

FORM NO. MGT-7

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



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

U72200KA2008PTC048560

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACW8310Q

(ii) (a) Name of the company

INFLOW TECHNOLOGIES PRIV

(b) Registered office address

No. 33 & 34, Indiranagar, 1st Stage
Off 100 Ft Road,
Bangalore
Karnataka
560038

(c) * e-mail ID of the company

hegde.santosh@inflowtechnol

(d) * Telephone number with STD code

08041265151

(e) Website

www.inflowtechnologies.com

(iii) Date of Incorporation

10/12/2008

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2023

(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	G	Trade	G1	Wholesale Trading	100

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

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

3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SAVEX TECHNOLOGIES PRIVATE LIMITED	U31909MH1988PTC046237	Holding	85.99
2	Inflow Technologies (Singapore) PTE. LTD.		Subsidiary	100
3	inflow Technologies S L (Private Limited)		Subsidiary	100

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

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	33,396,511	33,396,511	33,396,511	33,396,511
Total amount of equity shares (in Rupees)	333,965,110	333,965,110	333,965,110	333,965,110

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares				
Number of equity shares	33,396,511	33,396,511	33,396,511	33,396,511
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	333,965,110	333,965,110	333,965,110	333,965,110

(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	33,396,511	33396511	333,965,110	333,965,110	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	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 <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	33,396,511	33396511	333,965,110	333,965,110	
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

(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	21/09/2022		
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	<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"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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
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

35,287,992,396

(ii) Net worth of the Company

4,186,719,512

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	0	0	0	
	(ii) Non-resident Indian (NRI)	1,118,474	3.35	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)	28,719,068	85.99	0	
10.	Others	0	0	0	
	Total	29,837,542	89.34	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	2,711,870	8.12	0	
	(ii) Non-resident Indian (NRI)	847,099	2.54	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	3,558,969	10.66	0	0
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Total number of shareholders (other than promoters)

12

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

14

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)	12	12
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	0	1	0	1	0	3.35
B. Non-Promoter	0	4	0	4	0	2.43
(i) Non-Independent	0	4	0	4	0	2.43
(ii) Independent	0	0	0	0	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	0	5	0	5	0	5.78

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

6

(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)
BYJU PILLAI	01240455	Director	1,118,474	
ADITYA MADHOK	07477754	Director	810,358	
RAUNAK ANIL JAGASI	00031551	Director	0	
VIJAY KUMAR AJMER	08542156	Director	0	
ATUL GAUR	06367180	Director	0	
SANTOSH DATTATRA	AGBPH0759E	Company Secretar	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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EGM	25/04/2022	14	6	82
AGM	21/09/2022	14	5	79

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/04/2022	5	5	100
2	10/06/2022	5	3	60

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	21/07/2022	5	4	80
4	07/09/2022	5	4	80
5	13/09/2022	5	2	40
6	30/11/2022	5	4	80
7	22/02/2023	5	3	60

C. COMMITTEE MEETINGS

Number of meetings held

2

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	13/09/2022	4	2	50
2	CSR	22/02/2023	4	3	75

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	
								(Y/N/NA)
1	BYJU PILLAI	7	6	85.71	2	1	50	
2	ADITYA MADH	7	6	85.71	2	2	100	
3	RAUNAK ANIL	7	3	42.86	2	0	0	
4	VIJAY KUMAR	7	6	85.71	2	2	100	
5	ATUL GAUR	7	4	57.14	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SANTOSH DATTA	Company Secretary	1,571,736	0	0	0	1,571,736
	Total		1,571,736	0	0	0	1,571,736

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	BYJU PILLAI	Director	0	0	0	70,000	70,000
2	ADITYA MADHOK	Director	0	0	0	80,000	80,000
	Total		0	0	0	150,000	150,000

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

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

R SRINIVASAN

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

5254

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.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

