

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

U72900MH2006PLC159038

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCC7950Q

(ii) (a) Name of the company

C-EDGE TECHNOLOGIES LIMITED

(b) Registered office address

PALM CENTRE, BANYAN PARK, SUREN ROAD, ANDHERI EAST, NA
MUMBAI
Maharashtra
400093
India

(c) *e-mail ID of the company

CS****GE.IN

(d) *Telephone number with STD code

02*****00

(e) Website

(iii) Date of Incorporation

19/01/2006

| (iv) | Type of the Company | Category of the Company | Sub-category of the Company |
|------|---------------------|---------------------------|-------------------------------|
| | Public Company | Company limited by shares | Indian Non-Government company |

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh
roli (West), NA

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

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

(a) If yes, date of AGM 20/09/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

| S.No | Main Activity group code | Description of Main Activity group | Business Activity Code | Description of Business Activity | % of turnover of the company |
|------|--------------------------|------------------------------------|------------------------|--|------------------------------|
| 1 | J | Information and communication | J6 | Computer programming, consultancy and related activities | 100 |

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

*No. of Companies for which information is to be given 1

Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|---------------------------|-----------------------|--|------------------|
| 1 | TATA CONSULTANCY SERVICES | L22210MH1995PLC084781 | Holding | 51 |

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

(i) *SHARE CAPITAL

(a) Equity share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of equity shares | 40,000,000 | 10,000,000 | 10,000,000 | 10,000,000 |
| Total amount of equity shares (in Rupees) | 400,000,000 | 100,000,000 | 100,000,000 | 100,000,000 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Equity | | | | |
| Number of equity shares | 40,000,000 | 10,000,000 | 10,000,000 | 10,000,000 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 400,000,000 | 100,000,000 | 100,000,000 | 100,000,000 |

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares | 0 | 0 | 0 | 0 |
| Total amount of preference shares (in rupees) | 0 | 0 | 0 | 0 |

Number of classes

0

| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| | | | | |
| Number of preference shares | | | | |
| Nominal value per share (in rupees) | | | | |
| Total amount of preference shares (in rupees) | | | | |

(c) Unclassified share capital

| Particulars | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 0 |

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

| Class of shares | Number of shares | | | Total nominal amount | Total Paid-up amount | Total premium |
|---|------------------|-----------|----------|----------------------|----------------------|---------------|
| Equity shares | Physical | DEMAT | Total | | | |
| At the beginning of the year | 5,100,002 | 4,899,998 | 10000000 | 100,000,000 | 100,000,000 | |
| 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 | 5,100,002 | 4,899,998 | 10000000 | 100,000,000 | 100,000,000 | |
| | | | | | | |
| Preference shares | | | | | | |
| At the beginning of the year | 0 | 0 | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Issues of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Others, specify <div></div> | | | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Redemption of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify <div></div> | | | | | | |
| At the end of the year | 0 | 0 | 0 | 0 | 0 | |

ISIN of the equity shares of the company

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

0

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

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

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

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

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

| | | | |
|-------------------|----------------------|----------------------|----------------------|
| Transferee's Name | <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"/> |
|--|----------------------|

| | | |
|------------------|----------------------|--|
| 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 |

(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

4,229,112,982

(ii) Net worth of the Company

4,108,319,368

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 | 4,900,000 | 49 | 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) | 5,100,000 | 51 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 10,000,000 | 100 | 0 | 0 |

Total number of shareholders (promoters)

7

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 0 | 0 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | |
| 10. | Others | 0 | 0 | 0 | |

| | | | | | |
|--|--------------|---|---|---|---|
| | Total | 0 | 0 | 0 | 0 |
|--|--------------|---|---|---|---|

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 | 0 | 0 | 0 | 0 | 0 |
| (i) Non-Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| C. Nominee Directors representing | 0 | 6 | 0 | 6 | 0 | 0 |
| (i) Banks & FIs | 0 | 3 | 0 | 3 | 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 | 3 | 0 | 3 | 0 | 0 |
| Total | 0 | 6 | 0 | 6 | 0 | 0 |

