

# FORM NO. MGT-7

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



# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

NSIC COMPLEX, MAA ANADMAYEE MARG  
OKHLA INDUSTRIAL ESTATE, PHASE-III  
NEW DELHI  
Delhi  
110020

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

(d) \*Telephone number with STD code

(e) Website

(iii) Date of Incorporation

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

(v) Whether company is having share capital  Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)  Yes  No

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

D-153A, FIRST FLOOR  
OKHLA INDUSTRIAL AREA, PHASE-I

(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	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	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				

## 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	1,350,000	684,564	684,564	684,564
Total amount of equity shares (in Rupees)	135,000,000	68,456,400	68,456,400	68,456,400

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,350,000	684,564	684,564	684,564
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	135,000,000	68,456,400	68,456,400	68,456,400

**(b) Preference share capital**

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

Number of classes

0

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

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	25,320	734,292	759612	75,961,200	75,961,200	
<b>Increase during the year</b>	0	11,048	11048	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	0	11,048	11048			
Conversion of physical in to Demat						
<b>Decrease during the year</b>	11,048	75,048	86096	7,504,800	7,504,800	0
i. Buy-back of shares	0	75,048	75048	7,504,800	7,504,800	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify	11,048	0	11048	0	0	
Conversion of physical in to Demat						
<b>At the end of the year</b>	14,272	670,292	684564	68,456,400	68,456,400	

### Preference shares

<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						
<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						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE05SY01010

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
--	----------------------

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
---	----------------------	---	----------------------

Ledger Folio of Transferor	<input type="text"/>
----------------------------	----------------------

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
----------------------------	----------------------

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

**(i) Turnover**

2,250,891,425

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

1,340,185,327

**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	577,274	84.33	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	577,274	84.33	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	33,104	4.84	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	74,186	10.84	0	
10.	Others	0	0	0	



	<b>Total</b>	107,290	15.68	0	0
--	--------------	---------	-------	---	---

**Total number of shareholders (other than promoters)**

9

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

11

**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	2	2
Members (other than promoters)	10	9
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
<b>A. Promoter</b>	2	0	2	0	84.32	0
<b>B. Non-Promoter</b>	1	4	1	3	0	0.15
(i) Non-Independent	1	1	1	1	0	0.15
(ii) Independent	0	3	0	2	0	0
<b>C. Nominee Directors 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>	<b>3</b>	<b>4</b>	<b>3</b>	<b>3</b>	<b>84.32</b>	<b>0.15</b>

**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)
TODAR MAL LALANI	00257664	Managing Director	313,630	
VISHAL LALANI	00257674	Managing Director	263,644	
SEEMA LALANI	00257683	Whole-time director	0	
HULAS MAL LALANI	00257693	Director	1,020	
SOHAN LAL CHOUDHARY	00476726	Director	0	
Jagdish Lal Gambhir	09540890	Director	0	
HARPREET KAUR GUL	ATYPK9829N	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)
LALIT KUMAR NAHATA	00822888	Director	10/03/2023	Cessation
Jagdish Lal Gambhir	09540890	Additional director	01/04/2022	Appointment
Jagdish Lal Gambhir	09540890	Director	26/04/2022	Change in Designation

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

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General mee	26/04/2022	12	8	97.36
Annual General Meeting	30/09/2022	11	7	97.08

**B. BOARD MEETINGS**

\*Number of meetings held

11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01/04/2022	7	7	100
2	20/05/2022	7	3	42.86
3	02/06/2022	7	7	100
4	28/06/2022	7	7	100
5	06/08/2022	7	7	100
6	29/08/2022	7	3	42.86
7	06/09/2022	7	7	100
8	28/11/2022	7	3	42.86
9	10/01/2023	7	3	42.86
10	04/03/2023	7	7	100
11	18/03/2023	6	3	50

