

**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)

U29299PB1998PLC039602

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	HERO MOTORS LIMITED	HERO MOTORS LIMITED
Registered office address	Hero Nagar G. T. Road,NA,Ludhiana,Ludhiana,Punjab,India,14100 3	Hero Nagar G. T. Road,NA,Ludhiana,Ludhiana,Punjab,India,14100 3
Latitude details	30.879745	30.879745
Longitude details	75.896012	75.896012

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

Photo\_RO showing external  
building and name.pdf

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

AA\*\*\*\*\*9F

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

\*\*\*\*\*torrelations@heromotors.c  
om

(d) \*Telephone number with STD code

+91\*\*\*\*\*33

(e) Website

https://www.heromotors.com/

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

30/04/1998

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)

Indian 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

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Mumbai, Maharashtra, India, 400070	

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

Yes

No

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

25/09/2025

(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

## 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	C	Manufacturing	29	Manufacture of motor vehicles, trailers and semi-trailers	100

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

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

5

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U35999PB2022PTC055274		HYM DRIVE SYSTEMS PRIVATE LIMITED	Subsidiary	90.00
2	U34100UP2022PTC175717		HERO EDU SYSTEMS PRIVATE LIMITED	Subsidiary	100.00
3		0105564107640	HERO MOTORS THAI LIMITED	Subsidiary	100.00
4		584792	HEWLAND ENGINEERING LIMITED	Subsidiary	51.00
5	U35990HR2014PTC074086		SPUR TECHNOLOGIES PRIVATE LIMITED	Subsidiary	100.00

**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	580000000.00	357384491.00	357384491.00	357384491.00
Total amount of equity shares (in rupees)	5800000000.00	3573844910.00	3573844910.00	3573844910.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	580000000	357384491	357384491	357384491
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees )	5800000000.00	3573844910.00	3573844910	3573844910

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	99500000.00	20971941.00	20971941.00	20971941.00
Total amount of preference shares (in rupees)	995000000.00	209719410.00	209719410.00	209719410.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference Shares				

Number of preference shares	99500000	20971941	20971941	20971941
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees )	995000000.00	209719410.00	209719410	209719410

**(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			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	834295	352744085	353578380.00	3535783800	3535783800	
<b>Increase during the year</b>	0.00	4640406.00	4640406.00	46404060.00	46404060.00	0
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	3806111	3806111.00	38061110	38061110	
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	
x Others, specify						
Dematerialization of Shares		834295		8342950	8342950	
<b>Decrease during the year</b>	834295.00	0.00	834295.00	8342950.00	8342950.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Dematerialization of Shares	834295		834295.00	8342950	8342950	
<b>At the end of the year</b>	0.00	357384491.00	357384491.00	3573844910.00	3573844910.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	0	20971941	20971941.00	209719410	209719410	
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	0
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			0			
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	0
i Redemption 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			0			
<b>At the end of the year</b>	0.00	20971941.00	20971941.00	209719410.00	209719410.00	

ISIN of the equity shares of the company

INE012G01022

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

2

**Attachments:**

1. Details of shares/Debentures Transfers

Transmission Details.xlsm

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

(a) Non-convertible debentures

\*Number of classes

1

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non-Convertible Debenture	0	0	0.00
<b>Total</b>	0.00	0.00	0.00

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-Convertible Debenture	166700000	0	166700000	0.00
<b>Total</b>	166700000.00	0.00	166700000.00	0.00

(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)

<b>Total</b>			

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
<b>Total</b>				

**(c) Fully convertible debentures**

\*Number of classes

0
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Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

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
<b>Total</b>				

**(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	166700000.00	0.00	166700000.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
<b>Total</b>	166700000.00	0.00	166700000.00	0.00

## 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
<b>Total</b>					

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

i \*Turnover

8978705000

ii \* Net worth of the Company

4379707000

## 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	11049071	3.09	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)	0	0.00	0	0.00
10	Others				
	Partnership Firm	273123055	76.42		
	<b>Total</b>	284172126.00	79.51	0.00	0

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	14975177	4.19	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)	58237188	16.30	20971941	100.00
10	Others <input type="text"/>				
	<b>Total</b>	73212365.00	20.49	20971941.00	100

Total number of shareholders (other than promoters)

48

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

52.00

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

Sl.No	Category	
1	Individual - Female	17
2	Individual - Male	24
3	Individual - Transgender	0
4	Other than individuals	11
	<b>Total</b>	52.00

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

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)	13	48
Debenture holders	1	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>	1	1	1	1	0.2	2.63
<b>B Non-Promoter</b>	1	3	1	6	0.83	0.00
i Non-Independent	1	1	1	1	0.83	0
ii Independent	0	2	0	5	0	0
<b>C Nominee Directors representing</b>	0	1	0	1	0.00	0.00
i. Banks and FIs	0	1	0	1	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						
<b>Total</b>	2	5	2	8	1.03	2.63

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

12

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
PANKAJ MUNJAL	00005330	Director	9400436	
AMIT GUPTA	02990732	Managing Director	2956111	
ABHISHEK MUNJAL	05355274	Whole-time director	706210	
ANDREW CHARLES PALMER	02155231	Director	0	
JYOTI ARORA	00353071	Director	0	
KESHAV MISRA	00133702	Director	0	
PRATIBHA GOYAL	07174666	Director	0	
SRIDHAR NARAYAN	00137243	Nominee Director	0	
KULBIR SINGH	00204829	Director	0	
ASHOK KUMAR TANEJA	00124814	Director	0	
RITESH KUMAR AGRAWAL	AHOPA3004B	CFO	0	25/06/2025
ESHA GUPTA	AMZPG6475E	Company Secretary	0	

