

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

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

4/17-B, MGF HOUSE,
ASAF ALI ROAD
NEW DELHI
Delhi
110002

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(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

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(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	L	Real Estate	L1	Real estate activities with own or leased property	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	DISCOVERY ESTATES PVT. LTD.	U51103DL2001PTC111937	Holding	71.07
2	SAMISHTI REAL ESTATE PRIVATE LIMITED	U45400DL2014PTC269821	Subsidiary	100
3	CRIMSON HOLDINGS PRIVATE LIMITED	U70100DL2010PTC204903	Subsidiary	75
4	MGFD VENTURES PRIVATE LIMITED	U74999DL2018PTC329933	Subsidiary	100
5	KAYO DEVELOPERS PRIVATE LIMITED	U45400DL2007PTC170833	Subsidiary	100
6	CLEAN AND GREEN ENERGY INVESTMENTS PRIVATE LIMITED	U90009DL2019PTC350958	Subsidiary	100
7	TUSHAR PROJECTS PRIVATE LIMITED	U70101DL2006PTC148782	Subsidiary	100

8	CASSOCK PROPERTIES PRIVATE	U45201HR2006PTC101250	Subsidiary	100
9	VALENTE REAL ESTATES PRIVATE	U70102DL2014PTC268972	Subsidiary	100
10	ECSTASY CONBUILD PRIVATE LIMITED	U45400DL2007PTC163144	Subsidiary	100
11	GRAN PROPBUILD PRIVATE LIMITED	U45200HR2007PTC101114	Subsidiary	100
12	CHHAVI BUILDTECH PRIVATE LIMITED	U70104HR2006PTC101110	Subsidiary	100
13	PIPALASHRAY ESTATE PRIVATE	U74999DL2007PTC160053	Subsidiary	100
14	LIFELINE BUILD TECH PRIVATE	U45201DL2006PTC147624	Subsidiary	100
15	EASTER CONBUILD PRIVATE LIMITED	U45400DL2007PTC163140	Subsidiary	100
16	GAIT PROPBUILD PRIVATE LIMITED	U45200HR2007PTC101113	Subsidiary	100
17	AVINASHI BUILDTECH PRIVATE	U70109DL2006PTC152669	Subsidiary	100
18	GODSON PROPBUILD PRIVATE	U45200DL2007PTC158082	Subsidiary	100
19	LOCUS PROPBUILD PRIVATE LIMITED	U45200DL2007PTC159219	Subsidiary	100
20	SPIRITUAL REALTORS PRIVATE	U45201DL2006PTC147532	Subsidiary	100
21	GLIMPSE PROPBUILD PRIVATE	U45200HR2007PTC101111	Subsidiary	100
22	ETHIC CONBUILD PRIVATE LIMITED	U45400DL2007PTC163096	Subsidiary	100
23	SUKHDA PROMOTERS PRIVATE	U70109HR2006PTC101315	Subsidiary	100
24	GRAPESHOT PROPBUILD PRIVATE	U45200HR2007PTC101069	Subsidiary	100
25	MEGA CITY PROMOTERS PRIVATE	U45201DL2004PTC128387	Subsidiary	100
26	PRAYAS BUILDCON PRIVATE LIMITED	U45201DL2006PTC147831	Subsidiary	100
27	MGF DISHA FOUNDATION	U85300DL2022NPL402398	Subsidiary	100
28	DISCOVERY HOLDINGS PRIVATE	U67110DL1998PTC093629	Associate	49.85
29	VMR PROMOTERS PRIVATE LIMITED	U70109DL2006PTC152110	Associate	50
30	SSP AVIATION LIMITED	U45201DL2003PLC118351	Associate	26.02
31	MGF PROMOTIONS AND EVENTS	U74999DL2011PTC221030	Associate	50
32	MGF ESTATES MANAGEMENT PRIVATE	U74140DL2011PTC221910	Associate	50

33	EMAAR MGF CONSTRUCTION F	U70109DL2006PTC154556	Associate	39.89
34	NORTH DELHI METRO MALL PF	U74999DL2003PTC123419	Associate	13.72

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	162,000,000	61,738,554	61,738,554	61,738,554
Total amount of equity shares (in Rupees)	1,620,000,000	617,385,540	617,385,540	617,385,540

