

**FORM NO. MGT – 7**

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

**ANNUAL RETURN****I. REGISTRATION AND OTHER DETAILS:****(i)** Corporate Identification Number (CIN) of the Company

U74140KA2006PTC039905

Global Location Number (GLN) of the Company

Permanent Account Number (PAN) of the Company

AADCP9327M

**(ii)** (a) Name of the Company

PROZONE ADVISORS PRIVATE LIMITED

(b) Registered Office Address

No.74, (Old No. 18F), 2nd Floor, 5th Main,  
40th Cross, Jayanagar 5th Block,  
Bangalore 560041, Karnataka, India

(c) e – mail ID of the Company

padmavathi@prozone.ooo

(d) Telephone Number with STD Code

08026765777

(e) Website

www.prozone.ooo

**(iii)** Date of incorporation

07/07/2006

**(iv)** Type of Company

Type of 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 the form is filed forOPC  Small Company **(vii)** Financial Year From date

01/04/2021

(DD/MM/YYYY) To date

31/03/2022

**(viii)** Whether Annual General Meeting (AGM) held Yes  No

(a) If Yes, date of AGM

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM Granted

 Yes  No

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

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

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**Number of business activities: 

Sl No.	Main Activity group code	Description of Main Activity group	Business activity code	Description of business activity	% of turnover of the Company
1.	M	Professional, Scientific and Technical	M1	Legal activities	100

**III. PARTICULARS OF ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES) (not applicable for OPC)**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				

**IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY****i) SHARE CAPITAL****(a) Equity share capital**

Particulars	Authorized Share Capital	Issued Capital	Subscribed Capital	Paid up Capital
Total number of Equity Shares	50,000	50,000	50,000	50,000
Total amount of Equity Shares (in Rupees)	500,000	500,000	500,000	500,000

Number of classes: 1

Class of Shares: Equity Shares	Authorized Share Capital	Issued Capital	Subscribed Capital	Paid up Capital
Number of Equity shares	50,000	50,000	50,000	50,000
Nominal Value per share (in rupees)	10	10	10	10
Total Amount of equity shares (in rupees)	500,000	500,000	500,000	500,000

**(b) Preference Share capital**

Particulars	Authorized Share 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:	Authorized Share Capital	Issued Capital	Subscribed Capital	Paid up Capital
Number of preference shares	0	0	0	0
Nominal Value per share (in rupees)	0	0	0	0
Total Amount of preference shares (in rupees)	0	0	0	0

**(c) Unclassified share capital**

Particulars	Authorised capital
Total Amount of unclassified shares	0

**(d) Break - up of paid-up share capital: (not applicable for OPC)**

Class of Shares	No. of shares	Total Nominal Amount	Total Paid-up amount	Total Premium
<b>Equity Shares:-</b>				
<b>At the beginning of the year</b>	50,000	500,000	500,000	
<b>Increase during the year</b>	0	0	0	
i. Public Issue	0	0	0	
ii. Rights issue	0	0	0	
iii. Bonus issue	0	0	0	
iv. Private Placement / Preferential Allotment	0	0	00	
v. ESOPs	0	0	0	
vi. Sweat Equity shares allotted	0	0	0	
vii. Conversion of Preference shares	0	0	0	
viii. Conversion of Debentures	0	0	0	
ix. GDR / ADR	0	0	0	
x. Others, specify: Nil	0	0	0	
<b>Decrease during the year</b>	0	0	0	
i. Buy-back of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	
v. Others, specify: Nil	0	0	0	
At the end of the year	50,000	500,000	500,000	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	
i. Issue of shares	0	0	0	
ii. Re-issue of forfeited shares	0	0	0	
iii. Other, specify: Nil	0	0	0	
<b>Decrease during the year</b>	0	0	0	
i. Redemption of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	
iv. Others, specify: Nil	0	0	0	
<b>At the end of the year</b>	0	0	0	

**ii) 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:

Date of registration of transfer (Date Month Year):

Type of transfer:

(1-Equity, 2- Preference shares, 3 – Debentures, 4 – Stock)

Number of shares/ debentures/units transferred:

Amount per share/debenture/ unit (in Rs.):

Ledger Folio of Transferor:

Transferor's Name			
	Surname	Middle name	First name

Ledger folio of transferee:

Transferee's Name			
	Surname	Middle name	First name

Date of registration of transfer (Date Month Year):

Type of transfer:

(1-Equity, 2- Preference shares, 3 – Debentures, 4 – Stock)

Number of shares/ debentures/units transferred:

Amount per share/debenture/ unit (in Rs.):

