

## Form No. MGT-7



Form language

English  Hindi

### 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]

All fields marked in \* are mandatory

Refer instruction kit for filing the form

#### I REGISTRATION AND OTHER DETAILS

i \*Corporate Identity Number (CIN)

U74999KA2016FTC189203

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	KELLY OUTSOURCING AND CONSULTING GROUP INDIA PRIVATE LIMITED	KELLY OUTSOURCING AND CONSULTING GROUP INDIA PRIVATE LIMITED
Registered office address	No.8, Studio No. 102, 1st Floor, The Icon,Bhive Honeycomb, 80 Feet Rd, HAL 3rd Stage, Indiranagar,New Thippasandra,Bangalore North,Bangalore,Karnataka,India,560075	No.8, Studio No. 102, 1st Floor, The Icon,Bhive Honeycomb, 80 Feet Rd, HAL 3rd Stage, Indiranagar,New Thippasandra,Bangalore North,Bangalore,Karnataka,India,560075
Latitude details	12.973862	12.973862
Longitude details	77.647233	77.647233

(a) \*Photograph of the registered office of the Company showing external building and name prominently visible

Kelly Photographs 1.pdf

(b) \*Permanent Account Number (PAN) of the company

AA\*\*\*\*\*6H

(c) \*e-mail ID of the company

\*\*\*\*\*ith\_sashidharan@kellyocg.com

(d) \*Telephone number with STD code

+91\*\*\*\*\*66

(e) Website

https://www.kellyocg.com/

iv \*Date of Incorporation (DD/MM/YYYY)

26/04/2016

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

Private company

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

Company limited by shares

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

23/10/2025

(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

AB7011293

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

31/10/2025

(g) Specify the reasons for not holding the same

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## 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	N	Administrative and support service activities	78	Employment activities	100

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

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

1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		38-1510762	Kelly Services Inc.	Holding	99.99

## 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	17500000.00	16620000.00	16620000.00	16620000.00
Total amount of equity shares (in rupees)	175000000.00	166200000.00	166200000.00	166200000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	17500000	16620000	16620000	16620000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees )	175000000.00	166200000.00	166200000	166200000

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

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**

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	16620000	0	16620000.00	166200000	166200000	
<b>Increase during the year</b>	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 <input type="text"/>						
<b>Decrease during the year</b>	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 <input type="text"/>			0			
<b>At the end of the year</b>	16620000.00	0.00	16620000.00	166200000.00	166200000.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0.00	0	0	
<b>Increase during the year</b>	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 <input type="text"/>			0			
<b>Decrease during the year</b>	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 <input type="text"/>			0			
<b>At the end of the year</b>	0.00	0.00	0.00	0.00	0.00	

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		<input type="text"/>
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)
<b>Total</b>			

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
<b>Total</b>				

**(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)
<b>Total</b>			

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
<b>Total</b>				

**(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)
<b>Total</b>			

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
<b>Total</b>				

**(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
<b>Total</b>	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
<b>Total</b>					

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

i \*Turnover

230577623

ii \* Net worth of the Company

131246865

**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)	16620000	100.00	0	0.00

10	Others <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	16620000.00	100	0.00	0

Total number of shareholders (promoters)

**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 <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	0.00	0	0.00	0

Total number of shareholders (other than promoters)

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

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
	<b>Total</b>	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
<b>A Promoter</b>	0	0	0	0	0	0
<b>B Non-Promoter</b>	3	1	3	1	0.00	0.00
i Non-Independent	3	1	3	1	0	0
ii Independent	0	0	0	0	0	0
<b>C Nominee Directors representing</b>	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						
<b>Total</b>	3	1	3	1	0.00	0.00

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

5

## 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)
LAURA SUE LOCKHART	07503344	Director	0	11/08/2025
PETER JOHN RICHARD HAMILTON	07867215	Director	0	
PREEJITH SASHIDHARAN	10066041	Director	0	
UPASNA MONAPPA	10460714	Director	0	
NIDHI SHARMA		Company Secretary	0	04/04/2025

**B (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 (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
UPASNA MONAPPA	10460714	Director	30/09/2024	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

2

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
Extra-Ordinary General Meeting	07/06/2024	2	2	100
Annual General Meeting	30/09/2024	2	2	100

