

Form No. MGT-7

Form language

 English Hindi**Annual Return (other than OPCs and Small Companies)**

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

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

U45209RJ2021PTC073971

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

(c) *Type of Annual filing

 Original Revised

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

iii

| Particulars | As on filing date | As on the financial year end date |
|---------------------------|---|---|
| Name of the company | GR BAHADURGANJ ARARIA HIGHWAY PRIVATE LIMITED | GR BAHADURGANJ ARARIA HIGHWAY PRIVATE LIMITED |
| Registered office address | GR House Hiran Magri, Sector-11,NA,Udaipur,Udaipur,Rajasthan,India,313001 | GR House Hiran Magri, Sector-11,NA,Udaipur,Udaipur,Rajasthan,India,313001 |
| Latitude details | 24.5524 | 24.5524 |
| Longitude details | 73.6975 | 73.6975 |

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

GBAHPL_Photo.jpg

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

AA*****3A

(c) *e-mail ID of the company

*****rinfra.com

(d) *Telephone number with STD code

29*****70

(e) Website

www.gbahpl.com

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

v (a) *Class of Company (as on the financial year end date)
(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) Yes No

vii (a) Whether shares listed on recognized Stock Exchange(s) Yes No

(b) Details of stock exchanges where shares are listed

| S. No. | Stock Exchange Name | Code |
|--------|---------------------|------|
| | | |

viii Number of Registrar and Transfer Agent

| CIN of the Registrar and Transfer Agent | Name of the Registrar and Transfer Agent | Registered office address of the Registrar and Transfer Agents | SEBI registration number of Registrar and Transfer Agent |
|---|--|--|--|
| | | | |

ix * (a) Whether Annual General Meeting (AGM) held Yes No

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

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

(d) Whether any extension for AGM granted Yes No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

| |
|--|
| |
|--|

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

| S. No. | Main Activity group code | Description of Main Activity group | Business Activity Code | Description of Business Activity | % of turnover of the company |
|--------|--------------------------|------------------------------------|------------------------|----------------------------------|------------------------------|
| 1 | F | Construction | 42 | Civil Engineering | 100 |

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

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

1

| S. No. | CIN /FCRN | Other registration number | Name of the company | Holding/ Subsidiary/Associate/Jo int Venture | % of shares held |
|--------|-----------------------|---------------------------|---------------------------------|--|------------------|
| 1 | L45201GJ1995PLC098652 | | G R INFRAPROJECTS LIMITED | Holding | 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 | 10000000.00 | 9000000.00 | 9000000.00 | 9000000.00 |
| Total amount of equity shares (in rupees) | 100000000.00 | 90000000.00 | 90000000.00 | 90000000.00 |

Number of classes

1

| Class of shares | Authorised Capital | Issued capital | Subscribed Capital | Paid Up capital |
|--|--------------------|----------------|--------------------|-----------------|
| Equity | | | | |
| Number of equity shares | 10000000 | 9000000 | 9000000 | 9000000 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 100000000.00 | 90000000.00 | 90000000 | 90000000 |

(b) Preference share capital

| Particulars | Authorised Capital | Issued capital | Subscribed capital | Paid Up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares | 0.00 | 0.00 | 0.00 | 0.00 |
| Total amount of preference shares (in rupees) | 0.00 | 0.00 | 0.00 | 0.00 |

Number of classes

0

| Class of shares | Authorised Capital | Issued capital | Subscribed Capital | Paid Up capital |
|--|--------------------|----------------|--------------------|-----------------|
| | | | | |
| Number of preference shares | | | | |
| Nominal value per share (in rupees) | | | | |
| Total amount of preference shares (in rupees) | | | | |

(c) Unclassified share capital

| Particulars | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 0 |

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

| Particulars | Number of shares | | | Total Nominal Amount | Total Paid-up amount | Total premium |
|--|------------------|------------|------------|----------------------|----------------------|---------------|
| | Physical | DEMAT | Total | | | |
| (i) Equity shares | | | | | | |
| At the beginning of the year | 0 | 9000000 | 9000000.00 | 90000000 | 90000000 | |
| Increase during the year | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0 |
| i Public Issues | 0 | 0 | 0.00 | 0 | 0 | |
| ii Rights issue | 0 | 0 | 0.00 | 0 | 0 | |
| iii Bonus issue | 0 | 0 | 0.00 | 0 | 0 | |
| iv Private Placement/ Preferential allotment | 0 | 0 | 0.00 | 0 | 0 | |
| v ESOPs | 0 | 0 | 0.00 | 0 | 0 | |
| vi Sweat equity shares allotted | 0 | 0 | 0.00 | 0 | 0 | |
| vii Conversion of Preference share | 0 | 0 | 0.00 | 0 | 0 | |
| viii Conversion of Debentures | 0 | 0 | 0.00 | 0 | 0 | |
| ix GDRs/ADRs | 0 | 0 | 0.00 | 0 | 0 | |
| x Others, specify <input type="text" value="0"/> | 0 | 0 | 0.00 | 0 | 0 | |
| Decrease during the year | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 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 <input type="text" value="0"/> | 0 | 0 | 0.00 | 0 | 0 | |
| At the end of the year | 0.00 | 9000000.00 | 9000000.00 | 90000000.00 | 90000000.00 | |
| (ii) Preference shares | | | | | | |
| At the beginning of the year | 0 | 0 | 0.00 | 0 | 0 | |
| Increase during the year | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0 |

