

# 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

U63090MH2002PLC136326

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCG8542K

(ii) (a) Name of the company

GREATSHIP (INDIA ) LIMITED

(b) Registered office address

One International Center, Tower 3, 23rd Floor, Senapati Ba  
pat Marg, Elphinstone Road (W est), NA  
Mumbai  
Mumbai City  
Maharashtra  
400012

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

secretarial@greatshipglobal.co

(d) \*Telephone number with STD code

02267207500

(e) Website

(iii) Date of Incorporation

26/06/2002

(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

Pre-fill





Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(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	B	Mining and quarrying	B5	Mining Support Services activities	100

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)**\*No. of Companies for which information is to be given 

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	THE GREAT EASTERN SHIPPING 	L35110MH1948PLC006472	Holding	100
2	GREATSHIP OILFIELD SERVICES 	U74900MH2015PLC266483	Subsidiary	100
3	GREATSHIP (UK) LIMITED		Subsidiary	100
4	GREATSHIP GLOBAL OFFSHOR 		Subsidiary	100
5	GREATSHIP GLOBAL ENERGY S 		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	135,000,000	111,345,500	111,345,500	111,345,500
Total amount of equity shares (in Rupees)	1,350,000,000	1,113,455,000	1,113,455,000	1,113,455,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of face value of INR 10 each				
Number of equity shares	135,000,000	111,345,500	111,345,500	111,345,500
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,350,000,000	1,113,455,000	1,113,455,000	1,113,455,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	229,000,000	105,124,000	105,124,000	105,124,000
Total amount of preference shares (in rupees)	2,290,000,000	1,051,240,000	1,051,240,000	1,051,240,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Cumulative Redeemable Preference Shares of face				
Number of preference shares	229,000,000	105,124,000	105,124,000	105,124,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	2,290,000,000	1,051,240,000	1,051,240,000	1,051,240,000

**(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			
<b>Equity shares</b>						
At the beginning of the year	111,345,500		111,345,500	1,113,455,000	1,113,455,000	

<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 <input type="text"/>						
<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 <input type="text"/>						
<b>At the end of the year</b>	111,345,500	0	111345500	1,113,455,0	1,113,455,	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	105,124,000		105124000	1,051,240,0	1,051,240,	
<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 <input type="text"/>						
<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>	105,124,000	0	105124000	1,051,240,0	1,051,240,	

ISIN of the equity shares of the company

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

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"/>
Date of registration of transfer (Date Month Year)	<input type="text"/>
Type of transfer	<input type="text"/> 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<input type="text"/> Amount per Share/ Debenture/Unit (in Rs.) <input type="text"/>

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

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

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0		0
Partly convertible debentures	0		0
Fully convertible debentures	0		0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

**(i) Turnover**

8,885,066,539.28

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

22,137,057,809.02

**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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(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)	111,345,200	100	105,124,000	100
10.	Others - Nominee Shareholders	300	0	0	0
	<b>Total</b>	111,345,500	100	105,124,000	100

**Total number of shareholders (promoters)**

7

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(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)	0	0	0	0
10.	Others	0	0	0	0
	<b>Total</b>	0	0	0	0

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

0

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

7

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	0	0
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	3	4	3	4	0	0
(i) Non-Independent	3	1	3	1	0	0
(ii) Independent	0	3	0	3	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
Total	3	4	3	4	0	0

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)
BHARAT KANAIYALAL	00022102	Director	50	
RAVI KANAIYALAL SH	00022121	Managing Director	50	
PRADYUMNA RAGHU	00041519	Whole-time directo	50	
ALOK AMRITSAGAR M	00452309	Whole-time directo	0	
RITA BHAGWATI	06990589	Director	0	
SHALEEN SHARMA	00202295	Director	0	
BHAVNA GAUTAM DC	00400508	Director	0	
SHIVAKUMAR NATAR	AAKPG4618E	CFO	50	
AMISHA MITESH GHI	AWFPS1337M	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

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EXTRA-ORDINARY GENERAL MEETING	11/05/2023	7	7	100
ANNUAL GENERAL MEETING	28/07/2023	7	7	100
EXTRA-ORDINARY GENERAL MEETING	03/08/2023	7	7	100
EXTRA-ORDINARY GENERAL MEETING	28/10/2023	7	7	100

## B. BOARD MEETINGS

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/05/2023	7	7	100
2	28/07/2023	7	7	100
3	27/10/2023	7	7	100
4	08/12/2023	7	7	100
5	25/01/2024	7	7	100
6	06/03/2024	7	6	85.71

## C. COMMITTEE MEETINGS

Number of meetings held

8

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	Nomination & Remuneration Committee	05/05/2023	3	3	100
2	Audit Committee	05/05/2023	4	4	100
3	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	05/05/2023	3	3	100
4	Audit Committee	28/07/2023	4	4	100
5	Nomination & Remuneration Committee	28/07/2023	3	3	100
6	Audit Committee	27/10/2023	4	4	100
7	Nomination & Remuneration Committee	27/10/2023	3	3	100

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
8	Audit Committee	25/01/2024	4	4	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	
1	BHARAT KAN	6	6	100	0	0	0	
2	RAVI KANAIY	6	6	100	0	0	0	
3	PRADYUMNA	6	6	100	5	5	100	
4	ALOK AMRITS	6	6	100	0	0	0	
5	RITA BHAGW	6	6	100	8	8	100	
6	SHALEEN SH	6	5	83.33	8	7	87.5	
7	BHAVNA GAL	6	6	100	7	7	100	

