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]



AADCI8374D

Annual Return

(other than OPCs and Small **Companies**)

Pre-fill

Refer the instruction kit for filing the form.	
I. REGISTRATION AND OTHER DETAILS	
(i) * Corporate Identification Number (CIN) of the company	U74900KA2015PTC080778
Global Location Number (GLN) of the company	

(ii) (a) Name of the company **INSTAKART SERVICES PRIVATE**

(b) Registered office address

Buildings Alyssa, Begonia & Clover, Embassy Tech Village, Outer Ring Road, Devarabeesanahalli Village Bengaluru Bangalore Karnataka

* Permanent Account Number (PAN) of the company

- (c) *e-mail ID of the company regulatory@flipkart.com
- (d) *Telephone number with STD code 08037786001
- (e) Website www.ekartlogistics.com
- (iii) Date of Incorporation 08/06/2015

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private Company	Company limited by shares	Indian Non-Government company
	NS NO 10 17 51	95 N - 6	

	Private Company	Company limited	d by sh	ares		Indian Non-Government company
(v) Wh	ether company is having share ca	pital	•	Yes	0	No
(vi) *W	hether shares listed on recognized	d Stock Exchange(s)	\bigcirc	Yes	•	No

Activity group code
(b) Due date of AGM 30/09/2022 (c) Whether any extension for AGM granted Yes No II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY *Number of business activities 2 S.No Main Activity group code Activity group code 1 H Transport and storage H7 Postal & Courier activities 86 2 H Transport and storage H6 Warehousing and storage 14 III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES) *No. of Companies for which information is to be given 1 S.No Name of the company CIN / FCRN Holding/ Subsidiary/Associate/ % of shares held Joint Venture 1 Klick2Shop Logistics Services II Holding 100 IV. SHARE CAPITAL (a) Equity share capital
(b) Due date of AGM 30/09/2022 (c) Whether any extension for AGM granted Yes No II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY *Number of business activities 2 S.No Main Activity group code Activity group code 1 H Transport and storage H7 Postal & Courier activities 86 2 H Transport and storage H6 Warehousing and storage 14 III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES) *No. of Companies for which information is to be given 1 S.No Name of the company CIN / FCRN Holding/ Subsidiary/Associate/ % of shares held Joint Venture 1 Klick2Shop Logistics Services II Holding 100 IV. SHARE CAPITAL (a) Equity share capital
(c) Whether any extension for AGM granted Yes No II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY "Number of business activities 2 S.No Main Activity Group Business Activity Of turnover of the company 1 H Transport and storage H7 Postal & Courier activities 86 2 H Transport and storage H6 Warehousing and storage 14 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/ % of shares held Joint Venture I Klick2Shop Logistics Services Holding 100 IV. SHARE CAPITAL (a) Equity share capital
*Number of business activities 2 S.No Main Description of Main Activity group Business Description of Business Activity % of turnover of the company Code Code Code Code Company 1
*Number of business activities 2 S.No Main Description of Main Activity group Business Description of Business Activity % of turnover of the company 1 H Transport and storage H7 Postal & Courier activities 86 2 H Transport and storage H6 Warehousing and storage 14
S.No Main Description of Main Activity group Business Activity (Code Code Code Code Code Code Code Code
Activity group code
Activity group code
2 H Transport and storage H6 Warehousing and storage 14 III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES) *No. of Companies for which information is to be given 1 Pre-fill All S.No Name of the company CIN / FCRN Holding/ Subsidiary/Associate/ % of shares held Joint Venture 1 Klick2Shop Logistics Services II Holding 100 IV. SHARE CAPITAL (a) Equity share capital
III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES) *No. of Companies for which information is to be given 1
*No. of Companies for which information is to be given 1 Pre-fill All S.No Name of the company CIN / FCRN Holding/ Subsidiary/Associate/ 3 of shares held 3 Joint Venture 1 Klick2Shop Logistics Services II Holding 100 IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY i) *SHARE CAPITAL (a) Equity share capital Particulars Authorised Issued Subscribed Paid up capital
Joint Venture
IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY (i) *SHARE CAPITAL (a) Equity share capital Particulars Authorised Issued Subscribed Paid up capital
(a) Equity share capital Particulars Authorised Issued Subscribed Paid up capital
Particulars Authorised Issued Subscribed Paid up capital
Additionable Paid un capital
capital capital 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 1
Class of Shares Authorised capital Subscribed capital Paid up capital

