

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

U45400UP2015PTC068253

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCI7611M

(ii) (a) Name of the company

INNOVENT SPACES PRIVATE LI

(b) Registered office address

200
CHARAN LAL CHOWK
GORAKHPUR
Gorakhpur
Uttar Pradesh
222001

(c) *e-mail ID of the company

rishi.das@hirepro.in

(d) *Telephone number with STD code

0809741741095

(e) Website

www.innoventspaces.com

(iii) Date of Incorporation

14/01/2015

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(vii) *Financial year From date 01/04/2017 (DD/MM/YYYY) To date 31/03/2018 (DD/MM/YYYY)

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

(a) If yes, date of AGM 28/09/2018

(b) Due date of AGM 30/09/2018

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

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	L	Real Estate	L1	Real estate activities with own or leased property	100

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

*No. of Companies for which information is to be given 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	100,000	10,000	10,000	10,000
Total amount of equity shares (in Rupees)	1,000,000	100,000	100,000	100,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	100,000	10,000	10,000	10,000

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000	100,000	100,000	100,000

(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	10,000	100,000	100,000	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0

viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify <div></div>				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify <div></div>				
At the end of the year	10,000	100,000	100,000	
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 <div></div>				
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 <div></div>				
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					
Date of registration of transfer (Date Month Year)					
Type of transfer		1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred			Amount per Share/ Debenture/Unit (in Rs.)		
Ledger Folio of Transferor					
Transferor's Name					
	Surname		middle name		first name
Ledger Folio of Transferee					
Transferee's Name					
	Surname		middle name		first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	200,000	100	20,000,000
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			90,400,057.53
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			132,728,355.02
Deposit			0
Total			243,128,412.55

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	20,000,000	0	20,000,000

(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**

556,730,668.97

(ii) Net worth of the Company

64,744,562.86

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	10,000	100	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	10,000	100	0	0

Total number of shareholders (promoters)

2

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

2

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

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	0	0
Debenture holders	0	1

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	1	1	1	100	0
B. Non-Promoter	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	1	1	1	100	0

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

2

(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)
RISHI DAS	00420103	Director	5,000	
ANSHUMAN DAS	00420772	Director	5,000	

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

0

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

2

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	29/09/2017	2	2	100
Extraordinary General Meet	30/08/2017	2	2	100

B. BOARD MEETINGS

*Number of meetings held

19

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/04/2017	2	2	100
2	24/04/2017	2	2	100
3	31/05/2017	2	2	100
4	03/07/2017	2	2	100
5	07/07/2017	2	2	100
6	31/07/2017	2	2	100
7	30/08/2017	2	2	100
8	05/09/2017	2	2	100
9	11/09/2017	2	2	100
10	29/09/2017	2	2	100
11	14/11/2017	2	2	100
12	12/01/2018	2	2	100

C. COMMITTEE MEETINGS

Number of meetings held

0

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					

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	28/09/2018
								(Y/N/NA)
1	RISHI DAS	19	19	100	0	0	0	Yes
2	ANSHUMAN [19	19	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rishi Das	Director	5,959,600	0	0	900,000	6,859,600
	Total		5,959,600	0	0	900,000	6,859,600

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

0

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

Number of other directors whose remuneration details to be entered

0

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(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

VARSHA V SHENOY

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

10499

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.

(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 the 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 a 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.

Declaration

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

05

dated

31/08/2018

(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

RISHI
DAS

Digitally signed by RISHI DAS
Date: 2018.11.26
15:25:40 +05'30'

DIN of the director

00420103

To be digitally signed by

VARSHA V
SHENOY

Digitally signed by VARSHA V SHENOY
Date: 2018.11.26
15:26:06 +05'30'

- ☐ Company Secretary
- ☒ Company secretary in practice

Membership number

9012

Certificate of practice number

10499

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

List of Shareholders and Debentureholders
MGT-8-Innovent Spaces- for the Financial
Board Meeting held during the FY 2017-18

