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]

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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: U15111DL2006PTC148579 [Pre-fill]

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AAJCS8454J

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

(b) Registered office address

4th Floor, Rectangle No.1 Commercial Complex, D4, Saket N
A
New Delhi
Delhi
110017
India

(c) *e-mail ID of the company: AS**********RG.ASI.

(d) *Telephone number with STD code: 01*******44

(e) Website: www.carlsbergindia.com

(iii) Date of Incorporation: 03/05/2006

(iv)

Type of the Company	Category of the Company	Sub-category of the Company
Private Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital ◉ Yes ◯ No

(vi) *Whether shares listed on recognized Stock Exchange(s) ◯ Yes ◉ No

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM 17/12/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted ◉ Yes ◯ No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension F98475007 Pre-fill

(e) Extended due date of AGM after grant of extension 31/12/2024

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C1	Food, beverages and tobacco products	99.3

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	South Asian Breweries Pte Lim		Holding	100
2	NCC Crowns Private Limited	U28991DL2015PTC288209	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	154,580,000	57,612,591	57,612,591	57,612,591
Total amount of equity shares (in Rupees)	1,545,800,000	576,125,910	576,125,910	576,125,910

Number of classes 1

Class of Shares EQUITY	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	154,580,000	57,612,591	57,612,591	57,612,591
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,545,800,000	576,125,910	576,125,910	576,125,910

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	25,000,000	24,511,333	24,511,333	24,511,333
Total amount of preference shares (in rupees)	250,000,000	245,113,330	245,113,330	245,113,330

Number of classes 1

Class of shares PREFERENCE	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	25,000,000	24,511,333	24,511,333	24,511,333
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	250,000,000	245,113,330	245,113,330	245,113,330

(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	57,612,591	0	57612591	576,125,910	576,125,91	
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

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	57,612,591	0	57612591	576,125,91(	576,125,91	
Preference shares						
At the beginning of the year	24,511,333	0	24511333	245,113,33(	245,113,33	
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	24,511,333	0	24511333	245,113,33(	245,113,33	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares) | 0 |

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media] ◯ Yes ◯ No ◯ Not Applicable

Separate sheet attached for details of transfers ◯ Yes ◯ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			

Transferee's Name			
	Surname	middle name	first name

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

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

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

(v) Securities (other than shares and debentures) 0

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

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

(i) Turnover 79,648,634,554

(ii) Net worth of the Company 18,429,950,440

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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	57,612,591	100	24,511,333	100
10.	Others	0	0	0	0
	Total	57,612,591	100	24,511,333	100

Total number of shareholders (promoters) 2

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

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

	Total	0	0	0	0

Total number of shareholders (other than promoters) 0

Total number of shareholders (Promoters+Public/ Other than promoters) 2

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)	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	6	0	0
(i) Non-Independent	2	6	2	6	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	6	2	6	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(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)
NILESH PATEL	01805278	Managing Director	0	
SANJEEV KUMAR GU	03643328	Whole-time directo	0	
PETER STEENBERG	07440024	Director	0	
LIBAK STOLLBERG TI	08361837	Director	0	
JAN THIEME RASMUS	08792661	Director	0	02/12/2024
PRABHAT SINGH	08834317	Director	0	02/12/2024
SOREN FREDERIK FL	09106072	Director	0	02/12/2024
GAVIN STUART BRO(	03582379	Director	0	02/12/2024
PRADYUMNA MAHES	AAYPM5481D	CFO	0	31/12/2024
ASHWIN KUMAR AGG	AKHPA7631C	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 1

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)
SANJEEV KUMAR (	03643328	Whole-time director	18/09/2023	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	18/09/2023	2	2	100

B. BOARD MEETINGS

*Number of meetings held 6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	13/04/2023	8	6	75
2	01/06/2023	8	8	100
3	06/09/2023	8	8	100
4	29/11/2023	8	5	62.5
5	14/12/2023	8	5	62.5
6	26/02/2024	8	5	62.5

C. COMMITTEE MEETINGS

Number of meetings held

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1					

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 17/12/2024 (Y/N/NA)
		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	
1	NILESH PATE	6	5	83.33	0	0	0	No
2	SANJEEV KU	6	4	66.67	0	0	0	No
3	PETER STEE	6	5	83.33	0	0	0	No
4	LIBAK STOLL	6	5	83.33	0	0	0	No
5	JAN THIEME	6	6	100	0	0	0	No
6	PRABHAT SIN	6	6	100	0	0	0	No
7	SOREN FRED	6	4	66.67	0	0	0	No
8	GAVIN STUAR	6	2	33.33	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NILESH PATEL	Managing Direct	118,498,760	0	0	0	118,498,760
2	SANJEEV KUMAR	Whole-time Dire	33,402,353	0	0	0	33,402,353
	Total		151,901,113	0	0	0	151,901,113

