## 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)

#### I. REGISTRATION AND OTHER DETAILS

Name of the Registrar and Transfer Agent

(i) \* Corporate Identification Number (CIN) of the company Pre-fill U18109MH2012PLC231749 Global Location Number (GLN) of the company \* Permanent Account Number (PAN) of the company AAECC8588L (ii) (a) Name of the company C P S SHAPERS LIMITED (b) Registered office address 201-204 2nd Floor Swamini Industrial Estate No 3 Opp Varun Industries, Nanal Nagar, Waliv NA Vasai East Thane Maharashtra 401 200 (c) \*e-mail ID of the company abhishek@dermawear.co.in (d) \*Telephone number with STD code 09158004249 (e) Website www.dermawear.co.in Date of Incorporation (iii) 01/06/2012 (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  $(\bullet)$ Yes No (vi) \*Whether shares listed on recognized Stock Exchange(s) Yes No  $(\bullet)$ Pre-fill (b) CIN of the Registrar and Transfer Agent

Registered office address of th	e Registrar and Tra	ansfer Agents				
(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023						
(viii) *Whether Annual general meet	ing (AGM) held	۲	Yes 🔿	No		
(a) If yes, date of AGM	14/07/2023					
(b) Due date of AGM	30/09/2023					
(c) Whether any extension for A	AGM granted		⊖ Yes	No		
<b>II. PRINCIPAL BUSINESS AG</b>	CTIVITIES OF T	HE COMPA	NY			

\*Number of business activities 1

	Main Activity group code		Business Activity Code		% of turnover of the company
1	С	Manufacturing	C2	Textile, leather and other apparel products	100

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

\*No. of Companies for which information is to be given 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

#### 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	50,000,000	500,000	500,000	500,000
Total amount of equity shares (in Rupees)	500,000,000	5,000,000	5,000,000	5,000,000

1

	Authorised capital	capital	Subscribed capital	Paid up capital
Number of equity shares	50,000,000	500,000	500,000	500,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	500,000,000	5,000,000	5,000,000	5,000,000

#### (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

Class of shares		Icapital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

0

#### (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Nı	umber of sh	ares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	500,000	0	500000	5,000,000	5,000,000	
Increase during the year	0	0	0	0	0	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

Γ	1		1	1		
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				0	0	
NA				-		
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				0	0	
Others						
At the end of the year	500,000	0	500000	5,000,000	5,000,000	
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		1		-	0	
	0	0	0	0		0
ii. Re-issue of forfeited shares	0	0				0
ii. Re-issue of forfeited shares iii. Others, specify			0	0	0	
			0	0	0	
iii. Others, specify			0	0	0 0 0	
iii. Others, specify Others	0	0	0	0 0 0 0	0 0 0 0 0	0
iii. Others, specify Others Decrease during the year	0	0	0 0 0	0 0 0 0	0 0 0 0 0	0
iii. Others, specify Others Decrease during the year i. Redemption of shares	0 0 0 0	0 0 0 0 0	0 0 0 0	0 0 0 0 0	0 0 0 0 0 0	0 0 0 0 0
iii. Others, specify Others Decrease during the year i. Redemption of shares ii. Shares forfeited	0 0 0 0 0	0 0 0 0	0 0 0 0 0	0 0 0 0 0 0 0 0	0 0 0 0 0 0 0	0 0 0 0 0
iii. Others, specify Others Decrease during the year i. Redemption of shares ii. Shares forfeited iii. Reduction of share capital	0 0 0 0 0	0 0 0 0	0 0 0 0 0	0 0 0 0 0 0	0 0 0 0 0 0	0 0 0 0 0

Class o	of shares	(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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]	$\bigcirc$	Yes	$oldsymbol{O}$	No	$\bigcirc$	Not Applicable
Separate sheet attached for details of transfers	$\bigcirc$	Yes	igodoldoldoldoldoldoldoldoldoldoldoldoldol	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 30/09/2022						
Date of registration o	Date of registration of transfer (Date Month Year) 15/03/2023					
Type of transfer Equity Shares 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock						
Number of Shares/ D Units Transferred	Number of Shares/ Debentures/ Units Transferred 120,000 Amount per Share/ Debenture/Unit (in Rs.) 10					
Ledger Folio of Trans	Ledger Folio of Transferor 01					
Transferor's Name	KUMAR			RAJENDRA		
	Surname		middle name	first name		
Ledger Folio of Transferee 02						

