

# 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

U74999DL2018PTC331205

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAICR8311G

(ii) (a) Name of the company

RESILIENT INNOVATIONS PRIV/

(b) Registered office address

3rd Floor, Ramnath House, 18, Community Centre, Opp. Jet Airways, Yusuf Sarai NA  
New Delhi  
South Delhi  
Delhi  
110040

(c) \*e-mail ID of the company

legal\_support@bharatpe.com

(d) \*Telephone number with STD code

01244202216

(e) Website

(iii) Date of Incorporation

20/03/2018

| (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

Pre-fill

(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    | 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

Pre-fill All

| S.No | Name of the company           | CIN / FCRN            | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|-------------------------------|-----------------------|----------------------------------------------|------------------|
| 1    | RESILIENT CAPITAL PRIVATE LIM | U65929DL2019PTC350807 | Subsidiary                                   | 100              |
| 2    | RESILIENT PAYMENTS PRIVATE    | U72900DL2021PTC382516 | Subsidiary                                   | 100              |
| 3    | LOYALTY SOLUTIONS & RESEA     | U74130DL2006PTC390708 | Subsidiary                                   | 100              |
| 4    | UNITY SMALL FINANCE BANK L    | U65990DL2021PLC385568 | Associate                                    | 49               |
| 5    | ARTHMATETECH PRIVATE LIM      | U74990WB2020PTC242146 | Associate                                    | 26.32            |
| 6    | RESILIENT DIGI SERVICES PRIVA | U72900DL2022PTC400766 | 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             | 1,000,000          | 115,066        | 115,066            | 115,066         |
| Total amount of equity shares (in Rupees) | 1,000,000          | 115,066        | 115,066            | 115,066         |

Number of classes

1

| Class of Shares                           | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|-------------------------------------------|--------------------|----------------|--------------------|-----------------|
| Equity                                    |                    |                |                    |                 |
| Number of equity shares                   | 1,000,000          | 115,066        | 115,066            | 115,066         |
| Nominal value per share (in rupees)       | 1                  | 1              | 1                  | 1               |
| Total amount of equity shares (in rupees) | 1,000,000          | 115,066        | 115,066            | 115,066         |

**(b) Preference share capital**

| Particulars                                   | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|-----------------------------------------------|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares             | 151,976            | 145,403        | 145,403            | 145,403         |
| Total amount of preference shares (in rupees) | 36,695,943,356     | 36,695,286,056 | 36,695,286,056     | 36,695,286,056  |

Number of classes

9

| Class of shares                                    | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|----------------------------------------------------|--------------------|----------------|--------------------|-----------------|
| Seed and Seed II Compulsorily Convertible Cumulat  |                    |                |                    |                 |
| Number of preference shares                        | 10,000             | 3,427          | 3,427              | 3,427           |
| Nominal value per share (in rupees)                | 100                | 100            | 100                | 100             |
| Total amount of preference shares (in rupees)      | 1,000,000          | 342,700        | 342,700            | 342,700         |
| Class of shares                                    | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
| Seed IIA Compulsorily Convertible Cumulative Parti |                    |                |                    |                 |
| Number of preference shares                        | 2,406              | 2,406          | 2,406              | 2,406           |
| Nominal value per share (in rupees)                | 31,516             | 31,516         | 31,516             | 31,516          |
| Total amount of preference shares (in rupees)      | 75,827,496         | 75,827,496     | 75,827,496         | 75,827,496      |

