

FORM NO. MGT-7

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



Annual Return

(other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L17299WB1985PLC038517

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCR2648M

(ii) (a) Name of the company

RUPA & COMPANY LTD

(b) Registered office address

1 HO CHI MINH SARANI METROPLAZA 8TH FLOOR
KOLKATA
West Bengal
700071
India



(c) *e-mail ID of the company

cs@rupa.co.in

(d) *Telephone number with STD code

03340573100

(e) Website

www.rupa.co.in

(iii) Date of Incorporation

06/02/1985

(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 LTD.	1,024

(b) CIN of the Registrar and Transfer Agent

U20221WB1982PTC034886

Pre-fill

Name of the Registrar and Transfer Agent

MAHESHWARI DATAMATICS PVT LTD.

Registered office address of the Registrar and Transfer Agents

23, R.N. Mukherjee Road 5th Floor NA
Kolkata

(vii) *Financial year From date 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2025

(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	C	Manufacturing	C2	Textile, leather and other apparel products	97.3

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	EURO FASHION INNERS INTERN +	U17120MH2005PTC152837	Subsidiary	100
2	IMOOGI FASHIONS PRIVATE LI +	U17120WB2010PTC140976	Subsidiary	100

3	OBAN FASHIONS PRIVATE LIMITED	U18204MH2015PTC271385	Subsidiary	100
4	RUPA FASHIONS PRIVATE LIMITED	U17299WB2019PTC235237	Subsidiary	100
5	RUPA BANGLADESH PRIVATE LIMITED		Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	200,000,000	79,733,560	79,524,560	79,524,560
Total amount of equity shares (in Rupees)	200,000,000	79,733,560	79,524,560	79,524,560

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Re. 1/- each				
Number of equity shares	200,000,000	79,733,560	79,524,560	79,524,560
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	200,000,000	79,733,560	79,524,560	79,524,560

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	125,262	79,399,298	79524560	79,524,560	79,524,560	
Increase during the year	0	4,050	4050	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		4,050	4050			
Due to dematerialisation of shares						
Decrease during the year	4,050	0	4050	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	4,050		4050			
Due to dematerialisation of shares						
At the end of the year	121,212	79,403,348	79524560	79,524,560	79,524,560	
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	0
ii. Re-issue of forfeited shares	0	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	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	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

INE895B01021

(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

12,271,849,391

(ii) Net worth of the Company

10,114,292,511

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	34,952,665	43.95	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)	23,322,880	29.33	0	
10.	Others	0	0	0	
	Total	58,275,545	73.28	0	0

Total number of shareholders (promoters)

38

(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	13,754,619	17.3	0	
	(ii) Non-resident Indian (NRI)	541,967	0.68	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	880,941	1.11	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,215,033	2.79	0	
10.	Others Alternative Investment Fund	3,856,455	4.85	0	
	Total	21,249,015	26.73	0	0

Total number of shareholders (other than promoters)

