

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	<input type="text" value="L85110GJ2004PLC044667"/>	<input type="button" value="Pre-fill"/>						
Global Location Number (GLN) of the company	<input type="text"/>							
* Permanent Account Number (PAN) of the company	<input type="text" value="AAICS5593B"/>							
(ii) (a) Name of the company	<input type="text" value="SHALBY LIMITED"/>							
(b) Registered office address	<input type="text" value="OPP: KARNAWATI CLUB,SARKHEJ GANDHINAGAR HIGHWAY NR.PRAHLAD NAGAR GARDERN NA AHMEDABAD Gujarat 380015"/>							
(c) *e-mail ID of the company	<input type="text" value="companysecretary@shalby.in"/>							
(d) *Telephone number with STD code	<input type="text" value="07940203000"/>							
(e) Website	<input type="text" value="www.shalby.org"/>							
(iii) Date of Incorporation	<input type="text" value="30/08/2004"/>							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Public Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table>		Type of the Company	Category of the Company	Sub-category of the Company	Public Company	Company limited by shares	Indian Non-Government company
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	<input checked="" type="radio"/> Yes	<input type="radio"/> No						
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes	<input type="radio"/> No						

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
	BSE Limited	1
	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(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

(f) Specify the reasons for not holding the same

AGM scheduled somewhere in September 2024

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	Q	Hospital and Medical Care	Q1	Hospital activities	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	MARS MEDICAL DEVICES LIMITED	U33100GJ2020PLC113358	Subsidiary	100
2	SLANEY HEALTHCARE PRIVATE LIMITED	U33125GJ2008PTC052648	Subsidiary	100
3	SHALBY HOSPITALS MUMBAI PRIVATE LIMITED	U85100GJ2020PTC118765	Subsidiary	100
4	YOGESHWAR HEALTHCARE LIMITED	U85110GJ1997PLC032486	Subsidiary	94.68
5	VRUNDAVAN SHALBY HOSPITAL PRIVATE LIMITED	U85110GA1995PLC001851	Subsidiary	100
6	SHALBY INTERNATIONAL LIMITED	U85100GJ2012PLC071824	Subsidiary	100
7	SHALBY (KENYA) LIMITED		Subsidiary	100
8	SHALBY ADVANCED TECHNOLOGIES PRIVATE LIMITED		Subsidiary	100
9	SHALBY GLOBAL TECHNOLOGIES PRIVATE LIMITED		Subsidiary	99.33
10	GRIFFIN MEDIQUIP LLP		Subsidiary	95
11	PK HEALTHCARE PRIVATE LIMITED	U85320DL2017PTC310238	Subsidiary	87.26
12	HEALERS HOSPITAL PRIVATE LIMITED	U85110DL2002PTC117541	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	117,750,000	108,009,770	108,009,770	108,009,770
Total amount of equity shares (in Rupees)	1,177,500,000	1,080,097,700	1,080,097,700	1,080,097,700

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share				
Number of equity shares	117,750,000	108,009,770	108,009,770	108,009,770
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,177,500,000	1,080,097,700	1,080,097,700	1,080,097,700

(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			
Equity shares						
At the beginning of the year	21,753	107,988,017	108009770	1,080,097,7	1,080,097,7	
Increase during the year	0	25	25	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		25	25			
Physical Shares dematerialized						
Decrease during the year	25	0	25	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	
iv. Others, specify	25		25			
Physical shares dematerialized						
At the end of the year	21,728	107,988,042	108009770	1,080,097,7	1,080,097,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE597J01018

(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		14/08/2023	
Date of registration of transfer (Date Month Year)		28/11/2023	
Type of transfer	Equity Shares	1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	25	Amount per Share/ Debenture/Unit (in Rs.)	250
Ledger Folio of Transferor		SHA0000004	
Transferor's Name	SHAH		MADHUKANTA
	Surname	middle name	first name
Ledger Folio of Transferee		SHA0131408	

Transferee's Name	SHAH	VIKRAM	DARSHINI
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor

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

Ledger Folio of Transferee

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
Total			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

