

# 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

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

L51909DL1983PLC016907

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACW0030B

(ii) (a) Name of the company

BLS INTERNATIONAL SERVICES

(b) Registered office address

G-4B-1 EXTENSION, MOHAN CO-OPERATIVE  
INDL. ESTATE, MATHURA ROAD  
NEW DELHI  
Delhi  
110044

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

compliance@blsinternational.r

(d) \*Telephone number with STD code

01146990006

(e) Website

www.blsinternational.com

(iii) Date of Incorporation

07/11/1983

(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	BSE Ltd ,MSEI	2
2	NATIONAL STOCK EXCHANGE	1,024

(b) CIN of the Registrar and Transfer Agent

U67120DL1993PTC052486

Pre-fill

Name of the Registrar and Transfer Agent

BEETAL FINANCIAL AND COMPUTER SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

99,MADANGIR, B/4, LOCAL SHOPPING CENTRE,  
NEAR DADA HARSUKH DAS MANDIR

(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	M	Professional, Scientific and Technical	M3	Management consultancy activities	72.63

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BLS E-SERVICES PRIVATE LIMIT	U74999DL2016PTC298207	Subsidiary	100
2	BLS E-SOLUTIONS PRIVATE LIM	U74999DL2016PTC298704	Subsidiary	100

3	BLS IT SERVICES PRIVATE LIMIT	U74999DL2016PTC298498	Subsidiary	100
4	BLS KENDRAS PRIVATE LIMITE	U74999DL2018PTC331178	Subsidiary	100
5	REIRED BLS INTERNATIONAL SI	U74999DL2018PTC339556	Subsidiary	51
6	BLS INTERNATIONAL FZE		Subsidiary	100
7	BLS INTERNATIONAL VISA SERV		Associate	50
8	BLS INTERNATIONAL VISA SERV		Associate	25
9	BLS INTERNATIONAL VISA SERV		Associate	25

#### 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	202,450,000	102,450,000	102,450,000	102,450,000
Total amount of equity shares (in Rupees)	202,450,000	102,450,000	102,450,000	102,450,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY</b>				
Number of equity shares	202,450,000	102,450,000	102,450,000	102,450,000
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	202,450,000	102,450,000	102,450,000	102,450,000

###### (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>				
<b>At the beginning of the year</b>	102,450,000	102,450,000	102,450,000	
<b>Increase during the year</b>	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0

iv. Others, specify				
<b>At the end of the year</b>	102,450,000	102,450,000	102,450,000	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	0	0	0	

(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 style="width: 95%;" type="text"/>
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Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
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Transferor's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input style="width: 95%;" type="text"/>
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Transferee's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
--	--

Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" 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) \*Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			8,899,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			3,853,000
Deposit			0
<b>Total</b>			<b>12,752,000</b>

**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

531,280,078

(ii) Net worth of the Company

416,058,650

**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	30,224,520	29.5	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)	45,835,480	44.74	0	



10.	Others	0	0	0	
	<b>Total</b>	76,060,000	74.24	0	0

**Total number of shareholders (promoters)**

18

**(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	15,859,708	15.48	0	
	(ii) Non-resident Indian (NRI)	1,418,557	1.38	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	77	0	0	
6.	Foreign institutional investors	3,171,575	3.1	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	5,825,083	5.69	0	
10.	Others          Alternate Investment Fund	115,000	0.11	0	
	<b>Total</b>	26,390,000	25.76	0	0

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

17,360

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

17,378

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

7

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ICG Q LIMITED			IN	1,000,000	
UTILICO EMERGING M			IN	863,846	
MASSACHUSETTS INS			IN	216,000	
NATIONAL SECURITIES			OM	1,100	
BNP PARIBAS ARBITRA			IN	763,349	
MAVEN INDIA FUND			MU	110,255	
Algomind Capital Fun			IN	217,025	

**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	18	18
Members (other than promoters)	21,013	17,360
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>	2	0	1	0	0	0
<b>B. Non-Promoter</b>	1	4	2	3	0	0
(i) Non-Independent	1	0	2	0	0	0
(ii) Independent	0	4	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	3	0	0

