

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

U74900TN2009PTC071996

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCD1983D

(ii) (a) Name of the company

DELEX CARGO INDIA PRIVATE I

(b) Registered office address

NDR ESTATES,110,GMT KANAKKACHATRAM
MADHAVARAM
CHENNAI
Chennai
Tamil Nadu
600110

(c) *e-mail ID of the company

secretarial@dpworld.com

(d) *Telephone number with STD code

02249063333

(e) Website

www.delex.in

(iii) Date of Incorporation

18/06/2009

(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 (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

(e) Extended due date of AGM after grant of extension

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	H	Transport and storage	H6	Warehousing and storage	44
2	H	Transport and storage	H5	Services incidental to land, water & air transportation	56

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	CONTINENTAL WAREHOUSING	U63090MH1997PTC108197	Holding	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	65,000,000	53,761,584	53,761,584	53,761,584
Total amount of equity shares (in Rupees)	650,000,000	537,615,840	537,615,840	537,615,840

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity share				
Number of equity shares	65,000,000	53,761,584	53,761,584	53,761,584
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	650,000,000	537,615,840	537,615,840	537,615,840

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	50,000,000	50,000,000	50,000,000	50,000,000
Total amount of preference shares (in rupees)	500,000,000	500,000,000	500,000,000	500,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	50,000,000	50,000,000	50,000,000	50,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	500,000,000	500,000,000	500,000,000	500,000,000

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	26,461,590	26461590	264,615,900	264,615,900	
Increase during the year	0	27,299,994	27299994	272,999,940	272,999,940	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	27,299,994	27299994	272,999,940	272,999,940	
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						
<input type="text"/>						
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				0	0	
<input type="text" value="0"/>						
At the end of the year	0	53,761,584	53761584	537,615,840	537,615,840	
Preference shares						
At the beginning of the year	0	50,000,000	50000000	500,000,000	500,000,000	
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						
<input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
<input type="text" value="0"/>						
At the end of the year	0	50,000,000	50000000	500,000,000	500,000,000	

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"/>	
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)

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

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	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

(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

1,964,628,169

(ii) Net worth of the Company

521,637,091

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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	53,761,578	100	50,000,000	100
10.	Others nominee shareholders for and o	6	0	0	0
	Total	53,761,584	100	50,000,000	100

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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0

	Total	0	0	0	0
--	--------------	---	---	---	---

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	0	0	0	0	0	0
B. Non-Promoter	0	7	0	7	0	0
(i) Non-Independent	0	4	0	7	0	0
(ii) Independent	0	3	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	7	0	7	0	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)
Mr. Rizwan Soomar	02398970	Director	0	
Mr. N Amrutesh Reddy	00898556	Director	0	
Mr. Kevin D Souza	00175176	Director	0	
Mr. Devang Mankodi	00139006	Director	0	
Ms. Aparna Chablani	03084850	Director	0	
Mr. Chandrashekhar Pit	02788230	Director	0	
Mr. Gaurav Khanna	08192362	Director	0	

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

13

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)
Mr. Devang Mankodi	00139006	Director	17/02/2021	Resigned as Independent Director
Ms. Aparna Chablani	03084850	Director	17/02/2021	Resigned as Independent Director
Mr. Gaurav Khanna	08192362	Director	17/02/2021	Resigned as Independent Director
Mr. Devang Mankodi	00139006	Additional director	17/02/2021	Appointed as Additional Director
Ms. Aparna Chablani	03084850	Additional director	17/02/2021	Appointed as Additional Director
Mr. Gaurav Khanna	08192362	Additional director	17/02/2021	Appointed as Additional Director
Mr. Ajit Jangle	ABSPJ9543N	CEO	31/05/2020	Resigned as CEO & KMP of the Cor
Mr. KTS Murthy	ABWPK5671N	CFO	19/08/2020	Resigned as CFO & KMP of the Cor
Mr. Ajay Gandeja	AAZPG6661Q	CFO	20/08/2020	Appointed as CFO & KMP of the Cor
Mr. Prathivadibhayanka	AKSPS2992K	CEO	30/11/2020	Appointed as CEO & KMP of the Cor
Mr. Prathivadibhayanka	AKSPS2992K	CEO	15/02/2021	Resigned as CEO & KMP of the Cor
Mr. Ajay Gandeja	AAZPG6661Q	CFO	17/02/2021	Resigned as KMP of the Company, c
Ms. Vinita Dandwani	AKYPV1908N	Company Secretar	17/02/2021	Resigned as KMP of the Company, b

