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): U45309KA2022PTC157459

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	RMZ CITY ESTATES PRIVATE LIMITED	RMZ CITY ESTATES PRIVATE LIMITED
Registered office address	The Millenia, Tower-B, Level12-14, No.1 & 2 Murphy Road, Ulsoor, Bangalore - 560008,NA,Bangalore,Bangalore,Karnataka,India ,560008	The Millenia, Tower-B, Level12-14, No.1 & 2 Murphy Road, Ulsoor, Bangalore - 560008,NA,Bangalore,Bangalore,Karnataka,India ,560008
Latitude details	12.981994	12.981994
Longitude details	77.625610	77.625610

(a) *Photograph of the registered office of the Company showing external building and name prominently visible: RCEPL Registered photo..pdf

(b) *Permanent Account Number (PAN) of the company: AA******2J

(c) *e-mail ID of the company: *****ec@rmzcorp.com

(d) *Telephone number with STD code: 08*******00

(e) Website | www.rmz.com

iv *Date of Incorporation (DD/MM/YYYY) | 03/02/2022

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

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

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

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

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

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent

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

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

(b) If yes, date of AGM (DD/MM/YYYY) | 19/08/2025

(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

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	F	Construction	41	Construction of Buildings	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/Joint 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	1000100100.00	100100.00	100100.00	100100.00
Total amount of equity shares (in rupees)	10001001000.00	1001000.00	1001000.00	1001000.00

Number of classes: 2

Class of shares Ordinary Equity Shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	1000100000	100000	100000	100000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10001000000.00	1000000.00	1000000	1000000

Class of shares Special Equity Shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	100	100	100	100
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1000.00	1000.00	1000	1000

(b) Preference share capital

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

Number of classes: 0

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

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	100100	100100.00	1001000	1001000	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
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	0	
At the end of the year	0.00	100100.00	100100.00	1001000.00	1001000.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
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	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

ii Details of stock split/consolidation during the year (for each class of shares) 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 0

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

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

(b) Partly convertible debentures

*Number of classes | 1

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
1	534170259	10	5341702590.00
Total	534170259.00	10.00	5341702590.00

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
1	5341702590	0	0	5341702590.00
Total	5341702590.00	0.00	0.00	5341702590.00

(c) Fully convertible debentures

*Number of classes | 1

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
1	429657302	10	4296573020.00
Total	429657302.00	10.00	4296573020.00

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
1	4296573020	0	0	4296573020.00
Total	4296573020.00	0.00	0.00	4296573020.00

(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	5341702590.00	0.00	0.00	5341702590.00
Fully convertible debentures	4296573020.00	0.00	0.00	4296573020.00
Total	9638275610.00	0.00	0.00	9638275610.00

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

2014739656

ii * Net worth of the Company

3523774463.53

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	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	49100	49.05	0	0.00
10	Others	0	0.00	0	0.00
	Total	49100.00	49.05	0.00	0

Total number of shareholders (promoters): 1

B Public/Other than promoters

S. No	**Category**	**Equity**		**Preference**	
		Number of shares	**Percentage**	**Number of shares**	**Percentage**
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others Foreign Company	51000	50.95	0	0.00
	Total	51000.00	50.95	0.00	0

Total number of shareholders (other than promoters) 1

Total number of shareholders (Promoters + Public/Other than promoters) 2.00

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

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

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

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

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

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

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	1	1
Debenture holders	2	2

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	0	0	0	0	0
B Non-Promoter	0	4	0	3	0.00	0.00
i Non-Independent	0	4	0	3	0	0
ii Independent	0	0	0	0	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0

v Others	0	0	0	0	0	0
Total	0	4	0	3	0.00	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 3

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

Name	**DIN/PAN**	**Designation**	**Number of equity shares held**	**Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)**
THIRUMAL GOVINDRAJ	06731085	Director	0	
CHALSANI ROHAN	09128661	Director	0	
ARSHDEEP SINGH SETHI	03404021	Director	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year: 2

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)**
THIRUMAL GOVINDRAJ	06731085	Director	11/07/2024	Change in designation
HARI KRISHNA VEERAPANENI	00382218	Director	21/06/2024	Cessation

---

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

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

*Number of meetings held: 1

Type of meeting	**Date of meeting (DD/MM/YYYY)**	**Total Number of Members entitled to attend meeting**	**Attendance**	
			Number of members attended	**% of total shareholding**
Annual General Meeting	11/07/2024	2	2	100

