

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

- (i) \* Corporate Identification Number (CIN) of the company
- Global Location Number (GLN) of the company
- \* Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) \*e-mail ID of the company
- (d) \*Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (iv) 

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company
- (v) Whether company is having share capital  Yes  No
- (vi) \*Whether shares listed on recognized Stock Exchange(s)  Yes  No

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Pinnacle Business Park, Office no S6-2 ,6th floor, Mahakali  
Caves Road , Next to Ahura Centre, Andheri East Mumbai

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	F	Construction	F2	Roads, railways, Utility projects	69.14
2	G	Trade	G1	Wholesale Trading	30.19

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

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

**Pre-fill All**

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	GEOSYS FOUNDATION	U85300UP2022NPL167622	Subsidiary	100

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

### (i) \*SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	22,000,000	15,500,000	15,500,000	15,500,000
Total amount of equity shares (in Rupees)	220,000,000	155,000,000	155,000,000	155,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY</b>				
Number of equity shares	22,000,000	15,500,000	15,500,000	15,500,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	220,000,000	155,000,000	155,000,000	155,000,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

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**

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	500,000	0	500000	5,000,000	5,000,000	
<b>Increase during the year</b>	15,000,000	155,000,000	170000000	150,000,000	150,000,000	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	15,000,000	0	15000000	150,000,000	150,000,000	0

iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		155,000,000	155000000			
DEMATERIALIZATION OF SHARES						
<b>Decrease during the year</b>	15,500,000	0	155000000	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	15,500,000	0	155000000			
DEMATERIALIZATION OF SHARES						
<b>At the end of the year</b>	0	155,000,000	155000000	155,000,000	155,000,000	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE0S4E01012

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

0

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

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		30/09/2023	
Date of registration of transfer (Date Month Year)		24/08/2023	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	2,000	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	2		
Transferor's Name	Agarwal		Rajeev
	Surname	middle name	first name

Ledger Folio of Transferee		4	
Transferee's Name	Agarwal		Pratham
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	24/08/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	2,000	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	2
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Transferor's Name	Agarwal		Rajeev
	Surname	middle name	first name

Ledger Folio of Transferee	5
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Transferee's Name	Agarwal		Mihir
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	24/08/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	2,000	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	2
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Transferor's Name	Agarwal		Rajeev
	Surname	middle name	first name

Ledger Folio of Transferee		6	
Transferee's Name	HUF	Agarwal	Rajeev
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	24/08/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	100	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	2
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Transferor's Name	Agarwal		Rajeev
	Surname	middle name	first name

Ledger Folio of Transferee	7
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Transferee's Name	Agarwal	Rani	Asha
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	24/08/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	100	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	3
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Transferor's Name	Agarwal		Chanchal
	Surname	middle name	first name

Ledger Folio of Transferee		8	
Transferee's Name	Agrawal	Shankar	Hari
	Surname	middle name	first name

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

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \* Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**Details of debentures**



Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

**(i) Turnover**

589,469,288.96

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

377,129,317.82

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	15,500,000	100	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	15,500,000	100	0	0

**Total number of shareholders (promoters)**

7

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	

	<b>Total</b>	0	0	0	0
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**Total number of shareholders (other than promoters)**

0

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

7

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	2	7
Members (other than promoters)	0	0
Debenture holders	0	0

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

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

Category	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>	2	0	2	1	99.96	0.01
<b>B. Non-Promoter</b>	0	0	0	3	0	0
(i) Non-Independent	0	0	0	1	0	0
(ii) Independent	0	0	0	2	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	2	0	2	4	99.96	0.01

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

8

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAJEEV AGARWAL	02248525	Managing Director	13,943,900	
CHANCHAL AGARWA	02271819	Whole-time directo	1,549,900	
HARI SHANKAR AGR	07277403	Director	100	03/09/2024
NEERAJ JAIN	02726637	Director	0	
MANOJ TAYAL	00175097	Director	0	
RAKESH MITTAL	01542744	Director	0	
RAJEEV SETH	AMXPS8555M	CFO	0	
MAHIMA	CUDPM8617A	Company Secretar	0	

