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]

सत्यमेव जयते

Form language
(●) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

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) — 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY) — 31/03/2026

(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) Public company
(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) Company limited by shares
(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) State Government Company
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign 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) 13/07/2026

(c) Due date of AGM (DD/MM/YYYY) 30/09/2026

(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

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/Joint 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

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 EQUITY	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
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)				

(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	200000000	0	200000000.00	2000000000	2000000000	
Increase during the year	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	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	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iv Others, specify 0	0	0	0.00	0	0	
At the end of the year	200000000.00	0.00	200000000.00	2000000000.00	2000000000.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
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 0	0	0	0.00	0	0	
Decrease during the year	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 0	0	0	0.00	0	0	
At the end of the year	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) 0

Class of shares		
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: 4

Attachments:

1. Details of shares/Debentures Transfers: Transfer Details.xlsm

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)
Total			

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
Total				

(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 | 0

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

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
Total				

(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
Total	0.00	0.00	0.00	0.00

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 — 69698000

ii * Net worth of the Company — 1952148000

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	99999990	50.00	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)	99999960	50.00	0	0.00
10	Others	0	0.00	0	0.00
	Total	200000000.00	100	0.00	0

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)	0	0.00	0	0.00
10	Others	0	0.00	0	0.00
	Total	0.00	0	0.00	0

Total number of shareholders (other than promoters) 0

Total number of shareholders (Promoters + Public/Other than promoters) 7.00

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
	Total	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
A Promoter	1	4	1	4	0.05	0.05
B Non-Promoter	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
C Nominee Directors representing	0	5	0	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	0	5	0	5	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	1	11	1	11	0.05	0.05

*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)**

SHIVAM VERMA	10718745	Nominee Director	10	
KSHITIJ ASHOK SINGHAL	08759533	Nominee Director	0	
TANVI GARG	05165139	Nominee Director	0	
SHUBHASHISH BANERJEE	09754006	Nominee Director	10	
PARIKSHIT SANJAYRAO ZADE	11374906	Nominee Director	10	
RAJESH CHANDRA JAIN	11603277	Nominee Director	0	
NAYAN CHIMANLAL PARIKH	00252378	Director	0	
TRAPTI JAIN	07182298	Director	0	
KAILASH WANKHEDE	10805255	Nominee Director	0	
SANJAY KUMAR	11381126	Nominee Director	0	
CHANDRAKANT SADHAV	06613733	Nominee Director	10	
MAHESH CHOUDHARY	10234978	Nominee Director	0	
ARTH JAIN	BBQPJ9390E	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 16

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)**
ASHEESH SINGH	07636828	Nominee Director	29/09/2025	Cessation
DILEEP KUMAR YADAV	11360185	Director	03/01/2026	Cessation
KSHITIJ ASHOK SINGHAL	08759533	Nominee Director	03/01/2026	Appointment
DILEEP KUMAR YADAV	11360185	Director	29/10/2025	Appointment
RAM PRAKASH AHIRWAR	08526007	Nominee Director	29/09/2025	Cessation
PARIKSHIT SANJAYRAO ZADE	11374906	Nominee Director	10/11/2025	Appointment

SITARAM BAMANKE	10355420	Nominee Director	15/09/2025	Cessation
KAAMESH SHRIVASTAVA	11407930	Nominee Director	03/12/2025	Appointment
VIJAY SINGH SOLANKI	09359727	Nominee Director	15/09/2025	Cessation
SANJAY KUMAR	11381126	Nominee Director	13/11/2025	Appointment
KAAMESH SHRIVASTAVA	11407930	Nominee Director	01/02/2026	Cessation
RAJESH CHANDRA JAIN	11603277	Nominee Director	12/03/2026	Appointment
MAYANK VERMA	07929365	Nominee Director	15/09/2025	Cessation
CHANDRAKANT SADHAV	06613733	Nominee Director	15/09/2025	Appointment
DIVYANK SINGH	DWAPS7602K	CEO	18/09/2025	Cessation
ARTH JAIN	BBQPJ9390E	CEO	18/09/2025	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: 1

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	29/09/2025	6	5	99.99

B BOARD MEETINGS

*Number of meetings held: 3

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	01/05/2025	12	9	75
2	29/09/2025	12	7	58.33
3	17/02/2026	12	6	50

