

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]



सत्यमेव जयते

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

U70200HR2012PTC064545

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECV0565A

(ii) (a) Name of the company

KRISUMI CORPORATION PRIVA

(b) Registered office address

Unit-02, 11th Floor, Emaar Capital Tower-2, MG Road, Sec-26
DLF QE
Dlf Qe
Gurgaon
Haryana
122002

(c) *e-mail ID of the company

SE*****MI.COM

(d) *Telephone number with STD code

91*****14

(e) Website

(iii) Date of Incorporation

24/05/2012

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

Yes

No

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

Yes

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	F	Construction	F1	Buildings	100

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	KRISUMI HOSPITALITY SERVICE	U81300HR2024PTC117985	Subsidiary	100

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	2,020,110,000	877,213,514	877,213,514	877,213,514
Total amount of equity shares (in Rupees)	20,390,100,000	8,781,135,140	8,781,135,140	8,781,135,140

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
CLASS A				
Number of equity shares	2,018,010,000	877,113,514	877,113,514	877,113,514

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	20,180,100,000	8,771,135,140	8,771,135,140	8,771,135,140
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
CLASS B				
Number of equity shares	1,100,000	50,000	50,000	50,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	110,000,000	5,000,000	5,000,000	5,000,000
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
CLASS C				
Number of equity shares	1,000,000	50,000	50,000	50,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	100,000,000	5,000,000	5,000,000	5,000,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	502,000,000	0	0	0
Total amount of preference shares (in rupees)	5,020,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
PREFERENCE SHARE CAPITAL				
Number of preference shares	502,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5,020,000,000	0	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	877,213,514	0	877213514	8,781,135,1	8,781,135,	

Increase during the year	0	0	0	0	0	0
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	
vi. Sweat equity shares allotted	0	0	0	0	0	
vii. Conversion of Preference share	0	0	0	0	0	
viii. Conversion of Debentures	0	0	0	0	0	
ix. GDRs/ADRs	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	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify				0	0	
NIL						
At the end of the year	877,213,514	0	877213514	8,781,135,1	8,781,135,	
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
NIL						
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

(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"/>
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	5,000,000	100	500,000,000

Particulars	Number of units	Nominal value per unit	Total value
Total			500,000,000

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	500,000,000	0	0	500,000,000

(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

0.000001

(ii) Net worth of the Company

5,090,476,920

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	407,956,687	46.51	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)	469,256,827	53.49	0	
10.	Others	0	0	0	
	Total	877,213,514	100	0	0

Total number of shareholders (promoters)

3

(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	0	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)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

3

**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)	0	0
Debenture holders	1	1

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	1	0	1	0	46.51
B. Non-Promoter	2	3	2	3	0	0
(i) Non-Independent	2	3	2	3	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	2	4	2	4	0	46.51

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

7

(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)
ASHOK KAPUR	00003577	Director	0	
SUNANDAN KAPUR	00003638	Director	407,956,687	
MOHIT JAIN	00024521	Managing Director	0	
TAKAHIRO YAMAZAK	08739816	Whole-time director	0	
Ryuhei Ono	10063776	Director	0	
Yuji Kato	08164498	Additional director	0	
Agam Sandha	FJDPS4542A	Company Secretary	0	

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

5

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)
Jairaj Vikas Verma	AJNPV1998E	Company Secretary	02/09/2023	Cessation
Agam Sandha	FJDPS4542A	Company Secretary	20/02/2024	Appointment
Yuji Kato	08164498	Additional director	29/03/2024	Appointment
Takuro Horikoshi	09102449	Director	29/03/2024	Cessation
Ryuhei Ono	10063776	Director	27/09/2023	Change in designation

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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	29/09/2023	3	2	53.49
EGM	20/03/2024	3	2	53.49
EGM	14/06/2023	3	2	96.5

B. BOARD MEETINGS

*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/05/2023	6	5	83.33
2	14/06/2023	6	2	33.33
3	12/07/2023	6	2	33.33
4	29/08/2023	6	4	66.67
5	27/09/2023	6	2	33.33
6	28/11/2023	6	4	66.67
7	20/02/2024	6	3	50
8	29/02/2024	6	2	33.33
9	20/03/2024	6	2	33.33

