

## Form No. MGT-7

### 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



Form language

English  Hindi

#### I REGISTRATION AND OTHER DETAILS

i \*Corporate Identity Number (CIN)

U75100MP2016SGC035528

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	INDORE SMART CITY DEVELOPMENT LIMITED	INDORE SMART CITY DEVELOPMENT LIMITED
Registered office address	Smart City Office, Nehru Park Campus,NA,Indore,Indore,Madhya Pradesh,India,452003	Smart City Office, Nehru Park Campus,NA,Indore,Indore,Madhya Pradesh,India,452003
Latitude details	23.1535	23.1535
Longitude details	75.4049	75.4049

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

Photograph of Registered Office.pdf

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

AA\*\*\*\*\*4P

(c) \*e-mail ID of the company

\*\*\*\*\*cityindore16@gmail.com

(d) \*Telephone number with STD code

07\*\*\*\*\*72

(e) Website

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

11/03/2016

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)

State 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

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

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

Yes

No

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

29/09/2025

(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

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

(g) Specify the reasons for not holding the same

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## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i \*Number of business activities

2

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	O	Public administration and defence; compulsory social security	84	Public administration and defence; compulsory social security	100
2	M	Professional, Scientific and Technical activities	74	Other professional, scientific and technical activities	0

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

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

2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U75110MP2015SGC034139		MADHYA PRADESH URBAN DEVELOPMENT CO LIMITED	Holding	50
2	U93000MP2022NPL059110		INDORE IDEA FACTORY FOUNDATION	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
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Total number of equity shares	200000000.00	200000000.00	200000000.00	200000000.00
Total amount of equity shares (in rupees)	2000000000.00	2000000000.00	2000000000.00	2000000000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	200000000	200000000	200000000	200000000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2000000000.00	2000000000.00	2000000000	2000000000

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

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 )				
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**(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			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	200000000	0	200000000.00	2000000000	2000000000	
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	0
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	0	0.00	0	0	
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	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify -	0	0	0.00	0	0	
<b>Decrease during the year</b>	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	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iv Others, specify <input type="text" value="-"/>	0	0	0.00	0	0	
<b>At the end of the year</b>	200000000.00	0.00	200000000.00	2000000000.00	2000000000.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0.00	0	0	
<b>Increase during the year</b>	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="-"/>	0	0	0.00	0	0	
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	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="-"/>	0	0	0.00	0	0	
<b>At the end of the year</b>	0.00	0.00	0.00	0.00	0.00	

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

**Attachments:**

1. Details of shares/Debentures Transfers

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

**(a) Non-convertible debentures**

\*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

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
<b>Total</b>				

**(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)

<b>Total</b>			
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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
<b>Total</b>				

**(c) Fully convertible debentures**

\*Number of classes

0
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Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

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
<b>Total</b>				

**(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	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
<b>Total</b>	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0
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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>					

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

i \*Turnover

8001500000

ii \* Net worth of the Company

195065600000

#### 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	50	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)	199999950	100.00	0	0.00
10	Others <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	200000000.00	100	0.00	0

Total number of shareholders (promoters)

#### 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)	0	0.00	0	0.00
10	Others <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	0.00	0	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	0
2	Individual - Male	5
3	Individual - Transgender	0
4	Other than individuals	2
	<b>Total</b>	7.00

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)	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
<b>A Promoter</b>	0	4	0	4	0	0
<b>B Non-Promoter</b>	0	2	0	2	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	2	0	2	0	0
<b>C Nominee Directors representing</b>	1	5	1	5	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	1	5	1	5	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
<b>Total</b>	1	11	1	11	0.00	0.00

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

15

### 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)

ASHEESH SINGH	07636828	Nominee Director	10	29/09/2025
SHIVAM VERMA	10718745	Nominee Director	99999960	29/09/2025
TANVI GARG	05165139	Nominee Director	0	
SHUBHASHISH BANERJEE	09754006	Nominee Director	10	
RAM PRAKASH AHIRWAR	08526007	Nominee Director	10	29/09/2025
SITARAM BAMANKE	10355420	Nominee Director	10	15/09/2025
NAYAN CHIMANLAL PARIKH	00252378	Director	0	
TRAPTI JAIN	07182298	Director	0	
KAILASH WANKHEDE	10805255	Nominee Director	0	
VIJAY SINGH SOLANKI	09359727	Nominee Director	0	15/09/2025
MAYANK VERMA	07929365	Nominee Director	10	15/09/2025
MAHESH CHOUDHARY	10234978	Nominee Director	0	
DIVYANK SINGH	DWAPS7602K	CEO	10	
MANISHA AGRAWAL	AGXPA6561F	Company Secretary	0	
RACHNA GAUR	AVGPP8576R	CFO	0	

