

FORM NO. MGT-7

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



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U70200HR2012PTC064545

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECV0565A

(ii) (a) Name of the company

KRISUMI CORPORATION PRIVA

(b) Registered office address

3RD FLOOR, CENTRAL PLAZA MALL,
GOLF COURSE ROAD,SECTOR -53,
GURGAON
Gurgaon
Haryana
122001

(c) *e-mail ID of the company

secretarial@krisumi.com

(d) *Telephone number with STD code

917026214214

(e) Website

(iii) Date of Incorporation

24/05/2012

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(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	F	Construction	F1	Buildings	100

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				

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	2,020,110,000	877,213,514	877,213,514	877,213,514
Total amount of equity shares (in Rupees)	20,390,100,000	8,781,135,140	8,781,135,140	8,781,135,140

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
CLASS A				
Number of equity shares	2,018,010,000	877,113,514	877,113,514	877,113,514

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	20,180,100,000	8,771,135,140	8,771,135,140	8,771,135,140
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
CLASS B				
Number of equity shares	1,100,000	50,000	50,000	50,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	110,000,000	5,000,000	5,000,000	5,000,000
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
CLASS C				
Number of equity shares	1,000,000	50,000	50,000	50,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	100,000,000	5,000,000	5,000,000	5,000,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	502,000,000	0	0	0
Total amount of preference shares (in rupees)	5,020,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	502,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5,020,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	869,213,514	0	869213514	8,701,135,1	8,701,135,	

Increase during the year	8,000,000	0	8000000	80,000,000	80,000,000	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	8,000,000	0	8000000	80,000,000	80,000,000	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						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	877,213,514	0	877213514	8,781,135,1	8,781,135,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

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.)	
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	0
Partly convertible debentures	0	0	0
Fully convertible debentures	5,000,000	100	500,000,000

Particulars	Number of units	Nominal value per unit	Total value
Total			500,000,000

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	500,000,000	0	500,000,000

(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

0.0000001

(ii) Net worth of the Company

6,014,499,532

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	407,956,687	46.51	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	407,956,687	46.51	0	0

Total number of shareholders (promoters)

1

(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	
	(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)	469,256,827	53.49	0	
10.	Others	0	0	0	
	Total	469,256,827	53.49	0	0

Total number of shareholders (other than promoters)

2

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

3

**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	1	1
Members (other than promoters)	2	2
Debenture holders	0	1

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	46.51
B. Non-Promoter	1	4	2	3	0	0
(i) Non-Independent	1	4	2	3	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	1	5	2	4	0	46.51

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

7

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
ASHOK KAPUR	00003577	Director	0	
SUNANDAN KAPUR	00003638	Director	407,956,687	
MOHIT JAIN	00024521	Managing Director	0	
TAKAHIRO YAMAZAKI	08739816	Whole-time director	0	
MINAKO SAKUMA	09186144	Director	0	
TAKURO HORIKOSHI	09102449	Director	0	
JAIRAJ VIKAS VERMA	AJNPV1998E	Company Secretary	0	

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

9

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
MASAKI MOROHOSHI	07302404	Director	11/06/2021	CESSATION
YUJI KATO	08164498	Director	11/06/2021	CESSATION
RAM NATARAJAN	00041871	Director	24/09/2021	CESSATION
MINAKO SAKUMA	09186144	Additional director	11/06/2021	APPOINTMENT
TAKURO HORIKOSHI	09102449	Additional director	11/06/2021	APPOINTMENT
MOHIT JAIN	00024521	Additional director	24/09/2021	APPOINTMENT
MINAKO SAKUMA	09186144	Director	24/09/2021	CHANGE IN DESIGNATION
TAKURO HORIKOSHI	09102449	Director	24/09/2021	CHANGE IN DESIGNATION
MOHIT JAIN	00024521	Managing Director	24/09/2021	CHANGE IN DESIGNATION

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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EGM	28/06/2021	3	2	53.49
EGM	05/07/2021	3	3	100
AGM	24/09/2021	3	3	100