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	19/09/2025	3	2	66.67
2	AUDIT COMMITTEE MEETING	17/02/2026	3	2	66.67
3	NOMINATION AND REMUNERATION COMMITTEE MEETING	19/09/2025	3	2	66.67
4	STAKEHOLDERS RELATIONSHIP COMMITTEE MEETING	19/09/2025	3	2	66.67
5	INDEPENDENT DIRECTORS MEETING	17/02/2026	2	2	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	13/07/2026 (Y/N/NA)
1	SHIVAM VERMA	3	3	100	0	0	0	Yes
2	KSHITIJ ASHOK SINGHAL	1	1	100	0	0	0	Yes
3	TANVI GARG	3	0	0	0	0	0	No
4	SHUBHASHISH BANERJEE	3	3	100	2	0	0	Yes

5	PARIKSHIT SANJAYRAO ZADE	2	2	100	0	0	0	Yes
6	RAJESH CHANDRA JAIN	1	1	100	0	0	0	Yes
7	NAYAN CHIMANLAL PARIKH	3	3	100	5	5	100	Yes
8	TRAPTI JAIN	3	3	100	5	5	100	Yes
9	KAILASH WANKHEDE	3	0	0	0	0	0	No
10	SANJAY KUMAR	2	1	50	0	0	0	No
11	CHANDRAKANT SADHAV	2	0	0	0	0	0	No
12	MAHESH CHOUDHARY	3	2	66	0	0	0	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: 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

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered: 3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ARTH JAIN	CEO	904000	0	0	0	904000.00
2	RACHNA GAUR	CFO	1495000	0	0	0	1495000.00
3	MANISHA AGRAWAL	Company Secretary	1495000	0	0	0	1495000.00
	Total		3894000.00	0.00	0.00	0.00	3894000.00

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

a.The Company has yet to file adopted Financial Statement for the FY 2023-24 with ROC. This falls under non-compliance of Section 92 and 137 of the Companies Act. 2013 b. The Company has yet to file adopted Financial Statement for the FY 2024-25 with ROC. This falls under non-compliance of Section 92 and 137 of the Companies Act. 2013 c. provision for conveying of board meetings for the financial year 2025-26 is not complied. d. vacancies of 2 directors are not yet fullfilled.

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 (4).xlsm

(b) Optional Attachment(s), if any —
MGT-8_ISCDL_2025-26.pdf
List of Promoters, Directors & Shareholders.pdf
Consent for Shorter notice.pdf
SCHEDULE III_DECLARATION. AND DECLARATION BY PROFESSIONAL.pdf
Gmail - UDIN generation for MGT-8 & MGT-7.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) 31/03/2026

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): 02/09/2026

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: AGXPA6561F

*(b) Name of the Designated Person: MANISHA AGRAWAL

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 09 dated* (DD/MM/YYYY) 13/07/2026 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

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

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator 1*2*4*7*

***To be digitally signed by**

○ Company Secretary ◉ Company secretary in practice

*Whether associate or fellow:

○ Associate ◉ Fellow

Membership number

Certificate of practice number 5*5*

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) AC5805022

eForm filing date (DD/MM/YYYY) 03/09/2026

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

P.S. Tripathi & Associates
Company Secretaries

Swati Tripathi
B.Com., F.C.S, Insolvency Professional
Pratik Tripathi
B.Sc., LLB (Hons), A.C.A., F.C.S.

Office : 306, Manas Bhawan Extn.
11, RNT Marg, Indore - 452001 (M.P.) India
Tel. : 0731- 4043080, 4043089
Cell. : +91 98272 34275
E-mail : pstripathi.cs@gmail.com
Web : www.pstripathi.com

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 **31st March, 2026.** 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 and AOC-4 XBRL for adopted financial statement for

P.S. TRIPATHI & ASSOCIATES INDORE COMPANY SECRETARIES

the financial year 2024-25, under section 92 and 137 of the Companies Act. 2013 are 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 the company has not conducted the required number of board meetings for the financial year 2025-26. Thus, there is a non-compliance of Section 173 of Companies Act, 2013 read with Secretarial Standard-1 and Articles of Association of the Company.

