

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)

U29254TN1995PLC033300

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	FIVES CAIL-KCP LIMITED	FIVES CAIL-KCP LIMITED
Registered office address	RAMAKRISHNA BUILDINGS 2,P.V.CHERIAN CRESCENT,NA,CHENNAI,Tamil Nadu,India,600008	RAMAKRISHNA BUILDINGS 2,P.V.CHERIAN CRESCENT,NA,CHENNAI,Tamil Nadu,India,600008
Latitude details	13.063	13.063
Longitude details	80.259	80.259

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

photo final-min.jpg

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

AA*****3G

(c) *e-mail ID of the company

*****ce@fivescail-kcp.com

(d) *Telephone number with STD code

04*****02

(e) Website

https://fivescail-kcp.com/

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

19/10/1995

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

Public 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

1

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
U74900TN2015PTC101466	INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED	2nd Floor Kences Towers ,1 Ramakrishna Street North Usman Road T Nagar, NA, Chennai, Chennai, Tamil Nadu, India, 600017	

ix * (a) Whether Annual General Meeting (AGM) held

Yes No

(b) If yes, date of AGM (DD/MM/YYYY)

19/05/2025

(c) Due date of AGM (DD/MM/YYYY)

15/08/2025

(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

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	28	Manufacture of machinery and equipment n.e.c.	74
2	C	Manufacturing	32	Other manufacturing	26

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

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

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

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	2000000	1000000	1000000	1000000
Total amount of equity shares (in rupees)	20000000.00	10000000.00	10000000.00	10000000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
EQUITY				
Number of equity shares	2000000	1000000	1000000	1000000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	20000000.00	10000000.00	10000000.00	10000000.00

(b) Preference share capital

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

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	400000	600000	1000000.00	10000000	10000000	
Increase during the year	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"/>			0.00			
Decrease during the year	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"/>			0.00			
At the end of the year	400000.00	600000.00	1000000.00	10000000.00	10000000.00	
(ii) Preference shares						

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
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	
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 <input type="text"/>			0.00			
Decrease during the year	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 <input type="text"/>			0.00			
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)

Class of shares		<input type="text"/>
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

0

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

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

(c) Fully convertible debentures

*Number of classes

0

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

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

(d) Summary of Indebtedness

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

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	0.00		0.00		0.00

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

i *Turnover

1584287445

ii * Net worth of the Company

275598618

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	183200	18.32	0	0.00
	(ii) Non-resident Indian (NRI)	6500	0.65	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)	800000	80.00	0	0.00

10	Others <input type="text"/>	0	0.00	0	0.00
	Total	989700.00	98.97	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	10300	1.03	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 <input type="text"/>	0	0.00	0	0.00
Total		10300.00	1.03	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	3
2	Individual - Male	2
3	Individual - Transgender	0
4	Other than individuals	2
Total		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	5	5
Members (other than promoters)	2	2
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	3	0	3	0.31	0
B Non-Promoter	1	2	1	2	0.00	0.00
i Non-Independent	1	0	1	0	0	0
ii Independent	0	2	0	2	0	0
C Nominee Directors representing	0	3	0	3	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	3	0	3	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	1	8	1	8	0.31	0.00

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

9

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
BALASUBRAMANIAN SANKAR	10099738	Managing Director	3100	
CHRISTOPHE XAVIER PELLETAN	08416671	Director	0	
PARTHAPRATIM BRAHMA	09784238	Director	0	
RAHUL BHARATKUMAR RAJGOR	08304212	Director	0	
BOU OLIVIER JACQUES	09578007	Director	0	

SREEMANTA KUMAR DAN	02179493	Director	0	
VASIREDDY CHANDRAKUMAR PRASAD	08744154	Director	0	
VELAGAPUDI KAVITHA DUTT	00139274	Director	7600	
VELAGAPUDI LAKSHMANA INDIRA DUTT	00139883	Director	175600	

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

1

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)
SREEMANTA KUMAR DAN	02179493	Director	16/05/2024	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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	16/05/2024	7	6	86

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	16/05/2024	9	9	100.00

2	29/07/2024	9	8	88.89
3	04/11/2024	9	9	100.00
4	05/02/2025	9	8	88.89

C COMMITTEE MEETINGS

Number of meetings held

2

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	16/05/2024	3	3	100.00
2	Nomination & Remuneration Committee	16/05/2024	4	4	100.00

D ATTENDANCE OF DIRECTORS

S.No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 19/05/2025 (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	
1	BALASUBRAMANIAN SANKAR	4	4	100.00	0	0	0.00	Yes
2	CHRISTOPHE XAVIER PELLETAN	4	3	75.00	0	0	0.00	Yes
3	PARTHAPRATIM BRAHMA	4	4	100.00	2	2	100.00	Yes
4	RAHUL BHARATKUMAR RAJGOR	4	4	100.00	0	0	0.00	No
5	BOU OLIVIER JACQUES	4	3	75.00	0	0	0.00	No
6	SREEMANTA KUMAR DAN	4	4	100.00	2	2	100.00	Yes
7	VASIREDDY CHANDRAKUMAR PRASAD	4	4	100.00	0	0	0.00	Yes
8	VELAGAPUDI KAVITHA DUTT	4	4	100.00	1	1	100.00	Yes

