Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

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

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

I REGISTR	ATION	AND C)THFR	DFTAILS

i *Corporate Identity Number (CIN)

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY) 01/04/2024

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

31/03/2025

L68200MH2015PLC262020

(c) *Type of Annual filing

iii

Original

Revised

(d) SRN of MGT-7 filed earlier for the same financial years

Particulars	As on filing date	As on the financial year end date
Name of the company	SRI LOTUS DEVELOPERS AND REALTY LIMITED	SRI LOTUS DEVELOPERS AND REALTY LIMITED
Registered office address	5th & 6th Floor, Lotus Tower, 1 Jai Hind Society,N S Road No. 12/A, JVPD Scheme, Juhu,Juhu,Mumbai,Mumbai,Maharashtra,India,4 00049	5th & 6th Floor, Lotus Tower, 1 Jai Hind Society,N S Road No. 12/A, JVPD Scheme, Juhu,Juhu,Mumbai,Mumbai,Maharashtra,India,4 00049
Latitude details	72.82759	72.82759
Longitude details	19.10745	19.10745

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

Registered Office images.pdf

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

AA*****4M

(c) *e-mail ID of the company

*****iance@lotusdevelopers.com

(d) *Telephone number with STD code

75*****00

(e) Website				www	v.lotusdevelopers.com
iv *Date of Incorporatio	n (DD/MM	/YYYY)		17/0	02/2015
		e financial year end date) any/One Person Company)		Publ	ic company
		as on the financial year end date) Tompany limited by guarantee/Unlimi	ted company)	Com	pany limited by shares
(Indian Non-Gover	nment comp	ny (as on the financial year end da nany/Union Government Company/St npany/Subsidiary of Foreign Company	ate Government Compar	l l	an Non-Government company
vi *Whether company is	s having sh	are capital (as on the financial yea	ar end date)	Yes	s O No
vii (a) Whether shares listed on recognized Stock Exchange(s)				○ Yes	s No
(b) Details of stock of	exchanges	where shares are listed			
S. No.	Stock Ex	change Name		Code	
viii Number of Registrar	and Trans	fer Agent		1	
CIN of the Registrar a Transfer Agent	nd	Name of the Registrar and Transfer Agent	Registered office ad the Registrar and Tr Agents		SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC	301, The Centrium, 3r 57,, Lal Bahadur Shast		stri Road, rla mbai,Mah	INR000000221	
ix * (a) Whether Annual	General N	leeting (AGM) held		Yes	s O No
(b) If yes, date of AG	iM (DD/MI	M/YYYY)		26/0	9/2025
(c) Due date of AGN	I (DD/MM/	YYYY)		30/0	9/2025
(d) Whether any ext	ension for	AGM granted		○ Yes	s No
(e) If yes, provide th filed for extensi		equest Number (SRN) of the GNL	-1 application form		

(f) E	Extended due date of AGM	after grant of extension (D	D/MM/YYYY)		
(g)	Specify the reasons for not	holding the same			
II PRIN	CIPAL BUSINESS ACTIVITIES	S OF THE COMPANY			
i *Nuı	mber 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	1	Real Estate activities	68	Real Estate activities	100

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

i *No. of Companies	for which	information	is to	be giver
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S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U70109MH2013PTC243947		ARMAAN REAL ESTATE PRIVATE LIMITED	Subsidiary	100
2	U70200MH2014PTC252794		ARUM REAL ESTATE PRIVATE LIMITED	Subsidiary	53.7
3	U70100MH1988PTC049306		CHANDRA GUPTA ESTATES PRIVATE LIMITED	Subsidiary	94.05
4	U70102MH2014PTC258798		DHYAN PROJECTS PRIVATE LIMITED	Subsidiary	100
5	U70102MH2014PTC260491		KUNIKA PROJECTS PRIVATE LIMITED	Subsidiary	100
6	U70102MH2015PTC269360		RICHFEEL REAL ESTATE PRIVATE LIMITED	Subsidiary	100