Transferee's Name	KUMAR		ABHISHEK	
	Surname	middle name	first name	
Date of registration of transfer (Date Month Year) 23/03/2023				

Type of transfer	er Equity Shares		1 - Ed	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ D Units Transferred	ebentures/	36,900			Amount per Share/ Debenture/Unit (in Rs.)	10	
Ledger Folio of Trans	sferor		03				
Transferor's Name	Kumar					Kamlesh	
	Surname				middle name	first name	
Ledger Folio of Trans	sferee		07				
Transferee's Name	Kumar					Bhawana	
	Surr	name			middle name	first name	

Date of registration of transfer (Date Month Year) 23/03/2023							
Type of transfer Equity Shares			] 1 - Equ	uity, 2	- Preference Shares,3 -	Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred					Amount per Share/ Debenture/Unit (in Rs.)	10	
Ledger Folio of Transferor 06			06		<u> </u>		]
Transferor's Name	Kaushik					Amit	
	Surn	ame			middle name	first name	
Ledger Folio of Transferee		07					

Γ

Transferee's Name	Kumar					Bhawana
	Surr	name			middle name	first name
Date of registration o	Date of registration of transfer (Date Month Year) 24/03/2023					
Type of transfer	Equ	ity Shares	1 - Eq	Equity, 2- Preference Shares,3 - Debentures, 4 - Stock		
Number of Shares/ D Units Transferred	ebentures/	80,000			Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor 04						
Transferor's Name						Dayal Hosiery Private Limited
	Surr	name			middle name	first name
Ledger Folio of Trans	feree	(	02			
Transferee's Name	Kumar					Abhishek
	Surr	name		middle name		first name
Date of registration o	f transfer (Da	ate Month	Year)	27/0	03/2023	
Type of transfer	Type of transfer Equity Shares 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock					
Number of Shares/ Debentures/ Units Transferred				Amount per Share/ Debenture/Unit (in Rs.)	10	
Ledger Folio of Trans	Ledger Folio of Transferor 05					
Transferor's Name						CP S Orthotics Private Limited

middle name

Surname

02

Ledger Folio of Transferee

first name

Transferee's Name	Kumar		Abhishek			
	Surname	middle name	first name			
Date of registration of	Date of registration of transfer (Date Month Year) 29/03/2023					
Type of transfer Equity Shares 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock						
Number of Shares/ E Units Transferred	Debentures/ 1,000	Amount per Share/ Debenture/Unit (in F	Rs.) 10			

middle name

Kamlesh

Ruchi

first name

03

10

Ledger Folio of Transferor

Ledger Folio of Transferee

Kumar

Kumar

Surname

Transferor's Name

Transferee's Name

	Surname		middle name	first name	
Date of registration of transfer (Date Month Year) 29/03/2023					
Type of transfer Equity Shares 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock					
Number of Shares/ D Units Transferred	Number of Shares/ Debentures/ Units Transferred 1,000 Amount per Share/ Debenture/Unit (in Rs.) 10				
Ledger Folio of Trans	sferor	03			
Transferor's Name				Kamlesh	
Surname middle name first name					
Ledger Folio of Transferee				·	

Transferee's Name	Kumar		Abhav
	Surname	middle name	first name
Date of registration of	f transfer (Date Month Year)	29/03/2023	

Type of transfe	r Equity Sł	<sub>nares</sub> 1 - Ec	quity, 2	2- Preference Shares,3 -	Debentures, 4 - Stock	
Number of Shares/ D Units Transferred	Debentures/ 1,0	000		Amount per Share/ Debenture/Unit (in Rs.)	10	
Ledger Folio of Transferor 03						
Transferor's Name	Kumar				Kamlesh	
	Surname			middle name	first name	
Ledger Folio of Trans	Ledger Folio of Transferee 08					
Transferee's Name	Roshan				Rakesh	
	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/       Amount per Share/         Units Transferred       Debenture/Unit (in Rs.)					
Ledger Folio of Trans	Ledger Folio of Transferor				
Transferor's Name					
	Surname	middle name	first name		
Ledger Folio of Transferee					

Γ

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
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

#### Details of debentures

	Outstanding as at the beginning of 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 Image: Control of Securities Nominal Value Image: Control of each Unit Image:

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

(i) Turnover

368,144,880

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

17,512,420

#### 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	420,000	84	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	420,000	84	0	0