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

13

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)
ANDREW CHARLES PALMER	02155231	Additional Director	16/07/2024	Appointment
ANDREW CHARLES PALMER	02155231	Director	26/07/2024	Change in designation
ASHOK KUMAR TANEJA	00124814	Additional Director	12/08/2024	Appointment
ASHOK KUMAR TANEJA	00124814	Director	13/08/2024	Change in designation
GAURAV DALMIA	00009639	Additional Director	12/08/2024	Appointment
GAURAV DALMIA	00009639	Director	13/08/2024	Change in designation
GAURAV DALMIA	00009639	Director	06/11/2024	Cessation

JYOTI ARORA	00353071	Additional Director	28/01/2025	Appointment
JYOTI ARORA	00353071	Director	12/03/2025	Change in designation
SHEEBA DHAMIJA	AOQPD2275L	Company Secretary	19/07/2024	Cessation
SAKSHI DUREJA	DVYPD0933F	Company Secretary	12/08/2024	Appointment
SAKSHI DUREJA	DVYPD0933F	Company Secretary	12/12/2024	Cessation
ESHA GUPTA	AMZPG6475E	Company Secretary	12/12/2024	Appointment

#### 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

5

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
Extra Ordinary General Meeting	13/05/2024	18	6	95.76
Annual General Meeting	26/07/2024	21	12	99.83
Extra Ordinary General Meeting	13/08/2024	26	12	99.83
Extra Ordinary General Meeting	22/08/2024	31	12	99.83
Extra Ordinary General Meeting	12/03/2025	52	6	17.02

##### B BOARD MEETINGS

\*Number of meetings held

7

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

1	28/06/2024	7	5	71.43
2	16/07/2024	7	7	100
3	12/08/2024	8	8	100
4	16/08/2024	10	10	100
5	22/08/2024	10	7	70
6	12/12/2024	9	9	100
7	17/02/2025	10	7	70

### C COMMITTEE MEETINGS

Number of meetings held

10

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	16/07/2024	3	3	100
2	Audit Committee	12/08/2024	3	3	100
3	Audit Committee	16/08/2024	3	3	100
4	Audit Committee	23/08/2024	3	3	100
5	Audit Committee	12/12/2024	3	3	100
6	Audit Committee	17/02/2025	3	3	100
7	Nomination and Remuneration Committee	12/08/2024	4	4	100
8	Nomination and Remuneration Committee	12/12/2024	3	3	100
9	Corporate Social Responsibility Committee	16/07/2024	4	4	100
10	Stakeholders Relationship Committee	27/05/2024	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	
								25/09/2025 (Y/N/NA)
1	ASHOK KUMAR TANEJA	4	3	75	0	0	0	Yes
2	SRIDHAR NARAYAN	7	7	100	8	8	100	No
3	AMIT GUPTA	7	7	100	2	2	100	Yes
4	PANKAJ MUNJAL	7	6	85	0	0	0	No
5	ANDREW CHARLES PALMER	5	4	80	0	0	0	Yes
6	ABHISHEK MUNJAL	7	6	85	2	2	100	Yes
7	KESHAV MISRA	7	7	100	3	3	100	No
8	PRATIBHA GOYAL	7	6	85	10	10	100	Yes
9	JYOTI ARORA	1	0	0	0	0	0	Yes
10	KULBIR SINGH	7	6	85	8	8	100	Yes

#### 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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
1	Amit Gupta	Managing Director	36469000	0	38061110	0	74530110.00
2	Abhishek Munjal	Whole-time director	32755000	0	0	0	32755000.00
	<b>Total</b>		69224000.00	0.00	38061110.00	0.00	107285110.00

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

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Ritesh Agrawal	CFO	14328000	0	0	0	14328000.00
2	Sheeba Dhamija	Company Secretary	668000	0	0	0	668000.00
3	Esha Gupta	Company Secretary	1034000	0	0	0	1034000.00
4	Sakshi Dureja	Company Secretary	538000	0	0	0	538000.00
	<b>Total</b>		16568000.00	0.00	0.00	0.00	16568000.00

C \*Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Pratibha Goyal	Director	0	0	0	150000	150000.00
2	Kulbir Singh	Director	0	0	0	140000	140000.00
3	Ashok Kumar Taneja	Director	0	0	0	40000	40000.00
4	Gaurav Dalmia	Director	0	0	0	10000	10000.00
5	Andrew Charles Palmer	Director	0	0	0	30000	30000.00
	<b>Total</b>		0.00	0.00	0.00	370000.00	370000.00

#### 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

52

### XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or Debenture holder.xlsm

(b) Optional Attachment(s), if any

MGT 8\_Hero\_2025.pdf  
HML List of shareholders as on 31032025.pdf  
CTC\_Beneficial  
Interest\_17-02-2025.pdf  
HERO MOTORS Transfers.pdf

## 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 HERO MOTORS 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

Neelam Gupta

Date (DD/MM/YYYY)

19/12/2025

Place

Ghaziabad

Whether associate or fellow:

Associate  Fellow

Certificate of practice number

6\*5\*

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

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

23608

\*(b) Name of the Designated Person

ESHA GUPTA

**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

0\*9\*0\*3\*

**\*To be digitally signed by**

Company Secretary       Company secretary in practice

**\*Whether associate or fellow:**

Associate       Fellow

Membership number

2\*6\*8

Certificate of practice number

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**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)

AB9938592

eForm filing date (DD/MM/YYYY)

24/12/2025

**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**