

# 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

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

U74900UP2007PTC034107

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AACCN6483F

(ii) (a) Name of the company

NIF PRIVATE LIMITED

(b) Registered office address

Plot no. 119, 120 & 121, Block P & T, Fazal Ganj  
Kalpi Road  
Kanpur  
Kanpur  
Uttar Pradesh  
220012

(c) \*e-mail ID of the company

secretarial@rsplgroup.com

(d) \*Telephone number with STD code

05122221201

(e) Website

(iii) Date of Incorporation

26/10/2007

(iv)	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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

Pre-fill

(e) Extended due date of AGM after grant of extension

## 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	C	Manufacturing	C1	Food, beverages and tobacco products	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	LEAYAN GLOBAL PRIVATE LIM	U19116UP2009PTC038499	Holding	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	50,000,000	47,000,000	47,000,000	47,000,000
Total amount of equity shares (in Rupees)	500,000,000	470,000,000	470,000,000	470,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
equity				
Number of equity shares	50,000,000	47,000,000	47,000,000	47,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	500,000,000	470,000,000	470,000,000	470,000,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	6,000,000	5,700,000	5,700,000	5,700,000
Total amount of preference shares (in rupees)	600,000,000	570,000,000	570,000,000	570,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
preference				
Number of preference shares	6,000,000	5,700,000	5,700,000	5,700,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	600,000,000	570,000,000	570,000,000	570,000,000

**(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
<b>Equity shares</b>				
At the beginning of the year	47,000,000	470,000,000	470,000,000	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	47,000,000	470,000,000	470,000,000	

### Preference shares

<b>At the beginning of the year</b>	5,700,000	570,000,000	570,000,000	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	5,700,000	570,000,000	570,000,000	

(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) \*Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			1,564,577,753
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			2,714,091,500
Deposit			0
<b>Total</b>			<b>4,278,669,253</b>

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

11,787,819,612

(ii) Net worth of the Company

424,695,884

VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	46,999,999	100	5,700,000	100
10.	Others Nominee Shareholder	1	0	0	0
	<b>Total</b>	47,000,000	100	5,700,000	100

Total number of shareholders (promoters)

2

(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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0



2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others		0	0	0
	<b>Total</b>	0	0	0	0

Total number of shareholders (other than promoters)

0

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

2

**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	6	6
Members (other than promoters)	0	0
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	4	1	4	0	0
B. Non-Promoter	1	0	1	0	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	4	2	4	0	0

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)
Shri Manoj Kumar	00049387	Managing Director	0	
Shri Rahul Gyanchanda	00049468	Director	0	
Shri Rohit Gyanchanda	00049486	Director	0	
Shri Chandresh Pathak	08503493	Whole-time director	0	
Shri Murli Dhar Ji	00049298	Director	1	
Shri Bimal Kumar	00049337	Director	0	
AJAY KUMAR PANDEY	AKIPP1960C	Company Secretary	0	

(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	Nature of change (Appointment/ Change in designation/ Cessation)
Mr Manoj Kumar Yadav	06995768	Director	08/07/2019	Resignation
Mr Chandersh Pathak	08503493	Additional director	08/07/2019	Appointed
Mr Chandresh Pathak	08503493	Whole-time director	30/09/2019	Regularization

## 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	30/09/2019	2	2	100

### B. BOARD MEETINGS

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2019	6	6	100
2	09/05/2019	6	6	100
3	08/07/2019	6	5	83.33
4	03/08/2019	6	6	100
5	05/09/2019	6	6	100
6	20/12/2019	6	6	100
7	05/02/2020	6	6	100

### C. COMMITTEE MEETINGS

Number of meetings held

1

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	CSR	03/01/2020	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	
1	Shri Manoj Ku	7	7	100	1	1	100	Yes
2	Shri Rahul Gy	7	7	100	0	0	0	Yes
3	Shri Rohit Gya	7	7	100	0	0	0	Yes
4	Shri Chandres	4	4	100	0	0	0	No
5	Shri Murli Dha	7	7	100	1	1	100	Yes
6	Shri Bimal Kur	7	7	100	1	1	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MANOJ KUMAR YA	DIRECTOR	206,700				206,700
2	CHANDRESH PATI	DIRECTOR	1,151,432				1,151,432
	Total		1,358,132				1,358,132

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	Mr Ajay Kumar Pan	Company Secre	434,277				434,277
	Total		434,277	0	0		434,277