   Further, 08th 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 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;

   Further, 09th Annual General Meeting for the FY 2024-2025, which was required to be held on or before 30.09.2025, was called on 29.09.2025. 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 2024-2025. The Company is still required to conduct the adjourned 9th AGM for FY 2024-25 for adoption of Financial Statement. The Company has yet to file adopted Financial Statement for the FY 2024-25 with ROC. This falls under non-compliance of Section 92 and 137 of the Companies Act. 2013.

   Further, as per Section 173 of Companies Act, 2013 the company is required to hold at-least four board meetings with a maximum gap of 120 days in between two board meetings in a financial year. It is observed that the above provision is not complied for conveying of board meetings for the financial year 2025-26.

5. The Company was not required to close its Register of Members;

P.S. TRIPATHI & ASSOCIATES INDORE COMPANY SECRETARIES

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;

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 ffice of two directors has been vacated due to their transfer from the post or non-attending the board meeting for continues 12 months, the said vacancies are not fulfilled.

13. Appointment/re-appointment/filling up casual vacancies of auditors were as per the provisions of Section 139 of the Act, wherever required;

P.S. TRIPATHI & ASSOCIATES INDORE COMPANY SECRETARIES

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 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 had 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.

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

P.S. TRIPATHI & ASSOCIATES
INDORE
COMPANY SECRETARIES

Pratik Tripathi
(Partner)
C.P. No.: 5358

Place: Indore
Date: 02/09/2026
UDIN: F005812H001351068

--End of the Report--

INDORE SMART CITY DEVELOPMENT LTD
Smart City Office, Nehru Park Campus, Regal Square, Indore
Ph no.0731-2535572, E mail.Smartcityindorecfo@gmail.com
CIN : U75100MP2016SGC035528

LIST OF BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL OF M/S INDORE SMART CITY DEVELOPMENT LIMITED AS ON 31.03.2026

S. No.	DIN/PAN	Full Name	Designation in ISCDL	Representing Post/Department	Date of Appointment
1	10718745	Shri Shivam Verma	Chairman	District Collector, Indore	29-09-2025
2	08759533	Shri Kshitij Singhal	Executive Director	Commissioner, IMC	03-01-2026
3	05165139	Smt. Tanvi Garg	Nominee Director	Central Government Representative	21-02-2023
4	09754006	Shri Shubhashish Banerjee	Nominee Director	Joint Director, Directorate of T&CP, Indore	13-07-2023
5	11374906	Dr. Parikshit Sanjayrao Zade	Nominee Director	Chief Executive Officer, IDA	10-11-2025
6	11603277	Shri Rajeshchandra Jain	Nominee Director	Chief Engineer, MPPKVVCL	03-01-2026
7	00252378	Shri Nayan Chimanlal Parikh	Independent Diretor	-	22-02-2025
8	07182298	Smt. Trapti Jain	Independent Diretor	Professor, Department of Electrical Engineering, IIT	24-12-2021
9	10805255	Shri Kailash Wankhede	Nominee Director	Officials of UADD	12-07-2024
10	11381126	Shri Sanjay Kumar	Nominee Director	Chief Engineer, Public Health and Engineering Department, Indore	13-11-2025
11	00613733	Shri C K Sadhav	Nominee Director	Officials of UADD	-
12	10234978	Shri Mahesh Choudhary	Nominee Director	MIC Member, Representative of Mayor, IMC	26-05-2023
13	BBQPJ9390E	Shri Arth Jain	CEO	Key Managerial Personnnel	18-09-2025
14	AGXPA6561F	CS. Manisha Agrawal	Company Secretary	Key Managerial Personnnel	07-09-2022
15	AVGPP8576R	CA. Rachna Gaur	CFO	Key Managerial Personnnel	29-09-2017

For Indore Smart City Development Limited

INDORE SMART CITY DEVELOPMENT LTD.

CS. Manisha Agrawal
(Company Secretary)

PLACE : Indore
DATE :

