

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

L85110KA1991PLC012537

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCP5909M

(ii) (a) Name of the company

PASARI SPINNING MILLS LIMITED

(b) Registered office address

NO 18 IIIIRD FLOOR, ANJANEYA TEMPLE ROAD,
YEDIYUR, JAYANAGAR 6TH BLOCK,
BANGALORE
Bangalore
Karnataka
560022

(c) *e-mail ID of the company

AD*****TS.COM

(d) *Telephone number with STD code

08*****25

(e) Website

(iii) Date of Incorporation

25/11/1991

(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
	Bombay Stock Exchange Limited	1
	Bangalore Stock Exchange	16

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

13/11/2024

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

Yes No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

F98031065

Pre-fill

(e) Extended due date of AGM after grant of extension

15/11/2024

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	100

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

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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
------	---------------------	------------	--	------------------

1	PASARI EXPORTS LIMITED	U51909KA1983PLC036561	Holding	50.88
---	------------------------	-----------------------	---------	-------

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	14,000,000	13,800,000	13,800,000	13,800,000
Total amount of equity shares (in Rupees)	140,000,000	138,000,000	138,000,000	138,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	14,000,000	13,800,000	13,800,000	13,800,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	140,000,000	138,000,000	138,000,000	138,000,000

(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			
Equity shares						
At the beginning of the year	1,006,929	12,793,071	13800000	138,000,000	138,000,000	
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	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						
Decrease during the year	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						
At the end of the year	1,006,929	12,793,071	13800000	138,000,000	138,000,000	
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

(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" value="27/09/2023"/>
---	---

Date of registration of transfer (Date Month Year)	<input type="text" value="25/10/2023"/>
--	---

Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input type="text" value="100"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
---	----------------------------------	---	---------------------------------

Ledger Folio of Transferor	<input type="text" value="0010945"/>
----------------------------	--------------------------------------

Transferor's Name	<input type="text" value="Jain"/>	<input type="text"/>	<input type="text" value="S L"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="PSM0300737"/>
----------------------------	---

Transferee's Name	<input type="text" value="JAIN"/>	<input type="text" value="SAGAR"/>	<input type="text" value="HEMLATA"/>
	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	<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

(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

0

(ii) Net worth of the Company

-3,063,707.34

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	301,500	2.18	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)	7,020,842	50.88	0	
10.	Others	0	0	0	
	Total	7,322,342	53.06	0	0

Total number of shareholders (promoters)

4

(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	6,000,358	43.48	0	
	(ii) Non-resident Indian (NRI)	138,072	1	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	100	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)	339,118	2.46	0	
10.	Others Foreign Portfolio Investors	10	0	0	
	Total	6,477,658	46.94	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	4	4
Members (other than promoters)	9,532	9,221
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	1	1	1	1	1.09	0
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	2	0	2	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	1	5	1	5	1.09	0

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

8

(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)
Gauri Shankar Gupta	00003860	Director	100	
Krishna Kumar Gupta	00003880	Managing Director	150,700	
Poonam Gupta	08447607	Director	0	
Kolagunda Kumar Sidd	08305351	Director	0	
Badarahalli Lakshmaia	01415867	Director	0	
Sheela Arvind	01020390	Director	0	
Tarun Kumar Gupta	ADSPG3466F	CFO	150,700	
Neelu Daslana	BPEPD7127P	Company Secretar	0	18/11/2024

(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)
Krishna Kumar Gupta	00003880	Managing Director	27/09/2023	Re-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
ANNUAL GENERAL MEETING	27/09/2023	9,433	64	50.92

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/05/2023	6	6	100
2	07/08/2023	6	6	100
3	05/10/2023	6	6	100
4	10/11/2023	6	6	100
5	13/02/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

