### 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]

Name of the Registrar and Transfer Agent



## **Annual Return**

(other than OPCs and Small Companies)

	language	m.			
I. RI	EGISTRATION AND OTHE	R DETAILS			
(i) * C	corporate Identification Number (C	CIN) of the company	U64990	WB1932PLC007490	Pre-fill
C	Global Location Number (GLN) of	the company			
* F	Permanent Account Number (PAN	l) of the company	ААВСТ3	3043L	
(ii) (a	) Name of the company		THE PEE	ERLESS GENERAL FINAN	
(b	) Registered office address				
	PEERLESS BHAVAN,3 ESPALANDE E. KOLKATA West Bengal 700069 India	AST, NA			
(c	e) *e-mail ID of the company		UD****	********************CO. <b>I</b> N	
(c	) *Telephone number with STD c	ode	03****	**47	
(€	e) Website		www.pe	eerless.co.in	
(iii)	Date of Incorporation		25/10/1	932	
(iv)	Type of the Company	Category of the Company		Sub-category of the	Company
	Public Company	Company limited by sh	nares	Indian Non-Gov	ernment company
(v) Wł	nether company is having share c	apital	Yes (	) No	
(vi) *W	/hether shares listed on recognize	ed Stock Exchange(s)	Yes (	<ul><li>No</li></ul>	
(1	o) CIN of the Registrar and Trans	fer Agent	U74140	MH1994PTC429689	Pre-fill

СВ	MANAGEMENT	SERVICES PRIVAT	TE LIMITED						
∟ Re	Registered office address of the Registrar and Transfer Agents								
C-1		247 PARK L.B.S. I	MARG, VIKHROLI(W	EST) Mumb	a				
(vii) *Fin	ancial year Fro	om date 01/04/2	2023	(DD/MM/Y`	YYY) To date	31/03/2024	(DD/N	/M/YYYY)	
(viii) *W	hether Annual	general meeting	(AGM) held	•	Yes 🔘	No			
(a)	If yes, date of	AGM [	31/07/2024						
(b)	Due date of A0	GM [	30/09/2024						
(c)	Whether any e	extension for AG	M granted		○ Yes	<ul><li>No</li></ul>			
		iness activities	1						
S.No	Main Activity group code	Description of N	Main Activity group	Business Activity Code	Description	of Business Activ	ity	% of turnover of the company	
1	к	Financial and	insurance Service	K8	Oth	ner financial activit	ies	100	
(INC	Companies for	Which informa	ition is to be give	n 6	Pre-1	fill All			
S.No	Name of t	the company	CIN / FCR	RN		diary/Associate/ /enture	% of sl	hares held	

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PEERLESS FINANCIAL PRODUC	U70109WB1987PLC042819	Subsidiary	100
2	PEERLESS HOSPITEX HOSPITAL	U85110WB1989PLC046938	Subsidiary	93.64
3	PEERLESS HOTELS LTD.	U55101WB1990PLC049988	Subsidiary	99.95
4	PEERLESS SECURITIES LTD	U67120WB1995PLC067616	Subsidiary	97.4
5	PEERLESS FINANCIAL SERVICES	U65993WB1988PLC044077	Subsidiary	92.57
6	BENGAL PEERLESS HOUSING D	U70101WB1994PLC063280	Joint Venture	36.7

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	3,500,000	3,315,584	3,315,584	3,315,584
Total amount of equity shares (in Rupees)	350,000,000	331,558,400	331,558,400	331,558,400

Number of classes 1

Class of Shares EQUITY SHARE OF RS.100/- EACH	I A uthoriood	Icapilai	Subscribed capital	Paid up capital
Number of equity shares	3,500,000	3,315,584	3,315,584	3,315,584
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	350,000,000	331,558,400	331,558,400	331,558,400

