Form No. MGT-7

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

सत्यमेव जयते

Form language

(●) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN): U15111DL2006PTC148579

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY): 01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2025

(c) *Type of Annual filing: (●) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years:

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	CARLSBERG INDIA PRIVATE LIMITED	CARLSBERG INDIA PRIVATE LIMITED
Registered office address	4th Floor, Rectangle No.1 Commercial Complex, D4, Saket,NA,New Delhi,Delhi,India,110017	4th Floor, Rectangle No.1 Commercial Complex, D4, Saket,NA,New Delhi,Delhi,India,110017
Latitude details	28.548939	28.548939
Longitude details	77.242134	77.242134

(a) *Photograph of the registered office of the Company showing external building and name prominently visible: Photos_Registered Office.pdf

(b) *Permanent Account Number (PAN) of the company: AA******4J

(c) *e-mail ID of the company: *****n.aggarwal@carlsberg.asia

(d) *Telephone number with STD code: 96******68

(e) Website: www.carlsbergindia.com

iv *Date of Incorporation (DD/MM/YYYY) 03/05/2006

v (a) *Class of Company (as on the financial year end date) Private company
(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) Company limited by shares
(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) Indian Non-Government company
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) ◉ Yes ○ No

vii (a) Whether shares listed on recognized Stock Exchange(s) ○ Yes ◉ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent

ix * (a) Whether Annual General Meeting (AGM) held ◉ Yes ○ No

(b) If yes, date of AGM (DD/MM/YYYY) 29/09/2025

(c) Due date of AGM (DD/MM/YYYY) 30/09/2025

(d) Whether any extension for AGM granted ○ Yes ◉ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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	11	Manufacture of Beverages	99.27

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

i *No. of Companies for which information is to be given: 2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1		200605889W	South Asian Breweres Pte. Ltd.	Holding	100
2	U28991DL2015PTC288209		NCC CROWNS PRIVATE LIMITED	Joint Venture	33.33

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	154580000.00	57612591.00	57612591.00	57612591.00
Total amount of equity shares (in rupees)	1545800000.00	576125910.00	576125910.00	576125910.00

Number of classes: 1

Class of shares EQUITY	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	154580000	57612591	57612591	57612591
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1545800000.00	576125910.00	576125910	576125910

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	25000000.00	24511333.00	24511333.00	24511333.00
Total amount of preference shares (in rupees)	250000000.00	245113330.00	245113330.00	245113330.00

Number of classes: 1

Class of shares PREFERENCE	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	25000000	24511333	24511333	24511333
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	250000000.00	245113330.00	245113330	245113330

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	57612591	0	57612591.00	576125910	576125910	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify			0			
At the end of the year	57612591.00	0.00	57612591.00	576125910.00	576125910.00	
(ii) Preference shares						
At the beginning of the year	24511333	0	24511333.00	245113330	245113330	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify			0			
At the end of the year	24511333.00	0.00	24511333.00	245113330.00	245113330.00	

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		
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes: 0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes: 0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes | 0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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	89389000000
ii * Net worth of the Company	22840000000

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	57612591	100.00	24511333	100.00

10	Others	0	0.00	0	0.00
	Total	57612591.00	100	24511333.00	100

Total number of shareholders (promoters) 2

B 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	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00

10	Others	0	0.00	0	0.00
	Total	0.00	0	0.00	0

Total number of shareholders (other than promoters) 0

Total number of shareholders (Promoters + Public/Other than promoters) 2.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	**Category**	
1	Individual - Female	0
2	Individual - Male	0
3	Individual - Transgender	0
4	Other than individuals	2
	Total	2.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	**Address**	**Date of Incorporation**	**Country of Incorporation**	**Number of shares held**	**% of shares held**

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of 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)	0	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	0	0	0	0	0	0
B Non-Promoter	2	6	2	3	0.00	0.00
i Non-Independent	2	6	2	3	0	0
ii Independent	0	0	0	0	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	2	6	2	3	0.00	0.00

*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
NILESH PATEL	01805278	Managing Director	0	
SANJEEV KUMAR GUPTA	03643328	Whole-time director	0	23/04/2025
PETER STEENBERG	07440024	Director	0	
LIBAK STOLLBERG TROELS	08361837	Director	0	
MARCIN ALEKSANDER MLECZKO	10839839	Director	0	

AMIT GANDHI	AFLPG1943C	CFO	0	
ASHWIN KUMAR AGGARWAL	AKHPA7631C	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
SOREN FREDERIK FLENSBORG	09106072	Director	02/12/2024	Cessation
PRABHAT SINGH	08834317	Director	02/12/2024	Cessation
JAN THIEME RASMUSSEN	08792661	Director	02/12/2024	Cessation
GAVIN STUART BROCKETT	03582379	Director	02/12/2024	Cessation
MARCIN ALEKSANDER MLECZKO	10839839	Additional Director	02/12/2024	Appointment
MARCIN ALEKSANDER MLECZKO	10839839	Director	17/12/2024	Change in designation
PRADYUMNA MAHESHWARI	AAYPM5481D	CFO	31/12/2024	Cessation
AMIT GANDHI	AFLPG1943C	CFO	01/01/2025	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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	17/12/2024	2	2	100

