

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L74140PN1986PLC041033

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACK7508A

(ii) (a) Name of the company

ACCELYA SOLUTIONS INDIA LI

(b) Registered office address

5th & 6th Floor, Building No. 4, Raheja Woods, River Side
25A, West Avenue, Kalyani Nagar NA
Pune
Pune
Maharashtra
411005

(c) *e-mail ID of the company

ninad.umranikar@accelya.com

(d) *Telephone number with STD code

02066083777

(e) Website

(iii) Date of Incorporation

25/09/1986

(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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Ltd	1,024
2	BSE Ltd	1

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date 01/07/2022 (DD/MM/YYYY) To date 30/06/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 19/10/2023

(b) Due date of AGM 31/12/2023

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J6	Computer programming, consultancy and related activities	100

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

*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Accelya Holding World S L		Holding	74.66
2	Accelya Solutions Americas Inc		Subsidiary	100

3	Accelya Solutions UK Limited		Subsidiary	100
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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	20,200,000	14,926,261	14,926,261	14,926,261
Total amount of equity shares (in Rupees)	202,000,000	149,262,610	149,262,610	149,262,610

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	20,200,000	14,926,261	14,926,261	14,926,261
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	202,000,000	149,262,610	149,262,610	149,262,610

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	70,829	14,855,432	14926261	149,262,610	149,262,610	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	0
DEMAT						
Decrease during the year	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				0	0	
DEMAT						
At the end of the year	70,829	14,855,432	14926261	149,262,610	149,262,610	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	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				0	0	
NA						
Decrease during the year	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				0	0	
NA						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

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

19/12/2022

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"/>			
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

(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
Total			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**

4,219,152,000

(ii) Net worth of the Company

2,516,435,000

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)	11,143,295	74.66	0	
10.	Others	0	0	0	
	Total	11,143,295	74.66	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	2,280,513	15.28	0	
	(ii) Non-resident Indian (NRI)	184,939	1.24	0	
	(iii) Foreign national (other than NRI)	9,041	0.06	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	687	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	31,141	0.21	0	
7.	Mutual funds	7,783	0.05	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,157,010	7.75	0	
10.	Others IEPF, QII, Trust and Clearing	111,852	0.75	0	
	Total	3,782,966	25.34	0	0

Total number of shareholders (other than promoters)

27,726

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

27,727

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

11

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MCKINLEY CAPITAL M	3403LEVEL34ALMAQAMTOWERAD			16,040	0.11
THE EMERGINGMARKET	'6300BeeCaveRdBuildingOneAusti			3,300	0.02
EMERGINGMARKETSC	'6300BeeCaveRdBuildingOneAusti			3,197	0.02
AMERICANCENTURYE	4500 MAIN STREET KANSAS CITY M			2,877	0.02
EMERGINGMARKETSC	20 Triton Street Regents Place Lon			2,070	0.01
BARCLAYS MERCHANT	10 MARINA BOULEVARD 2401 MAI			1,200	0.01
AMERICAN CENTURY F	'4500 MAIN STREETKANSASCITYKA			954	0.01
AMERICANCENTURYE	'4500 MAIN STREETKANSASCITYKA			926	0.01
NEXPACT LIMITED	6th Floor Tower 1 Nexteracom Bu			315	0
AMERICANCENTURYE	4500MAINSTREETKANSASCITY MIS			256	0
QUADRATURECAPITA	SuiteGrandPavilionCommercialCe			6	0

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)	26,583	27,726
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	0	0	0	0	0	0
B. Non-Promoter	1	4	1	6	0	0
(i) Non-Independent	1	2	1	2	0	0
(ii) Independent	0	2	0	4	0	0
C. Nominee Directors representing	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
Total	1	4	1	6	0	0

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

9

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Gurudas Vasudev Shen	03573375	Managing Director	165	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
James Karr Davidson	09516461	Director	0	
Jose Maria Hurtado	08621867	Director	0	
Saurav Adhikari	08402010	Director	0	
Sangeeta Singh	06920906	Director	0	
Meena Jagtiani	08396893	Director	0	
Nani Javeri	02731854	Director	0	07/07/2023
Uttamkumar Bhati	AIOPB9924G	CFO	2	
Ninad Umranikar	AAHPU6992N	Company Secretar	1	

