

Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN)

L65993PN2009PLC134196

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	KALYANI INVESTMENT COMPANY LIMITED	KALYANI INVESTMENT COMPANY LIMITED
Registered office address	Mundhwa, Pune,NA,Pune,Maharashtra,India,411036	Mundhwa, Pune,NA,Pune,Maharashtra,India,411036
Latitude details	18.53135	18.53135
Longitude details	73.91478	73.91478

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

KICL_Reg office Pics.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****2C

(c) *e-mail ID of the company

*****tor@kalyani-
investment.com

(d) *Telephone number with STD code

02*****00

(e) Website

https://www.kalyani-

investment.com/

iv *Date of Incorporation (DD/MM/YYYY)

25/06/2009

v (a) *Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Non-government company

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,), NA, Mumbai, Mumbai City, Maharashtra, India, 400083	INR000004058

ix * (a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

(b) If yes, date of AGM (DD/MM/YYYY)

17/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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 activities	64	Financial service activities, except insurance and pension funding	100

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

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

7

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U67110MH1976PTC018904		SUNDARAM TRADING AND INVESTEMENT PRIVATE LIMITED	Holding	60.94
2	L24200MH1988PTC048028		HIKAL LIMITED	Associate	31.36
3	U67190MH1983PTC029065		DRONACHARYA INVESTMENT AND TRADING PRIVAET LTD	Associate	23.92
4	U65993MH1983PTC029066		DANDAKARANYA INVESTMENT AND TRADING PVT LTD	Associate	23.92
5	U65993MH1983PTC029067		HASTINAPUR INVESTMENT AND TRADING PVT LTD	Associate	23.92

6	U65993PN1987PTC045150		CAMPANULA INVESTMENT AND FINANCE PVT LTD	Associate	23.91
7	U65993MH1987PTC045152		CORNFLOWER INVESTMENT AND FINANCE PRI LTD	Associate	23.91

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	12000000	4365306	4365306	4365306
Total amount of equity shares (in rupees)	120000000.00	43653060.00	43653060.00	43653060.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
1				
Number of equity shares	12000000	4365306	4365306	4365306
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	120000000.00	43653060.00	43653060.00	43653060.00

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	60000000	0	0	0
Total amount of preference shares (in rupees)	600000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
1				
Number of preference shares	60000000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	600000000.00	0.00	0.00	0.00

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	64469	4300837	4365306.00	43653060	43653060	
Increase during the year	0.00	1677.00	1677.00	16770.00	16770.00	
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify Physical to Demat	0	1677	1677.00	16770	16770	
Decrease during the year	1677.00	0.00	1677.00	16770.00	16770.00	
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Physical to Demat	1677	0	1677.00	16770	16770	
At the end of the year	62792.00	4302514.00	4365306.00	43653060.00	43653060.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify N.A.	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify N.A.	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE029L01018

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

0

Class of shares		
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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				
Partly convertible debentures				
Fully convertible debentures				
Total				

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	0.00		0.00		0.00

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

i *Turnover

828606442

ii * Net worth of the Company

85048682477

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	9523	0.22	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	3263328	74.76	0	0.00
10	Others 	0	0.00	0	0.00
	Total	3272851.00	74.98	0.00	0.00

Total number of shareholders (promoters)

9

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	828734	18.98	0	0.00
	(ii) Non-resident Indian (NRI)	36966	0.85	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	136	0.00	0	0.00
5	Financial institutions	609	0.01	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	80	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	138960	3.18	0	0.00
10	Others	86970	1.99	0	0.00
	Others				
	Total	1092455.00	25.01	0.00	0.00

Total number of shareholders (other than promoters)

26677

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

26686.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	3763
2	Individual - Male	7298
3	Individual - Transgender	0
4	Other than individuals	15625
	Total	26686.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**[Details of Promoters, Members (other than promoters), Debenture holders]**

Details	At the beginning of the year	At the end of the year
Promoters	10	10
Members (other than promoters)	20051	26676
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	0	2	0	2	0	.07
B Non-Promoter	0	5	0	4	0.00	0.00
i Non-Independent	0	1	0	1	0	0
ii Independent	0	4	0	3	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	00
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	00

v Others	0	0	0	0	0	0
Total	0	7	0	6	0.00	0.07

*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
AMIT BABASAHEB KALYANI	00089430	Director	3119	
DEEKSHA AMIT KALYANI	00129026	Director	50	
SANJEEV JOGLEKAR	00073826	Director	0	
SHRIKRISHNA KIRAN ADIVAREKAR	06928271	Director	0	
RAVINDRA KUMAR GOYAL	03050193	Director	0	
SHRUTI ANUP SHAH	08337714	Director	0	
SHEKHAR DATTATRAYA BHIVPATHAKI	AGEPB6212H	CEO	0	08/11/2025
SHEKHAR DATTATRAYA BHIVPATHAKI	AGEPB6212H	CFO	0	08/11/2025
NIHAL SUNIL GUPTA	DOPPG7734M	Company Secretary	0	

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

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
NIHAL SUNIL GUPTA	DOPPG7734M	Company Secretary	13/11/2024	Appointment
ANIRVINNA ANIRUDDHA BHAVE	CBTPB2667Q	Company Secretary	18/10/2024	Cessation
SHRUTI ANUP SHAH	08337714	Director	07/02/2025	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

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
15th Annual General Meeting	20/09/2024	21151	57	76.39

B BOARD MEETINGS

*Number of meetings held

4

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2024	6	6	100.00
2	06/08/2024	6	6	100.00
3	13/11/2024	6	6	100.00
4	06/02/2025	6	6	100.00

