

# 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

U15400DL2009PTC191424

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAGCM0570N

(ii) (a) Name of the company

MODI ILLVA INDIA PRIVATE LIM

(b) Registered office address

1513, MODI TOWER  
98 NEHRU PLACE  
NEW DELHI  
South Delhi  
Delhi  
110016

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

legal@winmedicare.com

(d) \*Telephone number with STD code

01142504555

(e) Website

(iii) Date of Incorporation

19/06/2009

| (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

## 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 | 1.52                         |
| 2    | M                        | Professional, Scientific and Technical | M3                     | Management consultancy activities    | 98.48                        |

## 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    | MI SPIRITS INDIA PRIVATE LIM | U15139DL2010PTC200690 | 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             | 76,000,000         | 64,250,000     | 64,250,000         | 64,250,000      |
| Total amount of equity shares (in Rupees) | 760,000,000        | 642,500,000    | 642,500,000        | 642,500,000     |

Number of classes

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|-----------------|--------------------|----------------|--------------------|-----------------|
| EQUITY SHARES   |                    |                |                    |                 |

|                                           |             |             |             |             |
|-------------------------------------------|-------------|-------------|-------------|-------------|
| Number of equity shares                   | 76,000,000  | 64,250,000  | 64,250,000  | 64,250,000  |
| Nominal value per share (in rupees)       | 10          | 10          | 10          | 10          |
| Total amount of equity shares (in rupees) | 760,000,000 | 642,500,000 | 642,500,000 | 642,500,000 |

**(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 |
|-----------------------------------------------|------------------|-------|----------|----------------------|----------------------|---------------|
| <b>Equity shares</b>                          | Physical         | DEMAT | Total    |                      |                      |               |
| <b>At the beginning of the year</b>           | 64,250,000       | 0     | 64250000 | 642,500,000          | 642,500,000          |               |
| <b>Increase during the year</b>               | 0                | 0     | 0        | 0                    | 0                    | 0             |
| i. Public Issues                              | 0                | 0     | 0        | 0                    | 0                    | 0             |
| ii. Rights issue                              | 0                | 0     | 0        | 0                    | 0                    | 0             |
| iii. Bonus issue                              | 0                | 0     | 0        | 0                    | 0                    | 0             |
| iv. Private Placement/ Preferential allotment | 0                | 0     | 0        | 0                    | 0                    | 0             |
| v. ESOPs                                      | 0                | 0     | 0        | 0                    | 0                    | 0             |

|                                     |            |   |          |             |             |   |
|-------------------------------------|------------|---|----------|-------------|-------------|---|
| vi. Sweat equity shares allotted    | 0          | 0 | 0        | 0           | 0           | 0 |
| vii. Conversion of Preference share | 0          | 0 | 0        | 0           | 0           | 0 |
| viii. Conversion of Debentures      | 0          | 0 | 0        | 0           | 0           | 0 |
| ix. GDRs/ADRs                       | 0          | 0 | 0        | 0           | 0           | 0 |
| x. Others, specify<br>0             |            |   |          | 0           | 0           |   |
| <b>Decrease during the year</b>     | 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<br>0            |            |   |          | 0           | 0           |   |
| <b>At the end of the year</b>       | 64,250,000 | 0 | 64250000 | 642,500,000 | 642,500,000 |   |
| <b>Preference shares</b>            |            |   |          |             |             |   |
| <b>At the beginning of the year</b> | 0          | 0 | 0        | 0           | 0           |   |
| <b>Increase during the year</b>     | 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<br>0           |            |   |          | 0           | 0           |   |
| <b>Decrease during the year</b>     | 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<br>0            |            |   |          | 0           | 0           |   |
| <b>At the end of the year</b>       | 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)

| 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  | 1,160,000       | 100                    | 116,000,000 |
| <b>Total</b>                  |                 |                        | 116,000,000 |

**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  | 116,000,000                                 | 0                        | 0                        | 116,000,000                           |