**B (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 (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
KAILASH WANKHEDE	10805255	Nominee Director	11/10/2024	Appointment

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

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

\*Number of meetings held

2

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
Annual General Meeting	10/09/2024	7	4	99.99
Extra Ordinary General Meeting	25/03/2025	7	4	0.05

#### B BOARD MEETINGS

\*Number of meetings held

6

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	18/04/2024	12	6	50
2	10/06/2024	12	6	50
3	10/09/2024	12	7	58.33
4	16/12/2024	12	6	50
5	11/02/2025	12	7	58.33
6	25/03/2025	12	9	75

#### C COMMITTEE MEETINGS

Number of meetings held

5

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	27/08/2024	3	3	100
2	Audit Committee Meeting	11/02/2025	3	2	66.67

3	Nomination and Remuneration committee	18/04/2024	3	3	100
4	Nomination and Remuneration committee	20/03/2025	3	1	33.33
5	Stakeholder Relationship Committee	24/09/2024	3	3	100

#### D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on  29/09/2025 (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	ASHEESH SINGH	6	6	100	0	0	0	Yes
2	RAM PRAKASH AHIRWAR	6	5	83	0	0	0	Yes
3	SHIVAM VERMA	6	6	100	0	0	0	Yes
4	TANVI GARG	6	0	0	0	0	0	Not applicable
5	SHUBHASHISH BANERJEE	6	4	66	2	1	50	Yes
6	SITARAM BAMANKE	6	1	16	1	1	100	Not applicable
7	NAYAN CHIMANLAL PARIKH	6	5	83	0	0	0	Not applicable
8	TRAPTI JAIN	6	4	66	5	5	100	Not applicable
9	KAILASH WANKHEDE	4	1	25	0	0	0	No
10	VIJAY SINGH SOLANKI	6	3	50	0	0	0	No
11	MAYANK VERMA	4	0	0	0	0	0	Not applicable
12	MAHESH CHOUDHARY	6	4	66	0	0	0	No

#### 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

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

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

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

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

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

7

### XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or  
Debenture holder (2).xlsm

(b) Optional Attachment(s), if any

SCHEDULE III\_DECLARATION. AND  
DECLARATION BY  
PROFESSIONAL.pdf  
Gmail - UDIN generation\_MGT-  
7.pdf  
Form Mgt-8\_ISCDL\_2024-25\_.pdf  
ISCDL\_List of BOD & KMP &  
OTHERS of FY 24-25\_Signed.pdf  
Board Resolution\_Smart  
City\_2024-25.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

INDORE SMART CITY  
DEVELOPMENT 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

Pratik Tripathi

Date (DD/MM/YYYY)

22/12/2025

Place

Indore

Whether associate or fellow:

Associate  Fellow

Certificate of practice number

5\*5\*

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

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

22686

\*(b) Name of the Designated Person

MANISHA AGRAWAL

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number\*  dated\*  
(DD/MM/YYYY)  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

1\*7\*8\*4\*

**\*To be digitally signed by**

- Company Secretary       Company secretary in practice

**\*Whether associate or fellow:**

- Associate       Fellow

Membership number

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)

eForm filing date (DD/MM/YYYY)

**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**

## Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and  
rule 11(2) of 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 Indore Smart City Development Limited, CIN - U75100MP2016SGC035528 (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, 2025**. 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 the provisions of the Act and Rules made there under, in respect of:
1. its status under the Act i.e. Public Limited Company, Limited by shares;
  2. maintenance of registers and records and making entries therein within the time prescribed therefore;
  3. filing of forms and returns are not stated in the annual return, however the Company has filed the forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time with additional fee wherever applicable, wherever required; except Form AOC-4 XBRL for adopted financial statement for the financial year 2023-24 is required to be filed and DIR-12 to effect the vacation