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

3

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)
NIF PRIVATE LIM	NCLT ALLAHABAD	10/01/2020	Section 441 of the C	Late filing of Cost A	300,000
MANOJ KUMAR	NCLT ALLAHABAD	10/01/2020	Section 441 of the C	Late filing of Cost A	180,000
AJAY KUMAR PAN	NCLT ALLAHABAD	10/01/2020	Section 441 of the C	Late filing of Cost A	180,000

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

S.K.Gupta

Whether associate or fellow

Associate  Fellow

Certificate of practice number

1920

**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. ... 01 dated 15/03/2018

(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

MANOJ  
KUMAR

DIN of the director

00049387

**To be digitally signed by**

Ajay Kumar  
Pandey

- Company Secretary  
 Company secretary in practice

Membership number

10059

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 Attachement(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

List of shareholder.pdf extension of agm.pdf NIF MGT 8 2020.pdf
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**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**

भारत सरकार

कारपोरेट कार्य मंत्रालय  
कार्यालय कम्पनी रजिस्ट्रार,  
उत्तर प्रदेश,  
37/17, वेस्टकाट बिल्डिंग, दि माल,  
कानपुर - 208001 (उ.प्र.)  
ई-मेल/E-mail : roc.kanpur@mca.gov.in



GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS  
OFFICE OF REGISTRAR OF COMPANIES,  
UTTAR PRADESH,  
37/17, Westcott Building, The Mall,  
Kanpur - 208001 (U.P.)  
Phone No. 0512 & 2310323@2310443  
e-mail roc.kanpur@mca.gov.in

No.ROC/KAN/AGM EXTN./2020/ 1105

Dated 08.9.2020

### ORDER

Extension of time for holding of Annual General Meeting (AGM) for the financial year ended on 31.03.2020

1. Whereas sub-section (1) of section 96 of the Companies Act, 2013 (the Act) provides, inter-alia, that every company, other than a One Person Company, shall in each year hold in addition to any other meetings, a general meeting as its annual general meeting (AGM) and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one AGM of a company and that of the next;
2. And whereas, the first proviso to sub-section (1) of section 96 of the Act provides that in case of the first AGM, it shall be held within a period of nine months from the date of closing of the first financial year of the company and in any other case, within a period of six months, from the date of closing of the financial year;
3. And whereas, the third proviso to Section 96(1) of the Act provides that the Registrar may, for any special reason, extend the time within which any annual general meeting, other than the first annual general meeting, shall be held, by a period not exceeding three months;
4. And whereas, various representations have been received from the Companies, Industry Bodies and Professional Institutes pointing out that several companies are finding it difficult to hold their AGM for the financial year ended on 31.03.2020 due to the difficulties faced in view of the Covid-19 Pandemic;

Page no.2 contd.,



5. And whereas, the representations have been considered and the undersigned is of the considered opinion that due to such unprecedented special reasons, the time within which the AGM for the financial year ended on 31.03.2020 is required to be held as per provisions of sub-section (1) of Section 96 ought to be extended in terms of the third proviso to section 96(1);

6. Now, therefore, in terms of power vested with the undersigned under the third proviso to sub-section (1) of section 96 of the Act, I hereby extend the time to hold the AGM, other than the first AGM, for the financial year ended on 31.03.2020 for companies within the jurisdiction of this office, which are unable to hold their AGM for such period within the due date of holding the AGM by a period of three months from the due date by which the AGM ought to have been held in accordance with the provisions of sub-section (1) to section 96 of the Act, without requiring the companies to file applications for seeking such extension by filing the prescribed Form No. GNL-1.

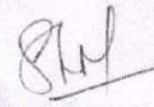
Explanation: It is hereby clarified that the extension granted under this Order shall also cover the:

- (i) pending applications filed in Form No. GNL-1 for the extension of AGM for the financial year ended on 31.03.2020, which are yet to be approved;
- (ii) Applications filed in Form No. GNL-1 for the extension of AGM for the financial year ended on 31.03.2020, which were rejected,

where the approval for extension of AGM upto 3 months from the due date of the AGM shall be deemed to have been granted by the undersigned without any further action on the part of the company.

