

# 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 PRIVATE LIMITED

(b) Registered office address

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

(c) \* e-mail ID of the company

hegde.santosh@inflowtechnologies.com

(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 01/04/2023 (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

(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	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	100
2	Inflow Technologies (Singapore) PTE. LTD.		Subsidiary	100
3	Inflow Technologies S L (Private) Ltd.		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>						
<b>Decrease during the year</b>	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>						
<b>At the end of the year</b>	0	33,396,511	33396511	333,965,110	333,965,110	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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>						
<b>Decrease during the year</b>	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>						
<b>At the end of the year</b>	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	<input type="text" value="25/09/2023"/>		
Date of registration of transfer (Date Month Year)	<input type="text"/>		
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor	<input type="text"/>		
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		

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

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"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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**(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
<b>Total</b>			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**

41,030,472,578

**(ii) Net worth of the Company**

5,520,316,110

**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)	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)	33,396,511	100	0	
10.	Others	0	0	0	
	<b>Total</b>	33,396,511	100	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	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	

	<b>Total</b>	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)**

2

**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	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
<b>A. Promoter</b>	0	1	0	0	0	0
<b>B. Non-Promoter</b>	0	4	0	4	0	0
(i) Non-Independent	0	4	0	4	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	0	5	0	4	0	0

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

5

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
BYJU PILLAI	01240455	Director	0	
RAUNAK ANIL JAGAS	00031551	Director	0	
VIJAY KUMAR AJMEF	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**

1

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)
ADITYA MADHOK	07477754	Director	04/03/2024	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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	25/09/2023	14	4	88.84
EGM	09/01/2024	2	2	100

**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	01/05/2023	5	2	40
2	17/08/2023	5	2	40
3	15/09/2023	5	2	40

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	21/09/2023	5	4	80
5	29/12/2023	5	3	60
6	14/03/2024	4	2	50

### 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	21/09/2023	4	3	75
2	CSR	14/03/2024	3	2	66.67

### 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	6	6	100	2	2	100	
2	RAUNAK ANIL	6	1	16.67	2	0	0	
3	VIJAY KUMAR	6	5	83.33	2	2	100	
4	ATUL GAUR	6	2	33.33	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	1,736,798	0	0	0	1,736,798
	Total		1,736,798	0	0	0	1,736,798

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	80,000	80,000
2	ADITYA MADHOK	Director	0	0	0	20,000	20,000
	Total		0	0	0	100,000	100,000

#### 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

Vinayak Hegde

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

11880

#### 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

38251

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 Attachement(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, 2024**

List of shareholders as on 31.03.2024 (Demat)					
S No.	Shareholder Name and Address	Client ID No.	DP ID No.	Number of shares held	Class of shares
1	SAVEX TECHNOLOGIES PRIVATE LIMITED  124-B, 12th Floor, Maker Chamber III, Nariman Point, Mumbai, Mumbai, Maharashtra, India, 400021	30333061	IN300484	3,33,96,510	Equity
2	SAVEX SOFTECH PRIVATE LIMITED  113, Floor-11th, Plot-223, Maker Chambers III, Jamnalal Bajaj Marg, Nariman Point, Mumbai City, Mumbai, Maharashtra, India, 400021	30413326	IN300484	1	Equity
			Total	3,33,96,511	

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

DATE OF TRANSFER: 04 DECEMBER 2023							
S NO	DPID	CLIENT-ID	TRANSFEROR NAME	NUMBER OF SHARES	DPID	CLIENT-ID	TRANSFeree NAME
1	IN300214	10405503	BYJU PILLAI	1118474	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
2	IN303559	10022175	ADITYA MADHOK	810358	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
3	IN303028	75386321	GOPAL KRISHNA KAUL	36741	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
4	IN300360	11066265	UMESH MENON	397552	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
5	IN304295	11803328	RAJESHKUMAR RENGACHARI	357328	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
6	IN304295	11797519	NAJEEBUNNISA	350501	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
7	IN304295	50044146	VIJAY G	325683	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
8	IN300360	11065818	SANTOSH SANKUNNY	300850	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
9	IN301549	63096698	ANAL KUMAR JAIN	274593	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
10	IN302902	40380408	RAJIV U	259082	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
11	IN304295	18235455	SOUMIT BHATTACHARYYA	233675	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
12	IN300214	32633951	PRADEEPAN VELOO	148570	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
13	IN304295	71830002	ANJALI ANKUSH DESHPANDE	64035	IN300484	30333061	SAVEX TECHNOLOGIES PRIVATE LIMITED
14	IN304295	50044146	VIJAY G	1	IN300484	30413326	SAVEX SOFTECH 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, 2024 (i.e., April 1, 2023 to March 31, 2024 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](mailto:info@rsvassociates.in)

ICSI Registration No: L2020KR006800 ICSI; Peer Review No: 5094/2023

# 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.

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.