62,955

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

62,993

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

37

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACADIAN EMERGING FUND	STANDARD CHARTERED BANK SEC			16,145	0.02
ALASKA PERMANENT FUND	STANDARD CHARTERED BANK SEC			4,820	0.01
AMERICAN CENTURY FUND	DEUTSCHE BANK AG, DB HOUSE, F			2,495	0
AMERICAN CENTURY FUND	DEUTSCHE BANK AG, DB HOUSE H			148	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AMERICAN CENTURY F +	DEUTSCHE BANK AG, DB HOUSE, F +			27,670	0.03
AMERICAN CENTURY F +	HSBC SECURITIES SERVICES 11TH F +			419	0
AMERICAN CENTURY F +	HSBC SECURITIES SERVICES 11TH F +			11,092	0.01
AMERICAN CENTURY F +	DEUTSCHE BANK AG, DB HOUSE H +			235	0
BNP PARIBAS FINANC +	BNP PARIBAS HOUSE 1 NORTH AV +			9	0
CITADEL SECURITIES S +	JP Morgan Chase Bank N.A, India S +			961	0
CITY OF NEW YORK GF +	HSBC SECURITIES SERVICES 11TH F +			9,763	0.01
COPTHALL MAURITIUS +	JP Morgan Chase Bank N.A, INDIA +			229	0
DFA INTERNATIONAL +	STANDARD CHARTERED BANK SEC +			1,356	0
DFA INTERNATIONAL +	STANDARD CHARTERED BANK SEC +			3,141	0
DIMENSIONAL EMERG +	CITIBANK N.A. CUSTODY SERVICES +			80	0
DIMENSIONAL EMERG +	CITIBANK N.A. CUSTODY SERVICES +			92	0
DIMENSIONAL EMERG +	CITIBANK N.A. CUSTODY SERVICES +			6,251	0.01
DIMENSIONAL EMERG +	CITIBANK N.A. CUSTODY SERVICES +			18,955	0.02
DIMENSIONAL FUNDS +	DEUTSCHE BANK AG, DB HOUSE H +			2,293	0
EMERGING MARKETS C +	DEUTSCHE BANK AG, DB HOUSE H +			10,340	0.01
EMERGING MARKETS C +	CITIBANK N.A. CUSTODY SERVICES +			128,416	0.16
EMERGING MARKETS S +	CITIBANK N.A. CUSTODY SERVICES +			4,478	0.01
EMERGING MARKETS S +	CITIBANK N.A. CUSTODY SERVICES +			3,369	0
EMERGING MARKETS T +	DEUTSCHE BANK AG, DB HOUSE H +			6,537	0.01
EMERGING MARKETS V +	DEUTSCHE BANK AG, DB HOUSE H +			6,002	0.01

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	38	38
Members (other than promoters)	65,117	62,955
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	6	0	6	0	10.6	0
B. Non-Promoter	1	7	1	7	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	7	0	7	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	7	7	7	7	10.6	0

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

16








(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)
PRAHLAD RAI AGARWAL	00847452	Whole-time director	2,152,506	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
GHANSHYAM PRASAD	00224805	Whole-time director	1,317,148	
KUNJ BIHARI AGARWAL	00224857	Managing Director	1,277,965	
RAMESH AGARWAL	00230702	Whole-time director	1,059,230	
MUKESH AGARWAL	02415004	Whole-time director	729,550	
VIKASH AGARWAL	00230728	Whole-time director	1,883,600	
NIRAJ KABRA	08067989	Director	123	
ASHOK BHANDARI	00012210	Director	0	
SUNIL REWACHAND	00524035	Director	0	
JOGINDER PAL DUA	02374358	Director	0	
SUMIT MALHOTRA	02183825	Director	0	
MAMTA BINANI	00462925	Director	0	
ARVIND BAHETI	08094824	Director	0	
VIJAY CHHIBBER	00396838	Director	0	
SUMIT KHOWALA	AOLPK3323B	CFO	60	
SUMIT JAISWAL	APHPJ7651J	Company Secretary	0	

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

17

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)
MANISH AGARWAL 	AHXP8328B	Company Secretary	10/06/2024	Cessation
DIPAK KUMAR BAN 	00028123	Director	06/09/2024	Cessation
VINOD KUMAR KO 	00050850	Director	06/09/2024	Cessation
SUSHIL PATWARI	00023980	Director	06/09/2024	Cessation
DHARAM CHAND J. 	00453341	Director	06/09/2024	Cessation
ALKA DEVI BANGU 	00012894	Director	14/11/2024	Cessation
JOGINDER PAL DU 	02374358	Additional director	06/09/2024	Appointment
SUMIT MALHOTRA	02183825	Additional director	06/09/2024	Appointment
MAMTA BINANI	00462925	Additional director	06/09/2024	Appointment
ARVIND BAHETI	08094824	Additional director	06/09/2024	Appointment
VIJAY CHHIBBER	00396838	Additional director	10/11/2024	Appointment
JOGINDER PAL DU 	02374358	Director	27/09/2024	Change in designation
SUMIT MALHOTRA	02183825	Director	27/09/2024	Change in designation
MAMTA BINANI	00462925	Director	27/09/2024	Change in designation
ARVIND BAHETI	08094824	Director	27/09/2024	Change in designation
VIJAY CHHIBBER	00396838	Director	09/01/2025	Change in designation
SUMIT JAISWAL	APHPJ7651J	Company Secretary	10/08/2024	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	27/09/2024	63,945	98	69.39
POSTAL BALLOT	09/01/2025	63,511	319	77.89

