

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]



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
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) *e-mail ID of the company
- (d) *Telephone number 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

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

MAHESHWARI DATAMATICS PVT LTD.

Registered office address of the Registrar and Transfer Agents

23, R.N. Mukherjee Road
5th Floor

(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

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	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	99.51

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	MEGATHERM ELECTRONICS PV	U70100WB1989PTC047097	Holding	98.81

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	9,232,486	9,232,486	9,232,486
Total amount of equity shares (in Rupees)	150,000,000	92,324,860	92,324,860	92,324,860

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	15,000,000	9,232,486	9,232,486	9,232,486
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000	92,324,860	92,324,860	92,324,860

(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	9,232,486	9232486	92,324,860	92,324,860	
Increase during the year	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 <input type="text"/>						
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 <input type="text"/>						
At the end of the year	0	9,232,486	9232486	92,324,860	92,324,860	
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 <input type="text"/>						
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 <input type="text"/>						
At the end of the year	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		30/09/2022	
Date of registration of transfer (Date Month Year)		14/11/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	50	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	3		
Transferor's Name	CHANDA		SATADRI
	Surname	middle name	first name
Ledger Folio of Transferee	24		

Transferee's Name	CHANDA		ADRIVED
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	14/11/2022
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	50	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	3
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Transferor's Name	CHANDA		SATADRI
	Surname	middle name	first name

Ledger Folio of Transferee	25
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Transferee's Name	PAUL CHOWDHURY		CHRISTINA
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	14/12/2022
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	50	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	24
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Transferor's Name	CHANDA		ADRIVED
	Surname	middle name	first name

Ledger Folio of Transferee	26
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Transferee's Name	<input type="text" value="DATTA"/>	<input type="text"/>	<input type="text" value="AADITEYA"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)

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

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee

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
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

2,664,384,000

(ii) Net worth of the Company

506,264,000

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	7,400	0.08	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)	9,122,486	98.81	0	
10.	Others	0	0	0	
	Total	9,129,886	98.89	0	0

Total number of shareholders (promoters)

3

(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	102,600	1.11	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	102,600	1.11	0	0
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Total number of shareholders (other than promoters)

4

**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	3	3
Members (other than promoters)	2	4
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	2	0	2	0	0.08	0
B. Non-Promoter	0	0	0	3	0	0
(i) Non-Independent	0	0	0	1	0	0
(ii) Independent	0	0	0	2	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	2	0	2	3	0.08	0

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)
SHESADRI BHUSAN C +	00961593	Managing Director	5,000	
SATADRI CHANDA	02302312	Whole-time director	2,400	
CHRISTINA PAULCHO +	09257875	Director	50	
SIDDHARTHA SEN	09749054	Director	0	
PRITHWIS KUMAR KU +	08619226	Director	0	15/09/2023
NISHA BHOPALKA	BOSPB6848E	Company Secretar	0	31/08/2023
SATADRI CHANDA	ANKPC5561B	CFO	2,400	

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

9

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)
SATADRI CHANDA	02302312	Whole-time director	05/01/2023	CHANGE IN DESIGNATION
SATADRI CHANDA	ANKPC5561B	CFO	05/01/2023	CHANGE IN DESIGNATION
CHRISTINA PAULCHO +	09257875	Director	30/09/2022	APPOINTMENT
SIDDHARTHA SEN	09749054	Director	31/10/2022	APPOINTMENT
PRITHWIS KUMAR KU +	08619226	Director	31/10/2022	APPOINTMENT
SIDDHARTHA SEN	09749054	Director	01/11/2022	CESSATION
PRITHWIS KUMAR KU +	08619226	Director	01/11/2022	CESSATION
SIDDHARTHA SEN	09749054	Director	05/01/2023	APPOINTMENT
PRITHWIS KUMAR KU +	08619226	Director	05/01/2023	APPOINTMENT

