

FORM NO. MGT-7

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

U22122WB2006PLC111821

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCC9925B

(ii) (a) Name of the company

CHHAYA PRAKASHANI LIMITED

(b) Registered office address

1, BIDHAN SARANI
COLLEGE STREET
KOLKATA
West Bengal
700073
In India

(c) *e-mail ID of the company

jsingh.del@schandgroup.com

(d) *Telephone number with STD code

03322573157

(e) Website

www.chhaya.co.in

(iii) Date of Incorporation

15/11/2006

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

(v) Whether company is having share capital

Yes No

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

Yes No

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

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

(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	J	Information and communication	J1	Publishing of Newspapers, Books, periodicals, etc. activities	99.96

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	S Chand And Company Limited	L22219DL1970PLC005400	Holding	100
2	Indian Progressive Publishing	U22219WB1961PTC025317	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	555,000	148,284	148,284	148,284
Total amount of equity shares (in Rupees)	55,500,000	14,828,400	14,828,400	14,828,400

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	555,000	148,284	148,284	148,284
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	55,500,000	14,828,400	14,828,400	14,828,400

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	148,284	148,284	14,828,400	14,828,400	
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						
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						
At the end of the year	0	148,284	148284	14,828,400	14,828,400	
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 capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

0

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

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

Date of the previous annual general meeting		11/09/2020	
Date of registration of transfer (Date Month Year)		19/10/2020	
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.)	100
Ledger Folio of Transferor		IN30226914663387	
Transferor's Name	Private Limited	Publishing House	Eurasia
	Surname	middle name	first name

Ledger Folio of Transferee		IN30226914035246	
Transferee's Name	Gupta		Savita
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	02/12/2020
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	100
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Ledger Folio of Transferor		IN30226914663387	
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Transferor's Name	Private Limited	Publishing House	Eurasia
	Surname	middle name	first name

Ledger Folio of Transferee		IN30021421336105	
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Transferee's Name	Jhunjhnuwala		Neerja
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	02/12/2020
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	100
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Ledger Folio of Transferor		IN30226914663387	
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Transferor's Name	Private Limited	Publishing House	Eurasia
	Surname	middle name	first name

Ledger Folio of Transferee		IN30415810010874	
Transferee's Name	Gupta		Himanshu
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	02/12/2020
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	100
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Ledger Folio of Transferor		IN30226914663387	
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Transferor's Name	Private Limited	Publishing House	Eurasia
	Surname	middle name	first name

Ledger Folio of Transferee		IN30021426549603	
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Transferee's Name	Jhunjhnuwala	Kumar	Gaurav
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	02/12/2020
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	100
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Ledger Folio of Transferor		IN30226914663387	
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Transferor's Name	Private Limited	Publishing House	Eurasia
	Surname	middle name	first name

Ledger Folio of Transferee		IN30021426555239	
Transferee's Name	Jhunjnuwala	Kumar	Dinesh
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	02/12/2020
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	100
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Ledger Folio of Transferor		IN30226914663387	
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Transferor's Name	Private Limited	Publishing House	Eurasia
	Surname	middle name	first name

Ledger Folio of Transferee		IN30226914035300	
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Transferee's Name	Gupta		Ankita
	Surname	middle name	first name

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

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

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

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

Details of debentures

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

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

(i) Turnover

746,689,453

(ii) Net worth of the Company

1,042,741,339

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		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)	148,278	100	0	
10.	Others Nominee of body corporate	6	0	0	
	Total	148,284	100	0	0

Total number of shareholders (promoters)

8

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

8

**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	8
Members (other than promoters)	0	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. Promoter	0	0	0	0	0	0
B. Non-Promoter	0	5	0	4	0	0
(i) Non-Independent	0	3	0	3	0	0
(ii) Independent	0	2	0	1	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	0	5	0	4	0	0

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

5

(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)
Himanshu Gupta	00054015	Director	0	
Dinesh Kumar Jhunjhnu	00282988	Director	0	
Rajagopalan Chandrasekhar	03634002	Director	0	
Naveen Rajlani	08362708	Director	0	
Prateek Dhanuka	AGFPD9782R	CEO	0	

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

1

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)
Sanjay Vijay Bhandarka	01260274	Director	08/03/2021	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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	11/09/2020	2	2	100
Extra Ordinary General Meeting	11/01/2021	8	2	100
Extra Ordinary General Meeting	12/02/2021	8	2	100

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/06/2020	5	5	100
2	12/08/2020	5	4	80
3	09/11/2020	5	4	80
4	10/12/2020	5	3	60
5	09/02/2021	5	4	80

C. COMMITTEE MEETINGS

Number of meetings held

6

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	Audit Committee	25/06/2020	3	3	100
2	Audit Committee	12/08/2020	3	2	66.67
3	Audit Committee	09/11/2020	3	2	66.67
4	Audit Committee	10/12/2020	3	2	66.67
5	Audit Committee	09/02/2021	3	3	100
6	Corporate Social Responsibility	25/06/2020	3	3	100

D. * ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	13/09/2021
								(Y/N/NA)
1	Himanshu Gupta	5	4	80	1	1	100	Yes
2	Dinesh Kumar	5	4	80	0	0	0	Yes
3	Rajagopalan Chandrasekhar	5	2	40	6	3	50	No
4	Naveen Rajlaxmi	5	5	100	6	6	100	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Prateek Dhanuka	CEO	6,153,764	0	0	604,627	6,758,391
	Total		6,153,764	0	0	604,627	6,758,391

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rajagopalan Chandrasekhar	Director	0	0	0	125,000	125,000
2	Sanjay Vijay Bhandari	Director	0	0	0	250,000	250,000
	Total		0	0	0	375,000	375,000