B BOARD MEETINGS

*Number of meetings held: 4

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/04/2024	4	4	100
2	11/07/2024	3	3	100
3	03/10/2024	3	2	66.67
4	27/01/2025	3	2	66.67

C COMMITTEE MEETINGS

Number of meetings held: 1

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	CSR Committee Meeting	03/10/2024	2	2	100

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	19/08/2025 (Y/N/NA)
1	ARSHDEEP SINGH SETHI	4	2	50	0	0	0	No
2	THIRUMAL GOVINDRAJ	4	4	100	1	1	100	No
3	CHALSANI ROHAN	4	4	100	1	1	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☑ Nil

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

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

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

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

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

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

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ◉ Yes ○ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

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

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

B *DETAILS OF COMPOUNDING OF OFFENCES ☑ Nil

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

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder: 2

XIV Attachments

(a) List of share holders, debenture holders: Details of Shareholder or Debenture holder.xlsm

(b) Optional Attachment(s), if any: RCEPL - MGT-8 .pdf
Clarification Letter (1).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 RMZ CITY ESTATES PRIVATE LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by	PRASANNAKUMAR BHAGAVANTH BEDI Digitally signed by PRASANNAKUMAR BHAGAVANTH BEDI Date: 2026.01.08 17:15:14 +05'30'
Name	PRASANNAKUMAR BHAGAVANTH BEDI
Date (DD/MM/YYYY)	05/01/2026
Place	BANGALORE

Whether associate or fellow:

○ Associate ◉ Fellow

Certificate of practice number: 1*4*7

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

*(a) DIN/PAN/Membership number of Designated Person: 03404021

*(b) Name of the Designated Person: ARSHDEEP SINGH SETHI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* CR 06 dated* (DD/MM/YYYY) 30/11/2023 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**

ARSHDEEP SINGH SETHI Digitally signed by ARSHDEEP SINGH SETHI Date: 2026.01.08 17:10:58 +05'30'

*Designation: Director

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

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator: 0*4*4*2*

***To be digitally signed by**

PRASANNAKUMAR BHAGAVANTH BEDI Digitally signed by PRASANNAKUMAR BHAGAVANTH BEDI Date: 2026.01.08 17:15:37 +05'30'

○ Company Secretary ◉ Company secretary in practice

*Whether associate or fellow:

○ Associate ◉ Fellow

Membership number:

Certificate of practice number	1*4*7

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

For office use only:

eForm Service request number (SRN)	AC1006259
eForm filing date (DD/MM/YYYY)	08/01/2026

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

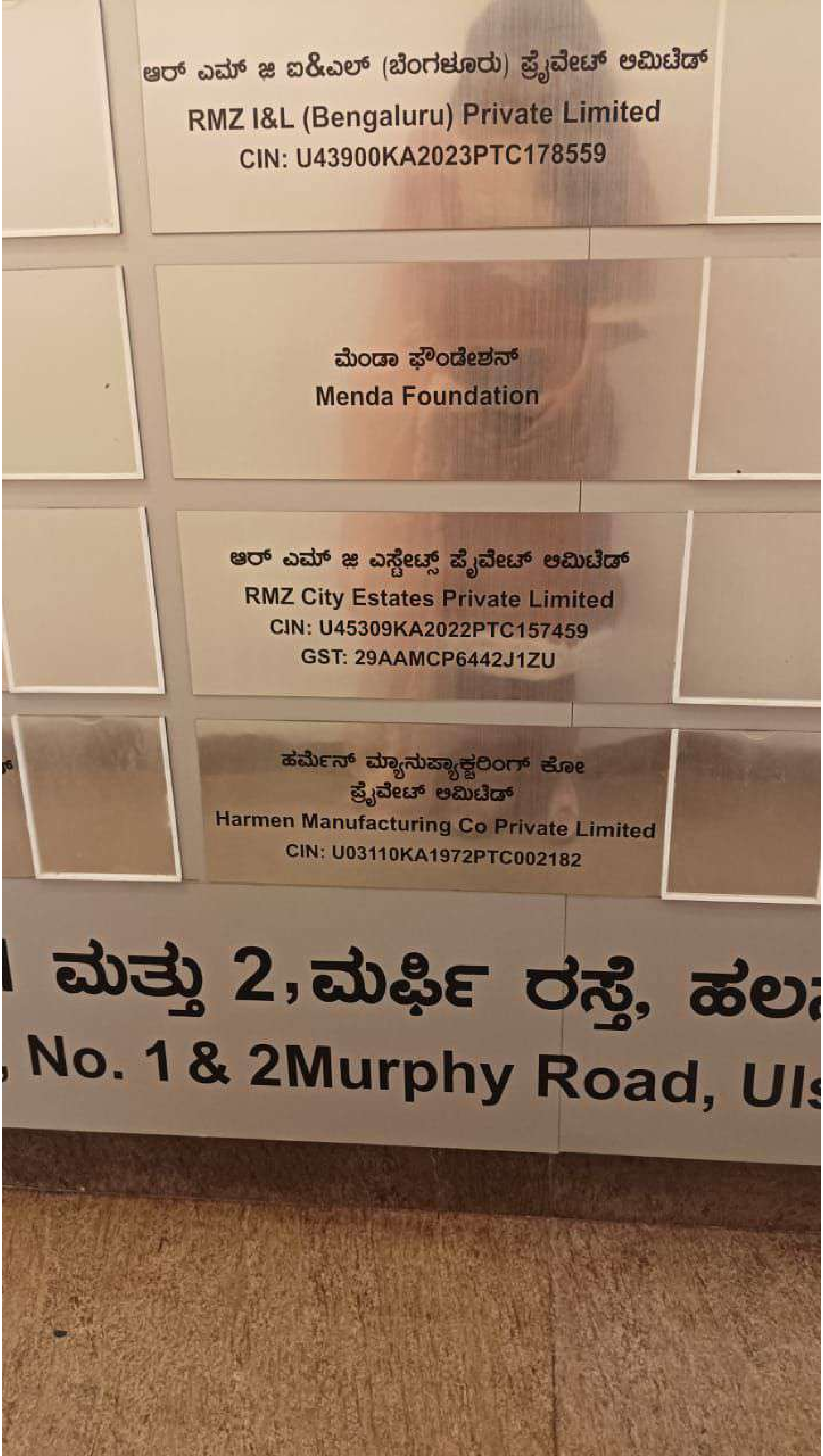
This eForm has been taken on file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the filing company.