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

9

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

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|-------------------|------------|---------------------|--------------------------------|--|
| LAKSHMINARAYANAN | 07982712 | Director | 0 | |
| UJJWAL KUMAR MAT | 08463603 | Director | 0 | |
| PRABHA THOMAS | 09553045 | Director | 0 | |
| VIDYA KRISHNAN | 09669166 | Nominee director | 0 | |
| SATISH RAO | 09668970 | Nominee director | 0 | |
| DEBANGSHU MUNSHI | 10242136 | Additional director | 0 | |
| RAHUL VASANTRAO | ADBPK7037M | Manager | 0 | |
| ROHINTON ERACH P | AAEPP0465A | CFO | 0 | |
| AARTI ANANT SALEK | CXLPS5002A | Company Secretar | 0 | |

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

3

| Name | DIN/PAN | Designation at the beginning / during the financial year | Date of appointment/ change in designation/ cessation | Nature of change (Appointment/ Change in designation/ Cessation) |
|------------------|----------|--|---|--|
| LAKSHMINARAYAN | 07982712 | Director | 20/07/2023 | CHANGE IN DESIGNATION |
| MIHIR NARAYAN PI | 08321878 | Nominee director | 31/07/2023 | CESSATION |
| DEBANGSHU MUNSHI | 10242136 | Additional director | 04/08/2023 | APPOINTMENT |

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance | |
|----------------------|-----------------|--|----------------------------|-------------------------|
| | | | Number of members attended | % of total shareholding |
| ANNUAL GENERAL MEETI | 20/07/2023 | 7 | 5 | 71.43 |

B. BOARD MEETINGS

*Number of meetings held

5

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 25/04/2023 | 6 | 4 | 66.67 |
| 2 | 23/06/2023 | 6 | 6 | 100 |
| 3 | 20/07/2023 | 6 | 6 | 100 |
| 4 | 25/10/2023 | 6 | 5 | 83.33 |
| 5 | 24/01/2024 | 6 | 4 | 66.67 |

C. COMMITTEE MEETINGS

Number of meetings held

1

| 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 | Corporate Soc | 08/12/2023 | 2 | 2 | 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 | 20/09/2024 |
| | | | | | | | | (Y/N/NA) |
| 1 | LAKSHMINAR | 5 | 3 | 60 | 1 | 1 | 100 | Yes |
| 2 | UJJWAL KUM | 5 | 5 | 100 | 0 | 0 | 0 | No |
| 3 | PRABHA THC | 5 | 5 | 100 | 0 | 0 | 0 | Yes |
| 4 | VIDYA KRISH | 5 | 4 | 80 | 1 | 1 | 100 | No |
| 5 | SATISH RAO | 5 | 4 | 80 | 0 | 0 | 0 | No |
| 6 | DEBANGSHU | 2 | 2 | 100 | 0 | 0 | 0 | No |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

1

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|-------------|--------------|------------|-------------------------------|------------|-----------------|
| 1 | RAHUL VASANTRA | MANAGER | 0 | 0 | 0 | 12,141,070 | 12,141,070 |
| | Total | | 0 | 0 | 0 | 12,141,070 | 12,141,070 |

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

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-----------------|-------------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1 | ROHINTON ERACH | CHIEF FINANCIAL | 0 | 0 | 0 | 2,263,666 | 2,263,666 |
| 2 | AARTI A SALEKAR | COMPANY SECRETARY | 995,304 | 0 | 0 | 0 | 995,304 |
| | Total | | 995,304 | 0 | 0 | 2,263,666 | 3,258,970 |

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 |
| | 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

Sarvari Shah

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

11717

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

XXX

dated

25/04/2023

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

GOMATAM
SESHADRI
LAKSHMINARAYANAN
ANAN
Digitally signed by
GOMATAM SESHADRI
LAKSHMINARAYANAN
Date: 2024.10.08
11:21:42 +05'30'

