

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

U65990MH1990PTC055279

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACQ0281C

(ii) (a) Name of the company

QUANTUM ADVISORS PRIVATE

(b) Registered office address

1st Floor, Apeejay House 3 Dinshaw Vachha Road, Backbay Reclamation Churchgate
Mumbai
Mumbai
Maharashtra
400032

(c) *e-mail ID of the company

CO*****SL.COM

(d) *Telephone number with STD code

91*****00

(e) Website

WWW.QASL.COM

(iii) Date of Incorporation

31/01/1990

(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

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	K	Financial and insurance Service	K6	Fund Management Services	98
2	K	Financial and insurance Service	K7	Financial Advisory, brokerage and Consultancy Services	2

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	QUANTUM ASSET MANAGEME	U65990MH2005PTC156152	Subsidiary	100
2	QUANTUM TRUSTEE COMPAN	U67190MH2005PTC156119	Subsidiary	100
3	PRIMARY REAL ESTATE ADVISC	U70100MH2001PTC134242	Associate	40
4	Quantum India (Mauritius) Lim		Subsidiary	100
5	ARK NEO FINANCIAL SERVICES	U74110TN2020PTC135036	Associate	25.9

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	12,000,000	11,220,468	11,220,468	11,220,468
Total amount of equity shares (in Rupees)	120,000,000	112,204,680	112,204,680	112,204,680

Number of classes

2

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares				
Number of equity shares	6,096,000	5,700,000	5,700,000	5,700,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	60,960,000	57,000,000	57,000,000	57,000,000
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class A Equity shares				
Number of equity shares	5,904,000	5,520,468	5,520,468	5,520,468
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	59,040,000	55,204,680	55,204,680	55,204,680

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	3,908,718	7,311,750	11220468	112,204,680	112,204,680	
Increase during the year	0	0	0	0	0	0
i. Public Issues	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						
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						
At the end of the year	3,908,718	7,311,750	11220468	112,204,680	112,204,680	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

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		25/09/2023	
Date of registration of transfer (Date Month Year)		30/11/2023	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	804	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		71	
Transferor's Name	Wanjare		Saurabh
	Surname	middle name	first name
Ledger Folio of Transferee		8	
Transferee's Name	Anil Harish I V Subramaniam	Murali Krishnan Piyush Thakka	OnBehalfOf QuantumAdvisors
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		30/11/2023	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	2,850	Amount per Share/ Debenture/Unit (in Rs.)	10

Ledger Folio of Transferor		43	
Transferor's Name	Bobin		Millet
	Surname	middle name	first name
Ledger Folio of Transferee		8	
Transferee's Name	Anil Harish I V Subramaniam	Murali Krishnan Piyush Thakka	OnBehalfOf QuantumAdvisors
	Surname	middle name	first name
Date of registration of transfer (Date Month Year) 06/03/2024			
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	3,000	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		75	
Transferor's Name	shetty		Meera
	Surname	middle name	first name
Ledger Folio of Transferee		8	
Transferee's Name	Anil Harish I V Subramaniam	Murali Krishnan Piyush Thakka	OnBehalfOf QuantumAdvisors
	Surname	middle name	first name
Date of registration of transfer (Date Month Year) 19/03/2024			
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	2,004	Amount per Share/ Debenture/Unit (in Rs.)	10

Ledger Folio of Transferor		27	
Transferor's Name	Jalish		Suresh
	Surname	middle name	first name
Ledger Folio of Transferee		8	
Transferee's Name	Anil Harish I V Subramaniam	Murali Krishnan Piyush Thakka	OnBehalfOf QuantumAdvisors
	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	o	0
Partly convertible debentures	0	o	0
Fully convertible debentures	0	o	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

(i) Turnover

418,333,960

(ii) Net worth of the Company

2,953,035,737

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)	3,924,090	34.97	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	3,924,090	34.97	0	0

Total number of shareholders (promoters)

1

(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	846,624	7.55	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)	5,520,468	49.2	0	
10.	Others Quantum Advisors ESOP Tr	929,286	8.28	0	
	Total	7,296,378	65.03	0	0

Total number of shareholders (other than promoters)

33

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

34

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	1	1
Members (other than promoters)	37	33
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	0	0	0	0	0
B. Non-Promoter	1	5	1	6	3.87	0
(i) Non-Independent	1	5	1	6	3.87	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	1	5	1	6	3.87	0

