares (in Rupees)	540,000,000	310,495,180	310,495,180	310,495,180

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10 each				
Number of equity shares	54,000,000	31,049,518	31,049,518	31,049,518
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	540,000,000	310,495,180	310,495,180	310,495,180

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	6,500,000	0	0	0
Total amount of preference shares (in rupees)	110,000,000	0	0	0

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
6% Cumulative Redeemable Preference Shares				
Number of preference shares	500,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	50,000,000	0	0	0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Redeemable Preference Shares				
Number of preference shares	6,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	60,000,000	0	0	0

(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	246,531	30,802,987	31049518	310,495,180	310,495,180	
Increase during the year	0	0	0	0	0	0
i. Public Issues	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	0	
v. ESOPs	0	0	0	0	0	
vi. Sweat equity shares allotted	0	0	0	0	0	
vii. Conversion of Preference share	0	0	0	0	0	
viii. Conversion of Debentures	0	0	0	0	0	
ix. GDRs/ADRs	0	0	0	0	0	
x. Others, specify						
Changes due to dematerialization of shares						
Decrease during the year	0	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	

iv. Others, specify						
Changes due to dematerialization of shares						
At the end of the year	246,531	30,802,987	31049518	310,495,180	310,495,180	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	
ii. Re-issue of forfeited shares	0	0	0	0	0	
iii. Others, specify						
Decrease during the year	0	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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE903D01011

(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				<input type="text"/>			
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	
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 <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferor's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	Surname	middle name	first name
Ledger Folio of Transferee <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferee's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	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)

(i) Turnover

817,492,268

(ii) Net worth of the Company

1,055,653,596

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	17,600,754	56.69	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)	1,446,000	4.66	0	
10.	Others	0	0	0	
	Total	19,046,754	61.35	0	0

Total number of shareholders (promoters)

14

(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	6,886,896	22.18	0	
	(ii) Non-resident Indian (NRI)	168,183	0.54	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	299,145	0.96	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)	3,470,957	11.18	0	
10.	Others Foreign Portfolio Investor, c	1,177,583	3.79	0	
	Total	12,002,764	38.65	0	0

Total number of shareholders (other than promoters)

4,667

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

4,681

**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	14	14
Members (other than promoters)	4,970	4,667
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
A. Promoter	2	0	3	0	17.14	0
B. Non-Promoter	0	1	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	1	0	3	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	2	1	3	3	17.14	0

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

9

(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)
VAIBHAV SHAH	00572666	Managing Director	3,108,815	
MANJU BAFNA	01459885	Whole-time director	1,507,500	
ASHOK BAFNA	01431472	Whole-time director	703,500	
CHETAN BOHRA	03645353	Director	0	
SATHISH KUMAR	08735238	Director	0	
AVNI CHOUHAN	08716231	Director	0	
GAURAV BHANDARI	AJEPB5620L	CEO	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
TARAK SHAH	AZFPS6172D	CFO	0	
RUPALI VERMA	AISPV8739P	Company Secretar	0	

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

3

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)
ASHOK BAFNA	01431472	Additional director	20/08/2020	APPOINTMENT
SATHISH KUMAR	08735238	Additional director	17/04/2020	APPOINTMENT
AVNI CHOUHAN	08716231	Additional director	20/08/2020	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
AGM	30/09/2020	4,928	24	23.93

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/06/2020	4	4	100
2	20/08/2020	4	4	100
3	07/09/2020	6	6	100
4	30/09/2020	6	6	100
5	22/10/2020	6	6	100
6	30/10/2020	6	6	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
7	14/11/2020	6	6	100
8	12/02/2021	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

12

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	29/06/2020	3	3	100
2	Audit Committee	20/08/2020	3	3	100
3	Audit Committee	22/10/2020	3	3	100
4	Audit Committee	14/11/2020	3	3	100
5	Audit Committee	12/02/2021	3	3	100
6	Nomination Re	20/08/2020	3	3	100
7	Stakeholder Re	29/06/2020	3	3	100
8	Stakeholder Re	20/08/2020	3	3	100
9	Stakeholder Re	14/11/2020	3	3	100
10	Stakeholder Re	12/02/2021	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	30/09/2021
								(Y/N/NA)
1	VAIBHAV SHA	8	8	100	11	11	100	No
2	MANJU BAFN	8	8	100	3	3	100	Yes
3	ASHOK BAFN	6	6	100	0	0	0	Yes
4	CHETAN BOH	8	8	100	12	12	100	Yes

5	SATHISH KUM	8	8	100	10	10	100	No
6	AVNI CHOUH	6	6	100	0	0	0	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VAIBHAV SHAH	Managing Direct	2,482,600	0	0	0	2,482,600
2	MANJU BAFNA	Whole Time Dire	1,487,450	0	0	0	1,487,450
3	ASHOK BAFNA	Whole Time Dire	1,852,702	0	0	0	1,852,702
	Total		5,822,752	0	0	0	5,822,752

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GAURAV BHANDA	CEO	11,677,776	0	0	0	11,677,776
2	TARAK SHAH	CFO	2,197,208	0	0	0	2,197,208
3	RUPALI VERMA	COMPANY SEC	758,568	0	0	0	758,568
	Total		14,633,552	0	0	0	14,633,552

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

VKM & ASSOCIATES

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

4279

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. ...

