

**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)

U65990MH1985PLC035046

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	SINGULARITY HOLDINGS LIMITED	SINGULARITY HOLDINGS LIMITED
Registered office address	1&2, Western India House,1st, Fl, FORT,NA,MUMBAI,Maharashtra,India,400001	1&2, Western India House,1st, Fl, FORT,NA,MUMBAI,Maharashtra,India,400001
Latitude details	19.058672	19.058672
Longitude details	72.833376	72.833376

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

Photos.pdf

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

AA\*\*\*\*\*9M

(c) \*e-mail ID of the company

\*\*\*\*\*cvl.in

(d) \*Telephone number with STD code

02\*\*\*\*\*00

(e) Website

www.singularityholdings.co.in

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

11/01/1985

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

Public company

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

Company limited by shares

(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)

Indian Non-Government 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

1

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
U72400MH2004PLC147094	NSDL DATABASE MANAGEMENT LIMITED	4th Floor, Tower 3, One International Center, Senapati Bapat Marg, Prabhadevi, Mumbai - 400 013, Mumbai, Mumbai, Maharashtra, India, 400013	INR000004181

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)

30/09/2025

(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

AGM WILL BE HELD ON 30.09.2025

## II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i \*Number of business activities

2

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance activities	66	Other financial activities	98.43
2	L	Real Estate activities	68	Real Estate activities	1.57

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

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

3

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U51900MH1996PTC095960		URUDAVAN INVESTMENT AND TRADING PRIVATE LIMITED	Associate	48.5
2	U70102MH2007PTC171723		BETTER TIME REALTORS PRIVATE LIMITED	Associate	48.54
3	U51900MH1996PTC096829		SARESHWAR TRADING AND FINANCE PRIVATE LIMITED	Associate	31.45

## 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	8850000.00	8493750.00	8493750.00	8493750.00
Total amount of equity shares (in rupees)	88500000.00	84937500.00	84937500.00	84937500.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	8850000	8493750	8493750	8493750
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees )	88500000.00	84937500.00	84937500	84937500

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	36450000.00	35550000.00	35550000.00	35550000.00
Total amount of preference shares (in rupees)	364500000.00	355500000.00	355500000.00	355500000.00

Number of classes

2

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference Shares				
Number of preference shares	2450000	1575000	1575000	1575000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in	24500000.00	15750000.00	15750000	15750000

rupees )				
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Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
9.5% Non-Convertible Non-Cumulative Redeemable Pre				
Number of preference shares	34000000	33975000	33975000	33975000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees )	340000000.00	339750000.00	339750000	339750000

**(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			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	3071	8490679	8493750.00	84937500	84937500	
<b>Increase during the year</b>	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	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify <input type="text"/>						
<b>Decrease during the year</b>	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"/>			0			
<b>At the end of the year</b>	3071.00	8490679.00	8493750.00	84937500.00	84937500.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	0	35550000	35550000.00	355500000	355500000	
<b>Increase during the year</b>	0.00	35550000.00	35550000.00	355500000.00	355500000.00	0
i Issues of shares	0	35550000	35550000.00	355500000	355500000	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <input type="text"/>			0			
<b>Decrease during the year</b>	0.00	35550000.00	35550000.00	355500000.00	355500000.00	0
i Redemption of shares	0	35550000	35550000.00	355500000	355500000	
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"/>			0			
<b>At the end of the year</b>	0.00	35550000.00	35550000.00	355500000.00	355500000.00	

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		<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)
<b>Total</b>			

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
<b>Total</b>				

**(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)
<b>Total</b>			

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
<b>Total</b>				

**(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)
<b>Total</b>			

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
<b>Total</b>				

**(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
<b>Total</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

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
<b>Total</b>					

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

i \*Turnover

1204425758

ii \* Net worth of the Company

4813963952

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	411885	4.85	647000	1.82
	(ii) Non-resident Indian (NRI)	34770	0.41	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)	5992512	70.55	0	0.00
10	Others	301565	3.55	0	0.00
	Trust				
	<b>Total</b>	6740732.00	79.36	647000.00	1.82

Total number of shareholders (promoters)

14

#### 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	60071	0.71	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)	1692947	19.93	34903000	98.18
10	Others <input type="text"/>				
	<b>Total</b>	1753018.00	20.64	34903000.00	98.18

Total number of shareholders (other than promoters)

40

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

54.00

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

Sl.No	Category	
1	Individual - Female	10
2	Individual - Male	29
3	Individual - Transgender	0
4	Other than individuals	15
	<b>Total</b>	54.00

**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	14	14
Members (other than promoters)	40	40
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
<b>A Promoter</b>	0	0	0	0	0	0
<b>B Non-Promoter</b>	1	4	0	4	0.00	0.20
i Non-Independent	1	2	0	2	0	0.2
ii Independent	0	2	0	2	0	0
<b>C Nominee Directors representing</b>	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						
<b>Total</b>	1	4	0	4	0.00	0.20