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

7

(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)
I. V. Subramaniam	00253917	Managing Director	433,710	
Ajay Nanavati Vipin	02370729	Director	0	
Marsha Joan Vande Be	06910328	Director	0	
Hormazdiyaar Vakil	00060835	Director	0	
Praveen Kadle	00016814	Director	0	
Nalini Kak	08020486	Director	0	
Derek Michael Broders	10154909	Director	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)
Derek Michael Brode	10154909	Additional director	28/06/2023	Appointment
Derek Michael Brode	10154909	Director	25/09/2023	Change in designation

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

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

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	25/09/2023	38	20	90.2

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/06/2023	7	7	100
2	25/08/2023	7	7	100
3	30/11/2023	7	7	100
4	19/03/2024	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

4

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	CSR	27/06/2023	2	2	100
2	CSR	24/08/2023	2	2	100
3	CSR	30/11/2023	2	2	100
4	CSR	19/03/2024	2	2	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	27/08/2024
								(Y/N/NA)
1	I. V. Subramaniam	4	4	100	4	4	100	Yes
2	Ajay Nanavati	4	4	100	0	0	0	Yes
3	Marsha Joan V	4	4	100	0	0	0	No
4	Hormazdiyaar	4	4	100	4	4	100	Yes
5	Praveen Kadle	4	4	100	0	0	0	Yes
6	Nalini Kak	4	4	100	0	0	0	Yes
7	Derek Michael	4	4	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	I. V. Subramaniam	Managing Director	12,665,818	0	0	0	12,665,818
	Total		12,665,818	0	0	0	12,665,818

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

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ajay Nanavati Vipin	Director	0	0	0	798,988	798,988
2	Marsha Joan Vande	Director	0	0	0	1,108,482	1,108,482
3	Hormazdiyaar Vakil	Director	0	0	0	1,108,482	1,108,482
4	Praveen Kadle	Director	0	0	0	1,008,482	1,008,482
5	Nalini Kak	Director	0	0	0	918,988	918,988
6	Derek Michael Brod	Director	0	0	0	509,493	509,493
	Total		0	0	0	5,452,915	5,452,915

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

Sanjay Parab

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7093

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. ...

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dated

24/06/2022

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

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Venkata Subramania m Iyer
Digitally signed by Venkata Subramania Iyer
Date: 2024.10.25 20:40:11 +05'30'

DIN of the director

0*2*3*1*

To be digitally signed by

Hiral Nitin Kanani
Digitally signed by Hiral Nitin Kanani
Date: 2024.10.26 11:59:55 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number 3*5*1

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

2024-03-31- Share holding pattern.pdf
CTC 169th BM_appointment of designated
QAPL_MGT-8_Draft_2023-24_Final_Signe

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

QUANTUM ADVISORS PRIVATE LIMITED

Shareholding Pattern for Equity Shares as on March 31, 2024

Sr No.	Name of the Shareholder	Folio Number	Amount per Share (INR)	Total Number of Shares	Total Value of Shares (INR)	% of Shareholding
1	Ajit Dayal	1	10	3924090	39240900	34.97
2	Anil Harish	2	10	120	1200	0.00
3	Pramod Dayal	4	10	12	120	0.00
4	Anil Harish, I.V.Subramaniam, Murali Krishnan and Piyush Thakkar (Jointly held on behalf of Quantum Advisors ESOP Trust)	8	10	929286	9292860	8.28
5	I. V. Subramaniam	9	10	433710	4337100	3.87
6	Komalam Pillai	10	10	12000	120000	0.11
7	Don Thadeuse	11	10	21600	216000	0.19
8	Dharmapala Poojary	15	10	4002	40020	0.04
9	Hitendra Parekh	16	10	60000	600000	0.53
10	Sameer Shroff	17	10	2004	20040	0.02
11	Amrit Gaba	18	10	12000	120000	0.11
12	Piyush Singh	25	10	16002	160020	0.14
13	Tehsin Lakkadghat	29	10	6000	60000	0.05
14	Anil Dhuri	33	10	804	8040	0.01
15	Chirag Mehta	34	10	36000	360000	0.32
16	Chandrasen Manjrekar	35	10	2802	28020	0.02
17	Darshini Shah	36	10	2004	20040	0.02
18	Hitesh Kaniska	39	10	3000	30000	0.03
19	Krishnendu Saha	41	10	10800	108000	0.10
20	Malay Vora	42	10	12000	120000	0.11
21	Neeraj Kotian	44	10	2802	28020	0.02
22	Nilesh Shetty	45	10	39600	396000	0.35
23	Rajendra Thakkar	48	10	16002	160020	0.14
24	Sandeep Shinde	49	10	3000	30000	0.03
25	Santosh Das	50	10	804	8040	0.01
26	Yogesh Deorukhkar	55	10	2802	28020	0.02
27	Arvind Chari	56	10	60000	600000	0.53
28	Kashif Sundarani	57	10	1338	13380	0.01
29	Piyush Thakkar	60	10	34704	347040	0.31
30	Jimmy Patel	66	10	44700	447000	0.40
31	Sunita Karna	73	10	12	120	0.00
32	Afrid Wadia	74	10	3000	30000	0.03
33	HWIC Asia Fund - Class Q Shares	76	10	5520468	55204680	49.20
34	Rajendra Gadiyar	77	10	3000	30000	0.03
	Total			11220468	112204680	100.00