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

8

**(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)
SHIKHAR AGGARWAL	06975729	Director	2,000,000	
NIKHIL GUPTA	00195694	Managing Director	0	
KARAN AGGARWAL	02030873	Whole-time director	0	
SARTHAK BEHURIA	03290288	Director	0	
RAM PRAKASH BAJPA	07198693	Director	0	
SHIVANI MISHRA	07221507	Director	0	
AMIT SUDHAKAR	AGLPS9163K	CFO	0	
ARCHANA MAINI	ANWPM1214F	Company Secretar	0	01/04/2020

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

6

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)
AMIT SUDHAKAR	AGLPS9163K	CFO	06/08/2019	APPOINTMENT
NIKHIL GUPTA	00195694	Managing Director	12/08/2019	CESSATION
RAKESH AMOL	01374484	Managing Director	13/08/2019	APPOINTMENT
RAKESH AMOL	01374484	Managing Director	31/01/2020	CESSATION
NIKHIL GUPTA	00195694	Managing Director	01/02/2020	APPOINTMENT
ARCHANA MAINI	ANWPM1214F	Company Secretar	31/03/2020	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

1

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	26/09/2019	19,483	75	99.99

**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	27/05/2019	7	7	100
2	06/08/2019	7	7	100
3	14/11/2019	6	5	83.33
4	01/02/2020	6	6	100

**C. COMMITTEE MEETINGS**

Number of meetings held

10

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 COMM	27/05/2019	3	3	100
2	AUDIT COMM	06/08/2019	3	3	100
3	AUDIT COMM	14/11/2019	4	3	75
4	AUDIT COMM	01/02/2020	3	3	100
5	NOMINATION	27/05/2019	3	3	100
6	NOMINATION	06/08/2019	3	3	100
7	NOMINATION	01/02/2020	3	3	100
8	STAKEHOLDER	27/05/2019	3	3	100
9	CORPORATE	14/11/2019	3	2	66.67

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
10	CORPORATE	01/02/2020	2	2	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	21/09/2020
								(Y/N/NA)
1	SHIKHAR AGGARWAL	4	4	100	1	1	100	Yes
2	NIKHIL GUPTA	3	3	100	2	2	100	Yes
3	KARAN AGGARWAL	4	4	100	0	0	0	Yes
4	SARTHAK BEHERA	4	3	75	9	7	77.78	Yes
5	RAM PRAKASH	4	4	100	10	10	100	No
6	SHIVANI MISHRA	4	4	100	6	6	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	SHIKHAR AGGARWAL	JOINT MANAGING DIRECTOR	6,800,000	0	0	0	6,800,000
2	NIKHIL GUPTA	MANAGING DIRECTOR	1,364,387	0	0	0	1,364,387
3	KARAN AGGARWAL	EXECUTIVE DIRECTOR	3,000,000	0	0	0	3,000,000
4	RAKESH AMOL	MANAGING DIRECTOR	10,301,045	0	0	0	10,301,045
	Total		21,465,432	0	0	0	21,465,432

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	ARCHANA MAINI	COMPANY SECRETARY	2,945,000	0	0	0	2,945,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	SURENDRA KUMA	CHIEF FINANCI	94,000	0	0	0	94,000
3	AMIT SUDHAKAR	CHIEF FINANCI	4,990,000	0	0	0	4,990,000
	Total		8,029,000	0	0	0	8,029,000

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

The Company inadvertently oversight to file Form MGT-14 for the appointment of internal auditor M/s. Nangia & Co LLP which was approved by the board of directors at its meeting held on 6th August, 2019 and Forms CHG-1 & MGT-14 with regard to availina facility of H 26.57.965/- from Daimler