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

Tel: 080 26 56 56 55 [info@rsvassociates.in](mailto:info@rsvassociates.in)

ICSI Registration No: L2020KR006800 ICSI; Peer Review No: 5094/2023

# RSVH & Associates LLP

## Company Secretaries

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 financial year, Mr. Aditya Madhok ceased to hold the position of Director of the Company, effective from March 4, 2024, due to his unfortunate demise. There were no other changes in directors or key managerial personnel during the year. The Composition of the Board reflected in the Annual Return are in compliance with the provisions of the Act and rules made there under.

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.

# RSVH & Associates LLP

## Company Secretaries

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.

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.

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Tel: 080 26 56 56 55 [info@rsvassociates.in](mailto:info@rsvassociates.in)

ICSI Registration No: L2020KR006800 ICSI; Peer Review No: 5094/2023



# RSVH & Associates LLP

## Company Secretaries

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

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

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

Vinayak Hegde  
Partner  
C P No.11880  
UDIN :

Place : Bangalore  
Date :

Inflow Technologies Private Limited  
Standalone Balance Sheet as at 31 March 2024  
(All amounts in Indian Rupees (₹) Lakhs, unless otherwise stated)

ASSETS	Note	As at 31 March 2024	As at 31 March 2023
<b>Non-current assets</b>			
Property, plant and equipment	4	450.60	271.14
Right-of-use asset	5	516.49	217.67
Other intangible assets	6	71.88	77.36
Financial assets			
Investments	7	1,317.12	1,317.12
Other financial assets	8A	53.65	68.26
Deferred tax assets	9	1,014.25	991.73
Non-current tax assets	15A	5,184.02	102.31
Other non-current assets	10A	1,015.31	508.55
		<b>9,623.32</b>	<b>3,554.14</b>
<b>Current assets</b>			
Inventories	11	24,661.93	18,928.17
Financial assets			
Trade receivables	12	1,13,119.38	1,11,490.06
Cash and cash equivalents	13	9,918.35	4,668.28
Bank balances other than cash and cash equivalents	14	79.41	67.72
Other financial assets	8B	1,784.54	2,068.57
Other current assets	10B	555.21	517.30
		<b>1,50,118.82</b>	<b>1,37,740.10</b>
<b>Total assets</b>		<b>1,59,742.14</b>	<b>1,41,294.24</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	16	3,339.65	3,339.65
Other equity	17	51,863.51	38,527.54
<b>Total equity</b>		<b>55,203.16</b>	<b>41,867.19</b>
<b>Non-current liabilities</b>			
Financial liabilities			
Borrowings	18A	348.55	431.23
Lease liabilities	19A	300.46	89.99
Provisions	23A	364.01	281.35
		<b>1,013.02</b>	<b>802.57</b>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	18B	10,664.26	10,098.16
Lease liabilities	19B	220.48	130.12
Trade payables	20	-	-
- Total outstanding dues of micro enterprises and small enterprises; and		-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises		81,059.84	79,720.12
Other financial liabilities	21	2,186.54	1,242.60
Other current liabilities	22	4,289.21	5,051.16
Provisions	23B	571.26	411.20
Current tax liabilities (net)	15B	4,534.37	1,971.12
		<b>1,03,525.96</b>	<b>98,624.48</b>
<b>Total equity and liabilities</b>		<b>1,59,742.14</b>	<b>1,41,294.24</b>

Summary of material accounting policies 3  
The accompanying notes are an integral part of these standalone financial statements.

