

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]



सत्यमेव जयते

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

U41000DL2011PTC219758

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCL0231B

(ii) (a) Name of the company

LIVPURE PRIVATE LIMITED

(b) Registered office address

WZ/106/101, RAJOURI GARDEN EXTENSION
NEW DELHI
West Delhi
Delhi
110027

(c) *e-mail ID of the company

legal@sar-group.com

(d) *Telephone number with STD code

01244987400

(e) Website

www.livpure.com

(iii) Date of Incorporation

24/05/2011

(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 date (DD/MM/YYYY) To date (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	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	84.77
2	S	Personal and Household service	S4	Other Personal service activities	15.22

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	ENOCEAN INTELLECTUAL SOLU	U74999DL2019PTC345085	Subsidiary	51
2	GROWTECH INNOVATIONS INC	U72200KA2014PTC077578	Subsidiary	100

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

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,800,000	1,717,395	1,717,395	1,717,395
Total amount of equity shares (in Rupees)	18,000,000	17,173,950	17,173,950	17,173,950

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	1,800,000	1,717,395	1,717,395	1,717,395
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	18,000,000	17,173,950	17,173,950	17,173,950

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	200,000	195,160	195,160	195,160
Total amount of preference shares (in rupees)	2,000,000	1,951,600	1,951,600	1,951,600

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
COMPULSORILY CONVERTIBLE PREFERENCE SHARES				
Number of preference shares	200,000	195,160	195,160	195,160
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	2,000,000	1,951,600	1,951,600	1,951,600

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	103,611	1,457,833	1561444	15,614,440	15,614,440	
Increase during the year	0	155,951	155951	1,559,510	1,559,510	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	155,951	155951	1,559,510	1,559,510	

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						
NA						
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	
NA						
At the end of the year	103,611	1,613,784	1717395	17,173,950	17,173,950	
Preference shares						
At the beginning of the year	34,437	0	34437	344,370	344,370	
Increase during the year	160,723	0	160723	1,607,230	1,607,230	0
i. Issues of shares	160,723	0	160723	1,607,230	1,607,230	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
NA						
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	
NA						
At the end of the year	195,160	0	195160	1,951,600	1,951,600	

ISIN of the equity shares of the company

(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		30/09/2022	
Date of registration of transfer (Date Month Year)			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

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

2,941,083,000

(ii) Net worth of the Company

38,566,000

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	1	0	0	0
	(ii) Non-resident Indian (NRI)	1	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	182,335	10.62	0	0
10.	Others TRUST	1,267,863	73.82	0	0
	Total	1,450,200	84.44	0	0

Total number of shareholders (promoters)

8

(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	690	0.04	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	266,505	15.52	160,723	82.35
10.	Others NA	0	0	34,437	17.65

	Total	267,195	15.56	195,160	100
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Total number of shareholders (other than promoters)

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

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	8	8
Members (other than promoters)	7	6
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	1	0	1	0	0
B. Non-Promoter	1	4	1	3	0	0
(i) Non-Independent	1	4	1	3	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	1	5	1	4	0	0

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

(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)
NAVNEET KAPOOR	00034357	Director	1	
RAKESH MALHOTRA	00322648	Director	1	
Rajan Sundar Ramakris	05317973	Director	0	
PARESH CHANDRA P	02259057	Director	0	
RANJIT SINGH YADAV	05230923	Director	0	

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

1

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)
PRAKASH KULATHU I	00529591	Director	27/03/2023	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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	30/09/2022	15	5	69
EGM	29/03/2023	14	6	80.47

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/04/2022	6	2	33.33
2	26/05/2022	6	6	100
3	21/09/2022	6	4	66.67

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	04/11/2022	6	4	66.67
5	16/02/2023	6	6	100
6	29/03/2023	5	2	40
7	31/03/2023	5	2	40

C. COMMITTEE MEETINGS

Number of meetings held

5

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 COMM	21/09/2022	3	2	66.67
2	Executive com	20/04/2022	2	2	100
3	Executive com	08/07/2022	2	2	100
4	Executive com	31/05/2022	2	2	100
5	Executive com	23/12/2022	2	2	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 30/09/2023 (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	NAVNEET KA	7	6	85.71	5	5	100	Yes
2	RAKESH MAL	7	4	57.14	0	0	0	No
3	Rajan Sundar	7	4	57.14	0	0	0	No
4	PARESH CHA	7	7	100	5	5	100	Yes
5	RANJIT SING	7	3	42.86	0	0	0	No