B. BOARD MEETINGS

*Number of meetings held

11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/05/2021	6	2	33.33
2	27/05/2021	6	2	33.33
3	04/06/2021	6	2	33.33
4	28/06/2021	6	3	50
5	05/07/2021	6	2	33.33
6	13/07/2021	6	2	33.33
7	17/07/2021	6	2	33.33
8	20/09/2021	6	2	33.33
9	24/09/2021	6	5	83.33
10	10/12/2021	6	4	66.67
11	28/03/2022	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

0

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					

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	09/09/2022
								(Y/N/NA)
1	ASHOK KAPU	11	3	27.27	0	0	0	No
2	SUNANDAN K	11	1	9.09	0	0	0	Yes
3	MOHIT JAIN	3	3	100	0	0	0	No
4	TAKAHIRO YA	11	11	100	0	0	0	Yes
5	MINAKO SAK	8	3	37.5	0	0	0	No
6	TAKURO HOF	8	2	25	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	MOHIT JAIN	MANAGING DIR	9,886,906	0	0	0	9,886,906
2	TAKAHIRO YAMAZ	WHOLE TIME D	17,250,000	0	0	0	17,250,000
	Total		27,136,906	0	0	0	27,136,906

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	JAIRAJ VIKAS VER	COMPANY SEC	1,754,500	0	0	0	1,754,500
	Total		1,754,500	0	0	0	1,754,500

Number of other directors whose remuneration details to be entered

0

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

NITIN MADAN

Whether associate or fellow

Associate Fellow

Certificate of practice number

20664

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.
- (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 the 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 a 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.

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

 Digitally signed by Takahiro Yamazaki
Date: 2022.11.04 16:16:45 +05'30'

DIN of the director

To be digitally signed by

 Digitally signed by Jairaj Vikas Verma
Date: 2022.11.04 16:16:24 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

List of attachments

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

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

LIST OF SHAREHOLDERS AS ON 31.03.2022

S. No.	Name	Address	No. of Shares			Amount (In Rs.)
			Class A Equity Shares @ Rs. 10/- Each	Class B Equity Shares @ Rs. 100/- Each	Class C Equity Shares @ Rs. 100/- Each	
1.	Mr. Sunandan Kapur	B- 5, Chirag Enclave, New Delhi,- 110048	40,79,06,687	-	50,000	4,08,40,66,870
2.	M/s RD Propcon Private Limited	3 rd Floor, Central Plaza Mall, Golf Course Road, Sector 53, Gurgaon, Haryana- 122001	3,06,50,070	-	-	30,65,00,700
3.	M/s Sumitomo Corporation	8-11, 1-chome, Harumi, Chuo-ku, Tokyo, 104-8610, Japan	43,85,56,757	50,000	-	4,39,05,67,570
Total Share Capital						8,78,11,35,140

**Certified to be true
For Krisumi Corporation Private Limited**

For KRISUMI CORPORATION PRIVATE LIMITED.


Jairaj Vikas Verma
Company Secretary
M. No. F10542

Reg. office: 3rd Floor, Central Plaza Mall, Golf Course Road, Sector-53, Gurgaon, Haryana- 122001
Corporate office: Krisumi Sales Lounge, Sector 36A, Near Dwarka Expressway, Gurugram-122004, Haryana
E-mail-ID: info@krisumi.com, Telephone No.- +91-7026214214, Website: www.krisumi.com

KRISUMI CORPORATION PRIVATE LIMITED

(CIN- U70200HR2012PTC064545)

LIST OF DEBENTURE HOLDERS AS ON 31.03.2022

S. No.	Name of Debenture holder	Address	Folio No.	Particulars of Debentures	No. of Debentures	Face value (In Rs.)	Total Amount (In Rs.)
1.	Sumitomo Corporation	8-11, 1-chome, Harumi, Chuo-ku, Tokyo, 104-8610, Japan	SBCCD-01	Series B Compulsorily Convertible Debentures ("Series B CCDs")	50,00,000	100	50,00,00,000
Total amount of Debentures (in Rs.)							50,00,00,000

Certified to be true

For Krisumi Corporation Private Limited

For KRISUMI CORPORATION PVT. LTD.