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

4

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	30/09/2022	5	5	100
EXTRA ORDINARY GENERAL MEETING	15/11/2022	7	7	100
EXTRA ORDINARY GENERAL MEETING	02/01/2023	7	7	100
EXTRA ORDINARY GENERAL MEETING	05/01/2023	7	7	100

B. BOARD MEETINGS

*Number of meetings held

17

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	22/04/2022	2	2	100
2	25/04/2022	2	2	100
3	03/05/2022	2	2	100
4	08/06/2022	2	2	100
5	09/06/2022	2	2	100
6	22/06/2022	2	2	100
7	11/07/2022	2	2	100
8	18/07/2022	2	2	100
9	28/09/2022	2	2	100
10	18/10/2022	3	3	100
11	20/10/2022	3	3	100
12	31/10/2022	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

3

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

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	CSR COMMITTEE	30/03/2023	3	3	100
2	NRC MEETING	30/03/2023	3	3	100
3	UDIT COMMITTEE	30/03/2023	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	25/09/2023
								(Y/N/NA)
1	SHESADRI BHUSA	17	17	100	2	2	100	Yes
2	SATADRI CHANDA	17	17	100	2	2	100	Yes
3	CHRISTINA P	8	8	100	1	1	100	Yes
4	SIDDHARTHA	4	4	100	2	2	100	Yes
5	PRITHWIS K	4	4	100	3	3	100	Not Applicable

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	SHESADRI BHUSA	MANAGING DIRECTOR	6,240,000				6,240,000
2	SATADRI CHANDA	WHOLE TIME DIRECTOR	8,290,000				8,290,000
	Total		14,530,000	0			14,530,000

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	NISHA BHOPALKA	COMPANY SECRETARY	144,000				144,000
	Total		144,000				144,000

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

RAHUL AGARWAL

Whether associate or fellow

Associate Fellow

Certificate of practice number

23142

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:

- 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

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

List of attachments

Attach	LIST OF SHAREHOLDERS.pdf MIL-MGT-8.pdf ANNEXURE FOR NUMBER OF BOARD M Letter to MCA.pdf UDIN_MIL.pdf
Attach	
Attach	
Attach	

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



CIN : U31900WB2010PLC154236
GSTIN : 19AAGCM8455J1ZV

Megatherm Induction Limited

(Formerly Megatherm Induction Pvt. Ltd.)

MEGATHERM TOWER

Plot L1, Block GP, Sector V, Electronics Complex
Salt Lake City, Kolkata - 700 091 (India)

+91 33 4088 6200 info@megatherm.com

www.megatherm.com

To

The Registrar of Companies,
Ministry of Corporate Affairs,
Kolkata

Subject: Information regarding DSC of Company Secretary in E-form MGT 7

Respected Sir,

This is to inform you that in case of filing of ROC Form MGT 7 for the Company, Megatherm Induction Limited, we are facing an issue regarding DSC of Company Secretary. While prescrutiny, the error is showing that "*Membership Number 69276 is not associated with the Company under the selected designation*". We have created Service Related Complaint on 15th November, 2023 with Complaint No. FO_202311151208703 and had a number of telephonic conversation with the executives of MCA. But the issue was not resolved. Therefore, we have to affix DSC of Company Secretary in Practice as the last date for filing of E-form MGT 7 is 23rd November, 2023.

Kindly consider the issue and grant the matter at your earliest.

Thanking You,

**For and on behalf of Board of Directors,
Megatherm Induction Limited**

A handwritten signature in black ink, appearing to read 'Satadri Chanda', written over a horizontal line.

