

Form No. MGT-7

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



Form language

☒ English ☐ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L36100PN2009PLC133691

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	PNGS GARGI FASHION JEWELLERY LIMITED	PNGS GARGI FASHION JEWELLERY LIMITED
Registered office address	Plot No.8A ,Sr No.37/1 and 37/2, Opposite Maruti Service Centre,Sinhgad Road, Wadgaon Khurd,Nanded,Haveli,Pune,Maharashtra,India,411041	Plot No.8A ,Sr No.37/1 and 37/2, Opposite Maruti Service Centre,Sinhgad Road, Wadgaon Khurd,Nanded,Haveli,Pune,Maharashtra,India,411041
Latitude details	18.45981	18.45981
Longitude details	73.802561	73.802561

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

Photos of Reg office.pdf

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

AA*****3L

(c) *e-mail ID of the company

*****rgibypng.com

(d) *Telephone number with STD code

02*****80

(e) Website	www.gargibypng.com								
iv *Date of Incorporation (DD/MM/YYYY)	25/03/2009								
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	Public company								
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	Company limited by shares								
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	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									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td style="text-align: center;">Bombay Stock Exchange (BSE)</td> <td style="text-align: center;">A1 - Bombay Stock Exchange (BSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)		
S. No.	Stock Exchange Name	Code							
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)							
viii Number of Registrar and Transfer Agent	1								
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 25%;">Name of the Registrar and Transfer Agent</th> <th style="width: 30%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 25%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U99999MH1994PTC076534</td> <td style="text-align: center;">BIGSHARE SERVICES PRIVATE LIMITED</td> <td>Pinnacle Business Park, Office no S6-2 ,6th floor,, Mahakali Caves Road , Next to Ahura Centre, Andheri East,Mumbai,Mumbai,Maharashtra,India,400093</td> <td style="text-align: center;">INR000001385</td> </tr> </tbody> </table>		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	U99999MH1994PTC076534	BIGSHARE SERVICES PRIVATE LIMITED	Pinnacle Business Park, Office no S6-2 ,6th floor,, Mahakali Caves Road , Next to Ahura Centre, Andheri East,Mumbai,Mumbai,Maharashtra,India,400093	INR000001385
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ix * (a) Whether Annual General Meeting (AGM) held	☒ Yes ☐ No								
(b) If yes, date of AGM (DD/MM/YYYY)	01/08/2025								
(c) Due date of AGM (DD/MM/YYYY)	23/09/2025								
(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

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	G	Wholesale and retail trade; repair of motor vehicles and motorcycles	47	Retail trade, except of motor vehicles and motorcycles	100

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

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

0

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held

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	20000000.00	10357803.00	10357803.00	10357803.00
Total amount of equity shares (in rupees)	200000000.00	103578030.00	103578030.00	103578030.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	20000000	10357803	10357803	10357803
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	200000000.00	103578030.00	103578030	103578030

(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
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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	9628003	9628003.00	96280030	96280030	
Increase during the year	0.00	729800.00	729800.00	7298000.00	7298000.00	412337000.00
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	729800	729800.00	7298000	7298000	412337000
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 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 0	0	0	0.00		0	
At the end of the year	0.00	10357803.00	10357803.00	103578030.00	103578030.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
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 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 0	0	0	0.00		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

INE0NT601018

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

0

Class of shares		
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

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

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

1263479982.82

ii * Net worth of the Company

9968608392.67

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	6291060	60.74	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 	0	0.00	0	0.00
	Total	6291060.00	60.74	0.00	0

Total number of shareholders (promoters)

2

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	3766375	36.36	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	101471	0.98	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)	90397	0.87	0	0.00

10	Others Others	108500	1.05	0	0.00
	Total	4066743.00	39.26	0.00	0

Total number of shareholders (other than promoters)

2410

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

2412.00

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

Sl.No	Category	
1	Individual - Female	575
2	Individual - Male	1102
3	Individual - Transgender	0
4	Other than individuals	735
	Total	2412.00