| Class of shares<br>Series A Compulsorily Convertible Cumulative Partic  | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|-------------------------------------------------------------------------|--------------------|----------------|--------------------|-----------------|
| Number of preference shares                                             | 5,490              | 5,490          | 5,490              | 5,490           |
| Nominal value per share (in rupees)                                     | 129,337            | 129,337        | 129,337            | 129,337         |
| Total amount of preference shares (in rupees)                           | 710,060,130        | 710,060,130    | 710,060,130        | 710,060,130     |
| Class of shares<br>Series B Compulsorily Convertible Cumulative Partic  | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
| Number of preference shares                                             | 2,419              | 2,419          | 2,419              | 2,419           |
| Nominal value per share (in rupees)                                     | 161,430            | 161,430        | 161,430            | 161,430         |
| Total amount of preference shares (in rupees)                           | 390,499,170        | 390,499,170    | 390,499,170        | 390,499,170     |
| Class of shares<br>Series C Compulsorily Convertible Cumulative Partic  | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
| Number of preference shares                                             | 6,972              | 6,972          | 6,972              | 6,972           |
| Nominal value per share (in rupees)                                     | 502,040            | 502,040        | 502,040            | 502,040         |
| Total amount of preference shares (in rupees)                           | 3,500,222,880      | 3,500,222,880  | 3,500,222,880      | 3,500,222,880   |
| Class of shares<br>Series C1 Compulsorily Convertible Cumulative Partic | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
| Number of preference shares                                             | 6,917              | 6,917          | 6,917              | 6,917           |
| Nominal value per share (in rupees)                                     | 773,340            | 773,340        | 773,340            | 773,340         |
| Total amount of preference shares (in rupees)                           | 5,349,192,780      | 5,349,192,780  | 5,349,192,780      | 5,349,192,780   |
| Class of shares<br>Series D Compulsorily Convertible Cumulative Partic  | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
| Number of preference shares                                             | 4,356              | 4,356          | 4,356              | 4,356           |
| Nominal value per share (in rupees)                                     | 1,508,500          | 1,508,500      | 1,508,500          | 1,508,500       |
| Total amount of preference shares (in rupees)                           | 6,571,026,000      | 6,571,026,000  | 6,571,026,000      | 6,571,026,000   |
| Class of shares<br>Series E Compulsorily Convertible Cumulative Partic  | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
| Number of preference shares                                             | 63,929             | 63,929         | 63,929             | 63,929          |
| Nominal value per share (in rupees)                                     | 100                | 100            | 100                | 100             |
| Total amount of preference shares (in rupees)                           | 6,392,900          | 6,392,900      | 6,392,900          | 6,392,900       |

| Class of shares                                    | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|----------------------------------------------------|--------------------|----------------|--------------------|-----------------|
| Bonus Compulsorily Convertible Cumulative Particip |                    |                |                    |                 |
| Number of preference shares                        | 49,487             | 49,487         | 49,487             | 49,487          |
| Nominal value per share (in rupees)                | 406,000            | 406,000        | 406,000            | 406,000         |
| Total amount of preference shares (in rupees)      | 20,091,722,000     | 20,091,722,000 | 20,091,722,000     | 20,091,722,000  |

**(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 |
|-----------------------------------------------|------------------|-------|--------|----------------------|----------------------|---------------|
| <b>Equity shares</b>                          | Physical         | DEMAT | Total  |                      |                      |               |
| <b>At the beginning of the year</b>           | 101,925          | 0     | 101925 | 101,925              | 101,925              |               |
| <b>Increase during the year</b>               | 13,141           | 0     | 13141  | 13,141               | 13,141               | 0             |
| i. Pubic Issues                               | 0                | 0     | 0      | 0                    | 0                    | 0             |
| ii. Rights issue                              | 0                | 0     | 0      | 0                    | 0                    | 0             |
| iii. Bonus issue                              | 13,141           | 0     | 13141  | 13,141               | 13,141               | 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                    |               |
| x. Others, specify                            |                  |       |        | 0                    | 0                    |               |
| NA                                            |                  |       |        |                      |                      |               |
| <b>Decrease during the year</b>               | 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          |   |
| NA                                  |         |   |        |            |            |   |
| <b>At the end of the year</b>       | 115,066 | 0 | 115066 | 115,066    | 115,066    |   |
|                                     |         |   |        |            |            |   |
| <b>Preference shares</b>            |         |   |        |            |            |   |
| <b>At the beginning of the year</b> | 95,916  | 0 | 95916  | 16,603,564 | 16,603,564 |   |
| <b>Increase during the year</b>     | 49,487  | 0 | 49487  | 20,091,722 | 20,091,722 | 0 |
| i. Issues of shares                 | 49,487  | 0 | 49487  | 20,091,722 | 20,091,722 | 0 |
| ii. Re-issue of forfeited shares    | 0       | 0 | 0      | 0          | 0          | 0 |
| iii. Others, specify                |         |   |        | 0          | 0          |   |
| NA                                  |         |   |        |            |            |   |
| <b>Decrease during the year</b>     | 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                 |         |   |        | 0          | 0          |   |
| NA                                  |         |   |        |            |            |   |
| <b>At the end of the year</b>       | 145,403 | 0 | 145403 | 36,695,286 | 36,695,286 |   |