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

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

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Meeting	10/08/2020	7	7	100
Annual General Meeting	21/12/2020	7	6	100

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/08/2020	7	7	100
2	20/10/2020	7	6	85.71
3	24/11/2020	7	5	71.43
4	17/02/2021	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held

6

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	07/09/2020	5	5	100
2	Audit Committee	03/02/2021	5	4	80
3	Nomination Committee	12/06/2020	4	4	100
4	Nomination Committee	16/07/2020	4	4	100
5	Nomination Committee	23/11/2020	4	3	75
6	Share Allotment	22/10/2020	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	23/09/2021
								(Y/N/NA)
1	Mr. Rizwan Sc	4	2	50	0	0	0	Yes
2	Mr. N Amrutes	4	3	75	6	5	83.33	No
3	Mr. Kevin D S	4	4	100	6	5	83.33	Yes
4	Mr. Devang M	4	4	100	6	6	100	Yes
5	Ms. Aparna Cl	4	4	100	5	5	100	Yes
6	Mr. Chandras	4	4	100	0	0	0	No
7	Mr. Gaurav Kh	4	3	75	2	2	100	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

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. KTS Murthy	CFO & KMP	4,041,421	0	0		0
2	Mr. Ajay Gandeja	CFO & KMP	2,660,945	0	0		0
3	Ms. Vinita dandwan	CS & KMP	671,434	0	0		0
	Total		7,373,800	0	0		0

Number of other directors whose remuneration details to be entered

0

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

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

UMA LODHA

Whether associate or fellow

Associate Fellow

Certificate of practice number

2593

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

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

List of attachments

-
-
-
-

Shareholders-MGT_7.pdf
ROC Chennai_Extension.pdf
Form MGT-8_Delex 2020-21.pdf

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

First Name	Middle Name	Last Name	Folio Number	DP ID-Client Id Account Number	Number of Shares held	Class of Shares
Continental Warehous	Nhava Seva	Private Limited	8	IN300159- 11193294	5,37,61,578	Equity share
Chetan	kumar	Pandey	9	IN303028- 50505683		1 Equity share
Pradyuman		Mali	10	IN300513- 23097325		1 Equity share
Vikram		Gupta	11	IN303270- 10121295		1 Equity share
Sonia		Chibber	12	IN300513- 85424683		1 Equity share
Neha		Almal	13	IN304295- 17882673		1 Equity share
Sagar		Puranik	14	IN300214- 16580349		1 Equity share
Continental Warehous	Nhava Seva	Private Limited	8	IN300159- 11193294	5,00,00,000	Preference share

E.Mail : roc.chennai@mca.gov.in

वेबसाईट www.mca.gov.in



पैक्स : 044-28234298

दूर : 28272676

28276652/54

(D) 28277182

भारत सरकार
GOVERNMENT OF INDIA

कारपोरेट कार्य मंत्रालय

MINISTRY OF CORPORATE AFFAIRS

कम्पनी पन्जीयक का कार्यालय, तमिलनाडु चेन्नै

OFFICE OF THE REGISTRAR OF COMPANIES, TAMILNADU, CHENNAI

'शास्त्री भवन', II मंजिल, 26, हाडोस रोड, चेन्नै - 600 006.

"SHASTRI BHAVAN", II FLOOR, 26, HADDOWS ROAD, CHENNAI - 600 006.

Ref:No.ROC-CHN/96-AGM/2021

ORDER

Extension of time for holding of Annual General Meeting (AGM) for the Financial year ended on 31.03.2021.

Order: Extension of time for holding of Annual General Meeting (AGM) for the financial year ended on 31.03.2021 in terms of third proviso to section 96(1) of Companies Act, 2013 (the Act).


1. Whereas sub-section (1) of section 96 of the companies Act, 2013 (the Act) provides, inter-alia, that every company, other than a One-person Company, shall in each year hold in addition to any other meetings, a general meeting as its Annual General Meeting (AGM) and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one AGM of a company and that of the next;
2. And whereas, the first proviso to sub-section (1) of section 96 of the Act provides that in case of the first AGM, it shall be held within a period of nine months from the date of closing of the first financial year of the company and in any other case, within a period of six months, from the date of closing of the financial year.
3. And whereas, the third proviso to section 96(1) of the Act provides that the Registrar may, for any special reason, extend the time within which any Annual General Meeting, other than the first Annual General Meeting, shall be held, by a period not exceeding three months.
4. And whereas, various representations have been received from the Companies, Industry bodies and Professional Institutes pointing out that several companies are finding it difficult to hold their AGM for the financial year ended on 31.03.2021 due to the difficulties faced in view of the Covid-19 Pandemic.
5. And whereas, the representations have been considered and the undersigned is of the considered opinion that due to such unprecedented special reason, the time within which the AGM for the financial year ended on 31.03.2021 is required to be held as per provision of sub-section (1) of the section 96 ought to be extended in terms of the third proviso to section 96(1).

