

FORM NO. MGT-7

[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]



Annual Return

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

U74899DL1986PTC023532

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACR1294C

(ii) (a) Name of the company

RATNA SAGAR PRIVATE LIMITE

(b) Registered office address

VIRAT BHAWAN DR. MUKHERJEE NAGAR
COMMERCIAL COMLEX
DELHI
Delhi
INDIA

(c) *email-ID of the company

rsagar@ratnasagar.com

(d) *Telephone number with STD code

01147038000

(e) Website

www.ratnasagar.com

(iii) Date of Incorporation

04/03/1986

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(vii) *Financial year From (DD/MM/YYYY) To (DD/MM/YYYY)

(viii) *Whether Annual General Meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

(b) Due date of AGM

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

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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	J1	Publishing of Newspapers, Books, periodicals, etc. activities	100

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held
1				

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	200,000	200,000	200,000	200,000
Total amount of equity shares (in rupees)	20,000,000	20,000,000	20,000,000	20,000,000

Number of classes

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	200,000	200,000	200,000	200,000

Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	20,000,000	20,000,000	20,000,000	20,000,000

(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)				

(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				
At the beginning of the year	200,000	20,000,000	20,000,000	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	
ii. Rights issue	0	0	0	
iii. Bonus issue	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	
v. ESOPs	0	0	0	
vi. Sweat equity shares allotted	0	0	0	
vii. Conversion of Preference share	0	0	0	

viii. Conversion of Debentures	0	0	0	
ix. GDRs/ADRs	0	0	0	
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	
iv. Others, specify				
At the end of the year	200,000	20,000,000	20,000,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	
ii. Re-issue of forfeited shares	0	0	0	
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	
iv. Others, specify				
At the end of the year	0	0	0	

(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 Previous AGM		29/09/2014	
Date of Registration of Transfer		04/09/2014	
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ debenture/ unit (in Rs.)	100
Ledger Folio of Transferor		79	
Transferor's Name	Gupta		Sidhartha
	Surname	Middle Name	First Name
Ledger Folio of Transferee		176	
Transferee's Name	Jain	Kumar	Parjan
	Surname	Middle Name	First Name

Date of Registration of Transfer		04/09/2014	
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ debenture/ unit (in Rs.)	100
Ledger Folio of Transferor		143	
Transferor's Name	Gupta		Geeta
	Surname	Middle Name	First Name
Ledger Folio of Transferee		177	
Transferee's Name	Mehra		Shabnam
	Surname	Middle Name	First Name

Date of Registration of Transfer		31/03/2015	
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	4	Amount per Share/ debenture/ unit (in Rs.)	100
Ledger Folio of Transferor		85	
Transferor's Name	Nigam		Kamlesh
	Surname	Middle Name	First Name
Ledger Folio of Transferee		1	
Transferee's Name	Jain	Kumar	Dhanesh
	Surname	Middle Name	First Name

Date of Registration of Transfer		31/03/2015	
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	4	Amount per Share/ debenture/ unit (in Rs.)	100
Ledger Folio of Transferor		147	
Transferor's Name	Surana		Kanmal
	Surname	Middle Name	First Name
Ledger Folio of Transferee		1	
Transferee's Name	Jain	Kumar	Dhanesh
	Surname	Middle Name	First Name

Date of Registration of Transfer		31/03/2015	
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	4	Amount per Share/ debenture/ unit (in Rs.)	100
Ledger Folio of Transferor		152	
Transferor's Name	Jain		Sudershan
	Surname	Middle Name	First Name
Ledger Folio of Transferee		1	
Transferee's Name	Jain	Kumar	Dhanesh
	Surname	Middle Name	First Name

Date of Registration of Transfer		31/03/2015	
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	4	Amount per Share/ debenture/ unit (in Rs.)	100
Ledger Folio of Transferor		156	
Transferor's Name	Khanna	Kumar	Anil
	Surname	Middle Name	First Name
Ledger Folio of Transferee		1	
Transferee's Name	Jain	Kumar	Dhanesh
	Surname	Middle Name	First Name

Date of Registration of Transfer		31/03/2015	
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	4	Amount per Share/ debenture/ unit (in Rs.)	100
Ledger Folio of Transferor		169	
Transferor's Name	Jain	Kumar	Sanjay
	Surname	Middle Name	First Name
Ledger Folio of Transferee		1	
Transferee's Name	Jain	Kumar	Dhanesh
	Surname	Middle Name	First Name

Date of Registration of Transfer		31/03/2015	
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	4	Amount per Share/ debenture/ unit (in Rs.)	100
Ledger Folio of Transferor		174	
Transferor's Name	Dhanesh	Kumar	Jain HUF
	Surname	Middle Name	First Name
Ledger Folio of Transferee		1	
Transferee's Name	Jain	Kumar	Dhanesh
	Surname	Middle Name	First Name

Date of Registration of Transfer		31/03/2015	
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	4	Amount per Share/ debenture/ unit (in Rs.)	100
Ledger Folio of Transferor		176	
Transferor's Name	Jain	Kumar	Parjan
	Surname	Middle Name	First Name
Ledger Folio of Transferee		1	
Transferee's Name	Jain	Kumar	Dhanesh
	Surname	Middle Name	First Name