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

S. No	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)
1	Shri Asheesh Singh	07636828	Chairman Cum Nominee Director	29.09.2025	Cessation
2	Shri Shivam Verma	10718745	Chairman Cum Nominee Director	29.09.2025	Appointment
3	Shri Shivam Verma	10718745	Executive Director	29.09.2025	Cessation
4	Shri Dileep Kumar Yadav	11360185	Executive Director	29.10.2025	Appointment
5	Shri Ramprakash Ahirwar	08526007	Nominee Director	29.09.2025	Cessation
6	Dr. Parikshit Sanjayrao Zade	11374906	Nominee Director	10.11.2025	Appointment
7	Shri Sitaram Bamanke	10355420	Nominee Director	15.09.2025	Cessation
8	Shri Kaamesh Shrivastav	11407930	Nominee Director	03.12.2025	Appointment
9	Shri Vijay Singh Solanki	09359727	Nominee Director	15.09.2025	Cessation
10	Shri Sanjay Kumar	11381126	Nominee Director	13.11.2025	Appointment
11	Shri Kaamesh Shrivastav	11407930	Nominee Director	01.02.2026	Cessation
12	Shri Rajeshchandra Jain	11603277	Nominee Director	12.03.2026	Appointment
13	Shri Mayank Verma	07929365	Nominee Director	15.09.2025	Cessation
14	Shri C K Sadhav	00613733	Nominee Director	-	Appointment
15	Shri Divyank Singh	DWAPS7602K	CEO (KMP)	18.09.2025	Cessation
16	Shri Arth Jain	BBQPJ9390E	CEO (KMP)	18.09.2025	Appointment
17	Shri Dileep Kumar Yadav	11360185	Executive Director	03.01.2026	Cessation
18	Shri Kshitij Singhal	08759533	Executive Director	03.01.2026	Appointment

For Indore Smart City Development Limited

INDORE SMART CITY DEVELOPMENT LTD.

CS. Manisha Agrawal
(Company Secretary)

PLACE : Indore
DATE :

Smart City INDORE
हम सबका सपना, स्मार्ट इन्दौर हो अपना

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LIST OF EQUIYTY SHARES
OF
M/s INDORE SMART CITY DEVELOPMENT LIMITED
AS ON 31/03/2026

S. No.	Name of Shareholder	Type of Shares	No. of Shares	Nominal Amt. per share (In Rs.)	Holding Percentage
1	Shri Shivam Verma	Equity	10	10.00	
2	M/s Indore Municipal Corporation	Equity	9,99,99,960	10.00	
3	Shri Arth Jain	Equity	10	10.00	50%
4	Dr. Parikshit Sanjayrao Zade	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 C K Sadhav	Equity	10	10.00	
			20,00,00,000		**100%**

For Indore Smart City Development Limited

INDORE SMART CITY DEVELOPMENT LTD.

CS. Manisha Agrawal
(Company Secretary)

PLACE : Indore
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SHAREHOLDING OF PROMOTERS
Of
M/s INDORE SMART CITY DEVELOPMENT LIMITED

As on financial year ended 31/03/2026

S. No.	Name of Promotors	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	-	-	-	-	-
2	* Shri Shivam Verma	-	-	-	10	0.00	-	-
3	Indore Municipal Corporation	9,99,99,960	50.00	-	9,99,99,960	50.00	-	-
4	* Shri Divyank Singh	10	0.00	-	-	-	-	-
5	* Shri Arth Jain	-	-	-	10	0.00	-	-
6	* Shri Ram Prakash Ahirwar	10	0.00	-	-	-	-	-
7	* Dr. Parikshit Sanjayrao Zade	-	-	-	10	0.00	-	-
8	* Shri Shubhashish Banerjee	10	0.00	-	10	0.00	-	-
9	Madhya Pradesh Urban Development Co. Ltd.	9,99,99,990	50.00	-	9,99,99,990	50.00	-	-
10	** Shri Mayank Verma	10	0.00	-	-	-	-	-
11	** Shri C.K. Sadhav	-	-	-	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

CS. Manisha Agrawal
(Company Secretary)

PLACE : Indore
DATE :

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LIST OF TRANSFER OF EQUITY SHARE OF

M/s INDORE SMART CITY DEVELOPMENT LIMITED DURING FY 2025-26

S.No.	Date	Name of Transferor	Name of Transferee	No. of Shares
1	19.09.2025	Shri Asheesh Singh	Shri Shivam Verma	10
2	19.09.2025	Shri Ramprakash Ahirwar	Dr. Parikshit Sanjayrao Zade	10
3	19.09.2025	Shri Divyank Singh	Shri Arth Jain	10
4	19.09.2025	Shri Mayank Verma	Shri C.K. Sadhav	10

For Indore Smart City Development Limited

INDORE SMART CITY DEVELOPMENT LTD.

CS. Manisha Agrawal
(Company Secretary)

PLACE : Indore
DATE :