

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]



सत्यमेव जयते

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

U24311GJ2019PLC108862

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAGCV9984R

(ii) (a) Name of the company

VISAMAN GLOBAL SALES LIM

(b) Registered office address

C/O., JAIN TRADERS, 8, SORATHIAWADI NEAR NARMADA, 80 FEET
ROAD, NA
RAJKOT
Rajkot
Gujarat
360002

(c) *e-mail ID of the company

visamansales@gmail.com

(d) *Telephone number with STD code

9023730627

(e) Website

visamanglobalsales.com

(iii) Date of Incorporation

27/06/2019

(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

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes No

(f) Specify the reasons for not holding the same

AGM IS SCHEDULED TO BE HELD ON 27/09/2024

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Trade	G1	Wholesale Trading	100

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	15,000,000	10,079,999	10,079,999	10,079,999
Total amount of equity shares (in Rupees)	150,000,000	100,799,990	100,799,990	100,799,990

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES OF RS 10 EACH				
Number of equity shares	15,000,000	10,079,999	10,079,999	10,079,999
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000	100,799,990	100,799,990	100,799,990

(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	0	7,000,000	7000000	70,000,000	70,000,000	

Increase during the year	0	3,079,999	3079999	30,799,990	30,799,990	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	3,079,999	3079999	30,799,990	30,799,990	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	0	10,079,999	10079999	100,799,990	100,799,990	0
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

INE0BHK01012

(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/Debtentures 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				<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

Particulars	Number of units	Nominal value per unit	Total value
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

3,079,276,910

(ii) Net worth of the Company

114,471,933

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	10,079,999	100	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)	0	0	0	
10.	Others	0	0	0	
	Total	10,079,999	100	0	0

Total number of shareholders (promoters)

7

(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	0	0	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)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

7

**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	7	7
Members (other than promoters)	0	0
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	3	2	1	36	6
B. Non-Promoter	0	2	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	2	0	3	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	2	4	36	6

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

7

(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)
MITULKUMAR SURESH	07789750	Managing Director	3,628,800	
BRIJESH NARENDRA	09648254	Whole-time director	69	
AVNI MITULBHAI VASANT	08494957	Director	604,800	
BHARAT MAGANLAL	08957139	Director	0	
PARAS FULABHAI SHINDE	03518750	Director	0	
ABHISHEK RANJITBHAI	10519845	Director	0	
ANKITA ANIL JAIN	AHPPJ0561R	Company Secretary	0	

(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	Nature of change (Appointment/ Change in designation/ Cessation)
SURESHCHANDRA	07796146	Director	20/02/2024	Cessation
BRIJESH NARENDRA	09648254	Whole-time director	28/03/2024	Appointment
ABHISHEK RANJITBHAI	10519845	Director	06/03/2024	Appointment
AVNI MITULBHAI VASANT	08494957	Director	28/03/2024	Change in designation

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

7

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	30/09/2023	7	7	100
EXTRA ORDINARY GENERAL MEETING	23/05/2023	7	7	100
EXTRA ORDINARY GENERAL MEETING	29/06/2023	7	7	100
EXTRA ORDINARY GENERAL MEETING	25/08/2023	7	7	100
EXTRA ORDINARY GENERAL MEETING	27/12/2023	7	7	100
EXTRA ORDINARY GENERAL MEETING	06/03/2024	7	5	99.99
EXTRA ORDINARY GENERAL MEETING	28/03/2024	7	7	100

B. BOARD MEETINGS

*Number of meetings held

13

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/04/2023	6	6	100
2	22/05/2023	6	6	100
3	30/05/2023	6	5	83.33
4	26/06/2023	6	5	83.33
5	28/06/2023	6	6	100
6	16/08/2023	6	6	100
7	01/09/2023	6	6	100
8	19/09/2023	6	5	83.33
9	18/12/2023	6	6	100
10	27/12/2023	6	5	83.33
11	20/02/2024	6	6	100
12	22/03/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