Date of Registration of Transfer		31/03/2015	
Type of Transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	4	Amount per Share/ debenture/ unit (in Rs.)	100
Ledger Folio of Transferor		177	
Transferor's Name	Mehra		Shabnam
	Surname	Middle Name	First Name
Ledger Folio of Transferee		1	
Transferee's Name	Jain	Kumar	Dhanesh
	Surname	Middle Name	First Name

(iv) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			494,408,484
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			68,711,517
Deposit			0
Total	0		563,120,001

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

1,832,498,192

(ii) Net worth of the Company

1,026,300,461

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	200,000	100	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	200,000	100	0	0

Total number of shareholders (promoters)

7

(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	0	0	0	

	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

7

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	8	7
Members (other than promoters)	9	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	4	0	4	0	82.92	0
B. Non-Promoter	1	0	1	0	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(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	5	0	5	0	82.92	0

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

5

(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)
Dhanesh Kumar Jain	01109024	Managing Director	41,000	
Rajender Jain	01061602	Whole-time director	67,160	
Kusum Jain	01384377	Whole-time director	8,880	
Sugat Jain	02144901	Whole-time director	48,800	
Ashok Mohan Zutshi	01061606	Whole-time director	0	

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

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Dhanesh Kumar Jain	01109024	Managing Director	01/04/2014	Re-appointed as Managing Director
Rajender Jain	01061602	Whole-time director	01/10/2014	Appointed as Whole Time Director (C
Kusum Jain	01384377	Whole-time director	01/10/2014	Appointed as Whole Time Director
Sugat Jain	02144901	Whole-time director	01/10/2014	Appointed as Whole Time Director
Ashok Mohan Zutshi	01061606	Whole-time director	01/10/2014	Appointed as Whole Time Director

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

A. MEMBERS/CLASS /REQUISITIONED/CLB/NCLT/COURT CONVENED MEETINGS

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members who attended the meeting	% of total shareholding of attended members
Extra-Ordinary General Meeting	01/04/2014	17	9	99.99
Annual General Meeting	29/09/2014	15	9	99.99

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	as %age of total directors
1	30/06/2014	5	5	100
2	04/09/2014	5	5	100
3	21/10/2014	5	5	100
4	01/12/2014	5	5	100
5	09/02/2015	5	5	100
6	31/03/2015	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

1

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	as %age of total members
1	CSR Committee	04/09/2014	5	5	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	30/09/2015
								(Y/N/NA)
1	Dhanesh Kum	6	6	100	1	1	100	Yes
2	Rajender Jain	6	6	100	1	1	100	Yes
3	Kusum Jain	6	6	100	1	1	100	Yes
4	Sugat Jain	6	6	100	1	1	100	Yes
5	Ashok Mohan	6	6	100	1	1	100	Yes

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

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dhanesh Kumar Jain	Managing Director	19,228,800	3,000,000	0	2,304,000	24,532,800
2	Rajender Jain	Whole Time Director	9,628,800	0	0	1,152,000	10,780,800
3	Kusum Jain	Whole Time Director	9,600,000	0	0	1,152,000	10,752,000
4	Sugat Jain	Whole Time Director	4,828,800	0	0	576,000	5,404,800
5	Ashok Mohan Zutshi	Whole Time Director	6,357,115	15,000,000	0	720,000	22,077,115
	Total		49,643,515	18,000,000	0	5,904,000	73,547,515

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

0

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

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total						

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

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

Gulshan Kumar Gupta

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3925

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.

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

DHANESH
KUMAR JAIN

DIN of the director

01109024

To be digitally signed by

GULSHAN
KUMAR
GUPTA

- ☐ Company Secretary
- ☒ Company Secretary in Practice

Membership number

5576

Certificate of practice number

3925

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.

Attach**Attach****Attach****Attach****List of attachments**

LIST.pdf

MGT-8.pdf

Remove attachment

Modify

Check Form

Prescrutiny


Submit

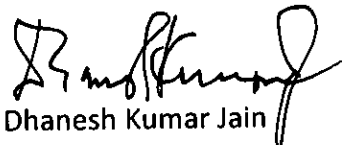
This eForm has been taken on file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the company

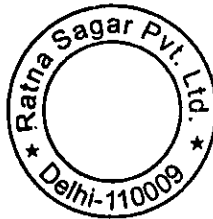
LIST OF EQUITY SHAREHOLDERS AS AT 31.03.2015
FACE VALUE PER EQUITY SHARE RS 100.00

