

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

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

U85110KA1966SGC001612

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCM6234C

(ii) (a) Name of the company

MYSORE SALES INTERNATIONAL/

(b) Registered office address

MSIO HOUSE,36, CUNNINGHAM RD.,BANGALORE-560052
BANGALORE
Karnataka
560052
India

(c) *e-mail ID of the company

cs.sridevi@msionline.com

(d) *Telephone number with STD code

08022264021

(e) Website

www.msionline.com

(iii) Date of Incorporation

17/03/1966

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	State Government Company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(b) CIN of the Registrar and Transfer Agent

Pre-fill

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(vii) *Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 15/10/2019

(b) Due date of AGM 30/09/2019

(c) Whether any extension for AGM granted ☒ Yes ☐ No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension H91168450

Pre-fill

(e) Extended due date of AGM after grant of extension 31/12/2019

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 4

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Trade	G2	Retail Trading	82.9
2	K	Financial and insurance Service	K8	Other financial activities	11.5
3	G	Trade	G1	Wholesale Trading	5.22
4	N	Support service to Organizations	N7	Other support services to organizations	0.38

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

*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MARKETING COMMUNICATION	U51101KA1972PLC002242	Subsidiary	100
2	THE MYSORE CHROME TANNIN	U85110KA1940SGC000261	Subsidiary	95.1
3	FOOD KARNATAKA LIMITED	U01513KA2003PLC031873	Associate	50

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	7,500,000	4,273,477	4,273,477	4,273,477
Total amount of equity shares (in Rupees)	750,000,000	427,347,700	427,347,700	427,347,700

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	7,500,000	4,273,477	4,273,477	4,273,477
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	750,000,000	427,347,700	427,347,700	427,347,700

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				

At the beginning of the year	4,273,477	427,347,700	427,347,700	
Increase during the year	0	0	0	0
i. Pubic Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	4,273,477	427,347,700	427,347,700	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0

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

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

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☐ Nil

[Details being provided in a CD/Digital Media]

☐ Yes

☐ No

☒ Not Applicable

Separate sheet attached for details of transfers

☐ Yes

☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<div style="border: 1px solid black; height: 20px;"></div>
Date of registration of transfer (Date Month Year)	<div style="border: 1px solid black; height: 20px;"></div>
Type of transfer	<div style="border: 1px solid black; display: inline-block; width: 40px; height: 20px; vertical-align: middle;"></div> 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<div style="border: 1px solid black; display: inline-block; width: 150px; height: 20px; vertical-align: middle;"></div> Amount per Share/ Debenture/Unit (in Rs.) <div style="border: 1px solid black; display: inline-block; width: 150px; height: 20px; vertical-align: middle;"></div>
Ledger Folio of Transferor	<div style="border: 1px solid black; height: 20px;"></div>

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.)	<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

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			5,387,534
Deposit			0
Total			5,387,534

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

20,476,385,868

(ii) Net worth of the Company

3,548,195,191

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	90	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	2,255,817	52.79	0	
	(iii) Government companies	2,017,570	47.21	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	4,273,477	100	0	0

Total number of shareholders (promoters)

7

(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 number of shareholders (other than promoters)

0

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

7

**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)	6	5
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	0	0	0	0	0
B. Non-Promoter	0	2	0	2	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing	1	12	1	4	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	1	12	1	4	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	14	1	6	0	0

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

9

(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)
GOWRI SHANKAR SW.	02499121	Nominee director	0	30/07/2019
PRAKASH GADARE CH	05206065	Managing Director	10	20/07/2019
R. RAMESH	06820058	Director	0	
KAPIL MOHAN	03627128	Nominee director	0	29/08/2019
PAVAN KUMAR MALAF	07793505	Nominee director	0	
V.YASHWANTHA	03388119	Director	0	
GUNJAN KRISHNA	08184500	Nominee director	30	
SUBRAMANYA DEVU I	AAXPN7560K	CFO	0	
SRIDEVI BANAVARA N	AFNPN1525M	Company Secretar	0	

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

20

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)
HAMPAN GOWDA BAC	07663016	Nominee director	05/04/2018	cessation
N. JAYARAM	03302626	Nominee director	28/08/2018	cessation
DR. EKROOP CAUR	02168955	Director	15/12/2018	cessation
RENUKA CHIDAMBARA	07634601	Nominee director	26/07/2018	cessation
SHIVAKOTE RAGHAVAN	07512505	Nominee director	31/05/2018	cessation
GUNASHEKARA	07512508	Nominee director	31/05/2018	cessation
MANCHANABALE SHA	07525687	Nominee director	31/05/2018	cessation
RUDRAPPA THAMMAN	07525689	Nominee director	31/05/2018	cessation
RAFIKAHMED BANDAN	07529176	Nominee director	31/05/2018	cessation
NARASIMHAIAH BALR	07542544	Nominee director	31/05/2018	cessation
ANURADHA	07543666	Nominee director	31/05/2018	cessation
VENKATASWAMAPPA	07571634	Nominee director	31/05/2018	cessation
CHALUVARAJU	07573274	Nominee director	31/05/2018	cessation
A.M. CHANDRAPPA	AEAPC9796B	CFO	20/08/2018	cessation
KELACHANDRA JOSEI	00915776	Nominee director	05/07/2018	appointment
GUNJAN KRISHNA	08184500	Nominee director	28/08/2018	appointment
KAPIL MOHAN	03627128	Nominee director	28/08/2018	appointment
SUBRAMANYA DEVU M	AAXPN7560K	CFO	20/08/2018	appointment
PAVAN KUMAR MALAF	07793505	Nominee director	15/12/2018	appointment
YASHAVANTH	03388119	Director	01/12/2018	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

