

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

L15311MP2009PLC021746

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAFCP0210P

(ii) (a) Name of the company

PRATAAP SNACKS LIMITED

(b) Registered office address

KHASRA NO 378/2, NEMAWAR ROAD, NEAR MAKRAND HOUSE NA
INDORE
Madhya Pradesh
452020
India

(c) * e-mail ID of the company

CO*****|

(d) *Telephone number with STD code

07*****04

(e) Website

www.yellowdiamond.in

(iii) Date of Incorporation

23/03/2009

(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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	NSE	1,024
2	BSE	1

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

23/09/2024

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

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	C1	Food, beverages and tobacco products	98.36

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

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

0

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	53,500,000	23,873,425	23,873,425	23,873,425
Total amount of equity shares (in Rupees)	267,500,000	119,367,125	119,367,125	119,367,125

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	53,500,000	23,873,425	23,873,425	23,873,425
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	267,500,000	119,367,125	119,367,125	119,367,125

(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	963	23,452,073	23453036	117,265,180	117,265,180	

Increase during the year	0	420,392	420392	2,101,960	2,101,960	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	13,833	13833	69,165	69,165	
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	
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify Scheme of Amalgamation and dematerialisation of	0	406,559	406559	2,032,795	2,032,795	
Decrease during the year	3	0	3	15	15	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify Dematerialisation of physical shares	3	0	3	15	15	
At the end of the year	960	23,872,465	23873425	119,367,125	119,367,125	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify 0				0	0	
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				0	0	
0						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE393P01035

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

0

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

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

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

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

Date of the previous annual general meeting		
Date of registration of transfer (Date Month Year)		
Type of transfer		1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

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

16,164,439,936

(ii) Net worth of the Company

7,287,586,668

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	3,995,113	16.73	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	11,348,582	47.54	0	
10.	Others 0	0	0	0	
	Total	15,343,695	64.27	0	0

Total number of shareholders (promoters)

16

(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	2,739,155	11.47	0	
	(ii) Non-resident Indian (NRI)	98,307	0.41	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	1,276,074	5.35	0	
7.	Mutual funds	1,872,634	7.84	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,787,469	7.49	0	
10.	Others HUF, TRUST, CLEARING ME	756,091	3.17	0	
	Total	8,529,730	35.73	0	0

Total number of shareholders (other than promoters)

16,915

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

16,931

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

23

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
COHESION MK BEST ID	C/O CIBC BANK & TRUST COMPAN		CY	668,000	2.8
MALABAR INDIA FUN	4TH FLOOR RAFFLES TOWER 19 C		MU	372,596	1.56
ENVISION INDIA FUN	C/O APEX FUND SERVICES (MAUR		MU	175,634	0.74
EMERGING MARKETS C	6300 BEE CAVE ROAD BUILDING C		US	25,483	0.11
THE EMERGING MARK	6300 BEE CAVE ROAD BUILDING O		US	8,396	0.04
DIMENSIONAL WORL	251 LITTLE FALLS DRIVE NEW CAS		US	4,820	0.02
EMERGING MARKETS S	6300 BEE CAVE ROAD BUILDING O		US	3,362	0.01
WORLD EX U.S. CORE I	6300 BEE CAVE ROAD BUILDING O		US	2,707	0.01
EMERGING MARKETS C	20 TRITON STREET REGENTS PLACI		GB	2,248	0.01
ALASKA PERMANENT	801 WEST 10TH STREET JUNEAU A		US	2,024	0.01
EMERGING MARKETS T	6300 BEE CAVE ROAD BUILDING O		US	1,973	0.01
EMERGING MARKETS T	25/28 NORTH WALL QUAY DUBLIN		IE	1,913	0.01
QUADRATURE CAPITA	SUITE #7 GRAND PAVILION COMM		US	1,535	0.01
WORLD EX U.S. TARGE	6300 BEE CAVE ROAD BUILDING O		US	1,310	0.01
EMERGING MARKETS I	SUITE 820 7 ST. PAUL STREET BAL		US	1,186	0
DIMENSIONAL FUNDS	25/28 NORTH WALL QUAY DUBLIN		IE	1,129	0
MERGING MARKETS SI	6300 BEE CAVE ROAD BUILDING C		US	989	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MORGAN STANLEY AS	23 CHURCH STREET 16-01 CAPITAL		SG	299	0
COPTHALL MAURITIUS	C/O CIM CORPORATE SERVICES LT		MU	223	0
SOMERVILLE TRADING	JPMORGAN CHASE BANK, N.A. INC		IN	199	0
DIMENSIONAL EMERG	251 LITTLE FALLS DRIVE NEW CAS		US	20	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES		IN	16	0
DIMENSIONAL EMERG	251 LITTLE FALLS DRIVE NEW CAS		US	12	0