9	VELAGAPUDI LAKSHMANA INDIRA DUTT	4	4	100.00	1	1	100.00	Yes
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X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	BALASUBRAMANIAN SANKAR	Managing director	13221000	0	0	0	13221000.00
	Total		13221000.00	0.00	0.00	0.00	13221000.00

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

0

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

C *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	VELAGAPUDI LAKSHMANA INDIRADUTT	Director	0	0	0	90000	90000.00
2	VELAGAPUDI KAVITHA DUTT	Director	0	0	0	80000	80000.00
3	VASIREDDY CHANDRAKUMARP RASAD	Director	0	0	0	80000	80000.00
4	PARTHAPRATIM BRAHMA	Director	0	0	0	110000	110000.00
5	SREEMANTA KUMAR DAN	Director	0	0	0	110000	110000.00
	Total		0.00	0.00	0.00	470000.00	470000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

Yes

No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

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

Nil

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

B *DETAILS OF COMPOUNDING OF OFFENCES

Nil

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

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

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 Fivescail 2024-25.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 FIVES CAIL-KCP 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

S Vasudevan

Date (DD/MM/YYYY)

11/08/2025

Place

CHENNAI

Whether associate or fellow:

Associate

Fellow

Certificate of practice number

2*6*6

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

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

10099738

*(b) Name of the Designated Person

BALASUBRAMANIAN SANKAR

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 5 dated* (DD/MM/YYYY) 05/04/2023 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

*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

1*0*9*3*

***To be digitally signed by**

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

Certificate of practice number

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

For office use only:

eForm Service request number (SRN)

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

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Fives Cail-KCP Limited** ('the Company') bearing CIN: U29254TN1995PLC033300 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 2025**. 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. During the aforesaid financial year the Company has complied with provisions of the Act and Rules made there under in respect of:

1. Its status under the Act as an Unlisted Public Company;

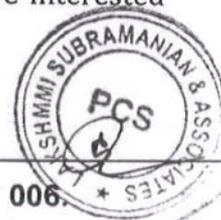
2. Maintenance of registers/records and making entries therein within the time prescribed therefor;

3. Filing of forms and returns as stated in the Annual Return, with the Ministry of Corporate Affairs, Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;

4. Calling, convening and holding meetings of the Board of Directors, its committees 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 have been recorded in the Minutes Book/registers maintained for the purposes and the same have been signed;

5. the Company has closed its Register of Members from 09th May 2024 to 16th May 2024 during the financial year under review;

6. the Company has not granted any loans/advances or provided any guarantees or security to its Directors and/or persons or firms or Companies in which Directors are interested during the financial year under review as per Section 185 of the Act;



7. During the financial year under review, the Company entered into contracts and arrangements with related parties in the ordinary course of business and on an arm's length basis, in compliance with the provisions of Section 188 of the Companies Act, 2013. However, in one instance, the Company inadvertently did not obtain the prior approval of the Audit Committee for a related party transaction, as required under the said section;

8. There were no issue or allotment or transfer or transmission or buyback 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 during the financial year under review;

9. the Company, during the aforesaid financial year under review, has not kept in abeyance the rights to dividend, rights shares and bonus shares and there was no pending registration of transfer of shares in compliance with the provisions of the Act;

10. The Company has declared dividend of Rs.20/- per Equity Share of Rs.10/- each for the financial year 2023-24 at the 29th Annual General Meeting (AGM) of the Company held on 16th May 2024 and the Company was not required to transfer to unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;

11. the Company, during the aforesaid financial year under review, has complied with the provisions of the Act in respect of signing of its audited financial statement as per the provisions of Section 134 of the Act and the report of Directors is as per sub-sections (3), (4) and (5) thereof;

12. the Company, during the aforesaid financial year under review, has complied with the provisions of the Act in respect of Composition/Constitution/Appointment/Re-appointment/Retirement/Cessation and disclosures of the Directors and remuneration paid to them;

13. the Company, during the aforesaid financial year under review has complied with the provisions of Section 139 of the Act with respect to appointment of auditors;

14. the Company, during the aforesaid financial year under review, was not required to get any approvals from the Central Government, Tribunal, Regional Director, Court, Registrar or such other authorities under the various provisions of the Act;

15. the Company, during the aforesaid financial year under review, has not accepted/renewed/repaid any deposits under Section 73 of the Act;

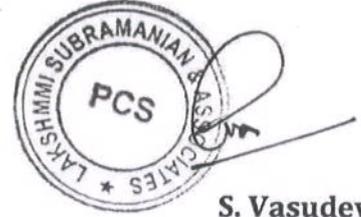


16. During the year under review, the Company has renewed its working capital limits from a bank. However, there were no fresh borrowings from a public financial institutions, bank, directors, members, or other parties. Further, there were no instances of creation or satisfaction of charges during the year, however one existing charge was modified during the year under review.

17. the Company has complied with the provisions of Section 186 of the Act in respect of investments made or loans or guarantee given or security provided to the parties covered under Section 186 of the Act, during the year under review.

18. the Company during the aforesaid financial year under review has not altered its Memorandum and/or Articles of Association.

For Lakshmmi Subramanian & Associates
Practicing Company Secretaries



S. Vasudevan
Partner

FCS No. : 9495

CP No. : 27636

Peer Review Certificate No. 6608/2025

UDIN: F009495G000975341

Date: 11.08.2025

Place: Chennai