6

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	25/05/2023	3	3	100
2	Audit Committee	07/08/2023	3	3	100
3	Audit Committee	10/11/2023	3	3	100
4	Audit Committee	13/02/2024	3	3	100
5	Nomination and Remuneration Committee	25/05/2023	3	3	100
6	Stakeholders Forum	25/05/2023	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	13/11/2024
								(Y/N/NA)
1	Gauri Shankar	5	5	100	0	0	0	Yes
2	Krishna Kuma	5	5	100	0	0	0	Yes
3	Poonam Gupta	5	5	100	6	6	100	Yes
4	Kolagunda Ku	5	5	100	0	0	0	Yes
5	Badarahalli La	5	5	100	6	6	100	Yes
6	Sheela Arvind	5	5	100	6	6	100	Yes

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

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

BELAGODU LAKSHMIKANTHRAJ SETTY VINAY

Whether associate or fellow

Associate Fellow

Certificate of practice number

10760

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

KRISHNA
KUMAR
GUPTA Digitally signed
by KRISHNA
KUMAR GUPTA

DIN of the director

To be digitally signed by

Deepak
Kumar
Nayak Digitally signed
by Deepak
Kumar Nayak

- 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

List of attachments

List of Sharehlers_2023-24_PSML.pdf
Approval_letter_for_extention_of_AGM.pdf
MGT 8_2024_PSML_Signed document.pdf

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



Pasari Spinning Mills Limited

Due to the large file size, we are unable to upload the list of shareholders as on 31st December, 2024 on the website. Any stakeholder willing to access the list as of March 31, 2024, may request it by sending an email to any of the following email IDs:

1. pasaricompliance@pasariexports.com
2. admin@pasariexports.com
3. pasari.limited@gmail.com

for **Pasari Spinning Mills Limited**

KRISHNA
KUMAR
GUPTA

Digitally signed by
KRISHNA KUMAR
GUPTA
Date: 2025.02.28
16:42:15+05'30'

Krishna Kumar Gupta

Managing Director

DIN: 00003880

A-21 Silver palm, Bldg 3, Basavanagar Main

Vibhuthipura Extn Marathalli

Bangalore - 560067

No 18 III Floor, Anjaneya Temple Road, Yediyur, Jayanagar 6th Block, Bangalore – 560082

CIN: L85110KA1991PLC012537
Web: <http://www.pasariexports.com/>

Phone No: 91-80-2676-0125
Email: admin@pasariexports.com



सत्यमेव जयते

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies
E' Wing, 2nd Floor Kendriya Sadana, Bangalore, Karnataka, India, 560034

DATED : 27-09-2024

IN THE MATTER OF M/S PASARI SPINNING MILLS LIMITED CIN L85110KA1991PLC012537

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2024 and the Annual general meeting of the company is due to be held on 30-09-2024 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN F98031065 on 03-09-2024 requesting for an extension of time for the purpose of holding AGM on the following grounds

CONSIDERING THE REASONS EXTENSION OF 01 MONTH & 15 DAYS GRANTED

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 01 months 15 days is considered.

ORDER

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 01 months 15 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.



Yours faithfully,
SANJAY SOOD

Registrar of Companies
RoC - Bangalore

Mailing Address as per record available in Registrar of Companies office:

PASARI SPINNING MILLS LIMITED
NO 18 IIIIRD FLOOR, ANJANEYA TEMPLE ROAD,, YEDIYUR, JAYANAGAR
6TH BLOCK,, BANGALORE, Bangalore, Karnataka, India, 560082



Note: This letter is to be generated only when the application is approved by RoC office



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 Pasari Spinning Mills Limited (the Company), having Corporate Identification Number L85110KA1991PLC012537, as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2024. 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 & Rules made there under in respect of:
 1. **Its status under the Companies Act, i.e Public Limited Company, Limited by Shares.**
 2. **Maintenance of registers and records & making entries therein within the time prescribed thereof;**
Registers and Records are maintained up to date.
 3. **Filing of forms and returns as stated in the Annual Return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;**
The E forms and other applicable documents have been filed within the prescribed period. However, when the documents were filed beyond the due dates, the additional fees as imposed by the Ministry of Corporate Affairs, has been paid.
 4. **Calling/convening/holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the Annual Return in respect of which meetings, 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 Minutes Book/registers maintained for the purpose and the same have been signed;

The same has been maintained by the Company as specified in the Companies Act, 2013.