For Office Use Only:

eForm Service request number(SRN)	AC1006259
eForm filing date(DD/MM/YYYY)	08/01/2026

Signature Not Verified

Digitally signed by DS MINISTRY OF CORPORATE AFFAIRS 3
Date: 2026.01.17 04:53:57 IST


ಆರ್ ಎಮ್ ಜ಼ ಐ&ಎಲ್ (ಬೆಂಗಳೂರು) ಪ್ರೈವೇಟ್ ಲಿಮಿಟೆಡ್
RMZ I&L (Bengaluru) Private Limited
CIN: U43900KA2023PTC178559
ಮೆಂಡಾ ಫೌಂಡೇಶನ್
Menda Foundation
ಆರ್ ಎಮ್ ಜ಼ ಎಸ್ಟೇಟ್ಸ್ ಪ್ರೈವೇಟ್ ಲಿಮಿಟೆಡ್
RMZ City Estates Private Limited
CIN: U45309KA2022PTC157459
GST: 29AAMCP6442J1ZU
ಹರ್ಮೆನ್ ಮ್ಯಾನುಫ್ಯಾಕ್ಚರಿಂಗ್ ಕೋ
ಪ್ರೈವೇಟ್ ಲಿಮಿಟೆಡ್
Harmen Manufacturing Co Private Limited
CIN: U03110KA1972PTC002182
ಮತ್ತು 2,ಮರ್ಫಿ ರಸ್ತೆ, ಹಲ
, No. 1 & 2Murphy Road, Ul

RMZ City Estates Private Limited

CIN: U45309KA2022PTC157459

FUTURE OF SPACE™

Clarification Letter

This is to clarify that the registered office of RMZ City Estates Private Limited is located at The Millenia, Tower-B, Levels 12–14, No. 1 & 2, Murphy Road, Ulsoor, Bengaluru, Karnataka, India – 560008 (hereinafter referred to as "The Millenia"). The Millenia is a multi-storey building comprising 12 floors and also houses the registered offices of other group companies. Accordingly, the name board displayed at the entrance of the building bears the names of all such companies, including RMZ City Estates Private Limited.

We are enclosing the external photograph of The Millenia along with the name board displaying the Company's name, together with the names of other companies having their registered offices in the same building.

