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]

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: U65990GJ1991PTC163792 | Pre-fill

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AABCN8572G

(ii) (a) Name of the company: NATURELL (INDIA) PRIVATE LIM

(b) Registered office address

Zydus Corporate Park, Scheme No. 63, Survey No. 536 Khoraj,
Nr. Vaishnodevi Circle, S. G. Highway Gota
Daskroi
Ahmedabad
Gujarat

(c) *e-mail ID of the company: NA************************SS.C

(d) *Telephone number with STD code: 07*******00

(e) Website: www.zyduswellness.com

(iii) Date of Incorporation: 22/02/1991

(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 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ◉ Yes ○ No

(a) If yes, date of AGM 10/06/2025

(b) Due date of AGM 30/09/2025

(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	C	Manufacturing	C1	Food, beverages and tobacco products	100

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

*No. of Companies for which information is to be given 2 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ZYDUS WELLNESS LIMITED	L15201GJ1994PLC023490	Holding	100
2	Naturell, Inc		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	16,200,000	15,078,605	15,078,605	15,078,605
Total amount of equity shares (in Rupees)	16,200,000	15,078,605	15,078,605	15,078,605

Number of classes 3

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Re. 1 each				

Number of equity shares	10,000,000	9,274,825	9,274,825	9,274,825
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	10,000,000	9,274,825	9,274,825	9,274,825

Class of Shares: Class A Equity Shares of Re. 1 each	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	4,700,000	4,376,565	4,376,565	4,376,565
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	4,700,000	4,376,565	4,376,565	4,376,565

Class of Shares: Class B Equity Shares of Re. 1 each	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,500,000	1,427,215	1,427,215	1,427,215
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	1,500,000	1,427,215	1,427,215	1,427,215

(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	1,964,045	13,101,310	15065355	15,065,355	15,065,355	
Increase during the year	13,250	0	13250	13,250	13,250	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	13,250	0	13250	13,250	13,250	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 N.A.				0	0	
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 N.A.				0	0	
At the end of the year	1,977,295	13,101,310	15078605	15,078,605	15,078,605	
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 N.A.				0	0	
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

(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	21/08/2024
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

Particulars	Number of units	Nominal value per unit	Total value
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 1,621,364,885

(ii) Net worth of the Company 146,166,267

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	
	(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)	15,078,605	100	0	
10.	Others	0	0	0	
	Total	15,078,605	100	0	0

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	
	(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)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

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	2	7
Members (other than promoters)	15	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	0	0	0	0
B. Non-Promoter	1	3	1	2	0	0
(i) Non-Independent	1	3	1	2	0	0
(ii) Independent	0	0	0	0	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	3	1	2	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 3

(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)
VIJAY PRABHAKARR/	00239028	Whole-time directo	0	
TARUN ARORA	07185311	Director	1	
UMESH VINODRAY P/	10277841	Director	1	

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

12

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)
TARUN ARORA	07185311	Additional director	02/12/2024	Appointment
UMESH VINODRAY	10277841	Additional director	02/12/2024	Appointment
JASON KARDACHI	07632180	Nominee director	02/12/2024	Cessation
MITCHELL WAYNE	10044503	Nominee director	02/12/2024	Cessation
ANUPAM DUTTA	01626554	Director	02/12/2024	Cessation
VILAS RAMRAO SH	07579029	Director	02/12/2024	Cessation
SMITA VIJAY UTTA	01201071	Whole-time director	02/12/2024	Cessation
VIJAY PRABHAKAR	00239028	Managing Director	02/12/2024	Cessation
VIJAY PRABHAKAR	00239028	Additional director	02/12/2024	Appointment
VIJAY PRABHAKAR	00239028	Whole-time director	02/12/2024	Regularization
TARUN ARORA	07185311	Director	02/12/2024	Regularization
UMESH VINODRAY	10277841	Director	02/12/2024	Regularization

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: 4

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	21/08/2024	17	5	97.9
Extra Ordinary General Mee	28/11/2024	19	4	96.4
Extra Ordinary General Mee	02/12/2024	1	1	100
Extra Ordinary General Mee	25/02/2025	7	7	100

B. BOARD MEETINGS

*Number of meetings held: 7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	08/07/2024	6	5	83.33
2	16/08/2024	6	4	66.67
3	30/10/2024	6	5	83.33
4	28/11/2024	6	5	83.33
5	02/12/2024	6	5	83.33
6	31/12/2024	3	3	100
7	31/01/2025	3	3	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	10/06/2025 (Y/N/NA)
1	VIJAY PRABH	7	7	100	0	0	0	Yes
2	TARUN AROF	2	2	100	0	0	0	Yes
3	UMESH VINO	2	2	100	0	0	0	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: 2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VIJAY PRABHAKAI	Whole Time Dire	5,198,384	0	0	0	5,198,384
2	SMITA VIJAY UTTA	Whole Time Dire	400,000	0	0	0	400,000
	Total		5,598,384	0	0	0	5,598,384

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
1							0
	Total						

Number of other directors whose remuneration details to be entered: 1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ANUPAM DUTTA	Director	0	0	0	500,000	500,000
	Total		0	0	0	500,000	500,000

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: Sudhir Dave

Whether associate or fellow: ◉ Associate ○ Fellow

Certificate of practice number: 6414

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. .. 8 dated 02/12/2024 (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 compiled 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: Umesh Vinodray Parikh — Digitally signed by Umesh Vinodray Parikh Date: 2025.06.17 13:25:23 +05'30'

