

# 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
Public 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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BOMBAY STOCK EXCHANGE LIMITED	1

(b) CIN of the Registrar and Transfer Agent

U74210DL1991PLC042569

Pre-fill

Name of the Registrar and Transfer Agent

ALANKIT ASSIGNMENTS LIMITED

Registered office address of the Registrar and Transfer Agents

205-208ANARKALI COMPLEX  
JHANDEWALAN EXTENSION

(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	M	Professional, Scientific and Technical	M9	Other professional, scientific and technical 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	Neumesh Labs Private Limited	U72900UP2021PTC139959	Subsidiary	69.92
2	Nebula3D Services Private Lim	U74900KA2015PTC079156	Associate	27.65

#### 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	1,250,000,000	52,468,358	52,468,358	52,468,358
Total amount of equity shares (in Rupees)	1,250,000,000	52,468,358	52,468,358	52,468,358

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	1,250,000,000	52,468,358	52,468,358	52,468,358
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	1,250,000,000	52,468,358	52,468,358	52,468,358

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,000,000	0	0	0
Total amount of preference shares (in rupees)	100,000,000	0	0	0

Number of classes

3

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
11% Cumulative Redeemable Preference Shares				
Number of preference shares	200,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	20,000,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
14% Cumulative Redeemable Preference Shares				
Number of preference shares	600,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	60,000,000	0	0	0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
15% Cumulative Redeemable Preference Shares				
Number of preference shares	200,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	20,000,000	0	0	0

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	50,000,000

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	2,533,632	45,058,620	47592252	47,592,252	47,592,252	
<b>Increase during the year</b>	0	4,933,907	4933907	4,876,106	4,876,106	43,884,954
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	4,876,106	4876106	4,876,106	4,876,106	43,884,954
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		57,801	57801			
Dematerialized during the year						
<b>Decrease during the year</b>	57,801	0	57801	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	57,801		57801			
Physical share dematerialized during the year						
<b>At the end of the year</b>	2,475,831	49,992,527	52468358	52,468,358	52,468,358	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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				0	0	
NIL						
<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	
NIL						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE903A01025

(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" value="20/09/2022"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor		<input type="text"/>		
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
<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>	0	0	0	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>	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

**(i) Turnover**

2,970,000

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

1,188,006,295.12

**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	13,914,464	26.52	0	
	(ii) Non-resident Indian (NRI)	248,318	0.47	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)	12,751,442	24.3	0	
10.	Others	0	0	0	
	<b>Total</b>	26,914,224	51.29	0	0

**Total number of shareholders (promoters)**

11

**(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	17,393,032	33.15	0	
	(ii) Non-resident Indian (NRI)	302,856	0.58	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	1,356,366	2.59	0	
4.	Banks	6,391	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	88,277	0.17	0	
7.	Mutual funds	925	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,590,276	8.75	0	
10.	Others Others	1,816,011	3.46	0	
	<b>Total</b>	25,554,134	48.71	0	0

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

77,211

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

77,222

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

15

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MORGAN STANLEY AS	SCB BANK 3 FLOOR BANDRA KURL			13,498	0.03
GENERAL MOTORS EM	SEC DEPT. 52/60 MAHATMA GAND			12,707	0.02
MORGAN STANLEY AS	INV.DEPT. 52/60,MAHATMA GAND			11,750	0.02
MORGAN STANLEY AS	INV.DEPT. 52/60,MAHATMA GAND			9,951	0.02

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MORGAN STANLEY AS	INV.DEPT. 52/60,MAHATMA GAND			9,359	0.02
MORGAN STANLEY AS	SCB BANK 3 FLOOR23-25MAHATM			8,379	0.02
MORGAN STANLEY AS	INV.DEPT. 52/60,MAHATMA GAND			6,650	0.02
MORGAN STANLEY AS	SEC DEPT. 52/60 MAHATMA GAND			6,573	0.02
MORGAN STANLEY AS	PLOT NO.C-38 & 39 G BLOCK BAN			3,760	0
MORGAN STANLEY AS	SEC DEPT. 52/60 MAHATMA GAND			3,100	0
THE JAGUAR FUND N.	COURT, B-WING NARIMAN POINT,			700	0
MORGAN STANLEY AS	INV.DEPT. 52/60,MAHATMA GAND			550	0
MORGAN STANLEY DE	3RD FLOOR23-25, MAHATMA GAN			500	0
MORGAN STANLEY AS	INV.DEPT. 52/60,MAHATMA GAND			400	0
TIGER MANAGEMENT	COURT, B-WING, 2ND FLOOR, NAR			400	0

