

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

U64990WB1932PLC007490

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCT3043L

(ii) (a) Name of the company

THE PEERLESS GENERAL FINAN

(b) Registered office address

PEERLESS BHAVAN,3 ESPALANDE EAST, NA
KOLKATA
West Bengal
700069
India

(c) *e-mail ID of the company

UD*****CO.IN

(d) *Telephone number with STD code

03*****47

(e) Website

www.peerless.co.in

(iii) Date of Incorporation

25/10/1932

(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

U74140MH1994PTC429689

Pre-fill

Name of the Registrar and Transfer Agent

CB MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1ST FLOOR, 247 PARK L.B.S. MARG, VIKHROLI(WEST) Mumba

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM 31/07/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*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	K	Financial and insurance Service	K8	Other financial activities	100

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

*No. of Companies for which information is to be given 6

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PEERLESS FINANCIAL PRODUC	U70109WB1987PLC042819	Subsidiary	100
2	PEERLESS HOSPITEX HOSPITAL	U85110WB1989PLC046938	Subsidiary	93.64
3	PEERLESS HOTELS LTD.	U55101WB1990PLC049988	Subsidiary	99.95
4	PEERLESS SECURITIES LTD	U67120WB1995PLC067616	Subsidiary	97.4
5	PEERLESS FINANCIAL SERVICES	U65993WB1988PLC044077	Subsidiary	92.57
6	BENGAL PEERLESS HOUSING D	U70101WB1994PLC063280	Joint Venture	36.7

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	3,500,000	3,315,584	3,315,584	3,315,584
Total amount of equity shares (in Rupees)	350,000,000	331,558,400	331,558,400	331,558,400

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARE OF RS. 100/- EACH				
Number of equity shares	3,500,000	3,315,584	3,315,584	3,315,584
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	350,000,000	331,558,400	331,558,400	331,558,400

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	3,215,677	99,907	3315584	331,558,400	331,558,400	

Increase during the year	0	35,091	35091	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	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 Dematerialisation		35,091	35091			
Decrease during the year	35,091	0	35091	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 Dematerialisation	35,091		35091			
At the end of the year	3,180,586	134,998	3315584	331,558,400	331,558,400	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE870Y01018

(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		31/07/2023	
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

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

Particulars	Number of units	Nominal value per unit	Total value
Total			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

2,881,405,736

(ii) Net worth of the Company

21,201,763,544

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	1,220,523	36.81	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)	1,019,361	30.74	0	
10.	Others	0	0	0	
	Total	2,239,884	67.55	0	0

Total number of shareholders (promoters)

10

(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	529,308	15.96	0	
	(ii) Non-resident Indian (NRI)	124,800	3.76	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)	329,220	9.93	0	
10.	Others IEPF & Custodian of Enemy	92,372	2.79	0	
	Total	1,075,700	32.44	0	0

Total number of shareholders (other than promoters)

58

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

68

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	10	10
Members (other than promoters)	58	58
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	1	0	1	0	9.79	0
B. Non-Promoter	2	6	2	6	0	0
(i) Non-Independent	2	3	2	2	0	0
(ii) Independent	0	3	0	4	0	0
C. Nominee Directors representing	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
Total	3	6	3	6	9.79	0

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

11

(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)
PARTHA SARATHI BH	00329479	Director	0	
DEEPAK KUMAR MUKH	00046690	Director	0	
JAYANTA ROY	00022191	Managing Director	324,640	
DIPANKAR CHATTER	00031256	Director	0	
SOUMENDRA MOHAN	01125409	Director	0	
SUJIT KARPURKAYAS	03161994	Director	0	
SUMIT BOSE	03340616	Director	0	
ASOKE KUMAR MUKH	00173745	Whole-time directo	0	
ASOKE KUMAR MUKH	AEMPM5995E	CFO	0	
SUPRIYO SINHA	07666744	Whole-time directo	0	
BHAWNA GUPTA	BXPPG6545P	Company Secretar	0	31/07/2024

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

5

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)
DIPANKAR CHATTE	00031256	Director	31/07/2023	CHANGE IN DESIGNATION
UDITA DUTTA	ATCPD6111G	Company Secretary	31/01/2024	CESSATION
BHAWNA GUPTA	BXPPG6545P	Company Secretary	01/02/2024	APPOINTMENT
SUJIT KARPURKAY	03161994	Additional director	31/07/2023	CHANGE IN DESIGNATION
SUMIT BOSE	03340616	Additional director	31/07/2023	CHANGE IN DESIGNATION