C. COMMITTEE MEETINGS

Number of meetings held

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					

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	24/09/2024
								(Y/N/NA)
1	ASHOK KAPL	9	2	22.22	0	0	0	No
2	SUNANDAN K	9	1	11.11	0	0	0	No
3	MOHIT JAIN	9	9	100	0	0	0	Yes
4	TAKAHIRO Y	9	9	100	0	0	0	No
5	Ryuhei Ono	9	2	22.22	0	0	0	No
6	Yuji Kato	0	0	0	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AKAHIRO YAMAZA	WHOLE TIME D	23,000,000				23,000,000
	Total		23,000,000	0	0	0	23,000,000

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AGAM SANDHA	COMPANY SEC	210,995				210,995
	Total		210,995	0	0	0	210,995

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

NITIN MADAAN

Whether associate or fellow

Associate Fellow

Certificate of practice number

20664

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

MOHIT JAIN
Digitally signed by MOHIT JAIN, Date: 2024.11.13 13:08:35 +05'30'

DIN of the director

To be digitally signed by

AGAM SANDHA
Digitally signed by AGAM SANDHA, Date: 2024.11.13 13:07:34 +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

-
-
-
-


LOS_LOD.pdf
MGT-08 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 AS ON 31.03.2024

S. No.	NAME	ADDRESS	NO. OF SHARES			AMOUNT (IN INR.)
			CLASS A EQUITY SHARES @ Rs. 10/- EACH	CLASS B EQUITY SHARES @ Rs. 100/- EACH	CLASS C EQUITY SHARES @ Rs. 100/- EACH	
1.	Mr. Sunandan Kapur	B- 5, Chirag Enclave, New Delhi,-110048	40,79,06,687	-	50,000	4,08,40,66,870
2.	M/s RD Propcon Private Limited	3 rd Floor, Central Plaza Mall, Golf Course Road, Sector 53, Gurgaon, Haryana- 122001	3,06,50,070	-	-	30,65,00,700
3.	M/s Sumitomo Corporation	8-11, 1-chome, Harumi, Chuo-ku, Tokyo, 104-8610, Japan	43,85,56,757	50,000	-	4,39,05,67,570
Total Paid up capital (in INR)						8,78,11,35,140

FOR KRISUMI CORPORATION PRIVATE LIMITED



Agam Sandha
(Company Secretary)
(Membership no.: A40580)



LIST OF DEBENTURE HOLDERS AS ON 31.03.2024

S. No.	NAME	ADDRESS	FOLIO NO.	PERTICULAR OF DEBENTURE	NO. OF DEBENTURE	FACE VALUE (IN RS.)	TOTAL AMAOUNT (IN RS.)
1.	Sumitomo Corporation	8-11, 1-chome, Harumi, Chuo-ku, Tokyo, 104-8610, Japan	SBCCD-01	Series B Compulsorily Convertible debenture ("Series B CCD)	50,00,000	100	50,00,00,00

FOR KRISUMI CORPORATION PRIVATE LIMITED


Agam Sandha
(Company Secretary)
(Membership no.: A40580)





N MADAAN & ASSOCIATES COMPANY SECRETARIES

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 “KRISUMI CORPORATION PRIVATE LIMITED” having CIN: **U70200HR2012PTC064545** (the Company) incorporated on **24th May, 2012** having its current registered office at Unit-02, 11th Floor, Emaar Capital Tower-2, MG Road, Sec-26, DLF QE, Gurgaon, Dlf Qe, Haryana, India, 122002 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year commencing from 01st Day of April, 2023 to 31st Day of March, 2024.

In our opinion and to the best of our information received from the management of the company and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, I hereby 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 is an **Unlisted Non-Government Indian Private Company** having share capital with Limited Liability under the Act with **Active** status;

2. The Company has maintained registers/records & made entries therein within the time prescribed there-fore;

3. The Company has filed forms and returns, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time:

The company has duly filed various e-forms within the prescribed time during the aforementioned period.