**B BOARD MEETINGS**

\*Number of meetings held

5

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	13/05/2024	4	2	50
2	22/08/2024	4	2	50
3	27/09/2024	4	3	75
4	17/01/2025	4	3	75
5	26/03/2025	4	2	50

**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  23/10/2025 (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	PETER JOHN RICHARD HAMILTON	5	1	20	0	0	0	No
2	LAURA SUE LOCKHART	5	1	20	0	0	0	Not applicable
3	PREEJITH SASHIDHARAN	5	5	100	0	0	0	Yes
4	UPASNA MONAPPA	5	5	100	0	0	0	Yes

**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

0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
	<b>Total</b>		0.00	0.00	0.00	0.00	0.00

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	NIDHI SHARMA	Company Secretary	████████	0	0	0	████████
	<b>Total</b>		████████	0.00	0.00	0.00	████████

C \*Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	PREEJITH SASHIDHARAN	Director	████████	0	0	0	████████
2	UPASNA MONAPPA	Director	████████	0	0	0	████████
	<b>Total</b>		████████	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

#### 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

AGM Extension Approval Letter.pdf  
List of shareholders.pdf  
Kelly\_MGT-8.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

KELLY OUTSOURCING AND CONSULTING GROUP 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

Jay Sodani  
Digitally signed by Jay Sodani  
Date: 2025.12.08 12:45:12 +05:30

Name

Jay Sodani

Date (DD/MM/YYYY)

08/12/2025

Place

Nagpur

Whether associate or fellow:

Associate  Fellow

Certificate of practice number

1\*2\*0

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

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

\* (b) Name of the Designated Person

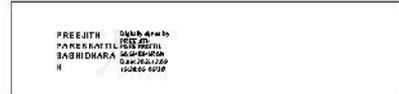
**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number\*  dated\* (DD/MM/YYYY)  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))

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

\*To be digitally signed by



Company Secretary       Company secretary in practice

\*Whether associate or fellow:

Associate       Fellow

Membership number

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:*

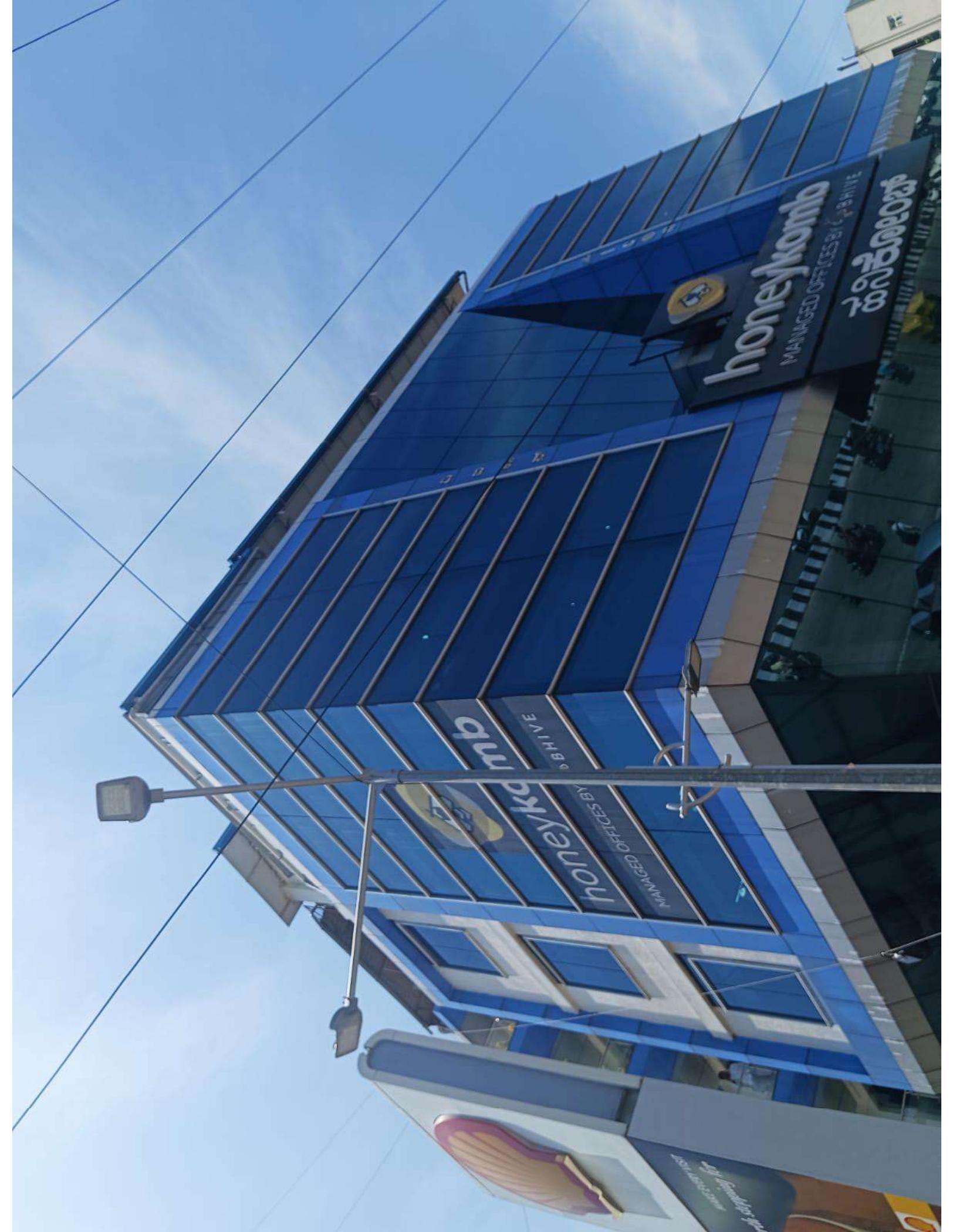
eForm Service request number (SRN)