(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)
Gurudas Vasudev Shen	03573375	Additional director	01/07/2022	Appointment
Gurudas Vasudev Shen	03573375	Managing Director	01/07/2022	Change in designation
Saurav Adhikari	08402010	Additional director	02/08/2022	Appointment
Saurav Adhikari	08402010	Director	19/10/2022	Change in designation
Meena Jagtiani	08396893	Additional director	27/06/2023	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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	19/10/2022	26,140	36	99.96

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	02/08/2022	5	4	80
2	04/10/2022	6	6	100
3	19/10/2022	6	6	100
4	24/01/2023	6	6	100
5	18/04/2023	6	5	83.33
6	27/06/2023	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

18

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	Audit Committee	02/08/2022	3	2	66.67
2	Audit Committee	19/10/2022	4	4	100
3	Audit Committee	24/01/2023	4	4	100
4	Audit Committee	18/04/2023	4	3	75
5	Audit Committee	27/06/2023	4	4	100
6	Stakeholders Forum	02/08/2022	3	2	66.67
7	Stakeholders Forum	19/10/2022	4	4	100
8	Stakeholders Forum	24/01/2023	4	4	100
9	Stakeholders Forum	18/04/2023	4	3	75
10	Nomination and Remuneration Committee	04/10/2022	4	4	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	19/10/2023
								(Y/N/NA)

1	Gurudas Vasu	6	6	100	0	0	0	Yes
2	James Karr D	6	5	83.33	18	15	83.33	Yes
3	Jose Maria Hu	6	6	100	0	0	0	Yes
4	Saurav Adhika	5	5	100	11	11	100	Yes
5	Sangeeta Sing	6	6	100	18	18	100	Yes
6	Meena Jagtiar	0	0	0	0	0	0	Yes
7	Nani Javeri	6	5	83.33	18	15	83.33	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	Gurudas Vasudev S	Managing Direct	17,722,236	0	0	0	17,722,236
	Total		17,722,236	0	0	0	17,722,236

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	Uttamkumar Bhati	CFO	10,050,171	0	0	0	10,050,171
2	Ninad Umranikar	Company Secre	5,427,641	0	0	0	5,427,641
	Total		15,477,812	0	0	0	15,477,812

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Nani Javeri	Director	0	200,000	0	570,000	770,000
2	Sangeeta Singh	Director	0	200,000	0	720,000	920,000
3	Saurav Adhikari	Director	0	0	0	480,000	480,000
	Total		0	400,000	0	1,770,000	2,170,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- * A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

Mr. Nilesh A. Pradhan

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3659

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 

DIN of the director

To be digitally signed by 

- ☒ 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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

Committee Meetings.pdf
ShareTransferdetails.pdf
MGT-8.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

NILESH A. PRADHAN & CO., LLP

Company Secretaries

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

I have examined the registers, records and books and papers of ACCELYA SOLUTIONS INDIA LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 30th June, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I 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 generally 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. The Company has filed the applicable forms and returns with the Registrar of Companies within time. The Company was not required to file any forms and returns with the Central Government, National Company Law Tribunal, Regional Director during the financial year under consideration.
4. The Company has complied with the provisions of 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. Circular resolutions passed by the Company were properly recorded in the Minutes books. The Minutes Book was maintained and signed. No resolution was passed through Postal Ballot during the financial year under consideration.
5. The Register of Members was not required to be closed during the financial year under consideration.
6. The Company has not provided any advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act.
7. The Company has complied with the necessary provisions with respect to contracts/arrangements with related parties as specified in Section 188 of the Act during the financial year under consideration.

LLP Identity No.AAN-6938

B-201, Pratik Industrial Estate, Near Fortis Hospital, Mulund-Goregaon Link Road, Mumbai 400078.

☎91 - 9833785809, 7208488061/62, Email: info@napco.in



8. The Company has complied with the provisions of transfer/transmission of securities during the financial year under consideration if any applicable. There was no issue/ buy-back of the securities during the financial year under consideration. There was no redemption of preference shares /debentures during the financial year under consideration. There was no alteration/reduction of share during the financial year under consideration.

9. As explained to me and based on the information provided to me, the provisions regarding keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares were not applicable to the Company.

10. The Company has declared and paid final and interim dividend during the financial year under consideration. The dividend was deposited in separate bank account within a period of five days from the declaration and paid within a period of 30 days of declaration. The Company has complied with the provisions related to transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund during the financial year under consideration.