Number of CEO, CFO and Company secretary whose remuneration details to be entered: 2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PRADYUMNA MAH	CFO	31,526,527	0	0	0	31,526,527
2	ASHWIN KUMAR A	Company Secre	2,835,990	0	0	0	2,835,990
	Total		34,362,517	0	0	0	34,362,517

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

as per attached Form MGT-8

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: Shashikant Tiwari

Whether associate or fellow: ◯ Associate ◉ Fellow

Certificate of practice number: 13050

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. .. 17 dated 14/02/2023 (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.
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: SANJEEV KUMAR GUPTA — Digitally signed by SANJEEV KUMAR GUPTA Date: 2025.01.31 16:25:18 +05'30'

DIN of the director: 0*6*3*2*

To be digitally signed by

ASHWIN KUMAR AGGARWAL — Digitally signed by ASHWIN KUMAR AGGARWAL Date: 2025.01.31 17:06:32 +05'30'

(●) Company Secretary

( ) Company secretary in practice

Membership number 2*4*9

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

Approval Letter for AGM Extension.pdf
Form MGT 8.pdf
List of Shareholder.pdf
Miscellaneous attachement.pdf

Remove attachment

Modify | Check Form | Prescrutiny | Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

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GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies

4th Floor, IFCI Tower 61, New Delhi, Delhi, India, 110019

DATED : 17-09-2024

IN THE MATTER OF M/S CARLSBERG INDIA PRIVATE LIMITED CIN U15111DL2006PTC148579

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2024 and the Annual general meeting of the company is due to be held on 30-09-2024 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN F98475007 on 12-09-2024 requesting for an extension of time for the purpose of holding AGM on the following grounds

On perusal of ground supplied by the company I am satisfied that an extension is required to be given so that the company is in a position to ensure necessary compliances of the provisions of section 96 of the Companies Act, 2013. However, the company is required to be careful in future and ensure timely compliance of the provisions related to holding of AGM.

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 3 months 0 days is considered.

ORDER

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 3 months 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.

DS DS MINISTRY OF CORPORATE AFFAIRS (GOVT OF INDIA) 1

Digitally signed by DS DS MINISTRY OF CORPORATE AFFAIRS (GOVT OF INDIA) 1
DN: c=IN, o=DS MINISTRY OF CORPORATE AFFAIRS (GOVT OF INDIA), cn=GOVIDES, postalCode=110019, serialNumber=2.5.4.51=7H PLOOR IFCI TOWER 61 NEHRU PLACE NEW DELHI, street=Nehru Place, ou=DS DS MINISTRY OF CORPORATE AFFAIRS (GOVT OF INDIA) 1
Reason: I attest to the accuracy and integrity of this document
Date: 2024.09.17 16:31:35 +05'30'

Yours faithfully,

MANGAL RAM MEENA

Registrar of Companies

RoC - Delhi

Mailing Address as per record available in Registrar of Companies office**:**

CARLSBERG INDIA PRIVATE LIMITED

4th Floor, Rectangle No.1 Commercial Complex, D4, Saket N, A, New Delhi, Delhi, India, 110017

Ministry of Corporate Affairs Office of Registrar of Companies

Note: This letter is to be generated only when the application is approved by RoC office

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, 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. 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, 2024, the Company was not required to file any form or return with the Central Government, the Tribunal, the Court or other authorities.

The Company has filed the following forms/returns with the Registrar of Companies after the due date. However, as confirmed by Management, such forms/returns mentioned are delayed filed because the Company has filed Form DIR-12 w.r.t removal of Mr. Pawan Jagetia and Mr. Kalpataru Tripathy from Directorship of the Company on 18.08.2022, which was not approved by Registrar of Companies (ROC) and the matter was later referred to the Regional Director.

Further, the Regional Director vide Order dated 02.11.2023, directed ROC to accept the resignation of Mr. Kalpataru Tripathy and the removal of Mr. Pawan Jagetia from the Directorship of the Company.