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	15	16
Members (other than promoters)	13,170	16,915
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	3	0	3	0	6.79	0
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	1	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	1	0	0	0	0
Total	3	5	3	4	6.79	0

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

9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
ARVIND MEHTA	00215183	Director	378,784	
AMIT KUMAT	02663687	Managing Director	628,875	
APOORVA KUMAT	02630764	Whole-time director	612,899	
ANISHA MOTWANI	06943493	Director	0	04/07/2024
VINEET KUMAR KAPI	00056582	Director	0	02/08/2024
CHETAN KUMAR MAT	00437558	Director	0	
BHARADWAJ THIRUN	02918495	Director	0	
SUMIT SHARMA	APXPS6368B	CFO	87,764	
PARAG GUPTA	BXTPG1137P	Company Secretar	0	

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

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
OM PRAKASH PAN	ANUPP6287B	Company Secretary	21/10/2023	Cessation
PARAG GUPTA	BXTPG1137P	Company Secretary	18/01/2024	Appointment
BHARAT SINGH	08222884	Nominee director	20/03/2024	Cessation

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

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

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	03/08/2023	13,569	43	20.06

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	13/04/2023	8	7	87.5
2	26/05/2023	8	8	100
3	02/08/2023	8	8	100
4	02/11/2023	8	8	100
5	18/01/2024	8	6	75
6	06/02/2024	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

18

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	NOMINATION	13/04/2023	4	3	75
2	AUDIT COMM	26/05/2023	4	4	100
3	NOMINATION	26/05/2023	4	4	100
4	CORPORATE	26/05/2023	4	4	100
5	RISK MANAGI	26/05/2023	4	4	100
6	AUDIT COMM	02/08/2023	4	4	100
7	NOMINATION	02/08/2023	4	4	100
8	STAKEHOLDE	02/08/2023	4	4	100
9	RISK MANAGI	02/08/2023	4	4	100
10	AUDIT COMM	02/11/2023	4	4	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	23/09/2024
								(Y/N/NA)
1	ARVIND MEH	6	5	83.33	10	9	90	Yes
2	AMIT KUMAT	6	6	100	9	9	100	Yes
3	APOORVA KL	6	6	100	1	1	100	Yes
4	ANISHA MOT	6	6	100	10	10	100	Not Applicable
5	VINEET KUM,	6	5	83.33	11	10	90.91	Not Applicable
6	CHETAN KUM	6	6	100	13	13	100	Yes
7	BHARADWA,	6	6	100	10	10	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
☐ Nil

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ARVIND MEHTA	CHAIRMAN ANI	10,350,000	0	0	0	0
2	AMIT KUMAT	MANAGING DIF	10,350,000	0	0	0	0
3	APOORVA KUMAT	WHOLE TIME D	10,350,000	0	0	0	0
	Total		31,050,000	0	0	0	31,050,000

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	SUMIT SHARMA	CFO	6,272,939	0	0	302,544	0
2	OM PRAKASH PAN	COMPANY SEC	1,915,844	0	0	73,966	0
3	PARAG GUPTA	COMPANY SEC	210,574	0	0	10,108	0
	Total		8,399,357	0	0	386,618	8,785,975

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ANISHA MOTWANI	INDEPENDENT	0	700,000	0	900,000	0
2	VINEET KUMAR K	INDEPENDENT	0	700,000	0	800,000	0
3	VENKATAVARAGH	INDEPENDENT	0	700,000	0	912,000	0
4	CHETAN KUMAR M	INDEPENDENT	0	700,000	0	1,014,000	0
	Total		0	2,800,000	0	3,626,000	6,426,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

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

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

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

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. ... 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

ARVIND
KUMAR
MEHTA
Digitally signed by
ARVIND KUMAR
MEHTA
Date: 2024.11.20
15:11:55 +05'30'

DIN of the director

0*2*5*8*

To be digitally signed by

Parag
Gupta
Digitally signed by
Parag Gupta
Date: 2024.11.20
15:11:12 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

5*7*5

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

Attach**Attach****Attach****Attach****List of attachments**

Form MGT 8 PSL 2024.pdf
Committee Meetings.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-400054.