**INDORE SMART CITY DEVELOPMENT LIMITED**

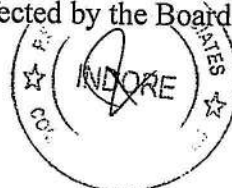
MGT-8 for FY 2024-25

of office of Ms. Tanvi Garg under Section 167(1)(b) of Companies Act, 2013 is still required to be filed;

4. Calling, convening and 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 (including shorter notice) and the proceedings have been properly recorded in the Minute Book and registers maintained for the purpose and the same have been signed, however it is observed that in few instances circulation of notice of meeting, minutes and record of minutes are not complied with for some of the meetings of board held during the financial year 2024-25. Thus, there is a non compliance of Section 118 of Companies Act, 2013 read with Secretarial Standard-1 and Articles of Association of the Company.

Further, 08<sup>th</sup> Annual General Meeting for the FY 2023-24, which was required to be held on or before 30.09.2024, was called on 10.09.2024, this AGM was adjourned due to non-availability of comments from Comptroller and Auditor - General of India on Financial Statement, Auditor Report etc. for the Financial Year 2023-24 and adjourned AGM for FY 2023-24 is still required to be conducted. The Annual General Meeting for FY 2022-23 was held beyond statutory time period and falling under the non compliance of section 92 and 137 of the Act;

5. The Company was not required to close its Register of Members;
6. The Company has not given any advance or loan to its directors and/or persons or firms or companies referred in Section 185 of the Act, however being Government Company section 185 is not applicable;
7. No contracts and arrangements as specified in the provisions of Section 188 of the Act, has been executed with the related parties, but as per the explanation given, Company has executed the transactions in the ordinary course of business on the arm's length basis with the related parties;
8. There were no issue or allotment 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 securities certificates in any such instances however there were instances of transfer of shares during the year under review, which were noted and effected by the Board;



**INDORE SMART CITY DEVELOPMENT LIMITED**

MGT-8 for FY 2024-25

9. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares;
10. The Company has not declared any dividend and is not required to transfer 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 has been done 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. The Board is constituted and disclosures have been made by directors complied with the requirements relating to appointment/ re-appointments/ retirements/ filling up casual vacancies/ key managerial personnel and provisions relating to the remuneration paid to them subject to following discrepancies:-
  - a. The Office of a Director Ms. Tanvi Garg, IAS Nominee director Representative of the Central Government as per clause no. 12.1.i.a of Articles of Association, is vacated under Section 167(1)(b) of Companies Act, 2013 due to non attendance of Meeting of Board in last Twelve Months. Filling of necessary form with ROC is also pending. Further, no new director in place of Ms. Tanvi Garg, IAS is nominated yet;
  - b. Company has not constituted various other committees as mentioned in clause no. 12.15 Articles of Association of the Company.
13. Appointment/re-appointment/filling up casual vacancies of auditors were as per the provisions of Section 139 of the Act, wherever required;
14. There were no instances in our knowledge which require approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. The Company has not accepted, renewed or repaid any deposits during the year;
16. Borrowings from its directors, members and banks, if any, are within the limit of section 180 (1)(c) and the Company was not required for creating, modifying and



**INDORE SMART CITY DEVELOPMENT LIMITED**

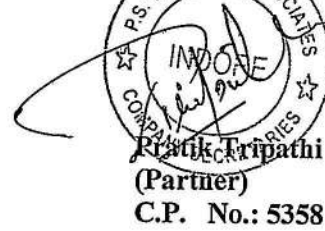
MGT-8 for FY 2024-25

satisfying the charge on its assets during the year as no such transaction taken place;

17. As per the explanation and information given to us, there were no transactions relating to loan and guarantee falling under the provisions of Section 186 of the Act during the year However, the Company has made investment in M/s Indore Idea Factory Foundation of Rs.10,00,000/- (Rs. Ten Lakhs Only) which resulted into its wholly owned subsidiary;
18. The company has not altered the provisions of the Memorandum and Articles of Association of the Company.

