

# 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

U51909MH2016PLC288788

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAKCM7283N

(ii) (a) Name of the company

METRO ATHLEISURE LIMITED

(b) Registered office address

401, Zillion, 4th Floor, LBS Marg & CST Road Junction, Kurla  
(West),  
Mumbai  
Mumbai City  
Maharashtra  
400070



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

info@metroatl.in

(d) \*Telephone number with STD code

022266560444

(e) Website

www.metroatl.in

(iii) Date of Incorporation

22/12/2016

(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

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh  
roli (West ), NA

(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

(b) Due date of AGM

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

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

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	G	Trade	G2	Retail Trading	98.65

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

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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	METRO BRANDS LIMITED	L19200MH1977PLC019449	Holding	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	4,800,000	4,082,789	4,082,789	4,082,789
Total amount of equity shares (in Rupees)	480,000,000	408,278,900	408,278,900	408,278,900

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY SHARES OF RS. 100/- EACH</b>				
Number of equity shares	4,800,000	4,082,789	4,082,789	4,082,789
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	480,000,000	408,278,900	408,278,900	408,278,900

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	14,166,875	5,700,000	5,700,000	5,700,000
Total amount of preference shares (in rupees)	1,416,687,500	570,000,000	570,000,000	570,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>0.001% COMPLUSORY CONVERTIBLE PREFERENCE</b>				
Number of preference shares	14,166,875	5,700,000	5,700,000	5,700,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	1,416,687,500	570,000,000	570,000,000	570,000,000

**(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
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	0	4,082,789	4082789	408,278,900	408,278,900	
<b>Increase during the year</b>	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>						
<b>Decrease during the year</b>	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>						
<b>At the end of the year</b>	0	4,082,789	4082789	408,278,900	408,278,900	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	5,700,000	5700000	570,000,000	570,000,000	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <div></div>						
<b>Decrease during the year</b>	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>						
<b>At the end of the year</b>	0	5,700,000	5700000	570,000,000	570,000,000	

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"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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**(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	1,800,000	100	180,000,000
<b>Total</b>			180,000,000

**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	180,000,000	0	0	180,000,000

**(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**

129,574,651

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

-53,637,969

**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	6	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)	4,082,783	100	5,700,000	100
10.	Others	0	0	0	0
	<b>Total</b>	4,082,789	100	5,700,000	100

**Total number of shareholders (promoters)**

7

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	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



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

0

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

7

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

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	0	0
Debenture holders	1	1

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

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

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	1	3	1	3	0	0
<b>B. Non-Promoter</b>	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	1	3	1	3	0	0

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

5

**(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)
FARAH MALIK BHANJ	00530676	Director	1	
NISSAN JOSEPH	06701972	Director	1	
MOHAMMED IQBAL H	08908594	Whole-time director	0	
KAUSHAL KHODIDAS	09794399	Director	1	
KRUTIKA MOHAN RAI	BFXPR3635B	Company Secretary	0	

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

2

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)
APURVA PARULEK	BEAPP9399N	Company Secretary	04/04/2023	CESSATION
KRUTIKA MOHAN RAI	BFXPR3635B	Company Secretary	12/09/2023	APPOINTMENT

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS****A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

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	27/06/2023	7	6	99.99

**B. BOARD MEETINGS**

\*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/05/2023	4	4	100
2	30/05/2023	4	4	100
3	30/06/2023	4	4	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	28/07/2023	4	3	75
5	12/09/2023	4	3	75
6	18/10/2023	4	4	100
7	17/01/2024	4	4	100
8	12/03/2024	4	4	100

#### C. COMMITTEE MEETINGS

Number of meetings held

0

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					

#### 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	
								(Y/N/NA)
1	FARAH MALIK	8	7	87.5	0	0	0	
2	NISSAN JOSE	8	8	100	0	0	0	
3	MOHAMMED	8	7	87.5	0	0	0	
4	KAUSHAL KH	8	8	100	0	0	0	

#### 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

0

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

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	KRUTIKA MOHAN	COMPANY SEC	627,426	0	0	0	627,426
	Total		627,426	0	0	0	627,426

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

SHWETA PARWANI

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3585

**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. ...

05

dated

12/03/2024

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

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

08908594

**To be digitally signed by**

☒ Company Secretary

☐ Company secretary in practice

Membership number

66310

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**

Equity Shareholders-MGT\_7.pdf  
details of Debenture Holders\_MGT-7.pdf  
Details of Preference shareholder.pdf  
Draft 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**