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        |               | 31/12/2022                                                 |            |
| Date of registration of transfer (Date Month Year) |               | 31/03/2023                                                 |            |
| Type of transfer                                   | Equity Shares | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock |            |
| Number of Shares/ Debentures/ Units Transferred    | 13,473        | Amount per Share/ Debenture/Unit (in Rs.)                  | 1          |
| Ledger Folio of Transferor                         |               | 2                                                          |            |
| Transferor's Name                                  | Shashvat      | Mansukhbhai                                                | Nakrani    |
|                                                    | Surname       | middle name                                                | first name |
| Ledger Folio of Transferee                         |               | 1                                                          |            |
| Transferee's Name                                  | Bhavik        |                                                            | Koladiya   |
|                                                    | 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 <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div> |                                                                         |                                                                         |                                                                         |
| Transferor's Name                                                                                                      | <div style="border: 1px solid black; width: 100%; height: 25px;"></div> | <div style="border: 1px solid black; width: 100%; height: 25px;"></div> | <div style="border: 1px solid black; width: 100%; height: 25px;"></div> |
|                                                                                                                        | Surname                                                                 | middle name                                                             | first name                                                              |
| Ledger Folio of Transferee <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div> |                                                                         |                                                                         |                                                                         |
| Transferee's Name                                                                                                      | <div style="border: 1px solid black; width: 100%; height: 25px;"></div> | <div style="border: 1px solid black; width: 100%; height: 25px;"></div> | <div style="border: 1px solid black; width: 100%; height: 25px;"></div> |
|                                                                                                                        | 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 | 0               | 0                      | 0           |
| Fully convertible debentures  | 0               | 0                      | 0           |
| <b>Total</b>                  |                 |                        | 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 |
|--------------------------------------|---------------------------------------------|--------------------------|--------------------------|---------------------------------------|
| <b>Non-convertible debentures</b>    | 1,500,000,000                               | 0                        | 1,500,000,000            | 0                                     |
| <b>Partly convertible debentures</b> | 0                                           | 0                        | 0                        | 0                                     |
| <b>Fully convertible debentures</b>  | 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 |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
|                    |                      |                            |                     |                            |                     |
|                    |                      |                            |                     |                            |                     |
| <b>Total</b>       |                      |                            |                     |                            |                     |

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

**(i) Turnover**

9,036,162,342

**(ii) Net worth of the Company**

23,026,926,039

**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                              | 0                | 0          | 0                | 0          |
|        | (ii) Non-resident Indian (NRI)          | 0                | 0          | 0                | 0          |
|        | (iii) Foreign national (other than NRI) | 0                | 0          | 0                | 0          |
| 2.     | Government                              |                  |            |                  |            |
|        | (i) Central Government                  | 0                | 0          | 0                | 0          |
|        | (ii) State Government                   | 0                | 0          | 0                | 0          |
|        | (iii) Government companies              | 0                | 0          | 0                | 0          |
| 3.     | Insurance companies                     | 0                | 0          | 0                | 0          |
| 4.     | Banks                                   | 0                | 0          | 0                | 0          |
| 5.     | Financial institutions                  | 0                | 0          | 0                | 0          |
| 6.     | Foreign institutional investors         | 0                | 0          | 0                | 0          |
| 7.     | Mutual funds                            | 0                | 0          | 0                | 0          |
| 8.     | Venture capital                         | 0                | 0          | 0                | 0          |
| 9.     | Body corporate<br>(not mentioned above) | 0                | 0          | 0                | 0          |
| 10.    | Others                                  | 0                | 0          | 0                | 0          |
|        | <b>Total</b>                            | 0                | 0          | 0                | 0          |

**Total number of shareholders (promoters)**

0

**(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                              | 93,957  | 81.65 | 100     | 0.07  |
|     | (ii) Non-resident Indian (NRI)          | 0       | 0     | 0       | 0     |
|     | (iii) Foreign national (other than NRI) | 0       | 0     | 0       | 0     |
| 2.  | Government                              |         |       |         |       |
|     | (i) Central Government                  | 0       | 0     | 0       | 0     |
|     | (ii) State Government                   | 0       | 0     | 0       | 0     |
|     | (iii) Government companies              | 0       | 0     | 0       | 0     |
| 3.  | Insurance companies                     | 0       | 0     | 0       | 0     |
| 4.  | Banks                                   | 0       | 0     | 0       | 0     |
| 5.  | Financial institutions                  | 0       | 0     | 0       | 0     |
| 6.  | Foreign institutional investors         | 0       | 0     | 0       | 0     |
| 7.  | Mutual funds                            | 0       | 0     | 0       | 0     |
| 8.  | Venture capital                         | 0       | 0     | 0       | 0     |
| 9.  | Body corporate<br>(not mentioned above) | 21,076  | 18.32 | 144,841 | 99.61 |
| 10. | Others                  Trust           | 33      | 0.03  | 462     | 0.32  |
|     | <b>Total</b>                            | 115,066 | 100   | 145,403 | 100   |

