

# 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]



# 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

L45201GJ2008PLC055771

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAHCA5001H

(ii) (a) Name of the company

ARVIND SMARTSPACES LIMITED

(b) Registered office address

24, Government Servant's Society,  
Near Municipal Market, off. C.G.Road, Navrangpura,  
Ahmedabad  
Ahmedabad  
Gujarat  
380002

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

prakash.makwana@arvind.in

(d) \*Telephone number with STD code

07968267059

(e) Website

www.arvindsmartspaces.com

(iii) Date of Incorporation

26/12/2008

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

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

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM granted

Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	L	Real Estate	L1	Real estate activities with own or leased property	100

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

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

15

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ARVIND HEBBAL HOMES PRIVATE LIMITED	U45200GJ2011PTC066023	Subsidiary	100
2	ARVIND HOMES PRIVATE LIMITED	U70104GJ2019PTC108188	Subsidiary	100

3	ASL Facilities Management LLP		Subsidiary	100
4	Uplands Facilities Management		Subsidiary	100
5	Arvind Beyond Five Club LLP		Subsidiary	100
6	Arvind Infracon LLP		Subsidiary	100
7	Ahmedabad Industrial Infrastru		Subsidiary	100
8	Arvind Five Homes LLP		Subsidiary	52
9	Ahmedabad East Infrastructure		Subsidiary	51.43
10	Yogita Shelters LLP		Subsidiary	99.79
11	Chirping Woods Homes LLP		Subsidiary	100
12	Arvind Smart City LLP		Subsidiary	97
13	Changodar Industrial Infrastru		Subsidiary	100
14	Arvind Bsafal Homes LLP		Joint Venture	50
15	Arvind Integrated Projects LLP		Joint Venture	50

#### 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	50,000,000	42,461,979	42,461,979	42,461,979
Total amount of equity shares (in Rupees)	500,000,000	424,619,790	424,619,790	424,619,790

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	50,000,000	42,461,979	42,461,979	42,461,979
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	500,000,000	424,619,790	424,619,790	424,619,790

###### (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>	260,144	35,293,406	35553550	355,535,500 <sup>+</sup>	355,535,500 <sup>+</sup>	
<b>Increase during the year</b>	0	6,908,429	6908429	69,084,290	69,084,290	783,114,831
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	6,854,700	6854700	68,547,000	68,547,000 <sup>+</sup>	781,435,800 <sup>+</sup>
v. ESOPs	0	53,729	53729	537,290	537,290	1,679,031.24 <sup>+</sup>
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						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	260,144	42,201,835	42461979	424,619,790	424,619,790	
<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		<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)

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)**

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Warrants	2,850,000	10	28,500,000	10	28,500,000
<b>Total</b>	<b>2,850,000</b>		<b>28,500,000</b>		<b>28,500,000</b>

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

**(i) Turnover**

1,201,704,441

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

4,677,123,683

**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	210,757	0.5	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)	22,643,381	53.33	0	
10.	Others	0	0	0	
	<b>Total</b>	22,854,138	53.83	0	0

**Total number of shareholders (promoters)**

24

**(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	12,261,922	28.88	0	
	(ii) Non-resident Indian (NRI)	228,954	0.54	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	53	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	836	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	1,202	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,741,111	4.1	0	
10.	Others      Alternate Investment Fund: ✚	5,373,763	12.66	0	

	<b>Total</b>	19,607,841	46.18	0	0
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**Total number of shareholders (other than promoters)**

105,613

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

105,637

**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	55	46
Members (other than promoters)	113,653	105,613
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>	0	2	0	2	0	0.47
<b>B. Non-Promoter</b>	1	4	1	4	1.64	0
(i) Non-Independent	1	0	1	0	1.64	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	0	0	0	1	0	0
(i) Banks & FIs	0	0	0	1	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>	1	6	1	7	1.64	0.47

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

10

**(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)
Mr. Sanjay S. Lalbhai	00008329	Director	200,155	
Mr. Kamal Singal	02524196	Managing Director	694,744	
Mr. Kulin S. Lalbhai	05206878	Director	0	
Mr. Pratul Krishnakant S	00162576	Director	116	
Mr. Prem Prakash Pang	00844391	Director	0	
Mr. Nirav Kalyanbhai Sr	00397336	Director	15	
Ms. Pallavi Vyas	08521883	Director	0	
Mr. Vipul Roongta	00448143	Nominee director	0	
Mr. Ankit Jain	ADUPJ3434G	CFO	10	
Mr. Prakash Makwana	AAPPM7117B	Company Secretar	410	