11. The signing of audited financial statement was undertaken as per the provisions of Section 134 of the Act. The provisions of sub - sections (3), (4) and (5) of Section 134 of the Act were followed for drafting the Board's Report.

12. The Board of Directors was duly constituted. There was appointment of Director during the financial year under consideration. There was no resignation of Director during the financial year under consideration. The Company has received disclosures from all the Directors. The Company has complied with the relevant provisions of the Companies Act, 2013 with respect to remuneration to Directors.

13. The appointment of auditors was undertaken as per the provisions of Section 139 of the Act.

14. The Company was not required to file any application with the Central Government, Regional Director, Registrar, or such other authorities under the provisions of the Act.

15. The Company has not accepted/ renewed/ repaid any deposits during the financial year under consideration.

16. The Company was not required to comply with the provisions with respect to borrowings from its directors, members, public financial institutions, banks and others as there was no fresh borrowing during the financial year under consideration. The Company has complied with the provisions of satisfaction of charge during the financial year under consideration.



17. The Company has not made any loans or given guarantees or provided securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act. The Company has complied with the provisions of the Section 186 of the Act with respect to the investments made by the Company.

18. There was no alteration of the provisions of the Memorandum of Association and Articles of Association during the financial year under consideration.

For Nilesh A. Pradhan & Co., LLP
Company Secretaries

Nilesh A. Pradhan
Partner

CP No: 3659

FCS No.: 5445

PR No: 1908/2022

UDIN: F005445E002902284

Date: 11/12/2023

Place: Mumbai

Note: This Certificate should be read with our letter which is annexed as Annexure I and forms integral part of this report.

ANNEXURE -I

To,
ACCELYA SOLUTIONS INDIA LIMITED

Our Certificate is to be read along with this letter

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Annual Return (MGT-7). We believe that the processes and practices that we followed provide a reasonable basis for our opinion.
3. The compliance of the Companies Act, 2013 is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

For Nilesh A. Pradhan & Co., LLP
Company Secretaries



Nilesh A. Pradhan
/ Partner

CP No: 3659

FCS No.:5445

PR No: 1908/2022

UDIN: F005445E002902284

Date: 11/12/2023

Place: Mumbai



Accelya Solutions India Limited
Regd. Office: 5th & 6th Floor, Building No.4,
Raheja Woods, River Side 25A, West Avenue,
Kalyani Nagar, Pune – 411 006, India
CIN: L74140PN1986PLC041033
T: +91 20 6608 3777

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

C. Committee Meetings (Continued)

Sr. No	Type of Meeting	Date of Meeting	Total no of members as on the date of meeting	Attendance	
				Number of members attended	% of Attendance
11	Nomination and Remuneration Committee	04/10/2022	4	4	100%
12	Nomination and Remuneration Committee	27/06/2023	4	4	100%
13	Corporate Social Responsibility Committee	02/08/2022	3	2	66.67%
14	Corporate Social Responsibility Committee	19/10/2022	3	3	100%
15	Corporate Social Responsibility Committee	24/01/2023	3	3	100%
16	Corporate Social Responsibility Committee	18/04/2023	3	2	66.67%
17	Risk Management Committee	19/10/2022	4	4	100%
18	Risk Management Committee	18/04/2023	4	3	66.67%

For Accelya Solutions India Limited

Ninad Umrnikar
Company Secretary
Membership No : ACS14201
Date 11 December, 2023
Place Pune



accelya

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Avenue, Kalyani Nagar PUNE 411006
CIN NO: L74140PN1986PLC041033

Date of closure of previous financial year :30/06/2023

Sno	Date of Registration of Transfer of Shares	Type of Security	No of Shares	Nominal value (each in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
1	17/10/2022	1	10	10	KLE021342	KAMALABEN R AMIN	KLE043745	AMIN SULOCHANA BEN S
2	19/12/2022	1	50	10	KLE019774	JYOTI MEHTA	KLE043746	JYOTIBEN SHASHIKANT MEHTA
3	03/04/2023	1	450	10	KLE001517	SIDHARTHA JAIN	KLE043747	SIDHARTHA JAIN
4	29/05/2023	1	50	10	KLE003576	SUNIL R BHANDARY	KLE043748	DEEPA PRABHU

For Accelya Solutions India Limited

Ninad Umranikar
Company Secretary
Membership No ACS14201