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



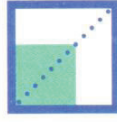
Details of Board Meetings Held during the Financial year 2017-18

S. No.	Date of Meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
01	05.04.2017	2	2	100
02	24.04.2017	2	2	100
03	31.05.2017	2	2	100
04	03.07.2017	2	2	100
05	07.07.2017	2	2	100
06	31.07.2017	2	2	100
07	30.08.2017	2	2	100
08	05.09.2017	2	2	100
09	11.09.2017	2	2	100
10	29.09.2017	2	2	100
11	03.10.2017	2	2	100
12	14.11.2017	2	2	100
13	20.11.2017	2	2	100
14	08.12.2017	2	2	100
15	13.12.2017	2	2	100
16	05.01.2018	2	2	100
17	12.01.2018	2	2	100
18	22.01.2018	2	2	100
19	30.03.2018	2	2	100

INNOVENT SPACES

Innovent Spaces Pvt. Ltd.
 Plot #53, ORR, Devarabisnahalli,
 Bangalore - 560103
 CIN: U45400UP2015PTC068253
 Registered office
 200, Charanial Chowk, Gorakhpur, Uttar Pradesh, India - 273001

info@indiqube.com
 accounts@indiqube.com
 www.indiqube.com
 +91 080 66560699
 +91 080 66560496



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Innovent Spaces Private Limited
CIN: U45400UP2015PTC068253

List of Shareholders as on 31/03/2018

S. No	Name of Share Holder	No of Shares	Value per share (in Rs.)	Amount (in Rs.)
1	Mr. Rishi Das	5000	10	50000
2	Mr. Anshuman Das	5000	10	50000
Total		10000		100000

For Innovent Spaces Private Limited

Rishi Das



Rishi Das
Director

INNOVENT SPACES

Innovent Spaces Pvt. Ltd.
Plot #53, ORR, Devarabisnahalli,
Bangalore - 560103
CIN: U45400UP2015PTC068253
Registered office
200, Charanlal Chowk, Gorakhpur, Uttar Pradesh, India - 273001

info@indiqube.com
accounts@indiqube.com
www.indiqube.com
+91 080 66560699
+91 080 66560496



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CIN: U45400UP2015PTC068253

List of Debenture holders as on 31/03/2018

S. No	Name of Debenture Holder	No of Debentures	Value per Debenture (in Rs.)	Amount (in Rs.)
1	Mr. Ashish Gupta	200000	100	2,00,00,0000
Total		200000		2,00,00,0000

For Innovent Spaces Private Limited

Rishi Das

Rishi Das
Director



INNOVENT SPACES

Innovent Spaces Pvt. Ltd.

Plot #53, ORR, Devarabisnahalli,

Bangalore - 560103

CIN: U45400UP2015PTC068253

Registered office

200, Charanlal Chowk, Gorakhpur, Uttar Pradesh, India - 273001

info@indiqube.com

accounts@indiqube.com

www.indiqube.com

+91 080 66560699

+91 080 66560496



Varsha V Shenoy
Company Secretary

VVS and Associates

C: +91 97428 57053

+91 9206158487

A: S-1, Sai Krupa Vestaa, 117, Halanayakanahalli,
Sarjapur Road, Bangalore 560035

W: www.vvsandassociates.in E: info@vvsandassociates.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 **Innovent Spaces Private 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 31 March, 2018. 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, i.e. Private, Unlisted, Indian Non-Government Company, a Company Limited by Shares;
 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, details are enclosed as per **Annexure A**.
As per the information provided by the company, the company has not filed any forms/ Returns with 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, Short notice consents, if any, were duly undertaken as and when required by the company have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

The board has not passed any circular resolutions or the company has not resolutions passed by way of Postal ballot.