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

Suresh Kumar Gupta

Whether associate or fellow

Associate Fellow

Certificate of practice number

5204

I/We certify that:

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

Declaration

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

To be digitally signed by



Company Secretary

Company secretary in practice

Membership number

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 Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

List of shareholders-Chhaya-31032021.pdf MGT-8-Chhaya.pdf
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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



- ▶ **REGISTERED OFFICE :** 1 Bidhan Sarani, College Street, Kolkata - 700073, West Bengal, India Dial: +91 033 2257 3157
- ▶ **CITY OFFICE :** 'Godrej Waterside', Unit No. 902, 9th Floor, Tower 1, Block DP, Sector V, Salt Lake, Kolkata - 700091 Dial: +91 033 4070 9000
- ▶ **BRANCH OFFICE :** Dhaleswar Jail Ashram Road, P.O.: Dhaleswar, Agartala (W) Tripura 799007

List of Equity Shareholders of Chhaya Prakashani Limited as on March 31, 2021

Sl. No.	Name of shareholder	DP ID & Client ID	No. of equity shares held	% of Shares held
1	S Chand And Company Limited	IN302269-14134368	103,102	69.53
2	Eurasia Publishing House Private Limited	IN302269-14663387	45,176	30.47
3	Ms. Ankita Gupta	IN302269-14035300	1	Negligible
4	Mr. Dinesh Kumar Jhunjhnuwala	IN300214-26555239	1	Negligible
5	Mr. Gaurav Kumar Jhunjhnuwala	IN300214-26549603	1	Negligible
6	Mr. Himanshu Gupta	IN304158-10010874	1	Negligible
7	Ms. Neerja Jhunjhnuwala	IN300214-21336105	1	Negligible
8	Ms. Savita Gupta	IN302269-14035246	1	Negligible
	Total		148,284	100

For Chhaya Prakashani Limited

Himanshu Gupta

Director

DIN: 00054015

Address: A-27, 2nd Floor,
Mohan Co-operative Industrial Estate,
New Delhi-110044

SURESH GUPTA & ASSOCIATES

COMPANY SECRETARIES

204, Silver Complex, A-73, Opp. Metro Pillar No. 60, Near Nirman, Vihar Metro Station,
Laxmi Nagar, Delhi-110092

Mob. 9312257002, Ph. 011-43061664, Mail: sureshguptacs@gmail.com, www.sureshgupta.in

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **M/s Chhaya Prakashani 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 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; Deemed Public Limited Company (Subsidiary of Public Limited Company);
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, certain forms have been filed beyond the prescribed timelines with additional fees;
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, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. The Company has not closed its Register of Members/Security holders during the aforesaid financial year;

Contd.....2

M/s Chhaya Prakashani Limited2

6. In our opinion and according to the information and explanations given to us, the Company has not made any loans and advances to its Directors or persons or firms or Companies referred in section 185 of the Act.

7. All related party transactions/contracts that were entered into during the financial year, are in compliance with Section 177 and 188 of the Act;

8. During the year, the Company has not issued, allotted and transferred any securities and there was no buyback of securities/redemption of preference share or debenture/alteration or reduction of share capital/ conversion of shares/securities and issue of security certificates in all instances.

However, during the year under review, Eurasia Publishing House Private Limited, existing shareholder of the Company had transferred 6 (six) equity shares of the Company to individuals as nominee shareholders of the Company.

9. There was no instance for 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. During the year, the Company has not declared any dividend and there was no requirement for 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 statements is as per the provisions of section 134 of the Act and report of Directors is as per sub - sections (3) and (5) thereof;

12. The Company has duly complied with the provisions of Act and Rules made their under with respect to constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors/ Independent Directors, Key Managerial Personnel and the remuneration paid to them;

13. Appointment/ reappointment/ filling up casual vacancies of Auditors is as per the provisions of section 139 of the Act;

14. During the year under review, the Board of Directors at its meeting held on June 25, 2020 approved the draft Scheme of Amalgamation drawn pursuant to Sec 230 to Sec 232 of the Act and read with The Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 for Amalgamation of EURASIA PUBLISHING HOUSE PRIVATE LIMITED with CHHAYA PRAKASHANI PRIVATE LIMITED with appointed date as 1st April, 2020. The said scheme was filed by the Company with Hon'ble National Company Law Tribunal ("NCLT"), Kolkata Bench on March 31, 2021. The said Scheme is pending for approval of the Hon'ble NCLT.

15. During the period under review, the Company has not accepted/renewed/repaid deposits;

16. The Company has not obtained secured and unsecured borrowings from its directors, members, Banks and Public financial Institutions;

Contd.....3

M/s Chhaya Prakashani Limited3

17. During the period under review, the Company has complied with the provisions of Section 186 of the Act and rules made thereunder in respect of loans given and investment made. The Company has not given any guarantee nor provided any security during the year under review.

18. During the year under review, the shareholders of the Company by passing special resolutions in their Extra Ordinary General Meeting held on January 11, 2021, approved the matters regarding conversion of the Company into a Public Limited Company and replacing the existing set of Articles of Association of the Company with a new set of Articles of Association in light of conversion of the Company from a private limited Company to a public limited Company. The Registrar of Companies approved the conversion of Company into a Public Limited Company and issued a fresh certificate of incorporation dated 18th February, 2021.

*For Suresh Gupta & Associates
Company Secretaries*



*Suresh Gupta
(Proprietor)*

FCS No.:5660

CP No.:5204

Peer Review Cert. No. 740/2020

UDIN: F005660C001203923

Date : 18.10.2021

Place: Noida