AB9397801

eForm filing date (DD/MM/YYYY)

09/12/2025

**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**



**Kelly OCG**

**KELLY OUTSOURCING AND  
CONSULTING GROUP INDIA PRIVATE  
LIMITED**

**CIN: U74999HR2016FTC063807**

**Address: No. 8, Studio No. 102, 1st Floor, The Icon, Bhive  
Honeycomb, 80 Feet Rd, HAL 3rd Stage, Indiranagar, Bengaluru,  
Karnataka 560075**

**Email: preejith\_sashidharan@kellyocg.com Contact: 080 - 41306842**

**GSTIN: 29AAGCK1446H1ZG**

**Kelly OCG**



## LIST OF SHAREHOLDERS AS ON 31.03.2025

Ledger Folio of Shareholder/ Debenture Holder/ Other Security holder	01
Shareholder's/ Debenture Holder/ Other Security Holder's Full Name :	Kelly Services Inc.
Father's/ Mother's/ Spouse's Name	NA
Joint Holder's Full Name	NA
Type of Share/ Debenture/ Other Security	Equity
Number of Share/ Debentures/ Other Securities held	1,66,19,849
Shareholding percentage	99.99
Amount per share/ other security (in Rs.)	10/-
Date of becoming a member/ other security Holder	27.07.2016

Ledger Folio of Shareholder/ Debenture Holder/ Other Security holder	02
Shareholder's/ Debenture Holder/ Other Security Holder's Full Name :	Kelly Properties LLC
Father's/ Mother's/ Spouse's Name	NA
Joint Holder's Full Name	NA
Type of Share/ Debenture/ Other Security	Equity
Number of Share/ Debentures/ Other Securities held	151
Shareholding percentage	0.01
Amount per share/ other security (in Rs.)	10-
Date of becoming a member/ other security Holder	27.07.2016

For Kelly Outsourcing and Consulting Group India Private Limited



Upasna Monappa  
 (Director)  
 DIN : 10460714





**GOVERNMENT OF INDIA**  
**MINISTRY OF CORPORATE AFFAIRS**  
Office of the Registrar of Companies

E' Wing 2nd Floor, Kendriya Sadana, Bangalore, Karnataka, India, 560034

DATED: 24/09/2025

IN THE MATTER OF M/S KELLY OUTSOURCING AND CONSULTING GROUP INDIA PRIVATE LIMITED CIN  
U74999KA2016FTC189203  
AND  
IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31/03/2025 and the Annual general meeting of the company is due to be held on 30/09/2025 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN AB7011293 on 19/09/2025 requesting for an extension of time for the purpose of holding AGM on the following grounds

as stated in application

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension of 1 month and 1 day is considered.

