

# 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

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 LIMITEE

(b) Registered office address

1, BIDHAN SARANI COLLEGE STREET NA  
KOLKATA  
West Bengal  
700073  
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

(iv)	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	99.68

## 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	S CHAND AND COMPANY LIM	L22219DL1970PLC005400	Holding	100
2	INDIAN PROGRESSIVE PUBLIS	U22219WB1961PTC025317	Subsidiary	100
3	EDUTOR TECHNOLOGIES INDI	U80904AP2009PTC064404	Associate	24.01

## 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	111,437	111,437	111,437
Total amount of equity shares (in Rupees)	55,500,000	11,143,700	11,143,700	11,143,700

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	555,000	111,437	111,437	111,437
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	55,500,000	11,143,700	11,143,700	11,143,700

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	0	111,437	111437	11,143,700	11,143,700	

<b>Increase during the year</b>	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"/>						
<b>Decrease during the year</b>	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"/>						
<b>At the end of the year</b>	0	111,437	111,437	11,143,700	11,143,700	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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"/>						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	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	<input type="text" value="21/09/2022"/>		
Date of registration of transfer (Date Month Year)	<input type="text" value="16/09/2022"/>		
Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text" value="1"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="100"/>

Ledger Folio of Transferor		IN302269-14134368	
Transferor's Name			S Chand And Company Limited
	Surname	middle name	first name
Ledger Folio of Transferee		IN302269-14035246	
Transferee's Name	Gupta		Savita
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		16/09/2022	
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		IN302269-14134368	
Transferor's Name			S Chand And Company Limited
	Surname	middle name	first name
Ledger Folio of Transferee		IN304158-10010874	
Transferee's Name	Gupta		Himanshu
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		16/09/2022	
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		IN302269-14134368	
Transferor's Name			S Chand And Company Limited
	Surname	middle name	first name
Ledger Folio of Transferee		IN300214-18498377	
Transferee's Name	Jhunjhnuwala	Kumar	Dinesh
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		16/09/2022	
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		IN302269-14134368	
Transferor's Name			S Chand And Company Limited
	Surname	middle name	first name
Ledger Folio of Transferee		IN300214-21336105	
Transferee's Name	Jhunjhnuwala		Neerja
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		07/10/2022	
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		IN302269-14134368	
Transferor's Name			S Chand And Company Limited
	Surname	middle name	first name
Ledger Folio of Transferee		IN302269-14035300	
Transferee's Name	Gupta		Ankita
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		07/10/2022	
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		IN302269-14134368	
Transferor's Name			S Chand And Company Limited
	Surname	middle name	first name
Ledger Folio of Transferee		IN300214-26549603	
Transferee's Name	Jhunjhnuwala	Kumar	Gaurav
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	



Ledger Folio of Transferor		<input type="text"/>		
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>	
	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	6,916	100000	691,600,000
<b>Total</b>			691,600,000

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	691,600,000	0	0	691,600,000

**(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
<b>Total</b>	<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**

1,153,889,589

**(ii) Net worth of the Company**

1,598,584,592

**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)	111,431	99.99	0	
10.	Others Nominee of Body Corporate	6	0.01	0	
	<b>Total</b>	111,437	100	0	0

**Total number of shareholders (promoters)**

7

**(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	
	<b>Total</b>	0	0	0	0

**Total number of shareholders (other than promoters)**

0

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

7

**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	7	7
Members (other than promoters)	0	0
Debenture holders	1	1

## 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
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	0	4	0	4	0	0
(i) Non-Independent	0	3	0	3	0	0
(ii) Independent	0	1	0	1	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	<b>0</b>	<b>4</b>	<b>0</b>	<b>4</b>	<b>0</b>	<b>0</b>

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 Chandras	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

0

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

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

2

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	21/09/2022	7	5	99.99
Extra Ordinary General Meeting	14/11/2022	7	5	99.99

### 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	23/05/2022	4	3	75
2	05/08/2022	4	3	75
3	11/11/2022	4	3	75
4	06/02/2023	4	4	100
5	16/03/2023	4	2	50

### C. COMMITTEE MEETINGS

Number of meetings held

4

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	Corporate Soc	11/11/2022	3	2	66.67
2	Administrative	15/06/2022	3	3	100
3	Administrative	22/09/2022	3	2	66.67

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
4	Administrative	09/01/2023	3	2	66.67

**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	19/09/2023
								(Y/N/NA)
1	Himanshu Guj	5	4	80	4	4	100	Yes
2	Dinesh Kumar	5	2	40	3	3	100	No
3	Rajagopalan C	5	5	100	1	1	100	Yes
4	Naveen Rajlar	5	4	80	4	1	25	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	8,520,600	0	253,830	400,500	9,174,930
	Total		8,520,600	0	253,830	400,500	9,174,930

Number of other directors whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Rajagopalan Chand	Director	0	0	0	180,000	180,000
	Total		0	0	0	180,000	180,000

**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

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.

### 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

HIMANSHU GUPTA  
Digitally signed by HIMANSHU GUPTA  
Date: 2023.11.18 11:29:08 +0530'

DIN of the director

00054015

#### To be digitally signed by

SURESH KUMAR GUPTA  
Digitally signed by SURESH KUMAR GUPTA  
Date: 2023.11.18 13:17:44 +0530'

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

MGT-8-Chhaya-FY2022-23.pdf  
List of shareholder- Chhaya-31032023.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**





- ▶ **REGISTERED OFFICE** : 1 Bidhan Sarani, College Street, Kolkata - 700073, West Bengal, India Dial: +91 033 2257 3157
- ▶ **CITY OFFICE** : 'Infinity Benchmark', Unit No. 1301, 13th Floor, Block GP, Electronics Complex, Sector V, Salt Lake, Kol - 91, Dial: +91 033 4070 9000
- ▶ **BRANCH OFFICE** : Dhaleswar Jail Ashram Road, P.O.: Dhaleswar, Agartala (W) Tripura 799007

**List of shareholders of Chhaya Prakashani Limited  
as on March 31, 2023**

Sl. No.	Name of Shareholders	DP ID – Client ID	No. of equity shares of face value of Rs. 100/- each	% of total share capital
1	S Chand And Company Limited	IN302269- 14134368	1,11,431	100.00
2	Ms. Savita Gupta (Nominee of S Chand And Company Limited)	IN302269-14035246	1	Negligible
3	Mr. Himanshu Gupta (Nominee of S Chand And Company Limited)	IN304158- 10010874	1	Negligible
4	Mr. Dinesh Kumar Jhunjhnuwala (Nominee of S Chand And Company Limited)	IN300214- 18498377	1	Negligible
5	Mrs. Neerja Jhunjhnuwala (Nominee of S Chand And Company Limited)	IN300214- 21336105	1	Negligible
6	Mrs. Ankita Gupta (Nominee of S Chand And Company Limited)	IN302269- 14035300	1	Negligible
7	Mr. Gaurav Kumar Jhunjhnuwala (Nominee of S Chand And Company Limited)	IN300214- 26549603	1	Negligible
	<b>Total</b>		<b>1,11,437</b>	<b>100.00</b>

Certified to be true

**For Chhaya Prakashani Limited**



**Himanshu Gupta**

**Director**

**DIN: 00054015**

**Address: A-27, 2<sup>nd</sup> Floor,**

**Mohan Co-operative Industrial Estate,**

**New Delhi-110044**



# Chhaya Prakashani Limited

www.chhaya.co.in • email: info.cpl@chhaya.co.in

infinite learning



S. CHAND  
GROUP

- ▶ **REGISTERED OFFICE :** 1 Bidhan Sarani, College Street, Kolkata - 700073, West Bengal, India Dial: +91 033 2257 3157
- ▶ **CITY OFFICE :** 'Infinity Benchmark', Unit No. 1301, 13th Floor, Block GP, Electronics Complex, Sector V, Salt Lake, Kol - 91, Dial: +91 033 4070 9000
- ▶ **BRANCH OFFICE :** Dhaleswar Jail Ashram Road, P.O.: Dhaleswar, Agartala (W) Tripura 799007

