

## Form No. MGT-7

### Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

Refer instruction kit for filing the form

All fields marked in \* are mandatory

#### I REGISTRATION AND OTHER DETAILS

i \*Corporate Identity Number (CIN)

L74999TN2018PLC125880

ii (a) \*Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) \*Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) \*Type of Annual filing

Original

(d) SRN of MGT-7 filed earlier for the same financial years

iii.

Particulars	As on filing date	As on the financial year end date
Name of the company	VERANDA LEARNING SOLUTIONS LIMITED	VERANDA LEARNING SOLUTIONS LIMITED
Registered office address	G.R Complex, First floor, No .807-808,,Anna Salai,Nandanam,Chennai City Corporation,Chennai,Tamil Nadu,India,600035	G.R Complex, First floor, No .807-808,,Anna Salai,Nandanam,Chennai City Corporation,Chennai,Tamil Nadu,India,600035
Latitude details (as on filing date)	13.026382	13.026382
Longitude details (as on filing date)	80.231945	80.231945

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

AARCA5869K

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

\*\*\*\*\*HBABU.RV@VERANDALEARNIN

(d) \*Telephone number with STD code

04446901007

(e) Website

www.verandalearning.com

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

20/11/2018

v (a) \*Class of Company (as on the financial year end date)

(Private company/Public company/One Person Company)

Public company

(b) \*Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) \*Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/  
Guarantee and association company/Subsidiary of Foreign Company)

Non-government company

vi \*Whether company is having share capital (as on the financial year end date)

Yes

vii (a) Whether shares listed on recognized Stock Exchange(s)

Yes

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
3		#N/A
4		#N/A

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57, Lal Bahadur Sha	INR000000221

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

Yes

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

29/09/2025

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

30/09/2025

(d) Whether any extension for AGM granted

No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i \*Number of business activities

1

S. No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	P	Education	85	Education	100
2		#N/A		#N/A	
3		#N/A		#N/A	
4		#N/A		#N/A	
5		#N/A		#N/A	
6		#N/A		#N/A	
7		#N/A		#N/A	
8		#N/A		#N/A	
9		#N/A		#N/A	
10		#N/A		#N/A	
11		#N/A		#N/A	
12		#N/A		#N/A	
13		#N/A		#N/A	
14		#N/A		#N/A	
15		#N/A		#N/A	

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

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

19

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/ Associate/Joint Venture	% of shares held
1	U80100TN2019PTC126711		VERANDA XL LEARNING SOLUTIONS PRIVATE LIMITED	Subsidiary	76
2	U80100TN2018PTC125803		VERANDA RACE LEARNING SOLUTIONS PRIVATE LIMITED	Subsidiary	100
3	U80904TN2021PTC141652		VERANDA IAS LEARNING SOLUTIONS PRIVATE LIMITED	Subsidiary	100

4	U80200KA2011PTC094081		BRAIN4CE EDUCATION SOLUTIONS PRIVATE LIMITED	Subsidiary	100
5	U80903TN2022PTC155382		VERANDA ADMINISTRATIVE LEARNING SOLUTIONS PRIVATE	Subsidiary	100
6	U80902TN2022PTC155059		VERANDA MANAGEMENT LEARNING SOLUTIONS PRIVATE	Subsidiary	100
7			VERANDA LEARNING SOLUTIONS NORTH AMERICA INC	Subsidiary	100
8	U85492TN2023PTC161745		SREEDHAR CCE LEARNING SOLUTIONS PRIVATE LIMITED	Subsidiary	100
9	U72200TN2016PTC110027		BASSURE SOLUTIONS PRIVATE LIMITED	Subsidiary	90
10	U74999KL2017PTC049214		NEYYAR ACADEMY PRIVATE LIMITED	Subsidiary	76
11	U80904KL2018PTC052192		NEYYAR EDUCATION PRIVATE LIMITED	Subsidiary	76
12	U85500TN2023PTC161074		PHIRE LEARNING SOLUTIONS PRIVATE LIMITED	Subsidiary	99.98
13	U78100TN2023PTC181737		SIX PHRASE EDUTECH PRIVATE LIMITED	Subsidiary	98
14	U74120TN1986PTC013276		VERANDA K-12 LEARNING SOLUTIONS PRIVATE LIMITED	Subsidiary	76
15	U72900TN2022PTC181738		TALENTELY INNOVATIVE SOLUTIONS PRIVATE LIMITED	Subsidiary	98
16	U80903TG2016PTC113156		TAPASYA EDUCATIONAL INSTITUTIONS PRIVATE LIMITED	Subsidiary	51
17	U80904GJ2018PTC104265		NAV KAR DIGITAL INSTITUTE PRIVATE LIMITED	Subsidiary	65
18	U85500MH2020PTC350703		BB PUBLICATION PRIVATE LIMITED	Subsidiary	40.41
19	U85500MH2023PTC399202		BB VIRTUALS PRIVATE LIMITED	Subsidiary	40.41