8,296,826,106

(ii) Net worth of the Company

10,621,756,382

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	11,120,793	10.3	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)	31,545,448	29.21	0	
10.	Others Trust	37,517,132	34.73	0	
	Total	80,183,373	74.24	0	0

Total number of shareholders (promoters)

6

(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	11,775,974	10.9	0	
	(ii) Non-resident Indian (NRI)	839,694	0.78	0	
	(iii) Foreign national (other than NRI)	22	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	5,265,671	4.88	0	
7.	Mutual funds	351	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	8,395,378	7.77	0	
10.	Others Clearing Members, Empl. Tr	1,549,307	1.43	0	

	Total	27,826,397	25.76	0	0
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Total number of shareholders (other than promoters)

50,449

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

50,455

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

46

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
POLUS GLOBAL FUND	ICICI BANK LTDSMS DEPT 1ST FLO			1,109,596	1.03
LGOF GLOBAL OPPOR	6th FLOOR TOWER 1NEXTERACOM			1,030,339	0.95
CRESTA FUND LTD	DEUTSCHE BANK AGDB HOUSE, H			356,656	0.33
PENSION RESERVES IN	DEUTSCHE BANK AG, DB HOUSEH			346,852	0.32
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSEH			271,314	0.25
OKOWORLD GROWING	STANDARD CHARTERED BANKSec			250,000	0.23
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSEH			219,333	0.2
CITY OF NEW YORK GF	HSBC SECURITIES SERVICES 11TH F			203,080	0.19
SPARX ASIA ALTERNA	HSBC SECURITIES SERVICES 11TH F			139,437	0.13
BUMA-UNIVERSAL-FO	JP Morgan Chase Bank N.A,INDIA S			133,908	0.12
THE UNIVERSITY OF TE	DEUTSCHE BANK AG, DB HOUSEH			132,124	0.12
MORGAN STANLEY AS	CITIBANK N.A. CUSTODY SERVICES			117,491	0.11
NOMURA SINGAPORE	HSBC SECURITIES SERVICES11TH F			100,000	0.09
QUADRATURE CAPITA	JP Morgan Chase Bank N.A,India S			99,017	0.09
VIRGINIA RETIREMENT	STANDARD CHARTERED BANKSEC			79,169	0.07
OPSEU PENSION PLAN	CITIBANK N.A. CUSTODY SERVICES			73,383	0.07
PUBLIC EMPLOYEES RI	HSBC SECURITIES SERVICES11TH F			68,676	0.06
NATIONAL RAILROAD	CITIBANK N.A. CUSTODY SERVICES			65,307	0.06
COPTHALL MAURITIUS	JP Morgan Chase Bank N.A,INDIA S			54,125	0.05
ACADIAN EMERGING I	DEUTSCHE BANK AGDB HOUSE, H			46,189	0.04

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
SPARX ASIA ALTERNATIVE INVESTMENT FUND	HSBC SECURITIES SERVICES 11TH FLOOR			43,988	0.04
ACADIAN EMERGING INVESTMENT FUND	DEUTSCHE BANK AG, DB HOUSEHOLD			43,730	0.04
TEACHERS' RETIREMENT INVESTMENT FUND	2815 WEST WASHINGTON STREET			34,465	0.03
RUSSELL INVESTMENT FUND	DEUTSCHE BANK AG, DB HOUSEHOLD			28,570	0.03
1199 SEIU HEALTH CARE INVESTMENT FUND	CITIBANK N.A. CUSTODY SERVICES			23,321	0.02

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	6	6
Members (other than promoters)	52,673	50,449
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	0	1	0	7.38	0
B. Non-Promoter	0	7	0	6	0	0.65
(i) Non-Independent	0	3	0	0	0	0
(ii) Independent	0	4	0	6	0	0.65
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0

Total	1	7	1	6	7.38	0.65
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Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

