

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U74999HR2004PTC102278

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAICS2274B

(ii) (a) Name of the company

PAYWORLD DIGITAL SERVICES

(b) Registered office address

Nimai Tower, 412-415
6th Floor, Udyog Vihar, Phase-IV
Gurgaon
Gurgaon
Haryana
122015

(c) *e-mail ID of the company

CO*****@IA.COM

(d) *Telephone number with STD code

01*****50

(e) Website

(iii) Date of Incorporation

26/05/2004

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	N	Support service to Organizations	N7	Other support services to organizations	100

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	SMART PAYMENT SOLUTIONS	U74140HR2008PTC102275	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	13,000,000	12,110,000	12,110,000	12,110,000
Total amount of equity shares (in Rupees)	130,000,000	121,100,000	121,100,000	121,100,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	13,000,000	12,110,000	12,110,000	12,110,000

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	130,000,000	121,100,000	121,100,000	121,100,000

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	12,110,000	0	12110000	121,100,000	121,100,000	
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 <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	12,110,000	0	12110000	121,100,000	121,100,000	
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 <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
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)

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		30/09/2023	
Date of registration of transfer (Date Month Year)		29/03/2024	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	04		
Transferor's Name	CHAND		S. PRASAN
	Surname	middle name	first name
Ledger Folio of Transferee	03		

Transferee's Name	<input type="text" value="Skill Lotto Solutions Pvt Ltd"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

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

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

(i) Turnover

590,169,097

(ii) Net worth of the Company

-132,511,946

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	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)	12,110,000	100	0	
10.	Others	0	0	0	
	Total	12,110,000	100	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	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
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Total number of shareholders (other than promoters)

0

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

2

**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	6	4
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	3	0	2	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	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	0	2	0	0	0

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

3

(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)
PRAVEEN KUMAR DH	00369305	Director	0	
LALITH KUMAR BAFN	01541914	Director	0	
RITU GAHLOT	BQNPG2506F	Company Secretar	0	

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

6

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)
AMIT TYAGI	10054814	Director	30/09/2023	Change in designation
AMIT TYAGI	10054814	Director	01/12/2023	cessation
CHHAVI MITTAL	AUXPC6591K	Company Secretary	12/12/2023	cessation
SIMARDEEP MOKH	BPXPM7476M	Company Secretary	12/12/2023	Appointment
SIMARDEEP MOKH	BPXPM7476M	Company Secretary	19/03/2024	cessation
RITU GAHLOT	BQNPG2506F	Company Secretary	20/03/2024	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	30/09/2023	3	3	100

B. BOARD MEETINGS

*Number of meetings held

15

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11/04/2023	3	3	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	18/04/2023	3	3	100
3	21/07/2023	3	3	100
4	26/09/2023	3	3	100
5	29/09/2023	3	3	100
6	27/10/2023	3	2	66.67
7	23/11/2023	3	2	66.67
8	01/12/2023	2	2	100
9	12/12/2023	2	2	100
10	09/01/2024	2	2	100
11	25/01/2024	2	2	100
12	19/02/2024	2	2	100

C. COMMITTEE MEETINGS

Number of meetings held

0

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	30/09/2024
								(Y/N/NA)
1	PRAVEEN KU	15	15	100	0	0	0	Yes
2	LALITH KUMA	15	15	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL Nil

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

0

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

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	CHHAVI MITTAL	COMPANY SEC	796,274	0	0	0	796,274
2	SIMARDEEP MOKH	COMPANY SEC	240,000	0	0	0	240,000
3	RITU GAHLOT	COMPANY SEC	20,000	0	0	0	20,000
	Total		1,056,274	0	0	0	1,056,274

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AMIT TYAGI	DIRECTOR	13,052,229	0	0	0	13,052,229
2	PRAVEEN KUMAR	DIRECTOR	3,700,966	0	0	1,080,000	4,780,966
3	LALITH KUMAR BA	DIRECTOR	2,290,747	0	0	0	2,290,747
	Total		19,043,942	0	0	1,080,000	20,123,942