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	14/12/2018	7	7	100

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	08/06/2018	5	2	40
2	20/08/2018	6	5	83.33
3	16/11/2018	6	5	83.33
4	08/03/2019	7	3	42.86

C. COMMITTEE MEETINGS

Number of meetings held

1

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	14/11/2018	3	2	66.67

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	15/10/2019
								(Y/N/NA)
1	GOWRI SHAN	0	0	0	0	0	0	Not Applicable
2	PRAKASH GA	4	4	100	0	0	0	Not Applicable
3	R. RAMESH	4	4	100	1	1	100	Yes
4	KAPIL MOHA	2	2	100	0	0	0	Not Applicable
5	PAVAN KUMA	1	0	0	0	0	0	Yes

6	V.YASHWANT	1	1	100	0	0	0	Yes
7	GUNJAN KRIS	3	2	66.67	1	1	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PRAKASH GADARI	MANAGING DIR	1,853,000	0	0	781,000	2,634,000
	Total		1,853,000	0	0	781,000	2,634,000

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	SUBRAMANYA DE	CFO	2,096,000	0	0	61,000	2,157,000
2	SRIDEVI.B.N	COMPANY SEC	1,992,000			61,000	2,053,000
	Total		4,088,000	0	0	122,000	4,210,000

Number of other directors whose remuneration details to be entered

0

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

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
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(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

Whether associate or fellow ☐ Associate ☒ Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 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:

- 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.
- 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

HUNUGUND
 PHAKEERAP
 PA PRAKASH
Digitally signed by
 HUNUGUND
 PHAKEERAPPA
 PRAKASH
 Date: 2019.11.21
 13:33:50 +0530

DIN of the director

To be digitally signed by

SWAYAMBH
U
KEDARNATH
Digitally signed by
SWAYAMBHU
KEDARNATH
Date: 2019.11.21
14:32:53 +05'30'

☐ Company Secretary

☒ Company secretary in practice

Membership number

3031

Certificate of practice number

4422

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

Attach

Attach

Attach

Attach

List of attachments

List of Shareholders.pdf
Approval letter for extension of AGM.pdf
MGT-8 MSIL.pdf
List of share transfers.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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

LIST OF EQUITY SHARE HOLDERS AS ON 31.03.2019

Sl.No.	Name	Distinctive No.	No. Of Shares
1.	Governor of Karnataka	2017661 - 4273477	2255817
2.	KSIIDC Limited	41-15990 16001-31950 31991-366230 366231-2017660	15950 15950 334240 1651430 ----- 2017570
3.	Smt. Gunjan Krishna, IAS Managing Director, KSIIDC	31951 to 31970 31971 - 31980 31981 to 31990	20 10 10 ----- 40
4.	Dr. G C Prakash, IAS Managing Director, MSIL	1 to 10	10
5.	Shri N R N Simha KSIIDC	11-30	20
6.	Shri Y Sreenivasappa KSIIDC	31-40	10
7.	Shri N K Parashuram KSIIDC	15991-16000	10
	Total		4273477



GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies
E' Wing, 2nd Floor Kendriya Sadana, Bangalore, Karnataka, India, 560034

DATED : 2019-10-01

IN THE MATTER OF M/S MYSORE SALES INTERNATIONAL LIMITED CIN U85110KA1966SGC001612

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2019 and the Annual general meeting of the company was due to be held on 30-09-2019 as per requirements of section 96 of the Companies Act, 2013, The company has made an application vide SRN H91168450 on 19-09-2019 requesting for an extension of time for the purpose of holding AGM on the following grounds

CONSIDERING THE REASONS, EXTENSION OF TWO MONTHS GRANTED

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 02 months 00 days is considered.

ORDER

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 02 months 00 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.