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

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

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	31/07/2023	68	9	45.92

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	31/05/2023	9	9	100
2	31/07/2023	9	9	100
3	14/11/2023	9	9	100
4	18/12/2023	9	9	100
5	19/01/2024	9	9	100
6	13/02/2024	9	9	100

C. COMMITTEE MEETINGS

Number of meetings held

20

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	30/05/2023	3	3	100
2	AUDIT COMM	31/07/2023	3	3	100
3	AUDIT COMM	14/11/2023	3	3	100
4	AUDIT COMM	12/02/2024	3	3	100
5	NOMINATION	13/05/2023	3	3	100
6	NOMINATION	30/05/2023	3	3	100
7	NOMINATION	31/07/2023	3	3	100

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
8	NOMINATION	12/02/2024	3	3	100
9	STAKEHOLDER	04/03/2024	3	3	100
10	CORPORATE	21/12/2023	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	31/07/2024
								(Y/N/NA)
1	PARTHA SAR	6	6	100	15	15	100	Yes
2	DEEPAK KUM	6	6	100	11	11	100	Yes
3	JAYANTA RO	6	6	100	10	10	100	Yes
4	DIPANKAR CH	6	6	100	2	2	100	Yes
5	SOUMENDRA	6	6	100	10	10	100	Yes
6	SUJIT KARPL	6	6	100	0	0	0	Yes
7	SUMIT BOSE	6	6	100	0	0	0	Yes
8	ASOKE KUMA	6	6	100	10	10	100	Yes
9	SUPRIYO SIN	6	6	100	9	8	88.89	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JAYANTA ROY	MANAGING DIRECTOR	23,530,423	67,000,000	0	0	90,530,423
2	ASOKE KUMAR MUKHERJEE	DIRECTOR-FINANCE	12,761,313	18,000,000	0	0	30,761,313
3	SUPRIYO SINHA	DIRECTOR- BUSINESS	27,232,139	18,000,000	0	0	45,232,139
	Total		63,523,875	103,000,000	0	0	166,523,875

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	ASOKE KUMAR M	CHIEF FINANCIAL	12,761,313	18,000,000	0	0	30,761,313
2	UDITA DUTTA	COMPANY SECRETARY	1,213,657	0	0	0	1,213,657
3	BHAWNA GUPTA	COMPANY SECRETARY	124,605	0	0	0	124,605
	Total		14,099,575	18,000,000	0	0	32,099,575

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	PARTHA SARATHI	CHAIRMAN	9,677,000	4,000,000	0	810,000	14,487,000
2	DEEPAK KUMAR M	INDEPENDENT	0	3,000,000	0	930,000	3,930,000
3	SOUMENDRA MOH	INDEPENDENT	0	3,000,000	0	890,000	3,890,000
4	DIPANKAR CHATT	INDEPENDENT	0	3,000,000	0	530,000	3,530,000
5	SUMIT BOSE	INDEPENDENT	0	3,000,000	0	450,000	3,450,000
6	SUJIT KARPURKA	NON-EXECUTIVE	0	2,000,000	0	450,000	2,450,000
	Total		9,677,000	18,000,000	0	4,060,000	31,737,000

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

SAURABH BASU

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

14347

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. ... dated

(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

ASOKE
KUMAR
MUKHUTY
Digitally signed by
ASOKE KUMAR
MUKHUTY
Date: 2024.09.09
15:41:36 +05'30'

DIN of the director

0*1*3*4*

To be digitally signed by

UDITA
DUTTA
Digitally signed by
UDITA DUTTA
Date: 2024.09.09
15:40:19 +05'30'

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

COMMITTEE MEETINGS.pdf
CS UPDATE NOTE.pdf
DEMAT TRANSACTION STATEMENT.pdf
DIR AND CFO REMUNERATION NOTE.p
SHAREHOLDERS LIST.pdf
MGT 8.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



