

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

U74999KA2017PTC128777

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCZ1506C

(ii) (a) Name of the company

ZETWERK MANUFACTURING P

(b) Registered office address

No. 461 Oriental Towers, 17th Cross, 4th Sector,
1st Floor, HSR Layout,
Bangalore
Bangalore
Karnataka
560102

(c) *e-mail ID of the company

compliance@zetwerk.com

(d) *Telephone number with STD code

08046910888

(e) Website

www.zetwerk.com

(iii) Date of Incorporation

06/12/2017

(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

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	Q	Hospital and Medical Care	Q6	Other Hospital and Medical Care Activities	17.57
2	F	Construction	F3	Demolition & site preparation, Electrical, plumbing & other Specialized construction	17.63
3	C	Manufacturing	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	64.8

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ZETFAB INDIA PRIVATE LIMITED 	U28110KA2020PTC136347	Subsidiary	100
2	ZETWERK FABPLUS PRIVATE LIMITED 	U28100KA2020PTC135505	Subsidiary	100
3	ZETWERK KINETIX TECHNOLOGIES PRIVATE LIMITED 	U29309KA2020PTC141346	Joint Venture	49
4	ZETWERK MANUFACTURING PRIVATE LIMITED 		Subsidiary	100

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

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	135,000	101,579	101,579	101,579
Total amount of equity shares (in Rupees)	135,000	101,579	101,579	101,579

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	135,000	101,579	101,579	101,579
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	135,000	101,579	101,579	101,579

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	335,704	321,882	321,882	321,882
Total amount of preference shares (in rupees)	3,297,496	3,159,276	3,159,276	3,159,276

Number of classes

6

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series A Preference Shares				
Number of preference shares	55,000	48,705	48,705	48,705
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	550,000	487,050	487,050	487,050
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series A1 Preference Shares				
Number of preference shares	70,000	64,346	64,346	64,346
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	700,000	643,460	643,460	643,460

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series B Preference Shares				
Number of preference shares	75,000	73,127	73,127	73,127
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	750,000	731,270	731,270	731,270
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series C Preference Shares				
Number of preference shares	44,566	44,566	44,566	44,566
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	445,660	445,660	445,660	445,660
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series D Preference Shares				
Number of preference shares	84,522	84,522	84,522	84,522
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	845,220	845,220	845,220	845,220
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Optionally Convertible Redeemable Preference Shares				
Number of preference shares	6,616	6,616	6,616	6,616
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	6,616	6,616	6,616	6,616

(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	100,662	0	100662	100,662	100,662	
Increase during the year	917	0	917	917	917	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	917	0	917	917	917	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	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	101,579	0	101579	101,579	101,579	
Preference shares						
At the beginning of the year	186,178	0	186178	1,861,780	1,861,780	
Increase during the year	135,704	0	135704	1,297,496	1,297,496	10,813,587,7
i. Issues of shares	135,704	0	135704	1,297,496	1,297,496	10,813,587,7
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	321,882	0	321882	3,159,276	3,159,276	
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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			
Transferee's Name			
	Surname	middle name	first name

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			
	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	580	100000/500000/1000000	132,689,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			132,689,000

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	390,000,000	66,667,000	323,978,000	132,689,000
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

8,286,684,905

(ii) Net worth of the Company

12,742,109,000

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	96,920	95.41	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	96,920	95.41	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	534	0.53	7,602	2.36
	(ii) Non-resident Indian (NRI)	0	0	70	0.02
	(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)	4,125	4.06	314,210	97.62
10.	Others	0	0	0	0

	Total	4,659	4.59	321,882	100
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Total number of shareholders (other than promoters)

21

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

23

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)	14	21
Debenture holders	6	5

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	0	2	0	22.89	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	4	0	4	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	4	0	4	0	0
Total	2	4	2	4	22.89	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)
SRINATH RAMAKKRUSHNAN	07596310	Director	48,460	
AMRIT PRATIK ACHARYA	08132431	Director	48,460	
GAURAV NARENDRA CHANDRA	05322532	Nominee director	0	
VAIBHAV AGRAWAL	03118213	Nominee director	0	
SHAILESH LAKHANI	03567739	Nominee director	0	
PRAYANK SWAROOP	07219203	Nominee director	0	
MANIA SARKAR	CDKPS0129P	Company Secretary	0	