### (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	3,215,677	99,907	3315584	331,558,400	331,558,40	

Increase during the year	0	35,091	35091	0	0	0
i. Pubic 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		35,091	35091			
Dematerialisation						
Decrease during the year	35,091	0	35091	0	0	О
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	35,091		35091			
Dematerialisation	35,091		33091			
At the end of the year	3,180,586	134,998	3315584	331,558,400	331,558,40	
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						
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 capi	tal	0	0	0	0	0	0
iv. Others, specify		1					
At the end of the year		0	0	0	0	0	
CIN of the aguity charge	of the company			1	INITO	70Y01018	
SIN of the equity shares	, ,				IINEO/	70101016	
•	it/consolidation during th	,	ch class of s	•	0		
Class o	f shares	(i)		(ii)		(ii	i)
Before split /	Number of shares						
Consolidation	Face value per share						
After split /	Number of shares						
Consolidation	Face value per share						
☐ Nil [Details being pro	t any time since the vided in a CD/Digital Medicached for details of trans	a]	0	company) Yes  Yes	* No   No	) Not App	licable
Note: In case list of trans Media may be shown.	sfer exceeds 10, option fo	r submission a	as a separate	e sheet attach	nment or sub	mission in	a CD/Digital
Date of the previous	s annual general meetin	g 31/	07/2023				
Date of registration	of transfer (Date Month	Year)					
Type of transfe	er	1 - Equity,	2- Preferen	ce Shares,3	- Debentu	res, 4 - Sto	ock
Number of Shares/ Units Transferred	Debentures/			er Share/ e/Unit (in Rs	i.)		

Ledger Folio of Trans	sferor						
Transferor's Name							
	Surname		middle name	first name			
Ledger Folio of Trans	sferee						
Transferee's Name							
	Surname		middle name	first name			
Date of registration o	of transfer (Date Month Ye	ear)					
Type of transfer 1			/, 2- Preference Shares,3 -	Debentures, 4 - Stock			
Number of Shares/ D Units Transferred	Debentures/		Amount per Share/ Debenture/Unit (in Rs.)				
Ledger Folio of Trans	sferor						
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 vear)							

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

Particulars	Number of units	Nominal value per unit	Total value
Total			0

#### **Details of debentures**

Class of debentures	the beginning of the	_	Decrease during the year	Outstanding as at the end of the year
	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)

Type of Securities	Number of	Nominal Value of	Total Nominal	Paid up Value of	Total Paid up Value
Securities	Securities	each Unit	Value	each Unit	
Total					

0

## V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

2,881,405,736

(ii) Net worth of the Company

21,201,763,544

#### VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equ	ity	Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1,220,523	36.81	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)	1,019,361	30.74	0	
10.	Others	0	0	0	
	Total	2,239,884	67.55	0	0

**Total number of shareholders (promoters)** 

10

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

S. No.	Category	Equ	ity	Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	529,308	15.96	0	
	(ii) Non-resident Indian (NRI)	124,800	3.76	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	
	Body corporate (not mentioned above)	329,220	9.93	0	
10.	Others IEPF & Custodian of Enemy	92,372	2.79	0	
	Total	1,075,700	32.44	0	0

Total number of shareholders (other than promoters)	58
Total number of shareholders (Promoters+Public/	
Other than promoters)	68

# 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	10	10
Members (other than promoters)	58	58
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	1	0	1	0	9.79	0
B. Non-Promoter	2	6	2	6	0	0
(i) Non-Independent	2	3	2	2	0	0
(ii) Independent	0	3	0	4	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	3	6	3	6	9.79	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date | 11

11

#### (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)
PARTHA SARATHI BH	00329479	Director	0	
DEEPAK KUMAR MUK	00046690	Director	0	
JAYANTA ROY	00022191	Managing Director	324,640	
DIPANKAR CHATTER	00031256	Director	0	
SOUMENDRA MOHAN	01125409	Director	0	
SUJIT KARPURKAYAS	03161994	Director	0	
SUMIT BOSE	03340616	Director	0	
ASOKE KUMAR MUKI	00173745	Whole-time directo	0	
ASOKE KUMAR MUKI	AEMPM5995E	CFO	0	
SUPRIYO SINHA	07666744	Whole-time directo	0	
BHAWNA GUPTA	BXPPG6545P	Company Secretar	0	31/07/2024

