

FORM NO. MGT-7

[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]



सत्यमेव जयते

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

U63040MH1995PTC092246

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACF1613R

(ii) (a) Name of the company

BCD TRAVEL INDIA PRIVATE LI

(b) Registered office address

Level2,Unit 202/B,Natraj by Rustomjee,194,Andheri-Kurla Rd,Jct of Western Express Highway,Andheri(E)
Mumbai
Mumbai City
Maharashtra
400060

(c) *e-mail ID of the company

aletta.dias@bcdtravel.in

(d) *Telephone number with STD code

02240855533

(e) Website

www. bcdtravel.com

(iii) Date of Incorporation

28/08/1995

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

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

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

(a) If yes, date of AGM

(b) Due date of AGM

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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

Pre-fill

(e) Extended due date of AGM after grant of extension

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	N	Support service to Organizations	N3	Travel agency and tour operators	100

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BCD Travel Asia B V		Holding	100
2	BCD TRAVEL AND TOURS PRIV	U63040TG1997PTC026924	Subsidiary	100

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

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,675,000	1,189,075	1,189,075	1,189,075
Total amount of equity shares (in Rupees)	167,500,000	118,907,500	118,907,500	118,907,500

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	1,675,000	1,189,075	1,189,075	1,189,075
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	167,500,000	118,907,500	118,907,500	118,907,500

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	325,000	311,000	311,000	311,000
Total amount of preference shares (in rupees)	32,500,000	31,100,000	31,100,000	31,100,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
PREFERENCE SHARES				
Number of preference shares	325,000	311,000	311,000	311,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	32,500,000	31,100,000	31,100,000	31,100,000

(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	1,189,075	0	1189075	118,907,500	118,907,500	
Increase during the year	0	0	0	0	0	0
i. Public 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 <div></div>						
Decrease during the year	0	0	0	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 <div></div>						
At the end of the year	1,189,075	0	1189075	118,907,500	118,907,500	
Preference shares						
At the beginning of the year	311,000	0	311000	31,100,000	31,100,000	
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 <div></div>						
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 <div></div>						
At the end of the year	311,000	0	311000	31,100,000	31,100,000	

ISIN of the equity shares of the company

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

0

Class of shares		(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			
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	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

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

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

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

678,881,261

(ii) Net worth of the Company

1,105,156,146

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	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others Foreign Body Corporate	1,189,075	100	311,000	100
	Total	1,189,075	100	311,000	100

Total number of shareholders (promoters)

2

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

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

	Total	0	0	0	0
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Total number of shareholders (other than promoters)

0

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

2

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

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

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	0	2	0	0	0
B. Non-Promoter	0	1	0	1	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	1	0	1	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	2	1	2	1	0	0

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

4

(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)
AJAY PASHUPATINAT	00564429	Managing Director	0	
ALETTA DIAS	01070496	Whole-time director	0	
GREGORY LOGAN ON	03644712	Director	0	
SONAL JITENDRAKUM	BERPG6988P	Company Secretar	0	

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

0

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)

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 MEETI	30/12/2020	2	2	100

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	15/06/2020	3	2	66.67
2	25/09/2020	3	2	66.67
3	08/12/2020	3	2	66.67
4	11/01/2021	3	2	66.67
5	28/01/2021	3	2	66.67

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
6	12/03/2021	3	2	66.67

C. COMMITTEE MEETINGS

Number of meetings held

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	CORPORATE	11/01/2021	3	2	66.67
2	CORPORATE	12/03/2021	3	2	66.67

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	
								30/11/2021 (Y/N/NA)
1	AJAY PASHU	6	6	100	2	2	100	Yes
2	ALETTA DIAS	6	5	83.33	2	1	50	Yes
3	GREGORY LO	6	1	16.67	2	1	50	No

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AJAY PASHUPATIN	Managing Direct	9,305,656	0	0	2,821,246	12,126,902
2	ALETTA DIAS	Whole-time Dire	4,126,954	0	0	268,266	4,395,220
	Total		13,432,610	0	0	3,089,512	16,522,122

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SONAL JITENDRA	Company Secre	570,219	0	0	21,600	591,819
	Total		570,219	0	0	21,600	591,819

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

SNEHAL SHAH

Whether associate or fellow

☐

Associate

☒

Fellow

Certificate of practice number

4820

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.

(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 the 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 a 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.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

7

dated

27/10/2021

(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:

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.