1. *Form DIR-12 with respect to the resignation of Mr. Muthuraman Ramanantham from the Directorship of the Company w.e.f. September 08, 2022;*

2. *Form DIR-12 with respect to the appointment of Mr. Manish Damodardas Garg as an Additional Director w.e.f. September 08, 2022;*

3. *Form DIR-12 with respect to the appointment of Mr. Gavin Stuart Brockett as an Additional Director w.e.f. September 08, 2022;*

CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

4. *Form DIR-12 with respect to the appointment of Mr. Manish Damodardas Garg as Whole-Time Director w.e.f. September 08, 2022;*

5. *Form AOC-4 XBRL for filing of financial statements for the Financial Year 2021-22;*

6. *Form MGT-7 for filing of Annual Return of Financial Year 2021-22;*

7. *Form DIR-12 with respect to Regularization Mr. Gavin Stuart Brockett as Director of the Company w.e.f. 16th Annual General Meeting dated September 21, 2022;*

8. *Form DIR-12 with respect to the resignation of Mr. Manish Damodardas Garg from the Directorship of the Company w.e.f. February 14, 2023;*

9. *Form DIR-12 with respect to the appointment of Mr. Sanjeev Kumar Gupta as an Additional Director w.e.f. February 14, 2023;*

10. *Form DIR-12 with respect to the appointment of Mr. Sanjeev Kumar Gupta as Whole-Time Director w.e.f. February 14, 2023;*

11. *Form CSR-2 with respect to the filing of Return on Corporate Social Responsibility for the Financial Year 2021-22.*

12. *Form AOC-4 XBRL for filing of financial statements for the Financial Year 2022-23;*

13. *Form MGT-7 for filing of Annual Return of Financial Year 2022-23;*

14. *Form CSR-2 with respect to the filing of Return on Corporate Social Responsibility for the Financial Year 2022-23.*

Also, the Company has filed Form AOC-5 w.r.t change of address at which books of account of the Company are maintained after the due date.

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, 2024, the Company has not passed any circular resolutions or resolutions by postal ballot.

Further, during the financial year ended on March 31, 2024, the meeting of Corporate Social Responsibility ("CSR") Committee was not held.

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

During the financial year ended on March 31, 2024, the Company was not required to close its Register of Members/ Security holders.

CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

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, 2024, 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, 2024, the Company has entered into transactions with related parties pursuant to Section 2(76) of the Act, in the ordinary course of business and at arm's length basis.

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, 2024, 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, 2024, 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, 2024, 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, 2024, there was no retirement/ filling up of casual vacancies of Director and KMP.

CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

During the financial year ended on March 31, 2024, there were no appointment/ re-appointments/retirement/ filling up of casual vacancies of Key Managerial Personnel.

As per the Articles of Association, the Company was required to appoint minimum 3 Directors on its Board.
Further, as at the end of Financial Year 2023-24, the Board of Directors of the Company was constituted with 8 Directors. However, Mr. Soren Frederik Flensborg, Director, Mr. Peter Steenberg, Director, Mr. Libak Stollberg Troels, Director, and Mr. Jan Thieme Rasmussen, Director, were Deactivated due to non-filing of Form DIR-3 KYC.
Also, as confirmed by the Management and the Directors as mentioned above, the Form DIR-3 KYC could not be filed as OTP for verification purpose could not be generated due to the technical glitch at the MCA V3 portal.

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, 2024, 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;

During the financial year ended on March 31, 2024, the Company was not required to take any approvals from the Central Government, Tribunal or Court under the provisions of the Act.

The Company has filed Form DIR-12 w.r.t removal of Mr. Pawan Jagetia and Mr. Kalpataru Tripathy from Directorship of the Companies and has not been approved by the Registrar of Companies and the matter has been referred to the Regional Director.

Further, the Regional Director vide Order dated 02.11.2023, directed ROC to accept the resignation of Mr. Kalpataru Tripathy and the removal of Mr. Pawan Jagetia from the Directorship of the Company.

15. acceptance/ renewal/ repayment of deposits;

During the financial year ended on March 31, 2024, 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, 2024, the Company has not borrowed 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;

CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

During the financial year ended on March 31, 2024, 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.

During the financial year ended on March 31, 2024, the Company has not altered the provisions of the Memorandum of Association or Articles of Association of the Company.