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

5

Name			Date of appointment/ change in	Nature of change (Appointment/ Change in designation/ Cessation)
DIPANKAR CHATTE	00031256	Director	31/07/2023	CHANGE IN DESIGNATION
UDITA DUTTA	ATCPD6111G	Company Secretary	31/01/2024	CESSATION
BHAWNA GUPTA	BXPPG6545P	Company Secretary	01/02/2024	APPOINTMENT
SUJIT KARPURKAY	03161994	Additional director	31/07/2023	CHANGE IN DESIGNATION
SUMIT BOSE	03340616	Additional director	31/07/2023	CHANGE IN DESIGNATION

## 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  MEETI 31/07/2023 68		Attendance  Number of members		
ANNUAL GENERAL MEETI			9	45.92	

#### **B. BOARD MEETINGS**

*Number of meetings held	6
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S. No.	Date of meeting	Total Number of directors associated as on the date of meeting				
			Number of directors attended	% of attendance		
1	31/05/2023	9	9	100		
2	31/07/2023	9	9	100		
3	14/11/2023	9	9	100		
4	18/12/2023	9	9	100		
5	19/01/2024	9	9	100		
6	13/02/2024	9	9	100		

#### C. COMMITTEE MEETINGS

Number of meetings held	20

S. No.	Type of meeting		Total Number of Members as	Attendance			
		Date of meeting	on the date of the meeting	Number of members attended	% of attendance		
1	AUDIT COMM	30/05/2023	3	3	100		
2	AUDIT COMM	31/07/2023	3	3	100		
3	AUDIT COMM	14/11/2023	3	3	100		
4	AUDIT COMM	12/02/2024	3	3	100		
5	NOMINATION	13/05/2023	3	3	100		
6	NOMINATION	30/05/2023	3	3	100		
7	NOMINATION	31/07/2023	3	3	100		

S. No.	Type of meeting	Date of meeting		Attendance		
				Number of members attended	% of attendance	
8	NOMINATION	12/02/2024	3	3	100	
9	STAKEHOLDE	04/03/2024	3	3	100	
10	CORPORATE	21/12/2023	3	3	100	

#### D. \*ATTENDANCE OF DIRECTORS

☐ Nil

		Board Meetings			Co	Whether attended AGM		
S. No.	of the director		Meetings	% of		Meetings	% of attendance	held on
		entitled to attend	attended	allendance	entitled to attend	attended	allendance	31/07/2024
								(Y/N/NA)
1	PARTHA SAR	6	6	100	15	15	100	Yes
2	DEEPAK KUM	6	6	100	11	11	100	Yes
3	JAYANTA RO	6	6	100	10	10	100	Yes
4	DIPANKAR CI	6	6	100	2	2	100	Yes
5	SOUMENDRA	6	6	100	10	10	100	Yes
6	SUJIT KARPU	6	6	100	0	0	0	Yes
7	SUMIT BOSE	6	6	100	0	0	0	Yes
8	ASOKE KUMA	6	6	100	10	10	100	Yes
9	SUPRIYO SIN	6	6	100	9	8	88.89	Yes

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

3

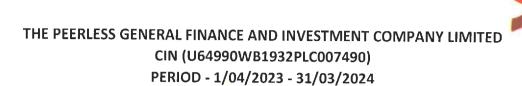
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JAYANTA ROY	MANAGING DIF	23,530,423	67,000,000	0	0	90,530,423
2	ASOKE KUMAR MU	DIRECTOR-FIN	12,761,313	18,000,000	0	0	30,761,313
3	SUPRIYO SINHA	DIRECTOR- BU	27,232,139	18,000,000	0	0	45,232,139
	Total		63,523,875	103,000,000	0	0	166,523,875