4. The Company has called and held the meetings of Board of Directors and the meetings of the members of the Company on due dates and in respect of which, proper notices were given and the proceedings have been properly recorded in the Minutes Book/ registers maintained for the purposes and the same have been signed;



N MADAAN & ASSOCIATES COMPANY SECRETARIES

The details of the meetings held during the financial year of the Board of Directors and members are marked herewith as "Annexure-A";

During the year under review, as M/s Krisumi Corporation Private Limited is a private company and pursuant to the provisions of section 177(1) and 178(1) of the Companies Act, 2013 read with Rules 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Rule 4 of the Companies (Appointment and qualification of Directors) Rules, 2014 also read with MCA notifications dated 5th July, 2017 & 13th July, 2017, it is exempted from the requirement of constituting Audit Committee and Nomination and Remuneration Committee.

5. The Company was not required to close its Register of Members during the financial year under review;

6. The company has not given any advance/loan to its directors/and or firms or companies under the preview of section 185 of the Companies Act, 2013;

7. During the year under review, Company has entered in the Ordinary Course of Business contracts/arrangements with related party after complying with the necessary provisions as specified in Section 188 of the Act and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards;

8. The Company has not increased its authorised share capital. The Company has not issued or allotted equity shares. There was no transmission or buy back of equity shares. The Company has not issued any Debenture or redeemed any debenture during the year. The company has not issued preference shares or redeemed any preference shares and there was no reduction of capital during the year;

9. There was no transaction which requires 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;

10. The Company has not declared any dividend during the financial year under review. The provisions related to transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund are not applicable to the Company;

11. The audited financial statement have been signed as per the provisions of Section 134 of the Act and the report of directors is as per the sub-sections (3), (4) and (5) of Section 134 of the Act;



N MADAAN & ASSOCIATES COMPANY SECRETARIES

12. The appointment/reappointment/resignation of directors and key managerial personnel have been done in compliance with the provisions of the Act and duly received disclosures from all the Directors;

The details of the Directors and Key Managerial Personnel and Changes in Board are marked as "Annexure B";

13. The Company has duly appointed auditors as per the provisions of Section 139 of the Act. There was casual vacancy of auditors under the terms of Section 139 of the Act;

- *M/s BSR & CO., LLP, (FRN: 101248W/W-100022), Chartered Accountant, Gurugram, were re-appointed as Auditor of the Company by the members at their 10th Annual General Meeting {AGM} held on 09th September 2022 for a further term of 5 (five) consecutive years from the conclusion of 10th AGM till the conclusion of 15th AGM to be held in the year 2027.*

However, the Auditors resigned w.e.f. 19th February 2024 from the position of Statutory Auditors of the Company, henceforth, creating casual vacancy.

Due to casual vacancy, M/s. S.R. BATLIBOI & CO. LLP (FRN: 301003E/E300005) was appointed as Statutory Auditor of the Company form 20th March 2024 until the conclusion of the Annual General Meeting to be held in 2024 for the financial year 2023-2024.

- *M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, (Firm Registration No: 301003E/E300005), was appointed as Statutory Auditors of the Company to hold office for first term of four consecutive years from the conclusion of 12th Annual General Meeting (AGM) till the conclusion of the 16th AGM to be held in the year 2028, on such remuneration as may be mutually agreed upon by the Board of Directors and the Auditors.*

14. The Company was not required to obtain any approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

15. The Company during the financial year under scrutiny, company has not accepted, renew or repaid any deposit;

16. The Company during the year company has not borrowed any amount from directors, members, public financial institutions, banks and neither created/ modified or satisfied any charges in that respect;



N MADAAN & ASSOCIATES COMPANY SECRETARIES

17. The Company during the year under review has not given any loan or given guarantees or provided securities to other corporate or persons falling under the provisions of Section 186 of the Act; However, the Company has made an investment of Rs. 1,00,000 through the subscription of equity share capital in wholly owned subsidiary company, as details mentioned below:

S. No	Name of the company	CIN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Krisumi Hospitality Services Private Limited	U81300HR2024PTC117985	Subsidiary	100%

18. There was no alteration to the provisions of the Memorandum and/ or Article of Association of the Company during the year under review.