6. Now, therefore in terms of power vested with the undersigned under the third proviso to sub-section (1) of the section 96 of the Act, I hereby extend the time to hold the AGM, other than the first AGM for the financial year ended on 31.03.2021 for companies within the jurisdiction of this office, which are unable to hold their AGM for such period within the due date of holding the AGM by a period of Two Months from the due date by which the AGM ought to have been held in accordance with the provisions of sub-section (1) to section 96 of the Act, without requiring the companies to file applications for seeking such extension by filling the prescribed FORM No.GNL-1.

Explanation I: It is hereby clarified that the extension granted under this order shall also cover the:

- i. Pending applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which are yet to be approved.
- ii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which were rejected.
- iii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period less than Two Months.

Explanation II: It is also clarified that the extension granted under this order shall not cover the applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period of more than Two Months


(K.G.JOSEPH JACKSON)
REGISTRAR OF COMPANIES
TAMILNADU, ANDAMAN &
NICOBAR ISLANDS, CHENNAI.

Place:Chennai

Date:23.09.2021.

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 **DELEX CARGO INDIA PRIVATE LIMITED, (CIN: U74900TN2009PTC071996)** (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 March 31, 2021. 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 under review, the Company has complied with provisions of the Act & Rules made thereunder in respect of:
 1. The Company being a Private Company has the prescribed paid-up Capital.
 2. The Company has kept and maintained all registers as stated in Annual Return as per the provisions and the Rules made there under and all entries therein have been duly recorded.
 3. The Company has duly filed the forms and returns as stated in the Annual Return, with the Registrar of Companies or other authorities within the prescribed time under the Act and the Rules made there under whenever applicable.
 4. The Company has duly convened meetings of its Board of Directors, Committees and the meetings of the members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given, and the proceedings have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. The Company was not required to close its Register of members under Section 91 of the Companies Act, 2013.
 6. The Company has not granted any advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act.
 7. As per the representation given by the Company, the Company has entered into contract(s)/arrangement(s) with its related 'parties which are at arm's length and under ordinary course of business in accordance with Section 188 of the Companies Act.

UMA LODHA & CO.

COMPANY SECRETARIES

Suite No. 507, 5th Floor, Highway Commercial Centre,
I.B Patel Road, Goregaon East, Mumbai - 400063
Tel: 91-22-40131001/02 Mob: +91-9821247172
Email: uma@umalodha.com | info@umalodha.com
Website: www.umalodha.com

8. During the year under review:

The Company has issued and allotted 2,72,99,994 (Two Crores Seventy Two Lakhs Ninety Nine Thousand Nine hundred and Ninety Four) Equity Shares of face value of INR 10 (Rupees Ten) each at Par aggregating to INR 27,29,99,940 (Rupees Twenty Seven Crores Twenty Nine Lakhs Ninety Nine Thousand Nine Hundred and Forty Only), on rights basis to existing equity shareholder of the Company.

There were no transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities.

9. There were no instances necessitating the Company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act during the financial year under review.

10. During the financial year under review.

- (i) The Company has not declared dividend.
- (ii) There is no transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

11. The Audited Financial Statements are signed as per the provisions of Section 134 of the Act and the Report of Directors is as per sub - sections (3), (4) and (5) thereof.

12.

- (i) The Board of Directors of the company is duly constituted.

During the year under review, the following changes was made in composition of Management:

Mr. Devang Mankodi, Mr. Gaurav Khanna and Ms. Aparna Chablani, Independent Directors of the Company resigned as Independent Directors with effect from February 17, 2021 and were appointed as Additional Directors on the Board of the Company with effect from February 17, 2021.

Appointment and Resignation of Key Managerial Personnel of the Company during the year:

- Mr. Ajit Jangle resigned as Chief Executive Officer and Key Managerial Personnel of the Company with effect from May 31, 2020.
- Mr. KTS Murthy resigned as Chief Financial Officer and Key Managerial Personnel of the Company with effect from August 19, 2020.

