

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]



सत्यमेव जयते

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

L74140MH1986PLC039547

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACM3467C

(ii) (a) Name of the company

SUPRA PACIFIC MANAGEMENT

(b) Registered office address

No: 3, Ground Floor, Building No: 12, Amar Niketan
Nr. JB Nagar Post Office, JB Nagar, Andheri East
Mumbai
Mumbai City
Maharashtra
400050

(c) *e-mail ID of the company

cs@suprapacific.com

(d) *Telephone number with STD code

04846725566

(e) Website

www.suprapacific.com

(iii) Date of Incorporation

11/04/1986

| (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 | BSE LIMITED | 1 |
| | | |

(b) CIN of the Registrar and Transfer Agent

U67120MH1993PTC074079

Pre-fill

Name of the Registrar and Transfer Agent

PURVA SHAREGISTRY (INDIA) PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

9, SHIV SHAKTI INDUSTRIAL ESTATE, J.R.BORICHA MARG
LOWER PAREL (EAST)

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM 30/09/2022

(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 1

| S.No | Main Activity group code | Description of Main Activity group | Business Activity Code | Description of Business Activity | % of turnover of the company |
|------|--------------------------|------------------------------------|------------------------|----------------------------------|------------------------------|
| 1 | K | Financial and insurance Service | K8 | Other financial activities | 100 |

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/ Joint Venture | % of shares held |
|------|----------------------------|-----------------------|--|------------------|
| 1 | SANAT MULTITRADE PRIVATE I | U74110MH2012PTC230305 | Associate | 33.49 |

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 | 50,000,000 | 9,120,161 | 9,120,161 | 9,120,161 |
| Total amount of equity shares (in Rupees) | 500,000,000 | 91,201,610 | 91,201,610 | 91,201,610 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Equity Share Capital | | | | |
| Number of equity shares | 50,000,000 | 9,120,161 | 9,120,161 | 9,120,161 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 500,000,000 | 91,201,610 | 91,201,610 | 91,201,610 |

(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 |
|------------------------------|------------------|-----------|---------|----------------------|----------------------|---------------|
| Equity shares | Physical | DEMAT | Total | | | |
| At the beginning of the year | 575,400 | 4,925,400 | 5500800 | 55,008,000 | 55,008,000 | |

| | | | | | | |
|---|---------|-----------|---------|------------|------------|------------|
| Increase during the year | 0 | 3,619,361 | 3619361 | 36,193,610 | 36,193,610 | 25,335,527 |
| i. Pubic 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 | 3,619,361 | 3619361 | 36,193,610 | 36,193,610 | 25,335,527 |
| 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 | 575,400 | 8,544,761 | 9120161 | 91,201,610 | 91,201,610 | |
| | | | | | | |
| 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 | | | | | | |
| | | | | | | |
| At the end of the year | 0 | 0 | 0 | 0 | 0 | |

ISIN of the equity shares of the company

INE268T01015

(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 | | | |
| Date of registration of transfer (Date Month Year) | | | |
| Type of transfer | | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock | |
| Number of Shares/ Debentures/ Units Transferred | | Amount per Share/ Debenture/Unit (in Rs.) | |

| | | | |
|----------------------------|---------|-------------|------------|
| Ledger Folio of Transferor | | | |
| Transferor's Name | | | |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | | | |
| Transferee's Name | | | |
| | Surname | middle name | first name |

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

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

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|------------------------|-------------|
| Non-convertible debentures | 265,455 | 1000 | 265,455,000 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------|-----------------|------------------------|-------------|
| Total | | | 265,455,000 |

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 | 143,310,000 | 122,145,000 | 0 | 265,455,000 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) Securities (other than shares and debentures)

1

| Type of Securities | Number of Securities | Nominal Value of each Unit | Total Nominal Value | Paid up Value of each Unit | Total Paid up Value |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
| Subordinated Debt | 9,360 | 1000 | 9,360,000 | 1000 | 9,360,000 |
| | | | | | |
| Total | 9,360 | | 9,360,000 | | 9,360,000 |

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

(i) Turnover

62,526,824.05

(ii) Net worth of the Company

113,405,180.37

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 | 1,070,836 | 11.74 | 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) | 3,054,764 | 33.49 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 4,125,600 | 45.23 | 0 | 0 |

Total number of shareholders (promoters)