#### Total number of shareholders (promoters)

2

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

S. No.	Category	Equi	ity	Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	80,000	16	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	80,000	16	0	0

Total number of shareholders (other than promoters)

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

5	
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	2
Members (other than promoters)	4	5
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	84	0

B. Non-Promoter	1	0	1	0	0.2	0
(i) Non-Independent	1	0	1	0	0.2	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	0	3	0	84.2	0

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

(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)
ABHISHEK KAMAL KUI	03513668	Director	380,000	
RAJENDRA KUMAR	03513800	Director	40,000	
ABHAV K KUMAR	10042678	Additional director	1,000	

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

Name	DIN/PAN	beginning / during	change in decignation/	Nature of change (Appointment/ Change in designation/ Cessation)
Sunil Kumar Jain	08047559	Director	31/03/2023	Cessation
Abhav Kumar	10042678	Additional director	18/03/2023	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

2		
3		

3

2

Type of meeting	Date of meeting	Total Number of Members entitled to	Attendance		
			Number of members attended	% of total shareholding	
Annual General Meeting	30/09/2022	6	6	100	
Extra Ordinary General Mee	07/01/2023	6	6	100	
Extra Ordinary General Mee	13/01/2023	6	6	100	

#### **B. BOARD MEETINGS**

\*Number of meetings held

10

		•		
S. No.	Date of meeting	Total Number of directors associated as on the date of meeting		Attendance
		ormeeting	Number of directors attended	% of attendance
1	30/06/2022	3	3	100
2	28/09/2022	3	3	100
3	05/01/2023	3	2	66.67
4	09/01/2023	3	3	100
5	15/03/2023	3	3	100
6	18/03/2023	3	3	100
7	23/03/2023	4	4	100
8	24/03/2023	4	4	100
9	27/03/2023	4	4	100
10	29/03/2023	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

 1
 Image: Constraint of the meeting

#### D. \*ATTENDANCE OF DIRECTORS

		Name of the director Meetings which Number of Meetings which Number of		Committee Meetings			Whether attended AGM	
S. No.	of the director			Meetings which Number of		held on		
		entitled to attend	attended		entitled to attend	attended	atteridance	14/07/2023
								(Y/N/NA)
1	ABHISHEK KA	10	10	100	0	0	0	Yes
2	RAJENDRA K	10	10	100	0	0	0	Yes
3	ABHAV K KUN	4	4	100	0	0	0	No

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

🗌 Nil

lumber o	f Managing Director, W	/hole-time Directors	s and/or Manager v	vhose remuneratio	n details to be ente	ered 0	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						
lumber o	f CEO, CFO and Comp	bany secretary who	se remuneration d	etails to be entered	1	0	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						
lumber o	f other directors whose	remuneration deta	ails to be entered			3	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rajendra Kumar	Director	1,320,000	0	0	0	1,320,000
2	Abhishek Kumar	Director	3,900,000	0	0	0	3,900,000
3	Sunil Kumar	Director	360,000	0	0	0	360,000
	Total		5,580,000	0	0	0	5,580,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- \* A. Whether the company has made compliances and disclosures in respect of applicable Yes O No provisions of the Companies Act, 2013 during the year
  - B. If No, give reasons/observations

XII. PEN	NALTY AND PUNISHMENT	- DETAILS THEREOF		

#### (A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

Name of the		Date of Order	Name of the Act and section under which penalised / punished		Details of appeal (if any) including present status		
(B) DETAILS OF COMPOUNDING OF OFFENCES NII							

 Name of the court/ concerned Authority	leaction under which	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes O 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	
Whether associate or fellow	○ Associate ○ Fellow
Certificate of practice number	

#### 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. ..

dated 28/06/2023

(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.

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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	RAJENDR Digibility signed by RAJENDRA KUMAR A KUMAR Detect 2023 10.13 11.0648-40530		
DIN of the director	03513800		
To be digitally signed by	Anurag Digitally signed by Anurag Jain Jain Date: 2023.10.16 11:06:35 +06'30'		
◯ Company Secretary			
Company secretary in practice	9		
Membership number 6001	Certi	ficate of practice number	5750
Attachments			List of attachments
1. List of share holders,	, debenture holders	Attach	List of Shareholders FY 2022 23.pdf udin.pdf
2. Approval letter for ex	tension of AGM;	Attach	
3. Copy of MGT-8;		Attach	
4. Optional Attachemer	ıt(s), if any	Attach	
			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