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

1

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)
Mr. Vipul Roongta	00448143	Nominee director	12/11/2021	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

2

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	22/09/2021	111,439	74	1.84
Extraordinary General Meet	04/10/2021	110,463	51	2.71

**B. BOARD MEETINGS**

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/05/2021	7	7	100
2	06/08/2021	7	6	85.71
3	10/09/2021	7	7	100
4	12/11/2021	8	6	75
5	27/12/2021	8	6	75
6	28/01/2022	8	7	87.5

### C. COMMITTEE MEETINGS

Number of meetings held

31

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	28/05/2021	4	4	100
2	Audit Committee	06/08/2021	4	3	75
3	Audit Committee	12/11/2021	4	3	75
4	Audit Committee	27/12/2021	4	4	100
5	Audit Committee	28/01/2021	4	3	75
6	Corporate Social Responsibility	28/05/2021	4	4	100
7	Corporate Social Responsibility	12/11/2021	4	4	100
8	Nomination and Remuneration	28/05/2021	3	3	100
9	Stakeholders' Engagement	28/05/2021	4	4	100
10	Independent Directors	28/01/2022	4	4	100

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		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	Mr. Sanjay S.	6	5	83.33	25	16	64	
2	Mr. Kamal Sin	6	6	100	21	21	100	
3	Mr. Kulin S. La	6	6	100	29	29	100	
4	Mr. Pratul Kris	6	4	66.67	8	5	62.5	
5	Mr. Prem Prak	6	6	100	10	10	100	
6	Mr. Nirav Kaly	6	6	100	6	6	100	
7	Ms. Pallavi Vy	6	6	100	3	3	100	
8	Mr. Vipul Roor	3	0	0	0	0	0	

**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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Kamal Singal	Managing Director	34,295,228	4,196,000	0	1,072,885	39,564,113
	Total		34,295,228	4,196,000	0	1,072,885	39,564,113

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Ankit Jain	CFO	9,326,717	0	0	760,810	10,087,527
2	Mr. Prakash Makwana	Company Secretary	3,319,922	0	0	220,231	3,540,153
	Total		12,646,639	0	0	981,041	13,627,680

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Sanjay S. Lalbhai	Non-Executive Director	0	0	0	0	0
2	Mr. Kulin S. Lalbhai	Non-Executive Director	0	0	0	0	0
3	Mr. Pratul Shroff	Independent Director	0	500,000	0	80,000	580,000
4	Mr. Prem Prakash F	Independent Director	0	500,000	0	160,000	660,000
5	Mr. Nirav Kalyanbhai	Independent Director	0	500,000	0	120,000	620,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
6	Ms. Pallavi Vyas	Independent Director	0	400,000	0	90,000	490,000
7	Mr. Vipul Roongta	Nominee Director	0	0	0	0	0
	Total		0	1,900,000	0	450,000	2,350,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

#### XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes  No

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

#### XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

N.V. KATHIRIA

Whether associate or fellow

Associate  Fellow

Certificate of practice number

3278

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

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

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

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

**To be digitally signed by**

Director

DIN of the director

**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 Attachment(s), if any

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**List of attachments**

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





**FORM NO. MGT-7  
Annual Return**

**Corporate Identification Number (CIN) of the company** : L45201GJ2008PLC055771  
**Name of the company** : Arvind SmartSpaces Limited  
**Financial Year** : From 01-04-2021 to 31-03-2022  
**Annual General Meeting** : 12<sup>th</sup> August, 2022