Number o	of CEO, CFO and Com	pany secretary who	ose remunera	tion detai	ils to be ente	red	3	
S. No.	Name	Designation	Gross Sala	ary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ASOKE KUMAR M	CHIEF FINANC	12,761,3	13	18,000,000	0	0	30,761,313
2	UDITA DUTTA	COMPANY SEC	1,213,65	57	0	0	0	1,213,657
3	BHAWNA GUPTA	COMPANY SEC	124,605	5	0	0	0	124,605
	Total		14,099,5	75	18,000,000	0	0	32,099,575
Number o	of other directors whos	e remuneration det	ails to be ente	ered			6	
S. No.	Name	Designation	Gross Sala	ary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PARTHA SARATH	I CHAIRMAN	9,677,00	00	4,000,000	0	810,000	14,487,000
2	DEEPAK KUMAR I	INDEPENDENT	0		3,000,000	0	930,000	3,930,000
3	SOUMENDRA MO	INDEPENDENT	0		3,000,000	0	890,000	3,890,000
4	DIPANKAR CHATT	INDEPENDENT	0		3,000,000	0	530,000	3,530,000
5	SUMIT BOSE	INDEPENDENT	0		3,000,000	0	450,000	3,450,000
6	SUJIT KARPURKA	NON-EXECUTIV	0		2,000,000	0	450,000	2,450,000
	Total		9,677,00	00	18,000,000	0	4,060,000	31,737,000
* A. Wh	ether the company ha visions of the Compan No, give reasons/obser	s made compliance ies Act, 2013 during vations	s and disclosi g the year				○ No	
A) DETA	ILS OF PENALTIES /	PUNISHMENT IMP	OSED ON CO	OMPANY	//DIRECTOR	S /OFFICERS	Nil	
Name o compan officers			f Order s	section ur	the Act and nder which / punished	Details of penalty/ punishment	Details of appeal including present	
(B) DET	AILS OF COMPOUND	OING OF OFFENCE	S 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 co more, details of com	mpany or a company pany secretary in wh	having paid up sha ole time practice ce	are capital of Ten Crore r rtifying the annual return	rupees or more or turr in Form MGT-8.	nover of Fifty Crore rupees or								
Name	SAU	SAURABH BASU											
Whether associate	e or fellow	<ul><li>Associa</li></ul>	te  Fellow										
Certificate of pra	ctice number	14347											
(b) Unless otherwise Act during the financ		ne contrary elsewne	ere in this Return, the Co	ompany nas complied	with all the provisions of the								
		Decla	aration										
I am Authorised by t	he Board of Directors	of the company vic	de resolution no 11	dat	ed 13/02/2024								
in respect of the sub	ject matter of this for	m and matters incid	irements of the Compar ental thereto have been	compiled with. I further	er declare that:								
					o information material to ds maintained by the company.								
2. All the requ	uired attachments hav	ve been completely	and legibly attached to t	his form.									
			n 447, section 448 and nd punishment for false		es Act, 2013 which provide for ely.								
To be digitally sign	ed by												
Director	ASOK KUMA MUKH	R MUKHUTY											
DIN of the director	0*1	*3*4*											
To be digitally sigr	ned by	ODINGDOTTAL											

<ul><li>Company Secretary</li></ul>				
Ocompany secretary i	n practice			
Membership number	3*5*9	Certificate of	practice number	
Attachments				List of attachments
1. List of share	e holders, debenture hol	ders	Attach	COMMITTEE MEETINGS.pdf
2. Approval let	ter for extension of AGN	<b>1</b> ;	Attach	CS UPDATE NOTE.pdf DEMAT TRANSACTION STATEMENT.pdf
3. Copy of MG	iT-8;		Attach	DIR AND CFO REMUNERATION NOTE.pd SHAREHOLDERS LIST.pdf
4. Optional Att	achement(s), if any		Attach	MGT 8.pdf
				Remove attachment
1	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



ADDITIONAL INFORMATION IN RESPECT OF THE COMPANY WHICH COULD NOT BE FILLED UP IN FORM MGT-7 FOR THE RELEVANT PERIOD

#### 1. Para IX(C) OF MGT-7 Committee Meetings

SI	Type of meeting	Date of	Total	Atte	Attendance				
No.		meeting	Number of Members as on the date of the meeting	Number of members attended	% of attendance				
11.	Corporate Social Responsibility Committee	04/03/2024	3	3	100				
12.	IT Strategy Committee	28/07/2023	3*	2**	85				
13.	IT Strategy Committee	09/01/2024	3*	3**	100				
14.	Treasury Risk Management Committee	17/04/2023	4	4	100				
15.	Treasury Risk Management Committee	21/06/2023	4	4	100				
16.	Treasury Risk Management Committee	07/08/2023	4	4	100				
17.	Treasury Risk Management Committee	09/10/2023	4	4	100				
18.	Treasury Risk Management Committee	18/12/2023	4	4	100				
19.	Treasury Risk Management Committee	19/02/2024	4	4	100				
20.	Treasury Risk Management Committee	05/03/2024	4	4	100				

Certified to be a true Copy For & on behalf of The Peerless General Finance & Investment Co. Ltd.

