

FORM NO. MGT-7

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



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

U24100RJ2017PLC058778

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAGCV0492E

(ii) (a) Name of the company

VELNIK INDIA LIMITED

(b) Registered office address

456/262, 269, 270, 271, 272, 273, 274, 275, 276/1, 282/3, 290, 291/2, 291/4, 294/1 Kalab Kalan Road, Dholi Magri Choraha, Raipur, Pali, Rajasthan 326224

(c) *e-mail ID of the company

SG*****IK.COM

(d) *Telephone number with STD code

07*****64

(e) Website

(iii) Date of Incorporation

11/08/2017

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

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Pinnacle Business Park, Office no S6-2 ,6th floor, Mahakali
Caves Road , Next to Ahura Centre, Andheri East Mumbai

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	95.43
2	G	Trade	G1	Wholesale Trading	4.57

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

*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	41,500,000	33,351,402	33,351,402	33,351,402
Total amount of equity shares (in Rupees)	415,000,000	333,514,020	333,514,020	333,514,020

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	41,500,000	33,351,402	33,351,402	33,351,402
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	415,000,000	333,514,020	333,514,020	333,514,020

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	450,000	440,000	440,000	440,000
Total amount of preference shares (in rupees)	85,000,000	84,000,000	84,000,000	84,000,000

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
NON CONVERTABLE REDEEMABLE CUMMULAT				
Number of preference shares	350,000	340,000	340,000	340,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	35,000,000	34,000,000	34,000,000	34,000,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
NON CONVERTABLE CUMMULATIVE PREFEREN				
Number of preference shares	100,000	100,000	100,000	100,000
Nominal value per share (in rupees)	500	500	500	500
Total amount of preference shares (in rupees)	50,000,000	50,000,000	50,000,000	50,000,000

(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	543,907	32,807,495	33351402	333,514,020	333,514,020	

Increase during the year	0	447,587	447587	4,475,870	4,475,870	47,185,484
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	447,587	447587	4,475,870	4,475,870	47,185,484
Dematerialization of Existing Shares						
Decrease during the year	447,587	0	447587	4,475,870	4,475,870	47,185,484
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	447,587	0	447587	4,475,870	4,475,870	47,185,484
Dematerialization of Existing Shares						
At the end of the year	96,320	33,255,082	33351402	333,514,020	333,514,020	
Preference shares						
At the beginning of the year	340,000	0	340000	34,000,000	34,000,000	
Increase during the year	0	100,000	100000	50,000,000	50,000,000	0
i. Issues of shares	0	100,000	100000	50,000,000	50,000,000	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	340,000	100,000	440000	84,000,000	84,000,000	

ISIN of the equity shares of the company

INE0MK801014

(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/Debtentures 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 - Debtentures, 4 - Stock	
Number of Shares/ Debtentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debtenture/Unit (in Rs.)	<input type="text"/>

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

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

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

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

Particulars	Number of units	Nominal value per unit	Total value
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

3,223,726,326.5

(ii) Net worth of the Company

624,555,306.05

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	30,427,789	91.23	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0

3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	30,427,789	91.23	0	0

Total number of shareholders (promoters)

2

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	2,200,310	6.6	190,000	43.18
	(ii) Non-resident Indian (NRI)	303,408	0.91	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0

8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	419,895	1.26	250,000	56.82
10.	Others	0	0	0	0
	Total	2,923,613	8.77	440,000	100

Total number of shareholders (other than promoters)

24

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

26

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

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	23	24
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	2	0	2	0	90.04	0
B. Non-Promoter	0	2	0	3	0	0
(i) Non-Independent	0	0	0	1	0	0
(ii) Independent	0	2	0	2	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	2	2	3	90.04	0

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

5

(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)
SUKHDEV GEHLOT	06456150	Managing Director	15,320,599	
MANJU DEVI GEHLOT	07811873	Director	15,107,190	
ROHIT KHANDELWAL	07038360	Director	0	
DINESH CHAND JAIN	07576030	Director	0	
KUSUM GEHLOT	10326369	Additional director	0	

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

5

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)
KUSUM GEHLOT	10326369	Additional director	20/09/2023	Appointment
SAKET KUMAR SIN	DHMPS0101J	Company Secretary	10/04/2023	Appointment
SAKET KUMAR SIN	DHMPS0101J	Company Secretary	21/06/2023	Cessation
CHIRAG DESLA	FFJPD5669K	Company Secretary	21/06/2023	Appointment
CHETAN GEHLOT	ATEPG8982C	CFO	11/08/2023	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
EXTRA ORDINARY GENERAL MEETING	28/06/2023	22	6	92.41
ANNUAL GENERAL MEETING	25/09/2023	22	6	92.41

