

# 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

U40109MH2008PLC187215

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABC19669R

(ii) (a) Name of the company

INSPIRA ENTERPRISE INDIA LIM

(b) Registered office address

UNIT NO.23, LEVEL-2, KALPTARU SQUARE, KONDIVITA LANE, RAM  
KRISHNA MANDIR ROAD, ANDHERI(E NA  
MUMBAI  
Maharashtra  
400059

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

IN\*\*\*\*\*@\*\*\*\*\*

(d) \* Telephone number with STD code

02\*\*\*\*\*99

(e) Website

www.inspiraenterprise.com

(iii) Date of Incorporation

01/10/2008

| (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

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

MUFG INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh  
roli (West ), 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

## 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    | J                        | Information and communication      | J8                     | Other information & communication service 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    | Inspira MEA IT Solutions L.L.C.  |                       | Subsidiary                                   | 100              |
| 2    | nspira Enterprise IT Solutions - |                       | Subsidiary                                   | 49               |
| 3    | Inspira Infotech Africa Ltd.     |                       | Subsidiary                                   | 100              |
| 4    | nspira IT Solutions and Service  | U72900MH2011PTC212452 | Subsidiary                                   | 100              |
| 5    | Inspira Tech Asia Pte Ltd.       |                       | Subsidiary                                   | 100              |
| 6    | Inspira Enterprise Inc., USA     |                       | Subsidiary                                   | 100              |
| 7    | Inspira CyberX Canada Limited    |                       | Subsidiary                                   | 100              |

|    |                                   |                       |            |     |
|----|-----------------------------------|-----------------------|------------|-----|
| 8  | Inspira Tech Philippines Corpo    |                       | Subsidiary | 100 |
| 9  | Inspira Enterprise Saudi for Info |                       | Subsidiary | 100 |
| 10 | IRAM Technologies Private Lim     | U72200KA2009PTC049099 | Associate  | 30  |
| 11 | ITS Planners and Engineers Priv   | U74999TG2011PTC073123 | Associate  | 36  |
| 12 | Inspira Enterprise SPC            |                       | 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             | 88,000,000         | 72,522,780     | 72,522,780         | 72,522,780      |
| Total amount of equity shares (in Rupees) | 440,000,000        | 362,613,900    | 362,613,900        | 362,613,900     |

Number of classes

1

| Class of Shares                           | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
|   |                    |                |                    |                 |
| Number of equity shares                   | 88,000,000         | 72,522,780     | 72,522,780         | 72,522,780      |
| Nominal value per share (in rupees)       | 5                  | 5              | 5                  | 5               |
| Total amount of equity shares (in rupees) | 440,000,000        | 362,613,900    | 362,613,900        | 362,613,900     |

###### (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 |
|---|------------------|------------|----------|----------------------|----------------------|---------------|
| Equity shares                                 | Physical         | DEMAT      | Total    |                      |                      |               |
| At the beginning of the year                  | 0                | 72,522,780 | 72522780 | 362,613,900          | 362,613,900          |               |
| Increase during the year                      | 0                | 0          | 0        | 0                    | 0                    | 0             |
| i. Public Issues                              | 0                | 0          | 0        | 0                    | 0                    | 0             |
| ii. Rights issue                              | 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                            |                  |            |          |                      |                      |               |
|   |                  |            |          |                      |                      |               |
| Decrease during the year                      | 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                           |                  |            |          |                      |                      |               |
|   |                  |            |          |                      |                      |               |
| At the end of the year                        | 0                | 72,522,780 | 72522780 | 362,613,900          | 362,613,900          |               |
| 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

**(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 <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div> |   |   |   |
| Transferor's Name  | <div style="border: 1px solid black; width: 100%; height: 25px;"></div> | <div style="border: 1px solid black; width: 100%; height: 25px;"></div> | <div style="border: 1px solid black; width: 100%; height: 25px;"></div> |
|  | Surname   | middle name   | first name  |
| Ledger Folio of Transferee <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div> |   |   |   |
| Transferee's Name  | <div style="border: 1px solid black; width: 100%; height: 25px;"></div> | <div style="border: 1px solid black; width: 100%; height: 25px;"></div> | <div style="border: 1px solid black; width: 100%; height: 25px;"></div> |
|  | 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 |
|--------------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| <b>Non-convertible debentures</b>    | 0   | 0                        | 0                        | 0                                     |
| <b>Partly convertible debentures</b> | 0   | 0                        | 0                        | 0                                     |
| <b>Fully convertible debentures</b>  | 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 |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
|                    |                      |                            |                     |                            |                     |
|                    |                      |                            |                     |                            |                     |
| <b>Total</b>       |                      |                            |                     |                            |                     |