5

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

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 4,344,233 | 47.63 | 0 | |
| | (ii) Non-resident Indian (NRI) | 644,514 | 7.07 | 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) | 5,112 | 0.06 | 0 | |
| 10. | Others Clearing Members | 702 | 0.01 | 0 | |
| | Total | 4,994,561 | 54.77 | 0 | 0 |

Total number of shareholders (other than promoters)

1,972

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

1,977

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 | 5 | 5 |
| Members (other than promoters) | 1,255 | 1,972 |
| Debenture holders | 145 | 320 |

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 | 1 | 2 | 1 | 2 | 5.36 | 1.03 |
| B. Non-Promoter | 0 | 3 | 0 | 3 | 0 | 0 |
| (i) Non-Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Independent | 0 | 3 | 0 | 3 | 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 | 5 | 1 | 5 | 5.36 | 1.03 |

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) |
|---------------------------|------------|-------------------|--------------------------------|--|
| JOBY GEORGE | 06429801 | Managing Director | 488,470 | |
| SANDEEP BABU THOMAS | 08242822 | Director | 46,948 | |
| MANIKIAM CHENGALAKRISHNAN | 08381815 | Director | 46,948 | |
| ABIDH ABUBAKKAR | 08569590 | Director | 102 | 19/10/2022 |
| MURALI | 09201589 | Director | 2 | |
| WINEY MATHEW | 08771809 | Director | 0 | 31/07/2022 |
| LEENA YEZHUVATH | ACGPY5799L | Company Secretary | 0 | |
| JITHIN GEORGE | BZSPG0299P | CFO | 0 | |

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

7

| 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) |
|-----------------------|------------|--|---|--|
| MURALI | 09201589 | Additional director | 13/08/2021 | Appointment |
| MURALI | 09201589 | Director | 30/09/2021 | Change in designation |
| DIPU GEORGE | BQDPG2894Q | Company Secretary | 30/11/2021 | Cessation |
| LEENA YEZHUVATH | ACGPY5799L | Company Secretary | 01/12/2021 | Appointment |
| RESHMI VELLORE HARISH | AJWPR2795L | CFO | 31/12/2021 | Cessation |
| JITHIN GEORGE | BZSPG0299P | CFO | 01/01/2022 | Appointment |
| SABU THOMAS | 08224794 | Director | 13/08/2021 | Cessation |

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

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

Number of meetings held

1

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance | |
|------------------------|-----------------|--|----------------------------|-------------------------|
| | | | Number of members attended | % of total shareholding |
| Annual General Meeting | 30/09/2021 | 1,977 | 21 | 39.88 |

B. BOARD MEETINGS

*Number of meetings held

15

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 22/04/2021 | 6 | 6 | 100 |
| 2 | 03/05/2021 | 6 | 6 | 100 |
| 3 | 26/05/2021 | 6 | 6 | 100 |
| 4 | 28/06/2021 | 6 | 6 | 100 |
| 5 | 21/07/2021 | 6 | 6 | 100 |
| 6 | 13/08/2021 | 6 | 6 | 100 |
| 7 | 03/09/2021 | 6 | 6 | 100 |
| 8 | 13/09/2021 | 6 | 6 | 100 |
| 9 | 13/11/2021 | 6 | 6 | 100 |
| 10 | 10/12/2021 | 6 | 6 | 100 |
| 11 | 11/01/2022 | 6 | 5 | 83.33 |
| 12 | 25/01/2022 | 6 | 5 | 83.33 |

C. COMMITTEE MEETINGS

Number of meetings held

12

| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Attendance | |
|--------|-----------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 1 | Audit Committee | 28/06/2021 | 3 | 3 | 100 |
| 2 | Audit Committee | 13/08/2021 | 3 | 3 | 100 |

| 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 |
| 3 | Audit Committee | 03/09/2021 | 3 | 3 | 100 |
| 4 | Audit Committee | 13/11/2021 | 3 | 3 | 100 |
| 5 | Audit Committee | 12/02/2021 | 3 | 3 | 100 |
| 6 | Nomination and Remuneration Committee | 28/06/2021 | 3 | 3 | 100 |
| 7 | Nomination and Remuneration Committee | 13/08/2021 | 3 | 3 | 100 |
| 8 | Nomination and Remuneration Committee | 13/11/2021 | 3 | 3 | 100 |
| 9 | Stakeholders Forum | 28/06/2021 | 3 | 3 | 100 |
| 10 | Stakeholders Forum | 13/08/2021 | 3 | 3 | 100 |