Company Secretary (ACS Membership No. A39589)

\* Director-Members

\*\* Director-Members present

The Peerless General Finance & Investment Company Limited

CIN: U64990WB1932PLC007490

Peerless Bhavan, 3, Esplanade East, Kolkata - 700 069
 033-2230 3740, 2248 3001/3247, 2243 0325/6758

feedback@peerless.co.in @ www.peerless.co.in





ACS, ACMA, MBA (Fin)
Practising Company Secretary
Insolvency Professional

#### S BASU & ASSOCIATES

Company Secretaries Code No.- S2017WB456500 10/6/2 Raja Rammohan Roy Road, 3<sup>rd</sup> Floor, Kolkata - 700008

#### FORM NO. MGT.8

#### CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

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

We have examined the registers, records, books and papers of M/s THE PEERLESS GENERAL FINANCE & INVESTMENT COMPANY LIMITED (CIN: U64990WB1932PLC007490) having registered office at Peerless Bhavan,3 Esplanade East, Kolkata-700069 (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 31st March, 2024 (Year under Review). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. As per records available and explanation provided, during the aforesaid financial year the Company has complied with provisions of the Act &Rules made there under to the extent it is applicable to the Company in respect of:
  - 1. Its status under the Act : Active;

ny Sec

- Maintenance of registers/records & making entries therein within the time prescribed therefor;
- 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;
- 4. Calling/convening/holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed

Page 1 of 4

### **Continuation Sheet**

#### S BASU & ASSOCIATES

Company Secretaries Code No.- \$2017WB456500

- 5. Closure of Register of Members/Security holders, as the case may be.
- 6. Advances/loans 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. 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 Transfer of shares were held during the period under review:
- 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;
- 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;
- 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—
  - The Investor Education and Protection Fund (IEPF) Authority has demanded Penal Interest on delaying transfer of unclaimed/unpaid deposit amount to IEPF vide their letter dated 24.06.2019.



## **Continuation Sheet**

**S BASU & ASSOCIATES** 

Company Secretaries
Code No.- S2017WB456500

- The Company has filed petition against the aforesaid demand of IEPF before Hon'ble High Court at Calcutta.
- The Hon'ble High Court at Calcutta (Single Bench) on 10.07.2019 had stayed all operations of IEPF Authority regarding Penal Interest .Of late, Company has lost its case before Single Bench of Hon'ble High Court and filed appeal against its Order at Division Bench of High Court who stayed all Penal operations of IEPF Authority and matter is pending.
- 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 guarantee 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 of association of the company was effected during the financial year.

For S Basu & Associates

Company Secretaries

Firm Registration No: \$2017WB456500

Place: Kolkata Date: 09.09.2024

Saurabh Basu Proprietor

ACS: 18686 ; C.P.: 14347 Peer Review No : 1017/2020

UDIN: A018686F001174027

#### **Continuation Sheet**

#### **S BASU & ASSOCIATES**

Company Secretaries Code No.- S2017WB456500

#### "ANNEXURE A"

The Certificate (MGT 8) for the financial year ended 31st March, 2024 of even date is to be read along with this Annexure:

- 1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records, systems, standards and procedures based on our verification and observation.
- 2. We have followed the general practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done in some cases on the test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- 3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- 4. Where ever required, we have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.

