

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

L55101KA2006PLC073031

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAKCS3053N

(ii) (a) Name of the company

BARBEQUE-NATION HOSPITAL

(b) Registered office address

?Saket Callipolis?, Unit No. 601 & 602, 6th Floor, Doddaka
nnalli Village, Varthur Hobli, Sar japur Road NA
Bengaluru
Bangalore
Karnataka
560025

(c) *e-mail ID of the company

corporate@barbequenation.cc

(d) *Telephone number with STD code

08069134900

(e) Website

www.barbequenation.com

(iii) Date of Incorporation

13/10/2006

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(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 25/09/2023

(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	I	Accommodation and Food Service	I2	Food and beverage services provided by hotels, restaurants, caterers, etc.	100

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

*No. of Companies for which information is to be given 7

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Barbeque Nation Mena Holdin		Subsidiary	100
2	Barbeque Nation Restaurant LI		Subsidiary	100

3	Barbeque Nation Holdings Priv		Subsidiary	100
4	Barbeque Nation (Malaysia) SD		Subsidiary	100
5	Barbeque Nation International		Subsidiary	49
6	RED APPLE KITCHEN CONSULT	U55101KA2005PTC036195	Subsidiary	78.22
7	Barbeque Nation Bahrain W.L.L		Subsidiary	99

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	60,000,000	38,978,401	38,978,401	38,978,401
Total amount of equity shares (in Rupees)	300,000,000	194,892,005	194,892,005	194,892,005

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	60,000,000	38,978,401	38,978,401	38,978,401
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	300,000,000	194,892,005	194,892,005	194,892,005

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

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

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	38,909,166	38909166	194,545,830	194,545,830	
Increase during the year	0	69,235	69235	346,175	346,175	15,187,987
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	69,235	69235	346,175	346,175	15,187,987
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						
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						
At the end of the year	0	38,978,401	38978401	194,892,005	194,892,005	
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						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE382M01027

(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"/>
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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

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
------------------	----------------------	--

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

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

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

10,737,800,000

(ii) Net worth of the Company

4,290,030,000

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	1,568,163	4.02	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)	11,602,828	29.77	0	
10.	Others	0	0	0	
	Total	13,170,991	33.79	0	0

Total number of shareholders (promoters)

15

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	4,238,443	10.87	0	
	(ii) Non-resident Indian (NRI)	92,148	0.24	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	1,315,555	3.38	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	6,497,253	16.67	0	
7.	Mutual funds	6,977,320	17.9	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,177,437	10.72	0	
10.	Others Alternate Investment Fund:	2,509,254	6.44	0	
	Total	25,807,410	66.22	0	0

Total number of shareholders (other than promoters)

47,572

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

47,587

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

41

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
SPDR S&P EMERGING	HSBC SECURITIES SERVICES 11TH F			13,967	0.04
STATE STREET MSCI EM	HSBC SECURITIES SERVICES 11TH F			7,086	0.02
EASTSPRING INVESTM	DEUTSCHE BANK AG DB HOUSE, H			193,013	0.5
PUBLIC EMPLOYEES RI	HSBC SECURITIES SERVICES 11TH F			4,559	0.01

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ABU DHABI INVESTME	JPMORGAN CHASE BANK N.A. IND			42,211	0.11
KUWAIT INVESTMENT	CITIBANK N.A. CUSTODY SERVICES			1,346,268	3.45
MATTHEWS EMERGIN	HSBC SECURITIES SERVICES 11TH F			209,090	0.54
SHINSEI UTI INDIA FUN	DEUTSCHE BANK AG DB HOUSE, H			247,241	0.63
THE NOMURA TRUST /	STANDARD CHARTERED BANK Sec			437,000	1.12
ISHARES MSCI EM SMA	CITIBANK N.A. CUSTODY SERVICES			5,694	0.01
NOMURA FUNDS IREL	HSBC SECURITIES SERVICES 11TH F			115,618	0.3
238 PLAN ASSOCIATE	CITIBANK N.A. CUSTODY SERVICES			297,000	0.76
BOFA SECURITIES EUR	CITIBANK N.A. CUSTODY SERVICES			107	0
EASTSPRING INVESTM	DEUTSCHE BANK AG DB HOUSE, H			562,354	1.44
INDIA AVENUE EQUITY	BNP PARIBAS HOUSE 1 NORTH AV			61,500	0.16
ISHARES MSCI INDIA S	CITIBANK N.A. CUSTODY SERVICES			23,197	0.06
NATIONAL RAILROAD	CITIBANK N.A. CUSTODY SERVICES			58,300	0.15
AFFIN HWANG SELECT	HSBC SECURITIES SERVICES 11TH F			170,000	0.44
ALCHEMY INDIA LONG	STANDARD CHARTERED BANK Sec			5,000	0.01
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. IND			4,807	0.01
ISHARES CORE MSCI E	CITIBANK N.A. CUSTODY SERVICES			41,142	0.11
JSS INVESTMENTFOND	STANDARD CHARTERED BANK,SEC			54,714	0.14
MASSACHUSETTS INS	CITIBANK N.A. CUSTODY SERVICES			1,270,000	3.26
SSGA SPDR ETFs EURC	DEUTSCHE BANK AG, DB HOUSE H			2,948	0.01
UTI INDIA DYNAMIC E	CITIBANK N.A. CUSTODY SERVICES			622,970	1.6

