

Form No. MGT-7

ANNUAL RETURN

As on the financial year ended on 31/03/2021

of

MAHINDRA INSURANCE BROKERS LIMITED

[Pursuant to Section 92(1) of the Companies Act, 2013

And

Rule 11(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- (i) Corporate Identification Number (CIN) of the company
Global Location Number (GLN) of the company
Permanent Account Number (PAN) of the company. : AABCM0839M

- (ii) (a) Name of The Company
(b) Registered Office Address
(c) *E-Mail ID of the Company
(d) *Telephone No. with STD Code
(e) Website

- (iii) Date of Incorporation

| (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) CIN of Registrar and Transfer Agent

U72400TG2017PTC117649

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered Office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District,
Nanakramguda, Serilingampally
Hyderabad, Telangana 500032

(vii) Financial Year 01/04/2020 (DD /MM/YYYY) 31/03/2021 (DD /MM/YYYY)
From date To date

(viii) Whether Annual General Meeting (AGM) held :- Yes No

a) If Yes, date of AGM 19/07/2021

b) Due Date of AGM 30/09/2021

c) Whether Any Extension For AGM granted Yes No

d) if yes, provide the Service Request Number of the application Form filed for extension

e) Extended Due Date after grant of Extension

Pre - fill

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of Business Activities 1

| Sr.No | Main Activity group Code | Description of Main Activity group | Business Activity Code | Description of Business Activity | % of Total Turnover of Company |
|-------|--------------------------|------------------------------------|------------------------|--|--------------------------------|
| 1. | K | Financial and insurance Service | K3 | Life/Non-life Insurance and Reinsurance activities | 100 |

III. PARTICULARS OF HOLDING, SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

*No. of Companies for which information is to be given 1

| Sr.No | Name of the Company | CIN/FCRN | Holding/ Subsidiary / Joint Venture/Associate | % of Shares held |
|-------|--|-----------------------|---|------------------|
| 1. | MAHINDRA AND MAHINDRA FINANCIAL SERVICES LIMITED | L65921MH1991PLC059642 | Holding | 80 |
| | | | | |

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

(i) *SHARE CAPITAL

(a) Equity Share Capital

| Particulars | Face Value | Authorized Capital | Issued Capital | Subscribed Capital | Paid Up Capital |
|--|------------|--------------------|----------------|--------------------|-----------------|
| Total Number of Equity Shares | 10 | 15,000,000 | 10,309,280 | 10,309,280 | 10,309,280 |
| Total amount of Equity Shares(in rupees) | 10 | 150,000,000 | 103,092,800 | 103,092,800 | 103,092,800 |

Number of Classes:1

| Class of Shares | Authorized Capital | Issued Capital | Subscribed Capital | Paid up Capital |
|--|--------------------|----------------|--------------------|-----------------|
| | | | | |
| Number of Equity Shares | 15,000,000 | 10,309,280 | 10,309,280 | 10,309,280 |
| Nominal Value Per Share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of Equity Shares (in rupees) | 15,000,000 | 103,092,800 | 103,092,800 | 103,092,800 |

b. Preference Share Capital

| Particulars | Authorised Capital | Issued Capital | Subscribed Capital | Paid up Capital |
|--|--------------------|----------------|--------------------|-----------------|
| Total Number of Preference Shares | | | | |
| Total amount of Preference Shares(in rupees) | | | | |

Number of Classes:

| Class of Shares | Authorized Capital | Issued Capital | Subscribed Capital | Paid up Capital |
|---|--------------------|----------------|--------------------|-----------------|
| | | | | |
| Number of Preference Shares | 0 | 0 | 0 | 0 |
| Nominal Value Per Share(in rupees) | 0 | 0 | 0 | 0 |
| Total amount of Preference Shares(in rupees) | 0 | 0 | 0 | 0 |

c. Unclassified Share Capital

| Particulars | Authorized Share Capital |
|-------------------------------------|--------------------------|
| Total Amount of Unclassified shares | 0 |