**IX. MEETINGS OF MEMBERS / CLASS OF MEMBERS / BOARD / COMMITTEES OF THE BOARD OF DIRECTORS:**

**C. COMMITTEE MEETINGS**

**Number of Meetings held: 31 (Thirty One)**

Sr. No	Type of Meetings	Date of Meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
11	Management Committee	09/04/2021	3	2	66.67
12	Management Committee	19/04/2021	3	2	66.67
13	Management Committee	27/04/2021	3	3	100
14	Management Committee	05/05/2021	3	2	66.67
15	Management Committee	12/05/2021	3	2	66.67
16	Management Committee	17/05/2021	3	2	66.67
17	Management Committee	08/06/2021	3	2	66.67
18	Management Committee	09/07/2021	3	2	66.67
19	Management Committee	28/07/2021	3	3	100
20	Management Committee	09/08/2021	3	3	100
21	Management Committee	02/09/2021	3	3	100
22	Management Committee	13/09/2021	3	3	100
23	Management Committee	20/09/2021	3	3	100
24	Management Committee	05/10/2021	3	3	100
25	Management Committee	27/10/2021	3	3	100
26	Management Committee	24/11/2021	3	3	100
27	Management Committee	27/11/2021	3	3	100
28	Management Committee	27/12-/2021	3	2	66.67
29	Management Committee	17/01/2022	3	3	100
30	Management Committee	04/02/2022	3	3	100
31	Management Committee	03/03/2022	3	2	66.67

**For Arvind SmartSpaces Limited**

**Prakash Makwana  
Company Secretary**

**DRAFT**

**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 **Arvind SmartSpaces 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, 2022. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has complied with provisions of the Act and Rules made there under in respect of that:-
  1. its status under the Act is a Listed Public Company having share capital;
  2. the Company has kept and maintained necessary registers as per the provisions and the rules made thereunder and all entries therein have been recorded within the prescribed time;
  3. the Company has filed forms and returns as stated in the annual return, with the Registrar of Companies or other authorities either within the prescribed time of the relevant provisions or have been filed with additional fees as provided in section 403(1) of the Act;
  4. the Company has called/conveyed/held meetings of Board of Directors, committee meetings 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 have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
  5. the Register of Members and Share Transfer Books of the Company has remained closed Thursday, 16<sup>th</sup> September, 2021 till Wednesday, 22<sup>nd</sup> September, 2021 (both days inclusive);
  6. as confirmed by the management of the Company, the Company has not advanced any loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
  7. as confirmed by the management of the Company that the Company has entered into transactions with related parties on arm's length basis and in ordinary course of business as specified in section 188 of the Act. There are no materially significant related party transactions made by the Company with promoters, directors or KMP etc. which may have potential conflict with the interest of the Company at large for which warrants the approval of the shareholders;

8. the company has issued and allotted equity shares during the F.Y. 2021-22. And upon transfer or transmission of shares, the Company has issued share certificates within the time prescribed under the act and has made necessary entries in the Register of Transfers. The Company has not bought back of securities during the year.
9. the Company has not kept in abeyance the rights to Dividend and no pending registration of transfer of shares in compliance with the provisions of the Act;
10. the Company has not declared any dividend for the Financial Year 2020-21 and there is no transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. the Company has complied with the requirements of signing of audited financial statement as per the provisions of section 134 of the Act and report of directors as per sub-sections (3), (4) and (5) thereof;
12. the board of directors of the Company is properly constituted. The directors have disclosed their interest in other companies/firms to the Board of Directors pursuant to the provisions of the Act and the rules made thereunder. The Company has appointed Key Managerial personnel as required under the provisions of the Act. The Company has paid remuneration to its directors and Key Managerial personnel.
13. the Company has made appointment of Statutory Auditors/Internal Auditors and Cost Auditors as per the provisions of the Act;
14. as confirmed by the management of the Company, the Company has obtained necessary approvals from the Central Government, Regional Director, Registrar, etc. or such other authorities under the various provisions of the Act, as and when it requires;
15. the Company has not accepted deposit within the provisions of section 73 of the Act, 2013;
16. the Company has borrowed secured loans from Banks/Financial Institutions and others and created/modified/satisfied the charges wherever applicable within the limit approved by the shareholders under section 180(1)(a) and 180(1)(c) of the Act and has also not taken unsecured loans from its shareholders and relatives;
17. the Company has made loans and investments or guarantees given or providing of securities to other bodies corporate or persons as per the provisions of section 186 of the Act;
18. The Company has altered its Articles of Association during the year under review.

**For N. V. KATHIRIA & ASSOCIATES**  
**Company Secretaries**

**DATE :**  
**PLACE : AHMEDABAD**

**N. V. KATHIRIA**  
**PROPRIETOR**  
**FCS 4573 COP 3278**

**UDIN: .....**