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	2	2
Members (other than promoters)	729	2410
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	29.08
B Non-Promoter	0	5	0	5	0.00	2.87
i Non-Independent	0	2	0	2	0	2.87
ii Independent	0	3	0	3	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	6	0	6	0.00	31.95

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

9

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)
GOVIND VISHWANATH GADGIL	00616617	Director	3012268	
AMIT YESHWANT MODAK	00396631	Director	175631	
ADITYA AMIT MODAK	09237633	Director	120900	
SWETA ASHISH KHANDELWAL	00098451	Director	0	
ASHOK NAMDEO GOKHALE	02415119	Director	0	

RANJEET SADASHIV NATU	02892084	Director	0	
VISHWAS LAXMIKANT HONRAO	AAJPH1001M	CFO	0	
PRASAD PRABHAKAR GHODKE	AISPG4196R	Manager	0	
NEHA DHIRENDRA BOID	AXEPD7572K	Company Secretary	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

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	24/06/2024	922	15	69.04
Extra Ordinary General Meeting	02/08/2024	1128	16	69.07

B BOARD MEETINGS

*Number of meetings held

9

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	24/04/2024	6	6	100

2	06/05/2024	6	5	83.33
3	24/06/2024	6	5	83.33
4	10/07/2024	6	6	100
5	31/07/2024	6	6	100
6	14/08/2024	6	5	83.33
7	26/08/2024	6	4	66.67
8	23/10/2024	6	6	100
9	24/01/2025	6	4	66.67

C COMMITTEE MEETINGS

Number of meetings held

8

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	24/04/2024	3	3	100
2	Audit Committee Meeting	06/05/2024	3	2	66.67
3	Audit Committee Meeting	31/07/2024	3	3	100
4	Audit Committee Meeting	26/08/2024	3	2	66.67
5	Audit Committee Meeting	23/10/2024	3	3	100
6	Audit Committee Meeting	24/01/2025	3	2	66.67
7	Nomination and Remuneration Committee Meeting	24/06/2024	3	2	66.67
8	Stakeholder Relationship Committee Meeting	24/01/2025	3	2	66.67

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	01/08/2025 (Y/N/NA)
1	GOVIND VISHWANATH GADGIL	9	8	88	1	1	100	Yes
2	AMIT YESHWANT MODAK	9	8	88	0	0	0	Yes
3	ADITYA AMIT MODAK	9	8	88	7	7	100	Yes
4	SWETA ASHISH KHANDELWAL	9	7	77	7	4	57	No
5	ASHOK NAMDEO GOKHALE	9	9	100	1	1	100	Yes
6	RANJEET SADASHIV NATU	9	7	77	8	6	75	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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	PRASAD PRABHAKAR GHODKE	Manager	1333253	0	0	0	1333253.00
	Total		1333253.00	0.00	0.00	0.00	1333253.00

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	VISHWAS LAXMIKANT HONRAO	CFO	1275000	0	0	0	1275000.00
2	NEHA DHIRENDRA BOID	Company Secretary	636285	0	0	0	636285.00

3	BHARGAVI CHARUDATTA KULKARNI	Company Secretary	189000	0	0	0	189000.00
	Total		2100285.00	0.00	0.00	0.00	2100285.00

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

6

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	GOVIND VISHWANATH GADGIL	Director	0	0	0	80000	80000.00
2	AMIT YESHWANT MODAK	Director	0	0	0	80000	80000.00
3	ADITYA AMIT MODAK	Director	0	0	0	80000	80000.00
4	ASHOK NAMDEO GOKHALE	Director	0	0	0	90000	90000.00
5	SWETA ASHISH KHANDELWAL	Director	0	0	0	70000	70000.00
6	RANJEET SADASHIV NATU	Director	0	0	0	70000	70000.00
	Total		0.00	0.00	0.00	470000.00	470000.00

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

2412

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

MGT 8_PNGS
Gargi_2025_signed.pdf
MGT-7_Note.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

