

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 | <input type="text" value="L72900DL2014PLC269020"/> | <input type="button" value="Pre-fill"/> | | | | | | |
|---|---|---|-------------------------|-----------------------------|----------------|---------------------------|-------------------------------|--|
| Global Location Number (GLN) of the company | <input type="text"/> | | | | | | | |
| * Permanent Account Number (PAN) of the company | <input type="text" value="AAFCK5669P"/> | | | | | | | |
| (ii) (a) Name of the company | <input type="text" value="KSOLVES INDIA LIMITED"/> | | | | | | | |
| (b) Registered office address | <input type="text" value="317/276, Second floor, Lane no.3, Mehrauli Road, SaiduLajab, Saket, New Delhi, South Delhi, Delhi, 110020"/> | | | | | | | |
| (c) *e-mail ID of the company | <input type="text" value="cs@ksolves.com"/> | | | | | | | |
| (d) *Telephone number with STD code | <input type="text" value="8962168597"/> | | | | | | | |
| (e) Website | <input type="text" value="www.ksolves.com"/> | | | | | | | |
| (iii) Date of Incorporation | <input type="text" value="17/07/2014"/> | | | | | | | |
| (iv) | <table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Public Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table> | Type of the Company | Category of the Company | Sub-category of the Company | Public Company | Company limited by shares | Indian Non-Government company | |
| 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 | <input checked="" type="radio"/> Yes | <input type="radio"/> No | | | | | | |
| (vi) *Whether shares listed on recognized Stock Exchange(s) | <input checked="" type="radio"/> Yes | <input type="radio"/> No | | | | | | |

(a) Details of stock exchanges where shares are listed

| S. No. | Stock Exchange Name | Code |
|--------|----------------------------------|-------|
| 1 | National Stock Exchange of India | 1,024 |
| 2 | BSE Limited | 1 |

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD SAKINAKA NA
MUMBAI

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

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

(a) If yes, date of AGM 23/07/2023

(b) Due date of AGM 30/09/2023

(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 | J | Information and communication | J6 | Computer programming, consultancy and related activities | 100 |

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

*No. of Companies for which information is to be given 2

Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|-----------------------------|-----------------------|--|------------------|
| 1 | KARTIK SOLUTIONS PRIVATE LI | U72900DL2012PTC239337 | Subsidiary | 100 |
| 2 | KSOLVES 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 | 12,000,000 | 11,856,000 | 11,856,000 | 11,856,000 |
| Total amount of equity shares (in Rupees) | 120,000,000 | 118,560,000 | 118,560,000 | 118,560,000 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| EQUITY SHARES | | | | |
| Number of equity shares | 12,000,000 | 11,856,000 | 11,856,000 | 11,856,000 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 120,000,000 | 118,560,000 | 118,560,000 | 118,560,000 |

(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 |
|----------------------|------------------|-------|-------|----------------------|----------------------|---------------|
| | Physical | DEMAT | Total | | | |
| Equity shares | | | | | | |

| | | | | | | |
|---|---|------------|----------|-------------|-------------|---|
| At the beginning of the year | 0 | 11,856,000 | 11856000 | 118,560,000 | 118,560,000 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Public Issues | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Bonus issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Private Placement/ Preferential allotment | 0 | 0 | 0 | 0 | 0 | 0 |
| v. ESOPs | 0 | 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 | | | | | | |
| | | | | | | |
| 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 | | | | | | |
| | | | | | | |
| At the end of the year | 0 | 11,856,000 | 11856000 | 118,560,000 | 118,560,000 | |
| Preference shares | | | | | | |
| At the beginning of the year | 0 | 0 | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Issues of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Others, specify | | | | | | |
| | | | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |

| | | | | | | |
|---------------------------------|---|---|---|---|---|---|
| i. Redemption of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | | | |
| At the end of the year | 0 | 0 | 0 | 0 | 0 | |

ISIN of the equity shares of the company

(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 | | 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) | | | |
| 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 |

(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 |

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|------------------------|-------------|
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |
| Total | | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|--------------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures | 0 | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) Securities (other than shares and debentures)

0

| Type of Securities | Number of Securities | Nominal Value of each Unit | Total Nominal Value | Paid up Value of each Unit | Total Paid up Value |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
| | | | | | |
| | | | | | |
| Total | | | | | |

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

783,115,810

(ii) Net worth of the Company

223,835,170

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 | 6,988,400 | 58.94 | 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 | 6,988,400 | 58.94 | 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 | 4,353,092 | 36.72 | 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 | 264,237 | 2.23 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 244,031 | 2.06 | 0 | |
| 10. | Others KMP, Clearing Members and | 6,240 | 0.05 | 0 | |
| | Total | 4,867,600 | 41.06 | 0 | 0 |

Total number of shareholders (other than promoters)