d. Break up of Paid Up Share Capital

| Class of Shares | Number of Shares | Total Nominal Amount | Total Paid-up Amount | Total Premium |
|--|-------------------------|-----------------------------|-----------------------------|----------------------|
| Equity Shares | | | | |
| At the Beginning of the Year | 10,309,280 | 103,092,800 | 103,092,800 | 0 |
| Increase during the Year | 0 | 0 | 0 | 0 |
| i) Public Issue | 0 | 0 | 0 | 0 |
| ii) Right Issue | 0 | 0 | 0 | 0 |
| iii) Bonus Issue | 0 | 0 | 0 | 0 |
| iv) Private Placement/ Preferential Allotment | 0 | 0 | 0 | 0 |
| v) ESOPs | 0 | 0 | 0 | 0 |
| vi) Sweat Equity Shares Allotted | 0 | 0 | 0 | 0 |
| vii) Conversion of Preference Shares | 0 | 0 | 0 | 0 |
| viii) Conversion of Debentures | 0 | 0 | 0 | 0 |
| ix) GDRs/ADRs | 0 | 0 | 0 | 0 |
| x) Others, specify <input type="text" value="0"/> 0 | 0 | 0 | 0 | 0 |
| Decrease during the year | | | | |
| i) Buy-Back of Shares | 0 | 0 | 0 | 0 |
| ii) Shares Forfeited | 0 | 0 | 0 | 0 |
| iii) Reduction of Share Capital | 0 | 0 | 0 | 0 |
| iv) Others, Specify <input type="text"/> | | | | |
| At the end of Year | 10,309,280 | 103,092,800 | 103,092,800 | |
| Preference Shares | | | | |
| At the Beginning of the Year | 0 | 0 | 0 | 0 |
| Increase during the Year | 0 | 0 | 0 | 0 |
| i) Issues of Shares | 0 | 0 | 0 | 0 |
| ii) Re-Issue of Forfeited Shares | 0 | 0 | 0 | 0 |
| iii) Others, Specify <input type="text"/> | | 0 | 0 | 0 |
| Decrease during the year | | | | |
| i) Redemption of Shares | 0 | 0 | 0 | 0 |
| ii) Shares Forfeited | 0 | 0 | 0 | 0 |

| | | | | |
|---------------------------------|---|---|---|---|
| iii) Reduction of Share Capital | 0 | 0 | 0 | 0 |
| iv) Others, Specify | | | | |
| At the end of Year | 0 | 0 | 0 | 0 |

ISIN of the equity shares of the Company

INE564N01010

(ii) Details of Stock Split/Consolidation during the year (for each class of shares):
Not Applicable

| 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 Transfer since closure date of last Financial year(or in the case of first return at any time since the incorporation of the company) *

a. Nil

Details being provided in 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 previous AGM 13/7/2020 | | | |
| Date of Registration of Transfer (Date Month Year)- NOT APPLICABLE | | | |
| Type of Transfer | 1. Equity 2. Preference 3. Debentures 4. Stock | | |
| Number of Shares/ Debentures/Units Transferred: | Amount Per Share/Debenture/Unit in Rs.: | | |
| Ledger Folio of Transferor | | | |
| Transferor's Name | | | |
| | Surname | Middle name | First name |
| Ledger Folio of Transferee | | | |
| Transferee's Name | | | |
| | Surname | Middle name | First name |
| Date of Registration of Transfer | | | |
| Type of Transfer | 1. Equity 2. Preference 3. Debentures 4. Stock | | |
| Number of Shares/ Debentures Transferred: | Amount Per Share/Debenture/Unit in Rs.: | | |

| | | | |
|----------------------------|---------|-------------|------------|
| Ledger Folio of Transferor | | | |
| Transferor's Name | | | |
| | Surname | Middle name | First name |
| Ledger Folio of Transferee | | | |
| Transferee's Name | | | |
| | 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 |
| | 0 | 0 | 0 |
| Total | 0 | 0 | 0 |

Details of Debentures

| L65921MH1991PLC059642 | | | | |
|-------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| 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)

| 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 under Companies Act, 2013)

| | |
|------------------------------|---|
| i) Turnover | <input type="text" value="236,02,06,760.56"/> |
| ii) Net worth of the Company | <input type="text" value="455,04,36,850.15"/> |