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

7

**B (i) Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
RUPAL ANAND VORA	07096253	Director	0	21/04/2025
BHAVEN MAHENDRA JAIN	ANIPJ2519A	CFO	0	
NIRAV VIJAY SHAH	AQOPS7432A	CEO	0	
MADHUVANTI HRISHIKESH VARKHEDKAR	AQOPJ3005A	Company Secretary	0	
SANDEEP KUMAR KEJARIWAL	00053755	Director	17000	
SUHAS TUKARAM SAWANT	00055867	Director	0	
VALLABH PRASAD BIYANI	00043358	Director	0	

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

9

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)
NIRAV VIJAY SHAH	AQOPS7432A	CEO	29/07/2024	Appointment
HETAL RAJNIKANT KHALPADA	ANJPK4588K	CEO	29/07/2024	Cessation
RITESH VIJAY ZAVERI	00054741	Director	16/10/2024	Cessation
VAISHALI RAJESH DHURI	03607657	Director	16/10/2024	Cessation
HETAL RAJNIKANT KHALPADA	00055823	Whole-time director	16/10/2024	Cessation
SANDEEP KUMAR KEJARIWAL	00053755	Additional Director	15/10/2024	Appointment
SUHAS TUKARAM SAWANT	00055867	Additional Director	15/10/2024	Appointment

SANDEEP KUMAR KEJARIWAL	00053755	Director	08/02/2025	Change in designation
SUHAS TUKARAM SAWANT	00055867	Director	08/02/2025	Change in designation

## 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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	28/09/2024	54	11	77.78
EXTRA ORDINARY GENERAL MEETING	08/02/2025	54	11	77.78

### B BOARD MEETINGS

\*Number of meetings held

8

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	24/05/2024	5	5	100
2	29/07/2024	5	5	100
3	13/08/2024	5	5	100
4	02/09/2024	5	5	100
5	23/12/2024	4	4	100
6	15/01/2025	4	4	100
7	13/02/2025	4	3	75
8	12/03/2025	4	4	100

**C COMMITTEE MEETINGS**

Number of meetings held

29

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
1	Audit Committee Meeting	24/05/2024	3	3	100
2	Audit Committee Meeting	02/09/2024	3	3	100
3	Audit Committee Meeting	23/12/2024	3	3	100
4	Audit Committee Meeting	12/03/2025	3	3	100
5	Nomination and Remuneration Committee Meeting	24/05/2024	3	3	100
6	Nomination and Remuneration Committee Meeting	29/07/2024	3	3	100
7	Nomination and Remuneration Committee Meeting	02/09/2024	3	3	100
8	Asset Liability Management Committee Meeting	23/05/2024	4	4	100
9	Asset Liability Management Committee Meeting	02/09/2024	4	4	100
10	Asset Liability Management Committee Meeting	23/12/2024	4	4	100
11	Asset Liability Management Committee Meeting	12/03/2025	4	4	100
12	Risk Management Committee Meeting	23/05/2024	4	4	100
13	Risk Management Committee Meeting	02/09/2024	4	4	100
14	Risk Management Committee Meeting	23/12/2024	4	4	100
15	Risk Management Committee Meeting	12/03/2025	4	4	100

16	Corporate Social Responsibility Committee Meeting	23/05/2024	3	3	100
17	IT Strategy Committee Meeting	23/05/2024	3	3	100
18	IT Strategy Committee Meeting	02/09/2024	3	3	100
19	IT Strategy Committee Meeting	23/12/2024	3	3	100
20	IT Strategy Committee Meeting	12/03/2024	3	3	100
21	IT Steering Committee Meeting	23/05/2024	3	3	100
22	IT Steering Committee Meeting	02/09/2024	3	3	100
23	IT Steering Committee Meeting	23/12/2024	3	3	100
24	IT Steering Committee Meeting	12/03/2024	3	3	100
25	Information Security Committee Meeting	23/05/2024	3	3	100
26	Information Security Committee Meeting	02/09/2024	3	3	100
27	Information Security Committee Meeting	23/12/2024	3	3	100
28	Information Security Committee Meeting	12/03/2024	3	3	100
29	Independent Director Meeting	12/03/2025	2	2	100

#### D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on  <input type="text"/> (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	RUPAL ANAND VORA	8	8	100	8	8	100	
2	SANDEEP KUMAR KEJARIWAL	4	4	100	8	8	100	
3	SUHAS TUKARAM SAWANT	4	4	100	6	6	100	

4	VALLABH PRASAD BIYANI	8	7	87	21	21	100	
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**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

0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	<b>Total</b>		0.00	0.00	0.00	0.00	0.00

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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Nirav Shah	CEO	8336167	0	0	120000	8456167.00
2	Bhaven Jain	CFO	2724996	0	0	180000	2904996.00
3	Madhuvanti Varkhedkar	Company Secretary	228000	0	0	0	228000.00
	<b>Total</b>		11289163.00	0.00	0.00	300000.00	11589163.00

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Rupal Vora	Director	0	0	0	24000	24000.00
2	Vallabh Prasad Biyani	Director	0	0	0	35000	35000.00
	<b>Total</b>		0.00	0.00	0.00	59000.00	59000.00