| Particulars | Number of shares | | | Total Nominal Amount | Total Paid-up amount | Total premium |
|---|------------------|------|------|----------------------|----------------------|---------------|
| | | | | | | |
| i Issues of shares | 0 | 0 | 0.00 | 0 | 0 | |
| ii Re-issue of forfeited shares | 0 | 0 | 0.00 | 0 | 0 | |
| iii Others, specify <input type="text" value="0"/> | 0 | 0 | 0.00 | 0 | 0 | |
| Decrease during the year | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0 |
| i Redemption of shares | 0 | 0 | 0.00 | 0 | 0 | |
| ii Shares forfeited | 0 | 0 | 0.00 | 0 | 0 | |
| iii Reduction of share capital | 0 | 0 | 0.00 | 0 | 0 | |
| iv Others, specify <input type="text" value="0"/> | 0 | 0 | 0.00 | 0 | 0 | |
| At the end of the year | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | |

ISIN of the equity shares of the company

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

| Class of shares | | <input type="text"/> |
|------------------------------|----------------------|----------------------|
| Before split / Consolidation | Number of shares | |
| | Face value per share | |
| After split / consolidation | Number of shares | |
| | Face value per share | |

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

| Classes of non-convertible debentures | Number of units | Nominal value per unit | Total value (Outstanding at the end of the year) |
|---------------------------------------|-----------------|------------------------|--|
| | | | |
| Total | | | |

| Classes of non-convertible debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|---------------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| | | | | |
| Total | | | | |

(b) Partly convertible debentures

*Number of classes

0

| Classes of partly convertible debentures | Number of units | Nominal value per unit | Total value (Outstanding at the end of the year) |
|--|-----------------|------------------------|--|
| | | | |
| Total | | | |

| Classes of partly convertible debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|--|---|--------------------------|--------------------------|---------------------------------------|
| | | | | |
| Total | | | | |

(c) Fully convertible debentures

*Number of classes

0

| Classes of fully convertible debentures | Number of units | Nominal value per unit | Total value (Outstanding at the end of the year) |
|---|-----------------|------------------------|--|
| | | | |
| Total | | | |

| Classes of fully convertible debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|---|---|--------------------------|--------------------------|---------------------------------------|
| | | | | |
| Total | | | | |

(d) Summary of Indebtedness

| Particulars | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures | 0.00 | 0.00 | 0.00 | 0.00 |
| Partly convertible debentures | 0.00 | 0.00 | 0.00 | 0.00 |
| Fully convertible debentures | 0.00 | 0.00 | 0.00 | 0.00 |
| Total | 0.00 | 0.00 | 0.00 | 0.00 |

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

2378253097

ii * Net worth of the Company

384069000

VI SHARE HOLDING PATTERN**A Promoters**

| S. No | Category | Equity | | Preference | |
|-------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1 | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 10 | 0.00 | 0 | 0.00 |
| | (ii) Non-resident Indian (NRI) | 0 | 0.00 | 0 | 0.00 |
| | (iii) Foreign national (other than NRI) | 0 | 0.00 | 0 | 0.00 |
| 2 | Government | | | | |
| | (i) Central Government | 0 | 0.00 | 0 | 0.00 |
| | (ii) State Government | 0 | 0.00 | 0 | 0.00 |
| | (iii) Government companies | 0 | 0.00 | 0 | 0.00 |
| 3 | Insurance companies | 0 | 0.00 | 0 | 0.00 |
| 4 | Banks | 0 | 0.00 | 0 | 0.00 |
| 5 | Financial institutions | 0 | 0.00 | 0 | 0.00 |
| 6 | Foreign institutional investors | 0 | 0.00 | 0 | 0.00 |
| 7 | Mutual funds | 0 | 0.00 | 0 | 0.00 |
| 8 | Venture capital | 0 | 0.00 | 0 | 0.00 |
| 9 | Body corporate (not mentioned above) | 8999990 | 100.00 | 0 | 0.00 |

| | | | | | |
|----|--------------------------------|------------|------|------|------|
| 10 | Others <input type="text"/> | 0 | 0.00 | 0 | 0.00 |
| | Total | 9000000.00 | 100 | 0.00 | 0 |