### C. COMMITTEE MEETINGS

Number of meetings held

18

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	01/04/2022	3	3	100
2	Nomination & I	01/04/2022	2	2	100
3	Corporate Soc	01/04/2022	3	3	100
4	Audit Committee	02/06/2022	3	3	100
5	Nomination & I	02/06/2022	3	3	100
6	Corporate Soc	02/06/2022	3	3	100
7	Audit Committee	28/06/2022	3	3	100
8	Nomination & I	28/06/2022	3	3	100
9	Corporate Soc	28/06/2022	3	3	100
10	Audit Committee	06/08/2022	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	30/09/2023
								(Y/N/NA)
1	TODAR MAL L	11	11	100	0	0	0	Yes
2	VISHAL LALA	11	11	100	0	0	0	Yes
3	SEEMA LALA	11	11	100	0	0	0	Yes
4	HULAS MAL L	11	6	54.55	18	18	100	Yes
5	SOHAN LAL C	11	6	54.55	6	6	100	Yes
6	Jagdish Lal Ga	11	6	54.55	11	11	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	TODAR MAL LALANI	Managing Director	7,011,500			1,174,806	8,186,306
2	VISHAL LALANI	Managing Director	27,680,019			3,621,129	31,301,148
3	SEEMA LALANI	Managing Director	2,070,000			763,108	2,833,108
	Total		36,761,519		0	5,559,043	42,320,562

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	HARPREET KAUR	Company Secretary	945,410			55,800	1,001,210
	Total		945,410			55,800	1,001,210

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	HULAS MAL LALANI	Director	0			40,500	40,500

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	SOHAN LAL CHOU	Director	0			25,500	25,500
3	LALIT KUMAR NAH	Director	0			42,500	42,500
4	Jagdish Lal Gambhi	Director	0			33,500	33,500
	Total		0			142,000	142,000

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

MANISH KUMAR AGRAWAL

Whether associate or fellow

Associate  Fellow

Certificate of practice number

7057

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated  (DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

TODAR MAL  
LALANI  
Digitally signed by  
TODAR MAL LALANI  
Date: 2023.11.22  
17:01:57 +0530'

DIN of the director

00257664

**To be digitally signed by**

HARPREET KAUR  
ET KAUR  
Digitally signed by  
HARPREET KAUR  
Date: 2023.11.22  
17:03:03 +0530'

- Company Secretary
- Company secretary in practice

Membership number

16096

Certificate of practice number

**Attachments**

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

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

**List of attachments**

List of sharholders.pdf
committee meetings.pdf
<b>MGT8 Indication.pdf</b>

<b>Remove attachment</b>
--------------------------

---

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**



# INDICATION INSTRUMENTS LIMITED

Factory, Head Office & Central Sales Office : Plot 19, Sector - 6, Faridabad - 121 006, INDIA

## COMMITTEE MEETINGS

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
11	Nomination & Remuneration Committee	6/08/2022	3	3	100
12	Corporate Social Responsibility Committee	6/08/2022	3	3	100
13	Audit Committee	6/09/2022	3	3	100
14	Nomination & Remuneration Committee	6/09/2022	3	3	100
15	Corporate Social Responsibility Committee	6/09/2022	3	3	100
16	Audit Committee	4/03/2023	3	3	100
17	Nomination & Remuneration Committee	4/03/2023	3	3	100
18	Corporate Social Responsibility Committee	4/03/2023	3	3	100

for Indication Instruments Ltd

(T.M.Lalani)  
Chairman & Managing Director

DIN:00257664  
Address:1323,Sector-14  
Faridabad-121007

CIN : U74899DL1976PLC008058  
GSTIN : 06AAACI1204M1ZX

(0129) 4195300



Regd. Off. :  
NSIC Complex, Maa Anandmayee Marg  
Okhla Industrial Estate-III, New Delhi-110 020

mail@veethree.com



http://www.veethree.in







# INDICATION INSTRUMENTS LIMITED

Factory, Head Office & Central Sales Office : Plot 19, Sector - 6, Faridabad - 121 006, INDIA

## List of Shareholders & their Shareholding as on 31.03.2023

Sl.No.	Name	Address	No of shares	Face value of shares (Rs.)	Shareholding in %
1	Mr. T. M. Lalani	1323, Sector - 14, Faridabad-121007	3,13,630	3,13,63,000	45.81
2	Mrs. Durga Devi Lalani	14, Oak Drive, DLF Chattarpur, New Delhi-110074	15,564	15,56,400	2.27
3	Mr. Vishal Lalani	1323, Sector - 14, Faridabad-121007	2,63,644	2,63,64,400	38.51
4	Mrs. Varsha Bengani	26, 1st Floor Sukhdev Vihar, New Delhi-110025	9,480	9,48,000	1.39
5	Mr. H. M. Lalani	B-10, Chirag Enclave, New Delhi - 110048	1,020	1,02,000	0.15
6	Mr. Vikas Lalani	B-10, Chirag Enclave, New Delhi - 110048	1,288	1,28,800	0.19
7	Mr. Mayank Lalani	B-10, Chirag Enclave, New Delhi - 110048	1,284	1,28,400	0.19
8	Mrs. Smita Dhariwal	B-10, Chirag Enclave, New Delhi - 110048	1,200	1,20,000	0.18
9	Mrs. Jyoti H. Lalani	106, Sneha Apartment J.L. Tambe Nagar, Mulund (W), Thane Mumbai - 400080	1,868	1,86,800	0.27
10	Mrs. Seema Kochar	106, Sneha Apartment J.L. Tambe Nagar, Mulund (W), Thane Mumbai - 400081	1,400	1,40,000	0.20
11	TML Investments Pvt. Ltd.	14, Oak Drive, DLF Chattarpur, New Delhi-110074	74,186	74,18,600	10.84
	<b>TOTAL</b>		<b>6,84,564</b>	<b>6,84,56,400</b>	<b>100</b>