12,496

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

12,498

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

0

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

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

| Details | At the beginning of the year | At the end of the year |
|-----------------------------------|------------------------------|------------------------|
| Promoters | 2 | 2 |
| Members (other than promoters) | 1,807 | 12,496 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | Number of directors at the beginning of the year | | Number of directors at the end of the year | | Percentage of shares held by directors as at the end of year | |
|------------------------|--|---------------|--|---------------|--|---------------|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |
| A. Promoter | 2 | 0 | 2 | 0 | 0 | 0 |
| B. Non-Promoter | 0 | 3 | 0 | 4 | 0 | 0 |
| (i) Non-Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Independent | 0 | 3 | 0 | 4 | 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 | 3 | 2 | 4 | 0 | 0 |

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

8

(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) |
|-------------------|------------|---------------------|--------------------------------|--|
| RATAN KUMAR SRIVA | 05329338 | Managing Director | 3,772,000 | |
| DEEPALI VERMA | 05329336 | Whole-time director | 3,216,400 | |
| VARSHA CHOUDHRY | 08969362 | Director | 0 | |
| VARUN SHARMA | 09132886 | Director | 0 | |
| SUSHMA SAMARTH | 03514831 | Director | 0 | |
| VINEET KRISHNA | 07200342 | Director | 0 | |
| MANISHA KIDE | CXYPK1503P | Company Secretary | 0 | |
| UMANG SONI | HEGPS7029Q | CFO | 801 | |

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

1

| Name | DIN/PAN | Designation at the beginning / during the financial year | Date of appointment/ change in designation/ cessation | Nature of change (Appointment/ Change in designation/ Cessation) |
|----------------|----------|--|---|--|
| VINEET KRISHNA | 07200342 | Director | 31/05/2022 | Appointment |

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 MEETI | 28/08/2022 | 1,891 | 36 | 62 |

B. BOARD MEETINGS

*Number of meetings held

6

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 15/05/2022 | 5 | 5 | 100 |
| 2 | 12/07/2022 | 6 | 6 | 100 |
| 3 | 04/08/2022 | 6 | 6 | 100 |
| 4 | 16/10/2022 | 6 | 6 | 100 |
| 5 | 15/01/2023 | 6 | 6 | 100 |
| 6 | 22/02/2023 | 6 | 5 | 83.33 |

C. COMMITTEE MEETINGS

Number of meetings held

13

| 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 Committee | 15/05/2022 | 3 | 3 | 100 |
| 2 | Stakeholder R | 15/05/2022 | 3 | 2 | 66.67 |
| 3 | Audit Committee | 12/07/2022 | 3 | 3 | 100 |
| 4 | Audit Committee | 04/08/2022 | 3 | 3 | 100 |
| 5 | Stakeholder R | 12/07/2022 | 3 | 3 | 100 |
| 6 | Audit Committee | 16/10/2022 | 4 | 4 | 100 |
| 7 | Stakeholder R | 16/10/2022 | 3 | 3 | 100 |
| 8 | Stakeholder R | 15/01/2023 | 3 | 3 | 100 |
| 9 | Audit Committee | 15/01/2023 | 4 | 4 | 100 |
| 10 | Nomination an | 15/01/2023 | 3 | 3 | 100 |

D. *ATTENDANCE OF DIRECTORS

| S. No. | Name of the director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on |
|--------|----------------------|--|-----------------------------|-----------------|--|-----------------------------|-----------------|------------------------------|
| | | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | 23/07/2023 |
| | | | | | | | | (Y/N/NA) |
| 1 | RATAN KUMAR | 6 | 6 | 100 | 4 | 4 | 100 | Yes |
| 2 | DEEPALI VERMA | 6 | 6 | 100 | 8 | 8 | 100 | Yes |
| 3 | VARSHA CHOUDHARY | 6 | 6 | 100 | 10 | 10 | 100 | Yes |
| 4 | VARUN SHARMA | 6 | 6 | 100 | 10 | 10 | 100 | Yes |
| 5 | SUSHMA SAMANT | 6 | 5 | 83.33 | 6 | 5 | 83.33 | Yes |
| 6 | VINEET KRISHNA | 5 | 5 | 100 | 5 | 5 | 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

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|--------------|--------------|------------|-------------------------------|--------|--------------|
| 1 | RATAN KUMAR SR | MANAGING DIR | 0 | 0 | 0 | 0 | 0 |
| 2 | DEEPALI VERMA | WHOLE TIME D | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 |

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

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|--------------|--------------|--------------|------------|-------------------------------|--------|--------------|
| 1 | UMANG SONI | CHIEF FINANC | 1,365,000 | | | | 1,365,000 |
| 2 | MANISHA KIDE | COMPANY SEC | 1,345,002 | | | | 1,345,002 |
| | Total | | 2,710,002 | | | 0 | 2,710,002 |

Number of other directors whose remuneration details to be entered

4

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|---------------|-------------|--------------|------------|-------------------------------|--------|--------------|
| 1 | VARSHA CHOUDH | INDEPENDENT | 0 | 140,000 | 0 | 0 | 140,000 |

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 2 | VARUN SHARMA | INDEPENDENT | 0 | 140,000 | 0 | 0 | 140,000 |
| 3 | SUSHMA SAMART | INDEPENDENT | 0 | 140,000 | 0 | 0 | 140,000 |
| 4 | VINEET KRISHNA | INDEPENDENT | 0 | 105,000 | 0 | 0 | 105,000 |
| | Total | | 0 | 525,000 | 0 | 0 | 525,000 |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