Total number of shareholders (promoters)

B Public/Other than promoters

| S. No | Category | Equity | | Preference | |
|-------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1 | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 0 | 0.00 | 0 | 0.00 |
| | (ii) Non-resident Indian (NRI) | 0 | 0.00 | 0 | 0.00 |
| | (iii) Foreign national (other than NRI) | 0 | 0.00 | 0 | 0.00 |
| 2 | Government | | | | |
| | (i) Central Government | 0 | 0.00 | 0 | 0.00 |
| | (ii) State Government | 0 | 0.00 | 0 | 0.00 |
| | (iii) Government companies | 0 | 0.00 | 0 | 0.00 |
| 3 | Insurance companies | 0 | 0.00 | 0 | 0.00 |
| 4 | Banks | 0 | 0.00 | 0 | 0.00 |
| 5 | Financial institutions | 0 | 0.00 | 0 | 0.00 |
| 6 | Foreign institutional investors | 0 | 0.00 | 0 | 0.00 |
| 7 | Mutual funds | 0 | 0.00 | 0 | 0.00 |
| 8 | Venture capital | 0 | 0.00 | 0 | 0.00 |
| 9 | Body corporate (not mentioned above) | 0 | 0.00 | 0 | 0.00 |

| | | | | | |
|----|--------------------------------|------|------|------|------|
| 10 | Others <input type="text"/> | 0 | 0.00 | 0 | 0.00 |
| | Total | 0.00 | 0 | 0.00 | 0 |

Total number of shareholders (other than promoters)

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

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

| Sl.No | Category | |
|-------|--------------------------|------|
| 1 | Individual - Female | 0 |
| 2 | Individual - Male | 1 |
| 3 | Individual - Transgender | 0 |
| 4 | Other than individuals | 1 |
| | Total | 2.00 |

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

| Name of the FII | Address | Date of Incorporation | Country of Incorporation | Number of shares held | % of shares held |
|-----------------|---------|-----------------------|--------------------------|-----------------------|------------------|
| | | | | | |

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

| Details | At the beginning of the year | At the end of the year |
|--------------------------------|------------------------------|------------------------|
| Promoters | 4 | 4 |
| Members (other than promoters) | 0 | 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 | 0 | 2 | 0 | 2 | 0 | 0 |
| B Non-Promoter | 0 | 1 | 0 | 1 | 0.00 | 0.00 |
| i Non-Independent | 0 | 1 | 0 | 1 | 0 | 0 |
| ii Independent | 0 | 0 | 0 | 0 | 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 | 0 | 3 | 0.00 | 0.00 |

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

3

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 RATHI | 02791023 | Director | 0 | |
| SUDHIR MUTHA | 02422911 | Director | 0 | |
| SUHANI JAIN . | 08559224 | Director | 0 | |

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

0

| 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) |
|------|---------|--|--|--|
| | | | | |

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

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

*Number of meetings held

1

| Type of meeting | Date of meeting (DD/MM/YYYY) | Total Number of Members entitled to attend meeting | Attendance | |
|------------------------|------------------------------|--|----------------------------|-------------------------|
| | | | Number of members attended | % of total shareholding |
| Annual General Meeting | 16/08/2024 | 2 | 2 | 100 |

B BOARD MEETINGS

*Number of meetings held

4

| 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 | 10/05/2024 | 3 | 3 | 100 |
| 2 | 23/07/2024 | 3 | 3 | 100 |
| 3 | 29/10/2024 | 3 | 3 | 100 |
| 4 | 27/01/2025 | 3 | 3 | 100 |

C COMMITTEE MEETINGS

Number of meetings held

0

| 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 |
| | | | | | |

D ATTENDANCE OF DIRECTORS

| S. No | Name of the Director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on 15/09/2025 (Y/N/NA) |
|-------|----------------------|--|-----------------------------|-----------------|--|-----------------------------|-----------------|--|
| | | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | |
| 1 | ANAND RATHI | 4 | 4 | 100 | 0 | 0 | 0 | No |
| 2 | SUDHIR MUTHA | 4 | 4 | 100 | 0 | 0 | 0 | Yes |
| 3 | SUHANI JAIN . | 4 | 4 | 100 | 0 | 0 | 0 | Yes |

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

| S. No. | Name | Designation | Gross salary | Commission | Stock Option/Sweat equity | Others | Total amount |
|--------|--------------|-------------|--------------|------------|---------------------------|--------|--------------|
| | | | | | | | |
| | Total | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |

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 |
|--------|--------------|-------------|--------------|------------|---------------------------|--------|--------------|
| | | | | | | | |
| | Total | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |

C *Number of other directors whose remuneration details to be entered

| S. No. | Name | Designation | Gross salary | Commission | Stock Option/ Sweat equity | Others | Total amount |
|--------|--------------|-------------|--------------|------------|-------------------------------|--------|--------------|
| | | | | | | | |
| | Total | | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