**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

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**XII PENALTY AND PUNISHMENT – DETAILS THEREOF**

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

Nil

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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

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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

54

**XIV Attachments**

(a) List of share holders, debenture holders

Details of Shareholder or  
Debenture holder (1).xlsm

(b) Optional Attachment(s), if any

Form No MGT-8 Singularity  
Holdings.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 SINGULARITY HOLDINGS 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

Shailendra Dwivedi

Date (DD/MM/YYYY)

22/12/2025

Place

Mumbai

Whether associate or fellow:

Associate  Fellow

Certificate of practice number

2\*2\*6

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

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

47484

\*(b) Name of the Designated Person

MADHUVANTI HRISHIKESH  
VARKHEDKAR

**Declaration**

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

(DD/MM/YYYY)  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\*0\*3\*5\*

**\*To be digitally signed by**

Company Secretary       Company secretary in practice

**\*Whether associate or fellow:**

Associate       Fellow

Membership number

Certificate of practice number

2\*2\*6

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**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)

AB9929608

eForm filing date (DD/MM/YYYY)

22/12/2025

**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**

# S. K. DWIVEDI & ASSOCIATES

## Company Secretaries

Address: A/103, New Ankur CHS Ltd. 32 Bhardawadi Lane, Off J. P. Road Andheri (W), Mumbai - 400058

Mob. No. +91-9699981283 | E-mail ID: shailendradwivedi219@gmail.com |

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### 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 **Singularity Holdings 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<sup>st</sup> March, 2025. 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:
1. The Company has complied with provisions of the Act & Rules made there under in respect of its status under the Act;
  2. The Company has complied with provisions of the Act & Rules made there under in respect of Maintenance of registers/records & making entries therein within the time prescribed therefor;
  3. The Company has complied with provisions of the Act & Rules made there under in respect of 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. The Company has complied with provisions of the Act & Rules made there under in respect of 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 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. The Company was not required to close and had not closed its Register of Members / Security holders, as the case may be.
  6. The Company has not provided any Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
  7. The Company has complied with provisions of the Act & Rules made there under in respect of Contracts/arrangements with related parties as specified in section 188 of the Act.
  8. There were no instances of Issue or allotment or transmission of securities or redemption of preference shares or buy back of securities/ or debentures/ alteration or

reduction of share capital/ conversion of shares/ securities and issue of security certificates occurred except for the following

***During the year under review, the Company has redeemed 3,39,75,000 9 % Non-Convertible Non-Cumulative Redeemable Preference Shares***

***The Company has also allotted 3,39,75,000 9.5 % Non-Convertible Non-Cumulative Redeemable Preference Shares of Rs. 10/-(Rupees Ten Only);***

9. There was no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares;
10. The Company has not declared/paid any dividend and no amount was due for 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. The Company has complied with provisions of the Act & Rules made there under in respect of 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. The Company has complied with provisions of the Act & Rules made there under in respect of Constitution/ appointment/ re-appointments/ retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. The following were the changes in Director and KMPs during the year:

<b><i>Sr. No.</i></b>	<b><i>Name of the Directors/ KMPs</i></b>	<b><i>Date of appointment</i></b>	<b><i>Date of Resignation</i></b>	<b><i>Designation</i></b>
1.	<i>Mr. Hetal Khalpada</i>	<i>20.11.2017</i>	<i>16.10.2024</i>	<i>Whole Time Director</i>
2.	<i>Mr. Ritesh Zaveri</i>	<i>19.12.2014</i>	<i>16.10.2024</i>	<i>Non-executive Non-Independent Director</i>
3.	<i>Mrs. Vaishali Dhuri</i>	<i>23.03.2015</i>	<i>16.10.2024</i>	<i>Non-executive Non-Independent Director</i>
4.	<i>Mr. Hetal Khalpada</i>	<i>31.07.2018</i>	<i>29.07.2024</i>	<i>Chief Executive Officer</i>

***\*Mrs. Rupal Vora tendered her resignation from the position of Non-Executive Independent Director w.e.f. 21<sup>st</sup> April, 2025 and Ms. Pooja Thakkar was appointed as Additional Non-Executive Independent Director of the Company w.e.f. 19<sup>th</sup> April, 2025 and her appointment was regularised by Members of the Company at the Extra-Ordinary General Meeting held on 19<sup>th</sup> June, 2025.***

13. The Company has complied with provisions of the Act & Rules made there under in respect of Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. The Company has complied with provisions of the Act & Rules made there under in respect of 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. The Company has not accepted / renewed/ repaid any deposits;
16. The Company has complied with provisions of the Act & Rules made there under in respect of borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17. The Company has complied with provisions of the Act & Rules made there under in respect of 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. The Company has not altered the provisions of the Memorandum and Articles of Association of the Company.

**Place: Mumbai**

**Date: 22/12/2025**

**UDIN: A073645G002647095**

**For S K Dwivedi & Associates  
Company Secretaries**

**Shailendra Kumar Dwivedi  
Proprietor  
ACS-73645  
C.P. No. 27296  
Peer Review No: 5801/2024**