

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	U67120PB1996PTC017604	Pre-fill						
Global Location Number (GLN) of the company								
* Permanent Account Number (PAN) of the company	AACCP1968P							
(ii) (a) Name of the company	SUBHLAKSHMI FINANCE PRIVA							
(b) Registered office address	H.NO,B336, GURU NANAK COLONY, GALI NO-2 NA SANGRUR Punjab 148001 India							
(c) * e-mail ID of the company	CO*****							
(d) * Telephone number with STD code	01*****18							
(e) Website	www.subhlakshmi.in							
(iii) Date of Incorporation	19/01/1996							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Private Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table>		Type of the Company	Category of the Company	Sub-category of the Company	Private Company	Company limited by shares	Indian Non-Government company
Type of the Company	Category of the Company	Sub-category of the Company						
Private Company	Company limited by shares	Indian Non-Government company						
(v) Whether company is having share capital	<input checked="" type="radio"/> Yes	<input type="radio"/> No						
(vi) * Whether shares listed on recognized Stock Exchange(s)	<input type="radio"/> Yes	<input checked="" type="radio"/> No						

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	27,000,000	19,448,094	19,448,094	19,448,094
Total amount of equity shares (in Rupees)	270,000,000	194,480,940	194,480,940	194,480,940

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	27,000,000	19,448,094	19,448,094	19,448,094

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	270,000,000	194,480,940	194,480,940	194,480,940

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	3,000,000	1,900,000	1,429,167	1,429,167
Total amount of preference shares (in rupees)	30,000,000	19,000,000	14,291,670	14,291,670

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	3,000,000	1,900,000	1,429,167	1,429,167
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	30,000,000	19,000,000	14,291,670	14,291,670

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	19,379,094	0	19379094	193,790,940	193,790,940	
Increase during the year	69,000	0	69000	690,000	690,000	414,000
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	69,000	0	69000	690,000	690,000	414,000
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				0	0	
NIL						
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				0	0	
NIL						
At the end of the year	19,448,094	0	19448094	194,480,940	194,480,940	
Preference shares						
At the beginning of the year	743,750	0	743750	7,437,500	7,437,500	
Increase during the year	685,417	0	685417	6,854,170	6,854,170	47,979,190
i. Issues of shares	685,417	0	685417	6,854,170	6,854,170	47,979,190
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
NIL						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	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						
At the end of the year	1,429,167	0	1429167	14,291,670	14,291,670	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

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

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

Date of registration of transfer (Date Month Year)	<input type="text"/>
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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

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

(i) Turnover

453,255,081

(ii) Net worth of the Company

534,170,523

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	13,362,094	68.71	20,000	1.4
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	6,061,000	31.17	1,029,167	72.01
10.	Others	0	0	0	0
	Total	19,423,094	99.88	1,049,167	73.41

Total number of shareholders (promoters)

13

(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	25,000	0.13	180,000	12.59
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	200,000	13.99
10.	Others NIL	0	0	0	0

	Total	25,000	0.13	380,000	26.58
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Total number of shareholders (other than promoters)

8

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

21

**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	13	13
Members (other than promoters)	8	8
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	3	0	3	0	45.1	0
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	3	3	3	3	45.1	0

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

9

(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)
Ashish Kumar Gupta	01819088	Director	0	
Durgeshwar Kumar Mis	05155290	Director	2,659,750	
Bipin Bihari Sharma	06745272	Director	3,057,011	
Durgeshwar Kumar Mis	ALCPM5963F	CEO	0	
Bipin Bihari Sharma	ALLPB4359F	CFO	0	
Sanjeev Kumar Yadav	03110672	Director	3,054,511	
Aditya Prasad	09800130	Director	0	
Navin Kumar Maini	00419921	Director	0	31/08/2024
Bhupin Khanna	CTVPK7413D	Company Secretar	0	16/04/2024

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

2

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)
Navin Kumar Maini	00419921	Additional director	01/08/2023	Appointment
Aditya Prasad	09800130	Additional director	01/08/2023	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

2

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	01/08/2023	14	13	99.87
Extra Ordinary General Mee	26/10/2023	14	12	99.72

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/06/2023	6	6	100
2	29/09/2023	6	6	100
3	15/01/2024	6	6	100
4	19/03/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

