

**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)

ii (a) \*Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

(b) \*Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

(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	VAMONA DEVELOPERS PRIVATE LIMITED	VAMONA DEVELOPERS PRIVATE LIMITED
Registered office address	C/o Marketcity Resources Pvt Ltd, R R Hosiery Bldg Shree Laxmi Woollen Mills Estate, Opp Sh,akti Mills,NA,MUMBAI,Mumbai City,Maharashtra,India,400011	C/o Marketcity Resources Pvt Ltd, R R Hosiery Bldg Shree Laxmi Woollen Mills Estate, Opp Sh,akti Mills,NA,MUMBAI,Mumbai City,Maharashtra,India,400011
Latitude details	19.023817	19.023817
Longitude details	72.843751	72.843751

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

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

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

(d) \*Telephone number with STD code

(e) Website

www.phoenixmarketcity.com/pune

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

26/10/2006

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

Private 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)

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

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)

03/09/2025

(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

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## 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	L	Real Estate activities	68	Real Estate activities	100

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

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

1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	L17100MH1905PLC000200		THE PHOENIX MILLS LIMITED	Holding	67.1

## 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	108500000	98307710	98307710	98307710
Total amount of equity shares (in rupees)	1085000000.00	983077100.00	983077100.00	983077100.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	108500000	98307710	98307710	98307710
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees )	1085000000.00	983077100.00	983077100.00	983077100.00

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	1500000	0	0	0
Total amount of preference shares (in rupees)	15000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Compulsorily Convertible Preference Shares				
Number of preference shares	1500000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees )	15000000.00	0.00	0.00	0.00

**(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>	0	98307710	98307710.00	983077100	983077100	
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	
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	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	
x Others, specify <input type="text" value="NA"/>	0	0	0.00	0	0	
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	
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" value="NA"/>	0	0	0.00	0	0	
<b>At the end of the year</b>	0.00	98307710.00	98307710.00	983077100.00	983077100.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0.00	0	0	
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
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						
NA	0	0	0.00	0	0	
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	
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						
NA	0	0	0.00	0	0	
<b>At the end of the year</b>	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE389P01017

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

2

**Attachments:**

## 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				
Partly convertible debentures				
Fully convertible debentures				
<b>Total</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>	0.00		0.00		0.00

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

i \*Turnover

3117627036

ii \* Net worth of the Company

9690292897

**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	3	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)	65961513	67.10	0	0.00

10	Others <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	65961516.00	67.10	0.00	0.00

Total number of shareholders (promoters)

**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)	32346194	32.90	0	0.00

10	Others <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	32346194.00	32.90	0.00	0.00

Total number of shareholders (other than promoters)

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

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

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	3
3	Individual - Transgender	0
4	Other than individuals	4
	<b>Total</b>	7.00

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	6	6
Members (other than promoters)	1	1
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	1	4	0.00	0.00
i Non-Independent	1	2	1	3	0	0
ii Independent	0	2	0	1	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	0	0	0	0	0	0
<b>Total</b>	1	4	1	4	0.00	0.00

\*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)
ANSHUMAN SUBHASH BHARADWAJ	10264304	Managing Director	0	
LALIT JAIN	08715049	Director	0	
SIDDHESH PRADEEP PRADHAN	09506094	Director	0	
NEHA RAVI KAPOOR	08730643	Director	0	
SHWETA PRADEEP VYAS	06996110	Director	0	

ADITYA SINGH SOLANKI	FRDPS4852M	Company Secretary	0	04/07/2025
ZOEB FAZAL ALI WALA	ABLP6720J	CFO	0	

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

7

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)
ASHWIN SINGHVI	08713678	Director	10/07/2024	Cessation
SIDDHESH PRADEEP PRADHAN	09506094	Additional Director	15/07/2024	Appointment
SIDDHESH PRADEEP PRADHAN	09506094	Director	06/09/2024	Change in designation
NEHA RAVI KAPOOR	08730643	Additional Director	15/07/2024	Appointment
NEHA RAVI KAPOOR	08730643	Director	06/09/2024	Change in designation
SHWETA PRADEEP VYAS	06996110	Director	06/09/2024	Change in designation
SWAPNIL SUBHASH KOTHARI	05235636	Director	26/03/2025	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	06/09/2024	7	7	100