Place: Gurugram
Date: 24/09/2024

NITIN

MADAAN

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NITIN MADAAN
Date: 2024.11.13
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Signature:

Nitin Madaan

Company Secretary in practice

Mem. No: A36368

C.P. No.: 20664

UDIN: A036368F001302776

Peer Review Certificate No.:3559/2023



**N MADAAN & ASSOCIATES
COMPANY SECRETARIES**

ANNEXURE-A

MEETING OF BOARD OF DIRECTORS

S. NO.	Date of Meeting	Board Strength	No. of Directors Present	Name of Directors present
1.	26 th Day of May, 2023	06	05	Mr. Ashok Kapur, Mr. Mohit Jain, Mr. Takahiro Yamazaki, Mr. Sunandan Kapur and Mr. Ryuhei Ono
2.	14 th Day of June, 2023	06	02	Mr. Mohit Jain and Mr. Takahiro Yamazaki
3.	12 th Day of July, 2023	06	02	Mr. Mohit Jain and Mr. Takahiro Yamazaki
4.	29 th Day of August, 2023	06	04	Mr. Mohit Jain, Mr. Takahiro Yamazaki, Mr. Ryuhei Ono and Mr. Takuro Horikoshi
5.	27 th Day of September, 2023	06	02	Mr. Mohit Jain and Mr. Takahiro Yamazaki
6.	28 th Day of November, 2023	06	04	Mr. Ashok Kapur, Mr. Mohit Jain, Mr. Takahiro Yamazaki, Mr. Sunandan Kapur and Mr. Takuro Horikoshi
7.	20 th Day of February, 2024	06	03	Mr. Mohit Jain, Mr. Takahiro Yamazaki and Mr. Takuro Horikoshi
8.	29 th Day of February, 2024	06	02	Mr. Mohit Jain and Mr. Takahiro Yamazaki
9.	20 th Day of March, 2024	06	02	Mr. Mohit Jain and Mr. Takahiro Yamazaki



N MADAAN & ASSOCIATES COMPANY SECRETARIES

MEETING OF MEMBERS OF THE COMPANY

S. NO.	Date of Meeting of Members	Type of Meeting
1.	14 th Day of June, 2023	Extra ordinary General Meeting
2	29 th Day of September, 2023	Annual General Meeting
3	20 th Day of March, 2024	Extra ordinary General Meeting

ANNEXURE-B

DIRECTORS AND KEY MANAGERIAL PERSONNELS AS ON 31st MARCH, 2023

S. No.	Name of Director	DIN/PAN	Date of Appointment	Designation
1.	Ashok Kapur	00003577	18/02/2016	Director
2.	Sunandan Kapur	00003638	18/02/2016	Director
3.	Mohit Jain	00024521	24/09/2021	Managing Director
4.	Takahiro Yamazaki	08739816	25/05/2020	Director
5.	Ryuhei Ono	10063776	24/03/2023	Director
6.	Yuji Kato	08164498	29/03/2024	Additional Director
7.	Agam Sandha	FJDPS4542A	20/02/2024	Company Secretary



N MADAAN & ASSOCIATES COMPANY SECRETARIES

**CHANGES OCCURRED DURING THE YEAR FROM 01ST APRIL, 2023 TILL
31ST MARCH, 2024**

S. No.	Name of Director	DIN/ PAN	Designation	Date of Appointment/ Cessation/ Change In Designation	Nature of Change (Appointment /Cessation/ Change In Designation)
1	Yuji Kato	08164498	Additional director	29/03/2024	Appointment
2	Takuro Horikoshi	09102449	Director	29/03/2024	Cessation
3	Jairaj Vikas Verma	AJNPV1998E	Company Secretary	02/09/2023	Cessation
4	Agam Sandha	FJDPS4542A	Company Secretary	20/02/2024	Appointment
5	Ryuhei Ono	10063776	Director	27/09/2023	Change in designation

This certificate of even date is to be read along with this letter:

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on such examination.
2. We have followed the audit practice and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records, we believe that the process and practices, we followed provide a reasonable basis of our opinion.
3. We have not verified the correctness and appropriateness of the financial records and book of accounts of the company.
4. The compliance of the provisions of the corporate and other applicable laws, rules and regulations, standards are the responsibility of the Management. Our examination was limited to the verification of the procedures on test basis.



N MADAAN & ASSOCIATES COMPANY SECRETARIES

5. The MGT-8 certificate is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Gurugram
Date: 24/09/2024

NITIN
MADAAN

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by NITIN
MADAAN
Date: 2024.11.13
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Signature:
Nitin Madaan
Company Secretary in practice
Mem. No: A36368
C.P. No.: 20664
UDIN: A036368F001302776
Peer Review Certificate No.:3559/2023