Yes

No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

Nil

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

B *DETAILS OF COMPOUNDING OF OFFENCES

Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order (DD/MM/YYYY) | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in rupees) |
|--|--|-------------------------------|---|---------------------------|---|
| | | | | | |

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

2

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

MGT-8 GBAHPL.pdf
UDIN GR BAHADURGANJ ARARIA
MGT-7.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

GR BAHADURGANJ ARARIA
HIGHWAY PRIVATE
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) 31/03/2025

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

Surya Prakash Moud

Date (DD/MM/YYYY)

05/11/2025

Place

Udaipur

Whether associate or fellow:

Associate

Fellow

Certificate of practice number

2*4*7

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

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

02422911

*(b) Name of the Designated Person

SUDHIR MUTHA

Declaration

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

16

dated*

(DD/MM/YYYY)

16/03/2021

to sign this form and declare that all the requirements of Companies Act, 2013

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

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

***To be digitally signed by**

***Designation**

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

Director

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

0*4*2*1*

***To be digitally signed by**

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

Certificate of practice number

2*4*7

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AB8807568

eForm filing date (DD/MM/YYYY)

07/11/2025

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



Form No. MR-3
Secretarial Audit Report
(For the Financial Year Ended 31.03.2025)
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

TO,
THE MEMBERS,
GR BAHADURGANJ ARARIA HIGHWAY PRIVATE LIMITED
(CIN: U45209RJ2021PTC073971)
GR HOUSE, HIRAN MAGRI, SECTOR NO.11,
UDAIPUR, RAJASTHAN-313001, INDIA

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GR BAHADURGANJ ARARIA HIGHWAY PRIVATE LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me with a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period **April 01, 2024 to March 31, 2025**, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made herein after:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **GR BAHADURGANJ ARARIA HIGHWAY PRIVATE LIMITED** ("the Company") for the financial year ended on March 31, 2025, according to the provisions (to the extent applicable) of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings;
(Not applicable to the company during the audit period)
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, ('SEBI Act') 1992:-**Company's securities are not listed; hence provisions of The Securities and Exchange Board of India are not applicable to the company during the year.**
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the company during the audit period)**
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **(Not applicable to the company during the audit period)**
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the company during the audit period)**



(d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the company during the review period)**;

(e) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; **(Not applicable to the company during the review period)**.

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during the audit period)**

(g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable to the company during the audit period)**

(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the company during the audit period)** and

(i) The Securities and Exchange Board of India (Buy back of Securities) Regulations, 2018; **(Not applicable to the company during the audit period)**

(j) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the company during the audit period)**

(k) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable to the company during the review period)**;

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

I further report that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors. The changes in the composition of the Board of Directors and Key Managerial Personnel that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice has been given to all the directors to schedule the Board Meetings, Committee Meetings, agenda and detailed notes on agenda were sent in advance and a system exists for meaningful participation at the meeting.
- All decisions at Board Meetings and Committee Meetings have been carried unanimously/with requisite majority as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.
- During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.



S P MOUD & ASSOCIATES

COMPANY SECRETARIES
ICSI PEER REVIEWED FIRM

7976159557, 8003005466

rspm.roc@gmail.com

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For S P MOUD & ASSOCIATES
COMPANY SECRETARIES
UNIQUE CODE: S2023RJ906400

Surya
Prakash
Moud

Digitally signed by
Surya Prakash
Moud
Date: 2025.05.12
20:12:53 +05'30'

CS SURYA PRAKASH MOUD
PROPRIETOR
M. No.: F12943; COP No.: 26437
ICSI-PR No.: 6605/2025

Place: Udaipur
Date: 12/05/2025
UDIN: F012943G000316488

Note: This report is to be read with our letter of even date which is annexed as "ANNEXURE-1" and forms an integral part of this report.



"ANNEXURE-1"

**TO,
THE MEMBERS,
GR BAHADURGANJ ARARIA HIGHWAY PRIVATE LIMITED
GR HOUSE, HIRAN MAGRI, SECTOR NO.11,
UDAIPUR, RAJASTHAN- 313002**

My Report of given date is to be read along with this letter.

- A. Maintenance of Secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
- B. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
- C. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- D. Wherever required, I have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
- E. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
- F. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For S P MOUD & ASSOCIATES
COMPANY SECRETARIES
UNIQUE CODE: S2023RJ906400**

Surya
Prakash
Moud

Digitally signed by
Surya Prakash Moud
Date: 2025.05.12
20:13:13 +05'30'

**CS SURYA PRAKASH MOUD
PROPRIETOR
M. No.: F12943; COP No.: 26437
ICSI-PR No.: 6605/2025**

**Place: Udaipur
Date: 12/05/2025
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