VIVEK SHARMA

Whether associate or fellow

Associate Fellow

Certificate of practice number

14773

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

Digitally signed by
RATAN KUMAR SRIVASTAVA
Date: 2024.03.22
16:04:46 +05'30'

DIN of the director

05329338

To be digitally signed by

Digitally signed by
MANISH A KIDE
Date: 2024.03.27
16:11:46 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

60275

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

| |
|---|
| List of Shareholders as on March 31 2023. FORM MGT-8 K SOLVES.pdf Details of Committee Meetings.pdf |
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| Remove attachment |
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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

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS
C. COMMITTEE MEETINGS

This is in continuation of the details mentioned in the form under aforementioned head.

| S.No | Type of Meeting | Date of Meeting | Total number of members as on the date of meeting | Attendance | |
|------|---|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 11 | Corporate Social Responsibility Committee Meeting | 04/08/2022 | 3 | 3 | 100 |
| 12 | Corporate Social Responsibility Committee Meeting | 15/01/2023 | 3 | 3 | 100 |
| 13 | Separate Meeting of Independent Directors | 15/01/2023 | 4 | 4 | 100 |

For Ksolves India Limited

Manisha Kide

Company Secretary and Compliance Officer

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 **KSOLVES INDIA LIMITED** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31st March, 2023**. In 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:

| S.NO. | PARTICULARS | REMARKS |
|--------------|---|---|
| 1. | Its status under the act; | The company is maintaining its status of public company. |
| 2. | Maintenance of registers/records & making entries therein within the time prescribed therefore; | The company is complying the same. |
| 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/beyond the prescribed time; | According to the records of the Company examined by us and the information, explanation given to us, the Company has duly filed all the E-forms and Annual returns, with the Registrar of Companies, Central Government, Regional Director, the Tribunal, within 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 and the proceedings including the circular resolutions and resolutions passed by | The Company has complied the same. |

Corporate Office: D-54, II Floor, C-Scheme, Chomu House, Jaipur- 302001

E-mail ID: msvandassociates@gmail.com; csviveksharma9@gmail.com

Contact No.: +91-9001637075; 9509844137; 9799906166

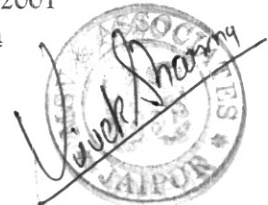


| | | |
|-----|--|--|
| | postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed. | |
| 5. | Closure of Register of Members / Security holders, as the case may be. | During the financial year, register of members closed from Monday, August 22, 2022 to Sunday, August 28, 2022 (both days will be inclusive). |
| 6. | Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act. | There were no loans and advances given to the person prescribed under section 185 of the Act during the financial year. |
| 7. | Contracts/arrangements with related parties as specified in section 188 of the Act. | All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions which may have a potential conflict with the interest of the company at large. |
| 8. | Issue or allotment or 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. | During the Financial year, there were transfers of shares of the Company as per record of Registrar and Transfer Agent of the Company. Furthermore, there was no 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. |
| 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. | The company was not required to keep any rights in abeyance during the 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; | The company has declared and paid the following Dividends: 1. Interim Dividend of Rs. 3/- (Rupees Three) per share was declared on February 22, 2023. |

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| | | |
|-----|--|---|
| | | <p>2. Interim Dividend of Rs. 4.50/- (Four Rupee and fifty paise) per share was declared on October 16, 2022.</p> <p>3. Interim Dividend of Rs. 8/- (Rupees Eight) per share was declared on July 12, 2022.</p> <p>Further, there was no requirement to transfer any amount to the IEPF.</p> |
| 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; | Duly complied the same. |
| 12. | Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; | <p>The board of directors is duly constituted and there was appointment of Mr. Vineet Krishna as Additional Director (Independent) on 31st May, 2022</p> <p>Further, there was regularisation of Mr. Vineet Krishna as Director in Annual General Meeting August 28, 2022.</p> <p>Furthermore, there was re appointment of Ms. Deepali Verma who retires by rotation u/s 152 of the Companies Act, 2013.</p> <p>The Company has complied with the remuneration paid to the Directors and the KMPs of the Company.</p> |
| 13. | Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; | During the year under review, there was no 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; | During the financial year there is no requirement for obtaining approvals from Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act. |
| 15. | Acceptance/ renewal/ repayment of deposits; | The company has not accepted any deposits during the financial year. |
| 16. | Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable; | Duly complied for borrowing made during the Financial Year. |
| 17. | Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ; | Duly complied |
| 18. | Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company; | During the period under review the Company has not made any alteration of the provisions of the Memorandum and/ or Articles of Association of the Company. |

Place: Jaipur
Date: 30-09-2023

For MSV & Associates
Practicing Company Secretaries
FRN: P2018RJ071900
Peer Review Certificate No.: 1924/2022



Name of Company Secretary: Vivek Sharma
Partner
FCS No. 10663|CP. No. 14773
UDIN: F010663E001145819