15

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	23/06/2023	4	4	100
2	Audit Committee	15/01/2024	4	4	100
3	Risk Management	19/03/2024	4	4	100
4	Borrowing Committee	09/05/2023	3	3	100
5	Borrowing Committee	26/06/2023	3	3	100
6	Borrowing Committee	29/06/2023	3	2	66.67
7	Borrowing Committee	12/07/2023	3	3	100
8	Borrowing Committee	19/07/2023	3	3	100
9	Borrowing Committee	30/08/2023	3	3	100
10	Borrowing Committee	28/09/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 23/09/2024 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Ashish Kumar	4	4	100	2	2	100	No
2	Durgeshwar K	4	4	100	15	15	100	Yes

3	Bipin Bihari Sh	4	4	100	15	14	93.33	Yes
4	Sanjeev Kuma	4	4	100	15	13	86.67	Yes
5	Aditya Prasad	4	4	100	1	1	100	No
6	Navin Kumar M	4	4	100	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

0

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

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Durgeshwar Kumar	CEO & Executiv	7,245,000	0	0	0	7,245,000
2	Bipin Bihari Sharma	CFO & Executiv	7,245,000	0	0	0	7,245,000
3	Bhupin Khanna	Company Secre	573,476	0	0	0	573,476
	Total		15,063,476	0	0	0	15,063,476

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sanjeev Kumar Yad	COO & Executiv	7,245,000				7,245,000
2	Navin Kumar Maini	Independent Dir	270,000				270,000
3	Aditya Prasad	Independent Dir	290,000				290,000
4	Ashish Kumar Gupt	Independent Dir	280,000				280,000
	Total		8,085,000	0			8,085,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

Julkar Nain

Whether associate or fellow

Associate Fellow

Certificate of practice number

18042

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. 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 

DIN of the director

To be digitally signed by 

- 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

List of attachments

List of Shareholders 31032024.pdf

Form MGT-8_2023-24.pdf

Committee Meeting Details 31032024.pdf

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

LIST OF COMMITTEE MEETINGS HELD DURING THE
FINANCIAL YEAR 2023-2024

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS						
C. COMMITTEE MEETINGS						
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 Meeting	23/06/2023	4	4	100	
2	Audit Committee Meeting	15/01/2024	4	4	100	
3	Risk Management Committee Meeting	19/03/2024	4	4	100	
4	Borrowing Committee Meeting	09/05/2023	3	3	100	
5	Borrowing Committee Meeting	26/06/2023	3	3	100	
6	Borrowing Committee Meeting	29/06/2023	3	2	66.67	
7	Borrowing Committee Meeting	12/07/2023	3	3	100	
8	Borrowing Committee Meeting	19/07/2023	3	3	100	
9	Borrowing Committee Meeting	30/08/2023	3	3	100	
10	Borrowing Committee Meeting	28/09/2023	3	3	100	
11	Borrowing Committee Meeting	03/11/2023	3	3	100	
12	Borrowing Committee Meeting	24/11/2023	3	2	66.67	
13	Borrowing Committee Meeting	28/12/2023	3	3	100	
14	Borrowing Committee Meeting	28/02/2024	3	2	66.67	
15	Borrowing Committee Meeting	16/03/2024	3	3	100	

By order of the Board
SUBHLAKSHMI FINANCE PRIVATE LIMITED



ISHA KALRA
Company Secretary
M. No.-A24748

Subhlakshmi Finance Private Limited (CIN: U67120PB1996PTC017604, GSTIN - 06AACCP1968P1ZV)

Corporate Office: Unit No. - 904A - 904B, 9th Floor, Tower-C, Unitech Cyber Park, Sector-39, Gurugram 122003, Haryana

Regd. Office: H.No.-B336, Guru Nanak Colony, Gali No. 2, Sangrur, Punjab-148001

Ph: +0124-4233318 : E-mail: corporate.compliance@subhlakshmi.in : Website:www.subhlakshmi.in