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/04/2023	4	4	100
2	15/04/2023	4	4	100
3	19/05/2023	4	3	75
4	21/06/2023	4	3	75
5	27/07/2023	4	4	100
6	11/08/2023	4	4	100
7	30/09/2023	5	5	100
8	01/01/2024	5	3	60

C. COMMITTEE MEETINGS

Number of meetings held

10

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	10/04/2023	3	3	100
2	Audit Committee	19/05/2023	3	2	66.67
3	Audit Committee	27/07/2023	3	3	100
4	Nomination and Remuneration	10/04/2023	2	2	100
5	Nomination and Remuneration	21/06/2023	2	2	100
6	Nomination and Remuneration	27/07/2023	2	2	100
7	Nomination and Remuneration	11/08/2023	2	2	100
8	Corporate Social Responsibility	27/07/2023	3	3	100
9	Corporate Social Responsibility	19/03/2024	3	3	100
10	Finance Committee	09/02/2024	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	SUKHDEV GEHLO	8	8	100	6	6	100	Yes
2	MANJU DEVI GEHLO	8	8	100	3	3	100	Yes
3	ROHIT KHANDELWAL	8	7	87.5	10	10	100	Yes
4	DINESH CHAUDHARI	8	5	62.5	7	6	85.71	Yes
5	KUSUM GEHLO	2	2	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUKHDEV GEHLO	MANAGING DIRECTOR	21,600,000	0	0	0	21,600,000
2	MANJU DEVI GEHLO	EXECUTIVE DIRECTOR	8,400,000	0	0	0	8,400,000
	Total		30,000,000	0	0	0	30,000,000

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	CHETAN GEHLOT	CFO	306,100	0	0	0	306,100
2	CHIRAG DESLA	Company Secretary	396,667	0	0	0	396,667
	Total		702,767	0	0	0	702,767

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
	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

Whether associate or fellow Associate Fellow

Certificate of practice number

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

SUKHDEV
GEHLOT

DIN of the director

0*4*6*5*

To be digitally signed by

CHIRAG
DESLA

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

List of Shareholders as on 31032024.pdf
MGT 8_Velnik-Final-Signed.pdf
LIST OF SHARE TRANSFER.pdf

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

LIST OF EQUITY SHAREHOLDERS AS ON MARCH 31, 2024

Sr. No.	Name of Shareholder	Face Value of Shares	No. of Shares Held	% of Shares Held
1.	Mr. Sukhdev Gehlot	10	1,53,20,599	45.94
2.	Mrs. Manju Devi Gehlot	10	1,51,07,190	45.30
3.	Mrs. Nodrat Shabbir Ismail Hadiawala	10	1,51,704	0.45
4.	Mrs. Priyanka Oberoi	10	1,51,704	0.45
5.	Safal Netcards Private Limited	10	96,320	0.29
6.	Mr. Jaggaraju Satyavenkata Gurajapu	10	18,963	0.06
7.	Mr. Rashmi Nimesh Joshi	10	75,852	0.23
8.	Mr. Dhruvil Nimesh Joshi	10	75,852	0.23
9.	Mr. Vicky Vinodbhai Datraniya	10	21,672	0.06
10.	Mr. Jitendra Rasiklal Sanghavi	10	71,337	0.21
11.	Aries Advisory Services Private Limited	10	60,200	0.18
12.	Mrs. Gudia Singhania	10	1,27,925	0.38
13.	Aariket Bps Enterprises Pvt Ltd.	10	1,27,925	0.38
14.	Mr. Ketan Rajeshbhai Poojara	10	80,367	0.24
15.	Shah Biren Vinodchandra HUF	10	48,160	0.14
16.	Mr. Mehta Mamta Mehulbhai	10	6,63,705	1.99
17.	Saroj Bhagwati LLP	10	33,110	0.10
18.	Mr. Ketan Mohanlal Kakrecha	10	8,66,880	2.60
19.	Saroj Tradecom Private Limited	10	1,02,340	0.31
20.	Mr. Subhash Kumar Bothra	10	1,49,597	0.45
	Total		3,33,51,402	100

For Velnik India Limited



Sukhdev Gehlot

Managing Director

DIN: 06456150



COSMETIC | AYURVEDA | HYGIENE

Velnik India Limited (Formerly known as Velnik India Private Limited)