**(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**

470,374,703

**(ii) Net worth of the Company**

1,106,108,082

**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                              | 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<br>(not mentioned above) | 64,250,000 | 100 | 0 |   |
| 10. | Others 0                                | 0          | 0   | 0 |   |
|     | <b>Total</b>                            | 64,250,000 | 100 | 0 | 0 |

**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                |            |
|        | (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<br>(not mentioned above) | 0                | 0          | 0                |            |
| 10.    | Others 0                                | 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)**

| <b>Details</b>                    | <b>At the beginning of the year</b> | <b>At the end of the year</b> |
|-----------------------------------|-------------------------------------|-------------------------------|
| Promoters                         | 2                                   | 2                             |
| Members<br>(other than promoters) | 0                                   | 0                             |
| Debenture holders                 | 2                                   | 2                             |

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

| <b>Category</b>                              | <b>Number of directors at the<br/>beginning of the year</b> |               | <b>Number of directors at the end<br/>of the year</b> |               | <b>Percentage of shares held by<br/>directors as at the end of year</b> |               |
|----------------------------------------------|-------------------------------------------------------------|---------------|-------------------------------------------------------|---------------|-------------------------------------------------------------------------|---------------|
|                                              | Executive                                                   | Non-executive | Executive                                             | Non-executive | Executive                                                               | Non-executive |
| <b>A. Promoter</b>                           | 0                                                           | 6             | 0                                                     | 7             | 0                                                                       | 0             |
| <b>B. Non-Promoter</b>                       | 0                                                           | 0             | 0                                                     | 0             | 0                                                                       | 0             |
| (i) Non-Independent                          | 0                                                           | 0             | 0                                                     | 0             | 0                                                                       | 0             |
| (ii) Independent                             | 0                                                           | 0             | 0                                                     | 0             | 0                                                                       | 0             |
| <b>C. Nominee Directors<br/>representing</b> | 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             |
| <b>Total</b>                                 | 0                                                           | 6             | 0                                                     | 7             | 0                                                                       | 0             |

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

8

**(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) |
|-------------------|------------|--------------------|--------------------------------|--------------------------------------------------------------|
| UMESH KUMAR MODI  | 00002757   | Director           | 0                              |                                                              |
| ABHISHEK MODI     | 00002798   | Director           | 0                              |                                                              |
| AKHIL VIJAY TAYAL | 05155904   | Director           | 0                              | 20/05/2021                                                   |
| ANURAG SETH       | 00035802   | Alternate director | 0                              |                                                              |
| ALDINO MARZORATI  | 02717361   | Director           | 0                              |                                                              |
| ENRICO SIVIERI    | 08491856   | Director           | 0                              |                                                              |
| STEFANO BATTIONI  | 03104338   | Director           | 0                              |                                                              |
| SANCHITA MATTA    | BTEPM7689H | Company Secretar   | 0                              |                                                              |

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

1

| 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) |
|-------------------|----------|----------------------------------------------------------|-------------------------------------------------------|------------------------------------------------------------------|
| ANTONIO APPIGNANI | 02717393 | Director                                                 | 08/05/2020                                            | CESSATION                                                        |

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS****A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

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 MEETI | 24/12/2020      | 2                                                  | 2                          | 100                     |

**B. BOARD MEETINGS**

\*Number of meetings held

5

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance                   |                 |
|--------|-----------------|----------------------------------------------------------------|------------------------------|-----------------|
|        |                 |                                                                | Number of directors attended | % of attendance |
| 1      | 21/07/2020      | 7                                                              | 4                            | 57.14           |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance                   |                 |
|--------|-----------------|----------------------------------------------------------------|------------------------------|-----------------|
|        |                 |                                                                | Number of directors attended | % of attendance |
| 2      | 05/08/2020      | 7                                                              | 6                            | 85.71           |
| 3      | 30/11/2020      | 7                                                              | 4                            | 57.14           |
| 4      | 24/12/2020      | 7                                                              | 4                            | 57.14           |
| 5      | 26/02/2021      | 7                                                              | 6                            | 85.71           |