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	15	17
Members (other than promoters)	25,661	47,572
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	1	2	1	2	0.22	0
B. Non-Promoter	1	5	1	4	0.26	0
(i) Non-Independent	1	1	1	1	0.26	0
(ii) Independent	0	4	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	2	7	2	6	0.48	0

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

10

(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)
KAYUM RAZAK DHAN/	00987597	Managing Director	86,113	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SUCHITRA DHANANI	00712187	Director	6	
RAOOF RAZAK DHANANI	00174654	Director	0	
RAHUL AGRAWAL	07194134	Whole-time director	100,900	
THOTTAPPULLY NARAYANAN	00079237	Director	0	
ABHAY CHINTAMAN CHAVHAN	06726836	Director	0	
ASHOK REVATHY	00057539	Director	0	
DEVINJIT SINGH	02275778	Director	0	
AMIT VINOD KUMAR BANSAL	AAEPB1459Q	CFO	11,524	
NAGAMANI CHIKKONEN	AFDPY5559G	Company Secretary	1,100	

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

6

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)
NATARAJAN RANGANATHAN	00218008	Director	16/04/2022	Cessation
AMIT VINOD KUMAR BANSAL	AAEPB1459Q	CFO	18/05/2022	Cessation
ANURAG MITTAL	AHCPM0072B	CFO	18/05/2022	Appointment
ASHOK REVATHY	00057539	Director	28/05/2022	Change in designation
ANURAG MITTAL	AHCPM0072B	CFO	07/02/2023	Cessation
AMIT VINOD KUMAR BANSAL	AAEPB1459Q	CFO	07/02/2023	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

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	06/09/2022	48,589	52	43.87

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	18/05/2022	8	6	75
2	01/08/2022	8	8	100
3	09/11/2022	8	8	100
4	07/02/2023	8	6	75

C. COMMITTEE MEETINGS

Number of meetings held

13

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	18/05/2022	3	3	100
2	Audit Committee	01/08/2022	3	3	100
3	Audit Committee	09/11/2022	3	3	100
4	Audit Committee	07/02/2023	3	3	100
5	Nomination and Remuneration	18/05/2022	3	2	66.67
6	Nomination and Remuneration	01/08/2022	3	3	100
7	Nomination and Remuneration	09/11/2022	3	3	100
8	Nomination and Remuneration	07/02/2023	3	2	66.67
9	Risk Management	09/11/2022	3	3	100
10	Risk Management	07/02/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 25/09/2023 (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	KAYUM RAZA	4	4	100	9	9	100	Yes
2	SUCHITRA DI	4	2	50	0	0	0	No
3	RAOOF RAZA	4	2	50	4	2	50	No
4	RAHUL AGRA	4	4	100	5	5	100	Yes
5	THOTTAPPUL	4	4	100	11	11	100	Yes
6	ABHAY CHIN	4	4	100	11	11	100	Yes
7	ASHOK REVA	4	4	100	2	2	100	Yes
8	DEVINJIT SIN	4	4	100	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAHUL AGRAWAL	CEO & Whole T	21,010,969	0		0	21,010,969
	Total		21,010,969	0	0	0	21,010,969

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	AMIT VINOD KUMA	Chief Financial C	6,781,696	0		0	6,781,696
2	ANURAG MITTAL	Chief Financial C	8,009,755	0		0	8,009,755
3	NAGAMANI CHIKK	Company Secre	1,741,518	0		0	1,741,518
	Total		16,532,969	0	0	0	16,532,969

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	THOTTAPPULLY N	Director	0	0	0	680,000	680,000
2	ABHAY CHINTAMA	Director	0	0	0	680,000	680,000
3	ASHOK REVATHY	Director	0	0	0	380,000	380,000
	Total		0	0	0	1,740,000	1,740,000

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

Vijayakrishna KT

Whether associate or fellow

Associate Fellow

Certificate of practice number

980

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

Digitally signed by
THOTTAPPULL
Y NARAYANAN UNNI
Date: 2023.11.23
18:08:51 +05'30'

DIN of the director

To be digitally signed by

Digitally signed by
NAGAM
ANI C Y
Date: 2023.11.23
18:12:11 +05'30'

- Company Secretary
 Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

FPI.pdf
Explnation Clarification Letter to MGT-7_F
SHP 31032023.pdf
MGT 8_FY23.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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