

# 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

L30006TN1995PLC031736

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACA5622M

(ii) (a) Name of the company

INSPIRISYS SOLUTIONS LIMITED

(b) Registered office address

1st Floor,Dowlath Towers,New Door Nos.57,59,61 &63  
Taylors Road, Kilpauk,  
Chennai  
Chennai  
Tamil Nadu  
600016

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

sundaramurthy.s@inspirisys.cc

(d) \*Telephone number with STD code

04442252000

(e) Website

www.inspirisys.com

(iii) Date of Incorporation

08/06/1995

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(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, Vikhroli (West)

(vii) \*Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

30/06/2022

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM granted

☐ Yes ☒ No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

3

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	G2	Retail Trading	24.4
2	J	Information and communication	J6	Computer programming, consultancy and related activities	71.6
3	N	Support service to Organizations	N7	Other support services to organizations	4

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

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

7

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	CAC Holdings Corporation		Holding	69.95
2	INSPIRISYS SOLUTIONS IT RESC	U80903TN2007PLC062824	Subsidiary	100
3	Inspirisys Solutions DMCC		Subsidiary	100
4	Network Programs (USA) Inc.,		Subsidiary	100
5	Inspirisys Solutions Japan KK		Subsidiary	100
6	Inspirisys Solutions North Ame		Subsidiary	100
7	Inspirisys Solutions Europe Ltd		Subsidiary	100

#### 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	50,000,000	39,616,873	39,616,873	39,616,873
Total amount of equity shares (in Rupees)	500,000,000	396,168,730	396,168,730	396,168,730

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares @ Rs.10/-				
Number of equity shares	50,000,000	39,616,873	39,616,873	39,616,873
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	500,000,000	396,168,730	396,168,730	396,168,730

###### (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
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	39,306	39,577,567	39616873	396,168,730	396,168,730	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	39,306	39,577,567	39616873	396,168,730	396,168,730	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

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

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/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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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"/>
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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
<b>Total</b>			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
<b>Total</b>					

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

**(i) Turnover**

3,035,440,646

**(ii) Net worth of the Company**

721,042,150

**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	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)	27,712,125	69.95	0	
10.	Others	0	0	0	
	<b>Total</b>	27,712,125	69.95	0	0

**Total number of shareholders (promoters)**

1

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage



1.	Individual/Hindu Undivided Family				
	(i) Indian	6,502,725	16.41	0	
	(ii) Non-resident Indian (NRI)	364,920	0.92	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)	4,933,312	12.45	0	
10.	Others Foreign Portfolio Investor, I	103,791	0.26	0	
	<b>Total</b>	11,904,748	30.04	0	0

**Total number of shareholders (other than promoters)**

8,320

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

8,321

**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	1	1
Members (other than promoters)	7,065	8,320
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>	1	1	1	1	0	0
<b>B. Non-Promoter</b>	0	4	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	<b>1</b>	<b>5</b>	<b>1</b>	<b>5</b>	<b>0</b>	<b>0</b>

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

9

### (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)
MALCOLM FARROKH I	03277490	Whole-time director	0	
RUCHI NAITHANI	00531608	Director	0	
RAJ KHALID	00169691	Director	0	
RAJESH MUNI	00193527	Director	0	
KOJI IKETANI	08486128	Director	0	
MURARI SWAMIMALAI	02002827	Director	0	
MALCOLM FARROKH I	AFWPM8643Q	CEO	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MURALI GOPALAKRIS	ABBPM6827B	CFO	0	
SUNDARAMURTHY SH	BFRPS2754C	Company Secretar	0	

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

0

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)

**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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting (AGM)	24/09/2021	7,888	47	70.25
Postal Ballot (PB)	17/03/2022	8,658	83	70.24

**B. BOARD MEETINGS**

\*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/05/2021	6	6	100
2	09/08/2021	6	6	100
3	09/11/2021	6	6	100
4	08/02/2022	6	6	100

**C. COMMITTEE MEETINGS**

Number of meetings held

14

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	10/05/2021	5	5	100
2	Audit Committee	09/08/2021	5	5	100
3	Audit Committee	09/11/2021	5	5	100
4	Audit Committee	08/02/2022	5	5	100
5	Stakeholders Forum	07/05/2021	3	3	100
6	Stakeholders Forum	09/08/2021	3	3	100
7	Stakeholders Forum	08/11/2021	3	3	100
8	Stakeholders Forum	07/02/2022	3	3	100
9	Nomination & Remuneration Committee	07/05/2021	3	3	100
10	Nomination & Remuneration Committee	08/11/2021	3	3	100

#### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	30/06/2022
								(Y/N/NA)
1	MALCOLM FARROW	4	4	100	3	3	100	Yes
2	RUCHI NAITHAN	4	4	100	14	14	100	Yes
3	RAJ KHALID	4	4	100	11	11	100	Yes
4	RAJESH MUNI	4	4	100	14	14	100	Yes
5	KOJI IKETANI	4	4	100	4	4	100	Yes
6	MURARI SWAMI	4	4	100	4	4	100	Yes

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MALCOLM F. MEH	Wholetime Direc	21,960,926	0	0	616,383	22,577,309
	Total		21,960,926	0	0	616,383	22,577,309

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	MURALI GOPALAK	Chief Financial C	8,955,401	0	0	136,800	9,092,201
2	SUNDARAMURTH	Company Secre	2,206,796	0	0	50,400	2,257,196
	Total		11,162,197	0	0	187,200	11,349,397

