

# 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]



# 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
- Global Location Number (GLN) of the company
- \* Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- Ananta One, Pride Hotel Lane, Narveer Tanaji Wadi, City Survey No.1579, Shivajinagar NA  
Pune  
Pune  
Maharashtra  
411005
- (c) \*e-mail ID of the company
- (d) \*Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (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

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	K	Financial and insurance Service	K3	Life/Non-life Insurance and Reinsurance activities	0

## 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	Oben Ventures LLP		Holding	69.58

## 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	200,000,000	32,680,000	32,680,000	32,680,000
Total amount of equity shares (in Rupees)	2,000,000,000	326,800,000	326,800,000	326,800,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	200,000,000	32,680,000	32,680,000	32,680,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,000,000,000	326,800,000	326,800,000	326,800,000

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	0	10,000	10000	100,000	100,000	
<b>Increase during the year</b>	0	32,670,000	32670000	326,700,000	326,700,000	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	32,670,000	32670000	326,700,000	326,700,000	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	32,680,000	32680000	326,800,000	326,800,000	
<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 <input type="text"/>						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE0MK301015

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

Date of registration of transfer (Date Month Year)	<input type="text"/>
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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	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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
<b>Total</b>			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**

0

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

234,445,195

**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)	22,739,994	69.58	0	
10.	Others	0	0	0	
	<b>Total</b>	22,739,994	69.58	0	0

**Total number of shareholders (promoters)**

1

**(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	6	0	0	
	(ii) Non-resident Indian (NRI)	9,940,000	30.42	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>	9,940,006	30.42	0	0
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**Total number of shareholders (other than promoters)**

7

**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	1	1
Members (other than promoters)	1	7
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
<b>A. Promoter</b>	0	1	0	2	0	0
<b>B. Non-Promoter</b>	0	1	1	1	0	0
(i) Non-Independent	0	1	1	1	0	0
(ii) Independent	0	0	0	0	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>	0	2	1	3	0	0

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

7

**(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)
Kamesh Goyal	01816985	Director	6	
Sameer Bakshi	07634138	Director	0	14/07/2023
Philip Varghese	03410192	Director	0	
Srinivasan Parthasarath	05338278	Managing Director	0	
Srinivasan Parthasarath	AUBPP4696G	CEO	0	
Gunjan Basu	AJJPB7913P	CFO	0	
Priyanka Garg	AQSPG6177C	Company Secretar	0	

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

5

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)
Philip Varghese	03410192	Director	22/04/2022	Appointment
Srinivasan Parthasarath	05338278	Managing Director	03/11/2022	Appointment
Srinivasan Parthasarath	AUBPP4696G	CEO	03/11/2022	Appointment
Gunjan Basu	AJJPB7913P	CFO	18/11/2022	Appointment
Priyanka Garg	AQSPG6177C	Company Secretar	18/11/2022	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

7

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	22/04/2022	7	5	0
Extra-Ordinary General Meeting	26/05/2022	7	5	0
Extra-Ordinary General Meeting	25/06/2022	7	5	0
Extra-Ordinary General Meeting	15/09/2022	7	5	0
Extra-Ordinary General Meeting	03/11/2022	8	5	0
Extra-Ordinary General Meeting	21/11/2022	8	5	0
Extra-Ordinary General Meeting	13/01/2023	8	5	0

## B. BOARD MEETINGS

\*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/04/2022	2	2	100
2	11/05/2022	3	2	66.67
3	26/05/2022	3	3	100
4	23/06/2022	3	2	66.67
5	14/09/2022	3	2	66.67
6	03/11/2022	3	3	100
7	03/11/2022	4	3	75
8	18/11/2022	4	4	100
9	12/01/2023	4	2	50

## 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

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	15/06/2023
								(Y/N/NA)
1	Kamesh Goya	9	8	88.89	0	0	0	No
2	Sameer Baksh	9	7	77.78	0	0	0	Yes
3	Philip Varghes	8	7	87.5	0	0	0	No
4	Srinivasan Par	3	1	33.33	0	0	0	No