B BOARD MEETINGS

*Number of meetings held | 6

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/06/2024	8	7	87.5
2	06/09/2024	8	4	50
3	14/11/2024	8	4	50
4	02/12/2024	8	4	50
5	09/12/2024	5	5	100
6	03/03/2025	5	4	80

C COMMITTEE MEETINGS

Number of meetings held | 0

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance

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	29/09/2025 (Y/N/NA)
1	NILESH PATEL	6	5	83	0	0	0	No
2	LIBAK STOLLBERG TROELS	6	6	100	0	0	0	Yes

3	PETER STEENBERG	6	6	100	0	0	0	Yes
4	SANJEEV KUMAR GUPTA	6	4	66	0	0	0	Not applicable
5	MARCIN ALEKSANDER MLECZKO	2	2	100	0	0	0	No

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *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	NILESH PATEL	Managing Director	110178393	0	0	6239094	116417487.00
2	SANJEEV KUMAR GUPTA	Whole-time director	28372513	0	0	1118814	29491327.00
	Total		138550906.00	0.00	0.00	7357908.00	145908814.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered: 3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	PRADYUMNA MAHESHWARI	CEO	48170974	0	0	1986312	50157286.00
2	AMIT GANDHI	CFO	4133292	0	0	0	4133292.00
3	ASHWIN KUMAR AGGARWAL	Company Secretary	3148384	0	0	0	3148384.00
	Total		55452650.00	0.00	0.00	1986312.00	57438962.00

C *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
	Total		0.00	0.00	0.00	0.00	0.00

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

As per attached Form MGT-8 for the Financial Year ended March 31, 2025.

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder: 2

XIV Attachments

(a) List of share holders, debenture holders: Details of Shareholder or Debenture holder.xlsm

(b) Optional Attachment(s), if any | Form MGT-8_Carlsberg.pdf

XV 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.

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 applicable 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 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 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.

I/ We have examined the registers, records and books and papers of CARLSBERG INDIA PRIVATE LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we 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 the Company has complied with provisions of the Act & Rules made there under in respect of:
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, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
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;
5 closure of Register of Members / Security holders, as the case may be.
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;
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 in all instances;
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
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/ reappointment/ filling up casual vacancies 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 provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name: Shashikant Tiwari

Date (DD/MM/YYYY): 25/12/2025

Place: DELHI

Whether associate or fellow:

○ Associate ◉ Fellow

Certificate of practice number: 1*0*0

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person: 26499

*(b) Name of the Designated Person: ASHWIN KUMAR AGGARWAL

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* CR_09_2025-26 dated* (DD/MM/YYYY) 13/10/2025 to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

*Designation
(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP)): Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*7*6*2*

***To be digitally signed by**

- (●) Company Secretary
- ( ) Company secretary in practice

*Whether associate or fellow:

- (●) Associate
- ( ) Fellow

Membership number

2*4*9

Certificate of practice number

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

For office use only:

eForm Service request number (SRN)

AC0444034

eForm filing date (DD/MM/YYYY)

25/12/2025

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

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Carlsberg India 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, 2025. 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. 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;

2. maintenance of registers/records & making entries therein within the time prescribed therefore;

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/beyond the prescribed time;

During the financial year ended on March 31, 2025, the Company was not required to file any form or return with the Central Government, the Tribunal, the Court.

The Company has filed the following forms/returns with the Registrar of Companies after the due date.

1. *Form DIR-12 with respect to the resignation of Mr. Prabhat Singh, Mr. Gavin Stuart Brockett, Mr. Jan Thieme Rasmussen and Mr. Soren Frederik Flensborg as Directors of the Company w.e.f. December 02, 2024;*

2. *Form DIR-12 with respect to the appointment of Mr. Marcin Aleksander Mleczko as an Additional Director w.e.f. December 02, 2024;*

3. *Form DIR-12 with respect to the regularisation of Mr. Marcin Aleksander Mleczko as a Director w.e.f. December 17, 2024;*

4. *Form MGT-14 with respect to the alteration of Memorandum of Association ("MOA") of the Company w.e.f. December 17, 2024;*

5. *Form MGT-14 with respect to the alteration of the Articles of Association ("AOA") of the Company. w.e.f. December 17, 2024;*

6. *Form AOC-4 (XBRL) with respect to filing XBRL document in respect of financial statement and other documents for the financial year 2023-24 with the Registrar.*

7. *Form No. BEN-2 with respect to Return to the Registrar in respect of declaration under section 90.*

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;

During the financial year ended on March 31, 2025, the Company has not passed resolutions by postal ballot.

The Company has not complied with the provisions of Section 135 of the Act with respect to holding the Corporate Social Responsibility ("CSR") Committee meeting.

CHANDRASEKARAN ASSOCIATES * COMPANY SECRETARIES * DELHI

5. closure of Register of Members/ Security holders as the case may be.

Being a Private Company , the Company was not required to close its Register of Members/ Security holders.

6. advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act;

During the financial year ended on March 31, 2025, the Company has not made any 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;

During the financial year ended on March 31, 2025, the Company has entered into transactions with related parties pursuant to Section 2(76) of the Act, read with Section 188 of the Act.

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 in all instances;

During the financial year ended on March 31, 2025, the Company has not made any:

- issue or allotment of securities;
- transfer or transmission;
- buyback of securities;
- redemption of preference shares or debentures;
- alteration or reduction of share capital;
- conversion of shares/ securities and
- issue of security certificates in all instances.

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.

During the financial year ended on March 31, 2025, the 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;

During the financial year ended on March 31, 2025, the Company has not declared/ paid any dividend and was not required to transfer any 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;

During the financial year ended on March 31, 2025, there was no retirement/ filling up of casual vacancies of Director and Key Managerial Personnel.

13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;

During the financial year ended on March 31, 2025, there was no appointment/ reappointment/filling up of casual vacancies 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;

CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

During the financial year ended on March 31, 2025, the Company was not required to take any approvals from the Regional Director, Central Government, Tribunal or Court under the provisions of the Act.

15. acceptance/ renewal/ repayment of deposits;

During the financial year ended on March 31, 2025, the Company has not made any 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;

During the financial year ended on March 31, 2025, the Company has not borrow from its directors, members, public financial institutions, banks and others and therefore was not required to file any form for creation/ modification/ satisfaction of charges in that respect.

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;

During the financial year ended on March 31, 2025, the Company has not given any loan or made any investments or given any guarantee or provided securities to other bodies corporate or persons falling under Section 186 of the Act.

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

19. Others under the provisions of the Act.

During the financial year ended on March 31, 2025, there is an ongoing Ministry of Corporate Affairs ("MCA") inspection initiated under Section 206(5) of the Act.

Further, in accordance with Rule 9B of The Companies (Prospectus and Allotment of Securities) Rules, 2014, the Company is in the process of obtaining the International Securities Identification Number ("ISIN").

Place: Delhi
Date: December 03, 2025

For Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 6689/2025

CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

Shashikant Tiwari
Partner
Membership No. F11919
Certificate of Practice No. 13050
UDIN: F011919G002192218

Carlsberg
India Pvt.
Ltd.
Registered Office – 4th Floor,
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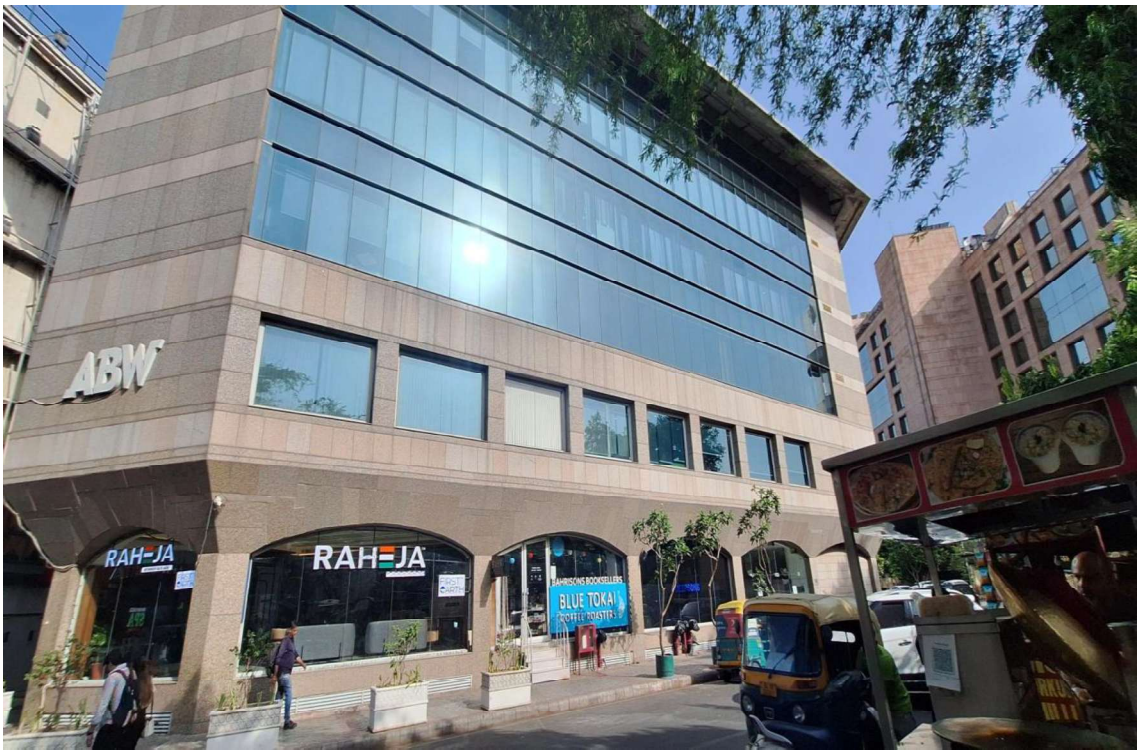
Commercial Complex D-4, Saket
New Delhi 110017, India
CIN – U15111DL2006PTC148579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