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	162,000,000	61,738,554	61,738,554	61,738,554
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,620,000,000	617,385,540	617,385,540	617,385,540

(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)	0	0		

(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	1,847,095	59,891,459	61738554	617,385,540	617,385,540	
Increase during the year	0	0	0	0	0	0
i. Public 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	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	
NA						
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	
NA						
At the end of the year	1,847,095	59,891,459	61738554	617,385,540	617,385,540	
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				0	0	
<input type="text" value="NA"/>						
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				0	0	
<input type="text" value="NA"/>						
At the end of the year	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)

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	<input type="text"/>
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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"/>			
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

(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**

226,139,000

(ii) Net worth of the Company

25,753,338,000

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	4,624,671	7.49	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)	53,867,019	87.25	0	
10.	Others NA	0	0	0	
	Total	58,491,690	94.74	0	0

Total number of shareholders (promoters)

8

(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	10	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	

4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,246,854	5.26	0	
10.	Others	0	0	0	
	Total	3,246,864	5.26	0	0

Total number of shareholders (other than promoters)

21

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

29

**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	8	8
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	0	0	0	0	0	0
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	2	0	2	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	0	4	0	4	0	0

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

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Shravan Gupta	00002707	Director	3	
Rakshit Jain	00607288	Director	0	
Rakshit Jain	AAJPJ4476A	CEO	0	
Vijay Kumar Sharma	AORPS2248R	CFO	1	
Azhar Quadir	07287027	Director	0	
Shashwat Gaur	09047030	Director	0	
Chandeep Kumar	BPZPK9434D	Company Secretar	1	

(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

Number of meetings held

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	29/09/2023	29	14	87.22

B. BOARD MEETINGS

*Number of meetings held

12

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/04/2023	4	3	75
2	08/05/2023	4	3	75
3	11/05/2023	4	3	75
4	29/05/2023	4	3	75
5	20/06/2023	4	3	75
6	10/08/2023	4	3	75
7	05/09/2023	4	3	75
8	11/09/2023	4	3	75
9	21/11/2023	4	3	75
10	16/01/2024	4	3	75
11	20/02/2024	4	3	75
12	14/03/2024	4	3	75

C. COMMITTEE MEETINGS

Number of meetings held

5

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	10/08/2023	3	3	100
2	Audit Committee	05/09/2023	3	3	100
3	CSR Committee	05/09/2023	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
4	CSR Committee	21/11/2023	3	3	100
5	Nomination & I	10/04/2023	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	30/09/2024
								(Y/N/NA)
1	Shravan Gupta	12	1	8.33	2	0	0	No
2	Rakshit Jain	12	11	91.67	5	5	100	Yes
3	Azhar Quadir	12	12	100	5	5	100	No
4	Shashwat Gau	12	12	100	5	5	100	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

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	Rakshit Jain	Chief Executive	12,936,000	0	0	600,000	13,536,000
2	Vijay Kumar Sharma	Chief Financial (2,120,400	0	0	0	2,120,400
3	Chandeep Kumar	Company Secre	2,816,736	0	0	1,092,264	3,909,000
	Total		17,873,136	0	0	1,692,264	19,565,400

Number of other directors whose remuneration details to be entered

0

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

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

Ajay Kumar

Whether associate or fellow

Associate Fellow

Certificate of practice number

16642

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. ... 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

AZHAR QUADIR
Digitally signed by AZHAR QUADIR
Date: 2024.11.20 17:59:36 +05'30'

DIN of the director

To be digitally signed by

CHANDEE P KUMAR
Digitally signed by CHANDEE P KUMAR
Date: 2024.11.20 18:00:17 +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

List of attachments

MGFD List of Shareholders 2024.pdf
MGT-8 MGF DEV_2024.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 SHAREHOLDERS OF M G F DEVELOPMENTS
LIMITED AS ON 31ST MARCH 2024

