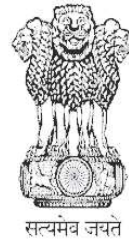


Form No. MGT-7



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)

U67200MH1996PLC097730

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	KOTAK MAHINDRA PRIME LIMITED	KOTAK MAHINDRA PRIME LIMITED
Registered office address	27BKC, C 27, G Block Bandra Kurla Complex, Bandra (E),,NA,Mumbai,Mumbai City,Maharashtra,India,400051	27BKC, C 27, G Block Bandra Kurla Complex, Bandra (E),,NA,Mumbai,Mumbai City,Maharashtra,India,400051
Latitude details	19.062264	19.062264
Longitude details	72.864457	72.864457

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

KMPL RO sd.pdf

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

AA*****4A

(c) *e-mail ID of the company

*****.tangudu@kotak.com

(d) *Telephone number with STD code

02*****25

(e) Website

www.primeloans.kotak.com

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

28/02/1996

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

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
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058

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

Yes

No

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

26/06/2025

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

25/09/2025

(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	K	Financial and insurance activities	66	Other financial activities	100

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

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

1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	L65110MH1985PLC038137		KOTAK MAHINDRA BANK LIMITED	Holding	51

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	3500000.00	3495200.00	3495200.00	3495200.00
Total amount of equity shares (in rupees)	35000000.00	34952000.00	34952000.00	34952000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	3500000	3495200	3495200	3495200
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	35000000.00	34952000.00	34952000	34952000

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	3000000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	30000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference Shares				
Number of preference shares	3000000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	30000000.00	0.00	0	0

(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			
(i) Equity shares						
At the beginning of the year	80	3495120	3495200.00	34952000	34952000	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
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 <input type="text"/>						
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back 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 <input type="text"/>			0			
At the end of the year	80.00	3495120.00	3495200.00	34952000.00	34952000.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
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 <input type="text"/>			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
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 <input type="text"/>			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	0.00

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		<input type="text"/>
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

Transfer Details.xlsm

iv Debentures (Outstanding as at the end of financial year)**(a) Non-convertible debentures**

*Number of classes

2

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non-convertible debentures	55940	1000000	55940000000.00
Non-convertible debentures	1345430	100000	134543000000.00
Total	1401370.00	1100000.00	190483000000.00

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
Non-convertible debentures (FV Rs. 10 Lakh)	92990000000	9000000000	46050000000	55940000000.00
Non-convertible debentures (FV Rs. 1 Lakh)	78800000000	55743000000	0	134543000000.00
Total	171790000000.00	64743000000.00	46050000000.00	190483000000.00

(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)
Total			

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

Total				
--------------	--	--	--	--

(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)
Total			

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
Total				

(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	17179000000.00	64743000000.00	46050000000.00	190483000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	17179000000.00	64743000000.00	46050000000.00	190483000000.00

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
Total					

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

i *Turnover

48433389496

ii * Net worth of the Company

130269161793

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	80	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	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	1782520	51.00	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)	1712600	49.00	0	0.00
10	Others <input type="text"/>				
	Total	3495200.00	100	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	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	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)	0	0.00	0	0.00
10	Others <input type="text"/>				
	Total	0.00	0	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	2
2	Individual - Male	6
3	Individual - Transgender	0
4	Other than individuals	2
	Total	10.00

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	10	10
Members (other than promoters)	0	0
Debenture holders	233	212

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	0	1	0	1	0	0
B Non-Promoter	2	6	1	6	0.00	0.00
i Non-Independent	2	1	1	1	0	0
ii Independent	0	5	0	5	0	0
C Nominee Directors representing	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						
Total	2	7	1	7	0.00	0.00

*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
TEKUMALLA NIHAR RAMANA RAO	07721724	Director	0	
RAMESH GANESH IYER	00220759	Additional Director	0	
JASON DALGADO	AFBPD2820B	CFO	0	
KIRAN TANGUDU	AFPPT6285A	Company Secretary	0	

UDAY SURESH KOTAK	00007467	Director	0	
SHAHRUKH HOMI TODIWALA	09291062	Managing Director	0	
AKILA URANKAR	00226541	Director	0	
RAVI VENKATRAMAN	00307328	Director	0	
AMIT MOHAN	09294638	Director	0	
PRAKASH KRISHNAJI APTE	00196106	Director	0	

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

4

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)
VYOMESH DINESHCHANDRA KAPASI	07665329	Managing Director	21/02/2025	Cessation
SHAHRUKH HOMI TODIWALA	09291062	Managing Director	21/02/2025	Change in designation
RAMESH GANESH IYER	00220759	Additional Director	18/03/2025	Appointment
CHANDRASHEKHAR SHRIKRISHNA SATHE	00017605	Director	30/03/2025	Cessation

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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EXTRAORDINARY GENERAL MEETING	26/04/2024	10	8	99.99
ANNUAL GENERAL MEETING	26/06/2024	10	10	100

B BOARD MEETINGS

*Number of meetings held

13

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	25/04/2024	9	9	100
2	03/05/2024	9	9	100
3	23/05/2024	9	9	100
4	24/06/2024	9	8	88.89
5	18/07/2024	9	8	88.89
6	08/08/2024	9	8	88.89
7	27/08/2024	9	9	100
8	06/09/2024	9	9	100
9	17/10/2024	9	9	100
10	23/12/2024	9	9	100
11	17/01/2025	9	9	100
12	20/02/2025	9	9	100
13	17/03/2025	8	8	100