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

Whether associate or fellow Associate Fellow

Certificate of practice number

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:

- 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

PRAVEEN KUMAR DHABHAI Digitally signed by PRAVEEN KUMAR DHABHAI Date: 2024.11.28 17:12:51 +05'30'

DIN of the director

0*3*9*0*

To be digitally signed by

RITU GAHLOT Digitally signed by RITU GAHLOT Date: 2024.11.28 17:13:43 +05'30'

Company Secretary

Company secretary in practice

Membership number

5*4*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

List of Shareholders_2024.pdf
Updated Form_No_MGT-8 - 2024.pdf
ShowUDIN UDIN.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

List of Shareholders of
Payworld Digital Services Private Limited
(Formerly Known as Sugal & Damani Utility Services Private Limited)
As on 31st March, 2024

S.No.	Name of Shareholder	Address of Shareholder	Amount per share	Number of shares held	Total Value of shares (In INR)	Percentage
1.	Skill Lotto Solutions Private Limited	Shop No.7, Ground Floor, Rayala Towers, Phase-II, No. 781-785, Anna Salai, Chennai- 600002, Tamil Nadu	10/-	10,63,716	1,06,37,160	8.78%
2.	Summit Fiscal management LLP	Shop No. 6, Ground Floor, Rayala Towers, Phase II, No. 781-785, Anna Salai, Chennai-600002	10/-	1,10,46,284	11,04,62,840	91.22%
TOTAL				1,21,10,000	12,11,00,000	100%

For Payworld Digital Services Private Limited



Praveen Dhabhai

Director

[DIN No. 00369305]

Add:- 36 Birch Court, Sector 50,

Nirvana County, Gurgaon

Haryana-122018



PAYWORLD DIGITAL SERVICES PRIVATE LIMITED

(Formerly known as "Sugal & Damani Utility Services Private Limited")

CIN No. U74999HR2004PTC102278

Registered Office: Nimai Tower - 412 - 415, 6th floor, Udyog Vihar, Phase IV, Sector 18, Gurugram, Haryana 122015

Phone: 0124 4590555 | E-mail: contact@payworldindia.com | Web: www.payworldindia.com





YS & Associates
Practicing Company Secretaries

331/18C Street No. 3, Rajgarh Colony,
Delhi 110031, Delhi, India
Contact No. +91-98118 51577 | e-Mail:
csshambhuray11@gmail.com

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2016]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books, and papers of **M/S PAYWORLD DIGITAL SERVICES PRIVATE LIMITED** incorporated on **May 26, 2004**, vide **CIN – U74999HR2004PTC102278** having its registered office at **Nimai Tower, 412-415 6th Floor, Udyog Vihar, Phase-IV, Gurgaon, Gurgaon, Haryana, India, 122015** (“the Company”) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on March 31, 2024.

In my opinion and to the best of my information and according to the examinations carried out by me and explanations and documents 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; **The Company is a Private Limited Company with Share Capital categorized under Indian Non-Govt. Company and have active status as on date. The Company is falling under the category of other than OPC and Small Company and accordingly, the Company has complied with the applicable provisions of the Companies Act, 2013.**
 2. Maintenance of registers/records & making entries therein within the time prescribed therefore - **The Company had maintained all the Statutory registers/records in compliance with the provisions of the Act and the rules made there under and all entries therein have been duly recorded;**
 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/beyond the prescribed time; **Details of Forms filed during 2023-24 under the Companies Act, 2013 and various Rules made thereunder: -**



