

Form No. MGT-7

Form language

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]


☒ English ☐ Hindi

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L74900GJ2007PLC051338

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	DISHMAN CARBOGEN AMCIS LIMITED	DISHMAN CARBOGEN AMCIS LIMITED
Registered office address	Dishman Corporate House, Iscon-Bopal Road, Ambli,,NA,Ahmedabad,Ahmedabad,Gujarat,India,380058	Dishman Corporate House, Iscon-Bopal Road, Ambli,,NA,Ahmedabad,Ahmedabad,Gujarat,India,380058
Latitude details	23.02811	23.02811
Longitude details	72.49217	72.49217

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

Registered Office Photograph.pdf

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

AA*****4E

(c) *e-mail ID of the company

*****ance@imdcal.com

(d) *Telephone number with STD code

91*****02

(e) Website

www.imdcal.com

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

17/07/2007

v (a) *Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Subsidiary of Foreign Company

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

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

☒ Yes

☐ No

(b) Details of stock exchanges where shares are listed

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

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
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058

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

☐ Yes

☒ No

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

(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

The AGM for FY 2024-25 will be held on or before due date September 30, 2025

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	20	Manufacture of chemicals and chemical products	100

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

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

19

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		AAO-1469	Adimans Technologies LLP	Holding	59.32
2		3406047	Dishman CARBOGEN AMCIS (Europe) Ltd	Subsidiary	100
3		22-3599454	Dishman USA Inc.	Subsidiary	100
4		FR 891 136 459	CARBOGEN AMCIS Real Estate	Subsidiary	100
5		CHE-306.030.975	Dishman Carbogen AMCIS Technology AG	Subsidiary	100
6		CHE-113.053.124	CARBOGEN AMCIS Holdings AG	Subsidiary	100

7		9131011575859	Dishman International Trading (Shanghai) Co. Ltd	Subsidiary	100
8		9131000079275	CARBOGEN AMCIS (Shanghai) Co. Ltd.	Subsidiary	100
9		CHE-108.025.033	CARBOGEN AMCIS AG	Subsidiary	100
10		5359655	CARBOGEN AMCIS Ltd	Subsidiary	100
11		27099441	CARBOGEN AMCIS BV	Subsidiary	100
12		0100-01-108178	Dishman Carbogen Amcis (Japan) Ltd	Subsidiary	100
13		FR20 539 099 069	CARBOGEN AMCIS SAS	Subsidiary	100
14		201619104H	Dishman Carbogen Amcis (Singapore) Pte. Ltd.	Subsidiary	100
15		CHE-400.859.177	CARBOGEN AMCIS Specialities AG.	Subsidiary	100
16		CHE-325.717.564	CARBOGEN AMCIS Innovations AG.	Subsidiary	100
17		CHE-232.484.169	DISHMAN CARBOGEN AMCIS AG.	Subsidiary	100
18	U24231GJ1995PLC028060		DISHMAN BIOTECH LIMITED	Subsidiary	100
19	U65990GJ2021PLC122015		DISHMAN MEDICARE LIMITED	Subsidiary	100

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	170250000.00	156783095.00	156783095.00	156783095.00
Total amount of equity shares (in rupees)	340500000.00	313566190.00	313566190.00	313566190.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	170250000	156783095	156783095	156783095
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	340500000.00	313566190.00	313566190	313566190

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	695	156782400	156783095.00	313566190	313566190	
Increase during the year	0.00	0.00	0.00	0.00	0.00	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	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify <div></div>						
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div></div>			0			
At the end of the year	695.00	156782400.00	156783095.00	313566190.00	313566190.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
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 <div></div>			0			
Decrease during the year	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 <div></div>			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	0.00

ISIN of the equity shares of the company

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

0

Class of shares		<div></div>
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

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

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

*Number of classes

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	14999	100000	1499900000.00
Total	14999.00	100000.00	1499900000.00

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	500000000	999900000	0	1499900000.00
Total	500000000.00	999900000.00	0.00	1499900000.00

(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)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

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

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	500000000.00	999900000.00	0.00	1499900000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	500000000.00	999900000.00	0.00	1499900000.00