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RUCHI NAITHANI	Director	0	0	0	675,000	675,000
2	RAJ KHALID	Director	0	0	0	600,000	600,000
3	RAJESH MUNI	Director	0	0	0	675,000	675,000
4	MURARI SWAMIM/	Director	0	0	0	425,000	425,000
	Total		0	0	0	2,375,000	2,375,000

## 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

(In case of 'No', submit the details separately through the method specified in instruction kit)

**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

M.ALAGAR

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

8196

**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

MALCOLM FARROKH MEHTA  
Digitally signed by MALCOLM FARROKH MEHTA  
Date: 2022.08.01 16:54:08 +05'30'

DIN of the director

03277490

**To be digitally signed by**

SHANMUGAM SUNDARAMU RTHY  
Digitally signed by SHANMUGAM SUNDARAMU RTHY  
Date: 2022.08.01 16:56:41 +05'30'

- ☒ Company Secretary  
☐ Company secretary in practice

Membership number

Certificate of practice number

#### Attachments

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

Attach

Attach

Attach

Attach

#### List of attachments

Additional Committee Meetings.pdf  
MGT-8\_ISL FY-21-22.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

**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**

**C. Committee Meetings**

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
11.	Nomination and Remuneration Committee	07/02/2022	3	3	100
12.	Corporate Social Responsibility Committee	07/05/2021	3	3	100
13.	Corporate Social Responsibility Committee	08/11/2021	3	3	100
14.	Corporate Social Responsibility Committee	07/02/2022	3	3	100





**Form No. MGT-8**

*[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]*

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and papers of **Inspirisys Solutions Limited** ("the Company") bearing CIN: L30006TN1995PLC031736, having registered office at 1<sup>st</sup> Floor, Dowlath Towers, New Door Nos. 57, 59, 61 & 63 Taylors Road, Kilpauk, Chennai - 600010, as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on March 31, 2022. In our opinion and to the best of my 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:
  - i. The status of the Company under the Act is a Public Listed Company having its equity shares listed on BSE Limited and National Stock Exchange of India Limited;
  - ii. The Company has maintained registers / records & made entries therein within the prescribed time and compliance with the provisions of the Act;
  - iii. The Company has filed the forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities wherever applicable within the prescribed time;
  - iv. The Company has called / convened / held meetings of Board of Directors, committees, and the meetings of the members of the company on due dates as stated in the annual return and in the respect of such meetings, proper notices were given and proceedings has been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed. We further report that the company has gone for postal ballot on March 17, 2022 and certain circular resolutions during the period under review.
  - v. The Company has closed its Register of Members and Share Transfer Books from Saturday, September 18, 2021 to Friday, September 24, 2021 (both days inclusive).
  - vi. The Company has not made any advances/loans to its directors and/or persons or firms or Companies referred therein pursuant to Section 185 of the Act.

- vii. Pursuant to Section 188 of the Act, all the contracts/arrangements entered by the company during the financial year with related parties were in the ordinary course of business and in arm's length basis and all other requirements of the Act have been complied with.
- viii. There were no issues or allotment or buy back or transfer or transmission of securities/ redemption of debentures/ alteration or reduction of share capital/ conversion of shares/ securities.
- ix. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
- x. The Company has not declared dividend during the Financial Year 2021-2022 and there were no instances to transfer the unpaid/ unclaimed dividend/ other amount corresponding shares as applicable to the Investors Education and Protection Fund (IEPF) in accordance with Section 125 of the Companies Act, 2013;
- xi. The Company has signed the 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;
- xii. The Board of Directors of the company is duly constituted with proper balance of Executive and Non- Executive Directors. Further, the following Directors/ KMP were appointed/ re-appointed/regularized during the period under review;
  - a) Mr. Malcolm Farrokh Mehta, (DIN: 03277490), retired by rotation and was re-appointed as Director in the Annual General Meeting of the Company held on September 24, 2021;
  - b) Mr. Rajesh R. Muni (DIN: 00193527) was re-appointed as Independent Director of the Company for a second term of 5 years w.e.f May 06, 2022 on passing Special Resolution by the Company in the Postal Ballot dated March 17, 2022 ;

Other than the above, there were no casual vacancies of Director / KMP due to death/ resignation during the year under review. The Directors and Key Managerial Personnel have disclosed their interest pursuant to the provisions of the Act and Rules made thereunder;

- xiii. The Auditors were re-appointed in the 24<sup>th</sup> Annual General Meeting held on September 17, 2019, for a period of five years per the provisions of Section 139 of the Act and there was no casual vacancy of Auditors during the year under review;
- xiv. The Company was not required to obtain any approvals from the Central Government, Tribunal, Regional Director, Court or such other Authorities under the various provisions of the Act;



- xv. The Company has not invited/accepted/renewed any deposits falling within the purview of Section 73 of the Act and Rules made thereunder;
- xvi. The Company has not borrowed any money from its Directors. Further the Company has availed loan from HDFC bank Limited and has filled requisite e-forms in that respect during the year under review.
- Other than the above, there was no modification/ satisfaction of charges during the year under review.
- xvii. Pursuant to Section 186 of the Act, the Company has not made investment or advanced any loans or given any guarantees or provided any security in connection with a loan to any other body corporate or persons;
- xviii. The Company has not altered the provisions of the Memorandum and/ or Articles of Association of the Company during the period under review.

**For M.Alagar & Associates**



**M. Alagar**  
**Managing Partner**

**FCS No: 7488**

**COP No.: 8196**

**UDIN No: F007488D000718550**



Place: Chennai

Date: August 01, 2022