#### 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 COMMIT      | 19/02/2021      | 3                                                     | 2                          | 66.67           |

#### 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 | 18/11/2021                   |
|        |                      |                                                          |                             |                 |                                                          |                             |                 | (Y/N/NA)                     |
| 1      | UMESH KUMAR          | 5                                                        | 5                           | 100             | 0                                                        | 0                           | 0               | Yes                          |
| 2      | ABHISHEK MISHRA      | 5                                                        | 5                           | 100             | 1                                                        | 1                           | 100             | Yes                          |
| 3      | AKHIL VIJAY          | 5                                                        | 5                           | 100             | 1                                                        | 1                           | 100             | No                           |
| 4      | ANURAG SETIA         | 5                                                        | 3                           | 60              | 1                                                        | 1                           | 100             | Yes                          |
| 5      | ALDINO MARINO        | 5                                                        | 2                           | 40              | 0                                                        | 0                           | 0               | No                           |
| 6      | ENRICO SIVIERI       | 5                                                        | 2                           | 40              | 0                                                        | 0                           | 0               | No                           |
| 7      | STEFANO BASSO        | 5                                                        | 2                           | 40              | 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

0

| S. No. | Name  | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|-------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      |       |             |              |            |                               |        | 0               |
|        | Total |             |              |            |                               |        |                 |

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

1

| S. No. | Name           | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|----------------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | SANCHITA MATTA | COMPANY SEC | 478,001      | 0          | 0                             | 0      | 478,001         |
|        | Total          |             | 478,001      | 0          | 0                             | 0      | 478,001         |

Number of other directors whose remuneration details to be entered

1

| S. No. | Name          | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|---------------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | ABHISHEK MODI | DIRECTOR    | 12,934,879   | 0          | 0                             | 0      | 12,934,879      |
|        | Total         |             | 12,934,879   | 0          | 0                             | 0      | 12,934,879      |

#### 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

PURVIKA JAIN

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

21942

**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. ... 15 dated 22/06/2009

(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:

- 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.
- 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

ABHISH EK MODI  
Digitally signed by  
ABHISH EK MODI  
Date: 2021.12.27  
11:56:40 +05'30'

DIN of the director

00002798

**To be digitally signed by**

SANCHIT A MATTA  
Digitally signed by  
SANCHIT A MATTA  
Date: 2021.12.27  
11:57:11 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

43930

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

**Attach****Attach****Attach****Attach****List of attachments**

MGT-8.pdf  
List of shareholders and debentureholders.

**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**

**LIST OF SHAREHOLDERS OF MODI ILLVA INDIA PRIVATE LIMITED**  
**AS ON 31<sup>ST</sup> MARCH, 2021**

| S. No.       | Name of shareholder                        | Folio No. | Father's Name | Number of Shares   | Type of shares | Amount per share (Rs.) |
|--------------|--------------------------------------------|-----------|---------------|--------------------|----------------|------------------------|
| 1.           | SBEC Stock Holding And Investments Limited | 005       | N.A.          | 3,21,25,000        | Equity         | 10                     |
| 2.           | Illva Saronno Holding S.p.A.               | 004       | N.A.          | 3,21,25,000        | Equity         | 10                     |
| <b>TOTAL</b> |                                            |           |               | <b>6,42,50,000</b> |                |                        |

**Date : 17/11/2021**  
**Place: New Delhi**

**For Modi Illva India Private Limited**

  
**Abhishek Modi**  
**Director**  
**DIN:00002798**  
**1400, Modi Tower,**  
**98, Nehru Place,**  
**New Delhi-110019**





Modi Illva India Pvt. Ltd.



