

Form No. MGT-7

Form language

 English Hindi**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]

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L74140KA2007PLC043909

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 Revised

(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	QUESS CORP LIMITED	QUESS CORP LIMITED
Registered office address	Quess Tower, Sky Walk Avenue,32/4,,Hosur Road, Roopena Agrahara,Bommanahalli (Bangalore),Bangalore South,Bangalore,Karnataka,India,560068	Quess House, 3/3/2, Bellandur Gate Rd, Bellandur, Bengaluru, Karnataka 56010
Latitude details	12.908974	12.9299
Longitude details	77.627585	77.6848

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Reg office_1.pdf

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

AA*****1M

(c) *e-mail ID of the company

*****retary@quesscorp.com

(d) *Telephone number with STD code

08*****66

(e) Website

www.quescorp.com

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

19/09/2007

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

No

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

Yes

No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

viii Number of Registrar and Transfer Agent

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

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

Yes

No

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

29/08/2025

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

30/09/2025

(d) Whether any extension for AGM granted

Yes

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)

(g) Specify the reasons for not holding the same

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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	N	Administrative and support service activities	78	Employment activities	100

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

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

29

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	L72300TN1998PLC041033		ALLDIGI TECH LIMITED	Subsidiary	0
2	U74999KA2016PTC097984		EXCELUS LEARNING SOLUTIONS PRIVATE LIMITED	Subsidiary	100
3	U93000KA2008PTC133410		QUESS INTERNATIONAL SERVICES PRIVATE LIMITED	Subsidiary	100
4	U72200TG2000PTC035617		MONSTER.COM (INDIA) PRIVATE LIMITED	Subsidiary	0
5	U74999KA2017PTC135030		TRIMAX SMART INFRAPROJECTS PRIVATE LIMITED	Subsidiary	0
6	U74140KA2021PTC154916		BILLION CAREERS PRIVATE LIMITED	Subsidiary	100
7	U32309MH2010PTC201638		VEDANG CELLULAR SERVICES PRIVATE LIMITED	Subsidiary	0

8	U72200TZ2015PTC021609		HEPTAGON TECHNOLOGIES PRIVATE LIMITED	Subsidiary	0
9	U72200KA2015PTC084539		STELLARSLOG TECHNOVATION PRIVATE LIMITED	Subsidiary	100
10	L62099KA2024PLC184626		DIGITIDE SOLUTIONS LIMITED	Subsidiary	0
11	L81100KA2024PLC184648		BLUSPRING ENTERPRISES LIMITED	Subsidiary	0
12	U74920KA2009PTC049810		TERRIER SECURITY SERVICES (INDIA) PRIVATE LIMITED	Associate	0
13		201526129N	Quesscorp Holdings Pte. Limited	Subsidiary	100
14		CS201305088	Quess (Philippines) Corp	Subsidiary	100
15		123456	Quess Corp (USA) Inc.	Subsidiary	0
16		314944513	Quess Corp Vietnam Limited Liability Company	Subsidiary	100
17	U74999WB2018PTC227022		QUESS EAST BENGAL FC PRIVATE LIMITED	Subsidiary	100
18		199801439D	Quess Corp Singapore Pte Ltd	Subsidiary	100
19		201715683K	Quess Selection & Services Pte Ltd	Subsidiary	100
20		938724-A	Quess Malaysia Digital Sdn. Bhd	Subsidiary	100
21		PV 12225	Quess Corp Lanka (Private) Limited	Subsidiary	100
22		1127063A	Quessglobal (Malaysia) Sdn. Bhd	Subsidiary	100
23		202441951W	Quesscorp Solutions Pte Ltd	Subsidiary	100
24		202442294R	Quesscorp Consulting Pte Ltd	Subsidiary	100
25		134567	Quess Corp NA LLC	Subsidiary	100
26		145678	Quesscorp Manpower Supply Services LLC	Subsidiary	100
27		156789	Quesscorp Management Consultancies STY	Subsidiary	100

28		CS201700082	Qess Recruit Inc.	Associate	25
29		1265396-M	Agensi Pekerjaan Qess Recruit Sdn. Bhd.	Associate	49

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	393850000	148918541	148918541	148918541
Total amount of equity shares (in rupees)	3938500000.00	1489185410.00	1489185410.00	1489185410.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	393850000	148918541	148918541	148918541
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3938500000.00	1489185410.00	1489185410.00	1489185410.00

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares				
Total amount of preference shares (in rupees)				

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
<div style="border: 1px solid black; width: 150px; height: 20px; margin: 0 auto;"></div>				
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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	343952	148165432	148509384.00	1485093840	1485093840	
Increase during the year	0.00	425318.00	425318.00	4253180.00	4253180.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	409157	409157.00	4091570	4091570	0
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify Conversion into demat	0	16161	16161.00	161610	161610	0
Decrease during the year	16161.00	0.00	16161.00	161610.00	161610.00	0.00
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Conversion into demat	16161	0	16161.00	161610	161610	0
At the end of the year	327791.00	148590750.00	148918541.00	1489185410.00	1489185410.00	0.00
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify Not Applicable	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	00	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Not Applicable	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE615P01015

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

0

Class of shares		
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

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
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully 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
Total				

(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				
Partly convertible debentures				
Fully convertible debentures				
Total				

