

**Form No. MGT-7**

Form language

 English  Hindi**Annual Return (other than OPCs and Small Companies)**

[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]

All fields marked in \* are mandatory

Refer instruction kit for filing the form

**I REGISTRATION AND OTHER DETAILS**

i \*Corporate Identity Number (CIN)

L17100MH1984PLC033143

ii (a) \*Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) \*Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) \*Type of Annual filing

 Original Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	ZODIAC CLOTHING COMPANY LIMITED	ZODIAC CLOTHING COMPANY LIMITED
Registered office address	NYLOC HOUSE 254, D-2, DR. ANNIE BESANT ROAD, WORLI, NA, Mumbai, Mumbai City, Maharashtra, India, 400030	NYLOC HOUSE 254, D-2, DR. ANNIE BESANT ROAD, WORLI, NA, Mumbai, Mumbai City, Maharashtra, India, 400030
Latitude details	19.010760	19.010760
Longitude details	72.820919	72.820919

(a) \*Photograph of the registered office of the Company showing external building and name prominently visible

ZCCL Building and Address.pdf

(b) \*Permanent Account Number (PAN) of the company

AA\*\*\*\*\*1A

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

\*\*\*\*\*y@zodiacmtc.com

(d) \*Telephone number with STD code

02\*\*\*\*\*91

(e) Website

www.zodiaconline.com

iv \*Date of Incorporation (DD/MM/YYYY)

14/06/1984

v (a) \*Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public company

(b) \*Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) \*Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/  
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi \*Whether company is having share capital (as on the financial year end date)

Yes

No

vii (a) Whether shares listed on recognized Stock Exchange(s)

Yes

No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221

ix \* (a) Whether Annual General Meeting (AGM) held

Yes

No

(b) If yes, date of AGM (DD/MM/YYYY)

29/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

Yes

No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i \*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	14	Manufacture of Wearing Apparel	100

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

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

6

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		358253	Zodiac Clothing Company SA	Subsidiary	100.00
2		0000125	Zodiac Clothing Company (UAE) LLC	Subsidiary	100.00
3		08744256	Zodiac Clothing Co. Pvt. Ltd.	Subsidiary	100.00
4		7381265	Zela Technologies, Inc.	Subsidiary	100.00
5		5912505	Zodiac Clothing Company, Inc.	Subsidiary	100.00
6		C-148496/2018	Zodiac Clothing Bangladesh Limited	Subsidiary	100.00

**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	34000000.00	25993717.00	25993717.00	25993717.00
Total amount of equity shares (in rupees)	340000000.00	259937170.00	259937170.00	259937170.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	34000000	25993717	25993717	25993717
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees )	340000000.00	259937170.00	259937170	259937170

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

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**

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	44751	25948966	25993717.00	259937170	259937170	
<b>Increase during the year</b>	0.00	5825.00	5825.00	58250.00	58250.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify						
On Account of Dematerialisation	0	5825.00	5825.00	58250.00	58250.00	
<b>Decrease during the year</b>	5825.00	0.00	5825.00	58250.00	58250.00	0.00
i Buy-back of shares	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify  On Account of Dematerialisation	5825	0	5825.00	58250	58250	
<b>At the end of the year</b>	38926.00	25954791.00	25993717.00	259937170.00	259937170.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0.00	0	0	
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	0.00
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify  NA	0	0	0.00	0	0	
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	0.00
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify  NA	0	0	0.00	0	0	
<b>At the end of the year</b>	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE206B01013

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares

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

Number of transfers

**Attachments:**

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

\*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of non-convertible 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
<b>Total</b>				

(b) Partly convertible debentures

\*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of partly convertible 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
<b>Total</b>				

**(c) Fully convertible debentures**

\*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

Classes of fully convertible 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
<b>Total</b>				

**(d) Summary of Indebtedness**

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00

Fully convertible debentures	0.00	0.00	0.00	0.00
<b>Total</b>	0.00	0.00	0.00	0.00

**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
<b>Total</b>					

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

i \*Turnover

1729147917.59

ii \* Net worth of the Company

1796538442

**VI SHARE HOLDING PATTERN**

**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	6050784	23.28	0	0.00
	(ii) Non-resident Indian (NRI)	6200184	23.85	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00

	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	6309764	24.27	0	0.00
10	Others <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	18560732.00	71.4	0.00	0

Total number of shareholders (promoters)

**B Public/Other than promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	5870961	22.59	0	0.00
	(ii) Non-resident Indian (NRI)	64104	0.25	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00

	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	1497920	5.76	0	0.00
10	Others <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	7432985.00	28.6	0.00	0

Total number of shareholders (other than promoters)

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

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	2181
2	Individual - Male	5034
3	Individual - Transgender	0
4	Other than individuals	3748
	<b>Total</b>	10963.00

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

**VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	12	12
Members (other than promoters)	10367	10951
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>	3	1	3	1	46.20	23.08
<b>B Non-Promoter</b>	0	6	0	6	0.00	0.29
i Non-Independent	0	0	0	1	0	0.01
ii Independent	0	6	0	5	0	0.28
<b>C Nominee Directors representing</b>	0	0	0	0	0.00	0.00
i. Banks and 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
<b>Total</b>	3	7	3	7	46.20	23.37