**B BOARD MEETINGS**

\*Number of meetings held

7

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	10/05/2024	5	5	100.00
2	15/07/2024	4	4	100.00
3	19/07/2024	6	5	83.33
4	05/08/2024	6	4	66.67
5	18/10/2024	6	5	83.33
6	16/12/2024	6	5	83.33
7	21/01/2025	6	5	83.33

#### C COMMITTEE MEETINGS

Number of meetings held

14

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	10/05/2024	3	3	100.00
2	Audit Committee	19/07/2024	3	3	100.00
3	Audit Committee	05/08/2024	3	2	66.67
4	Audit Committee	18/10/2024	3	3	100.00
5	Audit Committee	16/12/2024	3	3	100.00
6	Audit Committee	21/01/2025	3	3	100.00
7	Audit Committee	24/03/2025	3	3	100.00
8	Nomination and Remuneration Committee	10/05/2024	3	3	100.00
9	Nomination and Remuneration Committee	15/07/2024	3	3	100.00

10	Nomination and Remuneration Committee	19/07/2024	3	3	100.00
11	Corporate Social Responsibility Committee	10/05/2024	3	3	100.00
12	Corporate Social Responsibility Committee	19/07/2024	3	3	100.00
13	Corporate Social Responsibility Committee	18/10/2024	3	3	100.00
14	Corporate Social Responsibility Committee	21/01/2025	3	3	100.00

#### D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on  (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	
								03/09/2025 (Y/N/NA)
1	ANSHUMAN SUBHASH BHARADWAJ	7	7	100.00	0	0	0.00	Yes
2	LALIT JAIN	7	7	100.00	11	11	100.00	Yes
3	SIDDHESH PRADEEP PRADHAN	5	5	100.00	0	0	0.00	Yes
4	NEHA RAVI KAPOOR	5	0	0.00	0	0	0.00	No
5	SHWETA PRADEEP VYAS	7	6	85.71	14	13	92.86	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
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1	ANSHUMAN BHARADWAJ	Managing director	6430709	0	0	0	6430709.00
	<b>Total</b>		6430709.00	0.00	0.00	0.00	6430709.00

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ZOEB FAZAL ALI WALA	CFO	2787944	0	0	0	2787944.00
2	ADITYA SINGH SOLANKI	Company Secretary	0	0	0	0	0.00
	<b>Total</b>		2787944.00	0.00	0.00	0.00	2787944.00

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	SWAPNIL KOTHARI	Director	0	0	0	140000	140000.00
2	SHWETA VYAS	Director	0	0	0	120000	120000.00
	<b>Total</b>		0.00	0.00	0.00	260000.00	260000.00

#### 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

7

### XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or  
Debenture holder.xlsm

(b) Optional Attachment(s), if any

MGT-8\_VAMONA.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

VAMONA DEVELOPERS  
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

Name

HITESH J GUPTA

Date (DD/MM/YYYY)

06/11/2025

Place

MUMBAI

Whether associate or fellow:

Associate  Fellow

Certificate of practice number

1\*7\*2

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

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

76236

\* (b) Name of the Designated Person

SAMIKSHA VIJAY MORE

**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\*7\*5\*4\*

**\*To be digitally signed by**

Company Secretary  Company secretary in practice

\*Whether associate or fellow:

Associate  Fellow

Membership number

7\*2\*6

Certificate of practice number

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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)

eForm filing date (DD/MM/YYYY)