VI. (a) *SHARE HOLDING PATTERN- Promoters

| S. No. | Category | Equity | | Preference | |
|--------|--|------------------|------------|------------------|------------|
| | | Number of Shares | Percentage | Number of Shares | Percentage |
| 1. | Individual/HUF | | | | |
| | (i) Indian | 0 | 0 | 0 | 0 |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | 0 |
| | (iii) Foreign national (otherthan NRI) | 0 | 0 | 0 | 0 |
| 2. | Government | 0 | 0 | 0 | 0 |
| | (i) Central Government | 0 | 0 | 0 | 0 |
| | (ii) State Government | 0 | 0 | 0 | 0 |
| | (iii) Government companies | 0 | 0 | 0 | 0 |

| | | | | | |
|--------------|-------------------------------------|------------------|-----------|---|---|
| 3. | Insurance companies | 0 | 0 | 0 | 0 |
| 4. | Banks | 0 | 0 | 0 | 0 |
| 5. | Financial institutions | 0 | 0 | 0 | 0 |
| 6. | Foreign institutional investors | 0 | 0 | 0 | 0 |
| 7. | Mutual funds | 0 | 0 | 0 | 0 |
| 8. | Venture capital | 0 | 0 | 0 | 0 |
| 9. | Body corporate(not mentioned above) | 8,247,424 | 80 | 0 | 0 |
| 10. | Others <input type="text"/> | | | | |
| Total | | 8,247,424 | 80 | | |

Total Number of Shareholders(promoters)

(b) * SHARE HOLDING PATTERN- Public/ Other than promoters

| Sr.No. | Category | Equity | | Preference | |
|--------------|---|------------------|------------|------------------|------------|
| | | Number of Shares | Percentage | Number of Shares | Percentage |
| 1. | Individual/HUF | 0 | 0 | 0 | 0 |
| | (i) Indian | 0 | 0 | 0 | 0 |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | 0 |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | 0 |
| 2. | Government | 0 | 0 | 0 | 0 |
| | (i) Central Government | 0 | 0 | 0 | 0 |
| | (ii) State Government | 0 | 0 | 0 | 0 |
| | (iii) Government companies | 0 | 0 | 0 | 0 |
| 3. | Insurance companies | 0 | 0 | 0 | 0 |
| 4. | Banks | 0 | 0 | 0 | 0 |
| 5. | Financial institutions | 0 | 0 | 0 | 0 |
| 6. | Foreign institutional investors | 0 | 0 | 0 | 0 |
| 7. | Mutual funds | 0 | 0 | 0 | 0 |
| 8. | Venture capital | 0 | 0 | 0 | 0 |
| 9. | Body corporate(not mentioned above) | 2,061,856 | 20 | 0 | 0 |
| 10. | Others <input type="text"/> | | | | |
| Total | | 2,061,856 | 20 | 0 | 0 |

Total Number of Shareholders(other than promoters)

Total Number of Shareholders (Promoters + Public/Other than promoters)

**(c) Details of Foreign institutional investors (FIIs) holding shares of the Company
Not Applicable**

VII. * NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

| Details | As at beginning of the year | As at end of the year |
|-------------------------------|-----------------------------|-----------------------|
| Promoters | 7 | 7 |
| Members(other than promoters) | 1 | 1 |
| 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 the directors as at the end of year | |
|--|--|---------------|--|---------------|--|---------------|
| | Executive | Non-Executive | Executive | Non-Executive | Executive | Non-Executive |
| A. Promoter | 0 | 4 | 0 | 5 | 0 | 0 |
| B. Non-Promoter | 1 | 2 | 0 | 2 | 0 | 0 |
| (i) Non-Independent | 1 | 0 | 0 | 0 | 0 | 0 |
| (ii) Independent | 0 | 2 | 0 | 2 | 0 | 0 |
| C. Nominee Directors Representing | 0 | 1 | 0 | 1 | 0 | 0 |
| i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| ii) Investing Institutions | 0 | 1 | 0 | 1 | 0 | 0 |
| iii) Government | 0 | 0 | 0 | 0 | 0 | 0 |
| iv) Small shareholders | 0 | 0 | 0 | 0 | 0 | 0 |
| v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 1 | 7 | 0 | 8 | 0 | 0 |