As per our report of even date attached

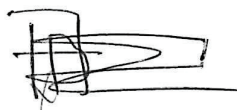
**For Walker Chandiok & Co LLP**  
Chartered Accountants  
Firm's Registration No.: 001076N/N500013

**Hemant Maheshwari**  
Partner  
Membership no : 096537

Bengaluru  
20 September 2024



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

  
**Byju Pillai**  
Director  
DIN: 01240455

Shanghai  
20 September 2024

  
**Vijay Kumar Ajmera**  
Director  
DIN: 08542156

Mumbai  
20 September 2024

  
**Santosh Hegde**  
Company Secretary  
Membership no.: A38251

Bengaluru  
20 September 2024

**Inflow Technologies Private Limited**  
**Standalone Statement to Profit and Loss for the year ended 31 March 2024**  
(All amounts in Indian Rupees (₹) Lakhs, unless otherwise stated)

	Note	Year ended 31 March 2024	Year ended 31 March 2023
<b>INCOME</b>			
Revenue from operations	24	4,10,304.72	3,52,879.92
Other income	25	1,918.97	2,504.18
<b>Total income</b>		<b>4,12,223.69</b>	<b>3,55,384.10</b>
<b>EXPENSES</b>			
Purchases of traded goods	26	3,84,539.31	3,34,065.05
Changes in inventories of traded goods	27	(5,733.76)	(10,159.55)
Employee benefits expense	28	6,771.03	4,741.83
Finance costs	29	1,148.16	959.13
Depreciation and amortisation expense	30	450.77	364.09
Other expenses	31	7,116.85	6,478.77
<b>Total expenses</b>		<b>3,94,292.36</b>	<b>3,36,449.32</b>
<b>Profit before tax</b>		<b>17,931.33</b>	<b>18,934.78</b>
<b>Tax expense:</b>	32		
Current tax		4,570.00	5,280.00
Prior period tax		-	(28.59)
Deferred tax		(10.47)	(432.27)
<b>Profit after tax</b>		<b>13,371.80</b>	<b>14,115.64</b>
<b>Other comprehensive income</b>			
(a) Items that will not be reclassified to profit or loss			
(i) Re-measurement of gains/ (losses) on defined benefit plans		(47.88)	(36.14)
(ii) Income tax relating to items that will not be reclassified to profit or loss		12.05	9.10
<b>Total other comprehensive income /(loss) for the year</b>		<b>(35.83)</b>	<b>(27.04)</b>
<b>Total comprehensive income for the year</b>		<b>13,335.97</b>	<b>14,088.60</b>
Earnings per share in ₹	33		
- Basic and Diluted		40.04	42.27
Summary of material 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  
20 September 2024



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

**Byju Pillai**  
Director  
DIN: 01240455

Shanghai  
20 September 2024

**Santosh Hegde**  
Company Secretary  
Membership no.: A38251

Bengaluru  
20 September 2024

**Vijay Kumar Ajmera**  
Director  
DIN: 08542156

Mumbai  
20 September 2024



Inflow Technologies Private Limited  
Consolidated Balance Sheet as at 31 March 2024  
(All amounts in Indian Rupees (₹) Lakhs, unless otherwise stated)

ASSETS	Note	As at 31 March 2024	As at 31 March 2023
<b>Non-current assets</b>			
Property, plant and equipment	4	491.04	314.25
Right-of-use asset	5	654.88	343.07
Other intangible assets	6	1,389.01	1,394.47
Financial assets			
Other financial assets	7A	53.65	68.26
Deferred tax assets	8	1,014.24	991.73
Non-current tax assets (net)	14A	5,184.02	102.31
Other non-current assets	9A	1,018.67	508.55
		<b>9,805.51</b>	<b>3,722.64</b>
<b>Current assets</b>			
Inventories	10	34,099.90	27,084.32
Financial assets			
Trade receivables	11	1,30,744.87	1,24,654.80
Cash and cash equivalents	12	10,998.18	7,061.83
Bank balances other than cash and cash equivalents	13	120.80	363.75
Other financial assets	7B	2,252.72	2,426.34
Other current assets	9B	1,587.50	808.26
		<b>1,79,803.97</b>	<b>1,62,399.30</b>
<b>Total assets</b>		<b>1,89,609.48</b>	<b>1,66,121.94</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	15	3,339.65	3,339.65
Other equity	16	62,711.31	46,643.64
<b>Total equity</b>		<b>66,050.96</b>	<b>49,983.29</b>
<b>Non-current liabilities</b>			
Financial liabilities			
Borrowings	17A	348.55	431.23
Lease liabilities	18A	378.45	89.99
Provisions	22A	364.01	281.35
		<b>1,091.01</b>	<b>802.57</b>
<b>Current liabilities</b>			
Financial liabilities			
Borrowings	17B	10,664.26	10,098.16
Lease liabilities	18B	256.57	231.92
Trade payables	19	-	-
and			
- Total outstanding dues of creditors other than micro enterprises and small enterprises		97,059.71	93,819.45
Other financial liabilities	20	2,508.77	1,591.18
Other current liabilities	21	6,326.76	6,753.67
Provisions	22B	571.27	411.20
Current tax liabilities (net)	14B	5,080.17	2,430.50
		<b>1,22,467.51</b>	<b>1,15,336.08</b>
<b>Total equity and liabilities</b>		<b>1,89,609.48</b>	<b>1,66,121.94</b>