Place: Delhi
Date: 20.12.2024

For Chandrasekaran Associates
Company Secretaries
FRN: P1988DE002500
Peer Review Certificate No.: 5715/2024

CHANDRASEKARAN ASSOCIATES NEW DELHI COMPANY SECRETARIES

Shashikant Tiwari
Partner
Membership No. F11919
Certificate of Practice No. 13050
UDIN: F011919F003439442

Carlsberg India

LIST OF SHAREHOLDERS (AS ON 31ST MARCH, 2024)

TYPE OF SHARES: EQUITY SHARES

S.NO.	FOLIO NO.	NAME OF SHAREHOLDERS	NUMBER OF SHARES HELD	AMOUNT PER SHARE (INR)	AMOUNT OF SHARE CAPITAL (IN INR.)
1	003	M/s. South Asian Breweries Pte. Limited. Address: 18 Ah Hood Road #7 – 51, Hiap Hoe Bldg at Zhongshan Park Singapore (329983)	5,76,12,590	10/-	57,61,25,900
2	004	M/s. Carlsberg Asia Pte Limited (Nominee shareholder of South Asian Breweries Pte. Limited) Address: 18 Ah Hood Road #7 – 51, Hiap Hoe Bldg at Zhongshan Park Singapore (329983)	1	10/-	10
TOTAL			5,76,12,591	10/-	57,61,25,910

CARLSBERG INDIA PVT. LTD.

TYPE OF SHARES: PREFERENCE SHARES

S.NO	FOLIO NO.	NAME OF SHAREHOLDER	NUMBER OF SHARES HELD	AMOUNT PER SHARE (INR)	AMOUNT OF SHARE CAPITAL (IN INR.)
1	003	M/s. South Asian Breweries Pte. Limited. Address: 18 Ah Hood Road #7 – 51, Hiap Hoe Bldg at Zhongshan Park Singapore (329983)	24,511,333	10/-	245,113,330
TOTAL			24,511,333		245,113,330

For Carlsberg India Private Limited

CARLSBERG INDIA PVT. LTD.

Ashwin Kumar Aggarwal
Company Secretary
Membership No.: A26499
Address: 402, Tower 11, CHD Avenue,
Sector 71, Gurgaon-122004

Place: Gurgaon
Date: 28.1.2025

Carlsberg India

CERTIFY TRUE COPY OF THE RESOLUTION PASSED AT THE 123RD BOARD MEETING OF THE CARLSBERG INDIA PRIVATE LIMITED HELD ON 14TH FEBRUARY 2023.

RESOLVED THAT in supersession of previous resolution passed by the Board of Directors of the Company in its Meeting dated 8th September 2022, and for smooth and lawful business operations of the Company, Mr. Nilesh Patel, Managing Director, Mr. Pradyumna Maheshwari, Chief Financial Officer, Mr. Sanjeev Kumar Gupta, Vice President Operations and Mr. Amit Sethi, Director – Legal of the Company be and are hereby severally authorized:

a) to apply for registration, license, consent, approval, certificates, sales permits, tender for finished goods supply, incentives/exemptions, renewal and cancellations;

b) to meet regulatory and statutory compliances by filing, providing and submitting, returns, documents, clarifications, explanations, appear and make representation and in that regard to and appoint and engage Advocates, Counsels, Attorneys, Expert Witnesses, Translators, Consultants, etc.;

c) to sign, swear, verify and file special leave petitions, writ petitions, plaints, replies, rejoinders, replications, applications, petitions, agreements, written statements, recovery and other suits (including specific performance, summary procedure under Order XXXVII of the Code of Civil Procedure, 1908 etc.), statement of claims, complaints, affidavits, appeals, objections, compounding, challenge/appeals against assessment orders etc. before the Assessing Officers, Tribunals, Courts and Authorities, to settle any claim or proceedings and appoint and engage Advocates, Counsels, Attorneys, Expert Witnesses, Translators, Consultants, etc.; and

d) to initiate and defend insolvency and bankruptcy proceedings by and against the Company and in that regard issue statutory and other notices and to sign, swear, verify and file petitions, applications, affidavits, replies, rejoinders, etc., to settle any claim or proceedings (whether before, during and after the initiation of insolvency petition) and to engage Advocates, Counsels and Attorneys, Consultants, Insolvency Resolution Professionals etc.

before /with concerned authorities viz Central Government, State Government, Municipal Corporations, Direct and Indirect Tax Authorities, Local District Administrative Offices (including Police Department), Judicial and Quasi-Judicial forums, Arbitration Tribunals, Mediation and Conciliation Centers established by the Court, Quasi-Government Bodies, Governing Boards, Industrial and Administrative Bodies (Local, State and Central), Vendors, Business Partners, Service Providers, etc. under all applicable legislations, laws, by-laws, regulations, rules and acts, including but not limited to following;

1. *Constitution of India;*
2. *Income Tax Act, 1961;*
3. *State Excise Laws;*

CARLSBERG INDIA PVT. LTD.