10

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 COMM +	22/04/2023	3	3	100
2	AUDIT COMM +	20/05/2023	3	3	100
3	AUDIT COMM +	14/08/2023	3	3	100
4	AUDIT COMM +	18/12/2023	3	3	100
5	AUDIT COMM +	20/02/2024	3	3	100
6	NOMINATION +	25/04/2023	3	3	100
7	NOMINATION +	12/12/2023	3	3	100
8	NOMINATION +	19/02/2024	3	3	100
9	NOMINATION +	28/03/2024	3	3	100
10	STAKEHOLDE +	30/03/2024	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	MITULKUMAR	13	13	100	5	5	100	
2	BRIJESH NAF	13	12	92.31	2	2	100	
3	AVNI MITULB	13	13	100	0	0	0	
4	BHARAT MAG	13	12	92.31	9	9	100	
5	PARAS FULA	13	11	84.62	10	10	100	
6	ABHISHEK RA	2	2	100	1	1	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MITULKUMAR SUF	Managing Director	1,800,000	0	0	0	1,800,000
	Total		2,583,000	0	0	0	1,800,000

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	BRIJESH NAREND	CFO	783,228	0	0	0	783,228
2	ANKITA ANIL JAIN	COMPANY SEC	131,160	0	0	0	131,160
	Total		914,388	0	0	0	914,388

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AVNI MITULBHAI V	Director	840,000	0	0	0	840,000
2	SURESHCHANDRA/	Director	1,700,000	0	0	0	1,700,000
	Total		2,540,000	0	0	0	2,540,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

KALPESH P RACHCHH

Whether associate or fellow

Associate Fellow

Certificate of practice number

3974

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:

- 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.
- 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

07789750

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachement(s), if any

-
-
-
-

List of attachments

List of Shareholders 2023-24_VGSL.pdf
FM MGT-8_VGSL.pdf
13th Board Meeting.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

VISAMAN GLOBAL SALES LIMITED

(CIN: U24311GJ2019PLC108862)

Registered Office: C/O., Jain Traders, 8, Sorathia Wadi Near Narmada,
80 Feet Road, Rajkot-360002, Gujarat, India.

E-mail: visamansales@gmail.com Ph. No (O). 9023730627

Website: visamanglobalsales.com

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

* B. BOARD MEETINGS

Sr. No.	Date of Meeting	Total Number of directors associated as on the date of meeting	Attendance	
			No. of Director Attended	% of attendance
13	26-03-2024	06	06	100

Note: *In Form MGT 7 in point IX. B. only 12 fields are reflecting and total 13 Board meetings have been held during the year 2023-24, hence this document is attached to reflect 13th Board Meeting.

VISAMAN GLOBAL SALES LIMITED

(CIN: U24311GJ2019PLC108862)

Registered Office: C/O., Jain Traders, 8, Sorathia Wadi Near Narmada,
80 Feet Road, Rajkot-360002, Gujarat, India.

E-mail: visamansales@gmail.com Ph. No (O). 9023730627

Website: visamanglobalsales.com

List of Shareholders as on 31/03/2024

SR.NO.	NAME AND ADDRESS OF SHAREHOLDER	NO. OF SHARES
1	Sureshchandra Gulabchand Vasa 201, Sun City Grand, Balaji Hall, Street, Off. Dholakiya School, Nana Mava Road, Rajkot-360005, Gujarat, India	5140800
2	Mitulkumar Sureshchandra Vasa 201, Sun City Grand, Balaji Hall Street, Off. Dholakiya School, Nana Mava Road, Rajkot-360005, Gujarat, India	3628800
3	Avni Mitulbhai Vasa 201, Grand Sun City, 150 Feet Ring Road, K G Dholakiya School Saame, Near Balaji Hall, Rajkot-360005 Gujarat, India	604800
4	Ilaben Sureshchandra Vasa 201, Grand Sun City, 150 Feet Ring Road, Nr Balaji Hall Circle, Opp Kg Dholakiya School Rajkot- 360005 Gujarat, India	705392
5	Bhavesh D Talsaniya "Bhavani krupa", Sadhana Society Corner 5/6 Sahakar main Road, Rajkot -360002 Gujarat, India	69
6	Brijesh Narendrabhai Kular 483-A, 5 Narayannagar, Dhebar Road South Near Railway Crosing Rajkot-360002, Gujarat, India	69
7	Kaushik Gulabchand Shah Bedi Naka Main Road, Khadaki Naka Chowk, Rajkot City, Rajkot-360001 Gujarat, India	69
	TOTAL	10079999



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]

To,
The Members,
Visaman Global Sales Limited
(CIN: U24311GJ2019PLC108862)
C/O., Jain Traders, 8, Sorathiawadi Near Narmada,
80 Feet Road, Rajkot-360002,
Gujarat, India.