Sr. No.	Name of the Shareholder	No. of Shares	Percentage (%) of Shareholding
1	Discovery Estates Pvt. Ltd.	2,39,53,181	38.80%
2	Vishnu Apartments Pvt. Ltd.	1,99,21,690	32.26%
3	SSP Aviation Limited	99,60,845	16.13%
4	Mrs. Shilpa Gupta	46,04,668	7.46%
5	Fairbridge Holdings Ltd.	18,44,750	2.99%
6	Emaar Holding II	11,32,025	1.83%
7	Snelvor Holding Ltd.	1,00,541	0.16%
8	Yulita Consultants Ltd.	86,164	0.14%
9	Loupen Services Ltd.	62,185	0.10%
10	Coniza Promoters Private Limited	20,756	0.03%
11	Ms. Shradha Gupta	20,000	0.03%
12	Elephant Investments Limited	8,290	0.01%
13	ANI Capital Holdings India Limited	6,768	0.01%
14	Abhaar International LLC	2,345	0.00%
15	Pearl India Opportunities	2,008	0.00%
16	Bennett. Coleman & Co Ltd.	1,189	0.00%
17	Blue Line India Opportunities	589	0.00%
18	MGF Projects Private Limited	10547	0.02%
19	Mr. Shravan Gupta	3	0.00%
20	Mr. Bishnu Kumar Singh	1	0.00%
21	Mr. Chandeeep Kumar	1	0.00%
22	Mr. Gyanesh Nandan Jha	1	0.00%
23	Mr. Kamal Sood	1	0.00%
24	Mr. Martand Sawarnik	1	0.00%
25	Mr. Nitin Mathur	1	0.00%
26	Mr. Pramod Bubna	1	0.00%
27	Mr. Sunil Kumar	1	0.00%
28	Mr. Vijay Kumar Sharma	1	0.00%
29	Mr. Virender Singh	1	0.00%
	Total	6,17,38,554	100%

M G F Developments Limited
CIN NO.: U74899DL1996PLC081965
4/17-B, MGF House, Asaf Ali Road, New Delhi - 110002
Ph.: +91-11-42322200, 23272216/18 Fax: +91-11-23280388
Email: info@mgfindia.co | Website: www.mgfgroup.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 and books and papers of **M G F DEVELOPMENTS LIMITED** (the company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31st March, 2024**. In our opinion and to the best of my information 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 the company has complied with provisions of the Act & Rules made there under in respect of which we certify:
 1. That its status is Unlisted Non-Government Indian Public Company having Share Capital with Limited Liability under this Act;
 2. The Company has maintained the registers/ records & made entries therein within the time prescribed;
 3. Filing of forms and returns with the Registrar of Companies and Central Government, within the prescribed time.
 4. The Company has called/ convened/hold meetings of Board of Directors or its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proceedings including circular resolutions have been properly recorded in Minute Book maintained for the purpose.
 5. Closure of Register of Members / Security holders, as the case may be.
 6. The Company has not made any Advances or provided any loans to its directors and/or persons or firms or companies referred in Section 185 of the Act during the year under review;



7. All contracts/arrangements/transactions entered into by the Company during the financial year with related parties were on arm length basis and were in the ordinary course of business as specified in Section 188 of the Act;
8. During the year under review, the Company has not issued and allotted of any shares and has not been made any transfer, transmission of shares and no buy back of securities, redemption of preference shares or debentures, alteration or reduction of share capital, conversion of shares/ securities.
9. The Company has not kept in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
10. During the year, the Company has not declared or paid any dividend and there has not been transfer of any Unclaimed Dividend amount to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. Signing of audited financial statement is as per the provisions of Section 134 of the Act and report of the Directors is as per sub sections (3),(4) and (5) thereof;
12. Constitution/ appointment/ re-appointments/ retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.
13. There was no appointment/ reappointment of auditors under Section 139 of the Act and there was no casual vacancy of auditors during the year.
14. The Company was not required to obtain any approval from the Registrar of Companies, Central Government, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act;
15. There were no instances of acceptance/ renewal/ repayments of deposits;
16. Borrowings from banks and creation/ modification/ satisfaction of charges in that respect, wherever applicable and as per the information given by the Company.
17. As per information provided by the management the company has provided loan/ investment/ guarantee given and providing any security to other body corporate or person as per the provisions of Section 186 of the Act.





18. During the year, the Company has not altered its Memorandum of Association and Articles of Association of the Company.

For **Sharma Ajay & Associates**
Company Secretaries

Ajay Sharma

Ajay Sharma
(Proprietor)

M. No.: 44649

COP: 16642

Place: New Delhi

Date: 16/10/2023

UDIN: A044649F001611621