Ledger Folio No.	Name of Shareholder	Father / Husband Name	Address	No. of Shares
1	Dhanesh Kumar Jain	Sh. J. R. Jain	24, Flag Staff Road, Civil Lines, Delhi 110054	41,000
2	Rajender Jain	Sh. J. R. Jain	82, Veer Nagar, Jain Colony, Delhi 110007	67,160
4	Kusum Jain	Dr. Dhanesh Kumar Jain	24, Flag Staff Road, Civil Lines, Delhi 110054	8,880
5	Sugat Jain	Dr. Dhanesh Kumar Jain	24, Flag Staff Road, Civil Lines, Delhi 110054	48,800
6	Amit Jain	Sh. Rajender Jain	82, Veer Nagar, Jain Colony, Delhi 110007	10,080
7	Rahul Jain	Sh. Rajender Jain	82, Veer Nagar, Jain Colony, Delhi 110007	16,080
26	Aruna Jain	Sh. Rajender Jain	82, Veer Nagar, Jain Colony, Delhi 110007	8,000
TOTAL EQUITY SHARES OF RS. 100.00 EACH				2,00,000

For Ratna Sagar Private Limited


 Rajender Jain
 Joint Managing Director
 DIN: 01061602


 Dhanesh Kumar Jain
 Managing Director
 DIN: 01109024



LIST OF SHARES TRANSFERRED DURING FINANCIAL YEAR 2014-15

DATE OF TRANSFER	F. NO. (TRANSFEROR)	NAME OF TRANSFERER	F. NO. (TRANSFeree)	NAME OF TRANSFeree	NO. OF SHARES
04.09.2014	79	Sidhartha Gupta	176	Parjan Kumar Jain	1
04.09.2014	143	Geeta Gupta	177	Shabnam Mehra	1
31.03.2015	85	Kamlesh Nigam	01	Dr. Dhanesh Kumar Jain	4
31.03.2015	147	Kanmal Surana	01	Dr. Dhanesh Kumar Jain	4
31.03.2015	152	Sudershan Jain	01	Dr. Dhanesh Kumar Jain	4
31.03.2015	156	Anil Kumar Khanna	01	Dr. Dhanesh Kumar Jain	4
31.03.2015	169	Sanjay Kumar Jain	01	Dr. Dhanesh Kumar Jain	4
31.03.2015	174	Dhanesh Kumar Jain HUF	01	Dr. Dhanesh Kumar Jain	4
31.03.2015	176	Parjan Kumar Jain	01	Dr. Dhanesh Kumar Jain	4
31.03.2015	177	Shabnam Mehra	01	Dr. Dhanesh Kumar Jain	4

For Ratna Sagar Private Limited

Rajender Jain

Rajender Jain
Joint Managing Director
DIN: 01061602

Dhanesh Kumar Jain

Dhanesh Kumar Jain
Managing Director
DIN: 01109024



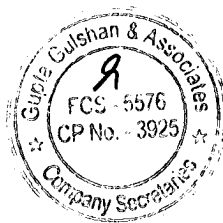
FORM NO. MGT-8

[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 **Ratna Sagar Private Limited** (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 **31.03.2015**. In our opinion and to the best of my information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return (Form MGT-7) 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 and 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 as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within or beyond the prescribed time. However format of Annual Return (Form MGT-7 as amended) does not state the list of forms and returns filed with such authorities.
 4. Convening and holding meetings of Board of Directors or its committees 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 have been properly recorded in the Minute Book and registers maintained for the purpose and the same have been signed. During the financial year no resolution was passed through postal ballot.
 5. Company has not closed its Register of Members during the period under review.



6. During the financial year company has not granted any loan and Advances to its directors and persons or firms or companies referred in section 185 of the Act.
7. During the financial year company has not entered into Contracts or arrangements with related parties as specified in section 188 of the Act. Further terms of contracts or agreements which are in existence before 01.04.2014 were not altered during the financial year. Transactions entered into with related parties during the financial year were at arm's length price.
8. Company has not made any Issue, allotment, transmission or buys back of securities or redemption of preference shares, debentures, alteration or reduction of share capital, conversion of shares or securities. Company has issued security certificates upon transfer of equity shares.
9. There was no instance of rights shares and bonus shares during the financial year hence comments regarding keeping in abeyance the rights to rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act are not required. Further, there was no instance to keep rights to dividend on equity shares in abeyance hence comments regarding keeping in abeyance the rights to dividend are not required.
10. Declaration and Payment of Dividend on equity shares was in accordance with provisions of Section 125 of the Act. However Company was not required to transfer any amount to Investor Education and Protection Fund.
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 / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. However no instance of retirement of directors or filling up casual vacancies among directors, hence no comments required in that regard.
13. Appointment / reappointment of auditors as per the provisions of section 139 of the Act. However during the financial year no casual vacancy for auditors arises.
14. Company has not obtained any approval from Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.
15. During the financial year company has not accepted or renewed any deposit falling within purview of Act.



16. Borrowings from its directors, public financial institutions, banks, and others and creation / modification / satisfaction of charges in that respect, wherever applicable. Company has not borrowed any amount from its members.
17. Company has not given any loans, made 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. Adoption of new set of Articles of Association. However, Company has not altered provisions of Memorandum and Articles of Association during the period under review.

For Gupta Gulshan & Associates
Company Secretaries



A handwritten signature in black ink, appearing to read "Gulshan K Gupta".

Gulshan Kumar Gupta
Membership No., FCS: 5576
Certificate of Practice No. 3925

Place: Delhi
Dated: 25.11.2015