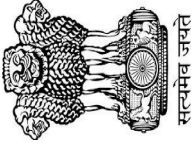


FORM NO. MGT-7

[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

U74110PNZ000PTC142615

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCN0065A

(ii) (a) Name of the company

NETSURF COMMUNICATIONS P

(b) Registered office address

Sr.No. 107 Emirus Bldg. E
4th,7th,8th & Terrace Floor, Baner
PUNE
Pune
Maharashtra
INDIA

(c) * e-mail ID of the company

rama.hawaladar@netsurfnetwo

(d) * Telephone number with STD code

02067111212

(e) Website

(iii) Date of Incorporation

15/03/2000

(iv) Type of the Company Category of the Company Sub-category of the Company

Private Company	Company limited by shares	Indian Non-Government company
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(v) Whether company is having share capital Yes No

(vi) * Whether shares listed on recognized Stock Exchange(s) Yes No

(vii) * Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM

30/09/2023

(b) Due date of AGM

30/09/2023

(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	G	Trade	G1	Wholesale Trading	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

* No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Netsurf Direct Pte Ltd.		Subsidiary	100
2	Ajay Bio Tech India Ltd.	U73100PN1990PLC055033	Associate	25
3	Happy Beverages Pvt. Ltd.	U15122PN2014PTC153156	Associate	42.11

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	250,000	250,000	250,000	250,000
Total amount of equity shares (in Rupees)	2,500,000	2,500,000	2,500,000	2,500,000

Number of classes 1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	250,000	250,000	250,000	250,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,500,000	2,500,000	2,500,000	2,500,000

(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

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares		Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT			
Equity shares					
At the beginning of the year					
Increase during the year	250,000	0	250,000	2,500,000	
i. Public Issues	0	0	0	0	0
ii. Rights issue	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0

v. ESOPs		0	0	0	0	0	0	0	0
vi. Sweat equity shares allotted		0	0	0	0	0	0	0	0
vii. Conversion of Preference share		0	0	0	0	0	0	0	0
viii. Conversion of Debentures		0	0	0	0	0	0	0	0
ix. GDRs/ADRs		0	0	0	0	0	0	0	0
x. Others, specify									
Decrease during the year		0	0	0	0	0	0	0	0
i. Buy-back of shares		0	0	0	0	0	0	0	0
ii. Shares forfeited		0	0	0	0	0	0	0	0
iii. Reduction of share capital		0	0	0	0	0	0	0	0
iv. Others, specify									
At the end of the year		250,000	0	250,000	2,500,000	2,500,000	2,500,000	2,500,000	2,500,000
Preference shares									
At the beginning of the year		0	0	0	0	0	0	0	0
Increase during the year		0	0	0	0	0	0	0	0
i. Issues of shares		0	0	0	0	0	0	0	0
ii. Re-issue of forfeited shares		0	0	0	0	0	0	0	0
iii. Others, specify									
Decrease during the year		0	0	0	0	0	0	0	0
i. Redemption of shares		0	0	0	0	0	0	0	0
ii. Shares forfeited		0	0	0	0	0	0	0	0
iii. Reduction of share capital		0	0	0	0	0	0	0	0
iv. Others, specify									
At the end of the year		0	0	0	0	0	0	0	0

ISIN of the equity shares of the company

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

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/Debtentures 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 - Debtentures, 4 - Stock			
Number of Shares/ Debtentures/ Units Transferred		Amount per Share/ Debtenture/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 - Debtentures, 4 - Stock			
Number of Shares/ Debtentures/ Units Transferred		Amount per Share/ Debtenture/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) Debtentures (Outstanding as at the end of financial year)

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

Details of debtentures

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)				
Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Total Paid up Value
				0
Total				

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

(i) Turnover

1,975,324,000

(ii) Net worth of the Company

605,990,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference
		Number of shares	Percentage	
1.	Individual/Hindu Undivided Family			
	(i) Indian	114,650	45.86	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			
	Banks	0	0	0
	Financial institutions			
4.	Financial institutions			
	Banks	0	0	0
	Financial institutions			
5.	Financial institutions			

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	114,650	45.86	0

Total number of shareholders (promoters)

3

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

S. No.	Category	Equity		Preference
		Number of shares	Percentage	
1.	Individual/Hindu Undivided Family			
	(i) Indian	120,350	48.14	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			
	Banks	0	0	0
	Financial institutions			
4.	Financial institutions			
	Foreign institutional investors	0	0	0
5.	Foreign institutional investors			
	Mutual funds	0	0	0
	Venture capital	0	0	0
6.	Venture capital			
	Body corporate (not mentioned above)	15,000	6	0
7.	Body corporate (not mentioned above)			
	Others	0	0	0
8.	Others			
9.	Others			
10.	Others			

	Total	135,350	54.14	0	0
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Total number of shareholders (other than promoters)

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

**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	3	3
Members (other than promoters)	21	21
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	2	0	2	0	45.28	0
B. Non-Promoter	1	0	1	0	0	0
(i) Non-Independent	1	0	1	0	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	3	0	3	0	45.28	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)
SANJAY MALPANI	00901995	Director	23,100	
SUJIT SOHANLAL JAIN	01463586	Managing Director	90,100	
KETAN CHANDRAKAN	08869104	Director	0	

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

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)

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

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

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	30/09/2022	23	4	51.28

B. BOARD MEETINGS

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	07/04/2022	3	3	100
2	04/05/2022	3	3	100
3	06/06/2022	3	3	100
4	21/07/2022	3	3	100
5	05/09/2022	3	3	100
6	22/09/2022	3	3	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
7	30/09/2022	3	3	100
8	03/11/2022	3	3	100
9	05/01/2023	3	3	100
10	13/03/2023	3	3	100

C. COMMITTEE MEETINGS

Number of meetings held

S. No.	Types of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	CSR COMMIT	05/09/2022	2	2	100

D. ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended /AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	SANJAY MAL	10	10	100	1	1	100	Yes
2	SUJIT SOHAN	10	10	100	1	1	100	Yes
3	KETAN CHAN	10	10	100	0	0	0	Yes

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUJIT SOHANLAL	(Managing Direcl	38,311,000	0	0	0	38,311,000
	Total		38,311,000	0	0	0	38,311,000

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

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

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SANJAY MALPANI	Director	30,000,000	0	0	0	30,000,000
2	KETAN CHANDRAI	Director	8,168,000	0	0	0	8,168,000
	Total		38,168,000	0	0	0	38,168,000

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/ 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/ 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

Whether associate or fellow Associate Fellow

Certificate of practice number

If 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.

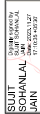
Declaration

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

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