DE MINISTRY
OF CORPORATE
AFFAIRS

Yours faithfully,

C V SAREEVAN

Registrar of Companies

RoC - Bangalore

Mailing Address as per record available in Registrar of Companies office:

MYSORE SALES INTERNATIONAL LIMITED
MSIO HOUSE, 36, CUNNINGHAM RD., BANGALORE-560052,
BANGALORE, Karnataka, India, 560052



Note: This letter is to be generated only when the application is approved by RoC office



S. KEDARNATH

B.Sc.,LLB,FCS,CAIIB(I)

Company Secretary

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **Mysore Sales International Limited** as required to be maintained under the Companies Act, 2013 ("Act") and the Rules made there under for the financial year ended on 31st March, 2019. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. Its status under the Act;
2. The Company has maintained all registers/records as per the provisions of the Act and the Rules made there under and all entries therein have been recorded within the time limit prescribed thereon;
3. The Company has maintained copies of all the e-forms and attachments thereon and filed all the forms and returns, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities if any within the prescribed time with or without additional fees;
4. The Board of Directors duly met 04 (Four) times on 08th June, 2018, 20th August, 2018, 16th November, 2018, 08th March, 2019 respectively. Having obtained necessary approvals, the Annual General Meeting of the Company was held on 14th December, 2018 for the financial year 2017-18 on the date as stated in the Annual Return in respect of which, proper notices were given and the proceedings have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed. The Company has:-
 - i. Not passed any resolution by postal ballot.
 - ii. Not called any Extra Ordinary General Meeting.
 - iii. Not passed any circular resolution.
5. The Company has not advanced any loan to its directors and/or persons or firms or Companies referred in section 185 of the Act during the financial year;
6. The Company has entered into transactions with related parties at arm's length basis and there were no material contracts/arrangements or transactions entered into by the company with related parties as specified in Section 188(1) of the companies Act, 2013 which were not



S. KEDARNATH & ASSOCIATES

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at arm's length basis.

7. The Company:

- I. Has not issued and allotted any Equity Shares/Debentures/other securities during the financial year
 - II. Has not received any request for transfer/transmission of shares or other securities during the financial year.
 - III. Has not bought back any of its shares during the financial year;
 - IV. Has not issued/redeemed any preference shares / debentures during the financial year.
 - V. Has not reduced its share capital/ conversion of shares/ securities and Issue of security certificates in above instances during the financial year;
8. There were no transactions necessitating the Company to keep in abeyance rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the financial year;
9. The Company has not declared any dividend so far. Hence, it was not required to transfer unpaid/unclaimed dividend and other amounts to the Investors Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013;
10. The Company has generally complied with the requirements of the Section 134 of the Act;
11. Change in the constitution of the Board of Directors, Appointment and Changes in Key Managerial Personnel during the year under review is as follows,

Sl. No	Name	Director Identification Number	Designation	Date of Appointment	Resignation/ Change in designation	Nature of change
1	Mr. K J George	00915776	Nominee Director	05/07/2018	27/02/2019	Cessation
2	Mr. D C Gowrishankar	02499121	Chairman	27/02/2019	30/07/2019	Cessation
3	Mr. G C Prakash, IAS	05206065	Managing Director	07/10/2016	20/07/2019	Cessation
4	Ms. Renuka Chidambaram, IAS	07634601	Nominee Director	26/07/2017	28/08/2018	Cessation
5	Dr. Ekroop Caur, IAS	02168955	Independent Director	13/07/2017	15/12/2018	Cessation
6	Mr. Kapil Mohan, IAS	03627128	Nominee Director	28/08/2018	29/08/2019	Cessation
7	Mr. N Jayaram, IAS	03302626	Director	27/09/2017	28/08/2018	Cessation
8	Mr. Pavan Kumar Malapathi, IAS	07793505	Nominee Director	15/12/2018	---	Appointment
9	Mr. Yashwantha, IAS	03388119	Director	26/03/2019	---	Appointment




10	Ms. Gunjan Krishna	08184500	Nominee Director	28/08/2018	---	Appointment
11	Mr. R Ramesh	06820058	Director	06/03/2018	---	Appointment

12. The Company has duly complied with the requirements of Appointment of the Auditors as per the provisions of section 139 of the Act;
13. The Company was not required to obtain any specific approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
14. The Company has not accepted any deposits from the public during the financial year;
15. The Company has not borrowed any amount from its Directors / Members. There have been no secured borrowings from the public financial institutions/ banks etc., Company has not created modified and satisfied charges/mortgages during the year.
16. The Company has not advanced any loans or given guarantees or provided securities to other bodies corporate or persons. However, the Company has made Investments in the form of Equity Shares and Central Government Securities falling under the provisions of Section 186 of the Act.
17. The Company has not altered the provisions of the Memorandum / Articles of Association of the Company during the financial year.

Date: 29/10/2019

Place: Bangalore

UDIN Number : F003031A000181651.


Signature



S. KEDARNATH
B.Sc., LL.B., FCS, CAIIB (I)
Company Secretary
C.P. No. 4422





ANNEXURE -B

LIST OF SHARES TRANSFER FOR THE F.Y.2018-19

SL.N O	NAME OF THE TRANSFEROR	NAME OF THE TRANSFEREE	DATE OF TRANSFER	No.OF SHARES	DISTINCTIVE NO
1.	Sri D.Viswanatha	Smt Gunjan Krishna, IAS	July 27, 2018	10	31971 - 31980
2.	Sri Naveenraj Singh, IAS	Smt Gunjan Krishna, IAS	July 27, 2018	30	31951 to 31970 31981 to 31990