(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)
VIKRAM INDRAJIT SH	00011653	Managing Director	7,970,493	
SHYAMAL SHIVKUMA	00005766	Director	0	
UMESH KRISHNANKL	00086971	Director	2,000	
TEJ RAMJIDASS MAL	00122419	Director	1,755	
SUJANA MANAN SHA	08100410	Director	0	
ASHOK RAMPRAKAS	02090239	Director	300	
VIJAY KISHANLAL KE	00230480	Director	699,650	
AMIT PATHAK	ALTPP5169K	CFO	0	
TUSHAR SHAH	ANYPS3293A	Company Secretar	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)
SUSHOBHAN DASC	06381955	Director	31/01/2024	Cessation
VENKAT PARASUR	ALWPP1966B	CFO	18/05/2023	Cessation
AMIT PATHAK	ALTPP5169K	CFO	19/05/2023	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	14/08/2023	51,342	39	75.4

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	18/05/2023	8	8	100
2	20/07/2023	8	8	100
3	27/10/2023	8	8	100
4	18/01/2024	8	8	100
5	07/02/2024	7	6	85.71
6	12/03/2024	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

14

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	18/05/2023	4	4	100
2	Stakeholder R	18/05/2023	3	3	100
3	Nomination an	18/05/2023	3	3	100
4	CSR Committee	18/05/2023	3	3	100
5	Audit Committee	20/07/2023	4	4	100
6	Stakeholder R	20/07/2023	3	3	100
7	Risk Managem	15/07/2023	3	3	100
8	Audit Committee	27/10/2023	4	4	100
9	Stakeholder R	27/10/2023	3	3	100
10	Nomination an	27/10/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	VIKRAM INDR	6	6	100	6	6	100	
2	SHYAMAL SH	6	6	100	14	14	100	
3	UMESH KRIS	6	6	100	12	12	100	
4	TEJ RAMJIDA	6	6	100	4	4	100	
5	SUJANA MAN	6	6	100	10	10	100	
6	ASHOK RAMF	6	5	83.33	0	0	0	
7	VIJAY KISHAN	6	6	100	0	0	0	

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/ Sweat equity	Others	Total Amount
1							0
	Total						

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Tushar Shah	Company Secre	3,238,380	0	0	0	3,238,380
2	Venkat Parasurama	CFO	1,283,922	0	0	0	1,283,922
3	Amit Pathak	CFO	5,538,684	0	0	0	5,538,684
	Total		10,060,986	0	0	0	10,060,986

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

Chintan I Patel

Whether associate or fellow

Associate Fellow

Certificate of practice number

20103

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

DIN of the director

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

List of attachments

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



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 **SHALBY LIMITED** (*"the Company"*) as required to be maintained under the Companies Act, 2013 (*"the Act"*) and the rules made there-under for the financial year ended on March 31, 2024. 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, 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 & applicable Rules as detailed hereunder in respect of:
 1. The status under the Act, the Company is Listed public Limited Company and having Corporate Identity Number is **L85110GJ2004PLC044667**.
 2. Maintenance of registers/records & made entries therein within the prescribed time.
 3. Filing of forms and returns with the Registrar of Companies within the prescribed time or few documents with additional fee as prescribed under the Act and the rules made there under due to unavoidable reasons.
 4. Calling /convened/ held meetings of Board of Directors 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 and resolutions passed by postal ballot, if any, have been properly recorded in the minute book maintained for the purpose and the same have been signed.
 5. Closure of Register of Member/ Security holders as the case may be.
 6. Advance / loan to its directors and/or persons or firms or companies referred in Section 185 of the Act.
 7. Contracts / agreement with related parties as specified in Section 188 of the Act.
 8. The Company has not made any issue, allotment, transfer or transmission or buy back of securities/ redemption of Preference Shares/ alteration or reduction of share capital/ conversion of shares/ securities and issuance of security certificates in all instances.
 9. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.

10. Declaration/ payment of dividend / 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. The Company has complied 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/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.
13. Appointment / reappointment / filling up casual vacancies of auditors as per the provisions of section 139 of the Act.
14. 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.
15. There was no acceptance/ renewal/ repayment of deposits.
16. Borrowing from its directors, members, public financial institutions, banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable.
17. Loan, investments and guarantees 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 its Memorandum of Association and Articles of Association during the financial year.

Date: __/__/____
Place Ahmedabad

For, **Chintan I Patel & Associates**

Chintan Patel
Practicing Company Secretary
C.P. No. 20103 | Mem no. F12315
UDIN : _____