D. *ATTENDANCE OF DIRECTORS

| S. No. | Name of the director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on |
|--------|----------------------|--|-----------------------------|-----------------|--|-----------------------------|-----------------|------------------------------|
| | | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | 30/09/2022 |
| | | | | | | | | (Y/N/NA) |
| 1 | JOBY GEORGE | 15 | 15 | 100 | 9 | 9 | 100 | Yes |
| 2 | SANDEEP BANERJEE | 15 | 15 | 100 | 3 | 3 | 100 | Yes |
| 3 | MANIKIAM CHANDRAN | 15 | 14 | 93.33 | 0 | 0 | 0 | Yes |
| 4 | ABIDH ABUBAKAR | 15 | 15 | 100 | 12 | 12 | 100 | Yes |
| 5 | MURALI | 10 | 10 | 100 | 9 | 9 | 100 | Yes |
| 6 | WINEY MATHAN | 15 | 14 | 93.33 | 0 | 0 | 0 | Not Applicable |

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 | JOBY GEORGE | Managing Director | 1,200,000 | 0 | 0 | 0 | 1,200,000 |
| | Total | | 1,200,000 | 0 | 0 | 0 | 1,200,000 |

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

4

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|---------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | LEENA YEZHUVAT | Company Secre | 220,000 | 0 | 0 | 0 | 220,000 |
| 2 | JITHIN GEORGE | CFO | 300,000 | 0 | 0 | 0 | 300,000 |
| 3 | DIPU GEORGE | Company Secre | 601,000 | 0 | 0 | 0 | 601,000 |
| 4 | RESHMI VELLORE | CFO | 1,038,000 | 0 | 0 | 0 | 1,038,000 |
| | Total | | 2,159,000 | 0 | 0 | 0 | 2,159,000 |

Number of other directors whose remuneration details to be entered

6

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|-------------|--------------|------------|-------------------------------|---------|-----------------|
| 1 | SANDEEP BABU T | Director | 0 | 0 | 0 | 90,000 | 90,000 |
| 2 | MANIKIAM CHENG | Director | 0 | 0 | 0 | 80,000 | 80,000 |
| 3 | ABIDH ABUBAKKA | Director | 0 | 0 | 0 | 80,000 | 80,000 |
| 4 | MURALI | Director | 0 | 0 | 0 | 80,000 | 80,000 |
| 5 | WINEY MATHEW | Director | 0 | 0 | 0 | 70,000 | 70,000 |
| 6 | SABU THOMAS | Director | 0 | 0 | 0 | 10,000 | 10,000 |
| | Total | | 0 | 0 | 0 | 410,000 | 410,000 |

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

As per MGT-8 attached herewith

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 ABHILASH NEDIYALIL ABRAHAM

Whether associate or fellow ☐ Associate ☒ Fellow

Certificate of practice number 14524

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. ... 18 dated 06/09/2022

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIGITALLY SIGNED BY
JOBY GEORGE
Date: 2022.11.23
16:52:58 +05'30'

DIN of the director

06429801

To be digitally signed by

DIGITALLY SIGNED BY
LEENA YEZHUVATHI
Date: 2022.11.23
17:29:43 +05'30'

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

List of Equity Shareholders.pdf
MGT-8.pdf
meetings.pdf
List of Debenture Holders.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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

R. SUPRA. FOT.

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B. SUDRA DER 2053

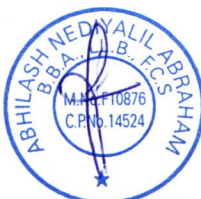
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FORM NO. MGT - 8

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

I have examined the registers, records and books and papers of SUPRA PACIFIC MANAGEMENT CONSULTANCY LIMITED (CIN No: L74140MH1986PLC039547) as required to be maintained under the Companies Act, 2013 and the Rules made thereunder for the financial year ended on 31.03.2022. 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:

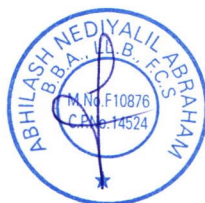
- A. The annual return states the facts as at the close of the financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made thereunder except to the extent qualified/reserved specifically hereunder in respect of:
 - 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 with the Registrar of Companies, Regional Director, Central Government, the tribunal, court or other authorities within the prescribed time *except that there was 160 days delay in filing Form MGT-14 for appointment of Internal Auditor for the financial year 2021-22;*
 - 4. Calling/convening/holding meeting 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/security holders, as the case may be;
6. No advances/ loans to its directors and /or persons or firms or companies referred in Section 185 of the Act were made during the period under review and hence Section 185 is not applicable;
7. Contracts/ arrangements with related parties as specified in Section 188 of the Act;
8. No buy-back of securities or no alteration of authorised share capital or no reduction of share capital/conversion of shares/ securities were made during the period under certification. The company had issued 36,19,361 equity shares of Rs. 10/- each issued at premium of Rs. 7/- aggregating Rs. 61,529,137 issued to non-promoters on a preferential basis by passing special resolution on 29/08/2021 and allotted shares on 13/09/2021. Further the Company had issued following Secured Non-Convertible Debentures on private placement basis;

| Sl. No | Date of issue | No of Securities | Face Value and Price | Date of allotment | The number of persons to whom allotment on preferential basis |
|--------|---------------|------------------|---|-------------------|---|
| 1 | 29.03.2021 | 14,500 | Rs. 1000 per NCD aggregating to Rs. 1,45,00,000 | 22.04.2021 | 19 |
| 2 | 03.05.2021 | 49,975 | Rs. 1000 per NCD aggregating to Rs. 4,99,75,000 | 26.05.2021 | 77 |



| | | | | | |
|---|------------|--------|--|------------|----|
| 3 | 11.01.2022 | 57,670 | Rs. 1000 per NCD aggregating to Rs.5,76,70,000 | 21.02.2022 | 79 |
|---|------------|--------|--|------------|----|

Further, transfer/ transmission of shares were made during the period under review in compliance with Companies Act, 2013;

9. No instances of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
10. No 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 and hence Section 125 is not applicable;
11. Signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub section (3), (4) and (5) thereof;
12. Constitution /appointment /reappointment /retirement / filing up casual vacancies/ disclosures of the directors, Key Managerial Personnel and the remuneration paid to them *except that Disclosure of Interest as per Sec. 184 of Companies Act, 2013 and Declaration of Independence as per Sec. 149 of Companies Act, 2013 from Independent Directors are not taken/ considered in the first Board meeting after the close of the financial year;*
13. Appointment/ reappointment/ filing up casual vacancies of auditors as per the provisions of Section 139 of the Act;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. Acceptance/ renewal/ repayment of deposits; not required to be complied since the company has not accepted any deposits during the period of certification;

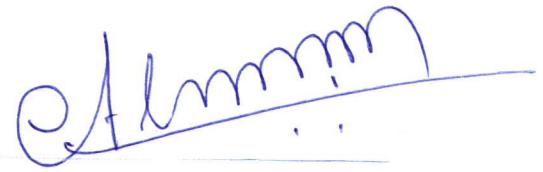


16. Borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect;
17. No loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act during the period under review;
18. No alteration of the provisions of the memorandum and no articles of association of the company was carried out during the period under certification.

UDIN: F010876D001912292

Unique Code No. I2015KE2046800

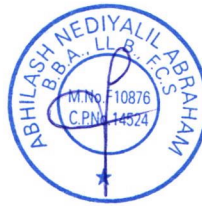
PR No. 728/2020



ABHILASH NEDIYALIL ABRAHAM
B.B.A,LL.B.,F.C.S
Practising Company Secretary
M.No.F10876,C.P.No. 14524
Bldg No.46/2504-B, Haritha Road,
Vennala, Kochi - 682028

Place: Kochi

Date : 19.11.2022



B. BOARD MEETINGS (CONTINUED)

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 13 | 12/02/2022 | 6 | 6 | 100 |
| 14 | 21/02/2022 | 6 | 6 | 100 |
| 15 | 30/03/2022 | 6 | 6 | 100 |

C. COMMITTEE MEETINGS (CONTINUED)

| S. No. | Type of meeting | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-------------------------------------|-----------------|--|------------------------------|-----------------|
| | | | | Number of directors attended | % of attendance |
| 11 | Stakeholders Relationship Committee | 13/11/2021 | 3 | 3 | 100 |
| 12 | Risk Management Committee | 12/02/2022 | 3 | 3 | 100 |