SPRS And Co. LLP

COMPANY SECRETARIES

A - 210, Kanara Business Centre, Laxmi Nagar, Ghatkopar - Andheri Link Road, Ghatkopar (East), Mumbai - 400 075
Phone: 022 2500 1501/ 02/ 05 Email: compliance@sprscs.com Website: www.sprscs.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

We have examined the registers, records and books and papers of **QUANTUM ADVISORS PRIVATE 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 ended on March 31, 2024. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid Financial Year correctly and adequately.
- B. As per the Audit conducted, based on the records made available to us by the Company and the Management Representation 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; (**A Private Limited Company**)
 - 2. Maintenance of registers/ records & making entries therein within the time prescribed therefor as detailed in **Annexure A**;
 - 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 as detailed in **Annexure B**;
 - 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 ~~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; **(Not Applicable)**
6. Advances/ loans to its directors and/ or persons or firms or companies referred in section 185 of the Act; **(Not Applicable)**
7. Contracts/ arrangements with related parties as specified in section 188 of the Act;

(During the period under review, the Company has entered into the Related Party Transaction with the Primary Real Estate Advisory Private Limited in terms of Section 188.)

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 after endorsement in all instances;~~

(During the period under review, there were no instances of Issue or allotment or transmission or buy back of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities.

During the period under review, the Company has issued Duplicate Share Certificate duly approved by the Board of Directors in its meeting held on November 30, 2023.)

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;

(There were no instances of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the aforesaid Financial Year)

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;

(During the period under review, the Company has declared and paid the Final Dividend of Rs. 0.5/- per share on the Equity Shares and Class A Equity Shares of Rs. 10/- each aggregating to Rs. 56,10,234/- as approved in Annual General Meeting held on September 25, 2023 for the Financial Year 2022-23.

There were no instances of transfer of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act, during the aforesaid Financial Year.)

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/ resignation/ retirement/ filling up casual vacancies/~~ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

(During the previous Financial Year, Mr. Subramaniam was re-appointed as a Managing Director of the Company for the term of 4 Years with the effect from May 16, 2023 at the board meeting held on March 15, 2023 and the agreement for the same was executed on May 15, 2023 and filed on June 13, 2023.

During the period under review, Mr. Derek Michael Brodersen was appointed as an Additional Director on the Board with the effect from June 28, 2023 and he was appointed as Director of the Company in the Annual General Meeting held on September 25, 2023.)

13. Appointment/ Re-appointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

(M/s. M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117364W/W100739) has been appointed as a Statutory Auditor of the Company at the Annual General Meeting of the Company held on August 23, 2019 for a term of 5 years.

During the period under review, there was no instance of Appointment / re appointment / filling up casual vacancies of auditors of the Company.)

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;

(There was no instance which requires to take approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the Act during the aforesaid Financial Year.)

15. Acceptance/ renewal/ repayment of deposits;

(During the period under review, the Company did not accept any deposit during the aforesaid Financial Year and hence was not required to comply with the relevant provisions under the Act.)

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;

(The Company has not borrowed any money from its Directors, Members, Public Financial Institutions, banks and others during the aforesaid Financial Year and hence compliance of the relevant provisions under the Act was not applicable to the company)

17. Loans and Investments or guarantees given or providing of securities in other bodies corporate or persons falling under the provisions of section 186 of the Act;

(During the period under review, the Company has investment of Rs. 9,99,99,955/- in the Equity Shares of QUANTUM ASSET MANAGEMENT COMPANY PRIVATE LIMITED issued at Rs. 55/- per Equity Share having Face Value of Rs. 10/- each. Further, the Company has not granted any loans or provide any guarantees and/or securities under the provisions of Section 186 of the Act during the period under review.)

18. Alteration of the provisions of the Memorandum and/or Articles of Association of the Company;

(During the period under review, there was no instance for the alteration of the provisions Memorandum or Articles of Association of the Company.)