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	Nı	ımber of sh	ares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	705,349,556	793,387,069	1498736625	14,987,366,	14,987,366	
Increase during the year	359,045,406	0	359045406	3,590,454,0	3,590,454,	39,494,994,6
i. Pubic Issues	0	0	0	0	0	
ii. Rights issue	359,045,406	0	359045406	3,590,454,0	3,590,454,	39,494,994,6
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	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						
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
III. Reduction of Share Capital	0	0	"		_	
iv. Others, specify	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		

		0.1									
Before split /	Number of	shares									
Consolidation	Face value	per share									
After split /	Number of	f shares									
Consolidation	Face value	per share									
		ı							<u> </u>		
(iii) Details of share of the first return a									cial ye	ear (or in th	e case
Nil [Details being proven the content of the content	vided in a CD/	Digital Med	ia]		0	Yes	0	No	\circ	Not Applicab	le
Separate sheet att	ached for det	ails of trans	fers		0	Yes	0	No			
Note: In case list of trans Media may be shown.	sfer exceeds 1	0, option fo	r submi	ssion a	s a separa	te sheet	: attach	ment o	r subm	nission in a CD	/Digital
Date of the previous	annual gen	eral meetin	ıg								
Date of registration	of transfer (D	ate Month	Year)								
Type of transfe	er		1 - E	quity, 2	?- Prefere	nce Sh	ares,3	- Deb	enture	es, 4 - Stock	
Number of Shares/ Units Transferred	Number of Shares/ Debentures/ Units Transferred Amount per Share/ Debenture/Unit (in Rs.)										
Ledger Folio of Transferor											
Transferor's Name	ransferor's Name										
	Sui	rname			middle	name			J	first name	
Ledger Folio of Trar	nsferee			-		_	_	-	_		

(i)

(ii)

(iii)

Class of shares

Transferee's Name						
	Surname	middle name	first name			
Date of registration of transfer (Date Month Year)						
Type of transfe	r 1	- Equity, 2- Preference Shares	3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred Amount per Shares/ Debenture/Unit			Rs.)			
Ledger Folio of Trans	sferor					
Transferor's Name						
	Surname	middle name	first name			
Ledger Folio of Trans	sferee					
Transferee's Name						
	Surname	middle name	first name			

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
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		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		
Value of	Total Daid up Value	١

Type of Securities		Nominal Value of each Unit		Paid up Value of each Unit	Total Paid up Value
Securilles	Securities	each offit	Value	each omit	
Total					

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

(i) Turnover

103,412,057,411.35

(ii) Net worth of the Company

23,217,454,060

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	Equ	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)						
	ber of shareholders (Promoters+Public n promoters)	c/ 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			ectors at the end e 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

(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 CHOUDHAR)	08683158	Whole-time directo	0	
KOLLA PRABHAKAR	08626124	Director	0	
HEMANT GUNDOPAN	09366283	Director	0	
POOJA VASANTH KUN	AHEPV0658E	Company Secretar	0	

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

Name		beginning / during	ichange in decignation/	Nature of change (Appointment/ Change in designation/ Cessation)
AMITESH KUMAR JHA	ESH KUMAR JHA 07422686 Director		07/12/2021	Cessation
HEMANT GUNDOPAN	09366283	Additional director	07/12/2021	Appointment