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
Total					

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

i *Turnover

3301462609

ii * Net worth of the Company

40304900031.07

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	5000	0.00	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)	93002442	59.32	0	0.00

10	Others <div></div>	0	0.00	0	0.00
	Total	93007442.00	59.32	0.00	0

Total number of shareholders (promoters)

6

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	41086394	26.21	0	0.00
	(ii) Non-resident Indian (NRI)	1383040	0.88	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	14880556	9.49	0	0.00
7	Mutual funds	1656449	1.06	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	4428338	2.82	0	0.00

10	Others				
	AIF, Trust, IEPF,etc	340876	0.22	0	0.00
	Total	63775653.00	40.68	0.00	0

Total number of shareholders (other than promoters)

51762

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

51768.00

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

Sl.No	Category	
1	Individual - Female	9797
2	Individual - Male	18542
3	Individual - Transgender	0
4	Other than individuals	23429
	Total	51768.00

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

61

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EX-CHINA EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		India	192	0.01
DIMENSIONAL EMERGING MARKETS VALUE FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	326616	0.2
DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	57961	0.03

EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		India	22855	0.01
UBS AG - ODI	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23- 25 MAHATMA GANDHI ROAD FORT, MUMBAI		India	9884	0.06
COBRA INDIA (MAURITIUS) LIMITED	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23- 25 MAHATMA GANDHI ROAD FORT, MUMBAI		India	479114	0.3
CC&L Q EMERGING MARKETS EQUITY UCITS FUND, A SUB-FUND OF CONNOR, CLARK & LUNN UCITS ICAV	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI		India	115383	0.07
AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		India	152040	0.09
WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	7907	0.05
PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI		India	175661	0.11
ALASKA PERMANENT FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI		India	6865	0.04

QUADRATURE CAPITAL VECTOR SP LIMITED	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI		India	141275	0.09
CITIGROUP GLOBAL MARKETS MAURITIUS PRIVATE LIMITED - ODI	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	2244	0.01
MASSACHUSETTS INSTITUTE OF TECHNOLOGY	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	3562000	2.27
SPDR PORTFOLIO EMERGING MARKETS ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI		India	182165	0.11
CC& L Q GLOBAL EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		India	9966	0.06
DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS VALUE TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	8860	0.05
COEUS GLOBAL OPPORTUNITIES FUND	ICICI BANK LTD 1ST FLOOR EMPIRE COMPLEX 414 S B MARG LOWER PAREL MUMBAI		India	100000	0.06
FIS GROUP COLLECTIVE INVESTMENT TRUST - FIS GROUP NON-US INTERNATIONAL SMALL CAP FUND	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI		India	55754	0.03
DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	52427	0.03

SOMERVILLE TRADING ENTERPRISES, LLC	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI		India	531676	0.33
MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	151866	0.09
THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	171479	0.1
AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		India	1053	0.07
EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		India	22821	0.01

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	31	31
Members (other than promoters)	51695	51762
Debenture holders	1	53

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	2	1	2	1	0	0
B Non-Promoter	0	5	0	3	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	5	0	3	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others						
Total	2	6	2	4	0.00	0.00

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

6

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)
JANMEJAY RAJNIKANT VYAS	00004730	Director	1000	27/05/2025
DEOHOOTI JANMEJAY VYAS	00004876	Whole-time director	1000	
ARPIT JANMEJAY VYAS	01540057	Managing Director	1000	
RAJENDRA SHANTILAL SHAH	00061922	Director	0	02/04/2025
MAITRI KIRANKUMAR MEHTA	07549243	Director	0	01/04/2025
KULIN NALINKANT SHAH	01863481	Director	0	

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

5

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)
KULIN NALINKANT SHAH	01863481	Additional Director	13/11/2024	Appointment
KULIN NALINKANT SHAH	01863481	Director	31/01/2025	Change in designation
SANJAY SHAILESHBHAI MAJMUDAR	00091305	Director	01/04/2024	Cessation
ASHOK CHANDRAKANT GANDHI	00022507	Director	01/04/2024	Cessation
SUBIR KUMAR DAS	02237356	Director	15/12/2024	Cessation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	27/09/2024	56280	47	59.37