4. *Central Excise & Customs Act,*
5. *the Companies Act;*
6. *Local and Central Sales Tax, Value Added Tax, Service Tax, Professional Tax, Contract Act and Other Commercial Laws/Taxes; 12 of 123*
7. *Factories Act, Industrial Laws, Boiler Act, Pollution Control Board Regulations;*
8. *Labour laws, Contract Labour Laws, Employees State Insurances Laws, Provident Fund Act and Regulations – Central & State;*
9. *Food & Packaging Laws including but not limited to the Food Safety & Standards Act & Rules; the Legal Metrology Act & Rules; etc.;*
10. *Power & Electricity Board Rules & Regulations, Water/Ground Water Board Rules & Regulations, Telephone Authorities and other utility and services governing bodies regulations;*
11. *Municipal Corporation Laws, Local Corporation Bodies Laws and Local Administrative Offices/Bodies;*
12. *Reserve Bank of India, FEMA, Trademark and Copyright Laws, etc.;*
13. *Consumer Protection Act; and*
14. *Other quasi-judicial authorities appointed under Central and State Legislations.*

RESOLVED FURTHER THAT Mr. Nilesh Patel, Managing Director, Mr. Pradyumna Maheshwari, Chief Financial Officer, Mr. Sanjeev Kumar Gupta, Vice President - Operations and Mr. Amit Sethi, Director Legal of the Company be and are hereby severally authorized to delegate the above authority by way of one or more power of attorneys and/or letter of authorizations, on case-to-case basis to the officers and employees of the Company for the above said matters.

RESOLVED FURTHER THAT any corporate action as carried till date in terms of the above referred previous Board Resolution, shall continue to be valid as well as effective and shall not be affected in any manner whatsoever by virtue of the suppression of the said Board Resolution.

For Carlsberg India Private Limited

Ashwin Kumar Aggarwal
Company Secretary
M. No. A26499

CARLSBERG INDIA PVT. LTD.

Carlsberg India

Letter of Authority

("LOA")

I **Amit Sethi**, Director Legal at Carlsberg India Pvt. Ltd. ("**Company**"), a company incorporated and registered under the laws of India having its Registered office at 4th Floor, Rectangle No. 1, Commercial Complex, D4, Saket, New Delhi-110017 and corporate office at 3rd Floor Ireo Grand View Tower Sector 58, Gurgaon, Haryana, India, 122011, duly authorized vide its **Board Resolution dt. 14th February 2023 (enclosed with this LOA)**.

I hereby authorise Mr. Ashwin Kumar Aggarwal, Sr. Manager Legal of the Company to do all the necessary statutory filing including e-filing of the e-forms with the Ministry of Corporate Affairs and apply his signature including the digital signatures on all such filings.

This letter of Authority shall remain valid and effective till **31st March 2025.**

For **Carlsberg India Pvt. Ltd.**

CARLSBERG INDIA PVT. LTD.

Amit Sethi

Director-Legal

To
Office of the Registrar of Companies (Delhi & Haryana)
Ministry of Corporate Affairs
Government of India
4th Floor, IFCI Tower, 61, Nehru Place,
New Delhi – 110019, India

Subject: Intimation of details of designated person with Registrar of Companies

Dear Sir,

In terms of Rule 9 of the Companies (Management and Administration) Rules, 2014 as amended, Mr. Ashwin Kumar Aggarwal, Company Secretary of the Company (ICSI Membership No.:- A26499), shall be considered as the designated person who shall be responsible for furnishing, and extending co-operation for providing, information to the Registrar of Companies or any other officer with respect to the beneficial interest in shares of the Company till the time Board decides someone as the designated person.

You are requested to kindly take the information on record.

Thanking you,
Yours sincerely,

For Carlsberg India Private Limited

CARLSBERG INDIA PVT. LTD.

Sanjeev Kumar Gupta
Whole-time Director
DIN: 03643328
Address: Flat No C-061, Westend Heights, DLF City,
Phase 5 Gurgaon, Galleria DLF-IV, Haryana, India-122009