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

(B) (i) * Details of directors and Key managerial personnel as on the closure of financial year **10**

| Name | DIN/PAN | Designation | Number of equity shares held | Date of cessation (after closure of financial year ,if any) |
|----------------------|------------|-------------------|------------------------------|---|
| Rajeev Dubey | 00104817 | Director | 20 | |
| Ramesh Iyer | 00220759 | Director | 20 | |
| Jyotin Mehta | 00033518 | Director | 0 | |
| Anjali Raina | 02327927 | Director | 20 | |
| Hemant Sikka | 00922281 | Director | 0 | |
| Derek Nazareth | 07031760 | Director | 0 | |
| Vivek Karve | 06840707 | Director | 0 | |
| Rajnish Agarwal | 03335692 | Director | 0 | |
| Saurabh V. Dharadhar | AFNPD2365P | CFO | 0 | |
| Rupa Joshi | AGIPJ9929P | 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 year | Date of appointment/ change in designation | Nature of change(Appointment/ change in designation /Cessation) |
|------------------|----------|---|--|---|
| Venkatraman Ravi | 00307328 | Director | 7/9/2021 | Cessation |
| Jaideep Devare | 00009112 | Managing Director | 25/12/2020 | Cessation |
| Vivek Karve | 06840707 | Director | 5/1/2021 | Appointment |
| Rajnish Agarwal | 03335692 | Director | 5/1/2021 | Appointment |

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/CLB/NCLT/COURT CONVENED MEETINGS**Number of meetings held:

| 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 | 13/07/2020 | 8 | 6 | 99.99 |

B. BOARD MEETINGSNumber of meetings held:

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1. | 8/5/2020 | 8 | 8 | 100 |
| 2. | 13/7/2020 | 8 | 8 | 100 |
| 3. | 15/9/2020 | 7 | 7 | 100 |
| 4. | 15/10/2020 | 7 | 7 | 100 |
| 5. | 15/12/2020 | 7 | 7 | 100 |
| 6. | 21/1/2021 | 8 | 8 | 100 |
| 7.. | 8/3/2021 | 8 | 8 | 100 |

C.COMMITTEE MEETINGSNumber of meetings held:

| S. No. | Type of meeting | Date of meeting | Total Number of members as on the date of meeting | Attendance | |
|--------|-----------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 1. | Audit Committee | 8/5/2020 | 4 | 4 | 100 |
| 2. | Audit Committee | 13/7/2020 | 4 | 4 | 100 |

| | | | | | |
|----|---|------------|---|---|-----|
| 3. | Audit Committee | 15/10/2020 | 3 | 3 | 100 |
| 4. | Audit Committee | 21/1/2021 | 3 | 3 | 100 |
| 5. | Nomination and Remuneration Committee | 8/5/2020 | 4 | 4 | 100 |
| 6. | Nomination and Remuneration Committee | 13/7/2020 | 4 | 4 | 100 |
| 7. | Nomination and Remuneration Committee | 15/9/2020 | 4 | 4 | 100 |
| 8. | Nomination and Remuneration Committee | 14/10/2020 | 4 | 4 | 100 |
| 9. | Nomination and Remuneration Committee | 15/12/2020 | 4 | 4 | 100 |
| 10 | Corporate Social Responsibility Committee | 8/5/2020 | 5 | 5 | 100 |
| 11 | Corporate Social Responsibility Committee | 14/10/2020 | 4 | 4 | 100 |

D. *ATTENDANCE OF DIRECTORS

| S. No. | Name of the Director | Board Meetings | | | Committee Meetings | | | Whether attended last AGM held on (Y/N/NA) |
|--------|----------------------|---|--------------------------|-----------------|----------------------|--------------------------|-----------------|--|
| | | No. of meetings which were entitled to attend | No. of meetings attended | % of attendance | No. of meetings held | No. of meetings attended | % of attendance | |
| 1. | Rajeev Dubey | 7 | 7 | 100 | 7 | 7 | 100 | Y |
| 2. | Mr. Ramesh Iyer | 7 | 7 | 100 | 9 | 9 | 100 | Y |
| 3. | Mr. Jyotin Mehta | 7 | 7 | 100 | 9 | 9 | 100 | Y |
| 4. | Ms. Anjali Raina | 7 | 7 | 100 | 11 | 11 | 100 | Y |
| 5. | Mr. Hemant Sikka | 7 | 7 | 100 | 0 | 0 | 0 | Y |
| 6. | Mr. Derek Nazareth | 7 | 7 | 100 | 0 | 0 | 0 | Y |
| 7. | Mr. Rajnish Agarwal | 2 | 2 | 100 | 0 | 0 | 0 | NA |
| 8. | Mr. Vivek Karve | 2 | 2 | 100 | 0 | 0 | 0 | NA |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