Email id : kaushaldalalcs@gmail.com || Mobile No : 9820636169 || Tel No: +91 223500 0811/ 3500 0812

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 **Prataap Snacks Limited (hereinafter called “the Company”)**, incorporated on **23rd March, 2009** having CIN: **L15311MP2009PLC021746** and Registered Office at **Khasra No. 378/2, Nemawar Road, Near Makrand House, Palda, Indore - 452020, Madhya Pradesh, India** 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 provisions of the Act and Rules made thereunder in respect of:
1. Its status under the Act i.e. Indian Non-Government Company Limited by shares;
 2. Maintenance of registers/records and making entries therein within the time prescribed therefor;
 3. The Company has filed the forms and returns with the Registrar of Companies, Gwalior within the prescribed time except in two cases wherein forms were filed after the due date with payment of additional fees, as applicable. The Company was not required to file any Forms and Returns with Regional Director, the Tribunal, Court or any other authorities;
 4. Calling, convening, holding meetings of Board of Directors, meetings of the 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 passed resolutions by way of Postal Ballot on 23rd May, 2023 for the following matters:

Sr. No	Type of Resolution	Purpose
1.	Ordinary Resolution	Payment of remuneration to Non-executive Directors including Independent Directors of the Company
2.	Ordinary Resolution	Payment of remuneration to Independent Directors of the Company in case of no profit or inadequate profit
3.	Special Resolution	Payment of remuneration to Mr. Arvind Mehta (DIN: 00215183),

		Executive Director of the Company in case of no profit or inadequate profit
4.	Special Resolution	Payment of remuneration to Mr. Amit Kumat (DIN: 02663687), Managing Director and Chief Executive Officer of the Company in case of no profit or inadequate profit
5.	Special Resolution	Payment of remuneration to Mr. Apoorva Kumat (DIN: 02630764), Executive Director (Operations) of the Company in case of no profit or inadequate profit

5. The Company had closed its Register of Members from 28th July, 2023 to 3rd August, 2023 (both days inclusive) for its 14th Annual General Meeting held on 3rd August, 2023;
6. During the year under review, the Company has not granted loans to its directors or persons or firms or companies as referred in Section 185 of the Act and accordingly the provisions of Section 185 of the Act and the rules made thereunder were not applicable to the company;
7. As explained by the Management of the Company, the Company has entered into contracts or arrangements with the related parties which were in the ordinary course of business and at arm's length basis, hence the compliance of the provisions of Section 188 of the Act and the rules made thereunder were not applicable;
8. During the year under review, the Company had issued and allotted 4,06,556 equity shares of Rs. 5/- (Rupees Five only) each on 13th April, 2023 as per the Scheme of Amalgamation of Avadh Snacks Private Limited ("Transferor Company 1") and Red Rotopack Private Limited ("Transferor Company 2") with the Company. Accordingly, the issued, subscribed and paid up equity share capital of the Company stands increased from Rs. 1172.65 lakhs to Rs. 1192.98 lakhs.

Due to amalgamation of Avadh Snacks Private Limited and Red Rotopack Private Limited, (the subsidiaries of the Company), with the Company, becoming effective from 29th March, 2023, the authorized share capital of Avadh Snacks Private Limited and Red Rotopack Private Limited has merged with the authorized share capital of the Company. Thus, the authorized share capital of the Company has increased from Rs.1,600.00 lakhs to Rs. 2675.00 lakhs.

Additionally, the Company has issued and allotted 13,833 equity shares of Rs. 5/- each (Rupees Five only) to the eligible employees of the Company under Prataap Employees Stock Appreciation Rights Plan 2018 and have duly complied with the provision of the Act and rules made thereunder. Accordingly, the issued, subscribed and paid up equity share capital of the Company stands increased from Rs. 1192.98 lakhs to Rs. 1193.67 lakhs.

Further, during the year under review, there were no transfer of equity shares in physical form, transmission or buyback of securities or preference shares or debentures, alteration or reduction of share capital/conversion of shares/securities in the Company.

