CERTIFIED ANNUAL REPORT WILL BE UPLOADED AFTER THE ANNUAL GENERAL MEETING DRAFT

## 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	<ul><li>English</li></ul>	Hindi
Refer the instruct	tion kit for fil	ling the form.

I. RE	EGISTRATION AND OTH	ER DETAILS			
i) * C	orporate Identification Number	(CIN) of the company	L3599	9TN1962PLC004943	Pre-fill
G	Global Location Number (GLN)	of the company			
* F	Permanent Account Number (P	AN) of the company	AAAC	S8779D	
i) (a	) Name of the company		SUND	RAM FASTENERS LIMIT	
(b	) Registered office address				
	98-A, DR.RADHAKRISHNAN SALA MYLAPORE, CHENNAI Tamil Nadu 600004	I,7TH FLOOR,		•	
(0	e) *e-mail ID of the company		invest	corshelpdesk@sfl.co.in	
(d	) *Telephone number with STI	) code	04428	3478500	
(e	e) Website		www.	sundram.com	
iii)	Date of Incorporation		10/12	2/1962	
v)	Type of the Company	Category of the Company	y	Sub-category of the C	Company
	Public Company	Company limited by	shares	Indian Non-Gove	rnment company
(v) Wł	Public Company nether company is having share			No No	mment company

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	State Tolky Tolky State of the
2	National Stock Exchange of India Limited	1,024

	(b) CIN of the Registrar and	Transfer Agent		U74900TN2015PTC101466	Pre-fill
	Name of the Registrar and	Transfer Agent			
	INTEGRATED REGISTRY MANA	AGEMENT SERVICES P	RIVATE LIMITED		thank re-in
	Registered office address o	f the Registrar and 1	ransfer Agents		
	2nd Floor Kences Towers ,1 R North Usman Road T Nagar	amakrishna Street			
(vii)	*Financial year From date	01/04/2023	(DD/MM/YYY	Y) To date 31/03/2024	(DD/MM/YYYY)
(viii)	*Whether Annual general m	eeting (AGM) held	•	Yes No	Transfer State
	(a) If yes, date of AGM				
	(b) Due date of AGM	29/09/2024			
	(c) Whether any extension f	or AGM granted		○ Yes ● No	
II. F	PRINCIPAL BUSINESS	<b>ACTIVITIES OF</b>	THE COMPA	NY	

S.No	Main Activity group code		Business Activity Code	Description of Business Activity	% of turnover of the company
1	С	Manufacturing	C7	Metal and metal products	56
2	С	Manufacturing	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	34

# III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies fo	r which information is to be given	9	Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TVS UPASANA LIMITED	U65991TN1992PLC022619	Subsidiary	100

2	SUNDRAM NON-CONVENTION	U40108TN1994PLC029132	Subsidiary	52.94
3	SUNDRAM FASTENERS INVEST	U65991TN1992PLC022618	Subsidiary	100
4	TVS NEXT LIMITED	U72300TN1994PLC029467	Subsidiary	67.65
5	CRAMLINGTON PRECISION FOI		Subsidiary	100
6	TVS NEXT INC		Subsidiary	67.65
7	SUNDRAM FASTENERS (ZHEJIA		Subsidiary	100
8	SUNDRAM INTERNATIONAL IN		Subsidiary	100
9	SUNDRAM INTERNATIONAL LII		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	250,000,000	210,128,370	210,128,370	210,128,370
Total amount of equity shares (in Rupees)	250,000,000	210,128,370	210,128,370	210,128,370

Number of classes	1

Class of Shares	Authorised	Issued capital	Subscribed	Deid up conital	
Equity shares of Re. 1/- each	capital	Capital	capital	Paid up capital	
Number of equity shares	250,000,000	210,128,370	210,128,370	210,128,370	
Nominal value per share (in rupees)	1	1	1	1	
Total amount of equity shares (in rupees)	250,000,000	210,128,370	210,128,370	210,128,370	

### (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	4 N	Total nominal amount	Total Paid-up amount	Total premium		
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	1,656,395	208,471,975	210128370	210,128,37(	210,128,37 #	
Increase during the year	286,295	286,295	572590	0	0	0
i. Pubic 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	286,295	286,295	572590			
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