B BOARD MEETINGS

*Number of meetings held

6

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	30/05/2024	6	5	83.33

2	13/08/2024	6	4	66.67
3	23/09/2024	6	5	83.33
4	13/11/2024	6	6	100
5	12/02/2025	6	5	83.33
6	12/03/2025	6	6	100

C COMMITTEE MEETINGS

Number of meetings held

12

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	30/05/2024	3	3	100
2	AUDIT COMMITTEE	13/08/2024	3	3	100
3	AUDIT COMMITTEE	13/11/2024	3	3	100
4	AUDIT COMMITTEE	12/02/2025	3	2	66.67
5	NOMINATION AND REMUNERATION COMMITTEE	30/05/2024	3	3	100
6	NOMINATION AND REMUNERATION COMMITTEE	13/11/2024	3	3	100
7	STAKEHOLDERS RELATIONSHIP COMMITTEE	30/05/2024	3	2	66.67
8	STAKEHOLDERS RELATIONSHIP COMMITTEE	13/08/2024	3	2	66.67
9	STAKEHOLDERS RELATIONSHIP COMMITTEE	13/11/2024	3	3	100
10	STAKEHOLDERS RELATIONSHIP COMMITTEE	12/02/2025	3	2	66.67
11	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	30/05/2024	3	2	66.67

12	SPECIAL MEETING OF INDEPENDENT DIRECTORS	12/02/2025	3	2	66.67
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D ATTENDANCE OF DIRECTORS

S. N o	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 attenda nce	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attend ance	<div></div> (Y/N/NA)
1	JANMEJAY RAJNIKANT VYAS	6	3	50	5	2	40	
2	DEOHOOTI JANMEJAY VYAS	6	5	83	0	0	0	
3	ARPIT JANMEJAY VYAS	6	6	100	1	1	100	
4	RAJENDRA SHANTILAL SHAH	6	5	83	11	8	72	
5	MAITRI KIRANKUMAR MEHTA	6	6	100	12	12	100	
6	KULIN NALINKANT SHAH	2	2	100	2	2	100	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	DEOHOOTI JANMEJAY VYAS	Whole-time director	12000000	0	0	0	12000000.00
	Total		12000000.00	0.00	0.00	0.00	12000000.00

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
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1	SHRIMA GAURANGBHAI DAVE	Company Secretary	1276180	0	0	21600	1297780.00
2	HARSHIL RAMAKANT DALAL	CFO	3637698	0	0	21600	3659298.00
	Total		4913878.00	0.00	0.00	43200.00	4957078.00

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	SUBIR KUMAR DAS	Director	0	800000	0	180000	980000.00
2	RAJENDRA SHANTILAL SHAH	Director	0	1100000	0	260000	1360000.00
3	MAITRI KIRANKUMAR MEHTA	Director	0	1000000	0	400000	1400000.00
4	KULIN NALINKANT SHAH	Director	0	300000	0	80000	380000.00
5	JANMEJAY RAJNIKANT VYAS	Director	0		0	11670000	11670000.00
	Total		0.00	3200000.00	0.00	12590000 .00	15790000.00

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

51768

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

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

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

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

DISHMAN CARBOGEN
AMCIS 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

Ashok P. Pathak & Co.

Date (DD/MM/YYYY)

Place

Ahmedabad

Whether associate or fellow:



Associate



Fellow

Certificate of practice number

2*6*

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

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

01540057

*(b) Name of the Designated Person

ARPIT JANMEJAY VYAS

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 8(i) dated* (DD/MM/YYYY) 01/04/2025 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*5*0*5*

To be digitally signed by**☒ Company Secretary ☐ Company secretary in practiceWhether associate or fellow:**☒ Associate ☐ Fellow

Membership number

2*2*2

Certificate of practice number

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

For office use only:

eForm Service request number (SRN)

AB6270130

eForm filing date (DD/MM/YYYY)

26/08/2025

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

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

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

During the year, one postal ballot was conducted by the Company and voting results were declared on January 31, 2025.

