

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U73100KA2017NPL102118

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAGCD1236J

(ii) (a) Name of the company

DEFENCE INNOVATION ORGAN

(b) Registered office address

Centre for Learning and Development
Bharat Electronics Limited, Jalahalli
Bangalore
Bangalore
Karnataka
560013

(c) *e-mail ID of the company

secretary@bel.co.in

(d) *Telephone number with STD code

+918025039266

(e) Website

(iii) Date of Incorporation

10/04/2017

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private Company	Company limited by shares	Union Government Company

(v) Whether company is having share capital

Yes

No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes

No

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1					

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

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

Pre-fill All

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

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	10,000	100	100	100
Total amount of equity shares (in Rupees)	10,000,000	100,000	100,000	100,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	10,000	100	100	100

Nominal value per share (in rupees)	1,000	1,000	1,000	1,000
Total amount of equity shares (in rupees)	10,000,000	100,000	100,000	100,000

(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

0

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

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	100	0	100	100,000	100,000	
Increase during the year	0	0	0	0	0	0
i. Public 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 <input type="text"/>						
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 <input type="text"/>						
At the end of the year	100	0	100	100,000	100,000	
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	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>						
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 <input type="text"/>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

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

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

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	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

0

(ii) Net worth of the Company

100,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	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	100	100	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	100	100	0	0

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	
	(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	0	0	0	0
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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	4	0	4	0	0	0
B. Non-Promoter	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	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	4	0	4	0	0	0

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

4

(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)
AJAY KUMAR	01975789	Additional director	0	
RAJAGOPALAN MADH	08209860	Director	0	31/07/2022
CHINTAN HARSHAD V	09209398	Director	0	
ANANDI RAMALINGAM	07616518	Director	0	01/09/2022

(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	Nature of change (Appointment/ Change in designation/ Cessation)
ANANDI RAMALINGAM	07616518	Additional director	01/07/2021	APPOINTMENT
ANANDI RAMALINGAM	07616518	Director	24/09/2021	CHANGE IN DESIGNATION
CHINTAN HARSHAD V	09209398	Additional director	19/06/2021	APPOINTMENT
CHINTAN HARSHAD V	09209398	Director	24/09/2021	CHANGE IN DESIGNATION
RAMANATHAN RAMAN	00838658	Director	19/04/2021	CESSATION
RAJ KUMAR	00294527	Director	01/12/2021	CESSATION
VENKATESWARA GOW	07628039	Director	30/06/2021	CESSATION
AJAY KUMAR	01975789	Additional director	02/12/2021	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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	24/09/2021	2	2	100

B. BOARD MEETINGS

*Number of meetings held

3

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/06/2021	4	4	100
2	24/09/2021	4	4	100
3	24/01/2022	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	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
		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	AJAY KUMAR	1	1	100	0	0	0	Yes
2	RAJAGOPALA	3	3	100	0	0	0	No
3	CHINTAN HAR	3	3	100	0	0	0	No
4	ANANDI RAM	2	2	100	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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

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

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

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.

(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. ...

dated

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

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

DINESH
KUMAR
BATRA

DIN of the director

To be digitally signed by

THIRUPAL
GORIGE

Company Secretary

Company secretary in practice

Membership number

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 Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

Representation Letter_07102022.pdf
List of shareholders_31032022.pdf
Clarification Letter_DIO.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

Defence Innovation Organisation (DIO)

Jalahalli, Bengaluru – 560 013

To,
Registrar of Companies.
'E' Wing, 2nd Floor,
Kendriya Sadan, Kormangala,
Bangalore, Karnataka - 560034

Date: 10.10.2022

Subject: Clarification regarding Attendance of Directors in the Annual General Meeting of M/s Defence Innovation Organisation (DIO) held on 29th August 2022.

Dear Sir,

With reference to the above mentioned subject, the following Directors were on Board of M/s Defence Innovation Organisation as on 29th August 2022:

Sl. No	Name of Director	Designation	Director Identification Number (DIN)
1.	Shri. Ajay Kumar	Director	01975789
2.	Shri Ananthakrishnan Chinakavanam Bhoopathi	Director	06761339
3.	Smt. Anandi Ramalingam	Director	07616518
4.	Shri Chintan Harshad Vaishnav	Director	09209398

Further, we would like to inform that the following Directors of M/s Defence Innovation Organisation have attended the Annual General Meeting held on 29th August 2022.