v. Others, specify		- IU	jale.		0	0	
At the end of the year		1,942,690	208,758,270	210700960	210,128,37	(210,128,37	i
Preference shares							
At the beginning of the ye	ear	0	0	0	0	0	
ncrease during the year		0	0	0	0	0	0
. Issues of shares		0	0	0	0	0	0
i. Re-issue of forfeited sha	ires	0	0	0	0	0	0
ii. Others, specify				n and aslate.			
Decrease during the year		0	0	0	0	0	0
. Redemption of shares		0	0	0	0	0	0
i. Shares forfeited		0	0	0	0	0	0
iii. Reduction of share capi	ítal	0	0	0	0	0	0
iv. Others, specify					9,7113		11-14
At the end of the year		0	0	0	0	0	
GIN of the equity shares	of the company lit/consolidation during th	he year (for e	ach class of s	shares)	INE38	87A01021	
Class o	of shares	(i)		(ii)		(ii	i)
Before split /	Number of shares						
Consolidation	Face value per share						
After split /	Number of shares				17.5	INCLUSION OF	
Consolidation	Face value per share						

of the first return at					cial year (of ill tile case
☐ Nil					
[Details being provi	ded in a CD/Digital Med	dia]	○ Yes	<ul><li>No</li></ul>	Not Applicable
Separate sheet atta	ched for details of tran	sfers	<ul><li>Yes</li></ul>	○ No	
Note: In case list of transf Media may be shown.	er exceeds 10, option f	or submissi	on as a separate sheet a	ttachment c	or submission in a CD/Digital
Date of the previous	annual general meeti	ng [			
Date of registration o	transfer (Date Mont	h Year)			
Type of transfer		1 - Equi	ity, 2- Preference Sha	res,3 - Deb	entures, 4 - Stock
Number of Shares/ D Units Transferred	ebentures/		Amount per Shar Debenture/Unit (i		
Ledger Folio of Trans	feror				
Transferor's Name					
	Surname		middle name		first name
Ledger Folio of Trans	feree				
Transferee's Name					
	Surname		middle name		first name
Date of registration of	transfer (Date Mont	h Year) [			
Type of transfer		1 - Equi	ty, 2- Preference Shar	res,3 - Deb	entures, 4 - Stock
Number of Shares/ Dunits Transferred	ebentures/	1	Amount per Shar Debenture/Unit (i		

Ledger Folio of Transferor							1 1 1
Transferor's Name							
	Surnar	ne		middle	e name		first name
Ledger Folio of Transferee							
Transferee's Name							
	Surnar	ne		middle	e name		first name
articulars		Number of	units	Nomir unit	nal value per	Total valu	le
on-convertible debentures			0		0		0
artly convertible debentures		0		0			0
ılly convertible debentures		0		0		0	
otal							0
Details of debentures							
ass of debentures	the beg	nding as at inning of the	Increase dur year	ing the	Decrease during year		ding as at of the year
on-convertible debentures year		0					
		0	0		0		0
artly convertible debentures		0	0		0		0
artly convertible debentures							
artly convertible debentures	s and de	0	0	in the second se	0	0	0
artly convertible debentures  ally convertible debentures  Securities (other than shares  ye of Number of	1	0	0	I Nomii e	0	Value of	0
artly convertible debentures  ully convertible debentures  o) Securities (other than shares  ope of Number of	1	0  0  bentures)  Nominal Valu	0 0 le of  Tota		0 0 nal  Paid up	Value of	0 0

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(i) Turnover

49,056,500,000

(ii) Net worth of the Company

32,792,200,000

## VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equi	ty	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	S Scale	
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)	101,615,280	48.36	0		
10.	Others	0	0	0		
	Total	101,615,280	48.36	0	0	

Total number of shareholders (promoters)

## (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

S. No. Category		Equi	ty	Preference		
		Number of shares	Percentage	Number of shares	Percentage	

1.	Individual/Hindu Undivided Family	SOUN PH			102 13 14 1
	(i) Indian	36,509,138	17.37	0	
	(ii) Non-resident Indian (NRI)	1,874,507	0.89	0	
	(iii) Foreign national (other than NRI)	100	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	8,130,621	3.87	0	
4.	Banks	2,472	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	26,454,625	12.59	0	
7.	Mutual funds	30,638,347	14.58	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,329,576	0.63	0	
10.	Others Alternative Investment fund	3,573,704	1.7	0	
	Total	108,513,090	51.63	0	0

Total number of shareholders (other than promoters)

71,609

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

71,610

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKET	S : 9th Floor, Tower A Block 9, NKP,W			15,902	0.01
EMERGING MARKET	S . 9th Floor, Tower A Block 9, NKP,W			359,951	0.17
EMERGING MARKET	S : 9th Floor, Tower A Block 9, NKP,W			200,201	0.1
VEMF - A, L.P.	NESCO COMPLEX, W E HIGHWAY,			600,000	0.29