7	U70200MH2007PTC174974	ROSEATE REAL ESTATE PRIVATE LIMITED	Subsidiary	100
8	U70100MH2013PTC243946	VEERA DESAI PROJECTS PRIVAT LIMITED	E Subsidiary	100
9	U70109MH2022PTC376817	VALUEMART REA ESTATE PRIVATE LIMITED		100
10	U70109MH2022PTC376870	TRYKSHA REAL ESTATE PRIVATE LIMITED	Subsidiary	75
11	U68100MH2023PTC404183	SRAJAK REAL ESTATE PRIVATE LIMITED	Subsidiary	100
12	U68200MH2023PTC405569	DHITI PROJECTS PRIVATE LIMITED	Subsidiary	100
13	U68200MH2023PTC406698	PRASATI PROJECT PRIVATE LIMITED	I 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	551000000.00	435909986.00	435909986.00	435909986.00
Total amount of equity shares (in rupees)	551000000.00	435909986.00	435909986.00	435909986.00

Number of classes 1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
EQUITY				
Number of equity shares	551000000	435909986	435909986	435909986
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	551000000.00	435909986.00	435909986	435909986

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	10000.00	10000.00	10000.00	10000.00
Total amount of preference shares (in rupees)	1000000.00	1000000.00	1000000.00	10000000.00

Number of classes

1			

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference				
Number of preference shares	10000	10000	10000	10000
Nominal value per share (in rupees)	1000	1000	1000	1000
Total amount of preference shares (in rupees)	10000000.00	1000000.00	10000000	10000000

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars				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	200000000	20000000	
Increase during the year	0.00	435909986.00	435909986.00	435909986.00	435909986.00	5355234814.0 0
i Public Issues	0	0	0.00	0	0	

Particulars		Number of share	es	Total Nominal Amount	Total Paid-up amount	Total premium	
ii Rights issue	0	0	0.00	0	0		
iii Bonus issue	0	204646900	204646900.00	204646900	204646900		
iv Private Placement/ Preferential allotment	0	31263086	31263086.00	31263086	31263086	535523481	
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	200000000	200000000.00	200000000	200000000		
Decrease during the year	200000000.00	0.00	200000000.00	200000000.00	200000000.00	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		
iv Others, specify DEMAT	200000000		200000000.00	200000000	200000000		
At the end of the year	0.00	435909986.00	435909986.00	435909986.00	435909986.00		
(ii) Preference shares							
At the beginning of the year	0	0	0.00	0	0		
Increase during the year	0.00	10000.00	10000.00	10000000.00	10000000.00	0	
i Issues of shares	0	10000	10000.00	10000000	10000000		
ii Re-issue of forfeited shares	0	0	0.00	0	0		
iii Others, specify			0				
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0	

Particulars	Number of shares Total Nominal Amount amount					
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			
At the end of the year	0.00	10000.00	10000.00	10000000.00	10000000.00	
ISIN of the equity shares of the compa	ny			INE0V9Q01	1010	
i Details of stock split/consolidation dur	ing the year (for	each class of sh	ares)	0		
Class of sha	res					
Before split / Consolidation	Number of sl	hares				
	Face value po	er share				
After split / consolidation	Number of sl	hares				
	Face value po	er share				
ii Details of shares/Debentures Transfer since the incorporation of the compan		ate of last finan	cial year (or in the	e case of the first	return at any tin	ne
✓ Nil						
Number of transfers						
Attachments:						
 Details of shares/Debentures 	Transfers					
v Debentures (Outstanding as at the en (a) Non-convertible debentures	d of financial ye	ear)				
*Number of classes				0		

Classes of non-convertible debentures	Number of units	Number of units Nominal value per unit		alue	(Outs	al value tstanding at the of the year)	
Total							
Classes of non-convertible debentures	Outstanding as at the beginning of the year	Incre the y	ase during ear	Decrease during the	year	Outstanding as at the end of the year	
Total							
Partly convertible debentures							
Number of classes				0			
Classes of partly convertible debentures	Number of units		Nominal va	alue	(Outs	value standing at the of the year)	
Total							
Classes of partly convertible debentures	Outstanding as at the beginning of the year		ease during year	Decrease during the	e year	Outstanding as at the end of the year	
Total							
Fully convertible debentures							
Number of classes				0			

Classes of fully	lasses of fully convertible debentures		Number of unit	S		Nomina per uni		ue	(Out	I value standing at the of the year)
Total										
Classes of fully convertible debentures		Outstanding as a the beginning of the year		Increa	ase durir ear	ng	Decrease during the y	/ear	Outstanding as at the end of the year	
Total										
Summary of Inc	debtedness									1
Particulars			anding as at eginning of the		ease c	luring		rease ing the year		utstanding as at e end of the year
Non-convertible	e debentures		0.00	0.00		0.00		0.00		
Partly convertib	le debentures		0.00 0.00			0.00		0.00		
Fully convertible	e debentures		0.00	0.00		0	0.00			0.00
Total			0.00	0.00		0.00			0.00	
ecurities (other	than shares and d	ebenture	es)					0		
Type of Securities	Number of Securities		Nominal Value of each Unit	- 1	Γotal N /alue	Nominal		Paid up Val of each Uni		Total Paid up Value
Total										
urnover and ne	t worth of the com	pany (as	defined in the Cor	mpani	ies Ac	t, 2013)				
Turnover								387222	4900	