LIST OF SHAREHOLDERS AS ON 31.03.2024

S. No.	Category & Name of the Shareholders	Type of Shares	Nos. of shares	Paid up value (In Rs.)	% of Current shareholding
A.	Individual				
i)	Sanjeev Kumar Yadav	Equity Shares	30,54,511	3,05,45,110	15.71%
ii)	Bipin Bihari Sharma	Equity Shares	30,57,011	3,05,70,110	15.72%
iii)	Rakesh Kumar Dubey	Equity Shares	17,24,750	1,72,47,500	8.87%
iv)	Rita Dubey	Equity Shares	16,02,500	1,60,25,000	8.24%
v)	Durgeshwar Kumar Mishra	Equity Shares	26,59,750	2,65,97,500	13.68%
vi)	Malti Devi	Equity Shares	5,50,000	55,00,000	2.83%
vii)	Ragni Gupta	Equity Shares	25,000	2,50,000	0.13%
viii)	Vijay Kumar Ojha	Equity Shares	29,762	2,97,620	0.15%
	Sub-Total (A)		1,27,03,284	12,70,32,840	65.32%
B	Body Corporate				
i)	Creyatech Private Limited	Equity Shares	40,60,000	4,06,00,000	20.88%
ii)	RDBS Investments Private Limited	Equity Shares	20,01,000	2,00,10,000	10.29%
	Sub-Total (B)		60,61,000	6,06,10,000	31.17%
C	Other /Hindu Undivided Family				
i)	Rakesh Kumar Dubey HUF	Equity Shares	2,50,774	25,07,740	1.29%
ii)	Sanjeev Kumar Yadav HUF	Equity Shares	1,23,512	12,35,120	0.64%
iii)	Durgeshwar Kumar Mishra HUF	Equity Shares	1,18,274	11,82,740	0.61%
iv)	Bipin Bihari Sharma HUF	Equity Shares	1,91,250	19,12,500	0.98%
	Sub-Total (C)		6,83,810	68,38,100	3.52%
	Total Equity Shareholding(A+B+C)		1,94,48,094	19,44,80,940	100.00%
D	Individual				
i)	Geetanjali Malik	Preference Shares	40,000	4,00,000	2.80%
ii)	Suman Gupta	Preference Shares	40,000	4,00,000	2.80%
iii)	Dev Nath Mishra	Preference Shares	30,000	3,00,000	2.10%
iv)	Rishabh Dubey	Preference Shares	25,000	2,50,000	1.75%
v)	Mansha Dubey	Preference Shares	25,000	2,50,000	1.75%
vi)	Sadhna Dwivedi	Preference Shares	20,000	2,00,000	1.40%
vii)	Vijay Kumar Ojha	Preference Shares	20,000	2,00,000	1.40%
	Sub-Total (D)		2,00,000	20,00,000	13.99%
E	Body Corporate				
i)	Zoom Insurance Brokers Private Limited	Preference Shares	2,00,000	20,00,000	13.99%
ii)	Creyatech Private Limited	Preference Shares	10,29,167	1,02,91,670	72.01%
	Sub-Total (E)		12,29,167	1,22,91,670	86.01%
	Total Preference Shareholding(D+E)		14,29,167	1,42,91,670	100.00%
	Total Shareholding		2,08,77,261	20,87,72,610	

For and on behalf of
Subhlakshmi Finance Private Limited



Isha Kalaria
Company Secretary
M.No. A24748

Subhlakshmi Finance Private Limited (CIN: U67120PB1996PTC017604, GSTIN - 06AACCP1968P1ZV)

Corporate Office: Unit No. - 904A - 904B, 9th Floor, Tower-C, Unitech Cyber Park, Sector-39, Gurugram 122003, Haryana

Regd. Office: H.No.-B336, Guru Nanak Colony, Gali No. 2, Sangrur, Punjab-148001

Ph: +0124-4233318 : E-mail: corporate.compliance@subhlakshmi.in : Website:www.subhlakshmi.in