Dishman Carbogen Amcis Limited

Details in respect of shares held by or on behalf of the FIIs/ FPIs.

Name of the FII	Address	Incorporation	Country	shares held	% of shares held
AVANTIS EMERGING MARKETS EX-DIMENSIONAL EMERGING MARKETS VALUE FUND	HAZARIMAL SOMANI MARG, P.O.BOX CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	192 326616	0.0001 0.2083
DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	57961	0.037
EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX		India	22855	0.0146
UBS AG - ODI	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25 MAHATMA		India	9884	0.0063
COBRA INDIA (MAURITIUS) LIMITED	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25 MAHATMA		India	479114	0.3056
CC&L Q EMERGING MARKETS EQUITY UCITS FUND, A SUB-FUND OF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO		India	115383	0.0736
AVANTIS EMERGING MARKETS EQUITY	HAZARIMAL SOMANI MARG, P.O.BOX		India	152040	0.097
WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	7907	0.005
PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK		India	175661	0.112
ALASKA PERMANENT FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-			6865	0.0044
QUADRATURE CAPITAL VECTOR SP LIMITED	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN		India	141275	0.0901
CITIGROUP GLOBAL MARKETS MAURITIUS PRIVATE LIMITED - ODI	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	2244	0.0014
MASSACHUSETTS INSTITUTE OF TECHNOLOGY	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	3562000	2.2719

SPDR PORTFOLIO EMERGING MARKETS ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO		India	182165	0.1162
CC& L Q GLOBAL EQUITY FUND	HAZARIMAL SOMANI MARG, P.O.BOX		India	9966	0.0064
DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	8860	0.0057
COEUS GLOBAL OPPORTUNITIES FUND	COMPLEX 414 S B MARG LOWER PAREL			100000	0.0638
FIS GROUP COLLECTIVE INVESTMENT TRUST - FIS GROUP NON-US	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO		India	55754	0.0356
DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	52427	0.0334
SOMERVILLE TRADING ENTERPRISES, LLC	JP Morgan Chase Bank N.A, India Sub Custody 3rd Flr,JP MORGAN		India	531676	0.3391
MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	151866	0.0969
THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	171479	0.1094
AVANTIS RESPONSIBLE EMERGING	HAZARIMAL SOMANI MARG, P.O.BOX		India	1053	0.0007
EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	22821	0.0146
DIMENSIONAL FUNDS PLC	HAZARIMAL SOMANI MARG, P.O.BOX		India	35719	0.0228
238 PLAN ASSOCIATES LLC	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	765000	0.4879
DFA INTERNATIONAL CORE EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-		India	7100	0.0045
EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	13491	0.0086
FACTOR EQUITY FUND	HAZARIMAL SOMANI MARG, P.O.BOX		India	6544	0.0042
WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	27694	0.0177

EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	516045	0.3291
SPDR S&P EMERGING MARKETS SMALL CAP ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO		India	51206	0.0327
GLOBEFLEX EMERGING MARKETS SMALL CAP, L.P.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	317643	0.2026
ELEVATION CAPITAL SERIES 1 LP	C/O AXIS BANK LTD CUSTODIAL SERVICES 2ND FLR THE RUBY SENAPATI		India	84549	0.0539
SOCIETE GENERALE - ODI	SBI-SG GLOBAL SECURITIES SERVICES PL JEEVAN SEVA EXTENSION BUILDING		India	2260	0.0014
DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIMENSIONAL ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	32616	0.0208
CITY OF NEW YORK GROUP TRUST	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO		India	56589	0.0361
WORLD ALLOCATION 60/40 FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	3874	0.0025
DFA INTERNATIONAL VECTOR EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-		India	10247	0.0065
CC&P Q EMERGING MARKETS EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-		India	141139	0.09
EMERGING MARKETS TARGETED VALUE PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	4884	0.0031
EMERGING MARKETS SUSTAINABILITY CORE EQUITY FUND OF DIMENSIONAL	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	2202	0.0014
DIMENSIONAL EMERGING MARKETS EX CHINA CORE EQUITY ETF OF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54			188	0.0001
BAYERNINVEST KAPITALVERWALTUNGSGESELLSCHAFT	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA		India	396175	0.2527
EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	29525	0.0188

