

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

U74910DL2007PLC157700

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAKCS4802P

(ii) (a) Name of the company

INNOVISION LIMITED

(b) Registered office address

1/209, FIRST FLOOR SADAR BAZAR, DELHI CANTT NA
DELHI
South West Delhi
Delhi
110010

(c) *e-mail ID of the company

IN*****CO.IN

(d) *Telephone number with STD code

01*****02

(e) Website

(iii) Date of Incorporation

11/01/2007

(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

Pre-fill

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(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 17/07/2024

(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	N	Support service to Organizations	N4	Security and investigation activities	100

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

*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	WOKE INDIA FOUNDATION	U85300HR2021NPL092431	Subsidiary	99.98
2	AERODRONE ROBOTICS PRIVA	U26515DL2021PTC379090	Subsidiary	51

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	26,000,000	18,900,000	18,900,000	18,900,000
Total amount of equity shares (in Rupees)	260,000,000	189,000,000	189,000,000	189,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	26,000,000	18,900,000	18,900,000	18,900,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	260,000,000	189,000,000	189,000,000	189,000,000

(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	1,350,000	1350000	13,500,000	13,500,000	
Increase during the year	0	17,550,000	17550000	175,500,000	175,500,000	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	17,550,000	17550000	175,500,000	175,500,000	

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 <div></div>						
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 <div></div>						
At the end of the year	0	18,900,000	18900000	189,000,000	189,000,000	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <div></div>						
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 <div></div>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE0ADB01012

(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		<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	
Transferee's Name	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year) <div style="border: 1px solid black; height: 20px; width: 100%;"></div>			
Type of transfer	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	Amount per Share/ Debenture/Unit (in Rs.)	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>
Ledger Folio of Transferor		<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	
Transferor's Name	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>
	Surname	middle name	first name
Ledger Folio of Transferee		<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	
Transferee's Name	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	<div style="border: 1px solid black; height: 20px; width: 100%;"></div>	<div style="border: 1px solid black; height: 20px; width: 100%;"></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
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

5,103,271,351

(ii) Net worth of the Company

524,092,148.89

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	18,900,000	100	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)	0	0	0	
10.	Others	0	0	0	
	Total	18,900,000	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 (not mentioned above)	0	0	0	
10.	Others	0	0	0	

	Total	0	0	0	0
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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 (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
A. Promoter	2	0	2	0	99.99	0
B. Non-Promoter	1	0	1	2	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	0	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	3	0	3	2	99.99	0

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

7

(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)
RANDEEP HUNDAL	01887587	Managing Director	9,449,986	
UDAY PAL SINGH	01716503	Director	9,449,944	
GURPAL SINGH	05205257	Director	0	
JYOTI SACHDEVA	BBTPS4494K	Company Secretary	0	
BIJENDER	ATDPB9439N	CFO	0	
PAWAN KUMAR	10525249	Director	0	
SUDHA HOODA	07982504	Director	0	

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

0

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)

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

4

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	13/12/2023	7	7	100
EGM	15/03/2024	7	7	100
EGM	18/03/2024	7	7	100

B. BOARD MEETINGS

*Number of meetings held

41

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	04/04/2023	3	3	100
2	05/04/2023	3	3	100
3	17/04/2023	3	3	100
4	03/05/2023	3	3	100
5	15/05/2023	3	3	100
6	22/05/2023	3	3	100
7	29/05/2023	3	3	100
8	27/06/2023	3	3	100
9	20/07/2023	3	3	100
10	05/09/2023	3	3	100
11	07/09/2023	3	3	100
12	14/09/2023	3	3	100

C. COMMITTEE MEETINGS

Number of meetings held

3

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	CSR	12/05/2023	3	3	100
2	CSR	21/09/2023	3	3	100
3	CSR	30/03/2024	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	17/07/2024
								(Y/N/NA)