Place: Kanpur

Date: 08.09.2020



(Sudhir Kapoor)  
Registrar of Companies,  
Uttar Pradesh, Kanpur

(सुधीर कपूर)  
(SUDHIR KAPOOR)  
कम्पनी रजिस्ट्रार उ०प्र०  
Registrar of Companies U.P.  
भारत सरकार / Govt. of India  
कानपुर / Kanpur




NIF PRIVATE LIMITED

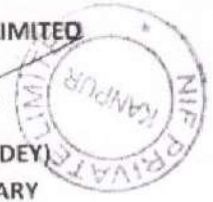
Shareholders of NIF Private Limited as on 31/03/2020

Sr. No.	Name of Share Holders	No. of Shares
1.	Leayan Global Private Limited (Holding Co.)	4,69,99,999 (Equity Shares of Rs. 10/- Each) 57,00,000 [Preference Shares of Rs. 100/- Each]
2.	Murlidhar Gyanchandani	1* (Equity Shares of Rs. 10/- Each)

(\*Nominee Shareholder of Leayan Global Private Limited)

FOR NIF PRIVATE LIMITED

  
(AJAY KUMAR PANDEY)  
COMPANY SECRETARY  
Membership No. F10059

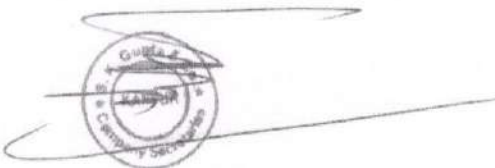


**FORM NO. MGT- 8**  
**ANNUAL RETURN CERTIFICATE**

[Pursuant to Section 92 (2) of the Companies Act, 2013 and Rule 11 (2) of the Companies (Management and Administration) Rules, 2014]

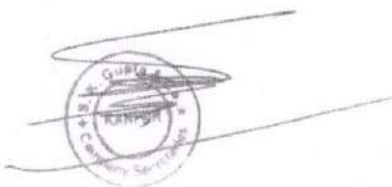
We have examined the registers, records and books and papers of **NIF PRIVATE LIMITED** (the 'Company') as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made thereunder for the Financial Year ended on 31<sup>st</sup> March, 2020. In our opinion and to the best of our 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 the provisions of the Act and the Rules made thereunder in respect of the matters as mentioned hereunder :
  1. The Company is a Private Company limited by Shares within the meaning of Section 2 (68) of the Companies Act, 2013.
  2. The Company has maintained the registers / records as stated in **Annexure 'A'** to this Certificate, as per the provisions of the Act and the Rules made there under and the entries therein have been duly recorded within the time prescribed therefor.
  3. The details relating to Forms and Returns filed by the Company with the Registrar of Companies, Uttar Pradesh, Regional Director, Central



Government, the Tribunal, Court or other Authorities under the Act and the Rules made thereunder are provided in **Annexure 'B'** to this Certificate.

4. (i) The Board of Directors duly met 7 (Seven) times respectively on 25<sup>th</sup> April, 2019, 9<sup>th</sup> May, 2019, 8<sup>th</sup> July, 2019, 3<sup>rd</sup> August, 2019, 5<sup>th</sup> September, 2019, 20<sup>th</sup> December, 2019 and 5<sup>th</sup> February, 2020 as stated in the Annual Return and in respect of such meetings proper notices were given and the proceedings thereof were properly recorded in the Minutes Book maintained for the purpose which have been duly signed. No circular resolution was passed during the financial year under review.
- (ii) The Board of Directors have constituted only one Committee namely Corporate Social Responsibility Committee pursuant to provisions of the Companies Act, 2013 read with Rules made thereunder. The Committee met once on 3<sup>rd</sup> January, 2020 as stated in the Annual Return and in respect of such meeting proper notice was given and the proceedings thereof were properly recorded in the Minutes Book maintained for the purpose which have been duly signed.
- (iii) The 12<sup>th</sup> Annual General Meeting for the financial year ended on 31<sup>st</sup> March, 2019 was held on 30<sup>th</sup> September, 2019 within the prescribed time after giving due notice to the members of the Company and the proceedings thereof were properly recorded in the Minutes Book maintained for the purpose which have been duly signed. However, no resolution was passed by Postal Ballot during the financial year.
5. The Company has not closed its Register of Members during the financial year under review.



6. The Company has not given any loans to its Directors or persons or firms referred to under Section 185 of the Act.
7. The Company has duly complied with the provisions of Section 188 of the Act in respect of contracts / arrangements with related parties specified in that section.
8. The Company has:
  - (i) not issued any shares, debentures or other securities during the financial year;
  - (ii) not made any allotment / transfer / transmission of shares / other securities during the financial year;
  - (iii) not bought back any shares or other securities during the financial year;
  - (iv) not redeemed any Preference Shares / Debentures during the Financial year;
  - (v) not altered or reduced its share capital and has not converted its shares / securities during the financial year.
9. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
10. The Company has not declared any dividend during the financial year. There was no unpaid / unclaimed dividend or other amounts remaining unclaimed or unpaid requiring transfer to Investor Education and Protection Fund in accordance with provisions of Section 125 of the Companies Act, 2013.