Thank you,

ARSHDEEP SINGH SETHI

Digitally signed by ARSHDEEP SINGH SETHI
DN: c=IN, o=Personal, 2.5.4.20=3d52314c31dd6afb69d80827f5c7151f02f3b4bef902e29a17d82cd68df30741, postalCode=560092, st=Karnataka, serialNumber=92db6ab8ed8a8458bc49cc339b2d7fec4c718d3da47c1abc5f5b1debe6d817be, cn=ARSHDEEP SINGH SETHI
Date: 2025.12.29 11:51:58 +05'30'

Arshdeep Singh Sethi
DIN: 03404021
Date: 29/12/2025

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 **RMZ City Estates Private Limited** (the Company) (CIN: U45309KA2022PTC157459) as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made there under for the financial year ended on March 31, 2024. 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. The Company being a private limited company, has the prescribed paid-up capital and the minimum number of shareholders as required under the Act, during the financial year.

2. The Company has maintained all the registers/records as required under the Act & entries therein within the time prescribed thereof;

3. The Company has filed the forms and returns required to be filed with the Registrar of Companies as on March 31, 2025 within the prescribed time and in cases of delay the forms have been filed with additional fees.

4. The meeting of the Board of Directors and that of Annual General Meeting has been held on 19/08/2025 in accordance with the provision of section 173 and section 96 of the Act respectively as stated in the annual return.

   In respect of the meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minutes book/registers maintained for the purpose and the same have been signed.

5. The Company was not required to close the Register of Members/Securities during the year.

6. The Company has not given any loan to any directors or to any other person in whom the directors are interested or given any guarantee or provided security in connection with any loan taken by them or such other person in referred to section 185 of the Act as modified from time to time.

7. The Company has entered into Contracts/arrangements with related parties and complied with the provisions of Section 188 of the Companies Act, 2013 as modified from time to time.

Sl No	Name of the company	Nature of relationship	Nature of Contract	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any (Per Annum) in Rupees	Date(s) of approval by the Board or Contract, if any	Amount Paid in advance if any/ Amount Paid (Rs)
1.	APS Project Management LLP (Previously known as Associated Professional Services)	Entity within the same group (Common Control)	Property management services	The agreement starts from the effective date of the agreement and continues to be in effect until terminated as per the agreement.	The scope of the agreement is availing of all kinds of Property Management Services for the Company's Commercial Office Project Startech, Bangalore. Throughout the term of this Agreement, the Company will pay an aggregate property management fee in an aggregate amount equal to	25th February 2022	NIL

					three percent (3%) of Gross Rental Income of the Property plus all indirect taxes levied with respect to the payment of the Management Fee, less any withholding tax under Applicable Law. Value of the transaction: INR. 5,13,63,308/-		
2.	Menda Family Trust	Trust within the group (Common Control)	Trademark/ Brand License	The transaction starts from the effective date of the agreement and continues to be in effect until terminated as per the agreement.	The scope of the agreement is to avail brand licensing of various brands and trademarks owned by Menda Family Trust. Transaction value: INR.100/-	25th February 2022	NIL

8. During the year under consideration:

   a) During the year under review, the company has not issued and allotted any securities.

   b) There was no buy-back of any security during the year.

   c) There was no redemption of debenture during the year.

9. The company has not kept 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. The Company has not Declared any dividend and therefore not complied with the provision of section 125 of the Companies Act.

11. The Signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub-Section (3), (4) and (5) thereof;

12. During the year under Consideration;

   a) During year under review, Mr. Thirumal Govindraj who was appointed as an additional director of the Company on December 01, 2023 has been appointed as Director at the Annual General Meeting Company held on July 11, 2024.

      During current year, Mr. Harikrishna Veerapaneni has resigned as Director of the Company w.e.f June 21, 2024.

   b) Remuneration has not been paid to any directors

   c) The Directors have disclosed their interest pursuant to section 184 of the Act and the Board has taken them on record and complied with the rules thereunder.

13. The Appointment of Auditors has been made in compliance with the provision of section 139 of the Act and complied with the rule made there under.

14. The Company has not accepted/renewed any deposits during the year as per the provisions of Section 73(3) of the Act.

15. The Company Being a private limited company the provisions of section 180 of Act are not applicable.

16. During the year under review, the company has not created or modified any charges on the assets of the Company.

17. The Company is engaged in the business of and providing infrastructural facilities hence exempted under section 186(11) of the Companies Act, 2013 for making loans, guarantees and investments. Nothing contained in the Section 186, except sub-section (1), shall apply to the Company as the Company will fall under the exempted category as mentioned under Section 186(11) of the Act.

18. The company has not altered the provisions of the Memorandum of Association and Articles of Association during the year and complied with the provisions of the Act.

Prasanna Bedi
CP No. 17457
Practicing Company Secretary

Place: Bangalore
Date: 05/01/2026

Prasannakumar Bhagavanth Bedi
CP. No. 17457
UDIN: F011711G003136272