AMERICAN CENTURY ETF TRUST- AVANTIS EMERGING MARKETS SMALL	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK			2818	0.0018
HBM HEALTHCARE INVESTMENTS (CAYMAN) LTD	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25 MAHATMA		India	5594651	3.5684
LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	10172	0.0065
RED BAY LTD	HAZARIMAL SOMANI MARG POST BOX		India	5096	0.0033
COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN		India	166366	0.1061
CALIFORNIA PUBLIC EMPLOYEES'; RETIREMENT SYSTEM MANAGED BY	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK			126713	0.0808
SPDR S AND P EMERGING ASIA PACIFIC ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO		India	3854	0.0025
AVANTIS EMERGING MARKETS EQUITY	HAZARIMAL SOMANI MARG, P.O.BOX		India	11349	0.0072
DIMENSIONAL EMERGING MARKETS SUSTAINABILITY CORE 1 ETF OF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	3236	0.0021
FUND OF DIMENSIONAL FUNDS ICVC	HAZARIMAL SOMANI MARG, P.O.BOX		India	31034	0.0198
GALLUS AKTIEN EMERGING MARKETS AKTIV	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK		India	6181	0.0039
CC & L Q GROUP GLOBAL EQUITY FUND	HAZARIMAL SOMANI MARG, P.O.BOX		India	2518	0.0016
CC&L Q EMERGING MARKETS EQUITY FUND LP	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54			23954	0.0153
DIMENSIONAL EMERGING MARKETS VALUE ETF OF DIMENSIONAL ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	36204	0.0231
UTAH STATE RETIREMENT SYSTEMS	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54		India	3656	0.0023

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 **Dishman Carbogen Amcis Limited** 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, 2025**. In our opinion and to the best of our 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 & Rules made there under in respect of :
 1. its status under the Act;
 2. maintenance of registers/records and making entries therein within the time prescribed therefore;
 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 the prescribed / extended time / with additional fees, wherever applicable;
 4. calling/convening/holding meetings of Board of Directors or its committees 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;
 - [(a) Two Circular Resolution was passed during the year on 01.04.2024 and 14.12.2024.
 - (b) The Company has conducted process for passing of the following resolutions by means of Postal Ballot Notice dtd.13.11.2024, pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with the provisions of the Companies (Management and Administration) Rules, 2014.]

Contd..2

**ASHOK P. PATHAK & CO.
COMPANY SECRETARIES**

F/904, Titanium City Centre, 100 ft. Anand Nagar Road, Near Indian Oil Petrol Pump,
Satellite, Ahmedabad-380015

+91 09327002122
+91 79 26934123

csashokppathak@gmail.com

// 2 //

5. closure of the Register of Members / Security holders, as the case may be.
[The Company was not required to close the register of members during the year. The cut-off date has been fixed as 20.09.2024 for Annual General Meeting.]
 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, wherever applicable.
- [(a) The Board of Directors in its meeting held on 30th May, 2024, have approved the issuance up to 5,000 (Five thousand) Senior, secured, rated, listed, redeemable, taxable, non-convertible debentures of face value of Rs. 1,00,000/- (Rupees One Lac only) each, aggregating up to Rs. 50 crores (Rupees Fifty Crores) on a private placement basis ("NCDs"). and on 15th July, 2024 the Company has allotted 4999 (Four Thousand Nine Hundred and Ninety Nine) Debentures amounting to ₹49,99,00,000 (Indian Rupees Forty Nine Crore and Ninety Nine Lakh only) and has received Listing and trading approval from BSE Limited vide its notice dated 18th July, 2024.
- (b) The Board of Directors in its meeting held on 12th March, 2025, have approved the issuance up to 5,000 (Five thousand) Senior, secured, rated, listed, taxable, transferable, redeemable, non-convertible debentures of face value of Rs. 1,00,000/- (Rupees One Lac only) each, aggregating up to Rs. 50 crores (Rupees Fifty Crores), on a private placement basis ("NCDs"). and on 26th March, 2025 the Company has allotted 5000 (five thousand) Debentures amounting to ₹50,00,00,000 (Indian Rupees Fifty Crore only) and has received Listing and trading approval from BSE Limited vide its notice dated 27th March, 2025.]
9. during the financial year, 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. 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; wherever applicable.