**For SPRS And Co. LLP,
Company Secretaries**

Sanjay
Pandurang Parab
ng Parab

Digitally signed
by Sanjay
Pandurang Parab
Date: 2024.10.25
18:48:01 +05'30'

**Sanjay P. Parab
Designated Partner
C.P. No. 7093 FCS: 6613
UDIN: F006613F001760640**

**Date: October 25, 2024
Place: Mumbai**

Annexure A

Statutory Registers Maintained by the Company pursuant to the provisions of Companies Act, 2013

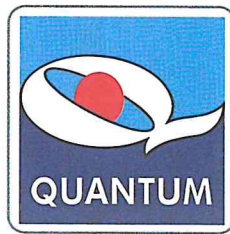
Sr. No.	Name of Register
1.	Register of Members (Form MGT-1 under Section 88)
2.	Register of Directors & KMP (Section 170)
3.	Register of contracts with related party and contracts and Bodies etc. in which directors are interested {Form MBP-4 under Section 189}
4.	Register of Loans, Guarantee, Securities and Acquisitions made by the Company {Form MBP-2 under Section 186(9)}
5.	Register of Duplicate Share Certificate {Form SH-2 under Section 46(2)}

Annexure B

Forms and returns as filed by the Company with the Registrar of Companies during the Financial Year 2023-24.

Sr. No.	Name of Form	Purpose of Forms	Due Date of Filing	Date of Filing
1.	Form DPT-3	Return of Deposit for the Financial Year ending as on March 31, 2023.	June 30, 2023 extended to July 31, 2023	July 28, 2023
2.	Form MGT-14	For Re-Appointment of Mr. Subramaniam as a Managing Director of the Company for the term of 4 Years with the effect from May 16, 2023 with the approval of Board dated March 15, 2023.	June 13, 2023	June 13, 2023
3.	Form DIR-12	Appointment of Mr. Derek Michael Brodersen as an Additional Director (Non-Executive)	July 27, 2023	July 12, 2023
4.	Form AOC-4 XBRL	For filing in respect of Standalone Financial Statement and other documents for the Financial Year ending as on March 31, 2023.	October 24, 2023	October 24, 2023
5.	Form MGT-7	For filing the Annual Return of the Company for the Financial Year ending as on March 31, 2023.	November 24, 2023	November 22, 2023
6.	Form CSR-2	Report on Corporate Social Responsibility for the Financial Year ending as on March 31, 2023.	March 31, 2024	March 05, 2024
7.	Form DIR-12	Appointment of Mr. Derek Michael Brodersen as a Director (Non-Executive)	October 24, 2023	October 06, 2023
8.	Form MGT-14	Form filed under General Circular No. 20/2020 for the filing the resolutions passed at the Annual General Meeting held through Video Conferencing on September 25, 2023 and for filing of Special Resolution for Alteration of Articles of Association.	October 24, 2023	October 11, 2023
9.	Form MGT-6	Return to the Registrar In respect of declaration under Section 89 received by the Company.	January 20, 2024	January 17, 2024

10.	Form MGT-6	Return to the Registrar In respect of declaration under Section 89 received by the Company.	April 26, 2024	April 24, 2024
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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF QUANTUM ADVISORS PRIVATE LIMITED AT THE 169TH MEETING HELD ON TUESDAY, MARCH 19, 2024, AT 2:00 P.M. (IST) AT THE REGISTERED OFFICE OF THE COMPANY AT 6TH FLOOR, HOECHST HOUSE, NARIMAN POINT, MUMBAI – 400021

APPROVAL FOR APPOINTMENT OF DESIGNATED PERSON UNDER COMPANIES ACT, 2013 FOR DISCLOSURE OF BENEFICIAL INTEREST IN SHARES

“RESOLVED THAT the Board be and hereby appoints, Hiral Kanani, Company Secretary as the Designated Person under Companies Act, 2023 responsible for furnishing and extending co-operation for providing, information to the Registrar or any other authorised officer with respect to beneficial interest in shares of the Company;

FURTHER RESOLVED THAT the Managing Director and the Company Secretary of the Company be and are hereby severally authorized to file the necessary return, provide disclosure in such form/e-forms, to the Registrar of Companies, Mumbai; and

FURTHER RESOLVED THAT any Director or Company Secretary or Chief Compliance Officer of the Company be and are hereby severally authorized to submit a Certified True Copy of this resolution, as may be required.”

CERTIFIED TRUE COPY

For QUANTUM ADVISORS PRIVATE LIMITED

I. V. Subramaniam
Managing Director
DIN: 00253917



Date: October 25, 2024

Place: Mumbai