

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]



सत्यमेव जयते

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

U74210TG1983PTC004132

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECA9452H

(ii) (a) Name of the company

AZAD ENGINEERING PRIVATE L

(b) Registered office address

90/C,90/D, Phase 1
I.D.A, Jeedimetla
Hyderabad
Hyderabad
Telangana
500055

(c) *e-mail ID of the company

cs@azad.in

(d) *Telephone number with STD code

23097007

(e) Website

https://www.azad.in/

(iii) Date of Incorporation

14/09/1983

(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 (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
1	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	100

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
1	SWASTIK COATERS PRIVATE LI	U18100TG1980PTC002735	Subsidiary	99.62
2	ROULAND CHEMICALS PVT LTD	U24110TG1987PTC007949	Subsidiary	99.9

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	1,600,000	1,513,200	1,513,200	1,513,200
Total amount of equity shares (in Rupees)	16,000,000	15,132,000	15,132,000	15,132,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	1,600,000	1,513,200	1,513,200	1,513,200
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	16,000,000	15,132,000	15,132,000	15,132,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	840,000	0	0	0
Total amount of preference shares (in rupees)	840,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Non cummulative Redeemable				
Number of preference shares	840,000	0	0	0
Nominal value per share (in rupees)	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	1,513,200	1513200	15,132,000	15,132,000	
Increase during the year	0	0	0	0	0	0
i. Pubic 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	0	0	0	0	0
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				0	0	
<input type="text" value="nil"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back 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				0	0	
<input type="text" value="nil"/>						
At the end of the year	0	1,513,200	1513200	15,132,000	15,132,000	

Preference shares

At the beginning of the year	0	390,000	390000	39,000,000	39,000,000	
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						
<input type="text"/>						
Decrease during the year	0	390,000	390000	39,000,000	39,000,000	0
i. Redemption of shares	0	390,000	390000	39,000,000	39,000,000	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<input type="text"/>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

0

Class of shares		(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	0	0	0
Partly convertible debentures	4,200	100000	420,000,000
Fully convertible debentures	1,800	100000	180,000,000
Total			600,000,000

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	420,000,000	0	420,000,000
Fully convertible debentures	0	180,000,000	0	180,000,000

(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

1,978,049,671

(ii) Net worth of the Company

1,254,602,544

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	1,513,200	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	1,513,200	100	0	0

Total number of shareholders (promoters)

3

(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
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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	3	3
Members (other than promoters)	0	0
Debenture holders	4	4

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	99.99	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	2	0	2	0	99.99	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)
RAKESH CHOPDAR	01795599	Director	1,506,800	
JYOTI CHOPDAR	03132157	Director	4,800	

(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

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EGM	10/06/2021	3	2	99.99
EGM	10/06/2021	3	2	99.99
EGM	28/08/2021	3	2	99.99
ANNUAL GENERAL MEETI	27/11/2021	3	2	99.99

B. BOARD MEETINGS

*Number of meetings held

20

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/04/2021	2	2	100
2	02/06/2021	2	2	100
3	10/06/2021	2	2	100
4	10/06/2021	2	2	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	11/06/2021	2	2	100
6	01/07/2021	2	2	100
7	05/07/2021	2	2	100
8	20/07/2021	2	2	100
9	05/08/2021	2	2	100
10	11/08/2021	2	2	100
11	30/09/2021	2	2	100
12	19/10/2021	2	2	100

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
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	29/12/2022
								(Y/N/NA)
1	RAKESH CHC	20	20	100	0	0	0	Yes
2	JYOTI CHOPI	20	20	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAKESH CHOPDA	DIRECTOR	18,000,000			23,119,000	41,119,000
2	JYOTI CHOPDAR	DIRECTOR	12,000,000			1,872,000	13,872,000
	Total		30,000,000	0		24,991,000	54,991,000

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	FUL KUMAR GAUT	COMPANY SEC	1,260,000			0	1,260,000
	Total		1,260,000	0		0	1,260,000

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

Nisha Munka

Whether associate or fellow

Associate Fellow

Certificate of practice number

18201

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:

- 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.
- 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

Rakesh Chopda
Digitally signed by Rakesh Chopda
 Date: 2023.07.29 19:13:22 +05'30'

DIN of the director

01795599

To be digitally signed by

Ful Kumar Gautam
Digitally signed by Ful Kumar Gautam
 Date: 2023.07.29 19:14:59 +05'30'