Jairaj Vikas Verma

Company Secretary

M. No. F10542



**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 **M/S. KRISUMI CORPORATION PRIVATE 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 **31st March 2022**.

In our opinion and to the best of my 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 there under in respect of:

1. its status under the Act as **Private Limited Company**.
2. Maintenance of registers/records as stated in "**Annexure A**" and making entries therein within prescribed time.
3. Filing of forms and returns with the concerned Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities, as the case may be, within/beyond the prescribed time.

During the year under review, the Company has filed all the requisite forms and returns with the concerned department/authority/office within the prescribed timeline along with applicable fee.

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.

During the year, the board of directors has met 11 times on 20/05/2021,



27/05/2021, 04/06/2021, 28/06/2021, 05/07/2021, 13/07/2021, 17/07/2021, 20/09/2021, 24/09/2021, 10/12/2021 and 28/03/2022.

The Annual General Meeting of the Company was held on 24/09/2021.

The Extra Ordinary General Meeting of the Company was held on 28/06/2021 and 05/07/2021.

5. Closure of Register of Members / Security holders, as the case may be.

This clause is not applicable to the Company.

6. Advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act;

None of the transaction fall under the provision of the aforesaid Section.

7. Contracts/ arrangements with related parties as specified in section 188 of the Act

During the period under review, the Company has entered into any transaction at arm length price with related parties which attracts the provision of section 188 (1) of the Companies Act, 2013, which are as below:

S. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any (in Rs.)
1.	Mr. Brij Mohan Kapur (Relative of Mr. Ashok Kapur, director of the Company)	Sale	N.A.	As per agreement	24.09.2021	73,95,192/-

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;

During the year under review, the Company had issued and allotted 80,00,000 Class A equity shares of face value of Rs. 10/- each fully paid up to the shareholders of the Company on rights basis. Accordingly, as on 31st March 2022, the paid-up capital of



the Company stands at Rs. 8,78,11,35,140/- comprising of 87,71,13,514 Class A equity shares of Rs. 10/- each, 50,000 Class B equity shares of Rs. 100/- each and 50,000 Class C equity shares of Rs. 100/- each.

Further, the Company had issued and allotted 50,00,000 Series B Compulsorily Convertible Debentures ("Series B CCDs") of Rs. 100/- each, 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.

This clause is not applicable to the Company.

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;

This clause is not applicable to the Company

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;

Financial Statements have been prepared and signed as per requirement of the aforesaid provisions.

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 financial year 2021-22, the following change(s) took place in the Directorship/ Management of the Company:

Ms. Minako Sakuma and Mr. Takuro Horikoshi were appointed as directors of the

Company on 11th June 2021 and Mr. Yuji Kato and Mr. Masaki Morihoshi resigned as Directors of the Company on the same date.

Mr. Mohit Jain was appointed as Managing Director of the Company w.e.f. 24th September 2021 and Mr. Ram Natarajan resigned as Director of the Company on the same date.

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



The appointment of statutory auditor of the Company was duly ratified as per applicable provisions of the Companies Act, 2013.

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;

During the period under review no significant approval was 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;

None of the transactions fall under the aforesaid provision.

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

During the year under review, the Company has taken loan from bank and an Inter Corporate Deposit (ICD) from Krishna Maruti Limited and all the requisite forms related thereto, as applicable, were filed with the concerned Registrar of Companies.

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

During the year under review, the Company has not provided any loan, guarantee or investment in terms of Section 186 of the Act.

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

The Company has altered its Articles of Association of the Company during the period under review.



**For N Madaan & Associates
Company Secretary**

**Nitin Madaan
C.P. No. :20664
UDIN: A036368D001462650**

**Place: Gurugram
Date: 03-11-2022**

ANNEXURE A

List of Registers maintained by the Company:

1. Register of Members under Section 88.
2. Register of Directors and Key Managerial Personnel and their Shareholding under Section 170.
3. Register of Share Transfer.
4. Minutes Book of Board, Committee and General Meeting.
5. Register of Loan Guarantee, Security and acquisition made by the company under Section 186.
6. Register of Charges.
7. Register of Debenture Holders.