# 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)

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company Pre-fill U85300KA2021NPL149875 Global Location Number (GLN) of the company \* Permanent Account Number (PAN) of the company AAECF6565A (ii) (a) Name of the company FLIPKART FOUNDATION (b) Registered office address Block ABC, Buildings Alyssa, Begonia & Clover Embassy Tech Village, Devarabeesanahalli Village BANGALORE Bangalore Karnataka F60100 (c) \*e-mail ID of the company regulatory@flipkart.com (d) \*Telephone number with STD code +91808826503332 (e) Website www.flipkartfoundation.org Date of Incorporation (iii) 23/07/2021 (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
 • No

(vii) *Financial year From date $01/$	04/2022	(DD/MM/YYYY) To date	31/03/2023	(DD/MM/YYYY)
(viii) *Whether Annual general mee	ting (AGM) held	• Yes	No	
(a) If yes, date of AGM (b) Due date of AGM	26/09/2023 30/09/2023			
(c) Whether any extension for	AGM granted	⊖ Yes	No	
II. PRINCIPAL BUSINESS A	CTIVITIES OF T	HE COMPANY		

\*Number of business activities 1

S.No	Main Activity group code		Business Activity Code		% of turnover of the company
1	N	Support service to Organizations	N7	Other support services to organizations	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	F1 Info Solutions & Services Pri	U72300KA2012PTC147731	Holding	99.99

### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

#### (i) \*SHARE CAPITAL

(a) Equity share capital

	capital	capital	Paid up capital
50,000	100,000	100,000	100,000
,500,000	1,000,000	1,000,000	1,000,000

#### Number of classes

	Authoricod		Subscribed capital	Paid up capital
Number of equity shares	250,000	100,000	100,000	100,000

1

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,500,000	1,000,000	1,000,000	1,000,000

#### (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

Class of shares	Authorised capital	Icapital	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	100,000	0	100000	1,000,000	1,000,000	
Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
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	0	
0				0	0	
Decrease during the year	0	0	0	0	0	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				0	0	
0				0	0	
At the end of the year	100,000	0	100000	1,000,000	1,000,000	
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						
0				0	0	
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				0	0	
0				0	0	
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

0

Class o	f shares	(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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) \*

$\boxtimes$	Nil						
	[Details being provided in a CD/Digital Media]	0	Yes	0	No	0	Not Applicable
	Separate sheet attached for details of transfers	$\bigcirc$	Yes	$\bigcirc$	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 o	Date of registration of transfer (Date Month Year)					
Type of transfe	Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock					
Number of Shares/ D Units Transferred	Debentures/	Amount per Share/ Debenture/Unit (in Rs.)				
Ledger Folio of Trans	sferor					
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		quity, 2	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	e				
	Surr	name		middle name	first name
Ledger Folio of Transferee					
Transferee's Name					
	Surr	name		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
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of 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) Type of Number of Nominal Value of Total Nominal Paid up Value of

Securities	Securities	each Unit	Value	each Unit	
Total					 

0

Total Paid up Value

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

### (i) Turnover

20,261,654

#### (ii) Net worth of the Company

13,930,000

#### 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	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	
	Body corporate (not mentioned above)	100,000	100	0	
10.	Others 0	0	0	0	
	Total	100,000	100	0	0

2

### Total number of shareholders (promoters)

# (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	ty	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	0		

	Total	0	0	0	0
Total nur	nber of shareholders (other than prom	oters)			
	iber of shareholders (Promoters+Publi n promoters)	<b>c</b> / 2			

#### 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	0
Debenture holders	0	0

#### VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

#### (A) \*Composition of Board of Directors

Category	Category Number of directors at the beginning of the year			ectors at the end e year	Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	0	2	0	2	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	0	0	0	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	0	2	0	2	0	0

#### (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)
Krishna Govinda Ragha	08222984	Director	0	
Rajneesh Kumar	07375122	Director	0	

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

Name	beginning / during	Ichange in designation/	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	Total Number of Members entitled to	Attendance		
		attend meeting		% of total shareholding	
AGM	30/09/2022	2	2	100	

#### **B. BOARD MEETINGS**

\*Number of meetings held 3

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting			
		-	Number of directors attended	% of attendance	
1	29/06/2022	2	2	100	
2	26/09/2022	2	2	100	
3	30/01/2023	2	2	100	

#### C. COMMITTEE MEETINGS

Nu	mber of meeting	gs held		0		
	S. No.	Type of meeting	Date of meeting		Number of members attended	Attendance % of attendance

0

S. No.	Type of meeting	Date of meeting		Attendance % of attendance
1				

#### D. \*ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM
S. No.	of the director		Meetings	% of attendance		Meetings	% of attendance	held on
		entitled to attend	attended		entitled to attend	attended	attornumoo	26/09/2023 (Y/N/NA)
								, , , , , , , , , , , , , , , , , , ,
1	Krishna Govin	3	3	100	0	0	0	No
2	Rajneesh Kum	3	3	100	0	0	0	No

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

🖂 Nil

lumber o	f Managing Director, V	Vhole-time Director	s and/or Manager	whose remuneratio	n details to be ente	red	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						
lumber o	f CEO, CFO and Com	pany secretary who	se remuneration d	etails to be entered	1		
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						
umber o	f other directors whose	e remuneration deta	ails to be entered	I	1		
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 Yes O No provisions of the Companies Act, 2013 during the year
  - B. If No, give reasons/observations

XII. PE	NALTY AND PUNISHMENT - DETAILS THEREOF	

### (A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

Name of the		Date of Order			Details of appeal (if any) including present status		
(B) DETAILS OF COMPOUNDING OF OFFENCES NII							

Name of the			leaction under which		Amount of compounding (in Rupees)				

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes O 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	
Whether associate or fellow	─ Associate ○ Fellow
Certificate of practice number	

#### 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.

(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 the 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 a 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. .. 07

05/07/2023

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 compiled 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	RAJNEES Digitally signed by RENEESH KUNAR H KUMAR Discussion 109 15:30:35 + 05:30'						
DIN of the director	07375122						
To be digitally signed by	GEETANJLI Digitally signed by GEETANJL AGGARWA AGGARWAL Date: 2023 11.09 L 15:5326 + 05'30'						
Company Secretary							
Company secretary in practice							
Membership number 35328		Certificate of practice	e number		13412		
Attachments					List of attachmer	nts	
1. List of share holders, debenture holders			Attach	List of Shareholders FK Foundation 31032 Clarification letter on designated person.pd UDIN details.pdf			
2. Approval letter for extension of AGM;			Attach				
3. Copy of MGT-8;			Attach				
4. Optional Attachement(s), if any			Attach				
					Remove attachr	ment	
Modify	Chec	ck 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