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Eq	uity Prefere		ference
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	352046600	80.76	10000	100.00
	(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	48024000	11.02	0	0.00
	Total	400070600.00	91.78	10000.00	100

B Public/Other than promoters

S. No	Category	Equ	ity	Pref	erence
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	23871140	5.48	0	0.00
	(ii) Non-resident Indian (NRI)	533299	0.12	0	0.00
	(iii) Foreign national (other than NRI)	4543114	1.04	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	50000	0.01	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)	3108600	0.71	0	0.00
10	Others Trust & Partnership	3733233	0.86	0	0.00
	Total	35839386.00	8.22	0.00	0

Гotal number of	shareholders (othe	r than pro	omoters)			151		
Total number of	shareholders (Pron	shareholders (Promoters + Public/Other than promoters)					.00	
reakup of total r	number of sharehol	ders (Pro	moters + Other than	promo	ters)			
SI.No	Category							
1	Individual - Fer	Individual - Female			36			
2	Individual - Ma			95				
3	Individual - Tra	r	0					
4	Other than indi		30					
	Total			161.00				
		-t//FII	-> h - Letter - ah - a - a - a -					
etails of Foreig	n institutional inve	stors' (Fil	s) holding shares of	tne con	npany			
Name of the	Address		Date of Incorporation Country of Incorporation				mber of res held	% of shares held
	ROMOTERS, MEMB		ENTURE HOLDERS					
Details	ers, wiempers (oth		romoters), Debentu		At the end	of the	year	
	ers, iviembers (oth		romoters), Debentu			of the	year 10	
Promoters	ers, Members (oth		the beginning of the			of the		
Details Promoters Members (other) Debenture hold	er than promoters)		the beginning of the			of the	10	
Promoters Members (othe	er than promoters)		the beginning of the			of the	10 151	
Promoters Members (other Debenture hold I DETAILS OF DI	er than promoters)	At	the beginning of the			of the	10 151	

	Executive	Non- executive	Executive	Non- executive	Executive	Non- executive
A Promoter	0	2	2	1	80.75	0.01
B Non-Promoter	0	1	0	3	0.00	0.00
i Non-Independent	0	1	0	0	0	0
ii Independent	0	0	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	0	3	2	4	80.75	0.01

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

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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)
ANAND KAMALNAYAN PANDIT	00015551	Managing Director	351999980	
ROOPA ANAND PANDIT	01565535	Director	10020	
ASHKA ANAND PANDIT	10594507	Whole-time director	10000	
MADHUKANT GIRDHARLAL SANGHVI	02599305	Director	0	
VED PRAKASH BHARDWAJ	00175814	Director	0	
PRITI SHASHINBHAI DESAI	10837805	Director	0	
SANJAY KUMAR JAIN	AALPJ8612L	CEO	0	
RAKESH KAILASH GUPTA	AIJPG0734E	CFO	0	

ANKIT KUMAR TATER AUXPT1957G Company Se	0
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B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

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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)
ASHKA ANAND PANDIT	10594507	Additional Director	06/05/2024	Appointment
ASHKA ANAND PANDIT	10594507	Director	25/09/2024	Change in designation
ASHKA ANAND PANDIT	10594507	Whole-time director	11/12/2024	Change in designation
PAARTH DEEPAK CHHEDA	06430713	Additional Director	06/05/2024	Appointment
PAARTH DEEPAK CHHEDA	06430713	Director	25/09/2024	Change in designation
PAARTH DEEPAK CHHEDA	06430713	Director	13/11/2024	Cessation
DIMPLE KAMAL DALIA	00595451	Director	13/11/2024	Cessation
MADHUKANT GIRDHARLAL SANGHVI	02599305	Additional Director	10/12/2024	Appointment
MADHUKANT GIRDHARLAL SANGHVI	02599305	Director	12/12/2024	Change in designation
VED PRAKASH BHARDWAJ	00175814	Additional Director	10/12/2024	Appointment
VED PRAKASH BHARDWAJ	00175814	Director	12/12/2024	Change in designation
PRITI SHASHINBHAI DESAI	10837805	Additional Director	10/12/2024	Appointment
PRITI SHASHINBHAI DESAI	10837805	Director	12/12/2024	Change in designation
SANJAY KUMAR JAIN	AALPJ8612L	CEO	02/12/2024	Appointment
RAKESH KAILASH GUPTA	AIJPG0734E	CFO	02/12/2024	Appointment
ANAND KAMALNAYAN PANDIT	00015551	Managing Director	11/12/2024	Change in designation
ROOPA ANAND PANDIT	01565535	Director	10/12/2024	Change in designation

