

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

- (i) * Corporate Identification Number (CIN) of the company
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (iv)
- | Type of the Company | Category of the Company | Sub-category of the Company |
|---------------------|---------------------------|-------------------------------|
| Private Company | Company limited by shares | Subsidiary of Foreign 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

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 | H | Transport and storage | H7 | Postal & Courier activities | 86.73 |
| 2 | H | Transport and storage | H6 | Warehousing and storage | 13.27 |

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 | Klick2Shop Logistics Services I | | Holding | 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 | 4,008,100,000 | 1,857,782,031 | 1,857,782,031 | 1,857,782,031 |
| Total amount of equity shares (in Rupees) | 40,081,000,000 | 18,577,820,310 | 18,577,820,310 | 18,577,820,310 |

Number of classes

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|-------------------------|--------------------|----------------|--------------------|-----------------|
| Equity Shares of INR 10 | | | | |

| | | | | |
|---|----------------|----------------|----------------|----------------|
| Number of equity shares | 4,008,100,000 | 1,857,782,031 | 1,857,782,031 | 1,857,782,031 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 40,081,000,000 | 18,577,820,310 | 18,577,820,310 | 18,577,820,310 |

(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 | 1,064,394,9 | 793,387,069 | 1857782031 | 18,577,820, | 18,577,820, | |
| 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 <input type="text"/> | | | | | | |
| 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 <input type="text"/> | | | | | | |
| At the end of the year | 1,064,394,9 | 793,387,069 | 1857782031 | 18,577,820, | 18,577,820 | |

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 <input type="text"/> | | | | | | |
| 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 <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"/> |
|--|----------------------|

| | | |
|------------------|----------------------|--|
| Type of transfer | <input type="text"/> | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock |
|------------------|----------------------|--|

| | | | |
|---|----------------------|---|----------------------|
| Number of Shares/ Debentures/ Units Transferred | <input type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) | <input type="text"/> |
|---|----------------------|---|----------------------|

| | |
|----------------------------|----------------------|
| Ledger Folio of Transferor | <input type="text"/> |
|----------------------------|----------------------|

| | | | |
|-------------------|----------------------|----------------------|----------------------|
| Transferor's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| | Surname | middle name | first name |

| | |
|----------------------------|----------------------|
| Ledger Folio of Transferee | <input type="text"/> |
|----------------------------|----------------------|

| | | | |
|-------------------|----------------------|----------------------|----------------------|
| Transferee's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
| | Surname | middle name | first name |

(iv) * 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 |
| 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

127,874,277,300

(ii) Net worth of the Company

20,158,550,868

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 | 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) | 1,857,782,030 | 100 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 1,857,782,031 | 100 | 0 | 0 |

Total number of shareholders (promoters)

2

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

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 0 | 0 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | |
| 10. | Others | 0 | 0 | 0 | |

| | | | | | |
|--|--------------|---|---|---|---|
| | Total | 0 | 0 | 0 | 0 |
|--|--------------|---|---|---|---|

Total number of shareholders (other than promoters)

0

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

2

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

| Details | At the beginning of the year | At the end of the year |
|-----------------------------------|------------------------------|------------------------|
| Promoters | 2 | 2 |
| Members (other than promoters) | 0 | 0 |
| Debenture holders | 0 | 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 | 0 | 0 | 0 | 0 | 0 | 0 |
| B. Non-Promoter | 1 | 2 | 1 | 2 | 0 | 0 |
| (i) Non-Independent | 1 | 2 | 1 | 2 | 0 | 0 |
| (ii) Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| C. Nominee Directors representing | 0 | 0 | 0 | 0 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Investing institutions | 0 | 0 | 0 | 0 | 0 | 0 |
| (iii) Government | 0 | 0 | 0 | 0 | 0 | 0 |
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |
| (v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 1 | 2 | 1 | 2 | 0 | 0 |