**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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Srinivasan Parthasa	Managing Direct	10,131,198	0	0	1,106,276	11,237,474
	Total		10,131,198	0	0	1,106,276	11,237,474

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	Gunjan Basu	CFO	3,052,960	0	0	4,000	3,056,960
2	Priyanka Garg	CS	444,532	0	0	0	444,532
	Total		3,497,492	0	0	4,000	3,501,492

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
1							0

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

**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

Sunil Nanal

Whether associate or fellow

Associate  Fellow

Certificate of practice number

2809

**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

SRINIVASAN  
PARTHASAR  
ATHY

Digitally signed by  
SRINIVASAN  
PARTHASARATHY  
Date: 2023.09.29  
14:27:35 +05'30'

DIN of the director

**To be digitally signed by**

PRIYANK  
A GARG

Digitally signed by  
PRIYANKA GARG  
Date: 2023.09.29  
15:05:21 +05'30'

- 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

- 
- 
- 
- 

**List of attachments**

Copy of GDLIL\_List of Shareholders.pdf  
 GDLIL\_MGT-8\_2023\_Signed.pdf  
 GDLIL\_Share Transfer Details.pdf  
 Clarification Note Signed.pdf

**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**



29<sup>th</sup> September 2023

To,  
The Registrar of Companies  
PCTDA Green Building,  
Block A, 1st & 2nd Floor,  
Near Akurdi Railway Station, Akurdi  
Pune – 411044

Dear Sir/Madam,

**Subject: Clarification Note on MGT-7 for the Financial Year 2022-23**

This is with reference to Form MGT-7 ("Form") being filed by the Company with the Ministry of Corporate Affairs with respect to Financial Year 2022-23.

Following is the clarification with respect to the details filled in the form,

**1. Serial No. II from the Form - PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

In the abovementioned field we have mentioned the following details,

- a. Number of business activities – 1
- b. Main Activity group code – K
- c. Description of Main Activity group – Financial and insurance Service
- d. Business Activity Code – K3
- e. Description of Business Activity - Life/Non-life Insurance and Reinsurance activities
- f. % of turnover of the Company – 0

In this regard we would like to inform that the Object Clause of the Company states that, the Company will carry on and transact the life insurance business, hence we have mentioned the same in **Serial No. II from the Form under PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

We would like to further inform that the Insurance Regulatory and Development Authority of India (IRDAI) on 9<sup>th</sup> June 2023 had granted the registration certificate to the Company to carry on life Insurance business in India and the Company has commenced its operation post receipt of the registration from IRDAI.

Since, during the Financial Year 2022-23 the Company did not have any Turnover, we have mentioned the turnover as 0.

The above is for your information and noting.

Thanking you,

Yours faithfully,

**For Go Digit Life Insurance Limited**

*Priyanka Garg*

**Priyanka Garg**  
**Company Secretary**  
**Membership No.: 37094**

Address: Ananta One Pride Hotel Lane,  
Narveer Tanaji Wadi, City Survey No. 1579,  
(Bhamburda) Shivajinagar, Pune - 411005





<b>Go Digit Life Insurance Limited</b>			
<b>List of Shareholders as on 31.03.2023</b>			
<b>Name</b>	<b>Number of Shares held</b>	<b>DP ID-Client ID</b>	<b>Class of Shares</b>
Kamesh Goyal J/W Tejas Ramakant Saraf	1	IN303028 76284760	Equity Shares
Kamesh Goyal J/W Sameer Bakshi	1	IN303028 76285326	Equity Shares
Kamesh Goyal J/W Rajeev Kumar Singh	1	IN303028 76285625	Equity Shares
Kamesh Goyal J/W Farahnaz R Vadoliwala	1	IN303028 76286824	Equity Shares
Kamesh Goyal J/W Rasika Kuber	1	IN303028 76288168	Equity Shares
Kamesh Goyal J/W Ravi Prakash Khetan	1	IN303028 76288176	Equity Shares
Kanika Gupta	99,40,000	IN303028 76283308	Equity Shares
Oben Ventures Llp	2,27,39,994	IN301348 20278013	Equity Shares

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)