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

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

Type of meeting

Date of meeting

Total Number of Members entitled to attend meeting

Number of members

Number of members

% of total

Type of meeting	Date of meeting		E BLANCE AND STORY COLUMN AND COLUMN STORY	% of total shareholding
ANNUAL GENERAL MEETI	08/11/2021	2	2	100

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	20/07/2021	3	3	100
2	07/09/2021	3	3	100
3	07/12/2021	3	3	100
4	28/12/2021	3	3	100

2

S. No	o. Date	of meeti	ng	associate	Total Number of directors associated as on the date of meeting					Attenda	ince		
				0	ı meeu	ng	Num atten	ber of director ded	S	% of at	tendance		
5		/03/2022	2		3			2			66.67	66.67	
COM	MITTEE MEET	INGS								•			
umber c	of meetings held				0								
						O Lanconia II. contra				Attendan	ce		
S.		pe of eeting	Date o	f meeting	of Mer	Number mbers as				r			
				J	the me		attend	per of members ded	5		% of attendar	nce	
	1												
*ATTE	ENDANCE OF	DIRECT	TORS										
				Board Me	eetings	6			Commit	tee Meetii	ngs	Whether	
S. No.	Name of the director	Number Meetings	s which	Number Meetings		% of		Number of Meetings which director was	ch Number of Meetings		% of	attended AGM held on	
		entitled t		attended		attendand	e	entitled to	atten		28/09/2022		
		allend						atterio				(Y/N/NA)	
1	SATYAM CHO	5	j	5		100)	0		0	0	No	
2	KOLLA PRAB	5	5	5		100)	0		0	0	No	
3	HEMANT GUI	2		1		50		0		0	0	Not Applicabl	
X. *RE	MUNERATION	OF DIF	RECTO	RS AND	KEY	MANAG	ERIA	L PERSONN	EL				
	Nil												
umber o	of Managing Dire	ector, Who	ole-time	Directors	and/o	r Manager	whos	e remuneratior	n details	to be ente	ered 1		
S. No.	Name		Desig	nation	Gros	ss Salary	С	ommission		Option/ equity	Others	Total Amount	
1	SATYAM CH	OUDHW	/hole-ti	me Dire	17,3	385,623		0	36,52	8,829		53,914,452	
	Total				17,3	385,623		0	36,52	8,829		53,914,452	
umber c	of CEO, CFO an	d Compa	ny secre	etary who	se rem	uneration (details	to be entered			0		
S. No.	Name		Desig	nation	Gros	ss Salary	С	ommission		Option/ equity	Others	Total Amount	
1												0	
							\perp					-500	

Total

Number c	ber of other directors whose remuneration details to be entered								0		
S. No.	Nar	пе	esignation	Gross S	alary	Commission	Stock C Sweat 6		Others	To	
1										()
	Total										
A. Wh	ether the cor visions of the		le compliand ct, 2013 duri	ces and disclo		n respect of app	liaabla -	es (○ No		
		UNISHMENT -			COMPA	NY/DIRECTOF	S /OFFICER	s⊠ N	il		
Name of companion		Name of the concerned Authority	(C) PERSONAL (C)	of Order	section	of the Act and n under which sed / punished	Details of pe punishment		Details of appea		
(B) DET	AILS OF CO	MPOUNDING	OF OFFENO	CES N	<u> </u> Jil						
Name of company officers	f the y/ directors/	Name of the concerned Authority		e of Order	section	e of the Act and on under which ce committed	Particulars offence	of	Amount of con Rupees)	npounding	(in
XIII. Wh		lete list of sha	reholders, (debenture ho	olders h	as been enclo	sed as an att	achment	i		
XIV. CO	OMPLIANCE	OF SUB-SEC	ΠΟΝ (2) OF	SECTION 92	2, IN CA	SE OF LISTED	COMPANIES	S			
						al of Ten Crore he annual retur			over of Fifty Cro	ore rupees	or
Name	е		PRATHIBH	A PRIYA M F	₹						
Whet	her associat	e or fellow	(Associa	te	Fellow					
Cert	ificate of pra	ctice 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