for Indication Instruments Ltd

  
(T.M. Lalani)

Chairman & Managing Director

DIN: 00257664

Address : 1323, Sector -14

Faridabad- 121007

CIN : U74899DL1976PLC008058

GSTIN : 06AAACI1204M1ZX

(0129) 4195300



Regd. Off. :

NSIC Complex, Maa Anandmayee Marg  
Okhla Industrial Estate-III, New Delhi-110 020

mail@veethree.com



http://www.veethree.in



**AGRAWAL MANISH KUMAR & CO.**  
Company Secretaries

206 & 207, 2nd Floor, Chanakya Complex, B-10  
Subhash Chowk Street, Laxmi Nagar, Delhi-92

Phone - 91-11-40546341  
Mobile - 9811396826  
E-mail - mkagrawal.cs@gmail.com

**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**

I have examined the registers, records and books and papers of **INDICATION INSTRUMENTS 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 March 31, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I 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;
  2. Maintenance of registers/records & making entries therein within the time prescribed there for;
  3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;
  4. The Company has called/convened/held meetings of the Board of Directors, Committees and the Members of the Company on due dates as stated in the annual return. In respect of the aforesaid meetings, proper notices were given and the proceeding were properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
  5. The Company has not closed its Register of Members during the financial year. However, the Company has fixed record date for declaration of dividend as per the provisions of the Act & Rules made there under during the Financial Year under review.
  6. The company has not given any advances/loans to its directors and/or persons or firms or companies referred to in section 185 of the Act,
  7. The Company has entered into any contracts /arrangements with related parties as specified in section 188 of the Act. All related party transaction covered under Section 188 of the Companies Act, 2013 were entered by the Company in the ordinary course of business and on an arm's length basis.
  8. There was no event of issue or allotment or transfer or transmission of securities/ redemption of preference shares or debentures/ conversion of shares/ securities and issue of security certificates in all instances during the financial year ended as on 31st March, 2023, however there was reduction in share capital by way of Buy Back of 75,048 Equity Shares made during the year at a price of Rs. 1599/- per equity share as per approval given by the Board, at its meeting held on 2 June 2022. Consequently, post buy back of said 75,048 equity shares, the paid-up share capital of the Company got reduced from Rs.759.61 Lakhs to Rs. 684.56 Lakhs.

**MGT-8 INDICATION INSTRUMENTS LIMITED FOR 31-03-2023**





9. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
10. The Company has declared dividend during the Financial Year. There was no requirement of transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act during the year under review;
11. The audited financial statement has been signed 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. The Company has complied with provisions of the Act & Rules relating to Constitution/Appointment/ Re-Appointment/ Disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.
13. Appointment/ Reappointment of auditors as per the provision of Section 139 of the Act;
14. The Company has obtained all the necessary approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act wherever applicable;
15. The Company has not Accepted/ renewed/ repaid of deposit during the Financial Year under review;
16. Borrowings from its public financial institutions, banks and others and creation/modification of charges in that respect, wherever applicable, as per the provisions of the Act;
17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. The Company has not altered the provisions of the Memorandum and/ or Articles of Association of the Company during the financial year under review;

Place: New Delhi

Date: 20-11-2023

for AGRAWAL MANISH KUMAR & CO  
COMPANY SECRETARIES



MANISH KUMAR AGRAWAL  
(Proprietor)  
C.P. NO. 7057  
Membership No: F-9528  
Peer Review No: 2419/2022  
UDIN: F009528E002034091

**MGT-8 INDICATION INSTRUMENTS LIMITED FOR 31-03-2023**