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

12

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
SALMAN YUSUF NOORANI	00068423	Managing Director	5808376	
VAMAN MADHAV APTE	00003651	Director	2130	
SUBRAMANIAM RAMACHANDRAN IYER	00580437	Director	3375	
NAUSHAD DARIUS FORBES	00630825	Director	71714	
MOHAMED AWAIS JEHANGIR NOORANI	00951424	Whole-time director	75	
ADNAN SALMAN NOORANI	08689050	Whole-time director	200000	
DILIP JAYANTILAL THAKKAR	00007339	Director	0	
JAVED AHMAD	08668304	Director	0	
ELIZABETH JANE HULSE	07094093	Director	0	11/08/2025
ANEES YUSUF NOORANI	00041686	Director	6000109	29/07/2025
MAHABALA BEALTHUR .	AAF2104B	CFO	15075	
KUMAR KRISHNAN IYER	AAEPI7230C	Company Secretary	0	

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

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
YOGENDRA PREMKRISHNA TRIVEDI	00001879	Director	12/08/2024	Cessation
BERNHARD STEINRUECKE	01122939	Director	12/08/2024	Cessation
SUBRAMANIAM RAMACHANDRAN IYER	00580437	Director	12/08/2024	Change in designation
DILIP JAYANTILAL THAKKAR	00007339	Director	24/07/2024	Appointment
JAVED AHMAD	08668304	Director	24/07/2024	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

0

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding

**B BOARD MEETINGS**

\*Number of meetings held

4

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2024	10	8	80
2	08/08/2024	12	10	83.33
3	14/11/2024	10	9	90
4	11/02/2025	10	9	90

**C COMMITTEE MEETINGS**

Number of meetings held

13

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	30/05/2024	3	3	100
2	Audit Committee	26/06/2024	3	3	100

3	Audit Committee	08/08/2024	3	3	100
4	Audit Committee	09/10/2024	3	3	100
5	Audit Committee	14/11/2024	3	3	100
6	Audit Committee	18/12/2024	3	3	100
7	Audit Committee	11/02/2025	3	3	100
8	Audit Committee	26/03/2025	3	3	100
9	Nomination Remuneration Committee	27/03/2025	3	3	100
10	Corporate Social Responsibility Committee	24/02/2025	3	3	100
11	Stakeholder Relationship Committee	24/02/2025	3	3	100
12	Independent Directors Meetings	24/03/2025	3	3	100
13	Risk Management Committee	24/02/2025	3	3	100

#### D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on  29/09/2025 (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	SALMAN YUSUF NOORANI	4	4	100	3	3	100	Yes
2	VAMAN MADHAV APTE	4	4	100	5	5	100	Yes
3	SUBRAMANIAM RAMACHANDRAN IYER	4	4	100	1	1	100	Yes
4	NAUSHAD DARIUS FORBES	4	1	25	1	1	100	Yes
5	MOHAMED AWAIS JEHANGIR NOORANI	4	4	100	0	0	0	Yes
6	ADNAN SALMAN NOORANI	4	4	100	0	0	0	Yes
7	DILIP JAYANTILAL THAKKAR	3	3	100	1	1	100	Yes

8	JAVED AHMAD	3	3	100	0	0	0	Yes
9	ELIZABETH JANE HULSE	4	1	25	0	0	0	No
10	ANEES YUSUF NOORANI	4	4	100	4	4	100	Yes

**X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

A \*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	SALMAN YUSUF NOORANI	Managing Director	0	0	0	0	0.00
2	MOHAMED AWAIS JEHANGIR NOORANI	Whole-time director	5325034	0	0	0	5325034.00
3	ADNAN SALMAN NOORANI	Whole-time director	2940000	0	0	0	2940000.00
	<b>Total</b>		8265034.00	0.00	0.00	0.00	8265034.00

B \*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	MAHABALA BEALTHUR	CFO	5375740	0	0	0	5375740.00
2	KUMAR KRISHNAN IYER	Company Secretary	3454456	0	0	0	3454456.00
	<b>Total</b>		8830196.00	0.00	0.00	0.00	8830196.00

C \*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
	<b>Total</b>		0.00	0.00	0.00	0.00	0.00

**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 1

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
Zodiac Clothing Company Limited	BSE Limited & National Stock Exchange	17/03/2025	SEBI(Listing Obligation & Disclosure Requirements) Regulations, 2015	Regulation 17 (1A) of SEBI LODR Regulations, 2015 Appointment of Mr. Dilip Thakkar as an Non-Executive, Independent Director, who has attained the age of 87 years without passing Special Resolution prior to his appointment.	The Company has paid the penalty of Rs. 3,06,800/- to NSE and BSE and endeavours to comply with the listing Regulations subsequently.

B \*DETAILS OF COMPOUNDING OF OFFENCES  Nil

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

**XIII Details of Shareholder / Debenture holder**

Number of shareholder/ debenture holder

10963

#### XIV Attachments

(a) List of share holders, debenture holders

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(b) Optional Attachment(s), if any

MGT-8 Zodiac\_sd.pdf

#### XV 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.

#### 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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

ZODIAC CLOTHING  
COMPANY LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ 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 Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 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/beyond the prescribed time;
- 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 Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 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;
- 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;
- 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

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;

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;

12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

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;

15 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;

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;

To be digitally signed by

Name

DINESH KUMAR DEORA

Date (DD/MM/YYYY)

28/11/2025

Place

Mumbai

Whether associate or fellow:

Associate

Fellow

Certificate of practice number

4\*1\*

**XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014**

\*(a) DIN/PAN/Membership number of Designated Person

AAEPI7230C

\*(b) Name of the Designated Person

KUMAR KRISHNAN IYER

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number\*  dated\*

(DD/MM/YYYY)  to sign this form and declare that all the requirements of 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.

**\*To be digitally signed by**

**\*Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

**\*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

**\*To be digitally signed by**

Company Secretary       Company secretary in practice

**\*Whether associate or fellow:**

Associate       Fellow

Membership number

Certificate of practice number

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

***For office use only:***

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

**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**