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

DIN of the director

01070496

To be digitally signed by

☐ Company Secretary

☒ Company secretary in practice

Membership number

6114

Certificate of practice number

4820

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**

ROC Mumbai - AGM Extension Circular 20
Form MGT8 signed.pdf
[List of members signed.pdf](#)
UDIN generated.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

भारत सरकार
कारपोरेट कार्य मंत्रालय
कंपनी रजिस्ट्रार का कार्यालय
100, "एवरेस्ट", मरिन ड्राईव, मुंबई - 400002
दूरभाष / TELE : 2281 2627, 2281 2645, 2281 3760
फैक्स / FAX : 2281 1977



GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
OFFICE OF THE REGISTRAR OF COMPANIES
100, "EVEREST", MARINE DRIVE,
MUMBAI - 400 002
Website : www.mca.gov.in
e-Mail ID : roc.mumbai@mca.gov.in

Order: Extension of time for holding of Annual General Meeting (AGM) for the financial year ended on 31.03.2021 in terms of third proviso to section 96(1) of Companies Act, 2013 (the Act).

1. Whereas sub-section (1) of section 96 of the companies Act, 2013 (the Act) provides, inter-alia, that every company, other than a One-person Company, shall in each year hold in addition to any other meetings, a general meeting as its Annual General Meeting (AGM) and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one AGM of a company and that of the next;
2. And whereas, the first proviso to sub-section (1) of section 96 of the Act provides that in case of the first AGM, it shall be held within a period of nine months from the date of closing of the first financial year of the company and in any other case, within a period of six months, from the date of closing of the financial year.
3. And whereas, the third proviso to section 96(1) of the Act provides that the Registrar may, for any special reason, extend the time within which any Annual General Meeting, other than the first Annual General Meeting, shall be held, by a period not exceeding three months.
4. And whereas, various representations have been received from the Companies, Industry bodies and Professional Institutes pointing out that several companies are finding it difficult to hold their AGM for the financial year ended on 31.03.2021 due to the difficulties faced in view of the Covid-19 Pandemic.
5. And whereas, the representations have been considered and the undersigned is of the considered opinion that due to such unprecedented special reason, the time within which the AGM for the financial year ended on 31.03.2021 is required to be held as per provision of sub-section (1) of the section 96 ought to be extended in terms of the third proviso to section 96(1).

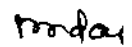
6. Now, therefore in terms of power vested with the undersigned under the third proviso to sub-section (1) of the section 96 of the Act, I hereby extend the time to hold the AGM, other than the first AGM for the financial year ended on 31.03.2021 for companies within the jurisdiction of this office, which are unable to hold their AGM for such period within the due date of holding the AGM by a period of **Two Months** from the due date by which the AGM ought to have been held in accordance with the provisions of sub-section (1) to section 96 of the Act, without requiring the companies to file applications for seeking such extension by filling the prescribed FORM No.GNL-1.

Explanation I: It is hereby clarified that the extension granted under this order shall also cover the:

- i. Pending applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which are yet to be approved.
- ii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which were rejected.
- iii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period less than Two Months.

Explanation II: It is also clarified that the extension granted under this order shall not cover the applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period of more than Two Months.

Place : Mumbai
Date : 23.09.2021


(Mano Ranjan Das)
REGISTRAR OF COMPANIES
MAHARASHTRA, MUMBAI

List of Member as on 31st March, 2021

1	Ledger folio of Shareholder	19	
	Shareholder's Name	BCD Travel Asia B.V.	
	Father's Name	N.A.	
	Type of Share	Equity & Preference	
	No. of Equity shares held	1189065	Amount per share Rs.100/-
	No. of Preference shares held	311000	Amount per share Rs.100/-
	Address	Europalaan 300, 3526 KS Utrecht	
2	Ledger folio of Shareholder	20	
	Shareholder's Name	BCD Travel sub holding BV	
	Father's Name	NA	
	Type of Share	Equity	
	No. of shares held	10	Amount per share Rs.100/-
	Address	Europalaan 300, 3526 KS Utrecht	

For and on behalf of the Board
For BCD Travel India Private Limited,


Aletta Dias

Whole time Director
01070496

Date : 27th October, 2021
Place : Mumbai

BCD Travel India Pvt. Ltd.