# S. K. Gupta & Co.

Company Secretaries

9, Roland Complex,  
Upper Floor, 37/17,  
Westcott Building,  
The Mall,  
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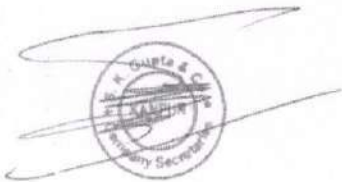
E-mail:sk\_gupta1@rediffmail.com

11. The Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2020 have been signed in accordance with the provisions of Section 134(1) of the Companies Act, 2013 and the Report of Board of Directors of the Company has been prepared in compliance with the provisions of sub - sections (3) and (5) of Section 134 of the said Act.
  
12. (i) The Board of Directors of the Company has been duly constituted. There was no appointment of Alternate Directors and Directors to fill casual vacancy during the financial year. The Directors have made requisite disclosures as required under the Act and the Rules framed thereunder.  
  
(ii) The Board of Directors at its meeting held on 8<sup>th</sup> July, 2019 has accepted the resignation of Shri Manoj Kumar Yadav [DIN: 06995768] from the position of Directorship with effect from 8<sup>th</sup> July, 2019. Further, Shri Chandresh Pathak [DIN:08503493] was appointed as an Additional Director, re-designated as the Whole time Director of the Company for a period of 5 years with effect from 8<sup>th</sup> July, 2019 and his appointment was confirmed and approved by the members of the Company at the 12<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2019.  
  
(iii) Except as mentioned above, there was no appointment of Key Managerial Personnel under the provisions of Section 203 of the Act read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 during the year under review.
  
13. The Company has made appointment of Statutory Auditors at the Tenth Annual General Meeting held on 30<sup>th</sup> September, 2017 to hold office for a period of five years from the conclusion of that meeting until the conclusion of the Fifteenth Annual General Meeting of the Company held in the Financial year 2022 in



compliance with the provisions of Section 139 of the Act read with the Companies (Audit and Auditors) Rules, 2014.

14. The Company was not required to obtain any approval of Central Government, Regional Director or such other Authorities prescribed under the various provisions of the Companies Act, 2013 during the financial year under review. However, the Hon'ble National Company Law Tribunal, Allahabad Bench vide its Order No. CA No. 476 / ALD / 2019 dated 10<sup>th</sup> January, 2020 disposed of the Joint Company Application filed under Section 441 of the Companies, 2013 for compounding of offence with respect to delay in filing of Cost Audit Reports pursuant to Section 148 (6) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 for the financial years ended 31<sup>st</sup> March, 2016, 31<sup>st</sup> March, 2017 and 31<sup>st</sup> March, 2018 respectively.
15. The Company has not accepted or renewed any deposits falling within the purview of Section 73 and 76 of the Act read with Companies (Acceptance of Deposits) Rules, 2014 during the financial year.
16. The Company being a Private Company, the borrowings made during the year do not attract the provisions of Section 180(1)(c) of the Companies Act, 2013. There were creation, modification and satisfaction of charges during the financial year and the particulars whereof were filed in compliance with the provisions of the Act.
17. The investments made, loans given, guarantees and securities provided by the Company in compliance with the ceiling limits prescribed under Section 186 of the Act.



**S. K. Gupta & Co.**  
Company Secretaries

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Cell - 9415042137  
E-mail:sk\_gupta1@rediffmail.com

18. The Company has not altered the Memorandum and Articles of Association of the Company during the financial year under review.

