

FORM NO. MGT-7

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



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

L72200MH1995PLC091408

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCC4207H

(ii) (a) Name of the company

QUICK HEAL TECHNOLOGIES

(b) Registered office address

Marvel Edge 7010 C & D
Opposite NECO garden Society, Viman Nagar
Pune
Maharashtra
411014

(c) *e-mail ID of the company

cs@quickheal.co.in

(d) *Telephone number with STD code

02066813232

(e) Website

www.quickheal.co.in

(iii) Date of Incorporation

07/08/1995

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

(v) Whether company is having share capital

☒ Yes ☐ No

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

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BOMBAY STOCK EXCHANGE	1
2	NATIONAL STOCK EXCHANGE	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

Draft MGT-7 to be uploaded on the website

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*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	J	Information and communication	J8	Other information & communication service activities	100

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	Quick Heal Technologies Japan +		Subsidiary	100
2	Quick Heal Technologies America +		Subsidiary	100
3	Seqrite Technologies DMCC		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	75,000,000	53,073,851	53,073,851	53,073,851
Total amount of equity shares (in Rupees)	750,000,000	530,738,510	530,738,510	530,738,510

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	75,000,000	53,073,851	53,073,851	53,073,851
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	750,000,000	530,738,510	530,738,510	530,738,510

(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	Physical	DEMAT	Total			
At the beginning of the year	1	58,009,600	58009601	580,096,010	580,096,010	
Increase during the year	0	64,250	64250	642,500	642,500	6,656,165
i. Public 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	64,250	64250	642,500	642,500	6,656,165
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	5,000,000	5000000	50,000,000	50,000,000	1,450,000,000
i. Buy-back of shares	0	5,000,000	5000000	50,000,000	50,000,000	1,450,000,000
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	1	53,073,850	53073851	530,738,510	530,738,510	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE306L01010

(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	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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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"/>
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Ledger Folio of Transferor <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferor's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	Surname	middle name	first name
Ledger Folio of Transferee <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferee's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	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	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

2,781,120,006.62

(ii) Net worth of the Company

3,975,897,404.73

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	38,786,353	73.08	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	38,786,353	73.08	0	0

Total number of shareholders (promoters)

5

(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	9,940,151	18.73	0	
	(ii) Non-resident Indian (NRI)	427,824	0.81	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	25	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	1,084,630	2.04	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	1,785,975	3.37	0	
9.	Body corporate (not mentioned above)	518,111	0.98	0	
10.	Others NBFCs, HUF, Clearing Meml +	530,782	1	0	
	Total	14,287,498	26.93	0	0

Total number of shareholders (other than promoters)

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

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	5	5
Members (other than promoters)	67,486	65,114
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	2	0	2	0	58.74	0
B. Non-Promoter	0	5	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	5	0	4	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	0	1	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	6	2	5	58.74	0

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

10

(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)
Mr. Kailash Sahebrao K 	00397191	Managing Director	15,588,818	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Sanjay Sahebrao K ₊	00397277	Managing Director	15,588,818	
Mr. Amitabha Mukhopad ₊	01806781	Director	0	
Mr. Mehul Mulchand Sa ₊	02137699	Director	0	
Ms. Apurva Pradeep Jo ₊	06608172	Director	0	
Mr. Bhushan Gokhale	01493276	Director	0	
Mr. Shailesh Lakhani	03567739	Director	0	
Mr. Richard Dennis Stie ₊	09324046	Director	0	
Mr. Navin Sharma	AVWPS8627A	CFO	1,579	18/04/2023
Mr. A. Srinivasa Rao	ADZPA0253B	Company Secretar	0	

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

1

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)
Mr. Mehul Mulchand Sa ₊	02137699	Director	25/11/2022	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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	26/08/2022	71,595	60	72.96

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/05/2022	8	7	87.5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	21/07/2022	8	8	100
3	19/10/2022	8	7	87.5
4	24/01/2023	7	6	85.71
5	13/03/2023	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held

11

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	Corporate Soc	28/04/2022	3	3	100
2	Risk Managem	28/04/2022	3	3	100
3	Nomination & I	05/05/2022	4	4	100
4	Audit Committe	05/05/2022	4	4	100
5	Risk Managem	21/07/2022	3	3	100
6	Audit Committe	21/07/2022	4	4	100
7	Risk Managem	19/10/2022	3	3	100
8	Audit Committe	19/10/2022	4	4	100
9	Stakeholder R	24/01/2023	4	4	100
10	Risk Managem	24/01/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	Mr. Kailash Sa	5	5	100	7	7	100	
2	Mr. Sanjay Sa	5	5	100	9	9	100	

3	Mr. Amitabha	5	5	100	6	6	100	
4	Mr. Mehul Mul	3	3	100	4	4	100	
5	Ms. Apurva Pr	5	5	100	7	7	100	
6	Mr. Bhushan C	5	5	100	5	5	100	
7	Mr. Shailesh L	5	1	20	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Kailash Katkar	Managing Director	13,550,004	0	0	3,200,004	16,750,008
2	Mr. Sanjay Katkar	Managing Director	12,899,964	0	0	3,000,000	15,899,964
	Total		26,449,968	0	0	6,200,004	32,649,972