Level 2, Unit # 202/ B
Natraj by Rustomjee
194, Andheri-Kurla Road
At Junction of Western Express Highway
Andheri (East), Mumbai - 400069

T +91 (0) 22 4085 5347
E contact@bcdtravel.in
W www.bcdtravel.com
CIN U63040MH1995PTC092246



UDIN GENERATED SUCCESSFULLY

Membership Number	F6114
UDIN Number	F006114C002231403
Name of the Company	BCD TRAVEL INDIA PRIVATE LIMITED
CIN Number	U63040MH1995PTC092246
Financial Year	2021-22
Document Type(Certificates)	Certification of Annual Return in Form MGT-7 under Section 92(1) of Companies Act, 2013
Document Description	Certification of Annual Return in Form MGT-7 under Section 92(1) of Companies Act, 2013
Date of signing documents	20/01/2022



Snehal Shah & Associates

COMPANY SECRETARIES

Snehal Shah

B.Com., FCS, LL.B.
+91 9821 778811

501, Shreeji Arcade Premises, Jn. of S. V. Road & M. G. Road, Kandivali (West), Mumbai 400067
Office No. : + 91 97693 51780 | Email: snehalshah_19@yahoo.com | snehalshahpcs@gmail.com

Name of the Company	:	BCD Travel India Private Limited
Registration Number	:	U63040MH1995PTC092246
Authorised Share Capital	:	Rs. 20,00,00,000/-
Paid up Share Capital	:	Rs. 15,00,07,500/-

Form MGT8

[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 **BCD Travel India 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 31st March, 2021.

In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
 - 1 The Company's status under the Act is a Private Limited Company and a subsidiary Company based on the details provided by the Company, its officers and details available on the portal of the Ministry of Corporate Affairs.
 - 2 The Company has kept and maintained registers as per the provisions of the Act as listed in "Annexure A" and the rules made thereunder and entries therein have been properly recorded.
 - 3 The Company has filed forms and returns as stated in "Annexure B" to this certificate with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities as applicable under the Act and rules made there under.
 - 4(a) The Board of Directors met **6 (Six)** times in respect of which meetings notices were given and the proceedings were recorded and signed in the Minutes Book maintained for the purpose. Details of Board Meetings are stated in "Annexure C".



- (b) The Annual General Meeting for the financial year ended on 31st March, 2020 was held on 30th December, 2020 after giving notice to the members of the Company and the resolutions passed thereat were recorded in Minutes Book maintained for the purpose.
- (c) No Extra Ordinary General Meeting was held during the financial year under review.
- 5 The Company was not required to close Register of Members during the financial year under review.
- 6. The Company has not advanced loans to its Directors or any persons interested therein referred to under Section 185 of Companies Act, 2013.
- 7 The Company has complied with contracts/arrangements with related parties as specified in section 188 of the Act. We are informed that the transactions are continuous transactions and approval was sought in earlier years.
- 8(a) The Company have not allotted equity shares during the financial year under review.
- (b) There was no transfer of shares during the year under review.
- (c) There has been no buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and hence the issues of certificates do not arise.
- 9 There were no instances for 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(a) As the Company has not declared any dividend; hence provisions relating to deposit of dividend in a separate bank account do not apply.
- (b) As the Company has not declared any dividend, provisions relating to issue of dividend warrants do not apply.
- (c) There was NIL amount in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund in accordance with Section 125 of the Act.
- 11. The Company has complied with the provisions of Section 134 of the Act, with regard to the signing of audited financial statement and report of directors thereon as per sub-sections (3), (4) and (5) of Section 134.



- 12 The Board of Directors of the Company is duly constituted. There was no appointment of additional director, alternate director to fill casual vacancy during the financial year.
- 13 We are informed that the Company has appointed auditors for one year to conduct the Audit for the financial year ending on 31st March, 2021 in the Annual General Meeting of the Company held on 30th December, 2020.
- 14 The Company was not required to obtain any approvals from the Central Government, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act during the financial year.

The Company has taken approvals from the Registrar and has sent intimations as required under the Act and complied with the provisions of the Act, wherever applicable.
- 15 The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of Section 73 of the Act during the financial year under review.
- 16 The Company has not made any borrowings from its Directors, Members or public financial institutions falling within the purview of Section 180 of the Act during the financial year under review.
- 17 The Company has not given any 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 The Company has not altered the provisions of the Memorandum and/or Articles of Association of the Company.