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

DIN of the director

01240455

To be digitally signed by

- ☒ 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

Attach

Attach

Attach

Attach

List of attachments

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

LIST OF SHAREHOLDERS AS ON 31ST MARCH, 2023

List of shareholders as on 31.03.2023 (Demat)					
S No.	Shareholder name	Client ID No.	DP ID No.	Number of shares held	Class of shares
1	SAVEX TECHNOLOGIES PRIVATE LIMITED	30333061	IN300484	2,87,19,068	Equity
2	BYJU PILLAI	10405503	IN300214	11,18,474	Equity
3	ADITYA MADHOK	10022175	IN303559	8,10,358	Equity
4	UMESH MENON	11066265	IN300360	3,97,552	Equity
5	RAJESHKUMAR RENGACHARI	11803328	IN304295	3,57,328	Equity
6	NAJEEBUNNISA	11797519	IN304295	3,50,501	Equity
7	VIJAY G	50044146	IN304295	3,25,684	Equity
8	SANTOSH SANKUNNY	11065818	IN300360	3,00,850	Equity
9	ANAL KUMAR JAIN	20083329	IN300394	2,74,593	Equity
10	RAJIV U	40380408	IN302902	2,59,082	Equity
11	SOUMIT BHATTACHARYYA	18235455	IN304295	2,33,675	Equity
12	PRADEEPAN VELOO	32633951	IN300214	1,48,570	Equity
13	ANJALI ANKUSH DESHPANDE	40047566	IN302470	64,035	Equity
14	GOPALA KRISHNA KAUL	75386313	IN303028	36,741	Equity
			Total	3,33,96,511	

DETAILS OF SHARES TRANSFERS
of
INFLOW TECHNOLOGIES PRIVATE LIMITED
CIN: U72200KA2008PTC048560

DATE OF TRANSFER: 30 NOVEMBER 2022							
S NO	DPID	CLIENT-ID	TRANSFEROR NAME	NUMBER OF SHARES	DPID	CLIENT-ID	TRANSFeree NAME
1	IN300214	10405503	BYJU PILLAI	1118138	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
2	IN303559	10022175	ADITYA MADHOK	810116	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
3	IN303028	75386321	GOPAL KRISHNA KAUL	36731	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
4	IN300360	11066265	UMESH MENON	397432	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
5	IN304295	11803328	RAJESHKUMAR RENGACHARI	357222	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
6	IN304295	11797519	NAJEEBUNNISA	350396	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
7	IN304295	50044146	VIJAY G	325586	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
8	IN300360	11065818	SANTOSH SANKUNNY	300761	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
9	IN301549	63096698	ANAL KUMAR JAIN	274511	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
10	IN302902	40380408	RAJIV U	259004	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
11	IN304295	18235455	SOUMIT BHATTACHARYYA	233604	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
12	IN300214	32633951	PRADEEPAN VELOO	148524	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
13	IN304295	71830002	ANJALI ANKUSH DESHPANDE	64017	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED

RSVH & Associates LLP

Company Secretaries

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 **Inflow Technologies Private Limited (CIN: U72200KA2008PTC048560)** and hereinafter referred to as 'the Company', as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on March 31, 2023 (i.e., April 1, 2022 to March 31, 2023 and hereinafter referred to as the 'year under review'). 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 & Rules made there under in respect of:

1. **its status under the Act:**

the Company is a Private Limited Company and has complied with the applicable provisions of the Act & Rules made there under to the extent applicable to Private Limited companies.

2. **maintenance of registers/records & making entries therein within the time prescribed there for:**

the Company has kept and maintained all registers as per the provisions of the Act and the Rules made there-under and all entries therein have been duly recorded.

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:**

the Company has duly filed the forms/ returns with the Registrar of Companies, under the provisions of the Act and the Rules made there-under. In case of delay necessary additional fees were duly paid. However, the Company has not filed any forms with Regional Director, Central Government, Court or other authorities.

Regd. Ofc: No. 35 & 36, 8th Cross, 8th Main, Jayanagar 2nd Block, Bangalore 560 011

Tel : 080 26 56 56 55 info@rsvassociates.in

ICSI Registration No: L2020KR006800 ICSI; Peer Review No: 1524/2021

RSVH & Associates LLP

Company Secretaries

4. **calling/ convening/ holding meetings of Board of Directors 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 were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed:**

the Board of Directors or its committees and the meeting of members of the Company had met as per details mentioned in the Annual Return, in respect of which meetings proper notices were given and the proceedings including the circular resolutions, were properly recorded and signed in accordance with the provisions of the Companies Act, 2013 and Rules made there under.

during the year under review the meetings of Board/Committees were held through video conferencing (VC) or other audio visual means (OAVM). As represented, the company has kept the recordings of these meetings as per provisions of Companies Act, 2013

during the year under review no resolutions were passed by postal ballot.