5. Closure of Register of Members/Security holders, as the case may be:

The Company has closed its Register of Members from Tuesday, the 05th November, 2024 to Wednesday, the 13th November, 2024 (both days inclusive) and has provided the newspaper advertisement pursuant to Section 91 of the Companies Act, 2013, within due date.

6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act:

The Company has not given any advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

7. Contracts/arrangements with related parties as specified in section 188 of the Act;

As per the representation received by the Management of the Company, Contracts/arrangements with related parties as specified in section 188 of the Act were in the ordinary course of business and on arm's length basis as specified in the provisions of Section 188 of the Act;

8. Issue 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 as reported in this return:

The Company has not issued or made any allotment or transmission or buyback of securities/ redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issue of security certificates in all instances; hence not required to issue security certificates in such cases.

Since the Company is a listed entity, details of share transfers done electronically are not available directly. However, as per the data provided by the Registrar and Transfer Agent (KFin Technologies Limited), the following share transfer was recorded during the year:

Sr. No.	Date of transfer	Name of transferor	Name of Transferee	Number of Shares Transferred
1	25/10/2023	S L Jain	Hemlata Sagar Jain	100

9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act:

There were no transaction necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.

10. Declaration/payment of dividend; transfer of unpaid /unclaimed dividend;

The Company has not declared any dividend; the Company was not required to 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. 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;

Company has complied with the provisions relating to 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.

However, Pursuant to Section 134 of the Companies Act, 2013 the Financial Statements of the Company must be signed by any two directors (one of whom shall be the Managing Director), the Chief Executive Officer, the Chief Financial Officer and the Company Secretary of the Company, wherever they are appointed. We were informed that the Chief Financial Officer of the Company is unable to sign due to his weak health conditions.

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, there are following changes in the composition of the Board of Directors:

SL No	Name of the Directors/ Key Managerial Personnel	DIN/PAN	Designation	Date of Appointment/ Cessation
1	Krishna Kumar Gupta	00003880	Managing Director	(Re- Appointment) 27/09/2023

After considering the above, the constitution of Board of Directors as on 31st March, 2024 is as under:

Sl No	DIN	Name of the Director/ Key Managerial Personnel	Designation	Remuneration
1	00003880	Krishna Kumar Gupta	Managing Director	NIL
2	09392312	Poonam Gupta	Director	NIL
3	00003860	Gauri Shankar Gupta	Director	NIL
4	01415867	Byadarahally Lakshmaiah Pundareeka	Independent Director	NIL
5	08305351	Kolagunda Kumar Siddappa	Director	NIL
6	01020390	Sheela Arvind	Independent Director	NIL
7	ADSPG3466F	Tarun Kumar Gupta	CFO	NIL
8	BPEPD7127P	Neelu Daslana	company secretary	NIL

*Rs. 7,500 is paid to the Independent Directors as sitting fee per Meeting.

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act:

There is no such instance of the casual vacancies of the Auditor. The Appointment and Reappointment of the Auditors is made as per the Section 139 of the act;

14. Approvals wherever required taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

There is no such instance/ transactions where the approval required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

15. Acceptance/renewal/repayment of deposits:

The Company has not accepted/ renewed/repaid any 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 made any borrowings during the year under review.

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;**

The Company has not made loans and investments or guarantees given or provided any security to other bodies corporate or persons falling under the provisions of Section 186 of the Act during the year under review;

18. **Alteration of the provisions of the Memorandum and/or Articles of Association of the company;**

During the period under review the Company has not made alteration in the existing Object Clause of the Memorandum of Association ("the MOA") of the Company.

for Vinay & Ashwini
Company Secretaries

Belagodu Digitally signed
LakshmiKanth by Belagodu
raj Setty Vinay LakshmiKanthraj
Setty Vinay

Date: 23rd November, 2024
Place: Bangalore
UDIN: F009159F002585183

Vinay B L
M. No. F9159, CP. No. 10760
PR No: 1964/2022