For Snehal Shah & Associates,
Company Secretaries

CS Snehal Shah
Proprietor
FCS 6114 * CP 4820
UDIN: F006114C002172841

Place: Mumbai
Date: 14th January, 2022

Annexure A

Registers maintained by the Company:

Sr. No.	Name of register	Section/Rule under Companies Act, 2013
1	Register of Charges	Section 85 sub-rule (1) of rule 10 of the Companies (Registration of Charges) Rules, 2014
2	Register of Members (Form MGT-1)	Section 88(1)(a) read with Section 88 (3)Rule 3(1) of the Companies (Management and Administration) Rules, 2014
3	Minutes Book of meeting of Board of Directors	Section 118
4	Minutes Book of General Meeting	Section 118
5	Register of Directors & Key Managerial Personnel & their Shareholding	Section 170, Rule 17 of the Companies (Appointment & Qualification of Directors) Rules, 2014
6	Register of Investments/ Loans made/ guarantee given/ security provided	Section 186 (9) read with rule 12(1) of the Companies (meetings of Board and its powers) Rules, 2014
7	Register of Contracts in which Directors are interested (Form MBP-4)	Section 189(1) Rule 16(1) of the Companies (Meetings of Board & its Powers) Rules, 2014

Other Registers:

1.	Register of Transfers
2.	Attendance of Meetings of Board of Directors
3.	Attendance of Members at General Meetings

Place: Mumbai
Date: 14th January, 2022



For Snehal Shah & Associates,
Company Secretaries

Snehal
CS Snehal Shah
Proprietor
FCS 6114 * CP 4820

Annexure B

Forms and Returns filed by the Company:

A Details of filings done with the office of the Registrar of Companies, Mumbai during the financial year ended on 31st March, 2021.

Sr.	Forms	Description	SRN	Date of Filing
1.	MSME	Form for furnishing half yearly (01.10.2019 - 31.03.2020) return with respect of outstanding payments to Micro or Small Enterprises.	R37770427	28.04.2020
2.	MSME	Form for furnishing half yearly (01.04.2020 - 30.09.2020) return with respect of outstanding payments to Micro or Small Enterprises.	R69321032	30.10.2020
3.	MSME	Form for furnishing half yearly (01.04.2020 - 30.09.2020) return with respect of outstanding payments to Micro or Small Enterprises.	R69321685	30.10.2020
4.	ADT1	Appointment/Reappointment of Auditors.	R85015212	14.01.2021
5.	AOC4 XBRL	Balance Sheet for the financial year ended as on 31st March, 2020.	R98273113	12.02.2021
6.	MGT7	Annual Return as on 31st March, 2020.	T04460408	24.02.2021

B Details of Filing done with the office of the Regional Director, during the financial year ended on 31st March, 2021. **NIL**

C Details of Filing done with the Central Government under various provisions of the Companies Act, 2013 and rules made thereunder during the financial year ended on 31st March, 2021. **NIL**

D Details of Filing done with the Tribunal, Court or other Authorities under various provisions of the Companies Act, 2013 and rules made thereunder during the financial year ended on 31st March, 2021. **NIL**



For Snehal Shah & Associates,
Company Secretaries

CS Snehal Shah
Proprietor
FCS 6114 * CP 4820

Place: Mumbai
Date: 14th January, 2022

Annexure C

Details of meeting of the Board of Directors held during the financial year ended on 31st March, 2021.

Sr. No.	Date of meeting	Total Directors as on the date of meeting	No. of Directors attended	% of Attendance
1	15.06.2020	3 (Three) Mr. Ajay Bali Ms. Aletta Dias Mr. Gregory Logan O'Neil	2 (Two) Mr. Ajay Bali Ms. Aletta Dias	66.67
2	25.09.2020	3 (Three) Mr. Ajay Bali Ms. Aletta Dias Mr. Gregory Logan O'Neil	2 (Two) Mr. Ajay Bali Ms. Aletta Dias	66.67
3	08.12.2020	3 (Three) Mr. Ajay Bali Ms. Aletta Dias Mr. Gregory Logan O'Neil	2 (Two) Mr. Ajay Bali Ms. Aletta Dias	66.67
4	11.01.2021	3 (Three) Mr. Ajay Bali Ms. Aletta Dias Mr. Gregory Logan O'Neil	2 (Two) Mr. Ajay Bali Mr. Gregory Logan O'Neil	66.67
5	28.01.2021	3 (Three) Mr. Ajay Bali Ms. Aletta Dias Mr. Gregory Logan O'Neil	2 (Two) Mr. Ajay Bali Ms. Aletta Dias	66.67
6	12.03.2021	3 (Three) Mr. Ajay Bali Ms. Aletta Dias Mr. Gregory Logan O'Neil	2 (Two) Mr. Ajay Bali Ms. Aletta Dias	66.67



For Snehal Shah & Associates,
Company Secretaries

CS Snehal Shah
Proprietor
FCS 6114 * CP 4820

Place: Mumbai
Date: 14th January, 2022