

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 COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Three Aces Global Logistics Private Limited having CIN U74899DL1993PTC051877** ("The Company") having its registered office situated at 201, 35-A Siddharth Chambers – II, Kalu Sarai, Hauz Khas, New Delhi – 110016 as required to be maintained under the Companies Act, 2013 (hereinafter referred to as "the Act") and the Rules made thereunder for the financial year ended on March 31, 2023.

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, subject to the following representations;

1. We have not verified the correctness and appropriateness of financial records and the Books of Accounts of the Company. For the financial records, we have relied on the Audited financial statements as approved by the Board, signed by the Statutory Auditors of the Company and adopted by the members;

2. Wherever required, we have obtained the Management representation about the Compliance of Laws, Rules and Regulations under the Companies Act and happening of various events etc., at the Company and relied on the same;

3. Serial No. XI at MGT -7– MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

Under the provisions of clause (i) of sub-section 1 of section 92 of the Companies Act, 2013, matters relating to certification of compliances, disclosures are yet to be prescribed by the Government. However, in view of the modified version of MGT 7 released on July 16, 2021 for the applicable provisions of the Act as mentioned in the modified form, it is presumed that scope of applicable provisions mean applicable with respect to content of annual return (MGT-7), matters covered thereunder including attachments. Accordingly, subject to given reasons/observations if any, the company complied with the status of compliance and disclosures;

4. With respect to serial number XII of the form pertaining to details of penalty and punishment imposed on company/directors /officers and details of compounding of offences we relied on the records of the company and representations of the company and officer.

B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of the following:

**Office: B 403 JP North Celeste Mira Road
Thane-401107**

Email: cs.shwetajain.sj@gmail.com

Phone: 8208637082

Firm Unique Code: S2023MH921000

1. Its status under the Act:

During the year under review there is no change in the status of the company and the Company is an Unlisted Private Company.

2. Maintenance of registers/ records and making entries therein within the time prescribed there for:

The Company has kept and maintained all registers as per the provisions of the Act and the Rules made there-under and all entries therein have been duly recorded.

3. The Company has filed all Forms / Returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time / Specify if there are any lapses.

The Company has filed the forms and returns as stated below with the Registrar of Companies, Delhi & Haryana through the portal provided by the Ministry of Corporate Affairs, www.mca.gov.in within the prescribed/stipulated time and the rules made there under. However, the Company was not required to file any return or form with the National Company Law Tribunal, Regional Director, Central Government or other authorities. As the e form for annual return MGT 7 does not provide space for giving information as to forms and returns filed during the financial year, a separate Annexure is prepared and attached to this certificate as **Annexure – A**

4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, 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:

The **Board of Directors** duly met 7(Seven) times respectively on 7th May 2022, 11th July 2022, 14th October 2022, 3rd September 2022, 7th December 2022, 6th January 2023 and 7th February 2023 as stated in Annual Return in respect of which meetings proper notices were given and the proceedings have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.

The **CSR Committee** had met 4(Four) times during the year under review respectively on 7th May 2022, 11th July 2022, 14th October 2022 and 6th January 2023 as stated in Annual Return in respect of which meetings, proper notices were given and the proceedings, have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.

The **Extra Ordinary General Meeting** for the financial year 2022-2023 of members of company was held on 3rd March, 2023 as stated in the annual return in respect of which meeting, proper notice was given and the proceedings, have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.

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The **30th Annual General Meeting** of members of company was held on 29th September, 2022 as stated in the annual return in respect of which meeting, proper notice was given and the proceedings, have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.

5. The Company has not closed its register of members /security holders during the financial year.
 6. The Company has granted unsecured loans to Directors as per the policy of the Company as mentioned in the Auditor's Report and it is exempted to specified private companies as per Auditor's Report therefore complied with the Section 185 of the Companies Act, 2013.
 7. The Contracts/arrangements with related parties as specified in Section 188 of the Companies Act, 2013 during the financial year, as declared by the Management and the Auditors 'Report, all the transactions were in the ordinary course of business and on Arm's Length basis and within the Board Limits hence shareholders approval was not required..
 8. There was no issue or allotment or transfer or transmission or buy back of securities/ alteration or reduction of share capital/conversion of shares/ securities and hence there were no security certificates issued.
 9. There was no abeyance in 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 has no unpaid dividend amount, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years and complied Section 125 of the Act.
 - 11. Audited Financial Statements have been duly signed as per the provisions of section 134 of the Act and Report of Directors is as per sub – sections (3), (4) and (5) thereof.**
- The financial statements of the Company for financial year 2021-2022 were signed as per the provisions of 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof.
12. The Board of Directors of the Company is duly constituted. During the financial year under review, there was no appointment/ re-appointment in casual vacancy in the office of Director. All directors have disclosed their nature of interest/ concern in Form MBP-1 and the same have been recorded at the Board meeting and minutes of the meeting and the remuneration was paid accordance to regulations of the company.
 13. Appointment of auditors were made as per the provisions of section 139 of the Act. There was no casual vacancy of the Auditors during the aforesaid financial year.

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Company Secretaries

14. The Company was not required to obtain any approvals of the Central Government, Tribunal, Company Law Board, Regional Director, Registrar, Court and / or such other authorities under the various provisions of the Act during the financial year.

15. The Company has not invited / accepted/ renewed/ repaid any deposits including any unsecured loans falling within the purview of the Act during the financial year.

16. Borrowings from public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable and all the said borrowings were within the limits laid down under Section 180(1)(c) of the Act

17. The Details of loan given by the Company under the provisions of Section 186 of the Companies Act, 2013 is disclosed in the Financial Statement for the year ended 31st March, 2023.

18. The Company has altered the provisions of the Memorandum of Association and Articles of Association the Company to adopt the new format as per the new Companies Act, 2013 during the year under scrutiny.

For SHWETA JAIN & Co.

Practicing Company Secretaries

SHWETA JAIN

(Proprietor)

ACS NO. 35093

CP No.26575

ICSI UDIN: **A035093E001578351**

ICSI PR No. 4552/2023

Date: 02/11/2023

Place: Thane

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ANNEXURE – A Forms and Returns as filed by EMU LINES PRIVATE LIMITED during the financial year ended on 31st March, 2023:

Sl. No	Form name	Event Date	SRN number	Date filing of	Purpose of filing	Filed within time- Yes/No
1.	DPT-3	31/03/2022	F08447104	23/06/2022	Return of Deposits(Exempted)	Yes
2.	AOC-4XBRL	29/09/2022	F33950163	27/10/2022	Filing of financial statements and other documents in XML Format	Yes
3.	MGT-7	29/09/2022	F41736042	9/11/2022	Annual Return	Yes
4.	CHG-1	28/11/2022	AA1174732	20/12/2022	Modification of Charge	Yes
5.	MGT 14	3/03/2023	AA1905969	19/04/2023	Alteration in MOA and AOA	No

For SHWETA JAIN & Co.**Practicing Company Secretaries****SHWETA JAIN****(Proprietor)**

ACS NO. 35093

CP No.26575

ICSI UDIN: **A035093E001578351**

ICSI PR No. 4552/2023

Date: 02/11/2023

Place: Thane

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