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









0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

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

Number of meetings held

9

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 	18/05/2020	16	2	34.42
Extra-Ordinary General Meeting 	05/06/2020	16	2	34.42
Extra-Ordinary General Meeting 	15/06/2020	16	2	31.16
Annual General Meeting	30/09/2020	40	2	49.44
Extra-Ordinary General Meeting 	13/11/2020	16	2	31.16
Extra-Ordinary General Meeting 	04/12/2020	16	2	29.55
Extra-Ordinary General Meeting 	18/01/2021	16	2	29.55
Extra-Ordinary General Meeting 	25/01/2021	16	2	29.55
Extra-Ordinary General Meeting 	17/02/2021	23	2	22.89

B. BOARD MEETINGS

*Number of meetings held

24

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	06/04/2020	6	2	33.33
2	11/05/2020	6	2	33.33
3	26/05/2020	6	2	33.33
4	11/06/2020	6	2	33.33
5	23/06/2020	6	2	33.33
6	06/07/2020	6	3	50
7	21/07/2020	6	3	50
8	07/08/2020	6	3	50
9	27/08/2020	6	2	33.33
10	07/09/2020	6	2	33.33
11	22/09/2020	6	2	33.33

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
12	08/10/2020	6	2	33.33

C. COMMITTEE MEETINGS

Number of meetings held

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					

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	SRINATH RAM	24	24	100	0	0	0	
2	AMRIT PRATI	24	24	100	0	0	0	
3	GAURAV NAF	24	1	4.17	0	0	0	
4	VAIBHAV AGP	24	1	4.17	0	0	0	
5	SHAILESH LA	24	1	4.17	0	0	0	
6	PRAYANK SW	24	1	4.17	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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Amrit Pratik Acharya	Director	4,448,649	0	0	480,140	4,928,789
2	Srinath Ramakkrush	Director	4,640,663	0	0	334,004	4,974,667
	Total		9,089,312	0	0	814,144	9,903,456

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	Mania Sarkar	Company Secre	879,396	0	0	0	879,396
	Total		879,396	0	0	0	879,396

Number of other directors whose remuneration details to be entered

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

Company has not complied with the section 185 of the Act, in respect of loan made to Zetwerk Kinetix Technologies Private Limited and after closure of Financial year, Company got it ratified by Members.

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

0

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

Vivek Hegde

Whether associate or fellow

☐

Associate

☒

Fellow

Certificate of practice number

8340

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

08132431

To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

30526

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 Shareholder as on 31.03.2021

S. No	Name and address of Shareholders	Equity Shares (Rs 1 each)	Series A CCPS (Rs 10 each)	Series A1 CCPS (Rs 10 each)	Series B CCPS (Rs 10 each)	Series C CCPS (Rs 10 each)	OCRPS (Rs 1 each)	Series D CCPS (Rs 10 each)
1	Amrit Acharya Address: Lumbin Vihar Chandrasekharapur, Sailashree Vihar, Bhubaneswar Khorda 751021	48460	Nil	Nil	Nil	Nil	Nil	Nil
2	Srinath Ramakkrushnan Address: Villament # 120202, Shriram Chirping Woods, Shubh Enclave, Harlur Road, Bengaluru - 560102	48460	Nil	Nil	Nil	Nil	Nil	Nil
3	Rahul Sharma Address: 462 7th Main, 7th Cross, ST Bed, Kormangala, Bangalore	Nil	Nil	Nil	Nil	Nil	3308	Nil
4	Vishal Chaudhary Address: C301, Purva Skywood, Bangalore	Nil	Nil	Nil	Nil	Nil	3308	Nil
5	Nalini Rangrass Address: 26-21-7, ITC Limited, ABD-ILTD Compound, Nagarampalem, Guntur, Guntur Collectorate, Andhra Pradesh, 522004	10	52	Nil	Nil	Nil	Nil	Nil
6	Sanjiv Rangrass Address: 26-21-7, ITC Limited, ABD-ILTD Compound, Nagarampalem, Guntur, Guntur Collectorate, Andhra Pradesh, 522004	10	127	Nil	Nil	Nil	Nil	Nil
7	KAE Capital fund II Address: 7th Floor, 74A&B, Jolly Maker Chambers II, 225, Nariman Point, Mumbai – 400021	10	24509	1319	3469	1089	Nil	109
8	Kalysta Capital Fund II (Mauritius) Address: C/o IQ EQ Fund Services (Mauritius) Ltd., 33, Edith Cavell Street, Port-Louis, 11324,	10	8163	440	1156	363	Nil	37