For S Basu & Associates

Company Secretaries

Firm Registration No: S2017WB456500

Place: Kolkata Date: 09.09.2024

Saurabh Basu Proprietor

( no 15686

ACS: 18686 ; C.P.: 14347 Peer Review No : 1017/2020

UDIN: A018686F001174027



#### NOTE

Mrs. Udita Dutta (Membership No. A39589 and PAN: ATCPD6111G) ceased to hold the position of Company Secretary with effect from the end of business hours at 31st January, 2024, owing to her maternity leave. Consequently, Mrs. Bhawna Gupta (Membership No. A46502 and PAN: BXPPG6545P), Deputy Company Secretary was designated as the Company Secretary for the interim period with effect from 1st February, 2024. The same has been disclosed in Point no. VIII (B) (ii).

With respect to Point no. X (Remuneration of Directors and Key Managing Personnel), the remuneration received by Mrs. Udita Dutta is for the period 01/04/2023 to 31/01/2024 and remuneration received by Mrs. Bhawna Gupta is for the period 01/02/2024 to 31/03/2024.

Further, Mrs. Udita Dutta has resumed her office as a Company Secretary post completion of her Maternity Leave with effect from 1st August, 2024.

Certified to be a true Copy For & on behalf of The Peerless General Finance & Investment Co, Ltd.

Company Secretary (ACS Membership No. A39589)



#### NOTE

The Demat Transaction statement with respect to transfer and transmission of shares of The Peerless General Finance and Investment Co. Ltd during the FY 2023-24, as received from the Company's Registrar and Share Transfer Agents, M/s C.B. Management Services Private Limited is attached.

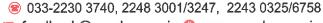
Certified to be a true Copy

For & on behalf of

The Peerless General Finance & Investment Co. Ltd.

Company Secretary (ACS Membership No. A39589)









## THE PEERLESS GENERAL FINANCE & INVESTMENT CO. LTD DEMAT TRANSACTION LIST AS ON 01-APR-23 AND 30-MAR-24

FOLIO_NO	NAME	OPENING_DATE	OPENING_SHARES	SALE_QTY	BUY_QTY	CLOSING_SHARES	CLOSING_DATE
IN30074911185938	BHAGWANDAS GORDHANDAS KAPADIA	26-05-2023	0	0	2560	2560	02-06-2023
IN30074911185938	BHAGWANDAS GORDHANDAS KAPADIA	29-03-2024	2560	0	0	2560	30-03-2024
IN30095810003490	BICHITRA HOLDINGS PRIVATE LIMITED	22-03-2024	0	0	1500	1500	29-03-2024
IN30095810003490	BICHITRA HOLDINGS PRIVATE LIMITED	29-03-2024	1500	0	0	1500	30-03-2024
IN30095810339643	ARINDAM MUKHERJEE	22-03-2024	0	0	1786	1786	29-03-2024
IN30095810339643	ARINDAM MUKHERJEE	29-03-2024	1786	0	0	1786	30-03-2024
IN30154938838339	JAYANT DATTOBA SARDESAI	15-03-2024	0	0	3100	3100	22-03-2024
IN30154938838339	JAYANT DATTOBA SARDESAI	29-03-2024	3100	0	0	3100	30-03-2024
IN30302876840465	KAJAL CHATTERJEE	22-03-2024	0	0	26145	26145	29-03-2024
IN30302876840465	KAJAL CHATTERJEE	29-03-2024	26145	0	0	26145	30-03-2024

# SO AND BEIOR

#### NOTE

The details of remuneration of Mr. Asoke Kumar Mukhuty (DIN: 00173745, PAN: AEMPM5995E), who holds the position of Director- Finance and Chief Financial Officer is disclosed in two separate tables under heading (X) Remuneration of Directors and Key Managerial Personnel. This is because of his dual role as a Whole-time Director and Chief Financial Officer (KMP). Hence, his remuneration details is mentioned in both the tables i.e., remuneration to Whole-time Directors and remuneration to KMPs.

Certified to be a true Copy For & on behalf of The Peerless General Finance & Investment Co. Ltd.

(ACS Membership No. A39589)







#### **NOTE**

The shareholders list of The Peerless General Finance & Investment Company Limited as on 31.03.2024, as received from the Company's Registrar and Share Transfer Agents, M/s C.B. Management Services Private Limited is attached.

Certified to be a true Copy For & on behalf of

The Peerless General Finance & Investment Co. Ltd.

Company Secretary (ACS Membership No. A39589)



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