			Deciaration			
I am Au	thorised by the Board of	Directors of the compa	any vide resolution	no 7	dated	26/09/2022
	l/YYYY) to sign this form					
1.	Whatever is stated in the subject matter of the					formation material to naintained by the company.
2.	All the required attachr	nents have been comp	letely and legibly a	ttached to this forr	m.	
	attention is also drawn ment for fraud, punish					Act, 2013 which provide fo
To be d	igitally signed by					
Director	,	KOLLA Digitally signed by PRABHAKA Digitally signed by 100 PRABHAKA Digitally signed by 110 PRABHAKAR Digitally 110 PRABHAKAR Digitally 110 PRABHAKAR Digitally 110 PRABHAKAR Digitally signed by 110 PRABHAKAR DIGITAL SIGNED BY 110 PRABHA				
DIN of t	he director	08626124				
To be o	ligitally signed by	POOJA Digitally signed by POOJA VASANTHK WASANTHKIMAR Date: 2022.11.21 12:04:35-9630				
Com	pany Secretary					
Com	pany secretary in practi	ce				
Member	ship number 34051		Certificate of pra-	ctice number		
	Attachments				Lis	st of attachments
	1. List of share holders	s, debenture holders		Attach		olders - IKS 31032022.pdf
	2. Approval letter for e	xtension of AGM;		Attach	IKS_Form MG	T 8 - 2021-22-signed.pdf
	3. Copy of MGT-8;			Attach		
	4. Optional Attacheme	ent(s), if any		Attach		
					F	Remove attachment

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

Check Form

Modify

Prescrutiny

Submit

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 2022

SI. No	Name of Shareholder	Address	DP Id/ Client Id or Folio No.	No. of Shares held	Type of shares	Amount per shares	% of shares held
1	Klick2shop Logistics Services 80 Robinson Road, International #02-00 Singapore		Logistics 80 Robinson Road, 19579623 793,38 nternational #02-00 Singapore		Equity Shares	10	100
	Private Limited, Singapore	068898	03	1,06,43,94,962	Silares		
2	* Ira Shukla Sharma	Flat No. G 1406, Brigade Metropolis, Mahadevapura, Garudacharpalya, Whitefield, Bengaluru – 560048	06	1	Equity Shares	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

POOJA Digitally signed by POOJA VASANTHKUMAR Date: 2022.11.18 16:34:34 +05'30'

Pooja Vasanth Kumar Company Secretary Membership no: 34051

Address: 24, Park Road, Tasker Town off Queen's Road,

Shivajinagar Bangalore - 560051

PS

PRATHIBHA PRIYA & 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

I have examined the registers, records and books and papers of **Instakart Services Private Limited**, bearing Corporate Identification Number (CIN) U74900KA2015PTC080778 ("the Company"), as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder and the provisions contained in the Memorandum and Articles of Association of the Company, for the financial year ended on March 31, 2022. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers, and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year:
 - 1. The Company has complied with provisions of the Act & the rules made thereunder in respect of its status under the Act as mentioned against each point in this Certificate below.
 - 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. The Company has duly filed the forms and returns with the Registrar of Companies, Karnataka, ("the ROC"), Regional Director, Central Government, the Tribunal, court, and other authorities, wherever applicable, as required under the Act and the rules made there under, within the prescribed time except in one instance wherein INC-28 was taken on record after filing condonation of delay order.
 - 4. The Company had called / convened and held the meetings of the Board of Directors and 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 passed were properly recorded in the Minutes Book maintained for the purpose and the same have been signed.

With respect to the Board Meetings and General Meetings, the Company has generally complied with the Secretarial Standards notified by the Institute of Company Secretaries of India (ICSI) as required under Section 118(10) of the Act.