Place: Kanpur  
Date: 25<sup>th</sup> February, 2021

For **S.K.Gupta & Co.**  
Company Secretaries



(S.K.GUPTA)  
Managing Partner  
F.C.S - 2589  
C.P.No.-1920

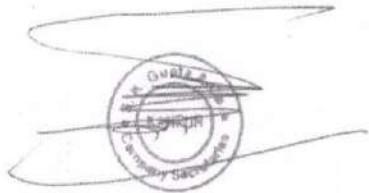
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**ANNEXURE 'A'**

**Registers as maintained by the Company**

1. Register of Members u/s 88 of the Companies Act, 2013 read with Rule 3 of the Companies (Management and Administration) Rules, 2014.
2. Register of Directors and Key Managerial Personnel and their Shareholding u/s 170 of the Companies Act, 2013 read with Rule 17 of the Companies (Appointment and Qualification of Directors) Rules, Act, 2014.
3. Register of Contracts or Arrangements in which Directors are interested u/s 189 of the Companies Act, 2013 read with Rule 16 of the Companies (Meetings of Board and its Powers) Rules, 2014.
4. Register of loans, guarantee, security and investments u/s 186(9) of the Act read with Rule 12 of the Companies (Meetings of Board and its Powers) Rules, 2014.
5. Register of Investments not held in its own name by the Company u/s 187(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Meetings of Board and its Powers) Rules, 2014.
6. Minutes of the proceedings of the General Meetings, Board Meetings and Committee Meetings u/s 118 of the Companies Act, 2013 read with Rule 25 of the Companies (Management and Administration) Rules, 2014.
7. Register of Charges u/s 85 of the Companies Act, 2013 read with Rule 10 of the Companies (Registration of Charges) Rules, 2014.
8. Attendance Register for the Meetings of the Board of Directors.
9. Attendance Register for the Meetings of the Shareholders.
10. Register of Share Transfers.

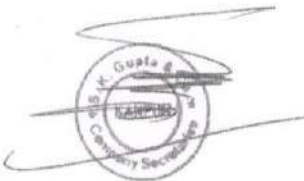


**ANNEXURE 'B'**

**Forms and Returns as filed by the Company during the financial year ended 31<sup>st</sup> March, 2020**

- With Registrar of Companies, Uttar Pradesh

Sl. No.	Forms	Purpose	Date of Actual filing	Whether filed in time or not Yes/ No
1.	Form No. INC-22A [Active Company Tagging Identities and Verification]	Rule 25A of The Companies (Incorporation) Rules, 2014	04.04.2019	Yes
2.	Form No. MSME FORM - 1 [Furnishing of Initial Return of outstanding dues to Micro or Small Enterprises Supplier]	Pursuant to Order 2 and 3 dated 22 January, 2019 issued under Section 405 of the Companies Act, 2013 dated 22.01.2019	20.05.2019	Yes
3.	Form No. MSME FORM - 1 [Furnishing of half yearly return in respect of outstanding dues to Micro or Small Enterprises Supplier, commencing from	Pursuant to Order 2 and 3 dated 22 January, 2019 issued under Section 405 of the Companies Act, 2013 dated 31.03.2019	21.05.2019	Yes



	01.10.2018 to 31.03.2019]			
4.	Form No. DPT-3 [One time Return for disclosure of details of outstanding money or loan received by a Company but not considered as deposits in terms of Rule 2 (1) (c) of the Companies (Acceptance of Deposit), Rules, 2014.	Under Rule 16A of the Companies (Acceptance of Deposits) Rules, 2014 dated 31.03.2019	19.06.2019	Yes
5.	Form No. DPT-3 [Particulars of transactions by Company not considered as deposit as per Rule 2(1)(c) of the Companies (Acceptance of Deposit) Rules, 2014]	Pursuant to Rule 16 of the Companies (Acceptance of Deposits) Rules, 2014 dated 31.03.2019	19.06.2019	Yes
6.	Form No. DIR-12 [Resignation of Shri Manoj Kumar Yadav from the position of Directorship of the Company w.e.f 08.07.2019 and appointment of Shri	Section 168 read with Rule 15 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Section 161(1) read with Rule 8, 9 and	11.07.2019	Yes



	Chandresh Pathak as an Additional Director of the Company w.e.f 08.07.2019]	14 of Companies (Appointment and Qualifications of Directors) Rules, 2014 dated 08.07.2019		
7.	Form No. GNL-1 [Filing of joint application for Compounding of Offence under Section 441 read with 148(6) of the Companies Act, 2013 for delay in filing of the Cost Audit Reports for the Financial Years ended 31.03.2016, 31.03.2017 and 31.03.2018]	U/s 441 and 148 (6) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 dated 01.10.2019	04.10.2019	Yes
8.	Form No. CHG - 1 [Creation of Charge Charge ID- 100293812]	U/s 77 & 78 of the Companies Act, 2013 read with Rule 3(1) of the Companies (Registration of Charges) Rules, 2014 dated 20.09.2019.	16.10.2019	Yes
9.	Form No.CHG-4 [Satisfaction of Charge Charge ID-10534374]	U/s 82 of the Companies Act, 2013 read with Rule 8 of the Companies (Registration of	23.10.2019	Yes