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

##### I SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorized Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	100000000	74396248	74396248	74396248
Total amount of equity shares (in rupees)	1000000000.00	743962480.00	743962480.00	743962480.00

Number of classes

1

Class of shares	Authorized Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	100000000	74396248	74396248	74396248
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees )	1000000000.00	743962480.00	743962480.00	743962480.00
Class of shares	Authorized Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares				

Nominal value per share (in rupees)				
Total amount of equity shares (in rupees )	0.00	0.00	0.00	0.00

**(b) Preference share capital**

Number of classes

0

**(c) Unclassified share capital**

Particulars	Authorized Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>(i) Equity shares</b>						
At the beginning of the year		69197546	69197546.00	691975460	691975460	
<b>Increase during the year</b>	0.00	5198702.00	5198702.00	51987020.00	51987020.00	1454675512.50
i Public Issues			0.00			
ii Rights Issue			0.00			
iii Bonus issue			0.00			
iv Private Placement/ Preferential allotment		3013653	3013653.00	30136530	30136530	849850146
v ESOPs		185049	185049.00	1850490	1850490	10825366.50
vi Sweat equity shares allotted			0.00			
vii Conversion of Preference share			0.00			
viii Conversion of Debentures			0.00			
ix GDRs/ADRs			0.00			
x Others, specify		2000000	2000000.00	20000000	20000000	594000000
Conversion of warrants into equity shares						
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	0.00
i Buy-back of shares			0.00			
ii Shares forfeited			0.00			
iii Reduction of share capital			0.00			
iv Others, specify			0.00			
<b>At the end of the year</b>	0.00	74396248.00	74396248.00	743962480.00	743962480.00	1454675512.50
<b>(ii) Preference shares</b>						
At the beginning of the year			0.00			
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	0.00
i Issues of shares			0.00			
ii Re-issue of forfeited shares			0.00			
iii Others, specify			0.00			
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	0.00
i Redemption of shares			0.00			
ii Shares forfeited			0.00			
iii Reduction of share capital			0.00			
iv Others, specify			0.00			
<b>At the end of the year</b>	0.00	0.00	0.00	0.00	0.00	0.00

ISIN of the equity shares of the company

INE01Q001011

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

0

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)

No 

iv Debentures (Outstanding as at the end of financial year)

**(a) Non-convertible debentures**

\*Number of classes

2

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Class1	0	0	0.00
Class2	2500	100000	250000000.00
<b>Total</b>	2500.00	100000.00	250000000.00

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Class1	416588000	0	416588000	0.00
Class2	0	250000000	0	250000000.00
<b>Total</b>	416588000.00	250000000.00	416588000.00	250000000.00

**(b) Partly convertible debentures**

\*Number of classes

0

**(c) Fully convertible debentures**

\*Number of classes

0

#### (d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	416588000.00	250000000.00	416588000.00	250000000.00
Total	416588000.00	250000000.00	416588000.00	250000000.00

v Securities (other than shares and debentures)

1

[illegible]

Total	778817.00	250000257.00	62500064.25
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**V Turnover and net worth of the company (as defined in the Companies Act, 2013)**

i \*Turnover 41,08,23,943

ii \* Net worth of the Company 7,57,98,40,122

**VI SHARE HOLDING PATTERN**

**A Promoters**

S.No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	39077850	53.39		0.00
	(ii) Non-resident Indian (NRI)		0.00		0.00
	(iii) Foreign national (other than NRI)		0.00		0.00
2	Government				
	(i) Central Government		0.00		0.00
	(ii) State Government		0.00		0.00
	(iii) Government companies		0.00		0.00
3	Insurance companies		0.00		0.00
4	Banks		0.00		0.00
5	Financial institutions		0.00		0.00
6	Foreign institutional investors		0.00		0.00
7	Mutual funds		0.00		0.00
8	Venture capital		0.00		0.00
9	Body corporate(not mentioned above)	30000	0.04		0.00
10	Others		0.00		0.00
	<b>Total</b>	<b>39107850.00</b>	<b>53.43</b>	<b>0.00</b>	<b>0.00</b>