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

Nil

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	RAVI KANAIYALAL	MANAGING DIR	23,633,787	26,000,000	0	4,553,495	54,187,282
2	PRADYUMNA RAG	EXECUTIVE DIR	7,747,192	5,000,000	0	802,965	13,550,157
3	ALOK AMRITSAGA	EXECUTIVE DIR	16,145,735	12,000,000	0	1,323,952	29,469,687
	Total		47,526,714	43,000,000	0	6,680,412	97,207,126

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	GOMATHINAYAGA	CFO	0	0	0	0	0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	AMISHA MITESH G	Company Secre	8,221,847	0	0	577,965	8,799,812
	Total		8,221,847	0	0	577,965	8,799,812

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	BHARAT KANAIYA	NON EXECUTIV	7,200,000	0	0		7,200,000
2	RITA BHAGWATI	INDEPENDENT	1,170,000	0	0	1,300,000	2,470,000
3	SHALEEN SHARM	INDEPENDENT	1,170,000	0	0	1,200,000	2,370,000
4	BHAVNA GAUTAM	INDEPENDENT	1,170,000	0	0	1,300,000	2,470,000
	Total		10,710,000	0	0	3,800,000	14,510,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

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

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

Yes  No

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

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

Name

MARTINHO FERRAO

Whether associate or fellow

Associate

Fellow

Certificate of practice number

5676

#### 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

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

GIL-List of Shareholders FY 24.pdf MGT 8_Revised.pdf
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<b>Remove attachment</b>
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Modify
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Check Form
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Prescrutiny
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Submit
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**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**



**LIST OF SHAREHOLDERS OF GREATSHIP (INDIA) LIMITED AS ON MARCH 31, 2024**

**a) EQUITY SHARE CAPITAL**

Registered Folio Number	Name of Equity Shareholder	Issued, Subscribed and Paid up	
		No. of Equity Shares (face value of Rs.10 each)	Amount in INR
006	The Great Eastern Shipping Company Limited	111,345,200	1,113,452,000
002	Bharat Sheth*	50	500
003	Pradyumna Naware*	50	500
005	Jayesh Trivedi*	50	500
008	Ravi K Sheth*	50	500
009	Tapas Icot*	50	500
0010	G. Shivakumar*	50	500
<b>Total</b>		<b>111,345,500</b>	<b>1,113,455,000/-</b>

\* Represents the registered owner, acting as nominee shareholders of 'The Great Eastern Shipping Company Limited'

**b) PREFERENCE SHARE CAPITAL**

Registered Folio Number	Name of Preference Shareholder	Type of Preference Shares	Issued, Subscribed and Paid up	
			No. of Preference Shares	Amount in INR
001	The Great Eastern Shipping Company Limited	24.60 % Cumulative Redeemable Preference Shares of face value Rs. 10 each	44,500,000	445,000,000
	The Great Eastern Shipping Company Limited	22.50% Cumulative Redeemable Preference Shares of face value Rs. 10 each	60,624,000	606,240,000
<b>Total</b>			<b>105,124,000</b>	<b>1,051,240,000</b>

**For Greatship (India) Limited**

**Amisha Ghia**  
**Company Secretary**  
**Membership No. A18247**





**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 **GREATSHIP (INDIA) LIMITED** (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 March 31, 2024. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has complied with provisions of the Act and Rules made thereunder in respect of:
  - 1. its status under the Act;
  - 2. maintenance of registers/records & making entries therein within the time prescribed thereof;
  - 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;
  - 4. calling/ convening/ holding meetings of Board of Directors or its committees, and the meetings of the members of the Company on or before due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions 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 (**There were no such instances during the year under review**)

6. advances/loans to its directors and/or persons or firms or Companies referred in section 185 of the Act; **(During the year under review, the Company has not given any 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; **(There has been no change to the Share Capital of the Company during the year under review)**
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; **(Not applicable to the Company as there has been no transfer of shares during the year under review)**
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; **(During the year under review, the Company has not declared dividend on equity shares to its shareholders. However the Company has declared/paid dividend on preference shares to its preference shareholders as per the terms of the issue of preference shares. There has been no unpaid / unclaimed dividend and therefore no transfers have been made to the Investor Education and Protection Fund)**
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; **(During the year under review, following are the changes in the Board composition**
  - **Mr. Bharat K. Sheth was reappointed as the Director of the Company, liable to retire by rotation at the Annual General Meeting held on July 28, 2023**
  - **Ms. Rita Bhagwati (DIN: 06990589) was re-appointed as Independent Director for a term of three years w.e.f August 07, 2023 and Mr. Shaleen Sharma (DIN: 00202295) was re-appointed as Independent Director for a term of five years w.e.f October 26, 2023.**

- **Mr. P. R. Naware was reappointed as the Executive Director of the Company for a period of 1 year with effect from November 7, 2023**
13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
    - **M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018) were appointed as the statutory auditors of the Company at the 20<sup>th</sup> Annual General Meeting (AGM) held on July 25, 2022 and shall hold office until the conclusion of the 25<sup>th</sup> AGM of the Company to be held in the calendar year 2027**
  14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities, if applicable, under the various provisions of the Act;
  15. acceptance/ renewal/ repayment of deposits; **(The Company has not accepted/ renewed/ repaid any deposit during the year under review)**
  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 the Company's subsidiaries under the provisions of section 186 of the Act, as may be applicable.; **(There were no such instances during the year under review).**
  18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company; **(There were no such instances during the year under review)**

**For Martinho Ferrao & Associates  
Company Secretaries**

**Martinho Ferrao**

**Proprietor**

FCS: 6221

CP No. 5676

UDIN:

Place: Mumbai

Date: