# 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)

I. R	EGISTRATION AND OTH	ER DETAILS		•	
(i) * C	Corporate Identification Number	(CIN) of the company	U154	421TN1983PTC010243	Pre-fill
(	Global Location Number (GLN) o	of the company		the state of the s	
*	Permanent Account Number (PA	AN) of the company	AAA	CE9982E	
ii) (a	a) Name of the company		ROC	A BATHROOM PRODUCTS	
(h	) Registered office address		-		
(0	Nungambakkam Chennai Chennai Tamil Nadu Canaac b) *e-mail ID of the company		V.***	**************************************	
(0	d) *Telephone number with STD	code	04***	*****00	
(6	e) Website		www	v.roca.in	
ii)	Date of Incorporation		12/0	8/1983	
v)	Type of the Company	Category of the Company		Sub-category of the	Company
	Private Company	Company limited by s	nares	Indian Non-Gov	ernment company

(vii) *	Financial year Fr	om date 01/0	1/2023	(DD/MM/YYY	Y) To date	31/12/2023	(DD/M	IM/YYYY)
(viii) *	*Whether Annual	general meetir	ng (AGM) held	•	Yes 🔘	No		
(	(a) If yes, date of	AGM	07/06/2024					
(	(b) Due date of A	GM	30/06/2024			•		
•	c) Whether any e		-		O Yes	<ul><li>No</li></ul>		
II. PF	RINCIPAL BU	SINESS AC	TIVITIES OF TI	HE COMPA	NY			
	*Number of bus	siness activities	1					
S.N	No Main Activity group code	Description of	Main Activity grou	p Business Activity Code	Description	of Business Activit	у	% of turnove of the company
1	С	Man	ufacturing	C13		facturing including uments, medical in		91
*No. 01	•	which inform	ation is to be give	n <u> </u> 2	Pre-fi	A		
		he company	CIN / FCF	RN Ho	olding/ Subsid Joint V	iary/Associate/ enture	% of sh	ares held
1	Roca Sai	he company nitario S.A	CIN / FCF	RN Ho		enture		ares held
2				RN Ho	Joint V	ing	Ē	
2 <b>IV. SH</b> i) *SH/	Roca Bathroon	nitario S.A n Investments S			Joint V Hold Hold	ing ing	<u>.</u>	50
2 IV. SH i) *SH (a) Eq	Roca Bathroon IARE CAPITA  ARE CAPITAL uity share capital	nitario S.A  n Investments S  L, DEBENT  -	•		Joint Vold Hold URITIES OF	ing ing THE COMPA	<u>.</u>	50
2 IV. SH i) *SH (a) Eq	Roca Bathroon  IARE CAPITA  ARE CAPITAL  uity share capital	nitario S.A  n Investments S  L, DEBENT  -	URES AND OT	THER SECU	Joint Vold Hold URITIES OF	ing ing THE COMPAI	NY	50
2  IV. SH  i) *SH  (a) Equation	Roca Bathroon  IARE CAPITAL  ARE CAPITAL  uity share capital  Particular  number of equity	nitario S.A  n Investments S  L, DEBENT  - I S shares	URES AND OT  Authorised capital 4,500,000	HER SECU	Joint Vold Hold Hold Subs Ca	enture ing ing THE COMPAI eribed #Paid u 0 2,134,8	NY  sp.capital	50
i) *SH/ (a) Equal Total range Rupee	Roca Bathroon  IARE CAPITAL  ARE CAPITAL  uity share capital  Particular  number of equity	nitario S.A  n Investments S  L, DEBENT  - I S shares	URES AND OT  Authorised capital 4,500,000	SSUED Capital 2	Joint Vold Hold Hold URITIES OF Substitute 2,134,84	enture ing ing THE COMPAI eribed #Paid u 0 2,134,8	NY  sp.capital	50

Number of equity shares	4,500,000	2,134,840	2,134,840	2,134,840
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	45,000,000	21,348,400	21,348,400	21,348,400

## (b) Preference share capital

Particulars 1	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

Num	her	of c	lasses
INUISI	MCI	U! U	asses

'Glass of shares	Authorised : 1983 capital	Issued capital	Subscribed capital of	Paid up capital
Number of preference shares			138.	
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	o

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

Class of Shares	N	umber of sh	ares.	Total nominal amount	<b>计算是不可能的 对于一种的一种的</b>	Total* premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	2,134,840	2134840	21,348,400	21,348,400	
Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	.0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0 -	0	0

vi. Sweat equity shares allotted						
	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify			!	0	0	
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				0	0	
- At the end of the year						
At the end of the year	0	2,134,840	2134840	21,348,400		
Preference shares	1	!				
	İ				•	
	0	0	0	0	0	
At the beginning of the year	0 0	0	0	0	0	0
At the beginning of the year Increase during the year					0	0
At the beginning of the year Increase during the year I. Issues of shares	0	0	0	0	0	
At the beginning of the year  Increase during the year  I. Issues of shares  II. Re-issue of forfeited shares	0	0	0	0	0	0
At the beginning of the year  Increase during the year  I. Issues of shares  II. Re-issue of forfeited shares  III. Others, specify	0 0	0 0	0 0	0 0	0 0	0
At the beginning of the year  Increase during the year  I. Issues of shares  II. Re-issue of forfeited shares  III. Others, specify  Concrease during the year	0	0	0	0 0	0 0 0	0
At the beginning of the year  Increase during the year  I. Issues of shares  II. Re-issue of forfeited shares  III. Others, specify  Concrease during the year	0 0	0 0	0 0	0 0	0 0 0	0
At the beginning of the year  Increase during the year  I. Issues of shares  II. Re-issue of forfeited shares  III. Others, specify	0 0 0	0 0	0 0	0 0 0	0 0 0 0 0	0
At the beginning of the year  Increase during the year  I. Issues of shares  II. Re-issue of forfeited shares  III. Others, specify  Coecrease during the year  I. Redemption of shares  III. Shares forfeited	0 0 0	0 0 0	0 0 0	0 0 0 0 0 0	0 0 0 0 0	0
At the beginning of the year  Increase during the year  I. Issues of shares  II. Re-issue of forfeited shares  III. Others, specify  Coecrease during the year   0 0 0 0 0 0 0	0 0 0 0 0	0 0 0 0	0 0 0 0 0 0 0	0 0 0 0 0	0 0 0 0	
At the beginning of the year  Increase during the year  I. Issues of shares  II. Re-issue of forfeited shares  III. Others, specify	0 0 0 0 0 0 0	0 0 0 0 0	0 0 0 0	0 0 0 0 0 0 0 0 0 0 0	0 0 0 0 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)	0

Before split /	Manual au auf alanuag							
I	Number of shares				-			
Consolidation	Face value per share							
After split /	Number of shares				· · · · · · · · · · · · · · · · · · ·			
Consolidation	Face value per share							
							J	
iii) Details of share of the first return at	es/Debentures Trans t any time since the	sfers sin incorpo	ce closure ration of th	date o	f last t pany)	inanc *	ial ye	ear (or in the ca
Nil [Details being prov	ided in a CD/Digital Med	ia]	0	Yes	0	No	0	Not Applicable
Separate sheet atta	ached for details of trans	fers	0	Yes	0	No	•	
Data of the provious	annual ganaral meetir	.a [	THE STREET PROPERTY OF THE STREET, THE STR					
	annual general meetir							
	of transfer (Date Month	Year) [	ty, 2- Prefere	ence Sh	ares,3	- Debe	enture	es, 4 - Stock
Date of registration o	of transfer (Date Month	Year) [	fy, 2- Prefere Amount Debentu	per Sha	are/		enture	es, 4 - Stock
Date of registration of Type of transfe	of transfer (Date Month	Year) [	Amount	per Sha	are/		enture	es, 4 - Stock
Date of registration of Type of transfer Number of Shares/ Eunits Transferred	of transfer (Date Month	Year) [	Amount	per Sha	are/		enture	es, 4 - Stock

Class of shares

(iii)

(ii)

Transferee's Name							
	Surname .	middle name	first name				
Date of registration of	of transfer (Date Month Year)						
Type of transfer 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock							
Number of Shares/ Debentures/ Units Transferred  Amount per Share/ Debenture/Unit (in Rs.)							
Ledger Folio of Trans	sferor						
Transferor's Name							
	Surname	middle name	first name				
Ledger Folio of Transferee							
Transferee's Name							
	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	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of 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

	0.00	/ _ 4 l 4 l		اممام	م ما ما ما ما ما ما ما
Į۷,	Securities	(omer ma	ın Sılares	anu	Generitares