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

**(i) Turnover**

4,667,864,503

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

1,513,989,398.27

**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                              | 18,855,924       | 26         | 0                |            |
|        | (ii) Non-resident Indian (NRI)          | 0                | 0          | 0                |            |
|        | (iii) Foreign national (other than NRI) | 600,000          | 0.83       | 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 (Trusts)                         | 53,066,856       | 73.17      | 0                |            |
|        | <b>Total</b>                            | 72,522,780       | 100        | 0                | 0          |

**Total number of shareholders (promoters)**

7

**(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 |   |
|     | <b>Total</b>                            | 0 | 0 | 0 | 0 |

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

0

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

7

**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                         | 7                            | 7                      |
| Members<br>(other than promoters) | 0                            | 0                      |
| Debenture holders                 | 0                            | 0                      |

## VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

| Category                                 | Number of directors at the beginning of the year |               | Number of directors at the end of the year |               | Percentage of shares held by directors as at the end of year |               |
|--|--|---------------|--|---------------|--|---------------|
|  | Executive  | Non-executive | Executive                                  | Non-executive | Executive  | Non-executive |
| <b>A. Promoter</b>                       | 3  | 0             | 3  | 0             | 26.83  | 0             |
| <b>B. Non-Promoter</b>                   | 0  | 1             | 0  | 2             | 0  | 0             |
| (i) Non-Independent                      | 0  | 0             | 0  | 0             | 0  | 0             |
| (ii) Independent                         | 0  | 1             | 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>1</b>      | <b>3</b>                                   | <b>2</b>      | <b>26.83</b>   | <b>0</b>      |

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) |
|-----------------|------------|---------------------|--------------------------------|--|
| CHETAN P JAIN   | 00183390   | Managing Director   | 600,000                        |  |
| PRAKASH BHURMAL | 00482154   | Whole-time director | 18,855,888                     |  |
| VISHAL P JAIN   | 02991811   | Managing Director   | 0                              |  |
| Appen Menon     | 09142076   | Director            | 0                              |  |
| Manoj Kanodia   | AACPK0904D | CEO                 | 0                              |  |
| Anil Rander     | AABPR3319J | CFO                 | 0                              |  |
| Chirag Bagadia  | ALTPB6740J | Company Secretar    | 0                              |  |

| Name       | DIN/PAN  | Designation | Number of equity share(s) held | Date of cessation<br>(after closure of financial year : If any) |
|------------|----------|-------------|--------------------------------|---|
| Mona Bhide | 05203026 | Director    | 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<br>(Appointment/ Change in designation/ Cessation) |
|------------|----------|--|---|---|
| Mona Bhide | 05203026 | Director   | 01/09/2023  | 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

2

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance                 |                         |
|-----------------|-----------------|--|----------------------------|-------------------------|
|                 |                 |  | Number of members attended | % of total shareholding |
| AGM             | 30/09/2023      | 7  | 7                          | 100                     |
| EGM             | 04/03/2024      | 7  | 7                          | 100                     |

**B. BOARD MEETINGS**

\*Number of meetings held

4

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance                   |                 |
|--------|-----------------|--|------------------------------|-----------------|
|        |                 |  | Number of directors attended | % of attendance |
| 1      | 19/07/2023      | 4  | 3                            | 75              |
| 2      | 29/09/2023      | 5  | 4                            | 80              |
| 3      | 20/12/2023      | 5  | 3                            | 60              |
| 4      | 04/03/2024      | 5  | 4                            | 80              |

**C. COMMITTEE MEETINGS**

Number of meetings held

4

| 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 |

| 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                           | 29/09/2023      | 3   | 2                          | 66.67           |
| 2      | Audit Committee                           | 04/03/2024      | 3   | 3                          | 100             |
| 3      | Nomination and Remuneration Committee     | 29/09/2023      | 3   | 3                          | 100             |
| 4      | Corporate Social Responsibility Committee | 29/09/2023      | 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 | 30/09/2024                   |
|        |                      |  |                             |                 |  |                             |                 | (Y/N/NA)                     |
| 1      | CHETAN P JAIN        | 4  | 3                           | 75              | 1  | 1                           | 100             | Yes                          |
| 2      | PRAKASH BHARGAVA     | 4  | 3                           | 75              | 3  | 2                           | 66.67           | Yes                          |
| 3      | VISHAL P JAIN        | 4  | 1                           | 25              | 1  | 1                           | 100             | Yes                          |
| 4      | Appen Menon          | 4  | 4                           | 100             | 4  | 4                           | 100             | No                           |
| 5      | Mona Bhide           | 3  | 3                           | 100             | 3  | 3                           | 100             | 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/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      | Mr. Chirag Bagadia | Company Secretary       | 3,451,213    | 0          | 0                         | 0      | 3,451,213    |
| 2      | Mr. Anil Rander    | Chief Financial Officer | 15,660,735   | 0          | 0                         | 0      | 15,660,735   |

