

Form No. MGT-7



Form language

English Hindi

Annual Return (other than OPCs and Small Companies)

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

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L74140PN1986PLC041033

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

01/07/2024

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

30/06/2025

(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	ACCELYA SOLUTIONS INDIA LIMITED	ACCELYA SOLUTIONS INDIA LIMITED
Registered office address	5th & 6th Floor, Building No. 4, Raheja Woods, River Side 25A, West Avenue, Kalyani Nag,ar,NA,Pune,Pune,Maharashtra,India,411006	5th & 6th Floor, Building No. 4, Raheja Woods, River Side 25A, West Avenue, Kalyani Nag,ar,NA,Pune,Pune,Maharashtra,India,411006
Latitude details	18.5445554	18.5445554
Longitude details	73.895295	73.895295

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

IMG-20251001-WA0019.jpg

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

AA*****8A

(c) *e-mail ID of the company

*****.umranikar@accelya.com

(d) *Telephone number with STD code

02*****77

(e) Website

www.accelya.com

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

25/09/1986

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)

Non-government company

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

Yes

No

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

Yes

No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Kurla, Mumbai, Mumbai, Maharashtra, India, 400070	INR000000221

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

Yes

No

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

06/11/2025

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

31/12/2025

(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

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	62	Computer programming, consultancy and related activities	100

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

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

3

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		B08132516	ACCELYA HOLDING WORLD S L U	Holding	74.66
2		522138687	ACCELYA SOLUTIONS AMERICAS INC	Subsidiary	100
3		03772143	ACCELYA SOLUTIONS UK LIMITED	Subsidiary	100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	20200000	14926261	14926261	14926261
Total amount of equity shares (in rupees)	202000000.00	149262610.00	149262610.00	149262610.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity shares of Rs. 10 each				
Number of equity shares	20200000	14926261	14926261	14926261
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	202000000.00	149262610.00	149262610.00	149262610.00

(b) Preference share capital

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

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	59175	14867086	14926261.00	149262610	149262610	
Increase during the year	0.00	4360.00	4360.00	43600.00	43600.00	
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						
DEMAT	0	4360	4360.00	43600	43600	
Decrease during the year	4360.00	0.00	4360.00	43600.00	43600.00	
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify						
DEMAT	4360	0	4360.00	43600	43600	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the end of the year	54815.00	14871446.00	14926261.00	149262610.00	149262610.00	
(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	
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"/>			0.00			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
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"/>			0.00			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE793A01012

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

0

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)
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				
Partly convertible debentures				
Fully convertible debentures				
Total				

v Securities (other than shares and debentures)

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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
Total	0.00		0.00		0.00

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

i *Turnover

5012332369

ii * Net worth of the Company

2577789217

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others				
	BODY CORPORATE	11143295	74.66	0	0.00
	Total	11143295.00	74.66	0.00	0.00

Total number of shareholders (promoters)

1

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	2709419	18.15	0	0.00
	(ii) Non-resident Indian (NRI)	285211	1.91	0	0.00
	(iii) Foreign national (other than NRI)	9041	0.06	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	137	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	348681	2.34	0	0.00
7	Mutual funds	7	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	309385	2.07	0	0.00
10	Others	121085	0.81	0	0.00
	IEPF QIB AIF TRUSTCM				
	Total	3782966.00	25.34	0.00	0.00

Total number of shareholders (other than promoters)

36653

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

36654.00

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

Sl.No	Category	
1	Individual - Female	12002
2	Individual - Male	24386
3	Individual - Transgender	0
4	Other than individuals	266
	Total	36654.00

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

16

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
TROO CAPITAL LTD	SUITE 307 3RD FLOOR NG TOWER EBENE CYBERCITY MAURITIUS	17/10/2017	MAURITIUS	312941	2.10

EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO)OF FA INVESTMENT DIMENSIONS GROUP INC. (DFAI DG)	6300BeeCaveRoadBuild ingOne AustinTexas78746USA	15/06/1981	UNITED STATES OF AMERICA	7456	0.05
THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	6300BeeCaveRoadBuild ingOne AustinTexas78746USA	27/10/1992	UNITED STATES OF AMERICA	3300	0.02
AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET S EQUITY ETF	4500 MAIN STREET KANSAS CITY MISSOURI	17/09/2019	UNITED STATES OF AMERICA	2877	0.02
DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	251 Little Falls Drive New Castle County Wilmington Delaware	16/06/2020	UNITED STATES OF AMERICA	2661	0.02
DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	251 Little Falls Drive New Castle County Wilmington Delaware	16/06/2020	UNITED STATES OF AMERICA	2589	0.02
GSA QMS MASTER FUND LIMITED	P.O. BOX 309 Uglan d House South Church Street George Town Grand Cayman	23/08/2024	CAYMAN ISELANDS	2584	0.02
EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	20 Triton Street Regents Place London NW1 3BF U K	25/02/2004	UNITED KINGDOM	2070	0.01
QUADRATURE CAPITAL VECTOR SP LIMITED	Suite #7 Grand Pavilion Commercial Centre 802 West Bay Road P.O. Box 10250 Grand Cayman	14/01/2021	CAYMAN ISELANDS	1713	0.01
EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF D FA INVESTMENT DIMENSIONS GROUP INC.	6300 Bee Cave Road Building One Austin Texas 78746 USA	05/10/2006	UNITED STATES OF AMERICA	1695	0.01

EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	6300 BEE CAVE ROAD BUILDING ONE	09/03/2018	UNITED STATES OF AMERICA	1511	0.01
EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	Suite 820 7 St. Paul Street Baltimore Maryland	13/10/2021	UNITED STATES OF AMERICA	1250	0.01
AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS VALUE ETF	4500 MAIN STREET KANSAS CITY KANSAS CITY MO MISSOURI	28/09/2021	UNITED STATES OF AMERICA	954	0.01
AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARK ETS EQUITY FUND	4500 MAIN STREET KANSAS CITY MISSOURI	17/09/2019	UNITED STATES OF AMERICA	926	0.01
WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	6300 Bee Cave Road Building One Austin Texas 78746 USA	09/04/2013	UNITED STATES OF AMERICA	740	0.01
DFA INTERNATIONAL CORE EQUITY FUND	C/O DIMENSIONAL FUND ADVISORS CANADA ULC 745 THURLOW STREET SUITE 2100 VANCOUVER BC V6E 0C5 CANADA	23/12/2015	CANADA	727	0.01

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	1	1
Members (other than promoters)	33574	36653
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	6	1	5	0.00	0.00
i Non-Independent	1	2	1	2	0	0
ii Independent	0	4	0	3	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	1	6	1	5	0.00	0.00

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

8

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)
GURUDAS VASUDEV SHENOY	03573375	Managing Director	165	
JAMES KARR DAVIDSON	09516461	Director	0	
JOSE MARIA HURTADO CARRASCO	08621867	Director	0	
SAURAV ADHIKARI	08402010	Director	0	
MEENA JAGTIANI	08396893	Director	0	

UTTAMKUMAR BALKISAN BHATI	AIOPB9924G	CFO	2	
NINAD GAJANAN UMRANIKAR	AAHPU6992N	Company Secretary	1	
RAVINDRAN MENON	00016302	Director	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)
SANGEETA KAPIL JIT SINGH	06920906	Director	17/07/2024	Cessation

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	17/10/2024	34095	56	74.66

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	26/07/2024	6	6	100.00
2	04/09/2024	6	5	83.33
3	16/10/2024	6	6	100.00