**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	10	11
Members (other than promoters)	77,120	77,211
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
<b>A. Promoter</b>	1	0	1	0	17.89	0
<b>B. Non-Promoter</b>	0	5	0	5	0	0.98
(i) Non-Independent	0	1	0	2	0	0.94
(ii) Independent	0	4	0	3	0	0.04

<b>C. Nominee Directors representing</b>	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	5	1	5	17.89	0.98

**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)
Mr. Abhishek Singhania	00087844	Managing Director	9,386,974	
Mr. Partho Pratim Kar	00508567	Director	193,463	
Mr. Maneesh Mansingka	00031476	Director	300,424	
Mrs. Renu Nanda	08493324	Director	0	
Mr. Rajiv Bajaj	00011638	Director	20,000	
Mr. Rajesh Relan	00505611	Director	0	
Mr. Abhishek Pandey	AWBPP6933C	Company Secretar	0	14/04/2023
Mr. Sanjay Kumar Jain	AADPJ6779L	CFO	150,000	

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

11

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)
Mr. Anil Kumar Dalmia	00789089	Director	11/04/2022	Cessation
Mr. Abhishek Singhania	00087844	Managing Director	12/04/2022	Re-designated as the Chairman and
Mr. Sanjay Kumar Jain	AADPJ6779L	CFO	01/05/2022	Appointment
Mr. Maneesh Mansingka	00031476	Director	07/05/2022	Appointment
Dr. Krishna Behari Agar	00339934	Director	15/06/2022	Cessation
Mr. Rajiv Bajaj	00011638	Additional director	10/08/2022	Appointment
Mr. Rajesh Relan	00505611	Additional director	10/08/2022	Appointment
Mr. Ravindra Kumar Tar	00159472	Director	17/08/2022	Cessation
Mr. Rajiv Bajaj	00011638	Director	20/09/2022	Change in Designation
Mr. Rajiv Bajaj	00011638	Director	20/09/2022	Change in Designation
Mr. Partho Pratim Kar	00508567	Director	20/09/2022	Retire by Rotation

## 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 Me	07/05/2022	78,889	52	3.72
Annual General Meeting	20/09/2022	78,666	71	18.38

### B. BOARD MEETINGS

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	12/04/2022	5	5	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	27/05/2022	6	5	83.33
3	10/08/2022	5	5	100
4	14/11/2022	6	5	83.33
5	13/02/2023	6	5	83.33

### C. COMMITTEE MEETINGS

Number of meetings held

11

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 COMM	12/04/2022	2	2	100
2	AUDIT COMM	27/05/2022	3	3	100
3	AUDIT COMM	10/08/2022	3	3	100
4	AUDIT COMM	14/11/2022	3	3	100
5	AUDIT COMM	13/02/2023	3	3	100
6	STAKEHOLDER	27/05/2022	3	3	100
7	STAKEHOLDER	10/08/2022	3	2	66.67
8	STAKEHOLDER	14/11/2022	3	3	100
9	STAKEHOLDER	13/02/2023	3	3	100
10	NOMINATION	12/04/2022	2	2	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	27/09/2023
								(Y/N/NA)
1	Mr. Abhishek S	5	5	100	4	3	75	Yes
2	Mr. Partho Pra	5	5	100	6	6	100	Yes

3	Mr. Maneesh I	4	2	50	0	0	0	Yes
4	Mrs. Renu Na	5	5	100	9	9	100	Yes
5	Mr. Rajiv Baja	2	1	50	0	0	0	No
6	Mr. Rajesh Re	2	2	100	2	2	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Abhishek Singhania	Managing Direct	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	Mr. Sanjay Kumar J	CFO	5,170,000	0	0	0	5,170,000
2	Abhishek Pandey	Company Secre	2,436,204	0	0	0	2,436,204
	Total		7,606,204	0	0	0	7,606,204

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mrs. Renu Nanda	Independent Dir	0	0	0	61,000	61,000
2	Dr. Krishna Behari A	Independent Dir	0	0	0	27,000	27,000
3	Mr. Partho Pratim K	Non Executive N	0	0	0	1,248,000	1,248,000
4	Mr. Maneesh Mansi	Non Executive N	0	0	0	10,000	10,000
5	Mr. Rajiv Bajaj	Independent Dir	0	0	0	5,000	5,000
6	Mr. Rajesh Relan	Independent Dir	0	0	0	20,000	20,000
7	Mr. Ravindra Kumal	Independent Dir	0	0	0	40,000	40,000
	Total		0	0	0	1,411,000	1,411,000