1	RANDEEP HL	41	41	100	3	3	100	No
2	UDAY PAL SI	41	41	100	3	3	100	Yes
3	GURPAL SINC	41	41	100	3	3	100	Yes
4	PAWAN KUM,	2	1	50	0	0	0	Yes
5	SUDHA HOO	2	0	0	0	0	0	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RANDEEP HUNDA	MANAGING DIF	6,453,160	0	0	0	0
	Total		6,453,160	0	0	0	6,453,160

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	UDAY PAL SINGH	DIRECTOR	6,308,100	0	0	0	0
2	GURPAL SINGH	DIRECTOR	1,136,468	0	0	0	0
	Total		7,444,568	0	0	0	7,444,568

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

JITENDER ARORA

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

4822

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. ... 26 dated 16/07/2024

(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:

- 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.
- 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

RANDEEP
HUNDAL

DIN of the director

0*8*7*8*

To be digitally signed by

JITENDE
R ARORA

- ☐ Company Secretary
- ☒ Company secretary in practice

Membership number

5*0*

Certificate of practice number

4*2*

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

DATES OF BOARD MEETING-2023-24.pc
MGT-8-INNOVISION-2024-SIGNED.pdf
UDIN-INNOVISION-MGT-7-MGT-8-2024.p
LIST OF SHAREHOLDERS INNOVISION.

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

INNOVISION LIMITED

DATES OF BOARD MEETING HELD DURING THE FY 2023-24

S. No	Type of Meeting (BOD/ Members/ Committee)	Date of Meeting	Proper Notice/Shorter Notice Given	Recorded in Minute Book/ Registers
Board Meeting				
1	Board Meeting	04/04/2023	Yes	Yes
2	Board Meeting	05/04/2023	Yes	Yes
3	Board Meeting	17/04/2023	Yes	Yes
4	Board Meeting	03/05/2023	Yes	Yes
5	Board Meeting	15/05/2023	Yes	Yes
6	Board Meeting	22/05/2023	Yes	Yes
7	Board Meeting	29/05/2023	Yes	Yes
8	Board Meeting	27/06/2023	Yes	Yes
9	Board Meeting	20/07/2023	Yes	Yes
10	Board Meeting	05/09/2023	Yes	Yes
11	Board Meeting	07/09/2023	Yes	Yes
12	Board Meeting	14/09/2023	Yes	Yes
13	Board Meeting	20/09/2023	Yes	Yes
14	Board Meeting	25/09/2023	Yes	Yes
15	Board Meeting	06/10/2023	Yes	Yes
16	Board Meeting	10/10/2023	Yes	Yes
17	Board Meeting	16/10/2023	Yes	Yes
18	Board Meeting	02/11/2023	Yes	Yes
19	Board Meeting	06/11/2023	Yes	Yes
20	Board Meeting	07/11/2023	Yes	Yes
21	Board Meeting	15/11/2023	Yes	Yes
22	Board Meeting	20/11/2023	Yes	Yes
23	Board Meeting	01/12/2023	Yes	Yes
24	Board Meeting	06/12/2023	Yes	Yes
25	Board Meeting	12/12/2023	Yes	Yes
26	Board Meeting	25/12/2023	Yes	Yes
27	Board Meeting	27/12/2023	Yes	Yes
28	Board Meeting	06/01/2024	Yes	Yes
29	Board Meeting	12/01/2024	Yes	Yes
30	Board Meeting	16/01/2024	Yes	Yes
31	Board Meeting	19/01/2024	Yes	Yes
32	Board Meeting	12/02/2024	Yes	Yes
33	Board Meeting	15/02/2024	Yes	Yes

34	Board Meeting	19/02/2024	Yes	Yes
35	Board Meeting	20/02/2024	Yes	Yes
36	Board Meeting	22/02/2024	Yes	Yes
37	Board Meeting	02/03/2024	Yes	Yes
38	Board Meeting	13/03/2024	Yes	Yes
39	Board Meeting	15/03/2024	Yes	Yes
40	Board Meeting	16/03/2024	Yes	Yes
41	Board Meeting	21/03/2024	Yes	Yes