**Total number of shareholders (other than promoters)**

32

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

32

**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                         | 0                            | 0                      |
| Members<br>(other than promoters) | 31                           | 32                     |
| Debenture holders                 | 2                            | 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 |
| <b>A. Promoter</b>                       | 0                                                | 0             | 0                                          | 0             | 0                                                            | 0             |
| <b>B. Non-Promoter</b>                   | 2                                                | 4             | 2                                          | 5             | 10.83                                                        | 0             |
| (i) Non-Independent                      | 2                                                | 4             | 2                                          | 3             | 10.83                                                        | 0             |
| (ii) Independent                         | 0                                                | 0             | 0                                          | 2             | 0                                                            | 0             |
| <b>C. Nominee Directors representing</b> | 0                                                | 2             | 0                                          | 2             | 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                                                | 2             | 0                                          | 2             | 0                                                            | 0             |
| <b>Total</b>                             | <b>2</b>                                         | <b>6</b>      | <b>2</b>                                   | <b>7</b>      | <b>10.83</b>                                                 | <b>0</b>      |

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

11

### (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) |
|------------------------|----------|---------------------|--------------------------------|--------------------------------------------------------------|
| Rajnish Kumar          | 05328267 | Director            | 0                              |                                                              |
| Shashvat Mansukhbhai   | 08090417 | Whole-time director | 28,200                         |                                                              |
| Sumeet Singh           | 05323737 | Whole-time director | 0                              |                                                              |
| Harshjit Singh Sethi   | 08239898 | Nominee director    | 0                              |                                                              |
| Meyer Malka            | 08277445 | Director            | 0                              |                                                              |
| Rahul Vijay Kishore    | 09043859 | Nominee director    | 0                              | 29/09/2023                                                   |
| John Bernard Weinstein | 09490014 | Director            | 0                              |                                                              |

| Name                 | DIN/PAN    | Designation      | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|----------------------|------------|------------------|--------------------------------|--------------------------------------------------------------|
| Kaushik Dutta        | 03328890   | Director         | 0                              |                                                              |
| Bibhu Prasad Kanungo | 07820090   | Director         | 0                              |                                                              |
| Nalin Negi           | AABPN9611K | CFO              | 0                              |                                                              |
| Aanchal Aggarwal     | BLDPA9590G | Company Secretar | 0                              |                                                              |

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

10

| 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) |
|------------------------|------------|----------------------------------------------------------|-------------------------------------------------------|------------------------------------------------------------------|
| Nalin Negi             | AABPN9611K | CFO                                                      | 01/08/2022                                            | Appointment                                                      |
| Kaushik Dutta          | 03328890   | Director                                                 | 12/09/2022                                            | Appointment                                                      |
| Bibhu Prasad Kanungo   | 07820090   | Director                                                 | 12/09/2022                                            | Appointment                                                      |
| John Bernard Weinstein | 09490014   | Director                                                 | 31/12/2022                                            | Change in designation                                            |
| Suhail Sameer          | 07238872   | Director                                                 | 06/01/2023                                            | Cessation                                                        |
| Suhail Sameer          | BLHPS1902C | CEO                                                      | 06/01/2023                                            | Cessation                                                        |
| Sumeet Singh           | 05323737   | Whole-time directo                                       | 22/02/2023                                            | Appointment                                                      |
| Sumeet Singh           | 05323737   | Whole-time directo                                       | 22/02/2023                                            | Change in designation                                            |
| Shashvat Mansukhbhai   | 08090417   | Whole-time directo                                       | 17/03/2023                                            | Change in designation                                            |
| Kewal Kundanlal Handa  | 00056826   | Director                                                 | 09/09/2022                                            | 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 |
| Extra Ordinary General Mee | 12/09/2022      | 31                                                 | 9                          | 64.02                   |
| Annual General Meeting     | 31/12/2022      | 31                                                 | 18                         | 93.05                   |

**B. BOARD MEETINGS**

\*Number of meetings held

7

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance                   |                 |
|--------|-----------------|----------------------------------------------------------------|------------------------------|-----------------|
|        |                 |                                                                | Number of directors attended | % of attendance |
| 1      | 13/04/2022      | 8                                                              | 6                            | 75              |
| 2      | 09/06/2022      | 8                                                              | 5                            | 62.5            |
| 3      | 09/09/2022      | 7                                                              | 4                            | 57.14           |
| 4      | 30/12/2022      | 9                                                              | 6                            | 66.67           |
| 5      | 04/02/2023      | 8                                                              | 7                            | 87.5            |
| 6      | 22/02/2023      | 9                                                              | 5                            | 55.56           |
| 7      | 17/03/2023      | 9                                                              | 6                            | 66.67           |