**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

2

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
JAYKAY ENTERP	BSE	16/08/2022	Regulation 31 SEBI	2360	NA
JAYKAY ENTERP	BSE	14/09/2022	Regulation 33 SEBI	11800	NA

(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

VARUNA MITTAL & ASSOCIATES

Whether associate or fellow

Associate  Fellow

Certificate of practice number

23575

**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

ABHISHEK SINGHANIA  
Digitally signed by ABHISHEK SINGHANIA  
Date: 2023.11.24 16:32:35 +05'30'

DIN of the director

00087844

#### To be digitally signed by

YOGESH SHARMA  
Digitally signed by YOGESH SHARMA  
Date: 2023.11.24 16:31:57 +05'30'

Company Secretary

Company secretary in practice

Membership number

29286

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

#### List of attachments

Attach

Attach

Attach

Attach

MGT 8.pdf  
CTC\_Beneficial Interest.pdf  
Shareholding Pattern March 31 2023.pdf  
Note on Number of Shareholders.pdf  
List of Committee Meetings.pdf  
Share Transfers.pdf

Remove attachment

Modify

Check Form

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# VARUNA MITTAL & ASSOCIATES

## COMPANY SECRETARIES

### 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, books and papers of **JAYKAY ENTERPRISES 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 March 31, 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 thereunder in respect of:

1. its status under the Act;
2. maintenance of registers/records & making entries therein within the time prescribed therefore;
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;

During the financial year ended on March 31, 2023, the Company was not required to file any forms and returns with the Regional Director, Central Government, Tribunal, Court or other authorities.

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 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/ other security holders as the case may be;

During the financial year ended on March 31, 2023, the Company was not required to close any register of any other security holders.

6. advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act;

During the financial year ended on March 31, 2023, the Company has not made any advances/ loans to its directors referred in Section 185 of the Act.

7. contracts/arrangements with related parties as specified in Section 188 of the Act;

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;

**Varuna  
Mittal** Digitally signed  
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Page 1 of 3

# VARUNA MITTAL & ASSOCIATES

## COMPANY SECRETARIES

During the financial year ended on March 31, 2023, the Company has not made any

- transmission or buy back of securities;
- redemption of preference shares or debentures;
- reduction of share capital;
- conversion of shares.

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;

During the financial year ended on March 31, 2023, the Company was not required to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.

10. declaration/ payment of dividend/ transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;

During the financial year ended on March 31, 2023, the Company has not declared or paid dividend and was not required to make any transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act

11. signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

During the financial year ended on March 31, 2023, there was no retirement/ filling up casual vacancies of the Directors and Key Managerial Personnel.

*In terms of Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Rajesh Relan obtained the registration in Independent Director Databank, subsequent to his appointment as a Non- Executive Independent Director on the Board of the Company.*

*During the year under review, no Independent Director of the Company was appointed as a director on the Board of Directors of Neumesh Labs Private Limited, an unlisted material subsidiary, of the Company in terms of Regulation 24(1) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

*During the year under review, no recurring approval of shareholders by special resolution was obtained for the payment of annual remuneration to Mr. Partho Pratim Kar, a Non- Executive Non-Independent Director of the Company in terms of Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;

During the financial year ended on March 31, 2023, there was no reappointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act.

Varuna  
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Page 2 of 3

# VARUNA MITTAL & ASSOCIATES

## COMPANY SECRETARIES

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 ended on March 31, 2023, the Company was not required to take approvals from the Central Government, Tribunal, Regional Director or Court under the various provisions of the Act.

15. acceptance/ renewal/ repayment of deposits;

During the financial year ended on March 31, 2023, the Company has not made any acceptance/ renewal/ repayment of deposits.

16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

During the financial year ended on March 31, 2023, the Company has not made any borrowings from its directors, members, public financial institutions and modification/ satisfaction of charges in that respect, wherever applicable.

17. loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;

18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

During the financial year ended on March 31, 2023, the Company has not made any alteration of the provisions of the Articles of Association of the Company.