PS

PRATHIBHA PRIYA & ASSOCIATES

COMPANY SECRETARIES

- 5. There was no occasion for the Company to close its Register of Members.
- 6. The Company has not given loans to its directors and/or to the persons or firms or companies as referred in section 185 of the Act.
- 7. All the transactions entered in to by the Company with its related parties were in the ordinary course of business and on an arm's length basis. Therefore, the compliance with the provisions of Section 188 of the Act is not applicable.
- 8. I] The Company has issued and allotted equity shares on rights basis to the existing shareholder as detailed in the table below:

SI. No	Date of Allotment	Name of the Shareholder	Number of Shares Allotted
1	20/04/2021		5,40,00,000
2	04/08/2021	Klick2shop Logistics Services	25,72,50,000
3	14/12//2021	International Private Limited	4,16,66,666
4	12/01/2022		61,28,740

With respect to the aforesaid issue and allotment of shares, the Company has taken necessary approval from the Board of Directors, has complied with the provisions of Section 62 and other applicable provisions of the Act, has filed necessary returns with the ROC, issued share certificates and has made necessary entries in the statutory register as required under the Act.

- II] The Company has not increased its authorised share capital or has approved any reduction of share capital / received any request for recording transfer or transmission of shares / conversion of shares / securities. The Company has not issued preference shares / debentures; hence redemption of the same is not applicable.
- 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/interim dividend during/for the said financial year. Hence, the question of depositing the dividend amount in a separate account and transfer of unpaid / unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act is not applicable.

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PRATHIBHA PRIYA & ASSOCIATES

COMPANY SECRETARIES

- 11. The audited financial statements of the Company and the report of Board of Directors and its annexures are signed as required under Section 134 the Act and the rules made thereunder.
- 12. I] The Board of Directors of the Company is properly constituted as required under the Act and the Articles of Association.

II] The following changes took place in the Board:

Sl. No.	Name of the Director	Date of Change	Nature of Change
1	Mr. Hemant Gundopant Badri	07/12/2021	Appointment as an Additional Director
2	Mr. Amitesh Kumar Jha	07/12/2021	Resignation of as a Director

In connection with the aforesaid changes in the Board, the Company has filed necessary forms with the ROC and has made necessary entries in the statutory register and has complied with all the applicable provisions of the Act.

III] There was no re-appointment / retirement / filling up casual vacancies of Directors and Key Managerial Personnel.

IV] The Company has received notices of interest from all the directors in Form MBP-1, pursuant to Section 184 of the Act, disclosing their concern or interest in other companies / bodies corporates / firms / association of individuals and the same were taken note at the Board Meeting as required under the Act and has made necessary entries in the statutory register.

- V] The Company has paid remuneration to the Whole-time Director as per the terms of employment.
- 13. 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.
- 14. The Company had no occasion to obtain any approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.

PRATHIBHA PRIYA & ASSOCIATES

COMPANY SECRETARIES

- 15. The Company has not accepted / renewed / repaid any deposits.
- I] The Company has availed various unsecured facilities from the Banks and unsecured inter corporate loans from related parties upon obtaining necessary approvals as required under the Act.
 - II] The creation / modification of charge is not applicable.
 - III] The Company has not borrowed from its directors, members, and others.
- 17. I] The Company has provided unsecured inter-corporate loans to other bodies corporates after obtaining necessary approvals from the Board of Directors as required under section 179(3) of the Act and such loans given are within the limits specified under Section 186 of the Act.
 - II] The Company has made investments in other bodies corporate after taking necessary approvals from the Board of Directors as required under the Act.
 - III] The Company has not given any guarantee or provided any securities to other bodies corporates falling under the provisions of Section 186 of the Act.
- 18. The Company has not altered the provisions of Memorandum and Articles of Association.

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

PRATHIBHA PRIYA MYSORE MYSORE RAGHUVEER RAGHUVEER/

Digitally signed by PRATHIBHA PRIYA Date: 2022.11.16 15:51:49 +05'30'

M. R. PRATHIBHA PRIYA

Proprietor

FCS No.: 12224; C. P. No. 11362 UDIN: F012224D001783180

Date : November 16, 2022

Place: Bengaluru