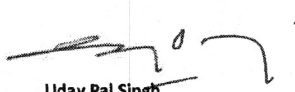
Innovision Limited

1/209 First Floor, Sadar Bazar, Delhi Cantt, New Delhi- 110010
CIN: U74910DL2007PLC157700

List of Shareholders as on 31st March, 2024

S. No.	Name of Shareholder	Father's Name	Address	Nationality	PAN	E-mail ID	Date of becoming member	No. of Shares Held	Amount per Share (Rs.)	Total Amount (Rs.)
1	RANDEEP HUNDAL	PREM PARKASH SINGH HUNDAL	J-703, IREO THE GRAND ARCH, GOLF COURSE EXT. ROAD, SECTOR-58, GURGAON, HARYANA-122003	INDIAN	ADJPR6093C	randeep.h@innovision.co.in	11.01.2007	9449986	10	94499860
2	UDAY PAL SINGH	NARINDER PAL SINGH	1425-A SECTOR-B POCKET-1 VASANT KUNJ, NEW DELHI-110070	INDIAN	AMCPS0538B	uday.ps@innovision.co.in	05.06.2007	9449944	10	94499440
3	SEEMA HUNDAL	PREM PARKASH SINGH HUNDAL	H NO-54, PHASE-6, MOHALI, PUNJAB-160055	INDIAN	ABMPH5181N	batra.seema@yahoo.com	18.09.2015	14	10	140
4	NARINDER PAL SINGH	DALIP SINGH	1425-A SECTOR-B POCKET-1 VASANT KUNJ, NEW DELHI-110070	INDIAN	ABIPS6375B	uday.ps@innovision.co.in	04.10.2010	14	10	140
5	REEMA MANN	PREM PARKASH SINGH HUNDAL	H No-2261, Sector-69, SAS Nagar, Mohali, P.O. Sector-62, Punjab-160062	INDIAN	APFPM9338D	reemamann75@yahoo.in	24.01.2020	14	10	140
6	SWADESH VASDEV	MALIK SINGH	1425-A, SECTOR-B, POCKET-1, VASANT KUNJ, NEW DELHI-110070	INDIAN	ADDPV0263E	info@innovision.co.in	24.01.2020	14	10	140
7	SHYAM BAHADUR SINGH	Jeet Bahadur Singh	Plot No-33, Flat No. 301, Gurudwara Road, Sultanpur, South Delhi, Delhi-110030	INDIAN	CBRPS6984D	shyam.singh@innovision.co.in	21.03.2023	14	10	140
TOTAL								18900000		189000000

For Innovision Limited


Uday Pal Singh
DIRECTOR
DIN: 01716503

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 **M/s INNOVISION LIMITED** having **CIN-U74910DL2007PLC157700** (the Company) 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 and documents 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 & Rules made there under in respect of:-
- its status under the Act; *The Company is a Limited Company with Share Capital categorized under Non-Government Company have active status as on date. The Company is falling under the category of other than OPC and Small Company and accordingly, the Company has complied the applicable provisions of the Companies Act, 2013.*
 - Maintenance of registers/records & making entries therein within the time prescribed therefore;

Registers & Forms as maintained by the Company		
S. No.	Registers as maintained by the Company	Section of Companies Act, 2013
<u>MGT-1</u>	Register of Members	S.88(1)(a) & R.3(1) of Cos. (Management & Administration) Rules, 2014
<u>REGISTER</u>	Register of Directors and Key Managerial Personnel and Their Shareholding	S.170 & R.17 of Cos. (Appointment & Qualification Of Director) Rules, 2014
<u>CHG-7</u>	Register of Charges	S.85 & R.10(1) of Cos. (Registration Of Charges) Rules, 2014
<u>MBP-1</u>	Notice of Interest of Directors	Pursuant to Section 184 (1) and rule 9(1)
<u>DIR-8</u>	Declaration of Non-Disqualification of Directors	Pursuant to Section 164(2) read with Rule 14(1) Appointment of Director Rules, 2014
<u>SH-2</u>	Register of renewed and duplicate share certificates	Pursuant to Section 46(3) of Companies Act, 2013 read with rules 6(3)(a) of the Companies (Share Capital & Debenture Rules) 2014

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<u>MBP-4</u>	Register of Contracts with related party And Contracts And Bodies etc. in which Directors are interested	Pursuant to Sec 189(1) and Rule 16(1) of Companies (Meeting of Board & its Powers) Rules, 2014
<u>MBP-3</u>	Register of Investment	Section 187 read with Rule 14 of Companies (Meetings of Board and its Powers) Rules, 2014.