		Charges) Rules, 2014 dated 14.10.2019		
10.	Form No. MSME FORM - 1 [Furnishing of half yearly return in respect of outstanding dues to Micro or Small Enterprises Supplier, commencing from 01.04.2019 to 30.09.2019]	Pursuant to Order 2 and 3 dated 22 January, 2019 issued under Section 405 of the Companies Act, 2013 dated 30.09.2019	26.10.2019	Yes
11.	Form No. MGT-14 [Registration of Special Resolution passed at the Extra – Ordinary General Meeting for:- • Granting of Loans, Guarantees or providing Securities under Section 185 of the Companies Act, 2013.	Section 185 read with 117 of the Companies Act, 2013 dated 17.12.2018	13.09.2019	No
12.	Form AOC-4 XBRL [Filing of Standalone and Consolidated Financial Statements and other documents for F.Y. 2018-2019]	U/s 137 of Companies Act, 2013 read with Rule 12(2) of the Companies (Accounts) Rule, 2014 and Rule 3 of the Companies	30.11.2019	Yes



		(Filling of Documents and Forms in XBRL) Rules, 2015 dated 31.03.2019		
13.	Form No. DIR-12 [Confirmation of Shri Chandresh Pathak as a Director of the Company and his re-designation as a Whole-time Director of the Company w.e.f 08.07.2019].	Section 152 and Section 196 of the Companies Act, 2013 dated 30.09.2019	17.12.2019	No
14.	Form No. MGT-7 [Annual Return for the Financial Year 2018-2019]	U/s. 92 of the Companies Act, 2013 read with Rule 11 of the Companies (Management and Administration) Rules, 2014 dated 31.03.2019	31.12.2019	Yes
15.	Form No. INC-28 [Filing of Order No. CA No. 476 / ALD / 2019 dated 10.01.2020 passed by the Hon'ble National Company Law Tribunal, Allahabad Bench under Section 441 of the Companies Act, 2013 for Compounding of	U/s 441 & 148(6) of the Companies Act, 2013 dated 10.01.2020	05.02.2020	Yes



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	offence under Section 148 (6) of the Companies Act, 2013 for delay in filing of Cost Audit Reports for the Financial Years ended 31.03.2016, 31.03.2017 and 31.03.2018			
16.	Form No. CHG-1 [Modification of Charge - Charge ID-10375715]	U/s 77 & 79 of the Companies Act, 2013 read with Rule 3(1) of the Companies (Registration of Charges) Rules, 2014. dated 25.02.2020	22.06.2020*	Yes

*\*[E-Form No. CHG-1 dated 25.02.2020 was filed on 22nd June, 2020 pursuant to Scheme for relaxation of time for filing forms related to creation or modification of charges under the Companies Act, 2013 on account of the pandemic caused by the COVID-19 notified vide General Circular No. 23/2020 dated 17<sup>th</sup> June, 2020 issued by Ministry of Corporate Affairs, New Delhi]*

- With Regional Director  
NIL

- With Central Government or other Authorities

Sl. No.	Forms	Purpose	Date of Actual filing	Whether filed in time or not Yes/ No
1.	Form No. CRA-4 [Filing of Cost Audit	Section 148(6) read with Rule 6(6) of the	15.06.2019	No



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	Report for Financial Year 2017-2018]	Companies (Cost Records and Audit) Rules, 2014 dated 28.09.2018		
2.	Form No. CRA-2 [Intimation for appointment of M/s Jitendra, Navneet & Co. as Cost Auditor of the Company for the Financial Year 2019-2020]	U/s 148(3) of the Companies Act, 2013 and Rule 6 of the Companies (Cost Records and Audit) Rules, 2014 dated 05.09.2019	03.10.2019	No
3.	Form No. CRA-4 [Filing of Cost Audit Report for Financial Year 2018-2019]	U/s 148(6) of the Companies Act, 2013 and Rule 6(6) of the Companies (Cost Records and Audit) Rules, 2014 dated 05.09.2019	14.02.2020	Yes

For S.K. Gupta & Co.  
Company Secretaries



Place: Kanpur  
Date: 25<sup>th</sup> February, 2021

(S.K. GUPTA)  
Managing Partner  
F.C.S - 2589  
C.P.No.-1920

UDIN: F002589B003540948