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

4

(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) |
|------------------|------------|---------------------|--------------------------------|--|
| SATYAM CHOUDHARY | 08683158 | Whole-time director | 0 | |
| KOLLA PRABHAKAR | 08626124 | Director | 0 | |
| HEMANT GUNDOPANT | 09366283 | Director | 0 | |
| POOJA VASANTHKUM | AHEPV0658E | Company Secretary | 0 | |

(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) |
|------------------|----------|--|---|--|
| HEMANT GUNDOPANT | 09366283 | Director | 28/09/2022 | Confirmation Appointment as Director |

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

3

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance | |
|--------------------------------|-----------------|--|----------------------------|-------------------------|
| | | | Number of members attended | % of total shareholding |
| 7th Annual General Meeting | 28/09/2022 | 2 | 2 | 100 |
| Extra Ordinary General Meeting | 27/10/2022 | 2 | 2 | 100 |
| Extra Ordinary General Meeting | 20/02/2023 | 2 | 2 | 100 |

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 | 08/04/2022 | 3 | 3 | 100 |
| 2 | 01/08/2022 | 3 | 3 | 100 |
| 3 | 26/09/2022 | 3 | 3 | 100 |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 4 | 21/10/2022 | 3 | 2 | 66.67 |
| 5 | 05/12/2022 | 3 | 2 | 66.67 |
| 6 | 14/02/2023 | 3 | 2 | 66.67 |

C. COMMITTEE MEETINGS

Number of meetings held

0

| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Attendance | |
|--------|-----------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 1 | | | | | |

D. *ATTENDANCE OF DIRECTORS

| S. No. | Name of the director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on 26/09/2023 (Y/N/NA) |
|--------|----------------------|--|-----------------------------|-----------------|--|-----------------------------|-----------------|--|
| | | 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 | |
| 1 | SATYAM CHC | 6 | 6 | 100 | 0 | 0 | 0 | No |
| 2 | KOLLA PRAB | 6 | 5 | 83.33 | 0 | 0 | 0 | No |
| 3 | HEMANT GUN | 6 | 4 | 66.67 | 0 | 0 | 0 | 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

1

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|---------------|-----------------|--------------|------------|-------------------------------|------------|--------------|
| 1 | SATYAM CHOUDH | Whole-time Dire | 14,409,867 | 0 | 0 | 37,993,396 | 52,403,263 |
| | Total | | 14,409,867 | 0 | 0 | 37,993,396 | 52,403,263 |

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

0

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

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

Number of other directors whose remuneration details to be entered

0

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

PRATHIBHA PRIYA M R

Whether associate or fellow

Associate Fellow

Certificate of practice number

11362

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. ... 08 dated 25/05/2023

(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:

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

KOLLA
PRABHAKA
R
Digitally signed by
KOLLA PRABHAKAR
Date: 2023.11.24
23:10:25 +05'30'

DIN of the director

08626124

To be digitally signed by

POOJA
VASANTHK
UMAR
Digitally signed by
POOJA
VASANTHKUMAR
Date: 2023.11.24
23:09:47 +05'30'

Company Secretary

Company secretary in practice

Membership number

34051

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

| |
|---|
| IKS - Draft MGT 8_2022-23 - vF.pdf Clarification letter on Designated Person- List of shareholders - IKS 31032023.pdf |
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This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



FORM NO. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **Instakart Services Private Limited** (“**the Company**”), bearing CIN - U74900KA2015PTC080778, 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, 2023 (“**the Period**”). 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:
- 1) The Company has complied with provisions of the Act & the rules made there under in respect of its status under the Act.
 - 2) The Company has maintained all the registers, as required under the provisions of the Act and rules made thereunder, and all the entries therein have been duly recorded within the time prescribed therefor.
 - 3) i] The Company has duly filed the forms and returns with the Registrar of Companies, Bangalore (“**ROC**”), as required under the Act and the rules made there under within the prescribed time.

ii] There was no occasion to file any forms with the Regional Director, Central Government, the Tribunal, Court or other authorities.
 - 4) The Company had called / convened and held the meetings of the Board of Directors and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given, and the proceedings including the circular resolution passed have been properly recorded in the Minutes Book maintained for the purpose and the same have been signed.
 - 5) There was no occasion for the Company to close its Register of Members.