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
VGS CAPITAL HOLDIN	CHANDAN NAGAR VIKHROLI WES			5,000	0
	POST BOX NO. 1142, FORT, MUMB			89,899	0.04
	9th Floor, Tower A Block 9, NKP,W			21,993	0.01
INTERNATIONAL MON	PLOT C-54 AND C-55, BKC BANDR,			1,555	0
PEOPLE'S BANK OF CH	P.O.BOX NO. 1142, FORT MUMBAI			9,569	0
	PLOT C-54 AND C-55, BKC BANDR,			36,456	0.02
WASHINGTON STATE	W E HIGHWAY GOREGAONEAST, I			978	0
	W E HIGHWAY GOREGAON EAST,			195,826	0.09
THE EMERGING MARK	PLOT C-54 AND C-55, BKC BANDR.			314,991	0.15
BNYM MELLON DB SL	P.O.BOX NO. 1142, FORT MUMBAI			7,498	0
	PLOT C-54 AND C-55, BKC BANDR			14,199	0.01
	9th Floor, Tower A Block 9, NKP,W	PRINTERS.		1,504	0
	PLOT C-54 AND C-55, BKC BANDR.			46,877	0.02
JOHN HANCOCK FUN	PLOT C-54 AND C-55, BKC BANDR.			4,276	0
	NESCO COMPLEX, W E HIGHWAY		- chrysostellas	21,550	0.01
e i saletimen	PLOT C-54 AND C-55, BKC BANDR			137,152	0.07
	NESCO COMPLEX, W.E. HIGHWAY			22,039	0.01
	PLOT C-54 AND C-55, BKC BANDR		No. of Sections	3,782	0
UPS GROUP TRUST	P.O.BOX NO. 1142, FORT MUMBAI			16,452	0.01
WISDOMTREE EMERG	PLOT C-54 AND C-55, BKC BANDR.			95,226	0.05
	PLOT C-54 AND C-55, BKC BANDR	OBS TO HIVE		4,440	0

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

At the beginning of the year	At the end of the year	
1	1	
71,825	71,609	
0	0	
	71,825	

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

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

Category		directors at the g of the year	and an investment of the second second	rectors at the end he year	Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	2	6	2	6	0.04	0.02
(i) Non-Independent	2	2	2	2	0.04	0.02
(ii) Independent	0	4	0	4	0	0
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	2	6	2	6	0.04	0.02

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

10

### (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)
SURESH KRISHNA	00046919	Director	36,040	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financia year : If any)
ARATHI KRISHNA	00517456	Managing Director	47,040	
ARUNDATHI KRISHN/	00270935	Managing Director	51,840	
PREETHI KRISHNA	02037253	Director	0	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
MUTHURAMAN BALA	00004757	Director	0	
HERAMB RAVINDRA I	01680435	Director	0	
MAHALINGAM SETUF	00121727	Director	0	
NIRMALA LAKSHMAN	00141632	Director	0	
R DILIP KUMAR	AAIPK6385L	CFO	2,000	
G ANAND BABU	AILPA9412D	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during	g the year	ne year
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Name	DIN/PAN		Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)	
ARUNDATHI KRISH	00270935	Director	29/06/2023	Retired by rotation	
NIRMALA LAKSHM	00141632	Director	20/09/2023	Re-appointed as an Independ	

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

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

Type of meeting	Date of meeting	Total Number of Members entitled to	Attendance			
		attend meeting	Number of members attended	% of total shareholding		
ANNUAL GENERAL MEETI	29/06/2023	72,134	45	49.01		

#### **B. BOARD MEETINGS**

*Number of m	neetings held 5				
S. No. Date of m	Date of meeting	Total Number of directors associated as on the date			
		of meeting	Number of directors attended	% of attendance	

S. No.	Date of meeting	Total Number of directors associated as on the date				
		of meeting	Number of directors attended	% of attendance		
1	04/04/2023	8	8	100		
2	04/05/2023	8	7	87.5		
3	27/07/2023	8	8	100		
4	03/11/2023	8	8	100		
5	02/02/2024	8	8	100		

### C. COMMITTEE MEETINGS

Number of meetings held

14

S. No.	Type of meeting		Total Number of Members as			
		Date of meeting	on the date of the meeting	Number of members attended	% of attendance	
1	Audit Committe	04/05/2023	3	2	66.67	
2	Audit Committe	27/07/2023	3	3	100	
3	Audit Committe	03/11/2023	3	3	100	
4	Audit Committe	02/02/2024	3	3	100	
5	Nomination an	01/05/2023	3	3	100	
6	Stakeholders'	27/07/2023	3	3	100	
7	Stakeholders'	02/02/2024	3	3	100	
8	Risk Managem	10/08/2023	4	4	100	
9	Risk Managem	02/02/2024	4	4	100	
10	Corporate Soc	07/03/2024	3	3	100	