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

Approval letter for extention of AGM.pdf
MGT-8 AZAD.pdf
List of Shareholders as 31032022.pdf
BOARD MEETING 2122.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

AZAD ENGINEERING PVT LIMITED



A. List of Shareholders as on 31.03.2022:

S. No	Name of Shareholders	Number of Securities held	Type of Security
1.	Rakesh Chopdar	1506800	Equity
2.	Jyoti Chopdar	4800	Equity
3.	Shankutala Chopdar	1600	Equity
TOTAL		1513200	

B. List of Debenture Holders as on 31.03.2022:

S. No	Name of Debenture Holders	Number of Securities held	Type of Security
1.	DMI Finance Private Limited	2520	Optionally Convertible Debentures
2.	DMI Finance Private Limited	1057	Compulsorily Convertible Debentures
3.	DMI Finance Private Limited	1680	Optionally Convertible Debentures
4.	DMI Finance Private Limited	720	Compulsorily Convertible Debentures
5.	Shakendra Bhandari	10	Compulsorily Convertible Debentures
6.	Anshuman Madan Malur	10	Compulsorily Convertible Debentures
7.	Yatharth Ratadiya	03	Compulsorily Convertible Debentures
TOTAL		6000	

List of changes in Debenture holders during the FY 01.04.2021 – 31.03.2022

S. No.	Transferor's Name	Transferee's Name	Number of debentures	Type of Security
1.	DMI Finance Private Limited	Shakendra Bhandari	10	Compulsorily Convertible Debentures
2.	DMI Finance Private Limited	Anshuman Madan Malur	10	Compulsorily Convertible Debentures
3.	DMI Finance Private Limited	Yatharth Ratadiya	03	Compulsorily Convertible Debentures

Yours faithfully,

For Azad Engineering Private Limited

.....
CS Ful Kumar Gautam
Company Secretary
M.No: 49550



90/C, 90/D, Phase-1, I.D.A. Jeedimetla, Hyderabad - 500 055., Telangana State. India.
Tel: +91-40-2309 7007, 2309 8008 Fax: +91-40-2319 6006 Email: info@azad.in
website: www.azad.in GSTIN: 36AAECA9452H1ZJ CIN No.: U74210TG1983PTC004132



सत्यमेव जयते

**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies

2nd Floor, Corporate Bhawan, GSI Post Tattiannaram, Bandlaguda, Nagole, Hyderabad, Telangana, India, 500068

DATED : 10-10-2022

IN THE MATTER OF M/S AZAD ENGINEERING PRIVATE LIMITED CIN U74210TG1983PTC004132

AND

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

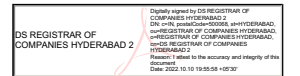
The Company has closed its accounting year on 31-03-2022 and the Annual general meeting of the company was due to be held on 30-09-2022 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN F25183179 on 16-09-2022 requesting for an extension of time for the purpose of holding AGM on the following grounds

Approved the extension of time for holding AGM for the financial year ending on 31.03.2022 for three months from the due date, due to the recent appointment of new auditor and the audited financial statements cannot be presented before the due date, as explained by the company in its application.

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 3 months 0 days is considered.

ORDER

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 3 months 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.



Yours faithfully,
V E JOSEKUTTY

Registrar of Companies
RoC - Hyderabad

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

AZAD ENGINEERING PRIVATE LIMITED
90/C,90/D, Phase 1, I.D.A, Jeedimetla, Hyderabad, Hyderabad, Telangana,
India, 500055



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

AZAD ENGINEERING PVT LIMITED



Board Meetings						
S. No	Date of the Meeting	No. of Directors associated	No. of Directors entitled to attend	No. of Directors attended	Names of attendee Directors	% of Attendance
13.	22/10/2021	2	2	2	1. Rakesh Chopdar 2. Jyoti Chopdar	100
14.	29/10/2021	2	2	2	1. Rakesh Chopdar 2. Jyoti Chopdar	100
15	23/11/2021	2	2	2	1. Rakesh Chopdar 2. Jyoti Chopdar	100
16	27/11/2021	2	2	2	1. Rakesh Chopdar 2. Jyoti Chopdar	100
17	31/12/2021	2	2	2	1. Rakesh Chopdar 2. Jyoti Chopdar	100
18	15/02/2022	2	2	2	1. Rakesh Chopdar 2. Jyoti Chopdar	100
19	28/02/2022	2	2	2	1. Rakesh Chopdar 2. Jyoti Chopdar	100
20	17/03/2022	2	2	2	1. Rakesh Chopdar 2. Jyoti Chopdar	100