**UMESH MODI**  
GROUP

**LIST OF DEBENTUREHOLDERS OF MODI ILLVA INDIA PRIVATE LIMITED**  
**AS ON 31<sup>ST</sup> MARCH, 2021**

| S. No.       | Name of Debenture holder                   | Number of Debentures | Type of debentures                            | Amount per debenture (Rs.) |
|--------------|--------------------------------------------|----------------------|-----------------------------------------------|----------------------------|
| 1.           | SBEC Stock Holding And Investments Limited | 5,80,000             | Compulsorily Convertible Unsecured Debentures | 100                        |
| 2.           | Illva Saronno Holding S.p.A.               | 5,80,000             | Compulsorily Convertible Unsecured Debentures | 100                        |
| <b>TOTAL</b> |                                            | <b>11,60,000</b>     |                                               |                            |

**Date : 17/11/2021**  
**Place: New Delhi**

**For Modi Illva India Private Limited**

  
**Abhishek Modi**  
**Director**  
**DIN:00002798**  
**1400, Modi Tower,**  
**98, Nehru Place,**  
**New Delhi-110019**



**CIN : U15400DL2009PTC191424**

**Modi Illva India Pvt. Ltd., 1513, Modi Tower, 98 Nehru Place, New Delhi - 110019 Tel : +91 11 42504620 Fax : +91 11 26293822**  
**Web: www.modillva.com**



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since 2000

**P.C. JAIN & Co.**

**Company Secretaries**

(Corporate Law & Insolvency Resolution Advisor)

**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 **MODI ILLVA INDIA PRIVATE LIMITED** having **CIN: U15400DL2009PTC191424** ("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 **March 31, 2021**. 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 provisions of the Act & Rules made there under in respect of:-

1. Its status under the Act; i.e. Private Limited Company;
2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies within the prescribed time;
4. Calling/ convening/ holding meetings of Board of Directors or its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions, have been properly recorded in the Minute Book/Registers maintained for the purpose and the same have been signed.



Head Office: #2382, Sector-16, Faridabad (NCR)-121002, India | +91 9953008338| 0129-4043338

Branch Office: #1515, LGF, DLF City IV, Opposite Galleria Market, Gurugram-122009, India | +91 9811087881

corporatelegal@cspcjain.com

www.cspcjain.com



5. No closure of Register of Members / Security holders, during the financial year.
6. The Company has not given any advances/loan to its directors and/or persons or firms or companies referred under section 185 of the Companies Act, 2013 and rules made thereunder during the aforesaid financial year.
7. Contracts/arrangements with related parties as specified in section 188 of the Act during the period under review;
8. No shares/ securities were transferred or transmitted during the year. There was no buy back of securities/ redemption of preference shares or debentures or reduction of share capital.
9. The company was not required to keep in abeyance the right to dividend, rights shares, and bonus shares pending registration of transfer of shares in compliances with the provision of the Act;
10. The Company has not declared any dividend during the aforesaid Financial Year and there was no transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. Constitution/ appointment/ re-appointments/ retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. Appointment/ reappointment of auditors as per the provisions of section 139 of the Act. However there was no filling of casual vacancy in respect of Auditors during the year.



14. No approval was required to be taken from the Central Government, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act.
15. The Company has not accepted, renewed and repaid any deposits during the period under review.
16. The Company has not borrowed any money from its directors, members, public financial institutions, banks and others during the year. The Company was not required to create/modify/satisfy any charge during the year.
17. The Company has not granted loans or made Investment or given guarantee or provided any security to other bodies corporate or persons falling under the provision of section 186 of the Companies Act, 2013 and rules made thereunder.
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company-

**The Company has altered clause V (Capital clause) of its Memorandum of Association by increase in authorized share capital creating additional Equity Share Capital. However, the Company has not altered its Articles of Association during the period under review.**

**Place: Faridabad  
Date: 25<sup>th</sup> November, 2021  
UDIN: A047373C001546189**

**For P C JAIN & Co.  
Company Secretaries  
(FRN: P2016HR051300)**



*Purvika*  
**Purvika Jain  
(Partner)  
M.No. A47373  
C.O.P: 21942**