Satadri Chanda
(Director)
(DIN: 02302312)

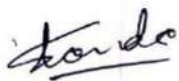
Place: Kolkata

Date: 21.11.2023

POINT NO. IX(B) OF FORM MGT-7: BOARD MEETINGS DURING FY 2022-23**Number of Board Meetings held: 17****(Details of Twelve (12) Board Meetings are already provided in e-form MGT-7)**

Sl. No.	Date of Board Meeting	Total Number of directors associated as on the date of meeting	No. of Directors attended
13.	01 st November, 2022	3	3
14.	30 th December, 2022	3	3
15.	05 th January, 2023	5	5
16.	13 th January, 2023	5	5
17.	29 th March, 2023	5	5


For Megatherm Induction Limited



Satadri Chanda
(Director)
DIN: 02302312

List of shareholders as on 31-03-2023

Sl. No.	Category	No. of Shareholders	No. of Equity Shares Held	Percentage of Holding
1.	Promoters	Megatherm Electronics Private Limited	91,22,486	98.809%
2.	Promoters	Shesadri Bhusan Chanda	5,000	0.054%
3.		Ayati Chanda	2,500	0.027%
4.	Promoters	Satadri Chanda	2,400	0.024%
5.		Christina Paul Chowdhury	50	0.001%
6.		Aaditeya Datta	50	0.001%
7.		Vikash Varshaneya	1,00,000	1.083%

For and on behalf of
Megatherm Induction Limited
Shesadri Bhusan Chanda
(Chairman cum Managing Director)
(DIN NO 00961593)Place: Kolkata
Date: 18.09.2023**Works** : Plot H1, Vidyasagar Industrial Park, Vill: Rupnarayanpur, PO: Jakpur, Kharagpur – 721 301, WB, India



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]

I have examined the registers, records and books and papers of **Megatherm Induction Limited (formerly Megatherm Induction Private Limited) (CIN: U31900WB2010PLC154236)** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I 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 therefore;
 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 the prescribed time, wherever applicable;
 4. calling/ convening/ holding meetings of Board of Directors 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 have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed. The committees of the Board as required under the act was duly constituted. Further, there were no proceedings by way of circular resolutions and resolutions passed by postal ballot;
 5. closure of Register of Members / Security holders, as the case may be – No such event(s) took place during the financial year;
 6. As per the information provided to us, the Company has not provided any advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act during the financial year;

7. As per the information provided to us, the Company has entered into all contracts/arrangements falling within the purview of Section 188 of the Act during the financial year at arm's length price during the ordinary course of business;
8. As per the information provided to us, during the financial year the Company has neither made any allotment or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities. The transfer/~~transmission~~ of shares has been made during the year;
9. There was no transaction necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the financial year;
10. As per the information provided to us, the Company has not declared any dividend including interim dividend during the financial year, hence there was no need to open and deposit dividend amount in the separate Bank Account and as such the need to transfer any amount to the Investor Education and Protection Fund did not arise in accordance with Section 125 of the Act;
11. The Company has complied with the provision related to 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/ disclosures of the Directors. During the financial year under review, the Company has complied with the provisions relating to payment of remuneration to Directors and filling up of casual vacancy. In view of the applicable provisions of the Act during the Financial Year, the Company has appointed whole time Key Managerial Personnels as required;
13. The Company has complied with the provision related to appointment/ reappointment/ filling up of casual vacancies of auditors as per the provisions of section 139 of the Act;
14. During the year under scrutiny, the Company has taken approval from Registrar of Companies, Kolkata for conversion of its status from private limited to public limited. Further in no instance requiring approvals of the Central Government, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act;
15. During the year under scrutiny, the Company has not invited/accepted any deposits including unsecured loans falling within the purview of Section 73 of the Act;
16. During the year under scrutiny, the Company has complied with the provision in relation to the borrowings from its directors, members, public financial institutions, banks and



others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17. During the year under scrutiny, the Company has not made any loans to any persons within the meaning of Section 186 of the Companies Act, 2013 and has also not given any guarantees/securities or made any investment within the meaning of that Section.

18. During the year under scrutiny, the Company has altered its Memorandum and Article of Association for conversion of its status from private limited to public limited.

Place: Rourkela

Date: 14.11.2023

UDIN: A061842E001856668

For RKN & CO.

CS Rahul Agarwal

Proprietor

COP NO. 23142