Total number of shareholders (promoters) 13

**B Public/Other than promoters**

S.No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	24085667	32.90		0.00
	(ii) Non-resident Indian (NRI)	143454	0.20		0.00
	(iii) Foreign national (other than NRI)		0.00		0.00
2	Government				
	(i) Central Government		0.00		0.00
	(ii) State Government		0.00		0.00
	(iii) Government companies		0.00		0.00
3	Insurance companies		0.00		0.00
4	Banks		0.00		0.00
5	Financial institutions	91833	0.13		0.00
6	Foreign institutional investors	637243	0.87		0.00
7	Mutual funds		0.00		0.00
8	Venture capital		0.00		0.00
9	Body corporate(not mentioned above)	7908801	10.80		0.00
10	Others	HUF EMPLOYEES NBFC	1222770	1.67	0.00
	<b>Total</b>	<b>34089768.00</b>	<b>46.57</b>	<b>0.00</b>	<b>0.00</b>

Total number of shareholders (other than promoters) 11431

Total number of shareholders (Promoters + Public/Other than promoters) 11444.00

Sl. No	Category	
1	Individual - Female	
2	Individual - Male	
3	Individual - Transgender	0
4	Other than individuals	
	Total	0.00

14

**VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**  
**[Details of , Promoters, Members (other than promoters), Debenture holders]**

## VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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	3	1	3	17.50	35.19
<b>B Non-Promoter</b>	0	4	0	6	0.00	0.00
i Non-Independent	0	0	0	1	0	0
ii Independent	0	4	0	5	0	0
<b>C Nominee Directors representing</b>	0	0	0	0	0.00	0.00
i. Banks and FIs						

ii Investing institutions						
iii Government						
iv Small share holders						
v Others						
<b>Total</b>	<b>1</b>	<b>7</b>	<b>1</b>	<b>9</b>	<b>17.50</b>	<b>35.19</b>

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

12

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
KALPATHI SUBRAMANIAN SURESH	00526480	Director	12812048	
KALPATHI SUBRAMANYAM AGHORAM	00526585	Director	12829553	
KALPATHI SUBRAMANIAM GANESH	00526451	Director	12828049	
KALPATHI ARCHANA	05331133	Director	100000	
JITENDRA KANTILAL SHAH	01795017	Director	0	
REVATHI RAGHUNATHAN	01254043	Director	0	
PILLAIPAKKAM BAHUKUDUMBI SRINIVASAN	09366225	Director	0	
LAKSHMINARAYANAN SESHADRI	01753098	Director	0	
ASHOK MISRA	00006051	Director	0	
ALAMELU	07921583	Director	0	
SARADHA	BEPPS3361Q	CFO	0	05/05/2025
SWAMINADHAN BALASUNDHARAM	AADPB9460G	Company Secretary	0	

**B (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 (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
ASHOK MISRA	00006051	Additional Director	15/10/2024	Appointment
ASHOK MISRA	00006051	Director	07/11/2024	Change in designation
ALAMELU	07921583	Additional Director	15/10/2024	Appointment
ALAMELU	07921583	Director	07/11/2024	Change in designation
KASARAGOD ULLAS KAMATH	00506681	Director	28/10/2024	Cessation
JITENDRA KANTILAL SHAH	01795017	Additional Director	15/10/2024	Appointment
JITENDRA KANTILAL SHAH	01795017	Director	07/11/2024	Change in designation
SWAMINADHAN BALASUNDHARAM	AADPB9460G	Company Secretary	11/08/2024	Appointment



MUTHUKRISHNAN ANANTHARAMAKRISHNAN	ADEPA0648K	Company Secretary	11/08/2024	Cessation
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#### 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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	27/09/2024	11079	40	
EXTRA ORDINARY GENERAL MEETING	15/04/2024	12816	43	
EXTRA ORDINARY GENERAL MEETING	07/11/2024	11197	39	
EXTRA ORDINARY GENERAL MEETING	09/01/2025	11812	55	