9	SCI Investments V Address: Sanne House, Bank Street, Twenty Eight Cyber City, Ebene 72201, Mauritius	10	12824	29207	14713	2177	Nil	Nil
10	SCI Growth Investments III Address: Sanne House, Bank Street, Twenty Eight Cyber City, Ebene 72201, Mauritius	258	395	Nil	7	Nil	Nil	16875
11	Accel India V (Mauritius) Limited Address: 5th Floor, Ebene Esplanade, 24 Bank Street, Cybercity, Ebene, Mauritius	Nil	574	33380	11883	5807	Nil	Nil
12	Subbiah Vellayan Address: (Old) No 10, New 22, Boat Club Road, Raja Annamalaipuram, Chennai- 600 085	257	244	Nil	Nil	73	Nil	Nil
13	A. Venkatachalam Address : No.3, Bishop Garden Off Greenways Road, Raja Annamalaipuram, Chennai- 600028	257	243	Nil	Nil	73	Nil	Nil
14	Lightspeed India Partners II, LLC Address: Sanne House, Bank Street, Twenty Eight Cyber City, Ebene 72201, Mauritius	697	20	Nil	20827	3048	Nil	1406
15	Lightspeed India Partners III, LLC Address: Sanne House, Bank Street, Twenty Eight Cyber City, Ebene 72201, Mauritius	134	211	Nil	Nil	Nil	Nil	8789
16	Lightspeed Venture Partners Select IV Mauritius Address: Sanne House, Bank Street, Twenty Eight Cyber City, Ebene 72201, Mauritius	313	507	Nil	Nil	Nil	Nil	21024

17	Lightspeed Frontier I-M L.P. Address: 2200 Sand Hill Road, Suite 100 Menlo Park, CA 94025	10	Nil	Nil	Nil	Nil	Nil	281
18	Lightspeed Frontier I-N L.P. Address: 2200 Sand Hill Road, Suite 100 Menlo Park, CA 94025	5	Nil	Nil	Nil	Nil	Nil	141
19	Greenoaks Capital Opportunities Fund II LP Address: Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands	2157	Nil	Nil	20814	31936	Nil	702
20	Greenoaks Capital MS LP - Gotham Light and Power Series Address: 535 Pacific Ave, 4 th Floor, San Francisco, CA 94133	521	836	Nil	14	Nil	Nil	35158
21	Vaibhav Gupta Address: Villa 54, Adarsh Palm Retreat, Devarabisanalli, Off outer ring road Bangalore, Karnataka 560103	Nil	Nil	Nil	70	Nil	Nil	Nil
22	Maninder Gulati Address: 157, Tatvam Villas, Sector 48, Sohna road, Gurgaon, 122018	Nil	Nil	Nil	104	Nil	Nil	Nil
23	Nitin Mahajan Address: Residential address: 4B Jupiter Road, Singapore 576557	Nil	Nil	Nil	70	Nil	Nil	Nil
	Total	101579	48705	64346	73127	44566	6616	84522

List of Debenture holders as on 31.03.2021

S.No	Name and address of Debenture holders	Number of Debentures	Nominal amount per Debenture	Total Amount (Rs)
1	Blacksoil Capital Private Limited Address: 1203, Lodha Supremus, Senapati Bapat Marg, Lower Parel Mumbai 400013	240	5,00,000	12,00,00,000
2	Blacksoil Asset Management Private Limited Address: 1203, Lodha Supremus, Senapati Bapat Marg, Lower Parel Mumbai 400013	40	5,00,000	2,00,00,000
3	SKS Capital and Research Private Limited Address: N 218 2 nd Floor, Ideal Plaza, 11/1, sarat Bose Road, Kolkata 700020, West Bengal	20	5,00,000	1,00,00,000
4	Gopalan Family Enterprises Address: 11A, Shobha Emerald Jakkur, Yelahanka, Bangalore 560064, Karnataka	80	10,00,000	8,00,00,000
5	Stride Venture India Debt Fund-1 Address: Stride Ventures India Fund CoWrks, Worldmark 1, Aerocity New Delhi, Delhi 110037	200	1,00,000	2,00,00,000
Total		580		25,00,00,000