THE PEERLESS GENERAL FINANCE AND INVESTMENT COMPANY LIMITED
CIN (U64990WB1932PLC007490)
PERIOD - 1/04/2023 - 31/03/2024

**ADDITIONAL INFORMATION IN RESPECT OF THE COMPANY WHICH COULD NOT BE FILLED
UP IN FORM MGT-7 FOR THE RELEVANT PERIOD**

1. Para IX(C) OF MGT-7
Committee Meetings

Sl 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
11.	Corporate Social Responsibility Committee	04/03/2024	3	3	100
12.	IT Strategy Committee	28/07/2023	3*	2**	85
13.	IT Strategy Committee	09/01/2024	3*	3**	100
14.	Treasury Risk Management Committee	17/04/2023	4	4	100
15.	Treasury Risk Management Committee	21/06/2023	4	4	100
16.	Treasury Risk Management Committee	07/08/2023	4	4	100
17.	Treasury Risk Management Committee	09/10/2023	4	4	100
18.	Treasury Risk Management Committee	18/12/2023	4	4	100
19.	Treasury Risk Management Committee	19/02/2024	4	4	100
20.	Treasury Risk Management Committee	05/03/2024	4	4	100

**Certified to be a true Copy
For & on behalf of
The Peerless General Finance
& Investment Co. Ltd.**


Company Secretary
(ACS Membership No. A39589)

* Director-Members

** Director-Members present

The Peerless General Finance & Investment Company Limited
CIN : U64990WB1932PLC007490

 **Peerless Bhavan, 3, Esplanade East, Kolkata - 700 069**

 **033-2230 3740, 2248 3001/3247, 2243 0325/6758**

 **feedback@peerless.co.in**  **www.peerless.co.in**

Peerless™ 



Saurabh Basu

ACS, ACMA, MBA (Fin)
Practising Company Secretary
Insolvency Professional

S BASU & ASSOCIATES

Company Secretaries
Code No.- S2017WB456500
10/6/2 Raja Rammohan Roy Road,
3rd Floor, Kolkata - 700008

FORM NO. MGT.8

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

We have examined the registers, records, books and papers of M/s **THE PEERLESS GENERAL FINANCE & INVESTMENT COMPANY LIMITED (CIN: U64990WB1932PLC007490)** having registered office at **Peerless Bhavan, 3 Esplanade East, Kolkata-700069** (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 **31st March, 2024** (Year under Review). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. As per records available and explanation provided, during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under to the extent it is applicable to the Company in respect of:
 1. Its status under the Act : **Active** ;
 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 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 have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed



Page 1 of 4

Continuation Sheet

S BASU & ASSOCIATES

Company Secretaries

Code No.- S2017WB456500

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 - Transfer of shares were held during the period under review;
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—
 - *The Investor Education and Protection Fund (IEPF) Authority has demanded Penal Interest on delaying transfer of unclaimed/unpaid deposit amount to IEPF vide their letter dated 24.06.2019.*



Continuation Sheet

S BASU & ASSOCIATES

Company Secretaries

Code No.- S2017WB456500

- *The Company has filed petition against the aforesaid demand of IEPF before Hon'ble High Court at Calcutta.*
 - *The Hon'ble High Court at Calcutta (Single Bench) on 10.07.2019 had stayed all operations of IEPF Authority regarding Penal Interest .Of late, Company has lost its case before Single Bench of Hon'ble High Court and filed appeal against its Order at Division Bench of High Court who stayed all Penal operations of IEPF Authority and matter is pending.*
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 guarantee 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 of association of the company – was effected during the financial year.

Place: Kolkata
Date: 09.09.2024

For S Basu & Associates
Company Secretaries
Firm Registration No : S2017WB456500


Saurabh Basu
Proprietor
ACS: 18686 ; C.P.: 14347
Peer Review No : 1017/2020
UDIN: A018686F001174027

"ANNEXURE A"

The Certificate (MGT 8) for the financial year ended **31st March, 2024** of even date is to be read along with this Annexure:

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records, systems, standards and procedures based on our verification and observation.
2. We have followed the general practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done in some cases on the test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, we have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.

Place: Kolkata
Date: 09.09.2024

For S Basu & Associates
Company Secretaries
Firm Registration No : S2017WB456500



Saurabh Basu
Proprietor
ACS: 18686 ; C.P.: 14347
Peer Review No : 1017/2020
UDIN: A018686F001174027



NOTE

Mrs. Uditā Dutta (Membership No. A39589 and PAN: ATCPD6111G) ceased to hold the position of Company Secretary with effect from the end of business hours at 31st January, 2024, owing to her maternity leave. Consequently, Mrs. Bhawna Gupta (Membership No. A46502 and PAN: BXPPG6545P), Deputy Company Secretary was designated as the Company Secretary for the interim period with effect from 1st February, 2024. The same has been disclosed in Point no. VIII (B) (ii).