Summary of material accounting policies 3  
The accompanying notes are an integral part of these consolidated financial statements.

As per our report of even date attached

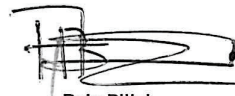
For Walker Chandio & Co LLP  
Chartered Accountants  
Firm's Registration No.: 001076N/N500013

Hemant Maheshwari  
Partner  
Membership no : 096537

Bengaluru  
20 September 2024

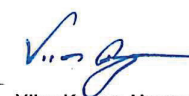


For and on behalf of the Board of Directors  
Inflow Technologies Private Limited

  
Byju Pillai  
Director


DIN: 01240455

Shanghai  
20 September 2024

  
Vijay Kumar Ajmera  
Director

DIN: 08542156

Mumbai  
20 September 2024

  
Santosh Hegde  
Company Secretary

Membership no.: A38251

Bengaluru  
20 September 2024





**Inflow Technologies Private Limited**  
**Consolidated Statement of Profit and Loss for the year ended 31 March 2024**  
**(All amounts in Indian Rupees (₹) Lakhs, unless otherwise stated)**

	Note	Year ended 31 March 2024	Year ended 31 March 2023
<b>INCOME</b>			
Revenue from operations	23	4,92,123.83	4,14,386.82
Other income	24	1,938.30	2,422.51
<b>Total income</b>		<b>4,94,062.13</b>	<b>4,16,809.33</b>
<b>EXPENSES</b>			
Purchases of traded goods	25	4,61,905.56	3,93,255.97
Changes in inventories of traded goods	26	(7,015.58)	(12,787.99)
Employee benefits expense	27	8,342.07	6,131.40
Finance costs	28	1,401.20	1,226.30
Depreciation and amortisation expense	29	466.98	420.72
Other expenses	30	7,945.63	7,174.40
<b>Total expenses</b>		<b>4,73,045.86</b>	<b>3,95,420.80</b>
<b>Profit before tax</b>		<b>21,016.27</b>	<b>21,388.53</b>
<b>Tax expense:</b>	31		
Current tax		5,052.09	5,686.41
Prior period tax		-	(28.59)
Deferred tax		(10.47)	(432.27)
<b>Profit after tax</b>		<b>15,974.65</b>	<b>16,162.98</b>
<b>Other comprehensive income</b>			
(a) Items that will not be reclassified to profit or loss			
(i) Re-measurement of gains/ (losses) on defined benefit plans		(47.88)	(36.14)
(ii) Income tax relating to items that will not be reclassified to profit or loss		12.05	9.10
(b) Foreign Exchange Translation from Foreign Operations		128.85	547.10
<b>Total other comprehensive income /(loss) for the year</b>		<b>93.02</b>	<b>520.06</b>
<b>Total comprehensive income for the year</b>		<b>16,067.67</b>	<b>16,683.04</b>
Earnings per share in ₹	32		
- Basic and Diluted		47.83	48.40
Summary of material 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  
20 September 2024



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

**Byju Pillai**  
Director  
DIN: 01240455

Shanghai  
20 September 2024

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Director  
DIN: 08542156

Mumbai  
20 September 2024

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Membership no.: A38251

Bengaluru  
20 September 2024