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	Mr. Navin Sharma	CFO	9,607,476	0	9,900,000	1,741,934	21,249,410
2	Mr. A. Srinivasa Rao	Company Secretary	4,113,660	0	426,480	474,996	5,015,136
	Total		13,721,136	0	10,326,480	2,216,930	26,264,546

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	Mr. Amitabha Mukherjee	Independent Director	0	0	0	380,000	380,000
2	Mr. Mehul Savla	Independent Director	0	0	0	210,000	210,000
3	Ms. Apurva Joshi	Independent Director	0	0	0	410,000	410,000
4	Mr. Bhushan Gokha	Independent Director	0	0	0	350,000	350,000
5	Mr. Richard Stienno	Independent Director	0	0	0	200,000	200,000
	Total		0	0	0	1,550,000	1,550,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

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

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

☒ Yes ☐ No

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

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

Name

CS Jayavant B. Bhavé

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3068

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:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

00397277

To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

9901

Certificate of practice number

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

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

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 **QUICK HEAL TECHNOLOGIES LIMITED** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 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:

- 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. The Company is a Public Limited Non-Government Company registered under the Companies Act, 1956 having share capital, bearing CIN: L72200MH1995PLC091408 and listed on BSE Limited and National Stock Exchange of India Limited (NSE).
 2. The company has maintained registers, records in accordance with the Act and the rules made there under.
 3. The Company has filed the forms and returns with the Registrar of Companies, Court and other authorities as required under the Act within the prescribed time.
 4. The company has called, convened and held meetings of Board of Directors, its committees and the Meetings of the Members of the Company on or before due dates as stated in the Annual Return and in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the Minutes Book maintained for the purpose including the circular resolutions and the same have been signed within due dates. There were resolutions required to be passed by postal ballot during the year. The Company has sought approval of shareholders for following event-
 - i) To approve continuation to hold office by Mr. Bhushan Nilkanth Gokhale, independent director of the company, consequent to him attaining the age of 75 years w.e.f. December 25, 2022.
 5. Closure of Register of Members / Security holders, as the case may be.
The company has closed its Register of Members and announced the record dates as per the table mentioned below-

Sr. No.	Type of Event	Book closure/ Cut-off date
1.	Annual General Meeting- Friday, August 26, 2022 at 03.30 P.M.	Book Closure- Saturday, August 20, 2022 to Friday, August 26, 2022 Cut-off date for e-voting- Friday, August 19, 2022

2.	Postal Ballot- Sunday, December 25, 2022	Remote e-voting period- Saturday, November 26, 2022 to Sunday, December 25, 2022 Cut-off date- Wednesday, November 23, 2022
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6. Advances/loans to directors or persons or firms or companies referred in Section 185 of the Act;
The Company has not advanced any loans to Directors during the Financial Year.
7. The Company has entered into contracts/ arrangements with related parties which are at arm's length and in the ordinary course of business in accordance with the provisions of section 188 of the Act.
8. Issue or allotment or transfer or transmission or buyback 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;
 - i) The board of directors of the company vide board resolution dated July 21, 2022 had approved the buyback of 50,00,000 fully paid-up equity shares of face value of Rs. 10/- each of the Company representing up to 24.71% of the total paid-up Equity Share Capital of the company and subsequently it was approved by the members on August 26, 2022.
 - ii) During the year under report, the company has allotted 45,800 equity shares of Rs. 10 each under ESOP Scheme 2014 and 18,450 equity shares of Rs. 10 each under ESOP Scheme, 2021 to eligible employees of the company and has complied with the provisions of the Act and Rules made there under in respect thereof.
 - iii) There are no instances of transfer/ transmission of shares. There was no redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares.
9. The company has not kept in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
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;

The company has declared and paid the final dividend of Rs. 4.50/- for the financial year ended 31st March, 2022.

There was no unclaimed/ unpaid dividend required to be transferred in the year under review to the Investor Education and Protection Fund (IEPF) established by the Central Government.
11. The audited financial statements of the company are signed as per the provisions of Section 134 of the Act and report of Directors is as per sub section (3), (4) and (5) thereof.
12. The Company has complied with the provisions of the Act and Rules there under in respect of constitution/appointment/re-appointment/retirement/filling up causal vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.

- i) Mr. Mehul Salva (DIN-02137699) resigned as an Independent Director of the company w.e.f. November 25, 2022.
 - ii) Continuation of the tenure of Mr. Bhushan Nilkanth Gokhale (DIN- 01493276) as an Independent Director beyond his attaining the age of 75 on December 25, 2022 was confirmed by the shareholders by passing a special resolution through postal ballot.
13. The Company has complied with the provisions of the Act and Rules there under in respect of appointment/reappointment/filling up casual vacancies of auditors as per the provisions of Section 139 of the Act. There was no appointment/reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. The Company was not required to take approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.
15. The Company has not accepted deposits during the year under review.
16. The Company has not borrowed any amounts from its directors, members, public financial institutions, banks and others and creation / modification / satisfaction of charges in that respect are not required.
17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act.
18. There were no instances of alteration in the Memorandum and Articles of Association of the Company.

FOR J B BHAVE & CO
Company Secretaries

Jayavant B Bhav
Proprietor
FCS 4266 CP 3068
PR NO: 1238/2021
Place: Pune