**For Varuna Mittal & Associates  
Company Secretaries**

Firm Registration No. S2020DE762400  
Peer Review Certificate No. 2745/2022

**Varuna** Digitally signed  
by Varuna Mittal  
**Mittal** Date: 2023.11.20  
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Varuna Mittal  
Membership No.: 57727  
Certificate of Practice: 23575  
UDIN: **A057727E002015727**

Date: 20.11.2023  
Place: New Delhi

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF BOARD OF DIRECTOR

### C. COMMITTEE MEETING

S.NO.	TYPE OF MEETING	DATE OF MEETING	TOTAL NO. OF MEMBERS AS ON DATE OF MEETING	ATTENDANCE	
				NO. OF MEMBERS ATTENDED	% OF ATTENDANCE
1.	Audit Committee	12/04/2022	2	2	100
2.	Audit Committee	27/05/2022	3	3	100
3.	Audit Committee	10/08/2022	3	3	100
4.	Audit Committee	14/11/2022	3	3	100
5.	Audit Committee	13/02/2023	3	3	100
6.	Stakeholder Relationship Committee	27/05/2022	3	3	100
7.	Stakeholder Relationship Committee	10/08/2022	3	2	66.67
8.	Stakeholder Relationship Committee	14/11/2022	3	3	100
9.	Stakeholder Relationship Committee	13/02/2023	3	3	100
10.	Nomination & Remuneration Committee	12/04/2022	2	2	100
11.	Nomination & Remuneration Committee	10/08/2022	3	3	100

For Jayay Enterprises Limited



**Yogesh Sharma**  
 Company Secretary & Compliance Officer  
 Membership No. A29286



**CLARIFICATION W.R.T TO TOTAL NUMBER OF SHAREHOLDERS IN POINT NO. VI (a) & (b) & VII OF FORM MGT-7 OF JAYKAY ENTERPRISES LIMITED FOR THE YEAR ENDED MARCH 31, 2023**

- Point No. VI(a) - Share Holding Pattern - Promoters - 11
- Point No. VI(b) - Share Holding Pattern - Public/Other than Promoters - 77,211
- Point No. VII - Number of Promoters, Members, Debenture Holders

Details	At the beginning of the year	At the end of the year
Promoters	10	11
Members (other than promoters)	77,120	77,211
Debenture holders	0	0
<b>Total</b>	<b>77,130</b>	<b>77,222</b>

- The total number of shareholders as per data received from Registrar and Share Transfer Agent of the Company for March 31, 2023 – 77,922
- The difference between the number of shareholders is because the data received from the Registrar and Share Transfer Agent of the Company are folio based.

For Jaykay Enterprises Limited

  
Yogesh Sharma

Company Secretary and Compliance Officer  
Membership No.: A29286















## SHAREHOLDING PATTERN OF THE COMPANY AS ON MARCH 31, 2023

Particular	Yes/No
Whether the Listed Entity has issued any partly paid up shares?	No
Whether the Listed Entity has issued any Convertible Securities ?	No
Whether the Listed Entity has issued any Warrants ?	Yes
Whether the Listed Entity has any shares against which depository receipts are issued?	No
Whether the Listed Entity has any shares in locked-in?	Yes
Whether any shares held by promoters are pledge or otherwise encumbered?	No
Whether company has equity shares with differential voting rights?	No
Whether the listed entity has any significant beneficial owner?	Yes



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CIN: L55101UP1961PLC001187

## SUMMARY STATEMENT HOLDING OF SPECIFIED SECURITIES

Category of shareholder	No. of shareholders	No. of fully paid up equity shares held	Total no. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) As a % of (A+B+C2)	No. of Voting Rights	Total as a % of Total Voting right	No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding as a % assuming full conversion of convertible securities ( as a percentage of diluted share capital) As a % of (A+B+C2)	No. of Locked In shares		No. of equity shares held in dematerialized form	Sub-categorization of shares (XV)		
									No.(a)	As a % of total Shares held(b)		Shareholding (No. of shares) under		
												SubCategory_I	SubCategory_II	SubCategory_III
(A) Promoter & Promoter Group	11	2,69,14,224	2,69,14,224	51.30	2,69,14,224	51.30	59,89,330	56.29	1,53,33,606	56.97	2,69,13,824	--	--	--
(B) Public	77,211	2,55,54,134	2,55,54,134	48.70	2,55,54,134	48.70		43.71		0.00	2,30,78,703			
(C1) Shares underlying DRs				0.00		0.00		0.00		0.00		--	--	--
(C2) Shares held by Employee Trust				0.00		0.00		0.00		0.00		--	--	--
(C) Non Promoter-Non Public				0.00		0.00		0.00		0.00		--	--	--
Grand Total	77,222	5,24,68,358	5,24,68,358	100.00	5,24,68,358	100.00	59,89,330	100.00	1,53,33,606	29.22	4,99,92,527			