4	22/01/2025	6	6	100.00
5	24/04/2025	6	6	100.00
6	26/06/2025	6	6	100.00

C COMMITTEE MEETINGS

Number of meetings held

16

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	26/07/2024	4	4	100.00
2	Audit Committee	16/10/2024	4	4	100.00
3	Audit Committee	22/01/2025	4	4	100.00
4	Audit Committee	24/04/2025	4	4	100.00
5	Audit Committee	26/06/2025	4	4	100.00
6	Stakeholders Relationship Committee	26/07/2024	4	4	100.00
7	Stakeholders Relationship Committee	16/10/2024	4	4	100.00
8	Stakeholders Relationship Committee	22/01/2025	4	4	100.00
9	Stakeholders Relationship Committee	24/04/2025	4	4	100.00
10	Nomination and Remuneration Committee	16/07/2024	4	4	100.00
11	Nomination and Remuneration Committee	04/09/2024	4	4	100.00
12	Risk Management Committee	16/07/2024	3	3	100.00
13	Risk Management Committee	22/01/2025	3	3	100.00
14	Corporate Social Responsibility Committee	26/06/2025	3	3	100.00
15	Corporate Social Responsibility Committee	22/01/2025	4	4	100.00

16	Corporate Social Responsibility Committee	24/04/2025	4	4	100.00
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D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 06/11/2025 (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	GURUDAS VASUDEV SHENOY	6	5	83.33	0	0	0.00	Yes
2	JAMES KARR DAVIDSON	6	6	100.00	16	15	93.75	Yes
3	JOSE MARIA HURTADO CARRASCO	6	6	100.00	0	0	0.00	Yes
4	SAURAV ADHIKARI	6	6	100.00	16	16	100.00	Yes
5	MEENA JAGTIANI	6	6	100.00	16	16	100.00	Yes
6	RAVINDRAN MENON	6	6	100.00	16	16	100.00	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
1	Gurudas Shenoy	Managing director	26172117	0	0	0	26172117.00
	Total		26172117.00	0.00	0.00	0.00	26172117.00

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
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1	Uttamkumar Bhati	CFO	14156816	0	0	0	14156816.00
2	Ninad Umranikar	Company Secretary	6452366	0	0	0	6452366.00
	Total		20609182.00	0.00	0.00	0.00	20609182.00

C *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	Saurav Adhikari	Director	0	500000	0	1050000	1550000.00
2	Meena Jagtiani	Director	0	500000	0	1100000	1600000.00
3	Ravindran Menon	Director	0	500000	0	1100000	1600000.00
	Total		0.00	1500000.00	0.00	3250000.00	4750000.00

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

36654

XIV Attachments

(a) List of share holders, debenture holders

KLE_Details of
Shareholder_MGT7.xlsm

(b) Optional Attachment(s), if any

ASIL MGT-8.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

ACCELYA SOLUTIONS
INDIA 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) 30/06/2025

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

Nilesh A. Pradhan

Date (DD/MM/YYYY)

09/02/2025

Place

Mumbai

Whether associate or fellow:

Associate Fellow

Certificate of practice number

3*5*

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

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

AAHPU6992N

* (b) Name of the Designated Person

NINAD GAJANAN UMRANIKAR

Declaration

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

(DD/MM/YYYY) 23/05/2022 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

*Designation

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

Director

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

0*5*3*7*

***To be digitally signed by**

Company Secretary Company secretary in practice

*Whether associate or fellow:

Associate Fellow

Membership number

1*2*1

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)

AC2225419

eForm filing date (DD/MM/YYYY)

14/02/2026

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

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, 2025. 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 during the financial year under consideration were noted in the Minutes. The Minutes Book was maintained and signed.
5. The Register of Members was not required to be closed 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

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.

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 retirement of the 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.



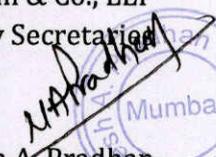
Nilesh A. Pradhan & Co., LLP
Company Secretaries

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 was not required to file form for creation, modification or 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: F005445G003931686

Date: February 13, 2026

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

My 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: F005445G003931686

Date: February 13, 2026

Place: Mumbai