| S. No. | Name              | Designation     | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|-------------------|-----------------|--------------|------------|-------------------------------|--------|-----------------|
| 3      | Mr. Manoj Kanodia | Chief Executive | 17,026,856   | 0          | 0                             | 0      | 17,026,856      |
|        | Total             |                 | 36,138,804   | 0          | 0                             | 0      | 36,138,804      |

Number of other directors whose remuneration details to be entered

2

| S. No. | Name            | Designation     | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|-----------------|-----------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | Mr. Appen Menon | Independent Dir | 0            | 1,200,000  | 0                             | 0      | 1,200,000       |
| 2      | Ms. Mona Bhide  | Independent Dir | 0            | 700,000    | 0                             | 0      | 700,000         |
|        | Total           |                 | 0            | 1,900,000  | 0                             | 0      | 1,900,000       |

#### 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

The vacancy of Independent Director was filled beyond the time limit prescribed under Rule 4 of the Companies (Appointment and Qualification of Directors) Rules 2014. Except this all other provisions of the Act were complied adequately.

#### 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

Kaushal Dalal and Associate, Company Secretaries

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7512

#### 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. ...

09

dated

15/05/2020

(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

CHETAN P JAIN  
Digitally signed by  
CHETAN P JAIN  
Date: 2025.03.10  
18:20:13 +05'30'

DIN of the director

0\*1\*3\*9\*

#### To be digitally signed by

Shah Forum  
Rajnikant  
Digitally signed by  
Shah Forum  
Rajnikant  
Date: 2025.03.10  
18:34:24 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

4\*7\*0

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**

List of Shareholders.pdf  
MGT-8-IEIL-2024.pdf

**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**

# KAUSHAL DALAL & ASSOCIATES

## COMPANY SECRETARIES

Ground Floor, 1, Nishant Building, Poddar Street, Opposite SVC Bank, Santacruz (West), Mumbai - 400

Email Id: kaushaldalalcs@gmail.com Mobile: 9820636169

### 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 **Inspira Enterprise India Limited** ("the Company") incorporated on **01<sup>st</sup> October, 2008** having CIN: **U40109MH2008PLC187215** and Registered Office at **Unit No.23, Level-2, Kalptaru Square, Kondivita Lane, Ram Krishna Mandir Road, Andheri(E) Mumbai 400059** as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder; for the financial year ended on **31<sup>st</sup> March, 2024** ("the period under review") made available to me. 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 period under review, the Company has complied with provisions of the Act & Rules made there under in respect of:
  - 1. Its status under the Act i.e., Indian Non-Government Public Company Limited by shares;
  - 2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
  - 3. Filing of forms and returns with the Registrar of Companies Maharashtra, Mumbai within the prescribed time *except in few cases wherein forms were filed after the due date with payment of additional fee*. The Company was not required to file any Forms and Returns with Regional Director, Central Government, the Tribunal, Court or any other authorities;
  - 4. Calling, convening, holding meetings of Board of Directors, its committees and the meeting 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 conducted therein including the circular resolutions passed have been properly recorded in the Minute Book maintained for the purpose. Further the Company had not passed any resolution by way of Postal Ballot.
  - 5. The Company was not required to close its Register of Members during period under review;
  - 6. The Company has not violated the provisions of the Section 185 of the Act, in respect of giving of loans to its directors and/or persons of firms or companies referred to in Section 185 of the Act;



7. During the period under review, the Company has entered into contracts or arrangements with the related parties which were in the ordinary course of business and on Arm's length basis as specified in the provisions of the Section 188 of the Act and the rules made thereunder;
8. During the period under review, the Company had passed board resolution on 04<sup>th</sup> March 2024 for issuance of 72,52,278 equity shares having face value of INR 5/- each at a premium of INR 265 each aggregating to INR 195,81,15,060/- (Indian Rupees One Hundred and Ninety-Five Crores Eighty-One Lakhs Fifteen Thousand and Sixty only) on Right basis however, the company has allotted 14,80,056 equity shares having face value of INR 5/- issued at a premium of INR 265/- per share on 13<sup>th</sup> May, 2024 i.e after the closure of financial year.