**ORDER**

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

Yours faithfully,

Manoj Bang

Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies

Registrar of Companies

ROC Bangalore

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

KELLY OUTSOURCING AND CONSULTING GROUP INDIA PRIVATE LIMITED

No.8, Studio No. 102, 1st Floor, The Icon, Bhive Honeycomb, 80 Feet Rd, HAL 3rd Stage, Indiranagar, Bangalore North, Bangalore- 560075, Karnataka, India

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 Companies (Management and Administration) Rules, 2014]*

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

I have examined the registers, records and books and papers of **KELLY OUTSOURCING AND CONSULTING GROUP INDIA PRIVATE LIMITED** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on **31<sup>st</sup> MARCH 2025**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers, and agents, I 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 there for;
  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 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
    - The Meeting of Board of Directors convened five times on May 13<sup>th</sup>, 2024; August 22<sup>nd</sup>, 2024; September 27<sup>th</sup>, 2024; January 17<sup>th</sup>, 2025 and March 26<sup>th</sup> 2025.
    - An Extra-Ordinary General Meeting took place on June 07<sup>th</sup>, 2024.
    - An Annual General Meeting took place on September 30<sup>th</sup>, 2024.
  5. Closure of Register of Members- **The Company was not required to close the Register of Members during the financial year 2024-25.**
  6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act: **The Company has not given any advances or loans to its directors and/or persons or firms or companies referred in Section 185 of the Act during the year.**





7. The company has entered into related party Transactions with related parties pursuant to section 188 of the Act and Rules made in respect of 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: **During the year company has not issued any securities.**
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 year there was no such requirement.**
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 year company has not declared or paid any dividend and no amount was required to be transferred to Investor Education and Protection Fund.**
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: **The audited financial statement were signed by the directors and company secretary of the company and the report of directors have been prepared and signed as per the provisions of the Companies Act, 2013.**
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 there were changes in the constitution of the Board.**
  - Upasna Monappa was regularized as a director of the company on September 30<sup>th</sup>, 2024.
13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; **During the financial year, there were no changes in the Statutory Auditors of the company, and M/s MSKA & Associates, having Firm Registration Number 105047W, continued to serve as the Statutory Auditors of the company.**
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 2024-25 there was no such requirement.**
15. Acceptance/ renewal/ repayment of deposits: **The company has not accepted or renewed or repaid any deposits during the financial year 2024-25.**
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable: **The company has not availed any loans from its directors, members, public financial institutions, banks, or any other parties during the financial year 2024-25.**





17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act: **The company has not given any loans and investments or given any guarantee or provided securities to other body corporates during the year 2024-25.**
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company: During the financial year 2024-25, company has altered Articles of Association by altering the clause under the heading "SHARE CERTIFICATES" by adding the sub clause "DEMATERIALIZATION OF SECURITIES" vide special resolution passed at Extra Ordinary General Meeting dated June, 06<sup>th</sup> 2024.

Note: - All the above information will be stated as per information available on MCA website and details provided by the company.

**For JSRK AND ASSOCIATES**



**CS JAY SODANI**  
**PARTNER**  
**JSRK AND ASSOCIATES**  
**M. No: F10505**  
**C. P: 15250**  
**Date: 08.12.2025**  
**Place: NAGPUR**  
**UDIN: F010505G002276331**  
**Peer Review No.: 2429/2022**