YS & Associates

Practicing Company Secretaries

S. No.	Form No/ Document	Authority with whom filed	Action Taken	Within Time/ Beyond Time
1.	Form DPT-3	ROC	Form filed with ROC on 16/09/2023 (SRN – AA4964718)	Within Time: - No
2.	Form DIR-12	ROC	Form filed with ROC on 25/10/2023 (SRN – AA5974328)	Within Time: - Yes
3	Form AOC-4XBRL	ROC	Form filed with ROC on 28/10/2023 (SRN – F73642035)	Within Time: - Yes
4.	Form MGT-7	ROC	Form filed with ROC on 25/12/2023 (SRN – F85041705)	Within Time: - Yes
5.	Form DIR-12	ROC	Form filed with ROC on 12/01/2024 (SRN: AA6453197)	Within Time: - Yes
6.	Form DIR-12	ROC	Form filed with ROC on 12/01/2024 (SRN – AA6601577)	Within Time: - No
7.	Form DIR-12	ROC	Form filed with ROC on 19/03/2024 (SRN- AA7119980)	Within Time: - Yes

4. Calling/convening/holding meetings of the 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 the postal ballot, if any, have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed. The details of the meetings conducted by the company during the financial year are as follows:

S. No.	Type of Meeting (BOD/ Members/ Committee)	Date of Meeting	Proper Notice Given	Recorded in Minute Book/ Registers
Board Meetings				
1.	Board Meeting	April 11, 2023	Yes	Yes
2.	Board Meeting	April 18, 2023	Yes	Yes
3.	Board Meeting	July 21, 2023	Yes	Yes
4.	Board Meeting	September 26, 2023	Yes	Yes
5.	Board Meeting	September 29, 2023	Yes	Yes
6.	Board Meeting	October 27, 2023	Yes	Yes
7.	Board Meeting	November 23, 2023	Yes	Yes
8.	Board Meeting	December 01, 2023	Yes	Yes
9.	Board Meeting	December 22, 2023	Yes	Yes
10.	Board Meeting	January 09, 2024	Yes	Yes
11.	Board Meeting	January 25, 2024	Yes	Yes
12.	Board Meeting	February 19, 2024	Yes	Yes
13.	Board Meeting	March 07, 2024	Yes	Yes



YS & Associates

Practicing Company Secretaries

14.	Board Meeting	March 19, 2024	Yes	Yes
15.	Board Meeting	March 29, 2024	Yes	Yes
Members Meetings				
1.	Annual General Meeting	September 30, 2023	Yes	Yes

5. Closure of Register of Members / Security holders, as the case may be. **Being the Company has not closed its Registers of Members/Security holders; Hence the Company is not required to comply with this provision.**
6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; **Being the Company has not given any loans and advances to its directors and/or persons or firms or companies referred in section 185 of the Act, hence the provisions of this section are not applicable.**
7. Contracts/arrangements with related parties as specified in section 188 of the Act; **the Company has entered into contracts/arrangements with related parties in its ordinary course of business and on an arm's length basis, hence the provision of this section does not apply to the Company.**
8. Issue or allotment or transfer or transmission or buyback of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and the issue of security certificates in all instances; **During the current financial year the company has not Issue or allot or transmission or buyback any shares or securities.**

During the year 01 Equity shares were transferred as follows: -

Name of Transferor	Name of Transferee	Folio No. of Transferor	Folio No. of Transferee	No. of Shares	Certificate No.	Distinctive No	
						From	To
Mr. Prasan Chand (Nominee of Skill Lotto Solutions Pvt Ltd.)	Skill Lotto Solutions Pvt Ltd	004	003	01	04	10,000	10,000

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; **Being no instances are existing in respect to keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares, hence the Company is not required to comply with the applicable provisions of the Act.**



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10. Declaration/ payment of a 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; **Being the Company has not declared any dividend during the financial year; hence the provisions of the applicable section are not required to comply.**
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-section (3), (4), and (5) thereof;
- During the financial year under scrutiny, the Company has complied with the provisions of Section 134 of the Act while signing the financial statements & Directors Report under Section 134(3), (4) & (5) for the year ended on March 31, 2024.**
- Further, the Company has also complied with the provisions of Section 134 (3), (4), (5) in respect to the financial statements & Contents & Signing of the Director's Report under Section 134 (3), (4), (5) for the financial year ended on March 31, 2024.**
12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel, and the remuneration paid to them; **The Company has properly constituted Board and during the year under review.**