Ledger Folio of Transferor:

Transferor's Name			
	Surname	Middle name	First name

Ledger folio of transferee:

Transferee's Name			
	Surname	Middle name	First name

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

Particulars	Number of units	Nominal value per unit	Total value

**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				
Partly convertible debentures				
Fully convertible debentures				

**(iv) Securities (other than shares and debentures) (not applicable for OPC):**

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: Rs. 1,06,83,500  
(ii) Net worth of the Company: 1,12,03,150

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

- i) Category-wise Share Holding

Sl No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/ Hindu Undivided Family				
	i) Indian	50,000	100	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 Nil	0	0	0	0
	<b>Total</b>	<b>50,000</b>	<b>100</b>	<b>0</b>	<b>0</b>

**Total Number of shareholders (promoters): 2**

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

SI 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: Nil	0	0	0	0
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**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
<b>Promoters</b>	<b>2</b>	<b>2</b>
<b>Members (Other than Promoters)</b>	<b>0</b>	<b>0</b>
<b>Debenture Holders</b>	<b>0</b>	<b>0</b>

**VIII. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETING:**

**Number of meetings held: 1**

Type of meeting	Date of meeting	Total Number of	Attendance
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		Members entitled to attend meeting	Number of members attended	% of total shareholding
Annual General Meeting	30/11/2021	2	2	100

**B. BOARD MEETINGS:**

Number of Meetings held: 5

S. No.	Date of meeting	Total No. of Directors on the Date of Meeting	Attendance	
			No. of Directors attended	% of Attendance
1.	10/05/2021	2	2	100
2.	09/11/2021	2	2	100
3.	22/11/2021	2	2	100
4.	12/02/2022	2	2	100

**C. COMMITTEE MEETINGS:**

Number of Committee meetings held: 0

S. No.	Type of Meeting	Date of meeting	Total No. of Members as on the Date of Meeting	Attendance	
				No. of Members attended	% of Attendance
1					

**D. ATTENDANCE OF DIRECTORS (Not applicable to OPC)**

Sl. No.	DIN	Name of the Director	Board of Meetings			Committee Meetings (Taking all the Committee Meetings together of which a Director is a member)			Whether attended AGM held on 30/11/2021 (Y/N/NA)
			No of Meeting which the director was entitled to attend	Number of meetings attended	% of attendance	No of Meeting which the director was entitled to attend	Number of meetings attended	% of attendance	
1.	00451172	PADMAVATHI KAVOOR	5	5	100	-	-	-	Yes
2.	00451322	SUNIL RAJ KASARA GOD PALLATH	5	5	100	-	-	-	Yes

**IX. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

Nil

Number of Managing Director, Whole-Time Director and/or Manager whose remuneration details to be entered: 0

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

**Number of other Directors whose remuneration details to be entered: 1**

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity	Others	Total Amount
1.	SUNIL RAJ KASARAGOD PALLATH	Director	6,25,000	0	0	0	6,25,000
	Total		6,25,000	0	0	0	6,25,000

**X. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURE**

A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year(Yes/No): Yes

B. If No, Give reasons / observations

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**XI. PENALTIES 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 penalized / 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 penalized / punished	Particulars of offence	Amount of compounding (in Rupees)

XII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment:

Yes  No



**XIII. 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:

Whether Fellow or Associate:

Associate  Fellow

Certificate of practice number:

**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 XIV.

**Declaration**

I am authorized by the Board of Directors of the Company vide resolution No.

82.9

dated

21/09/2022

(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

DIN of the Director

00451322

To be digitally signed by

Company Secretary

Company Secretary in practice

Membership Number

Certificate of Practice Number

**LIST OF SHAREHOLDERS AS ON 31ST MARCH 2022**

<b>EQUITY SHARES</b>						
<b>SI No.</b>	<b>Name of the shareholders</b>	<b>Father's/ Mother's/Spouse's Name</b>	<b>Address</b>	<b>Amount per share</b>	<b>Number of shares held</b>	<b>%of shareholding</b>
1	Ms. Padmavathi K	D/o Krishna Murthy K	42/3, Flat No. 1005, GR Pinnacle, Kanakapura Main Road, J P Nagar 1 <sup>st</sup> Phase, Bangalore – 560078	10	35,600	71.20
2	Mr. Sunil Raj K P	S/o Sunder Raj Jeppu	Flat No. 1005, GR Pinnacle, Kanakapura Main Road, J P Nagar 1 <sup>st</sup> Phase, Bangalore – 560078	10	14,400	28.80
<b>TOTAL</b>					<b>50,000</b>	<b>100.00</b>