First Name	Middle Name	Last Name	Folio Number	DP ID-Client Id	Account Number	Number of Shares held	Class of Shares
Metro Brands Limited				IN30154937452016		40,82,783	Equity share
Deepa Sood		Beneficial Interest of MBL		IN30154954077011		1	Equity share
Nissan Joseph		Beneficial Interest of MBL		IN30302848441878		1	Equity share
Alisha Malik		Beneficial Interest of MBL		IN30021427209001		1	Equity share
Farah Mailk Bhanji		Beneficial Interest of MBL		IN300214 27209559		1	Equity share
Kaushal Parekh		Beneficial Interest of MBL		1208160037948586		1	Equity share
Rafique Malik		Beneficial Interest of MBL		IN30021427209010		1	Equity share
Total						40,82,789	
Note: MBL	Metro Brands Limited						

First Name	Middle Name	Last Name	Reference Number	Number of debentures	Total amount of debentures	
Metro Brands Limited				<u>0</u>	1800000	180000000.0



First Name	Middle Name	Last Name	Folio Number	DP ID-Client Id Account Number	Number of Shares held	Class of Shares
Metro Brands Limited				IN301549 37452016	57,00,000	Preference share

**SHWETA R. PARWANI**  
**COMPANY SECRETARY**

**M.S. BLDG 10, ROOM 341, CHEMBUR COLONY, MUMBAI – 400074.**

**CELL : 9820106923**

**Form No. MGT-8**

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

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

I have examined the registers, records, books and papers of **METRO ATHLIESURE LIMITED** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the Financial Year (FY) ended on 31<sup>st</sup> March, 2024. 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 FY correctly and adequately.
- B. during the aforesaid FY 2023-24, the Company has complied with provisions of the Act & Rules made there under in respect of following matters wherever and to the extent applicable.
  - 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, or other authorities within the prescribed time;
  - 4. calling/ convening/ holding meetings of Board of Directors or 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 including the circular resolutions 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 was not applicable
  - 6. not advanced any loans to its directors and/or persons or firms or companies referred to in Section 185 of the Act ;
  - 7. contracts/arrangements with related parties as specified in Section 188 of the Act;

8. there were to instances of issuances, allotment, transfer or transmission of shares, issuance of share certificates, buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities during the FY under review;
9. there were no transactions necessitating the Company to keep 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. the Company had not declared and paid dividend during the FY under review.; there were no instances necessitating the Company to transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund were in accordance with Section 125 of the Act;
11. the audited financial statement as per the provisions of Section 134 of the Act and report of Directors are signed as per Sub - Sections (3), (4) and (5) thereof ;
12. constitution/ appointment/ re-appointments/ retirement/ disclosure of the Directors, Key Managerial Personnel and the remuneration paid to them were duly complied with the provisions of the Act. During the FY under review The Company Secretary of the Company Ms. Apurva Parulekar (ICSI Membership No. 52264) resigned from April 04, 2023 and Ms. Krutika Mohan Rane (ACS No. 66310) was appointed as a Company Secretary (KMP) effective from 12<sup>th</sup> September 2023 in her place. Necessary Forms DIR-12 and MGT 14 were filed with the Ministry of Corporate Affairs (MCA). No director was appointed in casual vacancy during the financial year under review ;
13. M/s N. A. SHAH ASSOCIATES LLP, Chartered Accountants (ICAI Firm Registration No. 116560W/W100149) were duly appointed as Statutory Auditors of the Company for a term of Two (2) years commencing from the conclusion of 7<sup>th</sup> Annual General Meeting until the conclusion of the 9<sup>th</sup> Annual General Meeting of the Company to be held in the FY 2025. There were no appointment/ reappointment / filling up casual vacancies of Statutory Auditors during the FY as per the provisions of Section 139 of the Act.
14. approvals from the Registrar of Companies, National Company Law Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act, as applicable were in accordance with the provisions of the Act. During the FY under review, the Hon'ble National Company Law Tribunal, Mumbai Branch vide its order dated 14<sup>th</sup> March 2024 ("Order") sanctioned the Scheme of Arrangement between the Company and Metro Brands Limited, the holding company, and their respective shareholders under Section 230 to 232 and other applicable provisions of the Act for demerger of 'Fila' business of the Company. The certified true copy of the said order and the Scheme has been filed with the Registrar of Companies and the effective date of the Scheme is 1<sup>st</sup> April 2024.
15. there is no acceptance/ renewal/ repayment of deposits as per Section 73 and 74 of the Act;

16. the Company had not availed any financial facilities from banks, public, financial institutions and others during the FY. The Company had borrowed the funds from its Holding Company.
17. complied with the provisions of Section 186 of the Act with respect to loans and investments or guarantees given or providing of securities to other bodies corporate or persons;
18. there were alteration of the provisions of the Memorandum of Association and Articles of Association of the Company consequent to change of name of the Company from **Cravetex Brands Limited to Metro Athleisure Limited.**

Place: Mumbai  
Date:

Signature:

SHWETA R PARWANI  
C.P. No. : 3585