

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]



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

U74999MH2014PLC260236

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCW5981A

(ii) (a) Name of the company

WHERRELZ IT SOLUTIONS LIM

(b) Registered office address

Plot No. 15, Road 10, Sec -1
New Panvel East
Navi Mumbai
Raigarh
Maharashtra
410206

(c) *e-mail ID of the company

official@wherrelz.com

(d) *Telephone number with STD code

919811221082

(e) Website

(iii) Date of Incorporation

19/12/2014

(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	BSE LTD	1

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD
SAKINAKA

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2022

(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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NFINITYBEAM IOT LABS PRIVATE LIMITED	U72900MH2019PTC321556	Subsidiary	80

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	500,000	389,600	389,600	389,600
Total amount of equity shares (in Rupees)	5,000,000	3,896,000	3,896,000	3,896,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	500,000	389,600	389,600	389,600
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	5,000,000	3,896,000	3,896,000	3,896,000

(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)	0			

(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	10,000	0	10000	100,000	100,000	

Increase during the year	0	389,600	389600	3,896,000	3,896,000	256
i. Pubic Issues	0	117,600	117600	1,176,000	1,176,000	161
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	238,000	238000	2,380,000	2,380,000	0
iv. Private Placement/ Preferential allotment	0	24,000	24000	240,000	240,000	95
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	10,000	10000	100,000	100,000	0
Pursuant to conversion of Physical shares to Demat						
Decrease during the year	10,000	0	10000	100,000	100,000	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	10,000	0	10000	100,000	100,000	
Pursuant to conversion of Physical shares to Demat						
At the end of the year	0	389,600	389600	3,896,000	3,896,000	
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						
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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE0IM001015

(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			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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

Particulars	Number of units	Nominal value per unit	Total value
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

2,909,110

(ii) Net worth of the Company

13,713,780

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	80,000	20.53	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)	0	0	0	
10.	Others	0	0	0	
	Total	80,000	20.53	0	0

Total number of shareholders (promoters)

2

(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	264,800	67.97	0	
	(ii) Non-resident Indian (NRI)	800	0.21	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)	34,400	8.83	0	
10.	Others HUF	9,600	2.46	0	
	Total	309,600	79.47	0	0

Total number of shareholders (other than promoters)

69

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

71

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	2	2
Members (other than promoters)	0	69
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	2	0	2	0	20.53	0
B. Non-Promoter	0	0	0	3	0	0
(i) Non-Independent	0	0	0	1	0	0
(ii) Independent	0	0	0	2	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	2	0	2	3	20.53	0

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

7

(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)
CHAITANYA BHARAT I +	06653029	Managing Director	64,000	
SUMANLATA DHARES +	07027595	Director	16,000	
SUMANLATA DHARES +	ALZPM6625K	CFO	0	
RISHI AGGARWAL	07550675	Director	0	
UMA CHIDAMBARAM P +	08824361	Director	0	
NAVIN MUKESH PUNJ +	09218383	Director	0	
ADITI SANJIT BAGUL	AOEPB8624H	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

6

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)
CHAITANYA BHARAT I +	06653029	Managing Director	10/08/2021	Appointment as MD
SUMANLATA DHARES +	07027595	CFO	27/07/2021	Appointment as CFO
RISHI DHARAMPAL AG +	07550675	Director	24/05/2021	Appointment as Non Executive Indep +
UMA CHIDAMBARAM P +	08824361	Director	10/08/2021	Appointment as Non Executive Indep +
NAVIN MUKESH PUNJ +	09218383	Director	10/08/2021	Appointment as Non Executive Direc +
ADITI SANJIT BAGUL	AOEPB8624H	Company Secretar	11/08/2021	Appointment as CS

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

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EGM	04/05/2021	2	2	100
EGM	24/05/2021	9	4	52.94
EGM	05/06/2021	9	4	46.32
AGM	10/08/2021	9	4	46.32

B. BOARD MEETINGS

*Number of meetings held

13

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/04/2021	2	2	100
2	11/05/2021	2	2	100
3	20/05/2021	2	2	100
4	27/05/2021	3	3	100
5	31/05/2021	3	3	100
6	27/07/2021	3	3	100
7	10/08/2021	5	5	100
8	11/08/2021	5	5	100
9	05/11/2021	5	5	100
10	02/12/2021	5	3	60
11	11/12/2021	5	3	60
12	24/12/2021	5	3	60