3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;

S. No.	Form No./ Document	Authority with whom filed	Particulars	Within Time/ Beyond Time
1	DPT-3	ROC	Filed with ROC on 29.06.2023	On Time
2	ADT-3	ROC	Filed with ROC on 20.03.2024	On Time
3	MSME	ROC	Filed with ROC on 08.11.2023	On Time
4	MGT-14	ROC	Filed with ROC on 26.12.2023	On Time
5	MGT-14	ROC	Filed with ROC on 18.11.2023	On Time
6	PAS-6	ROC	Filed with ROC on 02.11.2023	On Time
7	PAS-3	ROC	Filed with ROC on 08.01.2024	On Time
8	SH-7	ROC	Filed with ROC on 27.12.2023	On Time
9	CHG-1	ROC	Filed with ROC on 29.03.2024	Delay with additional fees
10	CHG-1	ROC	Filed with ROC on 26.12.2023	Delay with additional fees

4. Calling/convening/holding meetings of Board of Director or its committees, if any, 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/shorter notices (wherever required) were given and the proceedings including the circular resolutions and resolutions passed by the postal ballot, if any, have been properly recorded in the Minutes Book/register maintained for the purpose and the same have been signed.

The details of the meetings conducted by the company during the financial year are as follows:

S. No	Type of Meeting (BOD/ Members/ Committee)	Date of Meeting	Proper Notice/Shorter Notice Given	Recorded in Minute Book/ Registers
Board Meeting				
1	Board Meeting	04/04/2023	Yes	Yes
2	Board Meeting	05/04/2023	Yes	Yes
3	Board Meeting	17/04/2023	Yes	Yes
4	Board Meeting	03/05/2023	Yes	Yes
5	Board Meeting	15/05/2023	Yes	Yes
6	Board Meeting	22/05/2023	Yes	Yes
7	Board Meeting	29/05/2023	Yes	Yes
8	Board Meeting	27/06/2023	Yes	Yes
9	Board Meeting	20/07/2023	Yes	Yes
10	Board Meeting	05/09/2023	Yes	Yes
11	Board Meeting	07/09/2023	Yes	Yes
12	Board Meeting	14/09/2023	Yes	Yes
13	Board Meeting	20/09/2023	Yes	Yes
14	Board Meeting	25/09/2023	Yes	Yes
15	Board Meeting	06/10/2023	Yes	Yes
16	Board Meeting	10/10/2023	Yes	Yes
17	Board Meeting	16/10/2023	Yes	Yes
18	Board Meeting	02/11/2023	Yes	Yes
19	Board Meeting	06/11/2023	Yes	Yes
20	Board Meeting	07/11/2023	Yes	Yes
21	Board Meeting	15/11/2023	Yes	Yes
22	Board Meeting	20/11/2023	Yes	Yes
23	Board Meeting	01/12/2023	Yes	Yes
24	Board Meeting	06/12/2023	Yes	Yes
25	Board Meeting	12/12/2023	Yes	Yes
26	Board Meeting	25/12/2023	Yes	Yes
27	Board Meeting	27/12/2023	Yes	Yes
28	Board Meeting	06/01/2024	Yes	Yes
29	Board Meeting	12/01/2024	Yes	Yes
30	Board Meeting	16/01/2024	Yes	Yes
31	Board Meeting	19/01/2024	Yes	Yes
32	Board Meeting	12/02/2024	Yes	Yes
33	Board Meeting	15/02/2024	Yes	Yes
34	Board Meeting	19/02/2024	Yes	Yes
35	Board Meeting	20/02/2024	Yes	Yes
36	Board Meeting	22/02/2024	Yes	Yes