Registered Office: E-10, Krishi Mandi, Sojat City, Sojat, District-Pali, PIN-306104, Rajasthan

Plant Unit-I: Khasra Nos. 262, 269, 270, 271, 272, 273, 274, 275 & 276/1, 290, 291/1 & 291/4, Kalab Kalan Road, Dholi Magri Choraha, Kalakot, Tehsil-Raipur, District-Pali, PIN-306304, Rajasthan

Plant Unit-II: Khasra No. 1996, Sojat Chak No. 2, Bera Jalra, Sojat Road Marg, Mod Bhatta, Sojat City, District-Pali, PIN-306104, Rajasthan

Marketing Office: 516-517, Bijalpur, Near Datt Cold Storage, Mundi Road, Indore, District-Indore, PIN-452012, Madhya Pradesh

Corporate Office: S-1 & S-2, Takshashila Parisar, A B Road, Near Rajendra Nagar Police Station, Indore, District-Indore, PIN-452012, Madhya Pradesh

Bangalore Office: 222, Kaveri Complex, J.B Kaval, Survey No. 1, Rajiv Gandhi Nagar, Nandini Layout, Bengaluru Urban, PIN-560096, Karnataka

Contact No. : 0731-6669000 | E-mail : india@velnik.com | Website : www.velnik.com

LIST OF PREFERENCE SHAREHOLDERS AS ON MARCH 31, 2024

Sr. No.	Name of Shareholder	Face Value of Shares	No. of Shares Held	% of Shares Held
1.	Saroj Tradecom Private Limited	100	2,00,000	45.45
2.	Mr. Shyam Sunder Gulati	100	30,000	6.82
3.	Mrs. Anju Manchanda	100	1,10,000	25.00
4.	Yash Lifesciences Private Limited	500	50,000	11.36
5.	Mrs. Richa Gupta	500	25,000	5.68
6.	Mrs. Sushma Jindal	500	25,000	5.68
TOTAL			4,40,000	100

For Velnik India Limited





Sukhdev Gehlot

Managing Director

DIN: 06456150

COSMETIC | AYURVEDA | HYGIENE

Velnik India Limited (Formerly known as Velnik India Private Limited)

Registered Office: E-10, Krishi Mandi, Sojat City, Sojat, District-Pali, PIN-306104, Rajasthan

Plant Unit-I: Khasra Nos. 262, 269, 270, 271, 272, 273, 274, 275 & 276/1, 290, 291/1 & 291/4, Kalab Kalan Road, Dholi Magri Choraha, Kalakot, Tehsil-Raipur, District-Pali, PIN-306304, Rajasthan

Plant Unit-II: Khasra No. 1996, Sojat Chak No. 2, Bera Jalra, Sojat Road Marg, Mod Bhatta, Sojat City, District-Pali, PIN-306104, Rajasthan

Marketing Office: 516-517, Bijalpur, Near Datt Cold Storage, Mundi Road, Indore, District-Indore, PIN-452012, Madhya Pradesh

Corporate Office: S-1 & S-2, Takshashila Parisar, A B Road, Near Rajendra Nagar Police Station, Indore, District-Indore, PIN-452012, Madhya Pradesh

Bangalore Office: 222, Kaveri Complex, J.B Kaval, Survey No. 1, Rajiv Gandhi Nagar, Nandini Layout, Bengaluru Urban, PIN-560096, Karnataka

Contact No. : 0731-6669000 | E-mail : india@velnik.com | Website : www.velnik.com

**LIST OF SHARE TRANSFER DURING THE
FINANCIAL YEAR ENDED 31ST MARCH, 2024.**

Sr. No.	Type of Shares	Date of Transfer	Name of Transferor	Name of Transferee	No. of Shares Transferred	Mode of Transfer
1.	Equity	22/09/2023	Priyanki Paresh Kumar Desai	Subhash Kumar Bothra	24,381	Dematerialized Form
2.	Equity	29/11/2023	Chirag Jitendra Parekh	Subhash Kumar Bothra	94,815	Dematerialized Form
3.	Equity	15/01/2024	Kamal Prakash Bhai Kotak	Subhash Kumar Bothra	30,401	Dematerialized Form

For Velnik India Limited



Sukhdev Gehlot

Managing Director

DIN: 06456150



COSMETIC | AYURVEDA | HYGIENE

CIN: U24100RJ2017PLC058778

Registered Office and Plant Unit-I: Khasra Nos. 456/262, 269, 270, 271, 272, 273, 274, 275, 276/1, 282/3, 290, 291/2, 291/4, 294/1, Kalab Kalan Road, Dholi Magri Choraha, Gram Kalakot, Tehsil-Raipur, District-Beawar, PIN-306304, Rajasthan.