We have examined the registers, records and books and papers of **Visaman Global Sales Limited (CIN: U24311GJ2019PLC108862)** (the Company) 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 Act.
 2. Maintenance of registers/records & making entries therein within the time prescribed thereof.
 3. Forms and returns filed during the year with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities were filed within the prescribed time. However, FM AOC 4-XBRL and FM MGT 7 for the financial year ended 31st March, 2023 were filed late with requisite additional fees as prescribed under the Act.
 4. Calling/ convening/ holding meetings of Board of Directors and its committees 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 (including Certain Meetings which were called with shorter notice in due compliance with the Act) and the proceedings have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed.
 5. The Company has not closed its Register of Members during the year under review. However, Company has kept 01st March, 2024 as record date for Issue of bonus shares.



6. The Company has not given any advances/loans to its directors and/or persons, however, Company has given guarantee to its group Company referred to in section 185 of the Companies Act, 2013 in due compliance with the approval of the members of the Company.
7. As informed by the Management, all the contracts/arrangements made with related parties as specified in section 188 of the Act are at arms' length and approved by Audit Committee and Board of Directors and approved transactions omnibus which are of repetitive nature. Company has taken approval of the Members of the Company for material transactions as and when required.
8. During the year under review, the Company has allotted 30,79,999 Fully Paid up Equity Shares of Rs. 10/- each as Bonus Equity Shares on 22nd March, 2024 in compliance with the Provisions of the Act. The Company has not bought back any Securities during the year under review. Further, there was no transfer/transmission of shares.
9. There is no need of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
10. The Company has not declared dividend during the year under review. The Company is not required to transfer any amount to the Investor Education and Protection Fund in accordance with section 125 of the Act during the year under review.
11. The audited financial statement and report of directors were signed as per the provisions of section 134 of the Act and as per sub - sections (3),(4) and (5) thereof.
12. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. Further, during the year under review, the changes in the composition of the Board of Directors i.e. appointment of Whole-time Director, appointment of Independent Director, cessation of Existing Promoter Director, change in designation and appointment of Key Managerial Personnel that took place during the year under review were made in compliance with the provisions of the Act. Remuneration to Managerial Personnel were paid in due compliance with the provisions of the Companies Act, 2013 and rules made thereunder.
13. Appointment of auditor was made in compliance as per the provisions of section 139 of the Act and rules made there under.
14. There was no instance occurred during the year which require approvals to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act. During the year, Company has availed approval of Members



for making Initial Public offer i.e. to create, offer, issue, allot Equity Shares of Face Value of Rs.10/- of not more than Rs. 20,00,00,000/-, by way of Fresh Issuance of Equity Shares at their Extra-Ordinary General Meeting held on 28th March, 2024 and after closer of financial year company has received In-principle approval of proposed Initial Public Offering vide letter dated 13th June, 2024, filed Prospectus on dated 18th June, 2024 and Company got listed on National Stock Exchange Emerge Platform (NSE Emerge) on 01st July, 2024.

15. As informed by the management, during the year under review, the Company has not accepted deposits falling under the provision of Section 73 of the Companies Act, 2013.
16. As informed by the management, borrowings from the banks, Financial Institutions, NBFCs, and Directors are within the limit prescribed by the Company and during the Year Company have modified charge in that respect, wherever applicable as per the provision of the Act.
17. The Company has not given any loan to other bodies corporate or persons falling under the provisions of section 186 of the Act. However, Company has given corporate guarantee to its group Company which is within the Limits as approved by the Members of the Company in compliance of section 186 of the Companies Act, 2013. Further the Company has not made any investments.
18. The Company has increased its Authorized Share Capital and has also altered main object clause and accordingly Company has altered Object Clause and Share Capital Clause of Memorandum of Association of the Company in compliance with the provision of Companies Act, 2013 and rules made thereunder and has not altered Articles of Association of the Company during the year under review.

For, K. P. Rachchh & Co.
Company Secretaries

Place: Rajkot
Date:

Signature: _____
Kalpesh P. Rachchh
Proprietor
FCS No.5156
C P No.: 3974

Peer Review Certificate No.737/2020
UDIN: