

Form No. MGT-7

Form language

 English Hindi**Annual Return (other than OPCs and Small Companies)**

[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]

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

U40106HR2022PLC103798

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

 Original Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	RESONIA LIMITED	RESONIA LIMITED
Registered office address	RMZ Infinity, 5th Floor, Plot No. 15,,Phase IV, Udyog Vihar, Gurugram, Palam Road, Palam Road, Gurgaon, Haryana, India, 122015	DLF Cyber Park, Tower-B, 9th Floor, Udyog Vihar, Phase III, Sector-20, Gurugram, Haryana-122008, India
Latitude details	28.489681	28.4950
Longitude details	77.079216	77.0895

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Resonia_Pictures.pdf

(b) *Permanent Account Number (PAN) of the company

AB*****4A

(c) *e-mail ID of the company

*****tarial.grid@sterlite.com

(d) *Telephone number with STD code

01*****00

(e) Website

www.resonia.com

iv *Date of Incorporation (DD/MM/YYYY)

23/05/2022

v (a) *Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

Yes

No

vii (a) Whether shares listed on recognized Stock Exchange(s)

Yes

No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U72400MH2004PLC147094	NSDL DATABASE MANAGEMENT LIMITED	4th Floor, Tower 3, One International Center, Senapati Bapat Marg, Prabhadevi, Mumbai - 400 013, Mumbai, Mumbai, Maharashtra, India, 400013	INR000004181

ix * (a) Whether Annual General Meeting (AGM) held

Yes

No

(b) If yes, date of AGM (DD/MM/YYYY)

17/12/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

Yes

No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

AB6579453

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

31/12/2025

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	D	Electricity, gas, steam and air condition supply	35	Electric power generation, transmission and distribution	100

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

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

19

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U29190PN2016PLC209044		STERLITE GRID 5 LIMITED	Holding	51
2	U29309HR2018PLC111970		STERLITE GRID 13 LIMITED	Subsidiary	100
3	U29300HR2018PLC113220		STERLITE GRID 14 LIMITED	Subsidiary	100
4	U29110DN2019PLC005565		STERLITE GRID 18 LIMITED	Subsidiary	100
5	U29307HR2019PLC130045		STERLITE GRID 19 LIMITED	Subsidiary	100
6	U40200HR2019PLC130046		STERLITE GRID 27 LIMITED	Subsidiary	100
7	U40100DN2019PLC005578		STERLITE GRID 29 LIMITED	Subsidiary	100
8	U40106HR2022PLC105370		STERLITE GRID 38 LIMITED	Subsidiary	100

9	U40106HR2017PLC113920		GOA-TAMNAR TRANSMISSION PROJECT LIMITED	Subsidiary	51.95
10	U40100HR2018PLC113474		MUMBAI URJA MARG LIMITED	Subsidiary	51
11	U40100HR2018PLC113222		UDUPI KASARGODE TRANSMISSION LIMITED	Subsidiary	0
12	U40105HR2019PLC113221		LAKADIA- VADODARA TRANSMISSION PROJECT LIMITED	Subsidiary	50
13	U40106HR2021PLC113458		NANGALBIBRA- BONGAIGAON TRANSMISSION LIMITED	Subsidiary	100
14	U40106HR2021PLC120177		KISHTWAR TRANSMISSION LIMITED	Subsidiary	100
15	U40106HR2022PLC138791		FATEHGARH III BEAWAR TRANSMISSION LIMITED	Subsidiary	49
16	U40106HR2022PLC138063		BEAWAR TRANSMISSION LIMITED	Subsidiary	49
17	U42201HR2023PLC137730		NEEMRANA II KOTPUTLI TRANSMISSION LIMITED	Subsidiary	100
18	U42202HR2023PLC137672		KHAVDA IV C POWER TRANSMISSION LIMITED	Subsidiary	49
19	U42201HR2025PLC137671		ANANTAPUR II REZ TRANSMISSION LIMITED	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	350000000.00	162481254.00	162481254.00	162481254.00
Total amount of equity shares (in rupees)	3500000000.00	1624812540.00	1624812540.00	1624812540.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	350000000	162481254	162481254	162481254
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3500000000.00	1624812540.00	1624812540	1624812540

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	100000000.00	10962356.00	10962356.00	10962356.00
Total amount of preference shares (in rupees)	1000000000.00	109623560.00	109623560.00	109623560.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Compulsorily Convertible Preference Shares				
Number of preference shares	100000000	10962356	10962356	10962356
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1000000000.00	109623560.00	109623560	109623560