##### B BOARD MEETINGS

\*Number of meetings held

6

S.No.	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/05/2024	8	8	100.00
2	07/08/2024	8	8	100.00
3	03/09/2024	8	8	100.00
4	14/11/2024	10	10	100.00
5	11/12/2024	10	9	90.00
6	13/02/2025	10	8	80.00

##### C COMMITTEE MEETINGS

Number of meetings held

17

S.No.	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMMITTEE	28/05/2024	3	3	100.00
2	AUDIT COMMITTEE	07/08/2024	3	3	100.00
3	AUDIT COMMITTEE	02/09/2024	3	3	100.00
4	AUDIT COMMITTEE	14/11/2024	3	3	100.00
5	AUDIT COMMITTEE	29/11/2024	3	3	100.00
6	AUDIT COMMITTEE	11/12/2024	3	3	100.00
7	AUDIT COMMITTEE	13/02/2025	3	3	100.00
8	AUDIT COMMITTEE	28/03/2025	3	3	100.00
9	NOMINATION AND REMUNERATION	26/04/2024	3	3	100.00
10	NOMINATION AND REMUNERATION	21/05/2024	3	3	100.00
11	NOMINATION AND REMUNERATION	05/08/2024	3	3	100.00
12	NOMINATION AND REMUNERATION	13/09/2024	3	3	100.00
13	NOMINATION AND REMUNERATION	15/10/2024	3	3	100.00
14	NOMINATION AND REMUNERATION	27/12/2024	3	3	100.00
15	STAKHOLDER RELATIONSHIP COMMI	11/03/2025	3	3	100.00
16	RISK MANAGEMENT COMMITTEE	03/10/2024	3	3	100.00
17	RISK MANAGEMENT COMMITTEE	11/03/2025	3	3	100.00

##### D ATTENDANCE OF DIRECTORS

		Board Meetings	Committee Meetings	Whether attended AGMheld on
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S.No.	Name of the Director	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	09/09/2025
1	KALPATHI SUBRAMANIAN SURESH	6	6	100.00			0.00	
2	KALPATHI SUBRAMANYAM AGHORAM	6	6	100.00			0.00	
3	KALPATHI SUBRAMANIAM GANESH	6	6	100.00			0.00	
4	KALPATHI ARCHANA	6	5	83.33			0.00	
5	JITENDRA KANTILAL SHAH	3	2	66.67			0.00	
6	REVATHI RAGHUNATHAN	6	6	100.00			0.00	
7	PILLAIPAKKAM BAHUKUDUMBI SRINIVASAN	6	6	100.00			0.00	
8	LAKSHMINARAYANAN SESHADRI	6	6	100.00			0.00	
9	ASHOK MISRA	3	2	66.67			0.00	
10	ALAMELU	3	3	100.00			0.00	

**X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Yes 

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

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	KALPATHI SUBRAMANIA	Whole-time director	2830512				2830512.00
2							0.00
3							0.00
4							0.00
5							0.00
6							0.00
7							0.00
8							0.00
9							0.00
10							0.00
11							0.00
12							0.00
13							0.00
14							0.00
15							0.00
	Total		2830512.00	0.00	0.00	0.00	2830512.00

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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SARADHA	CFO	11831926	0	1890000	0	13721926.00
2	MUTHUKRISHNAN ANAN	Company Secretary	3175163	0	3022000	0	6197163.00
3	SWAMINADHAN BALAS	Company Secretary	1986882	0	0	0	1986882.00
4							0.00
5							0.00
6							0.00
7							0.00
8							0.00
9							0.00
10							0.00



[illegible]

### XIII Shareholder / Debenture holder details

Number of shareholder/ debenture holder

\_\_\_\_\_

## XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

VERANDA LEARNING SOLUTIONS LIMITED

as required to be maintained under the

Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY)

31/03/2025	
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In my/our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of

the Act

10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

15 acceptance/ renewal/ repayment of deposits;

16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

DSC BOX

Name

Date (DD/MM/YYYY)

Place

CHENNAI

Whether associate or fellow:

Fellow

Certificate of practice number

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

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

(b) Name of the Designated Person

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number\* to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made there under in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

**\*To be digitally signed by**

DSC BOX

\*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

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

**\*To be digitally signed by**

DSC BOX

Company Secretary

\*Whether associate or fellow:

Associate

\*Membership number

Certificate of practice number