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	0.00		0.00		0.00

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

i *Turnover

137872110000

ii * Net worth of the Company

9298650000

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	17896832	12.02	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	15365824	10.32	0	0.00
10	Others	51601555	34.65	0	0.00
	Body Corporate				
	Total	84864211.00	56.99	0.00	0.00

Total number of shareholders (promoters)

4

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	23891650	16.04	0	0.00
	(ii) Non-resident Indian (NRI)	1171531	0.79	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	1331562	0.89	0	0.00
4	Banks	1892	0.00	0	0.00
5	Financial institutions	23430449	15.73	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	11878855	7.98	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	1371789	0.92	0	0.00
10	Others	976602	0.66	0	0.00
	Others				
	Total	64054330.00	43.01	0.00	0.00

Total number of shareholders (other than promoters)

124069

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

124073.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	24438
2	Individual - Male	51671
3	Individual - Transgender	0
4	Other than individuals	47964
	Total	124073.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

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

Details	At the beginning of the year	At the end of the year
Promoters	4	4
Members (other than promoters)	88921	124069
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	0	1	0	1	0	12.02
B Non-Promoter	1	6	1	6	0.14	0.00
i Non-Independent	1	2	1	2	0.14	0
ii Independent	0	4	0	4	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	1	7	1	7	0.14	12.02

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

10

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)
AJIT ABRAHAM ISAAC	00087168	Director	17896832	
SRINIVASAN GURUPRASAD	07596207	Whole-time director	210628	
CHANDRAN RATNASWAMI	00109215	Director	0	
GOPALAKRISHNAN SOUNDARAJAN	05242795	Director	0	
ASHOK REVATHY	00057539	Director	0	30/06/2025
SANJAY ANANDARAM	00579785	Director	0	
GAURAV MATHUR	00016492	Director	0	
KALPATHI RATNA GIRISH	07178890	Director	0	
KUNDAN KUMAR LAL	XXXXXXXXXX	Company Secretary	9779	
KAMAL PAL HODA	XXXXXXXXXX	CFO	21212	01/04/2025

B (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 (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

2

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	16/09/2024	96050	77	56.39
Extra-ordinary General Meeting	09/12/2024	99413	58	46.58

B BOARD MEETINGS

*Number of meetings held

5

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	09/05/2024	8	8	100.00
2	29/07/2024	8	8	100.00
3	28/10/2024	8	8	100.00
4	03/12/2024	8	8	100.00
5	29/01/2025	8	8	100.00

C COMMITTEE MEETINGS

Number of meetings held

11

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	09/05/2024	6	6	100.00
2	Audit Committee	29/07/2024	6	6	100.00
3	Audit Committee	28/10/2024	6	6	100.00
4	Audit Committee	29/01/2025	6	6	100.00

5	Nomination and Remuneration Committee	09/05/2024	3	3	100.00
6	Nomination and Remuneration Committee	29/07/2024	3	3	100.00
7	Nomination and Remuneration Committee	29/01/2025	3	3	100.00
8	Risk Management Committee	23/04/2024	5	5	100.00
9	Risk Management Committee	12/11/2024	5	5	100.00
10	Corporate Social Responsibility Committee	08/05/2024	3	3	100.00
11	Stakeholders Relationship Committee	23/04/2024	3	3	100.00

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 29/08/2025 (Y/N/NA)
		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	AJIT ABRAHAM ISAAC	5	5	100.00	4	4	100.00	
2	SRINIVASAN GURUPRASAD	5	5	100.00	2	2	100.00	
3	CHANDRAN RATNASWAMI	5	5	100.00	7	7	100.00	
4	GOPALAKRISHNAN SOUNDARAJAN	5	5	100.00	4	4	100.00	
5	ASHOK REVATHY	5	5	100.00	11	11	100.00	
6	SANJAY ANANDARAM	5	5	100.00	10	10	100.00	
7	GAURAV MATHUR	5	5	100.00	5	5	100.00	
8	KALPATHI RATNA GIRISH	5	5	100.00	4	4	100.00	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Guruprasad Srinivasan	Whole-time director	53478801	0	0	0	53478801.00
	Total		53478801.00	0.00	0.00	0.00	53478801.00

B *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	Kundan Kumar Lal	Company Secretary	11016058	0	0	0	11016058.00
2	Kamal Pal Hoda	CFO	41612544	0	0	0	41612544.00
	Total		52628602.00	0.00	0.00	0.00	52628602.00

C *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	Revathy Ashok	Director	0	750000	0	625000	1375000.00
2	Sanjay Anandaram	Director	0	750000	0	600000	1350000.00
3	Gaurav Mathur	Director	0	750000	0	500000	1250000.00
4	Kalpathi Ratna Girish	Director	0	750000	0	475000	1225000.00
	Total		0.00	3000000.00	0.00	2200000.00	5200000.00

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

124073

XIV Attachments

(a) List of share holders, debenture holders

(b) Optional Attachment(s), if any

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 QUESS CORP 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

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

Name

Date (DD/MM/YYYY)

Place

Bengaluru

Whether associate or fellow:

Associate Fellow

Certificate of practice number

XXXX

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

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

XXXXXX

*(b) Name of the Designated Person

XXXXXX

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* dated*
(DD/MM/YYYY) to sign this form and declare that all the requirements of 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.

*To be digitally signed by

*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

XXXXXXXX

***To be digitally signed by**

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

XXXXXX

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

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