(c) Unclassified share capital

Particulars	Authorised Capital
-------------	--------------------

Total amount of unclassified shares

0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	52537235	52537235.00	525372350	525372350	
Increase during the year	0.00	109944019.00	109944019.00	1099440190.00	1099440190.00	3101478485.10
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	64262385	64262385.00	642623850	642623850	3101478485.10
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	45681634	45681634.00	456816340	456816340	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Not Applicable	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Not Applicable	0	0	0.00	0	0	
At the end of the year	0.00	162481254.00	162481254.00	1624812540.00	1624812540.00	
(ii) Preference shares						

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the beginning of the year	0	76643990	76643990.00	766439900	766439900	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <input type="text" value="Not Applicable"/>	0	0	0.00	0	0	
Decrease during the year	0.00	65681634.00	65681634.00	656816340.00	656816340.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <input type="text" value="Conversion of CCPS I and CCPS II into Equity"/>	0	65681634	65681634.00	656816340	656816340	
At the end of the year	0.00	10962356.00	10962356.00	109623560.00	109623560.00	

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		<input type="text"/>
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

Number of transfers

10

Attachments:

1. Details of shares/Debentures Transfers

Resonia_Transfer Details.xlsm

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

(a) Non-convertible debentures

*Number of classes

1

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non-Convertible Debentures	5000000	1000	5000000000.00
Total	5000000.00	1000.00	5000000000.00

Classes of non-convertible 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	5000000000	0	5000000000.00
Total	0.00	5000000000.00	0.00	5000000000.00

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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

Total				
--------------	--	--	--	--

(c) Fully convertible debentures

*Number of classes

1

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Compulsorily Convertible Debentures	1956949158	10	19569491580.00
Total	1956949158.00	10.00	19569491580.00

Classes of fully convertible 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
Compulsorily Convertible Debentures	3196037980	16373453600	0	19569491580.00
Total	3196037980.00	16373453600.00	0.00	19569491580.00

(d) Summary of Indebtedness

Particulars	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	0.00	5000000000.00	0.00	5000000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	3196037980.00	16373453600.00	0.00	19569491580.00
Total	3196037980.00	21373453600.00	0.00	24569491580.00

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

22831887591

ii * Net worth of the Company

3579994342

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00

9	Body corporate (not mentioned above)	82865434	51.00	10962356	100.00
10	Others	6	0.00	0	0.00
	Nominee Shareholders				
	Total	82865440.00	51	10962356.00	100

Total number of shareholders (promoters)

7

B 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	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00

9	Body corporate (not mentioned above)	79615814	49.00	0	0.00
10	Others <input type="text"/>	0	0.00	0	0.00
	Total	79615814.00	49	0.00	0

Total number of shareholders (other than promoters)

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

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	3
2	Individual - Male	3
3	Individual - Transgender	0
4	Other than individuals	2
	Total	8.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of 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)	1	1
Debenture holders	2	3

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	1	4	1	5	0.00	0.00
i Non-Independent	1	3	1	3	0	0
ii Independent	0	1	0	2	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	1	4	1	5	0.00	0.00

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

9

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
ASHOK AMRUTLAL GANDHI	AFPPG8837B	CFO	0	20/06/2025
NITISH HEMDANI	09823849	Director	0	
POOJA SOMANI	07131449	Director	0	
ANOOP SETH	00239653	Additional Director	0	

ARUN SHARMA	ACTPS1968E	CEO	0	
. UPASNA	AEHPU0436M	Company Secretary	1	
PRATIK PRAVIN AGARWAL	03040062	Director	0	
ARUN SHARMA	08217295	Whole-time director	0	
HEMANT VASANT JOSHI	10663424	Director	0	

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

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
ARUN SHARMA	08217295	Whole-time director	01/04/2024	Change in designation
ARUN SHARMA	ACTPS1968E	CEO	01/04/2024	Appointment
HEMANT VASANT JOSHI	10663424	Additional Director	24/06/2024	Appointment
SIAN CHUAN JASON CHAN	02265678	Director	24/06/2024	Cessation
ASHOK AMRUTLAL GANDHI	AFPPG8837B	CFO	11/09/2024	Appointment
ANOOP SETH	00239653	Additional Director	25/03/2025	Appointment
HEMANT VASANT JOSHI	10663424	Director	24/06/2024	Change in designation