DIN of the director

0*9*2*1*

To be digitally signed by

Aarti Anant
Salekar
Digitally signed by
Aarti Anant Salekar
Date: 2024.10.08
11:36:52 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

3*1*5

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

Details of Shareholders.pdf

MGT-8 31 03 2024-C-Edge-FINAL.pdf

Clarification letter.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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



Details of shareholding as on March 31, 2024

| Name of the shareholder | Folio Number/ DP ID-Client ID | Number of equity shares held |
|--|--|---|
| Tata Consultancy Services Limited | 1 | 50,99,997 |
| Tata Consultancy Services Limited jointly with Ajoyendra Mukherjee | 15 | 1 |
| Tata Consultancy Services Limited jointly with Rajendra Moholkar | 16 | 1 |
| Tata Consultancy Services Limited jointly with Prakash Dinesh Mehta | 12 | 1 |
| State Bank of India | 16063100-00000066 | 48,99,998 |
| State Bank of India jointly with Mrutyunjay Mahapatra | 17 | 1 |
| State Bank of India jointly with Dhananjaya Tambe | 18 | 1 |

C-Edge Technologies Limited ISIN is INE236S01014

For C-Edge Technologies Limited

Aarti A. Salekar
Company Secretary
Membership No. A37175

C-Edge Technologies Ltd.

Tower A, 9th floor, Lodha i-Think,
Kolshet Road, Sandoz Baug Thane (West) Thane– 400607
Tel: 91 22 69203400 e-mail corporate.office@cedge.in, website www.cedge.in
Registered Office: Palm Centre, Banyan Park, Suren Road, Andheri (E) Mumbai 400 093 India
CIN NO U72900MH2006PLC159038

FORM NO. MGT-8

**[Pursuant to section 92(2) of the Companies Act, 2013 and rules 11(2) of companies
(Management and Administration) Rules, 2014]**

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **C-EDGE TECHNOLOGIES LIMITED** ("the company") CIN No. **U72900MH2006PLC159038** having its Registered Office at Palm Centre, Banyan Park, Suren Road, Andheri East, Mumbai 400093 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on **31st March, 2024**. In our opinion and to the extent provided by the Company, its officers, agents and authorised representatives during the conduct of audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs, we 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 generally complied with provisions of the Act & Rules made thereunder in respect of :
1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies and other authorities;
 4. calling/convening/holding meetings of Board of Directors or its committee, 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, notices were given and the proceedings including the circular resolutions, have been generally recorded in the Minute Book / registers maintained for the purpose;
- No resolutions were passed through postal ballot during the year.
5. closure of Register of Members/Security holders; as applicable
 6. no advances/loans have been made to its directors and/or persons or firms or companies referred in section 185 of the Act;
 7. contracts/arrangements with related parties as specified in section 188 of the Act;
 8. there was no issue of shares, 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 during the year;

9. there were no transactions necessitating the company to keep in abeyance the rights to dividend pending registration of transfer of shares;
10. declaration/ payment of dividend;

the Company was not required to transfer unpaid/unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
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;
12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; as applicable

the company was incorporated pursuant to the shareholders agreement dated November 14, 2005 between Tata Consultancy Services Limited (TCS) and State Bank of India (SBI), and pursuant to the said shareholder agreement has availed an exemption to the sub-rule 1 of Rule 4 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.
13. appointment/ re-appointment of auditors as per the provisions of section 139 of the Act; as applicable
14. No approvals were required to be taken from 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 Fixed Deposits during the year;
16. there were no borrowings from members, Directors, banks/ public financial institutions and others and no creation/ modification/ satisfaction of charges during the year;
17. there were no loans or 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;
18. there had been no alteration of the provisions of the Memorandum and/ or Articles of Association of the Company during the year.