Registered Office: - Centre for Learning and Development, Bharat Electronics Limited
Jalahalli, Bengaluru – 560 013, Karnataka, India. Contact: 080-25039266 Email:
ritulamba@bel.co.in

CIN - U73100KA2017NPL102118

Defence Innovation Organisation (DIO)

Jalahalli, Bengaluru – 560 013

Sl. No	Name of Director	Designation	Director Identification Number (DIN)
1.	Shri. Ajay Kumar	Director	01975789
2.	Shri Ananthakrishnan Chinakavanam Bhoopathi	Director	06761339

We would like to further state that, Shri R Madhavan, Director (DIN: 08209860) and Smt. Anandi Ramalingam, Director (DIN: 07616518) has signed the Board's Report and Audited Financial Statements for the financial year 2021-2022. However, Shri R Madhavan, Director (DIN: 08209860) has ceased to be Director on 31st July 2022 due to superannuation.

For Defence Innovation Organisation

Ritu Lamba
Authorised Signatory



Registered Office: - Centre for Learning and Development, Bharat Electronics Limited
Jalahalli, Bengaluru – 560 013, Karnataka, India. Contact: 080-25039266 Email:
ritulamba@bel.co.in

CIN - U73100KA2017NPL102118

Defence Innovation Organisation (DIO)

Jalahalli, Bengaluru – 560 013

LIST OF SHAREHOLDERS AS ON 31ST MARCH 2022

Name of Shareholder	Correspondence Address	Class of share	Total no. of shares held	Date on which shares acquired
BHARAT ELECTRONICS LIMITED	Bharat Electronics Limited, Registered & Corporate Office, Outer Ring Road, Nagavara, Bengaluru – 560045	Equity Shares	50	10/04/2017
HINDUSTAN AERONAUTICS LIMITED	No. 15/1, Cubbon Road, Post Box No. 5150, Bengaluru – 560001	Equity Shares	50	10/04/2017

For Defence Innovation Organisation

Ritu Lamba
Authorised Signatory



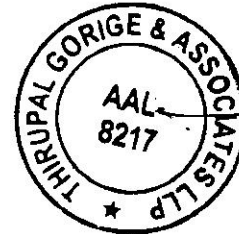
Registered Office: - Centre for Learning and Development, Bharat Electronics Limited
Jalahalli, Bengaluru – 560 013, Karnataka, India. Contact: 080-25039266 Email:
ritulamba@bel.co.in

CIN - U73100KA2017NPL102118

Representation Letter- Form MGT-7

I have examined the registers, records, books and documents of M/s. Defense Innovation Organisation (the Company) (CIN: U73100KA2017NPL102118) as required to be maintained under the Companies Act, 2013 (the Act) read with the applicable rules for the financial year ended 31st March 2022. In my opinion and to the best of my information and according to the examinations carried out by me on test basis and explanations furnished to me by the Company, its officers and agents, I represent that:

1. The preparation and filling of contents in the MGT-7 is the responsibility of the management of the Company;
2. Obtaining the disclosures from the Directors under the provisions of the Act read with all the applicable rules and maintaining all other applicable statutory registers and records is the responsibility of the management of the Company;
3. The Annual return MGT-7 is digitally signed by me based on the test checks carried out by me after obtaining the necessary details and explanations from Company and its officers;
4. I have not verified the correctness and appropriateness of financial records and the Books of Accounts of the Company. For the financial records, I 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;
5. Wherever required, I have obtained the Management representation about the Compliance of Laws, Rules and Regulations under the Act and happening of various events etc., at the Company and relied on the same;

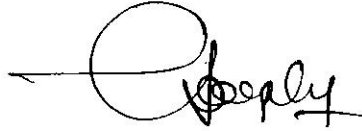


6. Serial No. XI at MGT -7-MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES.

Under the provisions of clause (i) of sub-section 1 of section 92 of the Act 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 14th October 2021 for the applicable provisions of the Act as mentioned in the modified form, it is presumed that scope of applicable provisions means the applicable provisions with respect to content of annual return (MGT-7), matters covered thereunder including attachments. Accordingly, subject to the reasons/observations, if any, the company complied with the status of compliance and disclosures; and

7. 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 I relied on the records of the company and representations of the company and officer.

Place: Bangalore
Date: 07/10/2022



Signature:
For Thirupal Gorige & Associates LLP
Practising Company Secretaries
Thirupal Gorige
Designated Partner
Membership No.: 6680; C.P. No.: 6424