Plant Unit-II: Khasra Nos. 287, 287/5, 305, 305/2, 306, 306/3, 307/1, 307/2, 307/3, 307/4, Pali-Beawar Highway, Gram Khokhra, Tehsil-Sojat, District-Pali, PIN-306306, Rajasthan.

Plant Unit-III: Khasra Nos. 1029, 1030, 1035-1041, Bhim-Beawar Highway, Gram Togi, Tehsil-Bhim, District-Rajsamand, PIN-305901, Rajasthan.

Marketing Office: Khasra Nos. 516-517, Nihalpur Mundi Road, Near Dutt Cold Storage, Bijalpur, Indore, District-Indore, PIN-452012, Madhya Pradesh.

Corporate Office: S-1 & S-2, Takshashila Parisar, A.B. Road, Near Rajendra Nagar Police Station, Indore, District-Indore, PIN-452012, Madhya Pradesh.

Bangalore Office: 222, Kaveri Complex, J B Kaval, Survey No. 1, Rajiv Gandhi Nagar, Nandini Layout, Bengaluru Urban, PIN-560096, Karnataka.

Contact No. : 0731-6669000 | E-mail : india@velnik.com | Website : www.velnik.com

YATI MITTAL & ASSOCIATES
Practicing Company Secretaries
(Peer Review Certificate No.: 4033/2023)



B.O: B-76, Kirpal Apartment, IP Extension Delhi.
Email: CSYATIMITTAL@GMAIL.COM
Contact Details: 7982606243

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, books and papers of Velnik India Limited (CIN: U24100RJ2017PLC058778) ("the Company") having its Registered Office at 456/262, 269, 270, 271, 272, 273, 274, 275, 276/1, 282/3, 290, 291/2, 291/4, 294/1, Kalab Kalan Road, Dholi Magri Choraha, Village Kalakot, Tehsil-Raipur, District-Beawar, Rajasthan, India, 306304, as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on 31st March, 2024. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with the provisions of the Act and Rules made there under in respect of:

1. its status under the Act;

During the year under the review the company is having a status of a Public Limited Company incorporated under the provisions of the Companies Act, 2013.

2. maintenance of registers/records & making entries therein within the time prescribed therefor;

The company has maintained all required Registers and records as per the provisions of the Companies Act, 2013

3. filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;

During the financial year, the company has filed required forms with the ROC, additionally certain forms were filed with payment of additional fees.

- 4. calling/ convening/ holding 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 have been properly recorded in the Minute Book/ registers maintained for the purpose and the same have been signed;**

The Company has maintained minutes of the meeting as per the provisions of the Companies Act, 2013.

- 5. closure of Register of Members / Security holders, as the case may be** (Not applicable to the Company for the period under review);

- 6. advances/loans to its directors and/ or persons or firms or companies referred in Section 185 of the Act;**

according to the information and explanations given and clarifications made by the management, the company has not granted any loans, secured or unsecured, to the director of the Company and or to any person in whom any director of the company is interested, which in our opinion is satisfactory to the compliance with the provisions of Section 185 of the Act.

- 7. Contract/arrangements with related parties as specified in section 188 of the act;**

according to information and explanations given to us, all the related party transactions entered into during the financial year were on an arm's length basis and were in the ordinary course of business and thus the Company is in compliance with the provisions of Section 188 of the Act;

- 8. issue or allotment or transfer or transmission or buy back of securities and debentures, as applicable and issue of security certificates in all instances and alteration or reduction of share capital**

During the year under the review

A) Company has done Private Placement of 1,00,000 Non- convertible Redeemable Preference Shares ("NCRPS" or "Preference Shares") at face value of Rs. 500/- each having aggregate nominal value of Rs. 5,00,00,000/- (Rupees Five crore only) were allotted on 27th July, 2023 to three members out of which one is body corporate and other two were Individual. For the above Private Placement Valuation Report was obtained by IBBI Registered Valuer CA Amit Jain (Registration No. IBBI/RV/06/2020/13152).