## STATEMENT SHOWING SHAREHOLDING PATTERN OF THE PROMOTER AND PROMOTER GROUP

Category of shareholder	Entity Type	Nos. of shareholders	No. of fully paid up equity shares held	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities		No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Number of Locked in shares		Number of equity shares held in dematerialized form
						No.(a)	As a % of total Shares held(b)		Class eg: X	Total	
<b>A1) Indian</b>					0.00		0.00			0.00	
<b>Individuals/Hindu undivided Family</b>		6	1,39,14,464	1,39,14,464	26.52	1,39,14,464	26.52	49,05,940	70,44,606	50.63	1,39,14,364
GAUR HARI SINGHANIA JT WITH VASANTLAL D. MEHTA & RAGHUBIR PRASAD SINGHANIA	Promoter	1	100	100	0.00	100	0.00			0.00	
SUSHILA DEVI SINGHANIA	Promoter Group	1	43,42,787	43,42,787	8.28	43,42,787	8.28			0.00	43,42,787
KAVITA YADUPATI SINGHANIA	Promoter Group	1	27,266	27,266	0.05	27,266	0.05			0.00	27,266
ABHISHEK SINGHANIA	Promoter	1	93,86,974	93,86,974	17.89	93,86,974	17.89	49,05,940	70,44,606	75.05	93,86,974
MANORAMA DEVI SINGHANIA	Promoter Group	1	1,57,333	1,57,333	0.30	1,57,333	0.30			0.00	1,57,333
SANJAY AGRAWAL	Promoter Group	1	4	4	0.00	4	0.00			0.00	4
<b>Any Other (specify)</b>		4	1,27,51,442	1,27,51,442	24.30	1,27,51,442	24.30	10,83,390	82,89,000	65.00	1,27,51,142
YADU SECURITIES PRIVATE LIMITED	Promoter Group	1	200	200	0.00	200	0.00			0.00	



# Jaykay Enterprises Limited



G. H. SECURITIES PRIVATE LIMITED	Promoter Group	1	100	100	0.00	100	0.00			0.00	
J. K. TRADERS LIMITED	Promoter Group	1	1,27,51,142	1,27,51,142	24.30	1,27,51,142	24.30		82,89,000	65.01	1,27,51,142
PIONEER PROJECTS LIMITED	Promoter Group	1			0.00		0.00	10,83,390		0.00	
<b>Sub Total A1</b>		<b>10</b>	<b>2,66,65,906</b>	<b>2,66,65,906</b>	<b>50.82</b>	<b>2,66,65,906</b>	<b>50.82</b>	<b>59,89,330</b>	<b>1,53,33,606</b>	<b>57.50</b>	<b>2,66,65,506</b>
<b>A2) Foreign</b>					<b>0.00</b>		<b>0.00</b>			<b>0.00</b>	
<b>Individuals (NonResident Individuals/ Foreign Individuals)</b>		<b>1</b>	<b>2,48,318</b>	<b>2,48,318</b>	<b>0.47</b>	<b>2,48,318</b>	<b>0.47</b>			<b>0.00</b>	<b>2,48,318</b>
RAMAPATI SINGHANIA	Promoter Group	1	2,48,318	2,48,318	0.47	2,48,318	0.47			0.00	2,48,318
<b>Sub Total A2</b>		<b>1</b>	<b>2,48,318</b>	<b>2,48,318</b>	<b>0.47</b>	<b>2,48,318</b>	<b>0.47</b>			<b>0.00</b>	<b>2,48,318</b>
<b>A=A1+A2</b>		<b>11</b>	<b>2,69,14,224</b>	<b>2,69,14,224</b>	<b>51.30</b>	<b>2,69,14,224</b>	<b>51.30</b>	<b>59,89,330</b>	<b>1,53,33,606</b>	<b>56.97</b>	<b>2,69,13,824</b>