9. There were no instances that required the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
10. The Company had declared dividend of Re. 1 (Rupee One) per Equity Share of face value of Rs. 5/- each (Rupees Five only) in the Annual General Meeting held on 3rd August, 2023. Further, there was no amount which was required to be transferred to the Investor Education and Protection Fund by the Company in accordance with Section 125 of the Act;
11. The Audited Financial Statements of the Company for the financial year ended 31st March, 2024 have been signed as per the provisions of Section 134 of the Act and Report of Directors is prepared as per sub - sections (3), (4) and (5) of the Section 134 of the Act thereof;
12. The constitution of Board of the Directors/appointment/re-appointment/~~retirement~~ and/or resignation and disclosures of interest received from Directors/Key Managerial Personnel and remuneration paid to them were in compliance with the provisions of the Act and rules made thereunder;
13. B S R & Co. LLP, Chartered Accountants (Registration No. 101248W/W-100022) were appointed as Auditor of the Company in the 12th Annual General Meeting (AGM) held on 5th August, 2021 for a period of 5 (Five) consecutive years till the conclusion of the 17th Annual General Meeting;
14. During the year under review, there were no instances that required the Company to take approvals from the Central Government, Registrar of Companies, Gwalior, Regional Director, Court or such other authorities under the various provisions of the Act;
15. The Company has not accepted deposits from the public hence, the provisions of Section 73 of the Act and the rules made thereunder do not apply;
16. During the year under review, the Company availed credit facility in form of working capital and term loan from Bank and duly filed necessary e-forms for creation of charge with the Registrar of Companies, Gwalior. However, there were no instances that require the Company to modify/satisfy any charge with the Registrar of Companies, Gwalior. Further, During the year under review, the Company has not borrowed any money from its Directors, Members and Public Financial Institutions;
17. During the year under review, the Company had not made any investment or given any loan or guarantee or provided any security to other bodies corporate or persons that requires compliance under provisions of Section 186 of the Act and the rules made thereunder;

18. During the year under review, the Company has not altered its Memorandum of Association and Articles of Association.

For Kaushal Dalal & Associates
Practicing Company Secretaries

KAUSHAL
MADHUSUDAN
DALAL

Digitally signed by KAUSHAL MADHUSUDAN DALAL
DN: c=IN, o=PERSONAL,
pseudonym=caafac36766b4dd1b97808068cc530fc,
2.5.4.20=02440bde43c7cbe04034c938f85385787283d3c20763ee9e
f789e0730c1a4ide, postalCode=400052, st=Maharashtra,
serialNumber=1805a6a6b77858207b0797c73a57520030c587
f8ac5d7e371237be04c, cn=KAUSHAL MADHUSUDAN DALAL
Date: 2024.11.19 13:40:40 +05'30'

Kaushal Dalal

Proprietor

Membership No.: - 7141

CoP No.: - 7512

UDIN: F007141F002332717

PR. No.: 1127/2021

Date:19th November 2024

Place: Mumbai



COMMITTEE MEETINGS

No. of Meetings held- 18					
Sr. No.	Type of Committee Meeting	Date of Meeting	Total number of members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1.	Nomination and Remuneration Committee	13/04/2023	4	3	75
2.	Audit Committee	26/05/2023	4	4	100
3.	Corporate Social Responsibility Committee	26/05/2023	4	4	100
4.	Nomination and Remuneration Committee	26/05/2023	4	4	100
5.	Risk Management Committee	26/05/2023	4	4	100
6.	Audit Committee	02/08/2023	4	4	100
7.	Nomination and Remuneration Committee	02/08/2023	4	4	100
8.	Risk Management Committee	02/08/2023	4	4	100
9.	Stakeholders Relationship Committee	02/08/2023	4	4	100
10.	Audit Committee	02/11/2023	4	4	100
11.	Corporate Social Responsibility Committee	02/11/2023	4	4	100
12.	Nomination and Remuneration Committee	02/11/2023	4	4	100
13.	Risk Management Committee	02/11/2023	4	4	100
14.	Nomination and Remuneration Committee	18/01/2024	4	3	75
15.	Audit Committee	06/02/2024	4	3	75
16.	Risk Management Committee	06/02/2024	4	3	75
17.	Shares Allotment Committee	06/02/2024	4	4	100
18.	Stakeholders Relationship Committee	06/02/2024	4	4	100



Prataap Snacks Limited

CIN : L15311MP2009PLC021746

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