Further, During the year under review there were no allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of share/securities

9. There were no transactions necessitating the Company to keep in abeyance the right to Dividend, Bonus shares and Rights shares pending registration of transfer of shares;
10. During the period under review, the Company had not declared any dividend. Further, during the year under review, no transfer of unpaid/unclaimed dividend or any other amounts was required to be made by the Company to the Investor Education and Protection Fund in accordance with Section 125 of the Act and the rules made thereunder;
11. The Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024 have been signed as per the provisions of Section 134 of the Act and Report of Directors thereof was prepared as per sub - sections (3), (4) and (5) of the Section 134 of the Act thereof;
12. All the appointments, resignations, retirement of Directors and Key Managerial Personnel's including disclosure of interest by the Directors were in compliance with the provisions of the Act except of vacancy of Independent Director was filled beyond the time limit prescribed under Rule 4 of the Companies (Appointment and Qualification of Directors) Rules 2014. Further, remuneration and sitting fees paid to Director's were in compliance with the provisions of the Act;
13. M/s S.R. Batliboi & Associates LLP, Chartered Accountants, (FRN 101049W/E300004) has resigned as the Statutory Auditors of the Company during the year. The Company has appointed M/s. Bagaria & Co LLP, Chartered Accountants, (FRN: 113447W/W-100019) as the Statutory Auditors of the Company in order to fill the casual vacancy and whose tenure was upto the date of ensuing Annual General Meeting to be held for the financial year 2023-24. Further, M/s. Bagaria & Co LLP, Chartered Accountants, (FRN:113447W/W-100019) were appointed as the Statutory Auditors of the Company at the Annual General Meeting held for the financial year 2023-24 for a period of 5 (Five) years until the conclusion of the Annual General Meeting to be held for the financial year 2028-29 as per the provisions of Section 139 of the Act and the rules made thereunder;
14. During the period under review, there were no instances that required the Company to take approvals from the Central Government, Tribunal, Registrar of Companies, Maharashtra, Mumbai,

Regional Director, Court or such other authorities under the various provisions of the Act;

15. During the period under review, the Company had not accepted deposits from the public within the meaning of provisions of Section 73 to 76 of the Act and the rules made thereunder;
16. During the year under review, the Company had not borrowed any money from public financial institutions and banks however, during the year under review, the company had borrowed from its directors which are in compliance with the provisions of the Act. There was no requirement for creation modification or satisfaction of any charge.;
17. During the year under review, the Company had given loans and advances to its subsidiary companies in compliance with the provisions of the Act. However, the company had not made any investments or given any guarantee or provided any security to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. During the period under review, the Company had not altered its Memorandum and Articles of Association.

**For Kaushal Dalal & Associates**  
***Company Secretaries***

KAUSHAL  
MADHUSU  
DAN DALAL

Digitally signed by KAUSHAL MADHUSUDAN DALAL,  
DN: c=IN, o=PERSONAL,  
pseudoym=ceafac36766b4dd1b97808068cc  
5395,  
2.5.4.20=0244e9de437cb8e4034c938f858578  
7385d3a20763e9eaf789ed770c31a144e,  
postalCode=400052, st=Maharashtra,  
serialNumber=1805a6d7b7785820760797cf  
7ba3f7f220038c3878a6c47a371287f6a0e4,  
cn=KAUSHAL MADHUSUDAN DALAL  
Date: 2025.03.10 17:59:32 +05'30'

**Kaushal Dalal**  
**Proprietor**

**Membership No.: - 7141**

**CoP No.: - 7512**

**UDIN: - F007141F004079946**

**Date: 10<sup>th</sup> March 2025**

**Place: Mumbai**



Inspira Enterprise India Limited

LIST OF SHAREHOLDERS OF INSPIRA ENTERPRISE INDIA LIMITED AS ON MARCH 31, 2024

| SL. NO. | NAME  | NUMBER OF SHARES | % OF SHARES HELD |
|---------|---|------------------|------------------|
| 1.      | Prakash Bhurmal Jain  | 18,855,888       | 26.00 %          |
| 2.      | Chetan Jain   | 600,000          | 0.83 %           |
| 3.      | Manjula Jain Family Trust acting through Prakash Jain Trustee | 13,200,000       | 18.20 %          |
| 4.      | Prakash Jain Family Trust acting through Manjula Jain Trustee | 39,866,856       | 54.97 %          |
| 5.      | Manjula Jain  | 12               | (negligible)     |
| 6.      | Jigar Jain  | 12               | (negligible)     |
| 7.      | Paridhi Jain  | 12               | (negligible)     |
| TOTAL   |   | 72,522,780       | 100 %            |

CERTIFIED TRUE COPY

For Inspira Enterprise India Limited

  
Vishal Jain  
Joint Managing Director  
DIN: 02991811

