

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

We have examined the registers, records and books and papers of **WILTON WEAVERS PRIVATE LIMITED** (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. 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. 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 are mentioned in Annexure -I;
 4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. The Company was not required to close its Register of Members/ Security holders, during the period under scrutiny as the case may be.
 6. The Company has not made any advances or loans to its directors or persons or firms referred in Section 185 of the Act 2013.
 7. All related party transactions are made at arm's length price as specified in Section 188 of the Act, as certified by the management;
 8. The Company had no transfer and transmission of shares during the financial year as certified by the management.

Corporate Office: : Kousthubham, # 33/1797, Manakodam Rd, Perandoor, Elamakkara, Kochi, Kerala - 682 026
Ph : +91 98956 32786, E-mail: yogi@directus.co.in

Registered Office: Swastika, First Floor, Chitteth House, P C Road, Vytilla P.O., Cochin - 682 019
Ph: +91 98956 31786, E-mail : balu@directus.co.in



9. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
10. The Company has not declared or paid any dividend during the financial 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. The Board of Directors of the Company is duly constituted. As per the provisions of Section 203 of the Companies Act, 2013, the Company is mandatorily required to appoint a Company Secretary as a whole time KMP, however, the Company has failed to appoint the Company Secretary.
13. Appointment of auditors has been made as per the provisions of Section 139 of the Act;
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, renewed or re-paid any deposit during the year under consideration;
16. The amount borrowed by the Company from bank(s)/ financial institution(s) are in compliance with the applicable laws;
17. The Company has not given any loans, investments or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in relation to loans given and investments made.
18. The Company has not altered the provisions of the Memorandum and Articles of Association during the financial year under review.

FOR BVR & ASSOCIATES COMPANY SECRETARIES LLP



A handwritten signature in black ink, appearing to read "N. Balasubramanian".

CS N. BALASUBRAMANIAN

C P. No.: 4996

M. No.: 6439

UDIN- F006439F003663697

Peer Review No. P2010KE020500

Place: Ernakulam
Date: 03.09.2024

N BALASUBRAMANIAN
Designated Partner
BVR & Associates Company Secretaries LLP
"Swastika", Chitteth Building, PC Road
Ponnurunni (E), Vyttila P.O., Cochin - 682 019
CP No: 4996, FCS 6439
LLP IN AAE-7079

Annexure - I

Forms and returns filed during 2023-2024:

SL NO	DATE	FORM	SRN	PARTICULARS
1	20/05/2023	Form DPT-3	AA3863362	Return of Deposits for financial year 2023-2024
2	05/09/2023	Form AOC-4(XBRL)	F86303757	Filing of Financial Statement for the financial year 2023-2024
3	05/09/2023	Form MGT-7	F84885649	Filing of Annual Return for the financial year 2023-2024
4	12/09/2023	Form MGT-14	AA4773018	Filing of Form MGT-14 for the financial year 2023-2024
5	08/11/2023	Form CHG-1	AA6285848	Modification Of Charge for the financial year 2023-2024

FOR BVR & ASSOCIATES COMPANY SECRETARIES LLP



Place: Ernakulam
Date: 03.09.2024

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CS N. BALASUBRAMANIAN

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