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

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
EXTRAORDINARY GENERAL MEETING	19/07/2024	2	2	100
ANNUAL GENERAL MEETING	25/09/2024	2	2	100
EXTRAORDINARY GENERAL MEETING	21/10/2024	38	3	97.93
EXTRAORDINARY GENERAL MEETING	18/11/2024	38	3	97.93
EXTRAORDINARY GENERAL MEETING	26/11/2024	38	4	97.74
EXTRAORDINARY GENERAL MEETING	04/12/2024	38	4	97.74
EXTRAORDINARY GENERAL MEETING	12/12/2024	38	8	98.19
EXTRAORDINARY GENERAL MEETING	29/01/2025	161	8	88.1

B BOARD MEETINGS

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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	06/05/2024	3	3	100
2	14/06/2024	5	5	100
3	05/08/2024	5	5	100
4	02/09/2024	5	5	100
5	16/09/2024	5	5	100
6	17/10/2024	5	5	100

7	13/11/2024	5	5	100
8	22/11/2024	3	3	100
9	29/11/2024	3	3	100
10	02/12/2024	3	3	100
11	05/12/2024	3	3	100
12	10/12/2024	3	3	100
13	11/12/2024	6	6	100
14	18/12/2024	6	6	100
15	24/12/2024	6	6	100

C COMMITTEE MEETINGS

Number	of	meetings	hel	d
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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	Nomination and Remuneration Committee	11/12/2024	3	3	100
2	Nomination and Remuneration Committee	18/12/2024	3	3	100
3	Audit Committee	18/12/2024	4	4	100
4	Audit Committee	24/12/2024	4	4	100

D ATTENDANCE OF DIRECTORS

o Director held on		S. N o	Name of the Director	Board Meetings	Committee Meetings	Whether attended AGM held on
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		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attenda nce	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attend ance	26/09/2025 (Y/N/NA)
1	ANAND KAMALNAYAN PANDIT	15	15	100	0	0	0	Yes
2	ROOPA ANAND PANDIT	15	15	100	2	2	100	Yes
3	ASHKA ANAND PANDIT	14	14	100	2	2	100	No
4	MADHUKANT GIRDHARLAL SANGHVI	3	3	100	4	4	100	Yes
5	VED PRAKASH BHARDWAJ	3	3	100	2	2	100	Yes
6	PRITI SHASHINBHAI DESAI	3	3	100	4	4	100	Yes

X	REMUNER	ATION OF	DIRECTORS	AND KFY	MANAGERIAL	PERSONNEI
^	ILLIAIOIATI		DINECTONS		INIVIAMOFINIAE	L LIVOCIAIAFF

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	Ni

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	ASHKA ANAND PANDIT	Whole-time director	4616000	0	0	0	4616000.00
	Total		4616000.00	0.00	0.00	0.00	4616000.00

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

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SANJAY KUMAR JAIN	CEO	4794000	0	0	0	4794000.00
2	RAKESH KAILASH GUPTA	CFO	1191000	0	0	0	1191000.00
3	ANKIT KUMAR TATER	Company Secretary	1456735	0	0	0	1456735.00
	Total		7441735.00	0.00	0.00	0.00	7441735.00