**List of debenture holders of Chhaya Prakashani Limited  
as on March 31, 2023**

Sl. No.	Name of Debenture Holder	Folio No.	No. of debentures of face value of Rs. 1,00,000/- each	% of total debentures
1	S Chand And Company Limited	OCRD-01	6,916	100.00
		<b>Total</b>	<b>6,916</b>	<b>100.00</b>

Certified to be true

**For Chhaya Prakashani Limited**



**Himanshu Gupta**

**Director**

**DIN: 00054015**

**Address: A-27, 2<sup>nd</sup> 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,  
LaxmiNagar, Delhi-110092

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

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### 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 31<sup>st</sup> March, 2023. 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; Public Limited Company.
  2. Maintenance of registers / records & making entries therein within the time prescribed therefore.
  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, a form was filed beyond the prescribed timeline 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.
  6. According to information and explanations given to us, the Company has not granted any loan and advance to its directors or persons or firms or companies referred in Section 185 of the Act, However, the Company has provided loans to its fellow subsidiaries. The same were in compliance with the provisions of section 185 of the Act.

**M/s. Chhaya Prakashani Limited .....2**

7. In our opinion, all transactions with the related parties are in compliance with Section 188 of the Act, where applicable, and the requisite details have been disclosed in the financial statements. Further, in our opinion, the Company is not required to constitute audit committee under Section 177 of the Act.
8. During the year, pursuant to amalgamation of Eurasia Publishing House Private Limited with and into the Company and in accordance with the scheme of amalgamation approved by the Hon`ble National Company Law Tribunal, Kolkata Bench vide its order dated April 21, 2022, the Company allotted 8,335 equity shares of face value of Rs. 100/- each to the existing shareholders of Eurasia Publishing House Private Limited. Pursuant to said scheme of amalgamation, 45,182 equity shares of the Company as held by Eurasia Publishing House Private Limited and its nominee have been cancelled and the share capital of the Company has been reduced with such cancelled shares.

Except above, the Company has not issued, allotted and transferred any securities and there was no buyback of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities and issue of security certificates.

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 there 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 / re-appointment / filling up casual vacancies of Auditors are as per the provisions of section 139 of the Act.
14. The Hon`ble National Company Law Tribunal, Kolkata Bench (“NCLT”) vide its order dated April 21, 2022 approved the Scheme of Amalgamation of Eurasia Publishing House Private Limited (“**Transferor Company**”) with the Company. The said scheme of Amalgamation is effective from the appointed date (i.e. April 01, 2020) but operative with effect from May 04, 2022 (i.e. the date of filing the certified copy of NCLT order by Transferor and Transferee Company with Registrar of Companies). Accordingly, the Transferor Company has been amalgamated with and into the Company and dissolved with effect from May 04, 2022.
15. During the period under review, the Company has not accepted/renewed/repaid deposits.

**M/s. Chhaya Prakashani Limited .....3**

16. During the year the Company has obtained secured borrowings from a financial Institution for which provisions related to creation /modification /satisfaction of charges have been complied with, wherever applicable.
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 investments made. The Company has not given any guarantee nor provided any security during the year under review.
18. During the period under review, the Company has not altered its Memorandum and Articles of Association of the Company.

*For Suresh Gupta & Associates  
Company Secretaries*



**Suresh Gupta  
(Proprietor)  
FCS No.:5660  
CP No.:5204**



**Peer Review Cert. No. 740/2020  
UDIN: F005660E001472037**

**Date: 26/10/2023  
Place: Noida**