 ASSOCIATES





Varsha V Shenoy
Company Secretary

VVS and Associates

C +91 97428 57053

+91 9206158487

A S-1, Sai Krupa Vestaa, 117, Halanayakanahalli,
Sarjapur Road, Bangalore 560035

W www.vvsandassociates.in E: info@vvsandassociates.in

5. The Company was not required to close its Register of Members during the period under review.
6. The company has not made any advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. As per the representation and explanation provided by the Company, the company has entered into contracts/arrangements with related parties as specified in section 188 of the Act at arm's length basis, which according to the Company are in the ordinary course of business and is duly approved by the Board;
8. During the year under review the company has not issued or allotted nor 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 except for the details disclosed in **Annexure B**.
9. The company was not required to keep 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. During the year, there were no unpaid / unclaimed dividend/other amounts to be credited to the Investor Education and Protection Fund in accordance with section 125 of the Act.
11. Audited financial statement was duly signed as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. During the period under review there was no constitution/appointment/re-appointments/retirement/filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel. The remuneration paid to Directors are disclosed in **Annexure C**;
13. There was no appointment/reappointment/filling up casual vacancies of auditors as per the provisions of section 139 of the Act apart from ratification of appointment of M/s. Ruchi Chaudhary & Co., Chartered Accountants, Bangalore, (Firm Registration No. 023924N) in the Annual general meeting held on 29th September 2017.

 ASSOCIATES





Varsha V Shenoy
Company Secretary

VVS and Associates

C +91 97428 57053

+91 9206158487

A. S-1, Sai Krupa Vestaa, 117, Halanayakanahalli,
Sarjapur Road, Bangalore 560035

W www.vvsandassociates.in E. info@vvsandassociates.in

14. The company was not required to take any 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/ renewed/ repaid deposits within the meaning of Companies Act, 2013;

16. During the year under review there was no borrowings from its members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;

Details of Borrowings during the year 2017-18 (**Annexure D**)

Particulars of Modification of Charge (**Annexure E**)

Details of Borrowings from Banks (**Annexure F**)

17. The company has not made investments to other bodies corporate / persons falling under the provisions of section 186 of the Act within the prescribed limit in subsidiaries. However, there was no loan, provided guarantees, securities to other bodies corporate / persons falling under the provisions of section 186 of the Act within the prescribed limit.

18. During the year under review there was no alteration of the provisions of the Memorandum and/or Articles of Association of the Company;



Signature:

Name of Company Secretary in practice: Varsha V Shenoy

VVS & Associates

C.P. No: 10499, FCS No-9012

Date: 26.11.2018

Place: Bangalore

Note: The qualification, reservation or adverse remarks, if any, may be stated at the relevant place(s).





Varsha V Shenoy
Company Secretary

VVS and Associates

C. +91 97428 57053

+91 9206158487

A S-1, Sai Krupa Vestaa, 117, Halanayakanahalli,
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ANNEXURE- A (MCA FILINGS DURING 2017-2018)

Description of the Event / Matter	Date Of The Event	Form Description and filing details	Concerned with Authority (ROC/ NCLT /Court/CG)
The General notice of disclosure of Director's interest or concern and shareholding in prescribed Form MBP-1.	31.05.2017	Form MGT-14	ROC
Approval of shareholders for Issue of 2,00,000 Unsecured Compulsorily Convertible Debentures of Rs. 100/- each	30.08.2017	Form MGT-14 SRN: G54227574 Date of Filing: 27/09/2017	ROC
Letter of Offer in Form PAS 4 for Issue of 2,00,000 Unsecured Compulsorily Convertible Debentures of Rs. 100/- each to Mr. Ashish Gupta	30.08.2017	Form GNL-2 SRN: G54228655 Date of Filing: 27/09/2017	ROC
Allotment of 2,00,000 Unsecured Compulsorily Convertible Debentures of Rs. 100/- each to Mr. Ashish Gupta	11.09.2017	Form PAS-3	ROC
Revised Form - Filed with the conditions and terms of issue of 2,00,000 Unsecured Compulsorily Convertible Debentures of Rs. 100/- each	30.08.2017	Form MGT-14 SRN: G83402461 Date of Filing: 12/04/2018	ROC
Modification of Charge- DEUTSCHE BANK AG- Loan Amount Enhanced From INR 7,50,00,000/- TO INR 10,00,00,000/- (Delayed due to non availability of Directors)	13.10.2017	Form CHG-1 SRN: G63004592 Date of Filing: 21/11/2017	ROC
Consideration & Approval of the Financial Statements of the Company for the Financial Year ended 31.03.2017 and Auditors' Report	31/07/2017	Form AOC-4 SRN: G72493547 Date of Filing:	ROC
Annual return for the Financial Year ended 31.03.2017 and AGM on 29.09.2017	31/07/2017	Form MGT-7 SRN: G72570633 Date of Filing:	ROC