5. **closure of Register of Members / Security holders, as the case may be:**

the Company did not opt to close its Register of Members and as the Company did not issue any debentures, closure of Register of Debenture holders during the year under review does not arise.

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

during the year under review the Company has not advanced any loans to its directors falling within the purview of Section 185 of the Act.

7. **contracts/arrangements with related parties as specified in section 188 of the Act:**

all transactions entered with related parties for the year under review were on arm's length basis and in the ordinary course of business.

RSVH & Associates LLP

Company Secretaries

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:**

during the year under review, the Company has not issued or allotted any shares. however, the Company has effected transfers of shares.

during the year under review the Company has not effected buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and has not issued any security certificates with regard to the aforementioned 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:**

there were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the financial year.

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:**

during the year under review the Company has not declared any dividend.

the Company was not required to transfer any amount to Investor Education and Protection Fund as there is no unpaid dividend / unclaimed dividend/other amounts.

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:**

the audited financial statements are signed 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 year under review the changes in the composition of the Board of directors of the Company, as reflected in the Annual Return are in compliance with the provisions of the Act and rules made there under.

Regd. Ofc: No. 35 & 36, 8th Cross, 8th Main, Jayanagar 2nd Block, Bangalore 560 011

Tel : 080 26 56 56 55 info@rsvassociates.in

ICSI Registration No: L2020KR006800 ICSI; Peer Review No: 1524/2021

RSVH & Associates LLP

Company Secretaries

it may be noted that the provisions of Section 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 with respect to the appointment of key managerial personnel are not applicable to this Company. Further, the Company has complied with the provisions of the Companies Act with respect to appointment of Company Secretary.

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

M/s Walker Chandiok & Co LLP, Chartered Accountants (FRN 001076N/N500013) were appointed as Statutory Auditors for a period of 5 years (for the financial years 2019-20 to 2023-24 both years inclusive).

there are no instances of any filling up casual vacancies of auditors during the year under review.

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 was not required to obtain any approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act during the year under review.

15. **acceptance/ renewal/ repayment of deposits:**

during the year, the Company has not accepted from the public any deposits within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. Instances of renewal/repayment of deposits do not arise.

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 not borrowed from its members, public financial institutions and directors, however the company has borrowed from Banks and others, and consequently created/modified and satisfied the charges during the year under review.

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RSVH & Associates LLP

Company Secretaries

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 passed the special resolution under section 186 of the Companies Act 2013. The Company has not granted any loan or made any investment during the year under review, however provided guarantees/securities to other bodies corporate.

18. **alteration of the provisions of the Memorandum and/ or Articles of Association of the Company:**

the Company has not altered the Memorandum, but altered Articles of Association during the year under review.

For **RSVH & Associates LLP**
Practising Company Secretaries
L2020KR006800

R Srinivasan
Partner
C P No.5254
UDIN :

Place : Bangalore
Date :
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Inflow Technologies Private Limited
Standalone Balance Sheet as at 31 March 2023
(All amounts in Indian Rupees (₹) Lakhs, unless otherwise stated)

ASSETS	Note	As at 31 March 2023	As at 31 March 2022
Non-current assets			
Property, plant and equipment	4	271.14	260.34
Right-of-use asset	5	217.67	197.30
Other Intangible assets	6	77.36	65.43
Financial assets			
Investments	7	1,317.12	1,317.12
Other financial assets	8A	68.26	540.96
Deferred tax assets	9	991.73	550.36
Non-current tax assets (net)	15A	102.31	907.51
Other non-current assets	10A	392.74	386.26
		3,438.33	4,225.28
Current assets			
Inventories	11	18,928.17	8,768.62
Financial assets			
Trade receivables	12	111,490.06	52,685.14
Cash and cash equivalents	13	4,668.28	6,404.72
Bank balances other than cash and cash equivalents	14	67.72	2,694.53
Other financial assets	8B	2,068.57	926.81
Other current assets	10B	633.11	925.62
		137,855.91	72,406.44
Total assets		141,294.24	76,630.72
EQUITY AND LIABILITIES			
Equity			
Equity share capital	16	3,339.85	3,339.65
Other equity	17	38,527.54	24,438.94
Total equity		41,867.19	27,778.59
Non-current liabilities			
Financial liabilities			
Borrowings	18A	431.23	7.95
Lease liabilities	19A	89.99	50.82
Provisions	23A	281.35	195.53
		802.57	254.30
Current liabilities			
Financial liabilities			
Borrowings	18B	10,098.16	4,205.05
Lease liabilities	19B	130.12	151.77
Trade payables	20	-	-
- Total outstanding dues of micro enterprises and small enterprises		-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises		79,720.12	38,614.12
Other financial liabilities	21	1,242.60	294.89
Other current liabilities	22	5,051.16	4,149.35
Provisions	23B	411.20	308.77
Current tax liabilities (net)	15B	1,971.12	873.88
		98,624.48	48,597.83
Total equity and liabilities		141,294.24	76,630.72