### D. \*ATTENDANCE OF DIRECTORS

	No. of the director	Board Meetings		C	Whether attended AGM			
S. No.		And Advantage of the State of t	Number of Meetings attended	% of attendance		Number of Meetings attended	% of attendance	held on
		attend	dicinaca		attend	atternaeu		(Y/N/NA)
1	SURESH KRIS	5	5	100	0	0	0	

2	ARATHI KRIS	5	5	100	8	8	100
3	ARUNDATHI I	5	5	100	8	8	100
4	PREETHI KRI	5	5	100	3	3	100
5	MUTHURAMA	5	5	100	6	6	100
6	HERAMB RAV	5	4	80	6	5	83.33
7	MAHALINGAN	5	5	100	7	7	100
8	NIRMALA LAF	5	5	100	4	4	100

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

5.5.	Ni
0.70	1.41

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

	LE,		
2			
_			

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ARATHI KRISHNA	Managing Direct	22,451,255	51,500,000	0	1,770,886	75,722,141
2	ARUNDATHI KRISH	Joint Managing I	20,439,474	51,500,000	0	1,459,114	73,398,588
	Total		42,890,729	103,000,000	0	3,230,000	149,120,729

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	R Dilip Kumar	Chief Financial (	8,818,407	0	0	503,464	9,321,871
2	G Anand Babu Company See		2,329,547	0	0	91,500	2,421,047
	Total		11,147,954	0	0	594,964	11,742,918

Number of other directors whose remuneration details to be entered

	6
245	0
2.47	200

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SURESH KRISHNA	Chairman	0	0	0	2,743,287	2,743,287
2	PREETHI KRISHNA	Director	0	1,000,000	0	310,000	1,310,000
3	MUTHURAMAN BA	Independent Dir	0	1,000,000	0	370,000	1,370,000
4	HERAMB RAVINDE	Independent Dir	0	1,000,000	0	300,000	1,300,000
5	MAHALINGAM SET	Independent Dir	0	1,000,000	0	390,000	1,390,000

S. No.	Name	Designati	on Gross S	Salary	Commission		k Option/ at equity	Others	Total Amount
6	NIRMALA LAK	SHM Independe	nt Dir 0		1,000,000		0	330,000	1,330,000
	Total		0		5,000,000		0	4,443,287	9,443,287
A. Whe	ether the company	O CERTIFICATIOn  y has made complianted to the comp	iances and discl				Yes	○ No	
) DETAIL	LS OF PENALTIE	HMENT - DETAIL	T IMPOSED ON	Name of	f the Act and	S /OFFIC		Nil 2	eal (if any)
Name of company officers	// directors/ Auth	ority	ate of Order	penalise	under which d / punished	punishme	ent	including prese	ent status
Sundrar	n Fastener	SSE Limited	22/11/2021	Regulat	tion 21 of the	Fine of F	Rs.96,000	Application fo	or waiver of the
Sundran	m Fastener Nati	onal Stock Exc	22/11/2021	Regulat	tion 21 of the	Fine of F	Rs.96, 000	NSE vide the	eir letter dated Ju
(B) DETA	AILS OF COMPO	UNDING OF OFF	ENCES 🛛	Nil				7.5	
Name of company officers		A CONTROL OF THE PROPERTY OF T	Date of Order	section	of the Act and under which committed	Particula offence	ars of	Amount of or Rupees)	ompounding (in
XIII. Whe	ether complete I	ist of shareholde	rs, debenture h	olders ha	s been enclo	sed as an	attachme	nt	
	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	K SRIRAM
Whether associate or fellow	
Certificate of practice number	2215

I/We certify that: (a) The return states th (b) Unless otherwise ex	e facts, as they stoo xpressly stated to the	d on the date o	f the closure o	of the financial y Return, the Com	ear aforesaid corr pany has complie	ectly and adequately d with all the provision	ns of
Act during the financial							

Declaration

I am A	uthorised by the Bo	pard of Directors of the comp	oany vide resolution no	4057	dated	22/04/2022	
		is form and declare that all t natter of this form and matte					er
1.		ed in this form and in the atta er of this form has been supp					
2.	All the required a	attachments have been com	pletely and legibly attache	ed to this form.			
		drawn to the provisions of ounishment for false stater				ct, 2013 which p	rovide fo
To be	digitally signed by	y					
Directo	or						
DIN of	f the director	00046919					
To be	digitally signed b	<b>y</b>					
○ Cor	mpany Secretary						
O Co	mpany secretary in	practice					
Membe	ership number	19848	Certificate of practice	number			
	Attachments				Lis	t of attachments	
	1. List of share	holders, debenture holders		Attach			
	2. Approval lette	er for extension of AGM;		Attach			
	3. Copy of MGT	<b>-</b> -8;		Attach			
	4. Optional Atta	chement(s), if any		Attach			
					Re	emove attachmer	nt
	M	odify	ck 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

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