C COMMITTEE MEETINGS

Number of meetings held

33

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee Meeting	30/05/2024	4	3	75.00
2	Audit Committee Meeting	06/08/2024	4	4	100.00
3	Audit Committee Meeting	13/11/2024	4	4	100.00

4	Audit Committee Meeting	06/02/2025	4	4	100.00
5	Stakeholders Relationship Committee Meeting	23/05/2024	4	3	75.00
6	Stakeholders Relationship Committee Meeting	05/08/2024	4	4	100.00
7	Stakeholders Relationship Committee Meeting	12/11/2024	4	4	100.00
8	Stakeholders Relationship Committee Meeting	05/02/2025	4	4	100.00
9	Nomination and Remuneration Committee Meeting	23/05/2024	4	4	100.00
10	Nomination and Remuneration Committee Meeting	05/08/2024	4	4	100.00
11	Nomination and Remuneration Committee Meeting	12/11/2024	4	4	100.00
12	Nomination and Remuneration Committee Meeting	05/02/2025	4	4	100.00
13	Corporate Social Responsibility Committee Meeting	23/05/2024	4	3	75.00
14	Corporate Social Responsibility Committee Meeting	12/11/2024	4	4	100.00
15	Risk Management Committee Meeting	05/08/2024	3	3	100.00
16	Risk Management Committee Meeting	05/02/2025	3	3	100.00
17	Share Transfer Committee Meeting	03/04/2024	3	3	100.00
18	Share Transfer Committee Meeting	11/04/2024	3	3	100.00
19	Share Transfer Committee Meeting	30/04/2024	3	3	100.00
20	Share Transfer Committee Meeting	16/05/2024	3	3	100.00
21	Share Transfer Committee Meeting	11/06/2024	3	2	66.67
22	Share Transfer Committee Meeting	03/07/2024	3	3	100.00

23	Share Transfer Committee Meeting	30/07/2024	3	3	100.00
24	Share Transfer Committee Meeting	16/08/2024	3	3	100.00
25	Share Transfer Committee Meeting	06/09/2024	3	3	100.00
26	Share Transfer Committee Meeting	26/09/2024	3	3	100.00
27	Share Transfer Committee Meeting	29/10/2024	3	3	100.00
28	Share Transfer Committee Meeting	26/11/2024	3	3	100.00
29	Share Transfer Committee Meeting	03/01/2025	3	3	100.00
30	Share Transfer Committee Meeting	03/02/2025	3	3	100.00
31	Share Transfer Committee Meeting	07/02/2025	3	3	100.00
32	Share Transfer Committee Meeting	26/02/2025	3	3	100.00
33	Independent Director Meeting	06/02/2025	3	3	100.00

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on (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	
								17/09/2025
1	AMIT BABASAHEB KALYANI	4	4	100.00	0	0	0.00	Yes
2	DEEKSHA AMIT KALYANI	4	4	100.00	6	4	66.67	Yes
3	SANJEEV JOGLEKAR	4	4	100.00	33	31	93.94	Yes
4	SHRIKRISHNA KIRAN ADIVAREKAR	4	4	100.00	33	33	100.00	Yes
5	RAVINDRA KUMAR GOYAL	4	4	100.00	32	32	100.00	Yes
6	SHRUTI ANUP SHAH	4	4	100.00	5	5	100.00	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL☐ Nil

A *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
	Total						

B *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	Shekhar Bhivpathaki	CEO	3601700	0	0	0	3601700.00
2	Nihal Gupta	Company Secretary	288369	0	0	0	288369.00
3	Anirvinna Bhavé	Company Secretary	315041	0	0	0	315041.00
	Total		4205110.00	0.00	0.00	0.00	4205110.00

C *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	Amit B. Kalyani	Director	0	10000000	0	0	10000000.00
2	Deeksha A. Kalyani	Director	0	2000000	0	0	2000000.00
3	S.K. Adivarekar	Director	0	2000000	0	0	2000000.00
4	S.G. Joglekar	Director	0	2000000	0	0	2000000.00
5	R.K. Goyal	Director	0	2000000	0	0	2000000.00
6	Shruti Anup Shah	Director	0	2000000	0	0	2000000.00
	Total		0.00	20000000.00	0.00	0.00	20000000.00

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

1

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
KALYANI INVESTMENT COMPANY LIMITED	SEBI	20/12/2024	SEBI LODR	The Company has received a Settlement Order from Securities and Exchange Board of India (SEBI) on December 20, 2024 in pursuance of the Settlement application filed on April 16, 2024 with respect to non-obtaining of prior approval of Audit Committee for Related Party Transactions ('RPT') of earlier years, in respect of which the Company has paid Settlement amount of `11,180,000/- to SEBI on December 12, 2024	Closed

B *DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

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

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

26265

XIV Attachments

(a) List of share holders, debenture holders

KICL Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

Note to MCA-KICL-Number of
Promoters.pdf
KICL-Note to MGT-7_Total No of
Shareholders as on
31-03-2025.pdf
KICL_Note_to_Remuneration.pdf
Note on Male Female
count_MGT_7_KICL.pdf
KICL_MGT-8_2024-25_Signed.pdf

XV 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.

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 applicable 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 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 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.

I/ We have examined the registers, records and books and papers of

KALYANI INVESTMENT
COMPANY LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling 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;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 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 ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Mrs.Meenakshi R. Deshmukh

Date (DD/MM/YYYY)

20/11/2025

Place

Pune

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

7*9*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

* (a) DIN/PAN/Membership number of Designated Person

72038

* (b) Name of the Designated Person

NIHAL SUNIL GUPTA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 17 dated*

(DD/MM/YYYY) 28/04/2023 to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*0*0*9*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

7*0*8

Certificate of practice number

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

For office use only:

eForm Service request number (SRN)

AB8988037

eForm filing date (DD/MM/YYYY)

20/11/2025

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