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 **M/S SUBHLAKSHMI FINANCE PRIVATE LIMITED ("the Company")** as required to be maintained under the **Companies Act, 2013 ("the Act")** and the rules made there under for the financial year ended on 31st March 2024. In our opinion and to the best of our information, physical records as shown to us 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 (01/04/2023 to 31/03/2024) the Company has generally complied with the provisions of the Act & Rules made there under in respect of:
1. M/S SUBHLAKSHMI FINANCE PRIVATE LIMITED, being a private company limited by shares i.e. status of the Company under the Act;
 2. The Company has kept and maintained all the registers/ records & made entries therein within the time prescribed, therefore;
 3. The Company has duly filed the forms and returns as stated in the annual return, with the Registrar of Companies ("ROC") Chandigarh/ Regional Director ("RD")/ Central Government/ National Company Law Tribunal (NCLT) or other Authorities within the prescribed time or with additional fee as prescribed under the Act and the rules made there under;
 4. The Company has called/ convened/ held meetings of Board of Directors or its committees and the meetings of the members of the Company on dates as stated in annual return in respect of which meetings notices were given and the proceedings have been recorded in the minute's book/ registers maintained for the purpose and the same have been signed;
 5. The Company was not required to close its Register of Members/ Security holders during the financial year under review;
 6. As per the information provided to us, 6,85,417 Compulsorily Convertible Preference Shares ("CCPS") of Rs 80/- (including premium of Rs. 70/-) each, were paid-up in

Office: F-84, Basement Floor, Kalkaji New Delhi-110019
Email: info@jnain.in, **Phone:** 011-41514372, +91 9891546422





J NAIN & ASSOCIATES

Company Secretaries

Financial Year 2023-2024 as per the resolutions passed in the meetings dated 21.04.2023, 07.06.2023 and 01.02.2024. The CCPS shall be convertible into Equity shares at any time after completion of 5 years from the date of receipt of the first tranche amount of CCPS by the Company. The conversion ratio for the same is 1:1 (one Equity Share will be issued against each CCPS);

7. As per the information provided to us and the representation made to us by the Management, the Company has not advanced any loan to its Directors or persons or firm or companies referred to Section 185 of the Act;
8. All Related Party Transactions are negotiated on an arms-length basis and are in ordinary course of business. The suitable disclosures are given by the Company in the Financial Statements and there were no contracts/arrangements with related parties as specified in Section 188 of the Act;

9. Except as mentioned below, there was no issue or allotment or transfer/transmission or buyback or issue of securities/redemption of preference shares or debentures/conversion of shares/securities made during the year under review:

The Company has converted 69000 Share Warrants into Equity Shares by passing the Resolution dated 07th Day of June, 2023.

10. There were no transactions necessitating 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.
11. The Board has not recommended any dividend, and there was no amount which has remained unpaid/unclaimed and eligible to transfer to the Investor Education and Protection Fund in accordance with Section 125 of the Act;
12. The Audited Financial Statements for the financial year ended on 31st March, 2024 are signed as per the provisions of Section 134 of the Act and report of the Board of directors is as per sub-section (3), (4) & (5) of Section 134 of the Act;
13. The Company has complied all the relevant provisions of the Act and rules made thereunder with respect to the constitution/appointments/re-appointments/retirements/ resignations of the Board of Directors, Key Managerial Personnel of the Company and remuneration paid to them. Further, the Directors disclosed their interest in other firms/entities to the Company pursuant to the provisions of the Act and the rules made there under;
14. The Company has complied with the provisions of Section 139 of the Act and Rules made thereunder, relating to the appointment of Auditors. There was no casual vacancy in the office of the Auditors during the financial year under review.

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15. As per records, the company was not required to obtain any approvals from the Central Government; National Company Law Tribunal (NCLT), Regional Director, Registrar of Companies and or such other Authorities as may be prescribed under the various provisions of the Act during the financial year ended 31st March, 2024;
16. The Company has not invited/ accepted/ renewed/ repaid any deposits covered under the provisions of the Act during the financial year ended 31st March, 2024;
17. The Company has complied with the provisions of the Act & Rules made thereunder in respect of borrowings from public financial institutions, banks and others and creation /modification /satisfaction of charges in that respect, wherever applicable;
18. The Company has not made any loans and investments or provided guarantees or provided securities to other bodies corporate or persons in violation of provisions of Section 186 of the Act and the Rules made thereunder;
19. The Company has complied with the provisions of the Act & Rules made thereunder in respect of alteration made in Memorandum of Association and/or Articles of Association of the Company during the financial year under review.

UDIN: A049525F002284659

For J NAIN AND ASSOCIATES



JULKAR NAIN
Practicing Company Secretary
Membership No: 49525
COP No: 18042

Date: 18/11/2024

Place: Noida