UMA LODHA & CO.

COMPANY SECRETARIES

Suite No. 507, 5th Floor, Highway Commercial Centre,
I.B Patel Road, Goregaon East, Mumbai - 400063
Tel: 91-22-40131001/02 Mob: +91-9821247172
Email: uma@umalodha.com | info@umalodha.com
Website: www.umalodha.com

- Based on the recommendation of the Nomination and Remuneration Committee, Mr. Ajay Gandeja was appointed as Chief Financial officer and Key Managerial Personnel of the Company with effect from August 20, 2020.
- Based on the recommendation of the Nomination and Remuneration Committee, Mr. Prathivadibhayankaram Venkatesh Sheshadri (PV Sheshadri) was appointed as Chief Executive Officer and Key Managerial Personnel with effect from November 30, 2020.
- Mr. PV Sheshadri resigned as Chief Executive Officer and Key Managerial Personnel of the Company with effect from February 15, 2021.
- Mr. Ajay Gandeja and Ms. Vinita Dandwani resigned from the position of Key Managerial Personnel with effect from February 17, 2021 and continued to hold the office as Chief Financial Officer and Company Secretary of the Company respectively.

(ii) During the year under review, Board dissolved the Audit Committee on February 17, 2021 and Nomination and Remuneration Committee and withdrawn the Nomination and Remuneration policy of the Company on February 17, 2021.

Ministry of Corporate Affairs vide its notification dated January 22, 2021 notified key amendments in the CSR provisions through Companies (Amendment) Act 2020, according to which if CSR expenditure of any Company does not exceed INR 50 lakhs per annum, the Company is not required to constitute a CSR Committee. Therefore, the Board of the Directors of the Company dissolved the CSR Committee and the functions of CSR Committee shall be discharged by Board of Directors.

(iii) The Directors have disclosed their interest in other Firms/ Companies to the Board of Directors pursuant to the provisions of the Act and the Rules made thereunder.

(iv) According to Information and explanations given to us, provisions of Section 197 of the Act are not applicable to the Company.

13. The Company has duly appointed BSR & Co. LLP, Chartered Accountants (Firm Registration Number – 101248W/W-100022) as the Statutory Auditors of the Company for a term of 5 years Commencing from April 1, 2020 and ending March 31, 2025 at the Annual General Meeting (“AGM”) held on December 21, 2020.
14. The Company was not required to obtain the necessary approvals of the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.
15. The Company has not accepted any deposits including any unsecured loans falling within the purview of Section 73, 74, 75 and 76 of the Act during the financial year under review.

UMA LODHA & CO.

COMPANY SECRETARIES

Suite No. 507, 5th Floor, Highway Commercial Centre,
I.B Patel Road, Goregaon East, Mumbai - 400063
Tel: 91-22-40131001/02 Mob: +91-9821247172
Email: uma@umalodha.com | info@umalodha.com
Website: www.umalodha.com

16. The Company has borrowed from various banks/financial institutions and others and filed necessary forms for creation/ modification/ satisfaction of charges in that respect, wherever applicable.
17. According to the information and explanations given to us, the Company is engaged in the business of providing infrastructural facilities and accordingly the provisions of Section 186 (except sub-section (1) of Section 186) of the Act are not applicable to the Company.
18. The Company has not altered the provisions of Articles of Association of the Company. However, During the year under review, the Members of the Company at their Extra Ordinary General Meeting held on August 10, 2020 approved increase in Authorized Equity Share Capital from INR 80 Crores to INR 115 Crores and altered the Capital clause of Memorandum of Association of the Company.
19. Changes in the status of Company's holding Company from Public Limited to Private Limited Company

Due to the conversion of the holding Company i.e Continental Warehousing Corporation (Nhava Seva) Limited into a private limited Company with effect from December 15, 2020, the Company shall be treated as a private Company and the provisions of private companies are applicable to the Company effective December 15, 2020. Further, as per the clarification given by the Company and their lawyers, the Company became private limited in December 2020 and being a private limited Company, the Company is not having Borrowing of more than 100 Crores as on March 31, 2021. Hence, Secretarial Audit is not applicable for the financial Year ended March 31, 2021

Place: Mumbai

Date: 21st October 2021

**For UMA LODHA & CO.
(Company Secretaries)
Membership No. 5363
C.P. No. 2593**

**UMA LODHA
PROPRIETOR
UDIN NO. F005363C001242269**