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

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

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

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

Number of other directors whose remuneration details to be entered

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

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. 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:

- 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.
- 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

NAVNEET
KAPOOR
Digitally signed by
NAVNEET KAPOOR
Date: 2023.11.27
16:48:53 +05:30

DIN of the director

To be digitally signed by

SANDEE
P GUPTA
Digitally signed by
SANDEE P GUPTA
Date: 2023.11.27
16:48:53 +05:30

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

Attach
Attach
Attach
Attach

List of attachments

List of Shareholdings - LIVPURE 2023.pdf
MGT-8 Livpure -2023.pdf
ShowUDIN UDIN - Livpure.pdf
Transfer Details- 2023.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 SHAREHOLDERS AS ON 31/03/2023

A. Equity Shares

S. No	Name of Shareholders	No. of Equity Shares @ Rs. 10 each	Value of Shares (Rs.)
1	Rakesh Malhotra S/o Mr. Madan Lal Malhotra India: D- 4/32, DLF, Phase - 1, Gurgaon, Haryana – 122002, India Other: 09 Rhu cross#11-10 , Singapore - 437436	1	10/-
2	Navneet Kapoor S/o Mr. Om Prakash Kapoor H. No. 1602/B1, The World SPA West, Sector 30/41, Gurgaon-122001, Haryana	1	10/-
3	Navneet Kapoor, Rajiv Kumar Nayar & Rashmi Nayar (As Trustees of Navodhyam Trust) WZ-106/101, Rajouri Garden Extension, New Delhi – 110027	9,21,183	92,11,830/-
4	Rajiv Kumar Nayar, Pawan Puri (As trustees of SAR Group Stock Option Trust) WZ-106/101, Rajouri Garden Extension, New Delhi – 110027	77,903	7,79,030/-
5	Crystal Investment Holdings Pte. Limited 80 Raffles Place, #18-01, UOB Plaza 1, Singapore 048624	76809	768090/-
6	Vivid Investment Holdings Pte. Limited 80 Raffles Place, #18-01, UOB Plaza 1, Singapore 048624	72541	725410/-
7	Ncubate India Services Private Limited WZ-106/101, Rajouri Garden Extension, New Delhi – 110027	132669	1326690/-

Livpure Private Limited

Plot No. 221, Udyog Vihar, Phase 1, Gurugram-122016, Haryana, India
T +91 124 498 7400, www.livpure.com

Registered Office :

WZ-106/101, Rajouri Garden Extension, New Delhi-110027
CIN : U41000DL2011PTC219758

Email:legal@sar-group.com

8	Premal Gopaldas Ved, Mr. Gopaldas Ved 402, Brooke Ville, S.B. Cross Lane, Matunga (West), Mumbai – 400016	329	3290/-
9	Nitin Agarwal, Mr. V. K. Agarwal 193, Raag Tower, MeghMalhar Complex, off Film City Road, Goregaon East, Mumbai – 400063	329	3290/-
10	Akshay Chuttar, Mr. Chuttar 759/118 B 'Mitali' Apartments, Prabhat Road, Lane – 2, Near Deccan Gymkhana Tennis Courts, Pune – 411004	32	320/-
11	Rashmi Nayar and Puneet Sawhney (as Trustees of RM Investment Trust) WZ-106/101, Rajouri Garden Extension, New Delhi – 110027	220781	2207810/-
14	Navneet Kapoor and Nidhi Kapoor (as Trustees of NK Investment Trust) WZ-106/101, Rajouri Garden Extension, New Delhi – 110027	47996	479960/-
15	Lakshya Holding Pte. Ltd 8 Cross Street, # 24-03/04, Manulife Tower Singapore - 048424	49666	496660/-
16.	Jupiter Sales Pvt Ltd 30 2 nd Floorferoze Gandhi Market Ludhiana, Punjab.	117155	1171550/-
	Total	17,17,395	1,71,73,950/-

B. Compulsory Convertible Preference Shares

S No	Name	No. of CCPS @ Rs. 10	Value of Share (Rs.)	Type of Preference Shares
1	Navneet Kapoor and Nidhi Kapoor (as Trustees of NK Investment Trust) WZ-106/101, Rajouri Garden Extension, New Delhi – 110027	34,437	3,44,370	Compulsory Convertible Preference Shares(CCPS)