Address: No.86, 1st Floor, 2nd Main, Samvrudhi Enclave
Kumaraswamy Layout 2nd Stage, Bangalore-560061

Mob: +91 9900898223; **Off:** 080 26663577

E-mail: vivek@vivekhegde.in

Vivek Hegde
FCS, CMA

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 **Zetwerk Manufacturing Businesses Private Limited** (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 31st March, 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 the Company has complied with provisions of the Act & Rules made there under 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, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time; ***However, few form were filed with delay under Scheme for relaxation of time for filing forms related to creation or modification of charges under the Companies Act, 2013 (General Circular No. 23/2020) and Companies Fresh Start Scheme 2020 (General Circular No. 12/2020).***
 4. calling/ convening/ holding meetings of Board of Directors, its 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 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;
 5. closure of Register of Members / Security holders, as the case may be. ***In fact, the Company was not required to close its Register of Members / Security holders;***

6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act. ***The Company has not complied with the section 185 of the Act, in respect of loan made and the details are as follows:***

Non-compliance with the section 185 of the Act: Loan to the Companies in which Directors are interested.

Name of the Party	Relationship	Nature of Non-compliance	Maximum amount outstanding during the year (Rs. in Lakhs)	Amount as at 31.03.2021 (Rs. in Lakhs)
Zetwerk Kinetix Technologies Private Limited	Common Director	Special resolution is not passed by the Company in general meeting	357.69	357.69

7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances.
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 such cases during the 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. ***There was no declaration of dividend during the year.***
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;
13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
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;
15. acceptance/ renewal/ repayment of deposits. ***There were no such transactions during the year;***

16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
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.
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company.

Place: Bangalore
Date: .2021

Signature:
Vivek Hegde
C. P.No.: 8340; FCS: 7667
UDIN:

LIST OF TRANSFER DURING FY 2020-21

Date of registration of transfer	Number of Shares/ Debentures/ Units Transferred	Type of Transfer	Amount per Share/ Debenture	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
08.10.2020	269	Equity shares	1	03	AMRIT PRATIK ACHARYA	23	GREENOAKS CAPITAL OPPORTUNITIES FUND II LP
08.10.2020	269	Equity shares	1	02	SRINATH RAMAKKRUSHNAN	23	
08.10.2020	13	Equity shares	1	16	AKSHAY JAIN	23	
08.10.2020	6	Equity shares	1	24	ANIRUDH REDDY EDLA	23	
08.10.2020	77	Equity shares	1	25	ANKIT FATEHPURIA	23	
08.10.2020	10	Equity shares	1	26	ANSHUL SHARMA	23	
08.10.2020	18	Equity shares	1	27	ARNOLD NITIN M S	23	
08.10.2020	25	Equity shares	1	12	ARPIT SRIVASTAVA	23	
08.10.2020	13	Equity shares	1	19	DEEPAK A S	23	
08.10.2020	3	Equity shares	1	28	GURUPRAKASHVARMA E	23	
08.10.2020	6	Equity shares	1	14	JEEVAN M	23	
08.10.2020	8	Equity shares	1	29	Kabita Agarwal	23	
08.10.2020	15	Equity shares	1	30	Krishna Mohan Rai	23	
08.10.2020	25	Equity shares	1	18	Murugiah Madasamy	23	
08.10.2020	6	Equity shares	1	31	Nikhisha P	23	
08.10.2020	19	Equity shares	1	32	Narahari P	23	
08.10.2020	6	Equity shares	1	33	Nishant Kumar Gupta	23	
08.10.2020	13	Equity shares	1	13	Prem Bhushan Karn	23	
08.10.2020	4	Equity shares	1	34	Rajashekar S	23	
08.10.2020	6	Equity shares	1	35	Sagar Kumar H N	23	
08.10.2020	4	Equity shares	1	36	S Sanjeeviraja	23	
08.10.2020	6	Equity shares	1	37	Srinivas Darshan K S	23	
08.10.2020	58	Equity shares	1	17	Thirugnanam Ramachandram	23	
08.10.2020	38	Equity shares	1	38	Varchas Bansal	23	
08.10.2020	269	Equity shares	1	21	Rahul Sharma	23	
08.10.2020	269	Equity shares	1	20	Vishal Chaudhary	23	
16.02.2021	313	Equity shares	1	02	Srinath Ramakkrushnan	39	Lightspeed Venture Partners Select IV Mauritius
16.02.2021	134	Equity shares	1	02	Srinath Ramakkrushnan	40	Lightspeed India Partners III, LLC
16.02.2021	22	Equity shares	1	02	Srinath Ramakkrushnan	22	Lightspeed India Partners II, LLC

