

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

L74899DL1993PLC053579

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCR9541B

(ii) (a) Name of the company

R SYSTEMS INTERNATIONAL LI

(b) Registered office address

GF-1-A, 6, Devika Tower,
Nehru Place,
New Delhi
South Delhi
Delhi
110010

(c) *e-mail ID of the company

RSIL@rsystems.com

(d) *Telephone number with STD code

01147510532

(e) Website

www.rsystems.com

(iii) Date of Incorporation

14/05/1993

(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 And National Stock Exchange	1,025

(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 (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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	J6	Computer programming, consultancy and related activities	84.35
2	J	Information and communication	J8	Other information & communication service activities	15.65

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	R Systems (Singapore) Pte Lim		Subsidiary	100

2	R Systems, Inc.		Subsidiary	100
3	R Systems Technologies Ltd.		Subsidiary	100
4	R Systems Consulting Services		Subsidiary	99.75
5	RSYS Technologies Ltd.		Subsidiary	100
6	R Systems Computaris Internat		Subsidiary	100
7	IBIZ Consultancy Services India	U72200TN2008PTC070201	Subsidiary	100
8	R Systems Consulting Services		Subsidiary	99.75
9	R Systems Consulting Services		Subsidiary	99.75
10	ECnet (Shanghai) Co. Ltd.		Subsidiary	99.75
11	R Systems Consulting Services		Subsidiary	99.75
12	R Systems Consulting Services		Subsidiary	99.75
13	R Systems Computaris Europe		Subsidiary	100
14	R Systems Computaris Poland		Subsidiary	100
15	R Systems Computaris S.R.L (Fc		Subsidiary	100
16	R Systems Computaris Malaysi		Subsidiary	100
17	R Systems Computaris Philippi		Subsidiary	100
18	R Systems Computaris Suisse S		Subsidiary	100
19	R Systems IBIZCS Pte. Ltd. (For		Subsidiary	100
20	IBIZ Consulting Services Pte Ltd		Subsidiary	100
21	R Systems IBIZCS Sdn. Bhd., Ma		Subsidiary	100
22	PT RSystems IBIZCS Internation		Subsidiary	100
23	IBIZ Consulting (Thailand) Co. I		Subsidiary	100
24	IBIZ Consulting Services Limite		Subsidiary	100
25	IBIZ Consulting Services (Shang		Subsidiary	100
26	Innovizant LLC		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	206,000,000	119,636,445	119,636,445	119,636,445
Total amount of equity shares (in Rupees)	206,000,000	119,636,445	119,636,445	119,636,445

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Re. 1/- each				
Number of equity shares	206,000,000	119,636,445	119,636,445	119,636,445
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	206,000,000	119,636,445	119,636,445	119,636,445

(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	120,337,925	120,337,925	120,337,925	
Increase during the year	37,500	37,500	37,500	415,125
i. Public Issues	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	37,500	37,500	37,500	415,125
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	738,980	738,980	738,980	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	738,980	738,980	738,980	
iv. Others, specify				
At the end of the year	119,636,445	119,636,445	119,636,445	
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		<input type="text"/>	
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

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"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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			8,175,183
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			31,755,199
Deposit			0
Total			39,930,382

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**

4,387,148,550

(ii) Net worth of the Company

3,426,803,929

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	2,011,822	1.68	0	
	(ii) Non-resident Indian (NRI)	39,054,702	32.64	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)	8,828,489	7.38	0	
10.	Others TRUST	11,818,061	9.88	0	
	Total	61,713,074	51.58	0	0

Total number of shareholders (promoters)

10

(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	53,190,383	44.46	0	
	(ii) Non-resident Indian (NRI)	1,996,542	1.67	0	
	(iii) Foreign national (other than NRI)	162,000	0.14	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)	2,552,079	2.13	0	
10.	Others IEPF	22,367	0.02	0	
	Total	57,923,371	48.42	0	0

Total number of shareholders (other than promoters)

12,481

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

12,491

**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	9	10
Members (other than promoters)	11,894	12,481
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	1	0	1	0	2.56	0
B. Non-Promoter	2	3	2	3	0.01	0
(i) Non-Independent	2	0	2	0	0.01	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	3	3	3	2.57	0

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

(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. Satinder Singh Rekl	00006955	Managing Director	3,062,207	
Mr. Baldev Singh	00006966	Whole-time directo	8,322	
Mr. Avirag Jain	00004801	Whole-time directo	100	
Mrs. Ruchica Gupta	06912329	Director	0	
Mr. Kapil Dhameja	02889310	Director	0	
Mr. Aditya Wadhwa	07556408	Director	0	
Mr. Nand Sardana	ABLPS2088Q	CFO	197,724	
Mr. Bhasker Dubey	BKUPD2115A	Company Secretar	0	

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

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)

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	30/06/2020	14,112	73	52.2

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	09/02/2020	6	5	83.33
2	08/05/2020	6	5	83.33
3	01/06/2020	6	6	100
4	05/08/2020	6	5	83.33
5	03/11/2020	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

14

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 COMM	09/02/2020	4	4	100
2	AUDIT COMM	08/05/2020	4	4	100
3	AUDIT COMM	01/06/2020	4	4	100
4	AUDIT COMM	05/08/2020	4	4	100
5	AUDIT COMM	03/11/2020	4	4	100
6	NOMINATION	09/02/2020	3	3	100
7	NOMINATION	01/06/2020	3	3	100