As on 31st March 2024, the Board of Directors/Key Managerial personnel (KMP) of the Company comprises of the following: -

1. Mr. Praveen Kumar Dhabhai, the director of the Company
2. Mr. Lalith Kumar Bafna, the director of the Company
3. Mrs. Ritu Gahlot, Company Secretary

The following were the changes to the Board and KMP during the Financial year 2023-24: -

Appointments: -

- *During an Annual General Meeting held on September 30, 2023, **Mr. Amit Tyagi (DIN: 10054814)** was regularized as Director of the Company through an ordinary resolution passed by our esteemed shareholders.*
- *The company appointed **Mr. Simardeep Singh Mokha**, as a Company Secretary of the company with effect from December 12th, 2023, to fill the casual vacancy that arose due to the resignation of Ms. Chhavi Mittal.*
- ***Ms. Ritu Gahlot** was appointed as full-time Company secretary of the Company w.e.f 20th March 2024.*

Resignations: -

- ***Mr. Amit Tyagi** resigned as Director of the Company w.e.f. 01st December 2023. The Board of Directors expressed his sincere appreciation and gratitude for the excellent contribution made by him towards the progress of the Company.*
- ***Ms. Chhavi Mittal** resigned as company secretary of the company w.e.f. 12th December 2023. The Board appreciated the invaluable contribution given by Ms. Chhavi Mittal during her tenure as a Company Secretary of the Company.*



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- *Subsequently, Mr. Simardeep Singh Mokha ceased to be Company Secretary of the Company w.e.f. March 19th, 2024.*
13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; **The Auditors, M/s Walker Chandiok & Co LLP, Chartered Accountants, (Firm Registration No. 001076N/N5000131, has been resigned on 28th day of March 2024 and in their place M/s Mahesh Jagmohan & Co; Chartered Accountants (Firm Registration No. 13917N), was appointed as Statutory Auditor in the Extra-ordinary meeting of the Company held on 19th day of April 2024 to fill the casual vacancy. Subsequently, M/s Mahesh Jagmohan & Co; Chartered Accountants re-appointed at the 20th AGM held on September 30, 2024 for the five consecutive years.**
 14. Approvals are required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court, or such other authorities under the various provisions of the Act; **The Company is not required to take any approval under the provisions of the Companies Act, 2013.**
 15. Acceptance/ renewal/ repayment of deposits; **The Company has not accepted any deposits; hence no provisions are required to comply herewith.**
 16. Borrowings from its directors, members, public financial institutions, banks, and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable; **During the year the Company has not borrowed any sums from any directors, members, public financial institutions, banks hence the company is not required to create/ modify/ satisfaction of charges.**
 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; **Being the Company has not provided any 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, hence the company is not required to comply with the provisions of the Act.**
 18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company; **During the financial year, the Company has not altered its Memorandum and Articles of Association, hence the Company is not required to comply herewith.**

For, YS & Associates
Company Secretaries

SHAMBHU
YADAV

Digitally signed by SHAMBHU
YADAV
Date: 2024.11.28 15:15:54
+05'30'

Shambhu Yadav, FCS
Membership Number: 11437
Certificate of Practice No: 16373
UDIN: **F011437F002984110**

Place: New Delhi

Date: November 28, 2024

Note: The observation, qualification, reservation or adverse remarks; if any, stated at the relevant



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place(s).

'ANNEXURE A to Form MGT-8'

To,

PAYWORLD DIGITAL SERVICES PRIVATE LIMITED

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

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations, and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the Secretarial records. The verification was done to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices followed provide a reasonable basis for our opinion.
3. Compliance with the provisions of the Companies Act, 2013 rules, regulations, and standards is the responsibility of management. Our examination was limited to the verification of records.
4. We have relied on the documents and evidence provided physically and through electronic mode.
5. Wherever required, we have obtained the management's representation about the compliance of laws, rules, and regulations and the happening of events, etc.

Disclaimer

6. The certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.