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			Parameter and a security of the security of th	- American	The state of the s
Total					And the state of t

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

1	i)	T	u	rn	o	ve	٩r
1			•		·		- 1

17,200,015,000	
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## (ii) Net worth of the Company

7.	41	9.	70	4.	000

## VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equi	ty	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		
<del></del> .	(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)	2,134,840	100	0	
10.	Others	0	0	0	
-	Total	2,134,840	100	0	0

- 1	0		
	2		

## (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)	0	0	0	
10.	Others	0	0	0	

	Total	0	0	0	0
Total nun	nber of shareholders (other than promo	oters) 0			
	ber of shareholders (Promoters+Public n promoters)	2			

# 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	2	2
Members (other than promoters)	0	0
Debenture holders	0	0

## VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Category		directors at the g of the year		umber 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	2	1	2	1	. 0	0	
B. Non-Promoter	0	0	0	0	0	0	
(i) Non-Independent	0	0	0	0	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	O,	0	
(v) Others	0	0	0	0	0	0	
Total	2	1	2	1	0	0	

Number of Directors and Key managerial personne	d (who is not director	) as on the financial	year end date
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## (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)
KUNNAWALKAM ELA	00058990	Managing Director	0	
RECASENS FRANCES	06612579	Director	0	
FERRAN VILACLARA	08928744	Director	0	
NIRMAL KUMAR KARI	ACKPN0010D	CFO	0	
VENKATAPATHY PRI	BJFPP5957C	Company Secretar	0	

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

ture of change opointment/ Change in signation/ Cessation)
Non- Executive Director

Name	DIN/PAN	Designation at the beginning / during the financial year		Nature of change (Appointment/ Change in designation/ Cessation)
KUNNAWALKAM EI	00058990	Managing Director	31/12/2023	Non- Executive Director
NIRMAL KUMAR KA	06618680	CFO	31/12/2023	Managing Director

#### 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

Type of meeting			Attendance		
		attend meeting	Number of members attended	% of total shareholding	
AGM	15/05/2023	2	2	100	
EGM	11/12/2023	2	2	100	

#### B, BOARD MEETINGS

\*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date		Attendance
		of meeting	Number of directors attended	% of attendance
1	27/01/2023	3	3	100
2	27/03/2023	3	3	100

S. No.	Date of meeting	Total Number of directors associated as on the date	Attendance	
	_	of meeting	Number of directors attended	% of attendance
3	15/05/2023	3	2	66.67
4	11/09/2023	3	3	100
5	11/12/2023	3	3	100

#### C. COMMITTEE MEETINGS

Number of meetings held	4
14difficol of filedings title	, T

S. No.	Type of		Total Number of Members as	A	ttendance
	meeting	Date of meeting	on the date of the meeting	Number of members attended	% of attendance
1	CSR	27/03/2023	3	3	100
2	CSR	15/05/2023	3.	2	66.67
3	CSR	11/09/2023	3	3	100
4	CSR	11/12/2023	3	3	100

## D. \*ATTENDANCE OF DIRECTORS

		Board Meetings Committee Meetings				Whether attended AGM		
S. No.	Name of the director	Number of Meetings which director was	Number of Meetings	% of	Number of Meetings which director was	Number of Meetings	% of	held on
			attended	attendance		attended	attendance	07/06/2024 (Y/N/NA)
1	KUNNAWALK	5	5	100	4	4	100	Yes
2	RECASENS F	5	4	- 80	4	3	75	Not Applicable
3	FERRAN VILA	5	5	100	4	4	100	Not Applicable

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

		Nil						
lum	oer of	Managing Direct	or, Whole-time Direc	ctors and/or Mana	ger whose remune	ration details to be enter	red	2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NIRMAL KUMAR K	Managing Direct	13,259,965	0	0	0	13,259,965
2	RECASENS FRAN	Director	16,161,913	0	0	8,405,426	24,567,339
	Total		29,421,878	0	0	8,405,426	37,827,304
umber o	f CEO, CFO and Comp	pany secretary who	se remuneration	details to be ente	ered	1	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VENKATAPATHY F	Company Secre	2,338,699	0	0	0	2,338,699
	Total		2,338,699	. 0	0	0	2,338,699
ımber of	f other directors whose	remuneration deta	ils to be entered			1	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	KUNNAWALKAM E	Director	46,526,384	0	0	0	46,526,384
	Total		46,526,384	0	0	0	46,526,384
prov	other the company has isions of the Companie o, give reasons/observa	es Act, 2013 during	and disclosures the year	in respect of appl	licable Yes	○ No	
DETAIL	S OF PENALTIES / PU	JNISHMENT IMPC	SED ON COMF	e of the Act and	S /OFFICERS N Postalls of penalty/punishment	Details of appeal including present	
	ILS OF COMPOUNDIN	NG OF OFFENCES	⊠ Nil				

Name of the	Name of the court/ concerned	Date of Order	Name of the Act and	Particulars of	Amount of compounding (in
company/ directors/ officers	Authority		section under which offence committed	offence	Rupees)
		leve debenture b	alders has been enclos	od as an attachm	ent
		iers, debenture n	olders has been enclos	eu as an allacinin	ын -
• Ye	s () No				•
XIV. COMPLIANCE	OF SUB-SECTION (	2) OF SECTION 9	2, IN CASE OF LISTED	COMPANIES	· ·
In case of a listed co more, details of com	mpany or a company pany secretary in who	having paid up shole time practice co	are capital of Ten Crore refifying the annual return	rupees or more or t in Form MGT-8.	urnover of Fifty Crore rupees or
Name	M DA	MODARAN		-	
Whether associate	e or fellow	O Associa	ate   Fellow		
Certificate of prac	ctice number	5081			
(b) Unless otherwise Act during the financ (c) The company has the case of a first ret securities of the com	expressly stated to the lal year.  In not, since the date of urn since the date of pany.	ne contrary elsewh of the closure of the the incorporation of	e last financial year with r	empany has complicated by invitation to the property of a one per	the last return was submitted or in bublic to subscribe for any
exceeds two hundred the Act are not to be	d, the excess consists	wholly of persons	s who under second provi	iso to clause (ii) of :	sub-section (68) of section 2 of
•		Dec	laration		
	ne Board of Directors			'V	lated 11/09/2023
in respect of the sub	ect matter of this forn	n and matters incl	dental thereto have been	compiled with. I ful	the rules made thereunder ther declare that:
Whatever is the subject	stated in this form a matter of this form ha	nd in the attachme s been suppresse	ents thereto is true, correct d or concealed and is as	et and complete and per the original rec	d no information material to ords maintained by the company.
2. All the requ	ired attachments hav	e been completely	and legibly attached to the	his form.	
Note: Attention is a punishment for fra	also drawn to the pro ud, punishment for t	ovisions of Section false statement a	on 447, section 448 and nd punishment for false	449 of the Compa e evidence respec	anies Act, 2013 which provide fo tively.
To be digitally sign	ed by				
Director		AL Digitally eigend by RIFRAM, RUMAR K R K Date 2024 07, 30  R K 16:38:11 + 96:30			
DIN of the director	0*6*	8*8*			
To be digitally sign		TAP Digitally septed by VSHKATAPATHY PRITANKA Dece 2024,97.59			

bership number 3*1*2	Certificate of practice number	
Attachments		List of attachments
<ol> <li>List of share holders, debenture holders</li> <li>Approval letter for extension of AGM;</li> </ol>	Attach Attach	List of shareholders.pdf MGT-8.pdf
<ul><li>3. Copy of MGT-8;</li><li>4. Optional Attachement(s), if any</li></ul>	Attach Attach	
		Remove attachment

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

#### ROCA BATHROOM PRODUCTS PRIVATE LIMITED

	DETAILS OF SHARES/DEBENTURES HELD	AS ON 31,12,2023		
I	Ledger Folio of Share/Debenture Holder	1 0	4 1 6 4 0 3	
	Share/Debenture Holder's Name	R O C A	S A N I T	A R I O
		\$µrname	Middle Name	S A First Name
	Father's/Husband's Name			
	Type of Share/Debenture	1 1-Equity, 2 - Preferer	ice Shares, 3 - Debentures,	4 - Stock
	Number of Shares/ Debentures Held / 1 0 Stock, if any	0 6 7 4 2 0	Amount per share [	1 0
2	Ledger Folio of Share/Debenture Holder	1 0	4 1 5 2 3 2	·
	Share/Debenture Holder's Name	R O C A	B A T H R C	O M
		I N V E S	T M E N T S	
		I N V E S		
	Father's/Husband's Name	haran da tanan da ta	T M E N T S	S L
		Surname	T M E N T S	\$ L First Name