S. No.	Name	Designatio	n Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	MADHUKANT GIRDHARLAL SANGHVI	Directo	r 0	0	0	280000	280000.00
2	PRITI SHASHINBHAI DESAI	Directo	r 0	0	0	280000	280000.00
3	VED PRAKASH BHARDWAJ	Directo	r 0	0	0	240000	240000.00
	Total		0.00	0.00	0.00	800000.00	800000.00
No, g	ive reasons/observatio	ns					
PENA	LTY AND PUNISHMENT	Γ – DETAILS T		NY/ 📝	Nil		
PENA	LTY AND PUNISHMENT	Γ – DETAILS T		NY/	Nil		
PENAI DETAII DIREC Name compa	LTY AND PUNISHMENT LS OF PENALTIES / PUNITORS/OFFICERS Tof the Name of court / ors / Authori	T – DETAILS T		Name of the A section under penalised / pu	act and Details	y/	Details of appeal (if any) including present status
PENA DETAII DIREC Name compa direct office	LTY AND PUNISHMENT LS OF PENALTIES / PUNITORS/OFFICERS Fof the any/ court /	of the concerned	POSED ON COMPAI Date of Order (DD/MM/YYYY)	Name of the A section under penalised / pu	act and Detail which penalt inished punish	y/	(if any) including
PENA DETAII DIREC Name compa direct office	LTY AND PUNISHMENT LS OF PENALTIES / PUNITORS/OFFICERS Tof the Name of court / ors / Authori	of the concerned	POSED ON COMPAI Date of Order (DD/MM/YYYY)	Name of the A section under penalised / pu	act and Details	y/	(if any) including

XIII Details of Shareholder / Debenture holder	
Number of shareholder/ debenture holder	161
XIV Attachments	
(a) List of share holders, debenture holders	Details of Shareholder or Debenture holder.xlsm
(b) Optional Attachment(s), if any	Clarification note.pdf MGT 8 LOTUS_Revised.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

SRI LOTUS DEVELOPERS AND REALTY 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) | 31/0

31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

- A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.

6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; 7 contracts/arrangements with related parties as specified in section 188 of the Act; 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances; 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act; 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub sections (3), (4) and (5) thereof; 12 constitution/appointment/re-appointments/retirement/filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; 15 acceptance/renewal/repayment of deposits; 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable; 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act; 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company; To be digitally signed by Name Shweta Mundra 03/12/2025 Date (DD/MM/YYYY) Place Mumbai Whether associate or fellow: Associate Fellow Certificate of practice number 1*3*7 XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014 *(a) DIN/PAN/Membership number of Designated Person 57623 *(b) Name of the Designated Person ANKIT KUMAR TATER

Declaration

I am authorised by the Board of Directors of the	Company vide resolution number*	06	dated*
(DD/MM/YYYY) 02/12/2024	to sign this form and declare that al	I the requirements of Companies A	 .ct, 2013
and the rules made thereunder in respect of the with. I further declare that: 1 Whatever is stated in this form and in the atta subject matter of this form has been suppressed 2 All the required attachments have been complete.	chments thereto is true, correct and c I or concealed and is as per the origina	complete and no information mate al records maintained by the comp	rial to the
*To be digitally signed by			
*Designation		F	
(Director /Liquidator/ Interim Resolution Professional (IRP)/R	esolution Professional (RP))	Director	
*DIN of the Director; or PAN of the Interim Resol Professional (IRP) or Resolution Professional (RP)		0*0*5*5*	
*To be digitally signed by			
Company SecretaryCompany se	cretary in practice		
*Whether associate or fellow:			
Associate Fellow			
Membership number		5*6*3	
Certificate of practice number			
Note: Attention is drawn to provisions of Section statement / certificate and punishment for false For office use only:		2013 which provide for punishme	nt for false
eForm Service request number (SRN)		AB9590234	
eForm filing date (DD/MM/YYYY)		10/12/2025	
This eForm has been taken on file maintained by statement of correctness given by the company		electronic mode and on the basis	of
, , , , , , , , , , , , , , , , , , ,			



Shweta Mundra & Associates

COMPANY SECRETARIES IN PRACTICE

Office Add.: Office No.1, I Floor, Hastagiri CHSL, Padmavatinagar, 150 Feet Road, Near Maxus Mall, Bhayander (W), PIN- 401101 (INDIA), Mobile No. 7021723346, Email: csshwetamundra@gmail.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 SRI LOTUS DEVELOPERS AND REALTY LIMITED (the Company) having (CIN: L68200MH2015PLC262020) and its registered office at 5th & 6th Floor, Lotus Tower, 1 Jai Hind Society, N S Road No. 12/A, JVPD Scheme, Juhu, Mumbai, Mumbai, Maharashtra, India, 400049 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2025. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents at the time of verification, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately, as shown to us at the time of verification;
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
- Its status under the Act as: Non-Government Company, Public Limited and Listed Company, Limited by Shares.
- Maintenance of registers/records & making entries therein within the time prescribed therefore:
 The Company has kept and maintained registers/ records as required under the Act and Rules made there under and as explained by the management; the Company has made entries therein within the time prescribed under the Act.
- Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, and Central Government, the Tribunal, Court or other authorities within the prescribed time:

The Company has filed forms and returns as was required to be filed with the Registrar of Companies, Regional Director, and Central Government, the Tribunal, Court or other authorities with additional fees in case of late filing. To the best of our information.