Place: Indore  
Date:22.12.2025  
UDIN: F0058126002641654

For, **P.S. Tripathi & Associates**  
Company Secretaries



--End of the Report--

**LIST OF BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL**  
**OF**  
**M/S INDORE SMART CITY DEVELOPMENT LIMITED**  
**AS ON 31.03.2025**

S.No.	DIN/PAN	Full Name	Designation in ISCDL	Representing Post/Department	Date of Appointment
1	07636828	SHRI ASHEESH SINGH	Chairman	District Collector, Indore	05-01-2024
2	AFVVPV4814M	SHRI SHIVAM VERMA	Executive Director	Commissioner, IMC	14-03-2024
3	05165139	SMT. TANVI GARG	Noiminee Director	Central Government Representative	21-02-2023
4	09754006	SHRI SHUBHASHISH BANERJEE	Noiminee Director	Joint Director, Directorate of T&CP, Indore	13-07-2023
5	08526007	SHRI RAM PRAKASH AHIRWAR	Noiminee Director	Chief Executive Officer, IDA	16-05-2019
6	10355420	SHRI SITARAM BAMANKE	Noiminee Director	Chief Engineer, MPPKVVCL	19-05-2023
7	00252378	SHRI NAYAN CHIMANLAL PARIKH	Independent Director	-	22-02-2025
8	07182298	SMT. TRAPTI JAIN	Independent Director	Professor, Department of Electrical Engineering, IIT	24-12-2021
9	10805255	SHRI KAILASH WANKHEDE	Noiminee Director	Officials of UADD	12.07.2024
10	09359727	SHRI VIJAY SINGH SOLANKI	Noiminee Director	Chief Engineer, Public Health and Engineering Department, Indore	12-10-2021
11	07929365	SHRI MAYANK VERMA	Noiminee Director	Officials of UADD	12.07.2024
12	10234978	SHRI MAHESH CHOUDHARY	Noiminee Director	MIC Member, Representative of Mayor, IMC	26-05-2023
13	DWAPS7602K	SHRI DIVYANK SINGH	CEO	Key Managerial Personnel	07-11-2022
14	AGXPA6561F	MS MANISHA AGRAWAL	Company Secretary	Key Managerial Personnel	07-09-2022
15	AVGPP8576R	SMT. RACHNA GAUR	CFO	Key Managerial Personnel	29-09-2017

For Indore Smart City Development Limited



SHIVAM VERMA, IAS  
(Executive Director)  
DIN : 10718745

PLACE : Indore  
DATE : 31.03.2025

Particulars of change in director(s) and Key Managerial Personnel during the year :

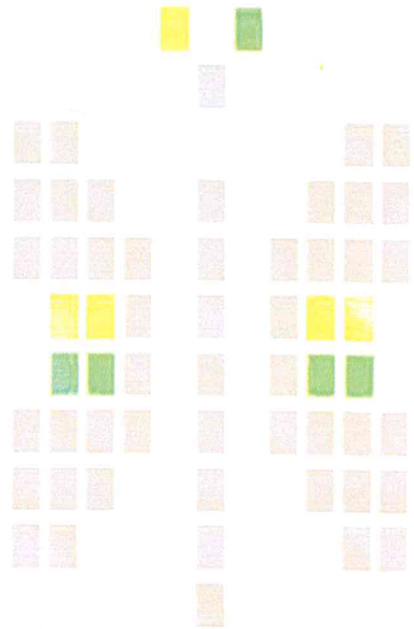
S. No	Name	DIN/PAN	Deisgnation at the beginning/during the financial year	Date of appointment/change in designation/Cessation	Nature of change (Appointment/Change in designation/Cessation)
1	SHRI V S CHAUDHARY KOLSANI	08221228	Nominee Director	11-09-2023	Cessation
2	SHRI KAILASH WANKHEDE	10805255	Nominee Director	12.07.2024	Appointment
3	SHRI PRAKASH CHANDRA JAIN	09120765	Nominee Director	23-03-2021	Cessation
4	SHRI MAYANK VERMA	07929365	Nominee Director	12.07.2024	Appointment