01

dated

13/04/2021

(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

To be digitally signed by

- ☐ 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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

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

VIJAY KUMAR MISHRA

B. Com (Hons.), A C A . F C.S

PARESH D PANDYA

B. Com., A.C.S.

VKM & ASSOCIATES

PRACTISING COMPANY SECRETARIES

116, Trinity Building, 1st Floor, 227, Dr. C. H. Street, Behind

Parsi Dairy, Marine Lines (E), Mumbai - 2. Tel.: 2207 7267

Fax : 2207 7542 Mob.: 93229 77388

E-mail: vkmassociales@yahoo.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 **MONARCH NETWORTH CAPITAL 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 31st March, 2021. 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 Companies Act, 2013 ("the Act") & Rules made thereunder 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 returns with the Regional Director, Registrar of Companies, The Tribunal, Court or other authorities within the prescribed time;



4. calling/ convening/ holding meetings of Board of Directors and its Committee, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed- The Board of Directors (Board) of the Company met eight (8) times during the year 2020-21 i.e. on June 29, 2020, August 20, 2020, September 07, 2020, September 30, 2020, October 22, 2020, October 30, 2020, November 14, 2020 & February 12, 2021. The Audit Committee of the Company met five (5) times during the year i.e., on June 29, 2020, August 20, 2020, October 20, 2020, November 14, 2020 & February 12, 2021. The Nomination and Remuneration Committee of the Company met once during the year on August 20, 2021. The Stakeholders Relationship Committee of the Company met four (4) during the year i.e., on June 29, 2020, August 20, 2020, November 14, 2020 & February 12, 2021. The Corporate Social Responsibility Committee of the Company met twice during the year i.e., on September 07, 2020 and February 12, 2021. In respect of board and committee meetings, proper notices were given and the proceedings were accordingly recorded and signed;
5. closure of Register of Members/ Security holders as the case may be during the aforesaid financial year - The Register of Members & Share Transfer Books of the Company was closed from Wednesday, September 23, 2020, to Wednesday, September 30, 2020 (both days inclusive) for the purpose of 27th Annual General Meeting (AGM) of the Company which was held on September 30, 2020;
6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act - No advances/ loans were given to any of directors and/or persons or firms or companies referred in section 185 of the Act by the Company;
7. contracts/arrangements/transactions entered into by the Company with the related parties as specified in section 188 of the Act - The company has duly complied with the provisions of section 188 of the Act in respect of Contracts/arrangements/transactions entered into by the Company with the related parties;



8. ssue 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 year under review, there were no fresh issue or allotment or buy-back of securities/ redemption of debentures/ reduction of share capital/ conversion of shares/ securities during the financial year under review. Further, there was no transfer of shares during the year under review.
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance (if any) with the provisions of the Act-In no instances the company has kept in abeyance rights to dividend, pending registration of transfer of shares in compliance with the provisions of the Act;
10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act - The Company has not declared or paid any dividend during the period under review. Further, there are no amounts due to be transferred to the Investor Education and Protection Fund.
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 -The audited financial statement of the Company was signed and approved on behalf of the Board by two directors of the Company out of which one was Managing Director and one was Whole-time Director, Company Secretary of the Company and by the Chief Financial Officer of the company. The report of directors of the company is as per sub-sections (3), (4) and (5) of section 134 of the Act;
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 year under review the Company Appointed below:
 - a. Mr. Sathish Kumar having DIN 08735238 has been appointed as Independent Director of the Company has w.e.f. 17th April, 2020.



- b. Mr. Ashok Bafna having DIN 01431472 has been appointed as Executive Director (Whole Time Director) of the Company w.e.f. 20th August, 2020.
- c. Ms. Avni Chouhan having DIN 08716231 has been appointed as Independent Director of the Company has w.e.f. 20th August, 2020.
13. appointment/ reappointment/ filling up casual vacancies (if any) of auditors as per the provisions of section 139 of the Act - The company continued with the appointment of M/s. Parekh Shah & Lodha as, Chartered Accountants, (Firm Registration Number: 107487W) as a Statutory Auditors of the Company;
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 - The company has obtained all necessary approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other authorities as may be prescribed under the various provisions of the Act, as was applicable to the Company. During the year under review, the Company sought approval of the Ministry of Corporate Affairs- Office of the Regional Director (Western Region) for shifting of registered office of the Company from the State of Maharashtra to state of Gujarat and the approval was granted *vide* order dated January 12, 2021;
15. acceptance/ renewal/ repayment of deposits - The Company has not made any acceptance/ renewal/ repayment of deposits;
16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable- The Company has not accepted any borrowings from its directors and members of the Company; the Company has successfully done the creation of charges in respect borrowings accepted from public financial institutions, banks and others during the financial year;
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;



18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company – The provisions of Memorandum of Association of the Company were altered due to change in the registered office of the Company from the State of Maharashtra to State of Gujarat pursuant to order of Ministry of Corporate Affairs- Office of the Regional Director (Western Region).

**For VKM & ASSOCIATES
Company Secretaries**



**(Vijay Kumar Mishra)
Partner
C.P.No.4279**

**UDIN : F005023C001390660
Place : Mumbai
Date : 10/11/2021**