**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**



MOBILE: +91 9619454784

CS HITESH J. GUPTA B.COM, ACS

PRACTICING COMPANY SECRETARY

EMAIL: CSHITESH.GUPTA@GMAIL.COM

**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 **VAMONA DEVELOPERS PRIVATE LIMITED** ('the Company') as required to be maintained under the Companies Act, 2013 ("the Act") and the Rules made thereunder for the financial year ended 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, the Company has complied with provisions of the Act & Rules made there under, **wherever applicable** in respect of:
1. its status under the Act;
  2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
  3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies. During the reporting period, the Company was not required to file any forms/returns with the Regional Director, Central Government, the Tribunal, Court or other authorities.
  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 including shorter notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
  5. was not required to close Register of Members / Security holders as the case may be;
  6. During the reporting period, there were no transactions relating to the 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 which were in the ordinary course of business and on the Arms' length basis as specified in section 188 of the Act;
  8. During the reporting period, there were no transactions relating to 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;

HITESH  
JAGDAMKUMAR  
GUPTA

Digitally signed by HITESH  
JAGDAMKUMAR GUPTA  
Date: 2025.10.28 15:43:02  
+05'30'



CS HITESH J. GUPTA B.COM, ACS

PRACTICING COMPANY SECRETARY

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EMAIL: CSHITESH.GUPTA@GMAIL.COM

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 in compliance with the provisions of the Act.
10. The Company has not declared / paid dividends during the year and also not required to transfer 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. The Company has complied with the provisions of the Act in connection with the remuneration payable to directors and the directors have disclosed their interest in other firms / companies pursuant to the provisions of the Act and the Rules made thereunder. Further, the Board is duly constituted and the following changes in the composition of Board of Directors / Key Managerial Personnels are duly complied:
  - i. Appointment of Ms. Shweta Vyas as an Additional-Non-Executive Independent Woman Director of the Company, for a first term of five consecutive years w.e.f. March 30, 2024 and her subsequent appointment as a Director at the Annual General Meeting of the Company held on September 06, 2024.
  - ii. Resignation of Mr. Ashwin Singhvi as Director of the Company, w.e.f. July 10, 2024.
  - iii. Appointment of Mr. Siddhesh Pradhan & Ms. Neha Kapoor (each of them nominated by The Phoenix Mills Limited, Holding Company), as Additional Non-Executive Directors of the Company w.e.f. July 15, 2024 and their subsequent appointment as Non- Executive Directors at the Annual General Meeting of the Company held on September 06, 2024.
  - iv. Pursuant to above changes in the composition of Board of Directors of the Company, Audit Committee, Nomination & Remuneration Committee and Corporate Social Responsibility Committee were reconstituted w.e.f. July 15, 2024.
13. Appointment of auditors as per the provisions of section 139 of the Act;
14. During the reporting period, the Company obtained necessary approvals from the Registrar. However, there were no such transactions requiring approvals from the Central Government, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act;
15. During the reporting period, the Company has not accepted / renewed any deposits;
16. Borrowings from ~~its directors, members,~~ public financial institutions, banks and others and During the year under review, the Company was not required to file any forms related to the creation, modification, or satisfaction of charges.
17. During the reporting period, the Company has given loans and made investments or provided guarantees or securities to other bodies corporate or persons in compliance with the provisions of section 186 of the Act. Further, the Company has invested in Optionally Convertible Debentures of Astrea Real Estate Developers Private Limited,



CS HITESH J. GUPTA B.COM, ACS

PRACTICING COMPANY SECRETARY

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for an amount not exceeding Rs. 325/- crores in one or more tranches vide Board Resolution dated December 16, 2024.

18. During the reporting period, the Company has not altered the provisions of the Memorandum and/ or Articles of Association of the Company.

HITESH  
JAGDAMKU  
MAR GUPTA

Digitally signed by  
HITESH JAGDAMKUMAR  
GUPTA  
Date: 2025.10.28  
15:44:36 +05'30'

**Hitesh J. Gupta**  
**Practicing Company Secretary**  
**M. No. A33684**  
**CP No. 12722**  
**Place: Mumbai**  
**Date: October 28, 2025**  
**UDIN: A033684G001673894**