

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

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

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

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

(e) Extended due date of AGM after grant of extension

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

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

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

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

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				
Total amount of equity shares (in Rupees)				

Number of classes

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

(b) Preference share capital

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

Number of classes

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	

(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						
Increase during the year						
i. Public Issues						
ii. Rights issue						
iii. Bonus issue						
iv. Private Placement/ Preferential allotment						

v. ESOPs						
vi. Sweat equity shares allotted						
vii. Conversion of Preference share						
viii. Conversion of Debentures						
ix. GDRs/ADRs						
x. Others, specify <div></div>						
Decrease during the year						
i. Buy-back of shares						
ii. Shares forfeited						
iii. Reduction of share capital						
iv. Others, specify <div></div>						
At the end of the year						
Preference shares						
At the beginning of the year						
Increase during the year						
i. Issues of shares						
ii. Re-issue of forfeited shares						
iii. Others, specify <div></div>						
Decrease during the year						
i. Redemption of shares						
ii. Shares forfeited						
iii. Reduction of share capital						
iv. Others, specify <div></div>						
At the end of the year						

ISIN of the equity shares of the company

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

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures			
Partly convertible debentures			
Fully convertible debentures			
Total			

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				
Partly convertible debentures				
Fully convertible debentures				

(v) Securities (other than shares and debentures)

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

(ii) Net worth of the Company

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				
	(ii) Non-resident Indian (NRI)				
	(iii) Foreign national (other than NRI)				
2.	Government				
	(i) Central Government				
	(ii) State Government				
	(iii) Government companies				
3.	Insurance companies				
4.	Banks				
5.	Financial institutions				

6.	Foreign institutional investors				
7.	Mutual funds				
8.	Venture capital				
9.	Body corporate (not mentioned above)				
10.	Others				
	Total				

Total number of shareholders (promoters)

(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				
	(ii) Non-resident Indian (NRI)				
	(iii) Foreign national (other than NRI)				
2.	Government				
	(i) Central Government				
	(ii) State Government				
	(iii) Government companies				
3.	Insurance companies				
4.	Banks				
5.	Financial institutions				
6.	Foreign institutional investors				
7.	Mutual funds				
8.	Venture capital				
9.	Body corporate (not mentioned above)				
10.	Others				

	Total				
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Total number of shareholders (other than promoters)

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

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		
Members (other than promoters)		
Debenture holders		

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

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)

(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

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding

B. BOARD MEETINGS

*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

C. COMMITTEE MEETINGS

Number of meetings held

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

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)

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

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

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

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

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

Number of other directors whose remuneration details to be entered

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

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.
- (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. ... 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 Attachement(s), if any

List of attachments

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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

We have examined the registers, records and books and papers of **EXECUTIVE CENTRE INDIA PRIVATE 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, 2024. 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:
1. Complied with provisions of the Act & Rules made thereunder in respect of its status under the Act;
 2. Kept and maintained registers/ records and made entries therein within the time prescribed thereof;
 3. Filed the forms and returns as stated in 'Annexure' to this certificate with the Registrar of Companies, Regional Director, Central Government, Company Law Board and other authorities;
 4. Complied with provisions of the Act & Rules made thereunder in respect of calling/ convening/ holding meetings of Board of Directors 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 have been recorded in the Minutes Book and the same have been signed;
 5. Not required to close of Register of Members;
 6. Not given advances/ loans to companies referred in Section 185 of the Act. However, there are some receivables from related parties during the year towards reimbursement which has been classified as advances to related parties;





S. S. Rauthan & Associates

Company Secretaries



SS Surjan Singh Rauthan

B.Com., F.C.S.

7. Complied with the provisions of Section 188 with respect to contracts/ arrangements with related parties which were in the ordinary course of business and on the Arm's length basis;
8. Not issued or allotted securities during the financial year and there was no transfer or transmission or buyback of securities during the year under review;
9. Not required to keep the abeyance rights to dividends, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. Not made any declaration/ payment of dividend; not required to 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-section (3), (4) and (5) thereof;
12. Duly constituted Board of Directors and there was no appointment or reappointment of directors during the financial year;
13. Not required to appoint Auditor to fill up casual vacancies as per the provisions of Section 139 of the Act during the year;
14. 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. During the year under review, the Company has not invited/ accepted/ renewed/repaid any public deposits.
16. During the year under review, the Company has not borrowed any amount from its directors, members, public financial institutions, and others . However borrowed Rs.49,00,00,000/-(Rupees Forty-Nine Crores from HDFC Bank and there was creation/modification/satisfaction of charges.
17. Complied with provisions of Section 186 of the Act with respect to loans and investments or guarantees given or providing of securities to other bodies corporate or persons;



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Company Secretaries



SS Surjan Singh Rauthan
B.Com., F.C.S

18. Not altered Articles of Association and Memorandum of Association of the Company during the year under review.

For S. S. Rauthan & Associates
Company Secretaries
Firm Registration No.: S1999MH026900


CS Surjan Singh Rauthan
Proprietor
M No.: 4807, C.P. No.: 3233
UDIN: F004807F002678027
Date : 25/11/2024
Place: Mumbai



Note:

This Certificate is to be read with my letter annexed as Appendix 'A' which forms an integral part of this report.