C COMMITTEE MEETINGS

Number of meetings held

36

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	25/04/2024	4	4	100
2	Audit Committee	23/05/2024	4	4	100
3	Audit Committee	18/07/2024	4	4	100

4	Audit Committee	08/08/2024	4	3	75
5	Audit Committee	03/10/2024	4	4	100
6	Audit Committee	17/10/2024	4	4	100
7	Audit Committee	09/12/2024	4	4	100
8	Audit Committee	16/01/2025	4	3	75
9	Audit Committee	10/03/2025	4	4	100
10	Committee of Board	17/05/2024	3	3	100
11	Credit Committee of Board	25/04/2024	4	4	100
12	Credit Committee of Board	20/06/2024	4	4	100
13	Credit Committee of Board	10/07/2024	4	4	100
14	Credit Committee of Board	06/09/2024	4	4	100
15	Credit Committee of Board	04/10/2024	4	3	75
16	Credit Committee of Board	16/12/2024	4	4	100
17	Credit Committee of Board	12/02/2025	4	4	100
18	Credit Committee of Board	24/03/2025	4	4	100
19	Corporate Social Responsibility Committee	05/07/2024	4	4	100
20	Corporate Social Responsibility Committee	09/12/2024	4	4	100
21	Corporate Social Responsibility Committee	11/03/2025	4	4	100
22	Nomination & Remuneration Committee	25/04/2024	4	4	100
23	Nomination & Remuneration Committee	11/06/2024	4	4	100
24	Nomination & Remuneration Committee	27/08/2024	4	4	100
25	Nomination & Remuneration Committee	20/12/2024	4	4	100

26	Nomination & Remuneration Committee	20/02/2025	4	4	100
27	Nomination & Remuneration Committee	17/03/2025	4	4	100
28	Risk Management Committee	11/06/2024	5	5	100
29	Risk Management Committee	20/09/2024	5	4	80
30	Risk Management Committee	05/12/2024	5	5	100
31	Risk Management Committee	17/03/2025	5	5	100
32	IT Strategy Committee	28/06/2024	4	3	75
33	IT Strategy Committee	27/09/2024	4	4	100
34	IT Strategy Committee	05/12/2024	4	4	100
35	IT Strategy Committee	10/03/2025	4	4	100
36	Stakeholders Relationship Committee	02/12/2024	4	4	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 26/06/2025 (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	UDAY SURESH KOTAK	13	13	100	6	6	100	No
2	SHAHROKH HOMI TODIWALA	13	13	100	6	6	100	Yes
3	AKILA URANKAR	13	13	100	27	26	96	Yes
4	RAVI VENKATRAMAN	13	13	100	30	30	100	No
5	TEKUMALLA NIHAR RAMANA RAO	13	13	100	4	4	100	No
6	RAMESH GANESH IYER	0	0	0	0	0	0	Yes
7	AMIT MOHAN	13	13	100	18	17	94	Yes

8	PRAKASH KRISHNAJI APTE	13	13	100	7	7	100	Yes
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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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	VYOMESH DINESHCHANDRA KAPASI	Managing Director	33876782	0	0	1094444	34971226.00
2	SHAHRIKH HOMI TODIWALA	Managing Director	24286727	0	0	987027	25273754.00
	Total		58163509.00	0.00	0.00	2081471.00	60244980.00

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	JASON DALGADO	CFO	16334490	0	0	1045481	17379971.00
2	KIRAN TANGUDU	Company Secretary	5402467	0	0	580758	5983225.00
	Total		21736957.00	0.00	0.00	1626239.00	23363196.00

C *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	UDAY SURESH KOTAK	Director	0	750000	0	1125000	1875000.00
2	AKILA URANKAR	Director	0	1500000	0	2515000	4015000.00
3	RAVI VENKATRAMAN	Director	0	1500000	0	2705000	4205000.00
4	PRAKASH KRISHNAJI APTE	Director	0	375000	0	1415000	1790000.00
5	TEKUMALLA NIHAR RAMANA RAO	Director	0	375000	0	1265000	1640000.00

6	CHANDRASHEKHAR SHRIKRISHNA SATHE	Director	0	1500000	0	2380000	3880000.00
7	Chandra Shekhar Rajan	Director	0	1125000	0	0	1125000.00
	Total		0.00	7125000.00	0.00	11405000 .00	18530000.00

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

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

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

222

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder - rev final .xlsm

(b) Optional Attachment(s), if any

Details of Share Transfer & List of
Shareholders-MGT_7 FY 2024-25
sd.pdf
List of Debenture Holders as on
31st March 2025 sd.pdf
Meetings List 2024-25 sd.pdf
Details of transfer of debenture FY
2024-25 sd.pdf
MGT-8_KMPL_2024-
25_new_signed.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

KOTAK MAHINDRA PRIME
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

Rupal Dhiren Jhaveri

Date (DD/MM/YYYY)

22/08/2025

Place

Mumbai

Whether associate or fellow:

Associate Fellow

Certificate of practice number

4*2*

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

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

7932

*(b) Name of the Designated Person

KIRAN TANGUDU

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))

Director

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

1*0*4*0*

***To be digitally signed by**

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

Certificate of practice number

4*2*

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)

AB6083508

eForm filing date (DD/MM/YYYY)

22/08/2025

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