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CIN: L55101UP1961PLC001187

## STATEMENT SHOWING SHAREHOLDING PATTERN OF THE PUBLIC SHAREHOLDER

Category & Name of the Shareholders	No. of shareholder	No. of fully paid up equity shares held	Total no. shares held	Share holding % calculated as per SCRR, 1957 As a % of (A+B+C2)	No. of Voting Rights	Total as a % of Total Voting right	No. of Shares Underlying Outstanding convertible securities (including Warrants)	Total shareholding, as a % assuming full conversion of convertible securities [as a percentage of diluted share capital]	No. of Locked in shares		No. of equity shares held in dematerialized form (Not Applicable)	Sub-categorization of shares (XV)		
									No.(a)	As a % of total Shares held(b)		Shareholding (No. of shares) under		
												Sub Category_I	Sub Category_II	Sub Category_III
<b>B1) Institutions (Domestic)</b>	0	0		0.00		0.00			0.00					
<b>Mutual Funds/</b>	2	925	925	0.00	925	0.00		0.00		925				
<b>Banks</b>	13	6391	6,391	0.01	6,391	0.01		0.01		5,977				
<b>Insurance Companies</b>	1	1356366	13,56,366	2.59	13,56,366	2.59		2.32		13,56,366				
LIFE INSURANCE CORPORATION OF INDIA	1	1356366	13,56,366	2.59	13,56,366	2.59		2.32		13,56,366				
<b>NBFCs registered with RBI</b>	1	2000	2,000	0.00	2,000	0.00		0.00		2,000				
<b>Sub Total B1</b>	17	1365682	13,65,682	2.60	13,65,682	2.60		2.34		13,65,268				



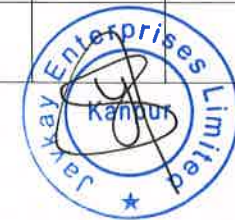
# Jaykay Enterprises Limited

# JKE™

B2) Institutions (Foreign)	0	0		0.00		0.00		0.00		0.00			
Foreign Portfolio Investors Category II	15	88277	88,277	0.17	88,277	0.17		0.15		0.00		500	
Sub Total B2	15	88277	88,277	0.17	88,277	0.17		0.15		0.00		500	
B3) Central Government/ State Government(s)/ President of India	0	0		0.00		0.00		0.00		0.00			
Shareholding by Companies or Bodies Corporate where Central / State Government is a promoter	1	100	100	0.00	100	0.00		0.00		0.00		100	
Sub Total B3	1	100	100	0.00	100	0.00		0.00		0.00		100	
B4) Non-Institutions	0	0		0.00		0.00		0.00		0.00			
Directors and their relatives (excluding independent directors and nominee directors)	7	633183	6,33,183	1.21	6,33,183	1.21		1.08		0.00		6,33,183	
Key Managerial Personnel	1	150000	1,50,000	0.29	1,50,000	0.29		0.26		0.00		1,50,000	



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CIN: L55101UP1961PLC001187



# Jaykay Enterprises Limited

**JKE**<sup>TM</sup>

Resident Individuals holding nominal share capital up to Rs. 2 lakhs	75121	16651192	1,66,51,192	31.74	1,66,51,192	31.74	28.48	0.00	1,43,14,270
Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	3	741840	7,41,840	1.41	7,41,840	1.41	1.27	0.00	7,41,840
Non Resident Indians (NRIs)	899	302856	3,02,856	0.58	3,02,856	0.58	0.52	0.00	2,60,646
Bodies Corporate	332	4590276	45,90,276	8.75	45,90,276	8.75	7.85	0.00	45,83,194
JAYKAY ENTERPRISES LIMITED UNCLAIMED SHARES SUSPENSE ACCOUNT	1	578161	5,78,161	1.10	5,78,161	1.10	0.99	0.00	5,78,161
SCHOOL OF DESIGN AND ENTREPRENEURSHIP LLP	1	535251	5,35,251	1.02	5,35,251	1.02	0.92	0.00	5,35,251
Any Other (specify)	815	1030728	10,30,728	1.96	10,30,728	1.96	1.76	0.00	10,29,702
Clearing Members	12	20233	20,233	0.04	20,233	0.04	0.03	0.00	20,233
Non Resident Non Repatriates	286	203133	2,03,133	0.39	2,03,133	0.39	0.35	0.00	2,03,133
Trusts	6	125290	1,25,290	0.24	1,25,290	0.24	0.21	0.00	1,25,289



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# Jaykay Enterprises Limited