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

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

*Number of meetings held

8

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra-Ordinary General Meeting	09/05/2024	8	7	99.99

Extra-Ordinary General Meeting	17/05/2024	8	7	99.99
Extra-Ordinary General Meeting	28/05/2024	8	7	99.99
Extra-Ordinary General Meeting	24/06/2024	8	6	99.99
Annual General Meeting	30/09/2024	8	7	99.99
Extra-Ordinary General Meeting	18/10/2024	8	7	99.99
Extra-Ordinary General Meeting	26/11/2024	8	6	99.99
Extra-Ordinary General Meeting	13/12/2024	8	6	99.99

B BOARD MEETINGS

*Number of meetings held

17

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/04/2024	5	4	80
2	09/05/2024	5	3	60
3	17/05/2024	5	3	60
4	28/05/2024	5	3	60
5	24/06/2024	6	5	83.33
6	05/08/2024	5	3	60
7	09/08/2024	5	4	80
8	29/08/2024	5	4	80
9	11/09/2024	5	4	80
10	30/09/2024	5	3	60
11	18/10/2024	5	4	80
12	30/10/2024	5	3	60

13	26/11/2024	5	4	80
14	13/12/2024	5	3	60
15	13/03/2025	5	4	80
16	25/03/2025	6	6	100
17	31/03/2025	6	3	50

C COMMITTEE MEETINGS

Number of meetings held

16

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee Meeting	27/04/2024	3	2	66.67
2	Audit Committee Meeting	09/05/2024	3	3	100
3	Audit Committee Meeting	17/05/2024	3	3	100
4	Audit Committee Meeting	28/05/2024	3	3	100
5	Audit Committee Meeting	24/06/2024	3	3	100
6	Audit Committee Meeting	05/08/2024	3	3	100
7	Audit Committee Meeting	09/08/2024	3	3	100
8	Audit Committee Meeting	29/08/2024	3	3	100
9	Audit Committee Meeting	11/09/2024	3	3	100
10	Audit Committee Meeting	30/09/2024	3	2	66.67
11	Audit Committee Meeting	18/10/2024	3	3	100
12	Audit Committee Meeting	30/10/2024	3	2	66.67
13	Audit Committee Meeting	26/11/2024	3	3	100

14	Audit Committee Meeting	13/12/2024	3	3	100
15	Audit Committee Meeting	13/03/2025	3	3	100
16	Audit Committee Meeting	31/03/2025	3	2	66.67

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 17/12/2025 (Y/N/NA)
		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	
1	NITISH HEMDANI	17	11	64	0	0	0	No
2	POOJA SOMANI	17	15	88	16	13	81	No
3	ANOOP SETH	2	2	100	1	1	100	Yes
4	PRATIK PRAVIN AGARWAL	17	1	5	0	0	0	No
5	ARUN SHARMA	17	17	100	15	15	100	Yes
6	HEMANT VASANT JOSHI	13	12	92	11	10	90	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
1	Arun Sharma	Whole-time director	33644366	0	0	0	33644366.00
	Total		33644366.00	0.00	0.00	0.00	33644366.00

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Ashok Amrutlal Gandhi	CFO	5650152	0	0	0	5650152.00
2	Upasna	Company Secretary	2242494	0	0	0	2242494.00
	Total		7892646.00	0.00	0.00	0.00	7892646.00

C *Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	Total		0.00	0.00	0.00	0.00	0.00

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

9

XIV Attachments

(a) List of share holders, debenture holders

Resonia_Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

Resonia_List of Debenture
holders_2025_Signed.pdf
Resonia_List of
Shareholders_2025_Signed.pdf
Resonia_Clarification Letter_MGT-
7_2025_Signed.pdf
Resonia_Form_MGT-
8_2025_F_Signed.pdf
Resonia_GNL-1_Approval
Letter.pdf

XV 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.

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 applicable 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 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 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.

I/ We have examined the registers, records and books and papers of RESONIA LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ 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 within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions 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 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Mehak Gupta

Date (DD/MM/YYYY)

13/02/2026

Place

Delhi

Whether associate or fellow:

Associate

Fellow

Certificate of practice number

1*0*3

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

* (a) DIN/PAN/Membership number of Designated Person

35329

* (b) Name of the Designated Person

. UPASNA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 05 dated*

(DD/MM/YYYY) 14/03/2024 to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*2*7*9*

***To be digitally signed by**

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

3*3*9

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC2247329

eForm filing date (DD/MM/YYYY)

13/02/2026

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