Summary of significant accounting policies 3

The accompanying notes are an integral part of these standalone financial statements.

As per our report of even date attached

For Walker Chandio & Co LLP

Chartered Accountants

Firm's Registration No.: 001076N/N500013

Hemant Maheshwari

Partner

Membership no : 096537

Bengaluru

15 September 2023

For and on behalf of the Board of Directors

Inflow Technologies Private Limited

Byju Pillai

Director

DIN: 01240455

Singapore

15 September 2023

Vijay Kumar Ajmera

Director

DIN: 08542156

Bengaluru

15 September 2023

Santosh Hegde

Company Secretary

Mem. No.: 338251

Bengaluru

15 September 2023







Inflow Technologies Private Limited
Standalone Statement of Profit and Loss for the year ended 31 March 2023
(All amounts in Indian Rupees (₹) Lakhs, unless otherwise stated)

	Note	Year ended 31 March 2023	Year ended 31 March 2022
INCOME			
Revenue from operations	24	352,879.92	206,210.67
Other income	25	2,504.18	1,134.85
Total income		355,384.10	207,345.52
EXPENSES			
Purchases of traded goods	26	335,583.18	192,515.29
Changes in inventories of traded goods	27	(10,159.55)	(3,086.12)
Employee benefits expense	28	4,741.83	3,271.89
Finance costs	29	959.13	796.48
Depreciation and amortisation expense	30	364.09	340.49
Other expenses	31	4,960.64	2,874.32
Total expenses		336,449.32	196,712.35
Profit before tax		18,934.78	10,633.17
Tax expense:	32		
Current tax		5,280.00	2,780.00
Prior period tax		(28.59)	-
Deferred tax		(432.27)	(14.66)
Profit after tax		14,115.64	7,867.83
Other comprehensive income			
(a) Items that will not be reclassified to profit or loss			
(i) Re-measurement of gains/ (losses) on defined benefit plans		(36.14)	(108.27)
(ii) Income tax relating to items that will not be reclassified to profit or loss		9.10	27.25
Total other comprehensive income/(loss) for the year		(27.04)	(81.02)
Total comprehensive income for the year		14,088.60	7,786.81
Earnings per share in ₹	33		
- Basic and Diluted		42.27	23.56
Summary of significant accounting policies	3		

The accompanying notes are an integral part of these standalone financial statements.


As per our report of even date attached

For Walker Chandio & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

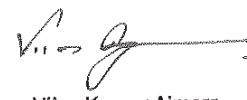

Hemant Maheshwari
Partner
Membership no : 096537

Bengaluru
15 September 2023

For and on behalf of the Board of Directors
Inflow Technologies Private Limited


Byju Pillai
Director
DIN: 01240455

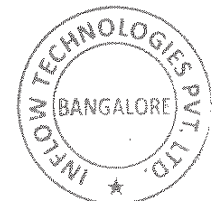
Singapore
15 September 2023


Vijay Kumar Ajmera
Director
DIN: 08542156

Bengaluru
15 September 2023


Santosh Hegde
Company Secretary
Mem. No.: A38251

Bengaluru
15 September 2023



Inflow Technologies Private Limited
Consolidated Balance Sheet as at 31 March 2023
(All amounts in Indian Rupees (₹) Lakhs, unless otherwise stated)