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:

The Company has complied with provisions of the Act and Rules made there under in respect of calling/ convening/ holding meetings of Board of Directors or its committees and the meetings of the members of the company.

Closure of Register of Members / Security holders:

For the FY 2024-25, Company was not required to close its register of Members or intimate record date as per SEBI LODR. Further, Company did not close it's register of members during FY 2024-25.

 Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act:

As informed by the management and as reported by the Auditor, the Company has granted advances to its Related parties. The Company has granted loans to its employees and related parties as per the Audited Financial Statements. Further, company has not granted any loans to its directors and/or persons or firms or Companies as per Section 185. Related parties include the subsidiary and group companies. Most of the loans are given to the group companies with zero interest. We were informed that the Loans are repayable on demand. However, being a company involved in Real Estate and infra activities, exemption under Section 186(11) shall apply.

7. Contracts/arrangements with related parties as specified in section 188 of the Act:

As per information available and explained to us, the Contracts/ Arrangements with related parties were entered in the ordinary course of the business and at arm's length. The transactions with sections 177 and 188 of the Companies act, 2013, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standard.

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:

During the year under review, the authorized share capital of the Company was increased as follows:

- from INR 30,00,00,000 divided into 30,00,00,000 equity shares of INR 1/- each to INR 55,00,00,000 divided into 55,00,00,000 equity shares of INR 1/- each, pursuant to Ordinary resolution dated November 18, 2024;
- from INR 55,00,00,000 divided into 55,00,00,000 equity shares of INR 1/- each to INR 56,10,00,000 divided into 55,10,00,000 equity shares of INR 1/- each and 10,000 Non-Convertible preference shares of Rs. 1000/- each.

During the year under review, the paid-up share capital of the Company was increased as follows:

- The Company has allotted 46,46,900 equity shares of INR 1/- each at an issue price of INR 300/- each (including a premium of INR 299/- per share) through private placement on September 16, 2024;
- The Company has issued 20,46,46,900 Bonus shares to Existing shareholders in the proportion of 1
 (one) Equity shares for every 1 (one) existing Equity shares held by members from out of profit and
 reserve on November 29, 2024;
- The Company has allotted 2,66,16,186 equity shares of INR 1/- each at an issue price of INR 150/- each (including a premium of INR 149/- per share) through private placement on December 14, 2024;
- The Company has allotted 10,000 Non-Convertible preference shares of Rs. 1,000/- each.
- Keeping in abeyance the rights to dividend, rights share and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act:

The Company has no instance of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares and hence no comment is invited in respect of the same.

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: The Company has not declared / paid any dividend during the financial year under review. The Company has no amount lying with them in respect of unpaid/ unclaimed dividend or any other amount which were required to be deposited to Investor Education and Protection Fund in accordance with Section 125 of the Act.

11. Signing of audited financial statement:

The Company has complied with the provisions of signing of audited financial statement for the year ended 31st March, 2025 as per the provisions of Companies Act, 2013. The said financials are signed by two Directors, CEO, CFO and CS of the Company.

Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them:

The Board of Directors of the Company is duly constituted with a combination of executive Directors and Independent Directors. As on March 31, 2025, the Board comprised the MD, 1 Executive Director, 1 Non-Executive Director and 3 Independent Directors, including one Woman Independent Director. The constitution of the Board of the Company is in accordance with Section 149 of the Act, and Regulation 17 of SEBI Listing Regulations. There was appointment of following Independent Directors in the Company during the reporting period: Mr. MADHUKANT GIRDHARLAL SANGHVI, Mr. VED PRAKASH BHARDWAJ and Mrs. PRITI SHASHINBHAI DESAI w.e.f. 10th December, 2024.

The Company has complied with the provisions relating to disclosure of Director's interest. The Company has complied with the provisions relating to Key Managerial Personnel (Section 203) and

payment of remuneration to managerial personnel (Section 197). The details of remuneration paid to the Directors is shown in the audited Financial Statements.

Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act:

In view of the proposed IPO of the Company, it was required to appoint a peer reviewed firm as statutory auditor of the Company. Since, the Statutory Auditors of the Company, i.e., M/s Sanjay & Vijay Associates (FRN. 120123W) were not peer reviewed, they resigned from the office of the Statutory auditors on October 09, 2024.

Due to the casual vacancy caused in the office of Statutory Auditor, the Board of Directors, at their meeting held on October 17, 2024 appointed M/s T. P. Ostwal & Associates LLP, Chartered Accountants (Firm Registration No. 124444W/100150W) as the statutory auditors of the Company to hold the office of statutory auditors till the conclusion of the Annual General Meeting ("AGM") of the Company to be held in Calendar year 2025 and the said appointment was approved by the members of the Company in the extraordinary general meeting of the Company held on October 21, 2024.

Further, The Company has appointed M/s Sanjay & Vijay Associates, Chartered Accountants, Mumbai, as an Internal Auditor of the Company for the financial year 2025-26.

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:

The Company has obtained RD Order No. RD/WR/Sec.233/AKP/AB1348225/2024/8192 dated 30/10/2024 for approval of scheme of amalgamation of Tryksha Projects Private Limited (Transferor Company No. 1), Veer Savarkar Projects Private Limited (Transferor Company No. 2), Zinnia Projects Private Limited (Transferor Company No. 3) and Sri Lotus Developers and Realty Holdings Private Limited (Formerly known as "Sri Lotus Value Realty Private Limited") (Transferor Company No. 4) into Sri Lotus Developers and Realty Limited (Erstwhile "AKP Holdings Private Limited") (Transferee Company).

15. Acceptance/ renewal/ repayment of deposits:

The Company has neither accepted nor renewed any deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Rules framed thereunder

Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable: NA

The Company has complied with provisions of the Act and Rules made there under in respect of borrowings from its directors, public financial institutions, banks and others, as the case maybe wherever applicable. As on March 31, 2025 the total borrowings from the Directors was Rs. 75 Crores. Company does not have any borrowing from members or PFIs or banks.

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: NA

The Company has disclosed the full particulars of the loans given, investments made or guarantees given or security provided as required under Section 186 of the Companies Act, 2013 in Note no. 49 to the accounts forming part of the financial statements.

18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company: During the year under review, the alteration in the Memorandum of Association of the Company are as follows:

- Clause V of the MOA was amended to reflect the increase in the authorized share capital of the Company from ₹30,00,00,000 (Rupees Thirty Crores Only) divided into 30,00,00,000 (Thirty Crores) equity shares of Re. 1/- (Rupee One) each to ₹55,00,00,000 (Rupees Fifty-Five Crores Only) divided into 55,00,00,000 (Fifty- Five Crores) equity shares of Re. 1/- (Rupee One) each."
- V of Clause the MOA was amended to reflect the RD Order No. RD/WR/Sec.233/AKP/AB1348225/2024/8192 dated October 30, 2024, for approval of scheme of amalgamation of Tryksha Projects Private Limited (Transferor Company No. 1), Veer Savarkar Projects Private Limited (Transferor Company No. 2), Zinnia Projects Private Limited (Transferor Company No. 3) and Sri Lotus Developers and Realty Holdings Private Limited (Transferor Company No. 4) into AKP Holdings Private Limited (Transferee Company).
- "The authorized share capital of the Company increased from ₹ 55,00,00,000 (Rupees Fifty-Five Crores Only) divided into 55,00,00,000 (Fifty-Five Crores) equity shares of Re. 1/- (Rupee One) each to ₹56,10,00,000 (Rupees Fifty- six crores ten lakh) divided into 55,10,00,000 (Fifty- five crores ten lakh) equity shares of Re. 1/- each and 10,000 (Ten thousand preference shares of ₹1000/- each)"
- Clause I of the MOA was amended to reflect change in the name of the Company from "AKP
 Holdings Private Limited" to "AKP Holdings Limited", pursuant to special resolution passed at the
 Extra-Ordinary General Meeting of the Company held on November 26, 2024 due to conversion of
 the Company from a Private Limited Company to a Public Limited Company and references to the
 Company were accordingly updated in the MOA.
- Pursuant to approval of the members of the Company at their EGM held on December 12 2024, Clause I of the MOA was further amended to reflect the change in name of the Company from "AKP Holdings Limited" to "Sri Lotus Developers and Realty Limited".