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
8	NOMINATION	03/11/2020	3	3	100
9	CORPORATE	09/02/2020	3	3	100
10	CORPORATE	08/05/2020	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	19/05/2021
								(Y/N/NA)
1	Mr. Satinder S	5	1	20	0	0	0	Yes
2	Mr. Baldev Sir	5	5	100	11	11	100	Yes
3	Mr. Avirag Jain	5	5	100	0	0	0	Yes
4	Mrs. Ruchica C	5	5	100	14	14	100	Yes
5	Mr. Kapil Dhar	5	5	100	14	14	100	Yes
6	Mr. Aditya Wa	5	5	100	8	8	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Mr. Satinder Singh	Managing Director	31,560,549	10,960,500	0	0	42,521,049
2	Lt. Gen. Baldev Singh	Whole-time Director	4,826,060	3,600,000	0	0	8,426,060
3	Mr. Avirag Jain	Whole-time Director	5,258,961	4,050,000	0	32,400	9,341,361
	Total		41,645,570	18,610,500	0	32,400	60,288,470

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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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Nand Sardana	CFO	7,107,345	0	3,053,063	32,400	10,192,808
2	Mr. Bhasker Dubey	COMPANY SEC	1,516,785	0	0	0	1,516,785
	Total		8,624,130	0	3,053,063	32,400	11,709,593

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mrs. Ruchica Gupta	Non Executive &	0	0	0	225,000	225,000
2	Mr. Aditya Wadhwa	Non Executive &	0	0	0	225,000	225,000
3	Mr. Kapil Dhameja	Non Executive &	0	0	0	225,000	225,000
	Total		0	0	0	675,000	675,000

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

1

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)
R Systems Internal	Reserve Bank of India	03/02/2020	Foreign Exchange M	ODI-FDI structure,	143,500

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

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

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:

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

To be digitally signed by 

Company Secretary

Company secretary in practice

Membership number

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

MGT-8.pdf Clarification Letter.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

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi - 110 024
Tel. : (011) 4679 0000, Fax : (011) 4679 0012
e-mail : contact@cssanjaygrover.in
website : www.cssanjaygrover.in

FORM NO. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **R Systems International 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 December 2020. 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 thereunder in respect of:
 1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the timeprescribed therefor;
 3. filing of forms and returns with the Registrarof Companies. Regional Director, Central Government, Court or other authorities under the provisions of the Act and Rule made thereunder within or beyond the prescribed time, 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/shorter notices were given and the proceedings including the circular resolutionsand resolutions passed by postal ballot, wherever applicable, 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 securities/ alteration or reduction of share capital and issue of security certificates in all instances. Further, Hon'ble National Company Law Tribunal, New Delhi vide order dated January 28, 2020 has approved the capital reduction of the Company under Section 66 of the Act. Pursuant to the said capital reduction, 738,980 equity shares of Re 1/- each held by R Systems Employees Welfare Trust were cancelled and extinguished. The Company has allotted 37,500 equity shares of Rs. 1/- each at an exercise price of Rs. 12.07 per share, pursuant to the exercise of the stock option granted to the employees of the company under R Systems International Limited Employee Stock Option Scheme 2007;
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares, wherever applicable, 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. Further, during the financial year ended 31st December 2020, the Company has also transferred the shares on which dividend(s) have not been paid or claimed for seven consecutive years in the name of Investor Education and Protection Fund as required under Section 124(6) read with the rules made thereunder;
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, wherever applicable 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, wherever applicable;
15. *acceptance/ renewal/ repayment of deposits;



SANJAY GROVER & ASSOCIATES

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(s) or person(s) falling under the provisions of section 186 of the Act, wherever applicable; and
18. *alteration of the provisions of the Memorandum and/or Articles of Association of the Company.

*No such event took place during the financial year ended on 31st December, 2020.

*On the basis of records produced before us, all transactions entered into by the Company with its related parties were in the ordinary course of business and on an arm's length basis during the financial year ended on 31st December, 2020.

Note: On the basis of documents produced before us and also confirmed by the management, no penalty/punishment was imposed on the Company/Directors/Officers under the provisions of the Companies Act, 2013 including Rules made thereunder during the financial year ended on 31st December, 2020, except that the Company has received Compounding order dated February 03, 2020 From Reserve Bank Of India (RBI), wherein, RBI has compounded (i) making a foreign direct investment (FDI) in India through overseas direct investment (ODI) route, resulting in an ODI_FDI structure and (ii) delay insubmission of Annual performance Reports (APRs) beyond the stipulated timeperiod, in contravention of Regulations 5(1) read with 13 and 15(iii), respectively, of Foreign Exchange Management (Transfer or Issue of any Foreign Security) Regulations, 2004 notified vide Notification No. FEMA ,120/2004-RB dated July 7, 2004 as amended from time to time (hereinafter referred to as Notification No.FEMA 120/2004-RB), by paying a sum of Rs. 1,43,500/-.



New Delhi
29.06.2021

For Sanjay Grover & Associates
Company Secretaries
Firm Registration No. P2001DE052900

Devesh Kumar Vasisht
C P No.: 13700

UDIN: F008488C000542098