For Indore Smart City Development Limited



SHIVAM VERMA, IAS  
(Executive Director)  
DIN : 10718745

PLACE : Indore  
DATE : 31.03.2025



**LIST OF EQUITY SHARES**  
**OF**  
**M/s INDORE SMART CITY DEVELOPMENT LIMITED**  
**AS ON 31/03/2025**

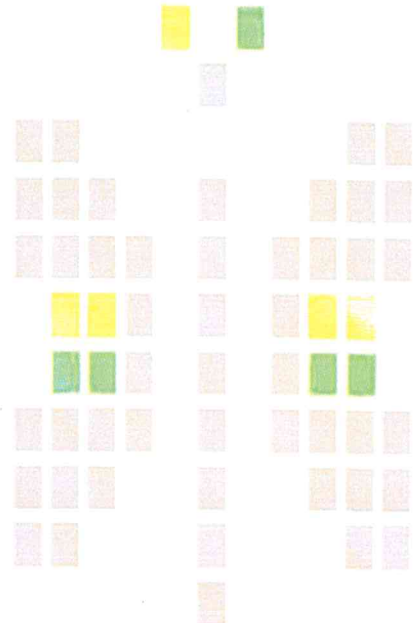
S. No.	Name of Shareholder	Type of Shares	No. of Shares	Nominal Amt. per share (In Rs.)	Holding Percentage
1	Shri Asheesh Singh	Equity	10	10.00	50%
2	M/s Indore Municipal Corporation	Equity	9,99,99,960	10.00	
3	Shri Divyank Singh	Equity	10	10.00	
4	Shri Ram Prakash Ahirwar	Equity	10	10.00	
5	Shri Shubhashish Banerjee	Equity	10	10.00	
6	M/s Madhya Pradesh Urban Development Co. Ltd.	Equity	9,99,99,990	10.00	50%
7	Shri Mayank Verma	Equity	10	10.00	
			<b>20,00,00,000</b>		<b>100%</b>

For Indore Smart City Development Limited



SHIVAM VERMA, IAS  
(Executive Director)  
DIN : 10718745

PLACE : Indore  
DATE : 31.03.2025



**SHAREHOLDING OF PROMOTERS**  
**Of**  
**M/s INDORE SMART CITY DEVELOPMENT LIMITED**

**As on financial year ended 31/03/2025**

S. No.	Name of Promoters	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total shares of the Company	% of shares pledged/encumbered to total shares	No. of Shares	% of total shares of Company	% of Shares pledged/encumbered to total shares	
1	* Shri Asheesh Singh	10	0.00	-	10	0.00	-	-
2	Indore Municipal Corporation	9,99,99,960	50.00	-	9,99,99,960	50.00	-	-
3	* Shri Divyank Singh	10	0.00	-	10	0.00	-	-
4	* Shri Ram Prakash Ahirwar	10	0.00	-	10	0.00	-	-
5	* Shri Shubhashish Banerjee	10	0.00	-	10	0.00	-	-
6	Madhya Pradesh Urban Development Co. Ltd.	9,99,99,990	50.00	-	9,99,99,990	50.00	-	-
7	** Shri Prakash Chandra Jain	10	0.00	-	-	-	-	-
8	** Shri Mayank Verma	-	-	-	10	0.00	-	-

\* Shares are held as Nominee of Indore Municipal Corporation

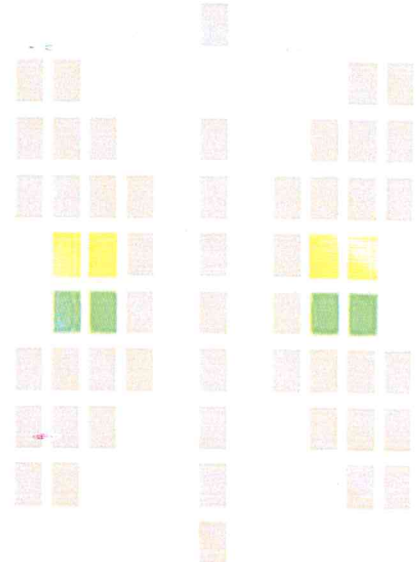
\*\* Shares are held as Nominee of Madhya Pradesh Urban Development Co. Ltd.

For Indore Smart City Development Limited



SHIVAM VERMA, IAS  
(Executive Director)  
DIN : 10718745

PLACE : Indore  
DATE : 31.03.2025



**LIST OF TRANSFER OF EQUITY SHARE OF**

**M/s INDORE SMART CITY DEVELOPMENT LIMITED DURING FY 2024-25**

S.No.	Date	Name of Transferor	Name of Transferee	No. of Shares
1	12.07.2024	Shri Prakash Chandra Jain	Shri Mayank Verma	10

For Indore Smart City Development Limited



SHIVAM VERMA, IAS  
(Executive Director)  
DIN : 10718745

PLACE : Indore  
DATE : 31.03.2025