**C. COMMITTEE MEETINGS**

Number of meetings held

5

| 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      | Operations, All | 12/04/2022      | 2                                                     | 2                          | 100             |
| 2      | Operations, All | 10/05/2022      | 2                                                     | 2                          | 100             |
| 3      | Operations, All | 22/08/2022      | 2                                                     | 2                          | 100             |
| 4      | Operations, All | 05/01/2023      | 2                                                     | 2                          | 100             |
| 5      | Audit Committee | 02/03/2023      | 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 | 20/12/2023                   |
|        |                      |                                                          |                             |                 |                                                          |                             |                 | (Y/N/NA)                     |
|        |                      |                                                          |                             |                 |                                                          |                             |                 |                              |
| 1      | Rajnish Kuma         | 7                                                        | 7                           | 100             | 1                                                        | 1                           | 100             | Yes                          |
| 2      | Shashvat Man         | 7                                                        | 7                           | 100             | 4                                                        | 4                           | 100             | Yes                          |

|   |                |   |   |       |   |   |     |                |
|---|----------------|---|---|-------|---|---|-----|----------------|
| 3 | Sumeet Singh   | 2 | 2 | 100   | 0 | 0 | 0   | Yes            |
| 4 | Harshjit Singh | 7 | 2 | 28.57 | 0 | 0 | 0   | No             |
| 5 | Meyer Malka    | 7 | 0 | 0     | 0 | 0 | 0   | No             |
| 6 | Rahul Vijay Ki | 7 | 3 | 42.86 | 0 | 0 | 0   | Not Applicable |
| 7 | John Bernard   | 7 | 5 | 71.43 | 0 | 0 | 0   | No             |
| 8 | Kaushik Dutta  | 4 | 3 | 75    | 1 | 1 | 100 | Yes            |
| 9 | Bibhu Prasad   | 4 | 4 | 100   | 1 | 1 | 100 | No             |

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

3

| S. No. | Name                | Designation         | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|---------------------|---------------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | Shashvat Mansukhani | Whole-Time Director | 7,641,607    | 0          | 0                             | 0      | 7,641,607       |
| 2      | Sumeet Singh        | Whole-Time Director | 1,776,825    | 0          | 0                             | 0      | 1,776,825       |
| 3      | Suhail Sameer       | Director            | 19,980,804   | 0          | 0                             | 0      | 19,980,804      |
|        | Total               |                     | 29,399,236   | 0          | 0                             | 0      | 29,399,236      |

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

3

| S. No. | Name             | Designation       | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|------------------|-------------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | Suhail Sameer    | CEO               | 19,980,804   | 0          | 0                             | 0      | 19,980,804      |
| 2      | Nalin Negi       | CFO               | 15,265,832   | 0          | 0                             | 0      | 15,265,832      |
| 3      | Aanchal Aggarwal | Company Secretary | 2,427,523    | 0          | 0                             | 0      | 2,427,523       |
|        | Total            |                   | 37,674,159   | 0          | 0                             | 0      | 37,674,159      |

Number of other directors whose remuneration details to be entered

3

| S. No. | Name                 | Designation          | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|----------------------|----------------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | Rajnish Kumar        | Director             | 15,500,000   | 0          | 0                             | 0      | 15,500,000      |
| 2      | Kaushik Dutta        | Independent Director | 1,900,000    | 0          | 0                             | 0      | 1,900,000       |
| 3      | Bibhu Prasad Kanungo | Independent Director | 1,900,000    | 0          | 0                             | 0      | 1,900,000       |

| S. No. | Name  | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|-------|-------------|--------------|------------|-------------------------------|--------|-----------------|
|        | Total |             | 19,300,000   | 0          | 0                             | 0      | 19,300,000      |

#### 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

VISHAL LOCHAN AGGARWAL

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7622

**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. ... **RBC 05/ FY 202** dated **23/05/2023**

(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 

DIN of the director **08090417**

**To be digitally signed by** 

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number **38804** Certificate of practice number

**Attachments**

- List of share holders, debenture holders
- Approval letter for extension of AGM;
- Copy of MGT-8;
- Optional Attachment(s), if any

**Attach****Attach****Attach****Attach****List of attachments**

Approval letter for extention of AGM\_RIPL.  
MGT 8 \_RIPL 2023.pdf  
List of shareholders\_RIPL.pdf  
**Clarification letter.pdf**

**Remove attachment****Modify****Check Form****Prescrutiny****Submit**

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