B) Following share transfers took place:

Sr. No.	Date of Transfer	Name of Transferor	Name of Transferee	No. of Shares Transferred	Mode of Transfer
1.	22-09-2023	Priyanki Paresh Kumar Desai	Subhash Kumar Bothra	24,381	Dematerialized Form
2.	29/11/2023	Chirag Jitendra Parekh	Subhash Kumar Bothra	94,815	Dematerialized Form
3.	15/01/2024	Kamal Prakash Bhai Kotak	Subhash Kumar Bothra	30,401	Dematerialized Form

9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act (Not applicable to the Company for the period under review);

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 (Not applicable to the Company for the period under review);

11. signing of audited financial statement has been undertaken as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;

12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

During the period under review following changes were carried out in compliance with the provisions of the Act.

- **Mr. Saket Kumar Singh (Membership No. A52828)** was appointed as Company Secretary of the company on 10th April, 2023. However, he tendered his resignation from the position of Company Secretary, effective from June 21, 2023.
- **Mr. Chirag Desla (Membership No. A68513)** was appointed as Company Secretary of the company w.e.f June 21, 2023. This appointment was affirmed by the Board of Directors at the meeting convened on June 21, 2023.

- **Mr. Chetan Gehlot (DIN: 08855904)** was appointed as CFO (Chief Financial Officer) as per Section 203 of Companies Act, 2013 of the company w.e.f. August 11, 2023.
- **Ms. Kusum Gehlot (DIN: 10326369)** was appointed as the Additional Non-Executive Director of the Company w.e.f. September 20, 2023.

13. appointment/ reappointment / ratification /filling up casual vacancy of auditors as per the provisions of section 139 of the Act, wherever applicable;

There are no instances of casual vacancy of the auditor

14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities, if applicable under the various provisions of the Act, wherever applicable.

There are no such instances where the approval was required

15. acceptance / renewal / repayment of Deposits (Not applicable to the Company for the period under review);

16. borrowings from its directors, members, public financial institutions, banks and others and therefore creation/ modification/ satisfaction of charges in that respect, wherever applicable;

The company has made borrowings from banks and created, modified and satisfied the charge in respect, wherever applicable. The company has filed Form CHG-1 either in prescribed time or with additional fees.

17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;

The company do not have any outstanding financial guarantee, further the company has not entered into any transaction for giving loans, guarantees, or making investments or providing securities covered under section 186 of the companies Act during the period under review.

18. alteration of provisions of the Memorandum and Articles of Association of the Company

During the period under review there is an Increase in Share capital of the company from Rs. **45,00,00,000/- (Rupees Forty-Five Crore only)** divided into 4,15,00,000 (Four crore fifteen lakh) equity shares of Rs. 10/- each amounting to Rs. 41,50,00,000 (Rupees Forty-one Crore and Fifty lakhs) and 3,50,000 (Three lakh fifty thousand) preference

shares of Rs. 100/- each amounting to Rs. 3,50,00,000 (Rupees Three crore and fifty lakhs only) to **Rs. 50,00,00,000/- (Rupees Fifty Crore only)** divided into 4,15,00,000 (Four crore fifteen lakh) equity shares of Rs. 10/- amounting to Rs. 41,50,00,000 (Rupees Forty-one Crore and Fifty lakhs) and 3,50,000 (Three lakh fifty thousand) preference shares of Rs. 100/- each amounting to Rs. 3,50,00,000 (Rupees Three crore and fifty lakhs only) and creation of additional 1,00,000 (one lakh only) preference shares of Rs. 500/- each amounting to Rs. 5,00,00,000 (Five Crore only).

The said revision in authorized share capital of the company was approved by members in Extra ordinary general meeting convened on 28th June, 2023.

**For, Yati Mittal & Associates
Company Secretaries**

**Yati
Mittal**

Digitally signed by Yati Mittal
DN: c=IN, o=Personal, postalCode=110092, l=East
Delhi, st=Delhi, street=Flat No B-76 Kirpal Apartments
Plot No 44 Patparganj, I. P. Extension, Gandhi Nagar
Delhi india-110092, title=2975
2.5.4.20=a6f4a2df4eb61ab10e83d125628b73bed430e
a6082c3332c619501431820d67,
serialNumber=17e76975eb7757d58ab26c12849b414c
a7c97a8b047c1aa4e8722c3759f5c03,
email=CSYATMITTAL@GMAIL.COM, cn=Yati Mittal
Date: 2024.11.14 14:22:38 +05'30'

CS Yati Mittal

Proprietor

M No. A60378

CP No. 25176

UDIN: A060378F002145219

Date: November 14, 2024

Place: New Delhi