Contd..3

**ASHOK P. PATHAK & CO.
COMPANY SECRETARIES**

F/904, Titanium City Centre, 100 ft. Anand Nagar Road, Near Indian Oil Petrol Pump,
Satellite, Ahmedabad-380015

+91 09327002122
+91 79 26934123

csashokppathak@gmail.com

// 3 //

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; wherever applicable. The composition of the Board is in conformity as stipulated under Companies Act, 2013.
 - [(a) Mr. Ashok C. Gandhi (DIN: 00022507) and Mr. Sanjay S. Majmudar (DIN: 00091305), Independent Directors has completed their second and final term as an Independent Directors and consequently ceased to be Directors of the Company w.e.f. 1st. April, 2024,
 - (b) Mr. Kulin Nalinkant Shah (DIN: 01863481), Independent Additional Director was appointed w.e.f. 13th November, 2024, The Company has conducted process for passing of the special resolution by means of Postal Ballot Notice dtd.13.11.2024, pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with the provisions of the Companies (Management and Administration) Rules, 2014 for confirmation of Mr. Kulin Nalinkant Shah as Independent Director.
 - (c) Mr. Subir Kumar Das (DIN: 02237356), Independent Director has completed their second and final term as an Independent Director and consequently ceased to be Director of the Company w.e.f. 15th December, 2024,
 - (d) Mr. Rajendra Shantilal Shah (DIN: 00061922), Independent Director has completed their second and final term as an Independent Director and consequently ceased to be Director of the Company w.e.f. 02nd April, 2025 and
 - (e) Ms. Maitri K. Mehta (DIN: 07549243), Independent Director has tendered her resignation as an Independent Director and consequently ceased to be Director of the Company w.e.f. 01st April, 2025]
13. during the year there was no appointment/reappointment/filing of 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; wherever applicable.
15. acceptance/renewal/repayment of deposits; wherever applicable.

[All amount received in course of or for the purpose of the business as an advance for the supply of goods or provision of services were appropriated against supply of goods or provision of services within a period of three hundred and sixty five days from the

Contd..4

**ASHOK P. PATHAK & CO.
COMPANY SECRETARIES**

F/904, Titanium City Centre, 100 ft. Anand Nagar Road, Near Indian Oil Petrol Pump,
Satellite, Ahmedabad-380015

+91 09327002122
+91 79 26934123

csashokppathak@gmail.com

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acceptance of such advance, except the cases of any advance which were subject matter of any legal proceedings before the court of law and e-Form DPT 3 has been filed vide SRN AB4879547 dt.26/06/2025 accordingly.]

16. borrowings from its directors, members, public financial institutions, banks and others, and creation/modification/satisfaction of charges in that respect *except for vehicle loan availed by the Company, amounting to Rs.1.59 Crores relating to creation of charge and Rs. 1.91 Crores relating to satisfaction of charge has not been registered with ROC.*
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 ; wherever applicable.
18. the company has not altered the Articles of Association. The Company has altered Memorandum of Association of the company during the year under review.
[The Company has conducted process for passing of the special resolution by means of Postal Ballot Notice dtd.13.11.2024, pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with the provisions of the Companies (Management and Administration) Rules, 2014 for approval of Alteration in Objects Incidental or Ancillary to the attainment of the Main Objects of the Memorandum of Association by inserting new clauses in Clause III B.]

For, **Ashok P. Pathak & Co.,**
Company Secretaries,
ICSI Unique Code : S1997GJ020700

CS Ashok P. Pathak*
Proprietor
ACS No : 9939 | COP No : 2662
Peer Review Certificate No. : 1519/2021
ICSI UDIN :

Place : Ahmedabad
Date :

* Insolvency Professional (IP) registered with the Institute of Insolvency and Bankruptcy Board of India. (IBBI)
IBBI/IPA-002/IP-N00329/2017-18/10934