16.02.2021	5	Equity shares	1	02	Srinath Ramakkrushnan	41	Lightspeed Frontier I-N L.P.
16.02.2021	166	Equity shares	1	02	Srinath Ramakkrushnan	42	SCI Growth Investments III
16.02.2021	521	Equity shares	1	03	Amrit Pratik Acharya	43	Greenoaks Capital MS LP - Gotham Light and Power Series
16.02.2021	27	Equity shares	1	03	Amrit Pratik Acharya	23	Greenoaks Capital Opportunities Fund II LP
16.02.2021	92	Equity shares	1	03	Amrit Pratik Acharya	42	SCI Growth Investments III
16.02.2021	10	Equity shares	1	06	Rajesh Kumar Naidu Yabaji, nominee of 204 ventures	44	Lightspeed Frontier I-M L.P.
16.02.2021	230	Preference Shares	10	P03	Rajesh Kumar Naidu Yabaji, nominee of 204 ventures	P17	Lightspeed Venture Partners Select IV Mauritius
16.02.2021	211	Preference Shares	10	P01	Sanjiv Rangrass	P15	Lightspeed India Partners III, LLC
16.02.2021	112	Preference Shares	10	P01	Sanjiv Rangrass	P17	Lightspeed Venture Partners Select IV Mauritius
16.02.2021	85	Preference Shares	10	P01	Sanjiv Rangrass	P20	SCI Growth Investments III
16.02.2021	165	Preference Shares	10	P02	Nalini Rangrass	P17	Lightspeed Venture Partners Select IV Mauritius
16.02.2021	20	Preference Shares	10	P02	Nalini Rangrass	P10	Lightspeed India Partners II, LLC
16.02.2021	263	Preference Shares	10	P07	A. Venkatachalam	P16	Greenoaks Capital MS LP - Gotham Light and Power Series
16.02.2021	310	Preference Shares	10	P07	A. Venkatachalam	P20	SCI Growth Investments III
16.02.2021	573	Preference Shares	10	P08	Subbiah Vellayan	P16	Greenoaks Capital MS LP - Gotham Light and Power Series

16.02.2021	14	Preference Shares	10	P14	Vaibhav Gupta	P16	Greenoaks Capital MS LP - Gotham Light and Power Series
16.02.2021	13	Preference Shares	10	P14	Vaibhav Gupta	P10	Lightspeed India Partners II, LLC
16.02.2021	7	Preference Shares	10	P14	Vaibhav Gupta	P20	SCI Growth Investments III

LIST OF BOARD MEETINGS CONDUCTED DURING THE FINANCIAL YEAR 2020-21
(Total No. of Meetings held: 24)

S. No	Date of Meeting	Total Number of Directors associate as on the date of meeting	Attendance	
			No. of members attended	% of attendance
13	09/11/2020	6	2	33.33
14	13/11/2020	6	2	33.33
15	04/12/2020	6	2	33.33
16	30/12/2020	6	2	33.33
17	16/01/2021	6	2	33.33
18	25/01/2021	6	2	33.33
20	27/01/2021	6	2	33.33
20	04/02/2021	6	2	33.33
21	09/02/2021	6	2	33.33
22	16/02/2021	6	2	33.33
23	10/03/2021	6	2	33.33
24	25/03/2021	6	3	50