**Annexure A**

Sr No.	Form Name	Description of Event	Date of Event	Section and Description	Due date of Filing	Date of Filing and SRN	Authority
1.	AOC-4 XBRL	Form for filing XBRL document in respect of financial statement and other documents with the Registrar	30/09/2024	Pursuant to section 137 of the Companies Act, 2013 and rule 12(2) of the Companies (Accounts) Rules, 2014  Filing of Financial Statement with Registrar	29/10/2024	18/10/2024  SRN- N04086955	ROC
2.	MGT-7	Annual Return (Other than OPCs and Small Companies)	30/09/2024	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  Filing of Annual Return with Registrar	28/11/2024	04/11/2024  SRN- N12737292	ROC
3.	MGT-14	Filing of Resolutions and agreements to the Registrar	30/09/2024 (Date of Passing Resolution by Members of the company)	Pursuant to 117(1) of The Companies Act, 2013 and Rule 24 of The Companies (Management and Administration) Rules, 2014  Resolution passed for adoption of Annual Accounts of the company.	29/10/2024 Thirty days from the date of Annual General Meeting	07/10/2024  SRN- AB1406577	ROC
4.	DIR-12	Particulars of appointment of directors and the key managerial personnel and the changes among them	30/09/2024 (Date of Passing Resolution by Members of the company)	Pursuant to sections 7(1) (c), 168 & 170 (2) of The changes among them Companies Act, 2013 and rule 17 of the Companies (Incorporation) Rules 2014 and 8, 15 & 18 of the Companies (Appointment and Qualification of Directors) Rules, 2014  Regularization of Director UPASNA MONAPPA.	29/10/2024 Thirty days from the date of Annual General Meeting	07/10/2024  SRN- AB1406650	ROC
5.	MGT-14	Filing of Resolutions and agreements to the Registrar	07/06/2024 (Date of passing resolution by members of the company)	pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013  Alteration of Articles of Association	06/07/2024 Thirty days from the date of passing special resolution	28/06/2024  SRN- AA8665157	ROC
6.	PAS-6	Reconciliation of Share Capital Audit Report (Half-yearly)	28/11/2024 (April 2024 to Sept 2024)	Pursuant to sub-rule (8) of rule 9A Companies (Prospectus and Allotment of Securities) Rules, 2014	29/11/2024  Sixty days from the end of half year	28/11/2024  SRN- AB2006169	ROC





7.	INC-28	Notice of Order of the Court or Tribunal or any other competent authority	08/05/2024 (Date of order by the Regional Director)	Pursuant to Section 12(6), 13(7), 48(4), 58(5), 87,111(3), 66(5), 230(8), 232, 233(7), 234, 237, 252(2), 441 and others of the Companies Act, 2013 and Section 17(1), 81(4),107(3), 167, 186, 391, 394(1), 396, 397, 398, 445, 466, 481, 518, 559, 621A, Amalgamation- Others and others of the Companies Act, 1956 and Section 7, 9, 10, 12A, 22(3), 31, 33, 54, 59(8) and others of the Insolvency and Bankruptcy Code, 2016	07/06/2024 (Within Thirty days from the date of passing the order)	13/05/2024  SRN- AA7869959	ROC
8.	INC-22	Notice of situation or change of situation of registered office	08/05/2024 (Date of order by the Regional Director)	Pursuant to section 12(2) & (4) of The Companies Act, 2013 and Rule 25 and 27 of The Companies (Incorporation) Rules, 2014	23/05/2024 (Within Thirty days from the date of passing the order)	23/05/2024  SRN- AA8093616	ROC



**MINISTRY OF CORPORATE AFFAIRS  
RECEIPT  
G.A.R.7**

**SRN:** AB9397801/ BharatKoshOrderId :1-22861790630  
**SRN Date:** 09/12/2025 13:54:51

**Service Request Date:**  
10/12/2025

**RECEIVED FROM:**

**Name:** U74999HR2016FTC063807 U74999HR2016FTC063807  
**Address:**

**ENTITY ON WHOSE BEHALF MONEY IS PAID**

**LLPIN/CIN/DIN:** U74999KA2016FTC189203  
**Name:** KELLY OUTSOURCING AND CONSULTING GROUP INDIA PRIVATE LIMITED  
**Address:** No.8, Studio No. 102, 1st Floor, The Icon, Bhive Honeycomb, 80 Feet Rd, HAL 3rd Stage, Indiranagar, Bangalore North, Bangalore, Karnataka, 560075

**FULL PARTICULARS OF REMITTANCE**

**Service Type:** eFiling

Service Description	Type of Fee	Amount (Rs.)
Fee for MGT-7	Normal	600
	Additional	0
<b>Total</b>		<b>600</b>

**Mode of Payment:** Online

**Received Payment Rupees:** Six Hundred Rupees Only.

Note: The defects or incompleteness in any respect in this application as noticed shall be placed on the Ministry's website(www.mca.gov.in). In case the application is marked as RSUB, please resubmit the application within the due date. Please track the status of your transaction at all times till it is finally disposed off. (please refer Rule 10 of the Companies (Registration offices and Fees) Rules, 2014)