HUF	511	682072	6,82,072	1.30	6,82,072	1.30	1.17	0.00	6,81,047		
<b>Sub Total B4</b>	77178	24100075	2,41,00,075	45.93	2,41,00,075	45.93	41.23	0.00	2,17,12,835		
<b>B=B1+B2+B3+B4</b>	77211	25554134	2,55,54,134	48.70	2,55,54,134	48.70	43.71	0.00	2,30,78,703		

## STATEMENT SHOWING SHAREHOLDING PATTERN OF THE NON PROMOTER- NON PUBLIC SHAREHOLDER

Category & Name of the Shareholders(I)	No. of shareholder(III)	No. of fully paid up equity shares held(IV)	Total no. shares held(VII = IV+V+VI)	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2)(VIII)	No. of Shares Underlying Outstanding convertible securities (including Warrants)(X)	Number of Locked in shares(XII)		Number of equity shares held in dematerialized form(XIV)(Not Applicable)
						No	As a % of total Shares held	
<b>C1) Custodian/DR Holder</b>	0	0		0.00			0.00	
<b>C2) Employee Benefit Trust</b>	0	0		0.00			0.00	

## DETAILS OF DISCLOSURE MADE BY THE TRADING MEMBERS HOLDING 1% OR MORE OF THE TOTAL NO. OF SHARES OF THE COMPANY

Sl. No.	Name of the Trading Member	Name of the Beneficial Owner	No. of shares held	% of total no. of shares	Date of reporting by the Trading Member
-	NIL	NIL	NIL	NIL	NIL



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CIN: L55101UP1961PLC001187

# Jaykay Enterprises Limited



## STATEMENT SHOWING DETAILS OF SIGNIFICANT BENEFICIAL OWNERS

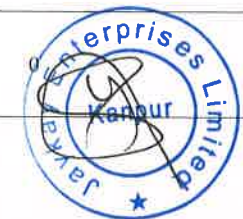
Sr.No	Details of the SBO (I)		Details of the registered owner (II)		Details of holding/ exercise of right of the SBO in the reporting company, whether direct or indirect*: (III)					Date of creation / acquisition of significant beneficial interest# (IV)
					Whether by virtue of:					
	Name	Nationality	Name	Nationality	Shares	Voting rights	Rights on distributable dividend or any other distribution	Exercise of control	Exercise of significant influence	
1	ABHISHEK SINGHANIA	India	J. K. TRADERS LIMITED	India	24			Yes	Yes	22/12/2020

## STATEMENT SHOWING FOREIGN OWNERSHIP LIMITS

	Approved Limits %	Limits Utilized %
As on shareholding date	100	0
As on the end of previous 1st quarter	100	0
As on the end of previous 2nd quarter	100	0
As on the end of previous 3rd quarter	100	0
As on the end of previous 4th quarter	100	0



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CIN: L55101UP1961PLC001187

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF M/S JAYKAY ENTERPRISES LIMITED ("THE COMPANY") AT THEIR MEETING HELD ON TUESDAY, 7<sup>TH</sup> DAY OF NOVEMBER 2023 AT BOARD ROOM, 4TH FLOOR A-2, LSC, MASJID MOTH, GREATER KAILASH-II, NEW DELHI-110048**

---

**TO DESIGNATE MR. YOGESH SHARMA, COMPANY SECRETARY & COMPLIANCE OFFICER FOR DECLARING BENEFICIAL INTEREST IN RESPECT OF SHARES OF THE COMPANY AND MATTERS RELATED THERETO**

**"RESOLVED THAT** in line with requirement of Section 89 of the Companies Act, 2013 ("the Act") read with Rule 9(4) of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Board of Directors of the Company be and is hereby accorded to designate Mr. Yogesh Sharma, Company Secretary & Compliance Officer of the Company for furnishing information to the Registrar of the Companies with respect to declaration of beneficial interest in respect of shares of the Company and matters related thereto."

**"RESOLVED FURTHER THAT** any Director of the Company be and are hereby severally authorized for filling of necessary E-forms and to do all such acts, deeds and things that may be necessary to give effect to the aforesaid resolution."

**Certified True Copy  
For Jaykay Enterprises Limited**

ABHISHEK SINGHANIA  
Digitally signed by  
ABHISHEK SINGHANIA  
Date: 2023.11.20  
13:14:33 +05'30'

**Abhishek Singhania  
Chairman & Managing Director  
DIN: 00087844**

Place: J.K Building, 4th Floor, A-2, LSC,  
Masjid Moth, Greater Kailash-II,  
New Delhi-110048