// Certified True Copy //

For Azad Engineering Private Limited

CS Ful Kumar Gautam
Company Secretary

M.No: 49550

Place: Hyderabad



90/C, 90/D, Phase-1, I.D.A. Jeedimetla, Hyderabad - 500 055., Telangana State. India.
Tel: +91-40-2309 7007, 2309 8008 Fax: +91-40-2319 6006 Email: info@azad.in
website: www.azad.in GSTIN: 36AAECA9452H1ZJ CIN No.: U74210TG1983PTC004132



Form No. MGT-8

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

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

I have examined the registers, records and books and papers of **Azad Engineering 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 March 31, 2022. 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. Its status under the Act;
 2. Maintenance of registers/ records & making entries therein within the time prescribed thereof;
 3. Filing of forms and returns as stated in the Annual Return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time and in the case of filings beyond the prescribed time, additional fees is duly paid;
 4. Calling/ convening/ holding Meetings of Board of Directors, Corporate Social Responsibility Committee, and the Meetings of the Members of the Company on due dates as stated in Annual Return in respect of which Meetings, proper notices were given and



the proceedings have been properly recorded in the Minutes Book/ registers maintained for the purpose and the same have been signed. No resolution has been passed through postal ballot in the aforesaid financial year.

5. Closure of the Register of Members – The Company did not close the Register of Members at any time during the aforementioned financial year.
6. Advances/ loans to its Directors and/ or persons or Firms or Companies referred in Section 185 of the Act – During the aforementioned financial year, there were no loans given to its directors and/ or persons or firms or Companies under Section 185 of the Act.
7. Contracts/ arrangements with related parties as specified in Section 188 of the Act - All contracts or arrangements or transactions entered with the related party during the aforementioned financial year were in the ordinary course of business and on arm's length basis as specified in Section 188 of the Act;
8. Proper transfer of shares/ security and issue of certificates thereof - During the year under review no request for transfer/ transmission of shares/ securities were received;
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act - No such instances were raised during the aforementioned financial year;
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 - During this financial year there was no requirement of transfer of unpaid/ unclaimed dividend/ other amount as applicable to the Investor Education and Protection Fund Account;
11. Signing of audited financial statement and report of Directors is as per the provisions of Section 134 and sub - sections (3), (4) and (5) thereof;



12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them - There was no appointment/ re-appointments/ retirement/ filling up casual vacancies of the Directors, Key Managerial Personnel. Further, the remuneration paid to Directors/ Key Managerial Personnel is as per the provisions of the Act.

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act – During the aforementioned financial year, M/s. OMN & Associates, Chartered Accountants, Statutory Auditors of the Company filed their resignation owing to their pre-occupations in other assignments and the Board to fill such casual vacancy appointed M/s. Laxminiwas & Co, Chartered Accountants (FRN: 011168S) subject to the approval of the members of the Company.

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 - There were no instances which required the Company to take approvals from the Central Government, Tribunal, Court or such other authorities under the various provisions of the Act;

15. During the aforementioned Financial Year, the Company has not accepted/ renewed/ repaid any deposits;

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable - During the aforementioned financial year, the Company complied with the relevant provisions of Companies Act, 2013 in relation to various loans/ banking facilities availed from IndusInd Bank, ICICI Bank, Union Bank of India, Yes Bank and IDFC First Bank and has complied with the provisions of the Companies Act, 2013, however, the Company has confirmed that it is in the process of executing Deed of Confirmation-cum-Indemnity with Yes Bank and IDFC First Bank for registration of Charge with the Registrar of Companies beyond the prescribed time limit.



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 – During the year under review, the Company has not advanced any Loans or made any investments or has given any guarantees or provided any securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. Alteration of Articles of Association (AoA) and Memorandum of Association (MoA)- During the financial year the company has altered its Articles of Association and compiled with the provisions of Companies Act, 2013, however, the Company did not alter its Memorandum of Association (MOA).
19. During the Financial Year under review, as per the information given in the Financial Statements, the Company had an unspent CSR Expenditure of Rs. 83.12 Lakhs and the same was transferred to a special account with Scheduled Bank beyond the prescribed time limit.

For Nisha Munka
Practicing Company Secretary

Nisha Munka
Digitally signed
by Nisha Munka
Date: 2023.07.28
23:09:58 +05'30'

Nisha Munka
COP: 18201
ACS: 49058
UDIN: A049058E000700423

Place: HYDERABAD
Date: 28.07.2023