- 6) The Company has not given advances or loans to its directors and/or to the persons or firms or companies as referred in Section 185 of the Act.
- 7) The Company has not entered into any transactions or arrangements with its related parties pursuant to Section 188 of the Act. Therefore, the compliance with the provisions of this Section is not applicable.
- 8) i] The Company has not issued or allotted or received any request for recording transfer or transmission of securities, has not made buy back of securities. The Company has not issued or allotted debentures, preference shares or other securities, therefore redemption of the same is not applicable.

ii] The members of the Company at the extra-ordinary general meeting held on February 20, 2023, by way of a special resolution and subject to the approval of the National Company Law Tribunal (“NCLT”) have approved for capital reduction by reducing the securities premium account to the extent of the accumulated losses (i.e., debit balance of Profit & Loss Account) of INR 8,618,16,46,453 (Indian Rupees Eight Thousand Six Hundred Eighteen Crore Sixteen Lakh Forty Six Thousand Four Hundred and Fifty Three) as at 31st March 2022. The Company has not made application with the NCLT as on March 31, 2023.
- 9) There was no necessity for the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
- 10) The Company has not declared any dividend during the said financial year. Hence, the compliance with Section 125 of the Act is not applicable.
- 11) The audited financial statements of the Company were approved and the same were signed as required under section 134 of the Act. Further, the report of the Board of Directors contains the matters as specified under Section 134 (3), (4) & (5) of the Act and the rules made thereunder.
- 12) i] The Board is properly constituted as required under the Act. There was no change in the composition of the Board of Directors during the year except for the confirmation of appointment of Mr. Hemant Gundopant Badri, at the seventh annual general meeting held on September 28, 2022.

ii] There was no re-appointment / retirement / filling up casual vacancies of Directors.



- iii] The Company has received disclosures from all the directors in accordance with the requirement of the Act.
- iv] The Company has paid remuneration to the Whole-time Director in accordance with the terms of employment.
- 13) i] The shareholders at their Sixth annual general meeting held on November 8, 2021, have approved the re-appointment of M/s. S. R. Batliboi and Associates LLP, Chartered Accountants (ICAI Firm Registration No. 101049W/E300004) as the Statutory Auditors of the Company, for a term of four years commencing from the financial year 2021-22 till the financial year 2024-25, pursuant to the provisions of Section 139(2) and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014.
- ii] During the period under review, there was no appointment / reappointment / filling up casual vacancies of auditors pursuant to the provisions of section 139 of the Act.
- 14) i] The Company is required to obtain approval from the NCLT wrt the Capital Reduction, which is approved by the members of the Company at the extra-ordinary general meeting held on February 20, 2023, by way of reduction of the securities premium account to the extent of the accumulated losses (i.e., debit balance of Profit & Loss Account) of INR 8,618,16,46,453 (Indian Rupees Eight Thousand Six Hundred Eighteen Crore Sixteen Lakh Forty Six Thousand Four Hundred and Fifty Three) as at 31st March 2022. The Company has not made application with the NCLT as on March 31, 2023.
- ii] The Company had no occasion to obtain approvals from the Central Government, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.
- 15) The Company has not accepted / renewed / repaid any deposits.
- 16) i] The Company has borrowed unsecured loans / facilities from banks after taking necessary approvals from the Board of Directors as required under the Act.
- ii] The Company has not borrowed secured / unsecured loans from its directors, members, public financial institutions, and others. Therefore creation / modification / satisfaction of charges is not applicable.
- 17) i] The Company has given unsecured inter-corporate loans to its fellow subsidiaries and other body corporate within the limits approved by the Board of Directors and Members of the Company under the provisions of Section 186 of the Act.



ii] The Company has not made any investment, provided guarantee, and given securities to other body corporates or to persons falling under the provisions of Section 186 of the Act.