S. S. Rauthan & Associates

Company Secretaries



SS Surjan Singh Rauthan
B.Com., F.C.S.

APPENDIX 'A'

TO WHOM SO EVER IT MAY CONCERN

Our Certificate of even date is to be read along with this letter.

1. The responsibility of maintaining Secretarial record is of the management and based on our verification of aforesaid records, we have issued this Certificate.
2. We are of the opinion that the audit practices and process adopted to obtain assurance about the correctness of the Secretarial records were reasonable for verification.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. The management is responsible for compliances with corporate laws. Our examination was limited to the verification of aforesaid records and documents wherever required.
5. The certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For S. S. Rauthan & Associates

Company Secretaries

Firm Registration No.: S1999MH026900

CS Surjan Singh Rauthan

Proprietor

M No.: 4807, C.P. No.: 3233

UDIN: F004807F002678027

Date : 25/11/2024

Place: Mumbai





ANNEXURE

Forms & returns to be filed by the Company with the Registrar of Companies, Regional Directors, Central Government or other authorities for the financial year ended 31.03.2024.

A] Forms filed with the Registrar of Companies:

Form/ Return	Details for which form was filed/ registered	Under following provision	Date of filing/ Document date	Whether filed within prescribed time limit	Whether filed by paying delaying filing fees
Form MSME I	Form for furnishing half yearly return ending on March 31, 2024 with the registrar in respect of outstanding payments to Micro or Small Enterprises	Pursuant to Order 2 and 3 dated 22 January, 2019 issued under Section 405 of the Companies Act, 2013.	29/04/2024	Yes	NA
Form MSME I	Form for furnishing half yearly return ending on September 30, 2024 with the registrar in respect of outstanding payments to Micro or Small Enterprises	Pursuant to Order 2 and 3 dated 22 January, 2019 issued under Section 405 of the Companies Act, 2013.	31/10/2023	Yes	NA
DPT – 3	Return on annual basis	Rule 16 of the Companies (Acceptance of Deposits) Rules, 2014	17/06/2024	Yes	NA
Form AOC 4 XBRL	Filing of Audited Financial Statement for the year ended 31.03.2023	Section 137	27/10//2023	Yes	NA
Form MGT 7	Filing of Annual Return for the year ended 31.03.2023	Section 92	28/11/2023	Yes	NA





S. S. Rauthan & Associates

Company Secretaries



SS Surjan Singh Rauthan
B.Com., F.C.S.

Form CHG-1	Creation of Charges	Section 77(1)	08/02/2024	Yes	NA
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B) Regional Director or any other authority: NIL

For S. S. Rauthan & Associates

Company Secretaries

Firm Registration No.: S1999MH026900

CS Surjan Singh Rauthan

Proprietor

M No.: 4807, C.P. No.: 3233

UDIN: F004807F002678027

Date : 25/11/2024

Place: Mumbai



**THE
EXECUTIVE
CENTRE**

LIST OF SHAREHOLDERS OF EXECUTIVE CENTRE INDIA PRIVATE LIMITED AS ON 31ST MARCH, 2024

Sr. No.	Name of the Shareholder	Address	Type of Shares	Number of shares	Amount per share (In ₹)
1.	The Executive Centre Singapore Pte. Limited	40, Ocean Financial Centre, 10 Collyer Quay, Singapore - 049315	Equity	3,07,67,312	10
2.	Intelletec Limited	C/o Cross Boarder, St. Louis Business Centre, CNR Desroches & St. Louis Street, Port Louis, Mauritius	Equity	1,14,870	10
	TOTAL SHARES			3,08,82,182	

For Executive Centre India Private Limited



Leena Manishkumar Deoli
Company Secretary & Compliance Officer



Executive Centre India Private Limited

Registered Office: The Capital, 7th Floor, 701, Plot No. C- 70
G – Block, Bandra-Kurla Complex Mumbai-400051, India
Corporate Identity Number (CIN): U74999MH2008FTC182125

T +91 22 49055600
F +91 22 49055999
E mumbai@executivecentre.com
W www.executivecentre.com



सत्यमेव जयते

**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies

DATED :

AND

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

ORDER



Yours faithfully,

Registrar of Companies

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



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