 VVS ASSOCIATES





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**ANNEXURE-B (ISSUE OF UNSECURED COMPULSORILY
CONVERTIBLE DEBENTURES)**

Name of Allottee	Type of securities allotted	Date of Allotment	Nominal Amount per Security (in Rs.)	Number of Debentures allotted	Total amount paid (including Premium) (in Rs.)	Total amount to be paid on calls (including premium) outstanding (in Rs.)
Mr. Ashish Gupta	Unsecured Compulsorily Convertible Debentures	30.08.2017	100	2,00,000	2,00,00,000	2,00,00,000
				2,00,000	2,00,00,000	2,00,00,000

ANNEXURE- C (DETAILS OF REMUNERATION PAID TO DIRECTORS)

S. No.	Particulars	Remuneration paid during the year 2017-18 (in Rs.)
1	Key Managerial Personnel- Mr. Rishi Das	59,59,600
2	Relative of Key Managerial Personnel- Mrs. Meghna Agarwal	44,76,400
	Total	1,04,36,000



 **VVS ASSOCIATES**



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ANNEXURE- D (BORROWINGS FROM DIRECTORS)

S. No.	Borrowings from Related Parties	Details of Borrowings from Directors during the year 2017-18		
		Long Term (in Rs.)	Short Term (in Rs.)	Total (in Rs.)
1	Mr. Anshuman Das	12,73,113	3,74,93,057	3,87,66,170
2	Mr. Rishi Das	25,08,046.02	4,03,78,632	4,28,86,678.02
Total		37,81,159.02	7,78,71,689.00	8,16,52,848.02

BORROWINGS FROM OTHERS

S. No.	Particulars of Lender	Details of Borrowings from Others during the year 2017-18		
		Long Term (in Rs.)	Short Term (in Rs.)	Total (in Rs.)
1	Prabha Clinic Private Limited	1,86,25,397	1,86,11,447	3,72,36,844
2	Prabha Consultants Private Limited	-	53,22,563	53,22,563
3	RA Paper Private Limited	-	85,16,100.00	85,16,100
Total		1,86,25,397	3,24,50,110	5,10,75,507

ANNEXURE- E (PARTICULARS OF MODIFICATION OF CHARGE)

S. No.	Charge Id	Particulars of Instrument modifying the Charge	Charge Holder Name	Date of Modification	Particulars of Modification	Amount (in Rs.)
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VVS ASSOCIATES





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I	100077536	Deed of Hypothecation dated 13.10.2017 and Sanction Letter dated 06.10.2017	DEUTSCHE BANK AG	13/10/2017	Loan Amount Enhanced From Rs. 7,50,00,000 to Rs. 10,00,00,000	10,00,00,000
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ANNEXURE- F (DETAILS OF BORROWINGS FROM BANKS)

(i) **Details of security for the secured short-term borrowings:**

S. No.	Particulars	Nature of security	As on 31st March, 2018
1	Loans repayable on demand from banks: Cash Credit from Deutsche Bank	Secured by hypothecation of stock and book debts of the company and equitable mortgage of commercial property of Director and guaranteed by some of the Directors and repayable on demand.	9,04,00,057.53
Total			9,04,00,057.53*

***Details of total short-term borrowings: Rs. 10 Crores**

Date: 26.11.2018
Place: Bangalore

Signature: _____
Name of Company Secretary in practice: Varsha V Shenoy
VVS & Associates
C.P. No: 10499, FCS No-9012



 ASSOCIATES