DIN of the director: 1*2*7*4*

To be digitally signed by: Sudhir Mahaprasad Dave — Digitally signed by Sudhir Mahaprasad Dave Date: 2025.06.17 13:35:20 +05'30'

○ Company Secretary

● Company secretary in practice

Membership number: 1*1*0

Certificate of practice number: 6*1*

Attachments

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

List of attachments

List of Shareholders.pdf
List of share transfer.pdf
Form MGT 8.pdf
UDIN.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

Details of share Transfer since closure date of last financial year

Sr. No.	Date of Transfer	Type of Transfer	No. of shares transferred	Amount per share	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name	Date of registration of Transfer
	Equity Shares								
1.	29/11/2024		84,45,154		9	Vijay P. Uttarwar Joint Shareholder: Smita V. Uttarwar			29/11/2024
2.	02/12/2024		2,50,000		12	Mohan P. Uttarwar			02/12/2024
3.	29/11/2024		25,000		11	Snehal B. Uttarwar			29/11/2024
4.	29/11/2024		2,20,575		008	Smita V. Uttarwar			29/11/2024
5.	29/11/2024		2,79,846		13	India Agri Business Fund II Limited			29/11/2024
6.	02/12/2024		2,500		15	Avani Dhaval Sheth			02/12/2024
7.	29/11/2024		1,250		16	Deepika Wilson			29/11/2024
8.	02/12/2024		25,000		18	Harpreet Singh Jasjitsingh Tibb	28	Zydus Wellness Limited	02/12/2024
9.	29/11/2024		750		19	Ashish Tiwari			29/11/2024
10.	29/11/2024	Equity shares	750	1/-	20	Ketan Ambalal Parmar			29/11/2024
11.	29/11/2024		750		21	Laxman J. Palaskar			29/11/2024
12.	29/11/2024		3,750		22	Uday Chakraborty			29/11/2024
13.	29/11/2024		1,250		23	Vinod Baban Gole			29/11/2024
14.	29/11/2024		2,500		24	Amarsingh S.			29/11/2024
15.	29/11/2024		12,500		25	Sanjeev Kumar Sandhwar			29/11/2024
16.	29/11/2024		750		26	Gaurav Nehra			29/11/2024
17.	30/11/2024		2,500		17	Shristi Girath	27	Vijay P. Uttarwar	30/11/2024
18.	02/12/2024		2,500		27	Vijay P. Uttarwar	28	Zydus Wellness Limited	02/12/2024
19.	27/12/2024		1		28	Zydus Wellness Limited	29	Umesh Parikh*	27/12/2024
20.	27/12/2024		1		28		30	Tarun Arora*	27/12/2024

zydus wellness
nourish. nurture. energize

Sr. No.	Date of Transfer	Type of Transfer	No. of shares transferred	Amount per share	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name	Date of registration of Transfer
21.	27/12/2024	Equity Shares	1	1/-	28	Zydus Wellness Limited	31	Vishal Gor*	27/12/2024
22.	27/12/2024		1	1/-		Zydus Wellness Limited	32	Pankaj Patel*	27/12/2024
23.	27/12/2024		1	1/-		Zydus Wellness Limited	33	Dr. Sharvil Patel*	27/12/2024
24.	27/12/2024		1	1/-		Zydus Wellness Limited	34	Mukund Thakkar*	27/12/2024
Class A Equity Shares									
1.	29/11/2024	Class A Equity Shares	43,76,565	1/-	A001	India Agri Business Fund II Limited	28	Zydus Wellness Limited	29/11/2024
Class B Equity Shares									
1.	29/11/2024	Class B Equity Shares	14,27,215	1/-	B001	India Agri Business Fund II Limited	28	Zydus Wellness Limited	29/11/2024

* Nominee of Zydus Wellness Limited.

For, **NATURELL (INDIA) PRIVATE LIMITED**

UMESH V. PARIKH
DIRECTOR
(DIN: 10277841)

NATURELL (INDIA) PRIVATE LIMITED

Date: June 17, 2025
Place: Ahmedabad

SUDHIR DAVE

COMPANY SECRETARY

8/87, Pujan Apartment, Nr. Dr. Jivraj Mehta Hospital, Vasna, Ahmedabad – 380 007.
Mobile No. 94265 63958 email sudhirmdave@yahoo.com, cs.sudhirdave@gmail.com

FORM NO. MGT.8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **Naturell (India) Private Limited** (the Company) having CIN: **U65990GJ1991PTC163792** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **March 31, 2025**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. During the aforesaid financial year, wherever required/applicable the Company has complied with provisions of the Act and Rules made there under in respect of:

1. Its status under the Act;

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 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, 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 properly recorded in the Minute Book / registers maintained for the purpose and the same have been signed;

   In respect of Resolutions passed by Circulation and through Postal Ballot during the year under review, due notice was given to the Board Members and shareholders respectively and the resolutions were recorded in the minutes book.

5. Company was not required to close the Register of Members.

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;

Sudhir Dave Company Secretary CP No.6414

8. Issue and allotment of shares during the period under review. There was no buy back of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities.

9. Company was not required to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;

10. 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 / re-appointment 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 Memorandum and Articles of Association of the company.

Sudhir Dave
CP No.6414
Company Secretary

Place: Ahmedabad
Date: 17th June, 2025

Sudhir M. Dave
Company Secretary in practice
C.P. No.: 6414
UDIN: A017180G000613591

Membership Number	A17180
UDIN Number	A017180G000613721
Name of the Company	Naturell (India) Private Limited
CIN Number	U65990GJ1991PTC163792
Financial Year	2025-26
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	17/06/2025