2	Lakshya Holdings Pte.Ltd 8 Cross Street, # 24-03/04, Manulife Tower Singapore - 048424	160723	1607230	Compulsory Convertible Preference Shares(CCPS)
	Total	195160	1951600	

For Livpure Private Limited



Navneet Kapoor
Chairman and Director
DIN: 00034357
Address: H No. 1602/B1,
The World Spa West,
Sector 30/41, Gurgaon-122001, Haryana

Details of Transfer during the year 2022-2023

S No.	Date of Transfer	Type of Share	Transferor Name	C. No.	Transferee Name	Folio No./Client ID/DP ID of Transferor	Folio No./Client ID/DP ID of Transferee	No. of Share @Rs. 10
1	28/03/2023	Equity Shares	Multiples Private Equity Fund I Limited	Demat	Jupiter Slaes Pvt Ltd	(IN301348 (DP ID) & 20034353 (Client Id))	Demat (DP ID : IN301143) and (client id from: 12537044)	87,179
2	28/03/2023	Equity Shares	Multiples Private Equity Fund	Demat	Jupiter Slaes Pvt Ltd	(IN301348 (DP ID) & 20034169 (Client Id))	Demat (DP ID : IN301143) and (client id from: 12537044)	29,976

For Livpure Private Limited



Navneet Kapoor
(Chairman and Director)
DIN: 00034357
Address: H No. 1602/B1,
The World Spa West,
Sector 30/41, Gurgaon-122001, Haryana

Livpure Private Limited

Plot No. 221, Udyog Vihar, Phase 1, Gurugram-122016, Haryana, India
T +91 124 498 7400, www.livpure.com

Registered Office :

WZ-106/101, Rajouri Garden Extension, New Delhi-110027
CIN : U41000DL2011PTC219758

Email: legal@sar-group.com



S GUPTA & COMPANY

Company Secretaries

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

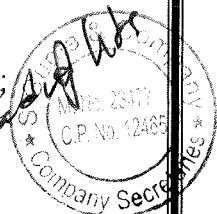
I have examined the registers, records and books and papers of **Livpure Private Limited** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended 31st March, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I 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 therefore;
 3. The Company has filed all 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 under the act and the rules made there under, during the financial year ending as on 31.3.2023.
 4. Calling/convening/holding meetings of the 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 during the financial year ended on 31.3.2023; (Not Applicable)
 6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act, wherever applicable;
 7. Contracts/arrangements with related parties as specified in section 188 of the Act;

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S GUPTA & COMPANY

Company Secretaries

Complied the Provision of Section 188 of the Companies Act, 2013 has been complied.

8. Issue or allotment or transfer or transmission or buyback 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.

The Company has issued and allotted 92,038 Equity Shares of Rs. 10 each to Ncube India Services Private Limited as on March 31, 2023, 53,665 equity shares of Rs. 10 each to Mrs. Rashmi Nayar and Mr. Puneet Shawney (as trustees of RM Investment Trust) as on March 31, 2023, and 10,258 equity shares of Rs. 10 each to Mr. Navneet Kapoor and Mrs. Nidhi Kapoor (as trustee of NK Investment Trust) as on March 31, 2023.

The Company has issued and allotted 1,60,723 Compulsorily Convertible Preference Shares ("CCPS") of Rs. 10 each to Lakshya Holding Pte Ltd. on April 29, 2022

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;

There was no transaction necessitating the Company to keep 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;

During the year under review, no dividend was declared and there was no amount which is due to be transferred as unclaimed dividend 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-appointment / retirement / filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

During the year 2022-23, Mr. Prakash Kulathu iyer director of the company resigned as on 27th March 2023.



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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; Complied
15. Acceptance/renewal/repayment of deposits;

The Company has not invited/ accepted/ renewed/ made repayment of any deposits during the period under review.

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


The borrowings of the Company during the financial year under review are as per the compliance of Companies Act, 2013 and Necessary charge has been filed with ROC, if required.

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 .

The Loans given, Investments made and Guarantees provided (as applicable) by the Company during the financial year under review are within the provision of Section 186 of the Companies Act, 2013.

18. Alteration of the provisions of the Memorandum and Articles of Association of the Company; Not Applicable

For **S GUPTA & COMPANY**
Company Secretaries


Sandeep Gupta
C. P. No. 12465
ACS: 23477

Place: New Delhi
Date; 18/11/2023
UDIN: A023477E001962370

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