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37	Board Meeting	02/03/2024	Yes	Yes
38	Board Meeting	13/03/2024	Yes	Yes
39	Board Meeting	15/03/2024	Yes	Yes
40	Board Meeting	16/03/2024	Yes	Yes
41	Board Meeting	21/03/2024	Yes	Yes
Members Meetings				
1.	AGM	30/09/2022	Yes	Yes
2.	EGM	13/12/2023	Yes	Yes
3.	EGM	15/03/2024	Yes	Yes
4.	EGM	18/03/2024	Yes	Yes
5.				
CSR Meetings				
1.	CSR	12/05/2023	Yes	Yes
2.	CSR	21/09/2023	Yes	Yes
3.	CSR	30/03/2024	Yes	Yes

5. Closure of Register of Members / Security holders, as the case may be. Being the Unlisted Limited Company, the Company has not closed its Registers of Members/Security holders, Hence the Company is not required to comply with this provision.
6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; Being the Company has not granted interest free loan, investments, guarantees and security, hence the provisions of Section 185 and 186 of the Companies Act, 2013 has complied with .
7. contracts/arrangements with related parties as specified in section 188 of the Act; Being the Company has entered into contracts/arrangements with related parties on arm's length basis as specified in section 188 of the Act during the year. The Company has complied with all the provisions of the Act.
8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
There is no buy back of shares, transfer of shares/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances.
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.
Being there are no instances existing in respect to keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares, hence the Company is not required to comply with the applicable provisions of the Act.
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; Being the Company has not declared any dividend during the financial year, hence the provisions of the applicable section are not required to comply.

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

During the financial year 2023-24, The Company has complied with the provisions of Section 134 of the Act in respect of signing the financial statements for the year ended on 31st March 2023 and the Director's Report signed in pursuant to the Annual General Meeting held on 30th September 2023.

12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; Being the Public Limited the Company has minimum prescribed three number Directors on the Board of the Company during the Financial year under scrutiny and all directors have given their disclosures as per the provisions of the Companies Act, 2013.

The Company was required to appoint 2 (Two) Independent Directors in the FY 2018-19 as the turnover of the Company was increased to more than Rs. 100 Crore in the financial year i.e. FY 2017-18.

The Company has appointed Mr. Pawan Kumar and Mrs. Sudha Hooda as Independent Director on 15th March, 2024.

The Company has appointed Mrs. Jyoti Sachdeva as Company Secretary of the Company and Mr. Bijender as CFO of the Company w.e.f 13.03.2024.

13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act.

M/s Rajiv Mehta & Associates has resigned from the office of Statutory Auditors as on 10.05.24 therefore the company has appointed M/s SRGA & Co as New Statutory Auditors to fill the casual vacancy arisen due to such resignation w.e.f. 03.06.2024 for FY 2023-24.

14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; The Company has not taken any approval from any Government Authority during financial year.

15. acceptance/ renewal/ repayment of deposits; The Company has not accepted any deposit, hence no provisions are required to comply herewith.

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

The Company has borrowed sums from directors in the ordinary course of business.
During the year under review the company has filed necessary forms w.r.t Creation, Modification and Satisfaction of charges.

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

During the year under review the company has complied with the provisions of Section 185 and

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**ARORA JITENDER & CO.
COMPANY SECRETARIES**

**Phone: 011-43041659
e-mail: icmas@rediffmail.com**

186 with regard to Loans, Investment, Guarantee and Security.

18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;
During the year Company has altered its Memorandum of Association by increasing the
Authorized Share Capital of the Company but there is not alteration in its Articles of Association.

**For Arora Jitender & Co.
Company Secretaries**

JITENDER

R ARORA

Jitender Arora, FCS

M. No. : 5900

C. P. No.: 4822

UDIN: F005900F000877672

Place: Delhi
Date: 02.08.2024

Address : Office no. 209-211A, IIInd Floor, H-17/18, Laxmi Nagar, Vikas Marg, Delhi-110092



**THE INSTITUTE OF
Company Secretaries of India**

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