18) i] The Company has altered the Articles of Association upon obtaining necessary approvals from the Board of Directors, members of the Company; and has filed necessary form with the ROC.

ii] The Company has not altered the provisions of the Memorandum of Association.

For **Prathibha Priya & Associates**
Company Secretaries
FRN: S2016KR445700

PRATHIBHA
PRIYA MYSORE
RAGHUVVEER

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PRATHIBHA PRIYA
MYSORE RAGHUVVEER
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M. R. PRATHIBHA PRIYA
Proprietor
FCS 12224 / C. P. No. 11362
UDIN: F012224E002313325
ICSI Peer Review Certificate No. 3878/2023

Date : November 24, 2023
Place : Bengaluru

InstaKart Services Private Limited

CIN: U74900KA2015PTC080778

Regd. off: Buildings Alyssa, Begonia & Clover, Embassy Tech Village,
Outer Ring Road, Devarabeesanahalli Village Bengaluru Bangalore - 560103
Email: regulatory@flipkart.com Phone no- 08037786001

List of Shareholders of InstaKart Services Private Limited as on 31st March 2023

| Sl. No | Name of Shareholder | Address | DP Id/ Client Id or Folio No. | Type of shares | No. of Shares held | Amount per share (in Rs.) | % of shares held |
|--------------|--|--|-------------------------------|----------------|----------------------|---------------------------|------------------|
| 1 | Klick2shop Logistics Services International Private Limited, Singapore | 80 Robinson Road, #02-00 Singapore 068898 | IN300394/19579623 03 | Equity Shares | 1,857,782,030 | 10 | 100 |
| 2 | *Ira Shukla Sharma | Flat No. G 1406, Brigade Metropolis, Mahadevapura, Garudacharpalya, Whitefield, Bengaluru - 560048 | 06 | Equity Shares | 1 | 10 | - |
| Total | | | | | 1,857,782,031 | | 100 |

* Klick2Shop Logistics Services International Private Limited, the holding Company holds the Beneficial interest.

For InstaKart Services Private Limited

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PRABHAKAR
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Date: 2023.11.24
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Prabhakar Kolla

Director

DIN: 08626124

Address: 3A, 701, Soul Space Arista, Marathalli ORR,
Doddanekkundi, Opp EM2, Bangalore North, Bengaluru - 560037

InstaKart Services Private Limited

CIN: U74900KA2015PTC080778

Regd. off: Buildings Alyssa, Begonia & Clover, Embassy Tech Village,
Outer Ring Road, Devarabeesanahalli Village Bengaluru Bangalore - 560103
Email: regulatory@flipkart.com Phone no- 08037786001

Clarification letter

**The Registrar of Companies - Karnataka
E Wing, 2nd Floor, Kendriya Sadana,
Koramangala, Bengaluru - 560034**

Dear Sir/Madam,

Sub: Clarification on the Designated Person - Form MGT-7

Ref: Notification issued by the Ministry of Corporate Affairs dated October 27, 2023.

In line with the notification dated October 27, 2023, we would like to inform that currently form MGT 7 is not compatible to share the details of “**designated persons**” however to comply with the regulations, we would like to clarify that the Company Secretary of the Company shall be deemed to be the designated persons.

Kindly take the above information on record.

//CERTIFIED TRUE COPY//

For **Instakart Services Private Limited**

POOJA
VASANTHKU
MAR

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VASANTHKUMAR
Date: 2023.11.24
22:28:02 +05'30'

Pooja Vasanth Kumar

Company Secretary

Membership no: 34051

Address: 24, Park Road, Tasker Town off Queen's Road,
Shivajinagar Bangalore – 560051

Date: 24th November 2023

Place: Bengaluru