C. COMMITTEE MEETINGS

Number of meetings held

3

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

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	26/03/2022	3	3	100
2	Nomination and Remuneration	26/03/2022	3	3	100
3	Stakeholder Relationship	26/03/2022	3	3	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	
								(Y/N/NA)
1	CHAITANYA DHARESH	13	13	100	2	2	100	
2	SUMANLATA DHARESH	13	13	100	0	0	0	
3	RISHI AGGARWAL	13	10	76.92	3	3	100	
4	UMA CHIDAMBARAM	13	4	30.77	2	2	100	
5	NAVIN MUKHERJEE	13	4	30.77	2	2	100	

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Chaitanya Dharesh	Managing Director	720,000	0	0	0	720,000
2	Sumanlata Dharesh	Director and CFO	549,000	0	0	0	549,000
	Total		1,269,000	0	0	0	1,269,000

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Aditi Sanjit Bagul	Company Secretary	60,000	0	0	0	60,000
	Total		60,000	0	0	0	60,000

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

Ramraj Singh Thakur

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

25239

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 Attachment(s), if any

List of attachments

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



RAMRAJ THAKUR & ASSOCIATES

CS RAMRAJ SINGH THAKUR

Email: ramrajthakurassociates@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 **WHERRELZ IT SOLUTIONS LIMITED (CIN: U74999MH2014PLC260236)** (The Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2022. 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, 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 and making entries therein within the time prescribed therefor;
 3. Filing of forms and returns are stated in the annual return and all documents including offer documents and forms related to processing of Initial Public Offer (IPO) with Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities, as may be applicable, within the prescribed time;
 4. Calling/ convening/ holding meetings of Board of Directors or its Committee, 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. Signing the 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;
 6. Constitution / appointment/re-appointment/ retirement /filling up casual vacancies/disclosures of the directors, Key Managerial Personnel and the remuneration paid to them;
 7. Loans and investments or guarantee given or providing of securities to other bodies corporate falling under the provisions of Section 186 of the Act. - **Not Applicable;**
 8. Close register of members / Security holders, as the case may be - **Not Applicable;**
 9. Advance/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act - **Not Applicable;**

Office Address: LIG 149, DEEN DAYAL NAGAR, NEAR MAKRONIA RAILWAY STATION, MAKRONIA SAGAR (M.P.)
470004



RAMRAJ THAKUR & ASSOCIATES

CS RAMRAJ SINGH THAKUR

Email: ramrajthakurassociates@gmail.com

10. Contracts/arrangements with related parties as specified in provisions of Section 188 of the Act - **Not Applicable**;
11. the authorized share capital of ₹ 10,00,000 divided into 1,00,000 Equity Shares of ₹10 each had increased to ₹ 50,00,000 divided into 5,00,000 Equity Shares of ₹ 10 each pursuant to resolution of shareholders passed at the Extra-ordinary General Meeting held on March 11, 2021. Further the Company has complied with all the provisions of the Act for increasing authorised shares capital;
12. Issued or allotted Equity Shares pursuant to Private Placement on 11th May, 2021 and Bonus issue on 27th May, 2021 and complied the applicable provisions of Companies Act, 2013. Further, there is no any transfer or transmission of securities 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 during the financial year;
13. 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;
14. The Company has not declared any dividend including interim dividend during the financial year, hence there was no need to open and deposit dividend amount in the separate Bank Account;
15. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;
16. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act – **Not applicable**;
17. Acceptance/renewal/repayment of deposits falling within the purview of Section 73 of the Act – **Not applicable**;
18. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
19. Transfer of unpaid / unclaimed dividend as applicable to the Investor Education and Protection Fund in accordance with the time limit as specified in Section 124 read with Section 125 of the Act – **Not applicable**; and
20. Alteration of the provision of the Memorandum and/or Article of Association of the Company.

FOR RAMRAJ THAKUR & ASSOCIATES
COMPANY SECRETARIES

Sd/-

RAMRAJ SINGH THAKUR
PROPRIETOR
ACS 51637 & CP 25239
PEER REVIEW NO. – 1790/2022

DATE:, 2022
PLACE: SAGAR MP

UDIN:

Office Address: LIG 149, DEEN DAYAL NAGAR, NEAR MAKRONIA RAILWAY STATION, MAKRONIA SAGAR (M.P.)
470004