Place: Mumbai
Date : 01.10.2024

For Parikh & Associates

Sarvari

Signature: **Rajesh Shah**

Name of Company Secretary: Sarvari Shah

Partner

FCS: 9697 C.P.No. :11717

UDIN : F009697F001394124

PR No.: 1129/2021

Digitally signed by Sarvari Rajesh Shah
DN: c=IN, o=Personal, title=7496,
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st=Maharashtra,
serialNumber=8701DD4BA466DF2628F8E9726D58391E0F
A754A3F17A032364A53E208F4651, cn=Sarvari Rajesh
Shah
Date: 2024.10.01 11:58:01 +05'30'

This Report is to be read with our letter of even date which is annexed as Annexure A to Form MGT-8 and Forms an integral part of this report.

'Annexure A to Form MGT-8'

To,
C-EDGE TECHNOLOGIES LIMITED

Our Certificate on the Annual Return (Form MGT-8) of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. The Compliance of the provisions of Companies Act, 2013, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of records on test basis.

Place: Mumbai
Date : 01.10.2024

For Parikh & Associates

**Sarvari
Rajesh Shah**

Digitally signed by Sarvari Rajesh Shah
DN: c=IN, o=Personal, title=7498,
pseudonym=EE3DFA64745C9A5EC48A7F9FA444C75,
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serialNumber=87D1D048A69Df2628F8E9726D5B391
9FAF75AA2F17A0323264A3DE20BF4651, cn=Sarvari
Rajesh Shah
Date: 2024.10.01 11:58:17 +05'30'

Signature:

Name of Company Secretary: Sarvari Shah

Partner

FCS: 9697 C.P.No. :11717

UDIN : F009697F001394124

PR No.: 1129/2021



October 1, 2024

The Registrar of Companies,
Everest Building, 100 Marine Drive,
Mumbai 400002

Dear Sir,

This is to certify that service charges are paid to Tata Consultancy Services Limited for the year 2023-24 is as follows:

| Name of the Key Managerial Personnel | Amount (₹lakh) |
|---|----------------|
| Mr. Rahul Kulkarni, Chief Executive Officer | 121.41 |
| Mr. Rohinton Peer, Chief Financial Officer | 22.64 |

For C-Edge Technologies Limited

Aarti A Salekar
Company Secretary
Membership No. A37175

C-Edge Technologies Ltd.

Tower A, 9th floor, Lodha i-Think,

Kolshet Road, Sandoz Baug Thane (West) Thane– 400607

Tel: 91 22 69203400 e-mail corporate.office@cedge.in, website www.cedge.in

Registered Office: Palm Centre, Banyan Park, Suren Road, Andheri (E) Mumbai 400 093 India

CIN NO U72900MH2006PLC159038



The Registrar of Companies,
Everest Building, 100 Marine Drive,
Mumbai 400 002
Dear Sir,

Subject: Clarification to Annual Return for FY 2023-24:

Please note the following clarification in respect of Annual Return for Financial Year 2023-24:

A. The company was incorporated pursuant the shareholder's agreement dated November 14, 2005 between Tata Consultancy Services Limited (TCS) and State Bank of India (SBI)., and pursuant to the said shareholder agreement has availed the exemption to the sub-rule 1 of Rule 4 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

B. Details of the Designated Person with respect to Beneficial Interest in shares of the Company:

Pursuant to Rule 9(4) of the Companies (Management and Administration) Rules, 2014, Ms. Aarti A. Salekar, Company Secretary, has been designated as the person who is responsible for furnishing and extending co-operation for providing, information to the Registrar or any other authorised officer with respect to beneficial interest in shares of the Company.

For C-Edge Technologies Limited

Aarti A Salekar
Company Secretary
Membership No. A37175

Date: October 1, 2024

C-Edge Technologies Ltd.

Tower A, 9th floor, Lodha i-Think,

Kolshet Road, Sandoz Baug Thane (West) Thane– 400607

Tel: 91 22 69203400 e-mail corporate.office@cedge.in, website www.cedge.in

Registered Office: Palm Centre, Banyan Park, Suren Road, Andheri (E) Mumbai 400 093 India

CIN NO U72900MH2006PLC159038