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

13

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
RAJEEV AGARWAL	02248525	Managing Director	05/09/2023	CHANGE IN DESIGNATION
CHANCHAL AGARV	02271819	Whole-time director	05/09/2023	CHANGE IN DESIGNATION
HARI SHANKAR AG	07277403	Director	05/09/2023	APPOINTMENT
MANOJ TAYAL	00175097	Director	25/09/2023	APPOINTMENT
RAKESH MITTAL	01542744	Additional director	10/10/2023	APPOINTMENT
RAKESH MITTAL	01542744	Director	25/10/2023	CHANGE IN DESIGNATION
ANIL KUMAR MITT/	08553254	Director	25/10/2023	APPOINTMENT
RAJEEV SETH	AMXPS8555M	CFO	10/10/2023	APPOINTMENT
MANJULA VERMA	BTMPV6475N	Company Secretary	01/11/2023	APPOINTMENT
NEERAJ JAIN	02726637	Director	20/01/2024	APPOINTMENT
MANJULA VERMA	BTMPV6475N	Company Secretary	22/01/2024	CESSATION
ANIL KUMAR MITT/	08553254	Director	12/02/2024	CESSATION
MAHIMA	CUDPM8617A	Company Secretary	15/03/2024	APPOINTMENT

## 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

7

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EXTRA ORDINARY GENERAL MEETING	29/07/2023	2	2	100
EXTRA ORDINARY GENERAL MEETING	10/08/2023	2	2	100
EXTRA ORDINARY GENERAL MEETING	05/09/2023	7	5	99.97
ANNUAL GENERAL MEETING	30/09/2023	7	5	99.97
EXTRA ORDINARY GENERAL MEETING	25/10/2023	7	5	99.97
EXTRA ORDINARY GENERAL MEETING	15/12/2023	7	5	99.97
EXTRA ORDINARY GENERAL MEETING	06/02/2024	7	5	99.97

### B. BOARD MEETINGS

\*Number of meetings held

17

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01/04/2023	2	2	100
2	05/04/2023	2	2	100
3	27/04/2023	2	2	100
4	20/05/2023	2	2	100
5	01/07/2023	2	2	100
6	21/07/2023	2	2	100
7	29/07/2023	2	2	100
8	01/08/2023	2	2	100
9	11/08/2023	2	2	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
10	18/08/2023	2	2	100
11	24/08/2023	2	2	100
12	02/09/2023	2	2	100

### C. COMMITTEE MEETINGS

Number of meetings held

3

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	20/01/2024	3	3	100
2	NOMINATION	20/01/2024	3	3	100
3	NOMINATION	15/03/2024	3	3	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	
1	RAJEEV AGA	17	17	100	1	1	100	Yes
2	CHANCHAL A	17	17	100	0	0	0	Yes
3	HARI SHANK	5	2	40	0	0	0	No
4	NEERAJ JAIN	1	1	100	3	3	100	No
5	MANOJ TAYA	3	3	100	3	3	100	Yes
6	RAKESH MIT	4	4	100	2	2	100	Yes

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

Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rajeev Agarwal	Chairman and M	11,295,383	0	0	0	11,295,383
2	Chanchal Agarwal	Whole Time Dire	6,632,400	0	0	0	6,632,400
	Total		17,927,783	0	0	0	17,927,783

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	Rajeev Seth	CFO	1,250,967	0	0	0	1,250,967
2	Manjula Verma	Company Secre	101,049	0	0	0	101,049
3	Mahima	Company Secre	30,326	0	0	0	30,326
	Total		1,382,342	0	0	0	1,382,342

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Neeraj Jain	Director	0	0	0	55,000	55,000
2	Manoj Tayal	Director	0	0	0	70,000	70,000
3	Hari Shankar Agraw	Director	0	0	0	45,000	45,000
4	Rakesh Mittal	Director	0	0	0	50,000	50,000
5	Anil Kumar Mittal	Director	0	0	0	25,000	25,000
	Total		0	0	0	245,000	245,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

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

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

Yes  No

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

SHALINI AGARWAL

Whether associate or fellow

Associate  Fellow

Certificate of practice number

4357

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ... 09/03 dated 04/09/2024

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

To be digitally signed by



Director

RAJEEV AGARWAL  
Digitally signed by RAJEEV AGARWAL  
Date: 2024.12.21 14:11:37 +05'30'

DIN of the director

0\*2\*8\*2\*

To be digitally signed by

SHALINI AGARWAL  
Digitally signed by SHALINI AGARWAL  
Date: 2024.12.22 18:44:49 +05'30'

Company Secretary

Company secretary in practice

Membership number

6\*2\*

Certificate of practice number

4\*5\*

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach  
Attach  
Attach  
Attach

**List of attachments**

List of Shareholders as on 31032024.pdf  
Board Meeting Details.pdf  
MGT-8\_Geosys\_2024\_Final.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**