Sr.no.	Date of Registration of transfer*	Type of Transfer	Number of Shares/ Debentures/ Units Transferred	Amount per Share/Debenture/Unit (in Rs.)	Ledger Folio of Transferor	Transferor's name	Ledger folio of Transferee	Transferee's Name
1	16-04-2022	Equity	1	10	1	Kamesh Goyal	3	Kamesh Goyal Jointly with Ravi Khetan
2	16-04-2022	Equity	1	10	1	Kamesh Goyal	4	Kamesh Goyal Jointly with Tejas Saraf
3	16-04-2022	Equity	1	10	1	Kamesh Goyal	5	Kamesh Goyal Jointly with Rasika Joshi
4	16-04-2022	Equity	1	10	1	Kamesh Goyal	6	Kamesh Goyal Jointly with Farahnaz Vadoliwala
5	16-04-2022	Equity	1	10	1	Kamesh Goyal	7	Kamesh Goyal Jointly with Rajeev Singh
6	16-04-2022	Equity	1	10	2	Sameer Bakshi	8	Kamesh Goyal Jointly with Sameer Bakshi
7	08-12-2022	Equity	22739994*	10	NA	Kamesh Goyal	NA	Oben Ventures LLP

\*In the transfer of shares registered dated 08-12-2022, Mr. Kamesh Goyal transferred 9,994 fully paid shares and 2,27,30,000 partly paid shares to Oben Ventures LLP.

**FORM NO. MGT-8**

**[Pursuant to Section 92 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 **Go Digit Life Insurance Limited** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on 31<sup>st</sup> March 2023. In our opinion and to the best of our information and according to the examination 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. status of the Company being a Private Limited Company pursuant to provisions of Sec 2(75) of the Act up to 9<sup>th</sup> May 2022 and a Public Limited Company pursuant to provisions of Sec 2(71) of the Act from 10<sup>th</sup> May 2022;
  2. maintenance of registers / records and making entries therein within the time prescribed thereof;
  3. filing of forms and returns as stated in the annual return, with the Registrar of Companies Regional Director, Central Government, if any, within the prescribed time except in cases where the forms were filed beyond the prescribed limits by payment of additional fees however there were no instances requiring the Company to file forms with the, the Tribunal, Court or other authorities;
  4. calling / convening / holding meetings of Board of Directors 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 circular resolution have been properly recorded in the Minutes which are duly signed. However, the Company was not required to hold any committee meetings or pass any resolution by postal ballot;

*Sunil G. Nani*



5. the company was not required to close its Register of Members;
6. the company had not given 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 which were executed in ordinary course of business and were at arm's length basis;
8. issue / allotment and transfer of equity shares, issue of security certificates and alteration of share capital, Furthermore, there were no instances of transmission or buy back of securities/redemption of preference shares or debentures/reduction of share capital/ conversion of shares/ securities;
9. the Company was not required to keep in abeyance any rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. There were no instances of 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. the provisions of section 134 of the Act about signing of audited financial statement and report of directors is as per sub - sections (3), (4) and (5) thereof.
12. In respect of constitution, appointment, re-appointments, retirement, disclosures and remuneration of the Directors, Key Managerial Personnel and change in composition of Board of Directors.
13. In respect of appointment of auditors as per the provisions of Section 139 of the Act;
14. Of approval from the Registrar, Central Government, Regional Director, Tribunals or such other authorities, as may be applicable.
15. the company has not accepted/ renewed/ repaid any deposits;
16. there were no instances of borrowings from public financial institutions, banks, directors, members and others and creation/ modification/ satisfaction of charges in that respect;

*Bade*



17. the provisions of Section 186 of the Act are not applicable to the Company with regards to investments made during the year;
18. alteration of provisions of the Articles of Association and Memorandum of Association of the Company.

For KANJ & CO. LLP  
Company Secretaries

Sunil G Nanal  
FCS No. 5977  
CP No. 2809



UDIN: F005977E001046148  
Firm Unique Code: P2000MH005900  
Peer Review Number: PR 1331/2021

Date: 20<sup>th</sup> September 2023.  
Place: Pune