FOR ROCA BATHROOM PRODUCTS PRIVATE LIMITED

PRIYANKA V COMPANY SECRETARY





#### M DAMODARAN & ASSOCIATES LLP

www.mdassociates.co.in

#### 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, M. Damodaran, Managing Partner of M Damodaran & Associates LLP, have examined the registers, records, books and papers of M/s. ROCA BATHROOM PRODUCTS PRIVATE LIMITED (CIN - U15421TN1983PTC010243) (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the Financial Year ended on 31st December, 2023. 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:

S No	Particulars
A	The Annual Return states the facts as at the close of the aforesald financial year correctly and adequately.
В	During the aforesaid financial year;
(1)	The Company has complied with provisions of the Act & Rules made there under in respect of its status under the Act.
(2)	The Company has maintained the registers/ records and made entries therein within the time prescribed thereof.

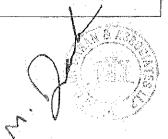








(3)	The Company has filed the forms and returns as stated in the Annual Return with the Registrar of Companies and authorities within the prescribed time.
(4)	The Company has called/ convened/ held the meetings of Board of Directors and its Committee and the meeting of the members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minutes Book/ registers maintained for the purpose and the same have been signed.
(5)	The Company has not closed its Register of Members.
(6)	The Company has not made loans/ advances to its directors and/or persons or firms or Companies referred in Section 185 of the Act.
(7)	The Company has entered into transactions with related parties on an arm's length basis and in the ordinary course of business as specified in the provision of Section 188 of the Act does not apply.
(8)	<ul> <li>i. The Company has not issued any securities.</li> <li>ii. The Company has not allotted any securities.</li> <li>iii. The Company has not transferred any securities.</li> <li>iv. The Company has not made buy back of securities.</li> <li>vi. The Company has not issued any redeemable preference shares or debentures. Hence the question of redemption does not arise.</li> <li>vii. The Company has not made alteration of share capital.</li> <li>viii. The Company has not made reduction of share capital.</li> <li>ix. The Company has not made conversion of shares/ securities. Hence the question of issue of security certificate does not arise during the period.</li> </ul>





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(9)	The Company has not kept 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)	<ul> <li>i. The Company has declared and paid interim dividend during the period.</li> <li>ii. There were no instances to transfer the unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act.</li> </ul>
(11)	The audited financial statements of the Company were 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)	<ul> <li>The Board of Directors of the Company is constituted and i. There was an appointment of director and there were change in designation of directors with effect from 01.01.2024</li> <li>ii. There was no re-appointment of director.</li> <li>iii. There was no retirement of director.</li> <li>iii. There were no casual vacancies of director due to death/Resignation. However there was resignation of Managing director with effect from closing of business hour on 31.12.2023</li> <li>iv. The disclosures have been received from the Directors.</li> <li>v. The provision of Section 203 of the Companies Act, 2013 in respect of Key Managerial Personnel does not apply to the private limited Company.</li> </ul>
(13)	I. M/s. BSR & CO. LLP Chartered Accountants, Chennai (FRN. 101248W/W-100022) was re-appointed as Statutory Auditors of the Company vide Annual General Meeting dated 16 <sup>th</sup> May, 2019 for a period of 5 years and continued as Auditors as per the provisions of section 139 of the Act II. There was no instance of filling up of casual vacancy of auditor as per the provisions of Section 139 of the Act.



(14)	There were no instances to obtain 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)	The Company has neither accepted nor renewed the deposits.					
(16)	The Company has not made borrowings from its directors, members, public financial institutions, banks and others and there was no instance to filing of e-forms in respect of creation/modification/satisfaction of charges.					
(17)	i. The Company has not made loans to other body corporate falling under the provisions of Section 186 of the Act.  ii. The Company has not made investments in other bodies corporate falling under the provisions of Section 186 of the Act.  iii. The Company has neither given guarantees nor provided securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act.					
(18)	i. The Company has not made alteration of the provisions of the Memorandum of Association of the Company.  II. The Company has not made alteration of the provisions of Articles of Association of the Company.					

Place: Chennal Date: 18.07.2024 For M Damodaran & Associates LLP

M. DAMODARAN Managing Partner COP No.: 5081 FCS No.: 5837

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