#### 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

LOVENEET HANDA & ASSOCIATES

Whether associate or fellow

Associate  Fellow

Certificate of practice number

10753

#### 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. ... 5(13)(b) dated 03/11/2020

(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

SHIKHAR  
AGGARWAL

DIN of the director

06975729

#### To be digitally signed by

Dharak  
Arvind Mehta

Company Secretary

Company secretary in practice

Membership number

40502

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**

BLS International MGT-8.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**





**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**

I have examined the registers, records and books and papers of “**BLS INTERNATIONAL SERVICES 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, 2020**. 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 is a Listed Non-Government Indian Public Company having share capital with limited liability under the Act;
  2. Maintenance of all registers as per the provisions of the Act and the rules made thereunder and made all entries 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 were duly filed *except the following:*
    - i) *MGT-14 for the appointment of M/s. Nangia & Co LLP as an internal auditor of the Company which were approved by the board of directors at its meeting held on 6th August, 2019.*
    - ii) *MGT-14 & CHG-1 for availing credit facility from Daimler Financial Services India Private Limited.*

*The Company has filed the form CG-1 for condonation of delay of above-mentioned forms and current status of forms are under process.*

4. Calling/ convening/ holding meetings of Board of Directors, Committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings,

*Loveneet*



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. The Company has closed its Register of Members and Register of Share Transfer from September 20, 2019 to September 26, 2019 for the purpose of declaration of dividend.
6. Advances/loans to its directors and/or persons or firms or companies as referred in section 185 of the Act (*Not applicable during the period under review*);
7. All related party transactions that were entered into during the Financial Year were on arm's length basis and were in the ordinary course of the business as per the provision of Section 188 of Companies Act 2013, and prior approval has been taken from the Audit Committee for the transactions which are of foreseen and repetitive nature. All the details were disclosed in the prescribed form AOC-2.
8. Issue or allotment 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 are not applicable on Company. Further, Company has recorded transfer of shares, if any in accordance with the provision of this Act.
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 during the period under review*);
10. The Company has Declared and paid dividend to its equity shareholders; as per the provisions of the Companies Act, 2013 and the provisions regarding transfer of unpaid/ unclaimed dividend to the Investor Education and Protection Fund as per section 125 of the Act are not applicable to the Company;
11. The audited financial statements have been signed 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-appointment/s/ retirement/resignation/-filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them are as per the provisions of the Act;
13. M/s SS Kothari Mehta & Co., Chartered Accountants, were appointed as Statutory Auditors of the Company for period of five (5) years in the 34<sup>th</sup> Annual General Meeting held on September 19, 2018 till the conclusion of the 39<sup>th</sup> Annual General Meeting of the Company as per the provisions of Section 139 of the Act;
14. M/s Dayal & Maur, Company Secretaries, were appointed as Secretarial Auditors of the Company of the Company for period of 02 years i.e. 1<sup>st</sup> April, 2018 to 31<sup>st</sup> March, 2020.

*Movemint*





15. Approval required to be taken from central government, Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities under the various provisions of the Act (*Not applicable during the period under review*);
16. Acceptance / renewal/ repayment of deposits (*Not applicable during the period under review*);
17. The Company has availed credit facilities from financial institutions. The Company does not have power to borrow funds as the enabling clause in this respect is not incorporated in its Memorandum of Association of the Company. *However, the Company altered its object clause in Memorandum of Association by incorporating enabling clause of power to borrow funds in the 36<sup>th</sup> Annual General Meeting of shareholders held on September 21, 2020.*
18. The Company has provided Loans to its wholly owned subsidiaries under the provisions of Section 186 of the Act and the loans are unsecured and repayable on demand;
19. In the Financial Year 2019-20, The Company has not altered the clauses/provisions of the Memorandum and/ or Articles of Association of the Company.

*For LOVENEET HANDA & ASSOCIATES  
COMPANY SECRETARIES*

*Loveeet*  
  


(LOVENEET HANDA)

CP NO: 10753

FCS NO: 9055

UDIN: F009055B001625725

Place: Delhi

Date: December 23, 2020

*Note: -It is stated that the compliance of all the applicable provisions of the companies Act, 2013 is the responsibility of the management, our examination of test check basis was limited to the procedures followed by the company for ensuring the compliance with the provision. We state that such compliance is neither an assurance as to the viability of the company nor the efficiency of effectiveness with which the management has conducted its affairs.*