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/05/2024	14	12	85.71
2	09/08/2024	14	11	78.57
3	09/11/2024	14	13	92.86
4	06/02/2025	14	12	85.71

C. COMMITTEE MEETINGS

Number of meetings held

18

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	23/05/2024	6	6	100
2	Audit Committee	09/08/2024	6	4	66.67
3	Audit Committee	09/11/2024	6	5	83.33
4	Audit Committee	06/02/2025	6	5	83.33
5	Nomination & Remuneration Committee	23/05/2024	3	3	100
6	Nomination & Remuneration Committee	09/08/2024	3	3	100
7	Nomination & Remuneration Committee	09/11/2024	3	3	100
8	Stakeholder Relationship Committee	18/10/2024	3	2	66.67
9	Risk Management Committee	05/09/2024	8	6	75
10	Risk Management Committee	25/03/2025	8	5	62.5

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	
								(Y/N/NA)
1	PRAHLAD RA	4	4	100	2	2	100	
2	GHANSHYAM	4	3	75	1	1	100	
3	KUNJ BIHARI	4	4	100	8	8	100	
4	RAMESH AGA	4	3	75	13	11	84.62	
5	MUKESH AGA	4	1	25	13	8	61.54	
6	VIKASH AGA	4	3	75	2	0	0	
7	NIRAJ KABRA	4	3	75	2	1	50	
8	ASHOK BHAN	4	4	100	9	9	100	
9	SUNIL REWA	4	4	100	1	1	100	
10	JOGINDER PA	2	2	100	3	3	100	
11	SUMIT MALH	2	2	100	1	1	100	
12	MAMTA BINA	2	2	100	3	3	100	
13	ARVIND BAH	2	2	100	3	3	100	
14	VIJAY CHHIB	1	1	100	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

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PRAHLAD RAI AGARWAL	Whole-time director	15,552,000	0	0	0	15,552,000
2	GHANSHYAM PRAKASH	Whole-time director	14,688,000	0	0	0	14,688,000
3	KUNJ BIHARI AGARWAL	Managing Director	14,688,000	0	0	0	14,688,000
4	RAMESH AGARWAL	Whole-time director	10,368,000	0	0	0	10,368,000
5	MUKESH AGARWAL	Whole-time director	10,368,000	0	0	0	10,368,000
6	VIKASH AGARWAL	Whole-time director	10,368,000	0	0	0	10,368,000
7	NIRAJ KABRA	Director	2,597,000	0	0	0	2,597,000
	Total		78,629,000	0	0	0	78,629,000

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	SUMIT KHOWALA	CFO	5,232,810	0	0	0	5,232,810
2	MANISH AGARWAL	Company Secretary	507,845	0	0	0	507,845
3	SUMIT JAISWAL	Company Secretary	1,447,801	0	0	0	1,447,801
	Total		7,188,456	0	0	0	7,188,456

Number of other directors whose remuneration details to be entered

12

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DIPAK KUMAR BAMBHA	Independent Director	0	216,438	0	400,000	616,438
2	VINOD KUMAR KOTHARI	Independent Director	0	216,438	0	350,000	566,438
3	SUSHIL PATWARI	Independent Director	0	216,438	0	300,000	516,438
4	DHARAM CHAND JAIN	Independent Director	0	129,863	0	180,000	309,863
5	ALKA DEVI BANGUR	Independent Director	0	186,575	0	180,000	366,575
6	JOGINDER PAL DULHIA	Independent Director	0	283,562	0	415,000	698,562
7	SUMIT MALHOTRA	Independent Director	0	170,137	0	295,000	465,137
8	MAMTA BINANI	Independent Director	0	283,562	0	415,000	698,562
9	ARVIND BAHETI	Independent Director	0	283,562	0	415,000	698,562

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
10	VIJAY CHHIBBER	Independent Dir	0	116,712	0	180,000	296,712
11	ASHOK BHANDAR	Independent Dir	0	500,000	0	815,000	1,315,000
12	SUNIL REWACHAN	Independent Dir	0	300,000	0	475,000	775,000
	Total		0	2,903,287	0	4,420,000	7,323,287

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

PRITI AGARWAL

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

9337

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. ..

07

dated

09/08/2024

(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

00230702

To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

9485

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

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