PNGS GARGI FASHION
JEWELLERY 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

Abhijit Dakhawe

Date (DD/MM/YYYY)

23/09/2025

Place

Pune

Whether associate or fellow:



Associate



Fellow

Certificate of practice number

4*7*

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

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

09237633

* (b) Name of the Designated Person

ADITYA AMIT MODAK

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 0 dated* (DD/MM/YYYY) 11/06/2022 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*6*6*1*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

5*1*1

Certificate of practice number

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)

AB7398074

eForm filing date (DD/MM/YYYY)

26/09/2025

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

GSTIN No. : 27AAECR4783L1Z

Gargi

by P. N. Gadgil & Sons

PNGS GARGI FASHION JEWELLERY LIMITED

CIN:- L36100PN2009PLC133691

(Formerly known as PNGS Gargi Fashion Jewellery Private Limited (from 21/09/2022 to 01/11/2022),
P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited (from 22/09/2021 to 20/09/2022))

- Registered Office -

Plot No.8A ,Sr No.37/1 & 37/2, Opposite Maruti Service Centre, Sinhgad Road,
Wadgaon Khurd, Pune- 411041, Maharashtra

पीएनजीएस गार्गी फॅशन ज्वेलरी लिमिटेड

- नोंदणीकृत कार्यालय -

प्लॉट नं. ८अ, डी. ३७/१ आणि ३७/२, मारुती सर्व्हिस सेंटर समोर, सिंहगड रोड,
वडगाव खुर्द, पुणे - ४१११०४१, महाराष्ट्र





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 **PNGS GARGI FASHION JEWELLERY LIMITED (CIN: L36100PN2009PLC133691)** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under for the financial year ended on **31st 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, 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, if any 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 circular resolution 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 Register of Members/Security holders during the year under review;
 6. the company has not made any advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act, during the year under review;
 7. contracts/arrangements with related parties as specified in Section 188 of the Act;
 8. During the year under review the Company has issued and allotted equity shares on preferential basis. The company has not transferred/transmitted/bought back any securities during the aforesaid financial year. Further, the company has not redeemed or altered or reduced share capital or converted any of its securities;

9. there were no transactions necessitating the company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares during the aforesaid financial year;
10. the company has not declared any dividend during the aforesaid financial year and there were no amounts which were required to be transferred 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, if any and the remuneration paid to them.
13. there was no requirement for appointment/reappointment or filling of casual vacancy of the auditors during the year, as per the provisions of section 139 of the Act. Auditors were appointed in the 12th Annual General Meeting held on August 31, 2021 for a period of five years.
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;
 - approvals received from BSE Limited for issuance of equity shares on preferential basis.
 - approval from BSE Limited for reclassification of promoter shareholders under the provisions of Regulation 31A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 received on July 24, 2025 for which application was made on July 20, 2024.
15. the company has not accepted/renewed/repaid any deposits during the aforesaid financial year;
16. borrowings from banks and creation/modification/satisfaction of charges in that respect, wherever applicable;
17. loans and investments or given guarantees or provided securities to other Bodies Corporate or persons falling under the provisions of section 186 of the Act, as applicable;
18. alteration of Memorandum of Association of the Company.

Abhijit Dakhare
Company Secretary

FCS # 6126

CP # 4474

PR No: 5690/2024

UDIN: F006126G001312816



Place: Pune

Date: 23-SEP-2025

TO WHOMSOEVER IT MAY CONCERN

Since the company has to mention the gender-wise breakup of total number of shareholders in Part 'VI (B) - SHARE HOLDING PATTERN' of the Form MGT-7, this is to clarify that, the number of shareholders mentioned in the table as "Other than individuals" are those shareholders of the PNGS Gargi Fashion Jewellery Limited who are body corporates and individuals whose gender-wise data is not available with the company as well as the Registrar and Transfer Agent (RTA) of the Company.

Kindly take note of the same.