Alteration of Articles of Association:

During the year under review, the alteration in the Articles of Association (AOA) of the Company are as follows:

On November 26, 2024 pursuant to proposed Initial Public Offer of the Company a special resolution passed at the Extra-Ordinary General Meeting to align the AOA with the requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), and the stock exchanges where the equity shares of the Company were subsequently listed.

19. Material Events during the year:

Listing of the Company on NSE and BSE:

On August 06, 2025, the equity shares of your Company got listed on National Stock Exchange of India Limited and BSE Limited, post successful Initial Public Offer of 52,813,724 equity shares of face value of ₹ 1/- each of the Company for cash at a price of ₹ 150/- per share (including a premium of ₹ 149/- per share) aggregating to ₹ 7920 million consisting of fresh issue of 52,666,666 equity shares of face value of ₹ 1/- each at a price of ₹ 150/- per share (including a premium of ₹ 149/- per share) aggregating to ₹ 7900 million and 147,058 equity shares of face value of ₹ 1/- each aggregating to ₹ 20 million, for subscription by eligible employees (A discount of up to 9.33% to the Issue Price, equivalent of ₹14.00 per Equity Share was offered to Eligible Employees).

Merger with Wholly Owned Subsidiaries

Four wholly owned subsidiaries of the Company, viz., Tryksha Projects Private Limited, Veer Savarkar Projects Private Limited, Zinnia Projects Private Limited and Sri Lotus Developers and Realty Holdings Private Limited (Erstwhile "Sri Lotus Value Realty Private Limited") were merged with the Company pursuant to RD Order No. RD/WR/Sec.233/AKP/AB1348225/2024/8192 dated October 30, 2024.

Change in Accounting Standard:

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as notified under Section 133 of the Companies Act, 2013 read with the Companies Accounts Rules, 2014 for the FY 2024-25. The standalone and consolidated financial statements up to year ended March 31, 2024 were prepared in accordance with the accounting standards notified under the section 133 of the Act, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ("Indian GAAP" or "Previous GAAP"). These standalone and consolidated financial statements for the year ended March 31, 2025 are the first set of financial statements prepared in accordance with Ind AS. The date of transition to Ind AS is April 01, 2023.

Change in the Registered office address of the Company:

For operational efficiency the registered office of the Company was shifted to 503, Signature, Suresh Sawant Road, Off. Veera Desai Road, Andheri (W), Mumbai, Maharashtra – 400053 and 5th & 6th Floor, Lotus Tower, 1 Jai Hind Society, N. S. Road No. 12/A, JVPD Scheme, Juhu, Mumbai, Maharashtra – 400049 on May 06, 2024 and December 07, 2024 respectively.

Change in Subsidiary, Joint Venture and Associate Company:

As on March 31, 2025, the Company has 16 subsidiary companies including 3 Limited Liability Partnership Firms, 10 wholly owned subsidiaries, 1 step down subsidiary and 2 subsidiaries in accordance with Section 2(87) of the Companies Act, 2013. During the year under review, four wholly owned subsidiaries ceased to be the subsidiary of the Company, namely, Tryksha Projects Private Limited, Veer Savarkar Projects Private Limited, Zinnia Projects Private Limited and Sri Lotus Developers and Realty Holdings Private Limited (Erstwhile "Sri Lotus Value Realty Private Limited").

During the year under review, your Company has acquired 100% stake in Kunika Projects Private Limited. Pursuant to the said acquisition, Kunika Projects Private Limited is now wholly owned subsidiary of the Company.

Employee Stock Option Scheme

During the year under review, the Board of Directors approved "Sri Lotus Developers Employee Stock Option Scheme" for the employees of the Company and the subsidiary companies. Same was approved by the members at the Extraordinary General Meeting of the Company held on January 29, 2025.

Corporate Social Responsibility:

During the year under review, the Company has spent INR 1,24,20,000 towards CSR.

Place: Mumbai Date: 03.12.2025

UDIN: F012891G002194510

FOR SHWETA MUNDRA & ASSOCIATES

Shweta Grandy against by Sheeta Marcha Date: 2025.1203.2103.14

CS Shweta Mundra FCS-12891, COP- 15387

Please note that the shares of Sri Lotus Developers and Realty Limited were listed on the National Stock Exchange of India Limited and BSE Limited on August 06, 2025. However, as on March 31, 2025, the shares were unlisted. Accordingly, the option 'No' has been selected in point no. vii(a) of Form MGT-7.