With respect to Point no. X (Remuneration of Directors and Key Managing Personnel), the remuneration received by Mrs. Uditā Dutta is for the period 01/04/2023 to 31/01/2024 and remuneration received by Mrs. Bhawna Gupta is for the period 01/02/2024 to 31/03/2024.

Further, Mrs. Uditā Dutta has resumed her office as a Company Secretary post completion of her Maternity Leave with effect from 1st August, 2024.

**Certified to be a true Copy
For & on behalf of
The Peerless General Finance
& Investment Co. Ltd.**

Uditā Dutta
**Company Secretary
(ACS Membership No. A39589)**

The Peerless General Finance & Investment Company Limited

CIN : U64990WB1932PLC007490

📍 Peerless Bhavan, 3, Esplanade East, Kolkata - 700 069

☎ 033-2230 3740, 2248 3001/3247, 2243 0325/6758

✉ feedback@peerless.co.in 🌐 www.peerless.co.in

Peerless



NOTE

The Demat Transaction statement with respect to transfer and transmission of shares of The Peerless General Finance and Investment Co. Ltd during the FY 2023-24, as received from the Company's Registrar and Share Transfer Agents, M/s C.B. Management Services Private Limited is attached.

**Certified to be a true Copy
For & on behalf of
The Peerless General Finance
& Investment Co. Ltd.**

Madhukar Duth
**Company Secretary
(ACS Membership No. A39589)**

The Peerless General Finance & Investment Company Limited

CIN : U64990WB1932PLC007490

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THE PEERLESS GENERAL FINANCE & INVESTMENT CO. LTD
DEMAT TRANSACTION LIST AS ON 01-APR-23 AND 30-MAR-24

FOLIO_NO	NAME	OPENING_DATE	OPENING_SHARES	SALE_QTY	BUY_QTY	CLOSING_SHARES	CLOSING_DATE
IN30074911185938	BHAGWANDAS GORDHANDAS KAPADIA	26-05-2023	0	0	2560	2560	02-06-2023
IN30074911185938	BHAGWANDAS GORDHANDAS KAPADIA	29-03-2024	2560	0	0	2560	30-03-2024
IN30095810003490	BICHITRA HOLDINGS PRIVATE LIMITED	22-03-2024	0	0	1500	1500	29-03-2024
IN30095810003490	BICHITRA HOLDINGS PRIVATE LIMITED	29-03-2024	1500	0	0	1500	30-03-2024
IN30095810339643	ARINDAM MUKHERJEE	22-03-2024	0	0	1786	1786	29-03-2024
IN30095810339643	ARINDAM MUKHERJEE	29-03-2024	1786	0	0	1786	30-03-2024
IN30154938838339	JAYANT DATTOBA SARDESAI	15-03-2024	0	0	3100	3100	22-03-2024
IN30154938838339	JAYANT DATTOBA SARDESAI	29-03-2024	3100	0	0	3100	30-03-2024
IN30302876840465	KAJAL CHATTERJEE	22-03-2024	0	0	26145	26145	29-03-2024
IN30302876840465	KAJAL CHATTERJEE	29-03-2024	26145	0	0	26145	30-03-2024



NOTE

The details of remuneration of Mr. Asoke Kumar Mukhuty (DIN: 00173745, PAN: AEMPM5995E), who holds the position of Director- Finance and Chief Financial Officer is disclosed in two separate tables under heading **(X) Remuneration of Directors and Key Managerial Personnel**. This is because of his dual role as a Whole-time Director and Chief Financial Officer (KMP). Hence, his remuneration details is mentioned in both the tables i.e., remuneration to Whole-time Directors and remuneration to KMPs.

Certified to be a true Copy
For & on behalf of
The Peerless General Finance
& Investment Co. Ltd.

Md. Asoke
Company Secretary
(ACS Membership No. A39589)

The Peerless General Finance & Investment Company Limited

CIN : U64990WB1932PLC007490

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NOTE

The shareholders list of The Peerless General Finance & Investment Company Limited as on 31.03.2024, as received from the Company's Registrar and Share Transfer Agents, M/s C.B. Management Services Private Limited is attached.

Certified to be a true Copy
For & on behalf of
The Peerless General Finance
& Investment Co. Ltd.

Aditya Dutta
Company Secretary
(ACS Membership No. A39589)

The Peerless General Finance & Investment Company Limited

CIN : U64990WB1932PLC007490

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Peerless™ 无对手

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