| Sr No | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat Equity | Others | Total Amount |
|-------|--------------------|-------------------|----------------|------------|-------------------------------|--------|----------------|
| 1. | Dr. Jaideep Devare | Managing Director | 1,82,86,855.00 | - | - | - | 1,82,86,855.00 |
| | Total | | 1,82,86,855.00 | - | - | - | 1,82,86,855.00 |

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

2

| Sr No | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat Equity | Others | Total Amount |
|-------|-----------------------|-------------------|----------------|------------|-------------------------------|-------------|----------------|
| 1. | Saurabh V Dharadhar # | CFO | 1,49,88,229.00 | - | - | - | 1,49,88,229.00 |
| 2. | Rupa Joshi@ | Company Secretary | 4,94,220.00 | - | - | 2,95,646.00 | 7,89,866.00 |
| | Total | | 1,54,82,449.00 | - | - | 2,95,646.00 | 1,57,78,095.00 |

@ "Gross salary" is towards cost sharing arrangement for Secretarial function & "Others" is for Payment towards Employees' Phantom Stock Option Plan 2019 (EPSOP).

Includes Payment towards Employees' Phantom Stock Option Plan 2019 (EPSOP).

Number of other directors whose remuneration details to be entered

9

| Sr No | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat Equity | Others @ | Total Amount |
|-------|--------------------|----------------------|--------------|------------|-------------------------------|--------------|--------------|
| 1. | Rajeev Dubey | Director | - | 25,00,000 | - | 8,85,157.00 | 33,85,157 |
| 2. | Mr. Ramesh Iyer | Director | - | - | - | 88,51,570.00 | 88,51,570 |
| 3. | Mr. Jyotin Mehta | Independent Director | - | 12,15,000 | - | - | 12,15,000 |
| 4. | Ms. Anjali Raina | Independent Director | - | 12,15,000 | - | - | 12,55,000 |
| 5. | Mr. Hemant Sikka | Director | - | - | - | 8,85,157.00 | 8,85,157 |
| 5. | Mr. Derek Nazareth | Director | - | - | - | - | - |

| | | | | | | | |
|----|---------------------|----------|---|------------------|---|-----------------------|--------------------|
| 7. | Mr. Rajnish Agarwal | Director | - | - | - | 3,54,419.00 | 3,54,419 |
| 8. | Mr. Vivek Karve | Director | - | - | - | - | - |
| 9. | Mr. V. Ravi | Director | - | - | - | 26,55,471.00 | 26,55,471 |
| | Total | | - | 49,70,000 | - | 1,36,31,774.00 | 1,86,01,774 |

@ "Others" includes Payment towards Employees' Phantom Stock Option Plan 2019 (EPSOP).
*including directors sitting fees.

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A. CERTIFICATION OF COMPLIANCES

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

If No, give details along with the 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 count/ concerned Authority | Date of Order | Name of the act and section under which penalized /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 count/ concerned Authority | Date of Order | Name of the act and section under which penalized /punished | 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

NEHA SHROFF

Whether associate or fellow

Associate

Fellow

Certificate of practice number

7302

Attachments

1. List of shareholders, debenture holders.
2. Approval letter for extension of AGM. N.A.
3. Copy of MGT-8
4. Optional Attachment(s), if any

Note: The above Annual Return (MGT-7) is prepared as on March 31, 2021 as per the new format prescribed by the Companies (Management and Administration) Amendment Rules, 2021. The Annual General Meeting (AGM) is scheduled on July 26, 2021. The Company would replace the uploaded version of e-form no. MGT-7 with MCA, with this version, upon filing with MCA.

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.
- (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 the incorporation of the Company, issued by 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 a 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.

Declaration

I am authorized 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

DIN of the Director

To be digitally signed by

| |
|--|
| |
| |

- Company Secretary**
- Company Secretary in practice**

Membership number

Certificate of practice number