ASSETS	Note	As at 31 March 2023	As at 31 March 2022
Non-current assets			
Property, plant and equipment	4	314.25	279.97
Right-of-use asset	5	343.07	345.54
Other Intangible assets	6	1,394.47	1,382.54
Financial assets			
Other financial assets	7A	68.26	540.96
Deferred tax assets	8	991.73	550.36
Non-current tax assets (net)	14A	102.31	907.51
Other non-current assets	9A	392.74	386.25
		3,606.83	4,393.13
Current assets			
Inventories	10	27,084.32	14,296.33
Financial assets			
Trade receivables	11	124,654.80	60,624.30
Cash and cash equivalents	12	7,061.83	8,091.39
Bank balances other than cash and cash equivalents	13	363.75	2,922.04
Other financial assets	7B	2,426.34	1,207.43
Other current assets	9B	924.07	1,065.74
		162,515.11	88,207.23
Total assets		166,121.94	92,600.36
EQUITY AND LIABILITIES			
Equity			
Equity share capital	15	3,339.65	3,339.65
Other equity	16	46,643.64	29,960.60
Total equity		49,983.29	33,300.25
Non-current liabilities			
Financial liabilities			
Borrowings	17A	431.23	7.95
Lease liabilities	18A	89.99	162.99
Provisions	22A	281.35	195.53
		802.57	366.47
Current liabilities			
Financial liabilities			
Borrowings	17B	10,098.16	4,344.88
Lease liabilities	18B	231.92	185.98
Trade payables	19	-	-
- Total outstanding dues of micro enterprises and small enterprises		93,819.45	47,618.32
- Total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
Other financial liabilities	20	1,591.18	294.89
Other current liabilities	21	6,753.67	4,921.76
Provisions	22B	411.20	308.77
Current tax liabilities (net)	14B	2,430.50	1,259.04
		115,336.08	58,933.64
Total equity and liabilities		166,121.94	92,600.36

Summary of significant accounting policies 3

The accompanying notes are an integral part of these consolidated financial statements.

As per our report of even date attached

For Walker Chandio & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Hemant Maheshwari
Partner
Membership no : 096537

Bengaluru
15 September 2023

For and on behalf of the Board of Directors
Inflow Technologies Private Limited

Byju Pillai
Director
DIN: 01240455

Vijay Kumar Ajmera
Director
DIN: 08542156

Santosh Hegde
Company Secretary
Mem. No.: A38251

Singapore
15 September 2023

Bengaluru
15 September 2023

Bengaluru
15 September 2023



Inflow Technologies Private Limited
Consolidated Statement of Profit and Loss for the year ended 31 March 2023
(All amounts in Indian Rupees (₹) Lakhs, unless otherwise stated)

	Note	Year ended 31 March 2023	Year ended 31 March 2022
INCOME			
Revenue from operations	23	414,386.82	258,518.76
Other income	24	2,422.51	1,182.47
Total income		416,809.33	259,701.23
EXPENSES			
Purchases of traded goods	25	394,774.10	243,493.41
Changes in inventories of traded goods	26	(12,787.99)	(5,591.86)
Employee benefits expense	27	6,131.40	4,313.36
Finance costs	28	1,226.30	914.48
Depreciation and amortisation expense	29	420.72	381.93
Other expenses	30	5,656.27	3,415.78
Total expenses		395,420.80	246,927.10
Profit before tax		21,388.53	12,774.13
Tax expense:	31		
Current tax		5,686.41	3,149.18
Prior period tax		(28.59)	-
Deferred tax		(432.27)	(14.66)
Profit after tax		16,162.98	9,639.61
Other comprehensive income			
(a) Items that will not be reclassified to profit or loss			
(i) Re-measurement of gains/ (losses) on defined benefit plans		(36.14)	(108.27)
(ii) Income tax relating to items that will not be reclassified to profit or loss		9.10	27.25
(b) Foreign Exchange Translation from Foreign Operations		547.10	116.47
Total other comprehensive income /(loss) for the year		520.06	35.45
Total comprehensive income for the year		16,683.04	9,675.06
Earnings per share in ₹	32		
- Basic and Diluted		48.40	28.86
Summary of significant accounting policies	3		

The accompanying notes are an integral part of these consolidated financial statements.


As per our report of even date attached

For Walker Chandlok & Co LLP
Chartered Accountants
Firm's Registration No.: 001076N/N500013


Hemant Maheshwari
Partner
Membership no : 096537

Bengaluru
15 September 2023

For and on behalf of the Board of Directors
Inflow Technologies Private Limited


Byju Pillai
Director
DIN: 01240455

Singapore
15 September 2023


Vijay Kumar Ajmera
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15 September 2023


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Bengaluru
15 September 2023

