

Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

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

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN)

U74140RJ2012FTC068067

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	KAI MANUFACTURING INDIA PRIVATE LIMITED	KAI MANUFACTURING INDIA PRIVATE LIMITED
Registered office address	SP-87, NIC JAPANESE ZONE, NEEMRANA NEEMRANA,NA,NEEMRANA,Alwar,Rajasthan,India,301705	SP-87, NIC JAPANESE ZONE, NEEMRANA NEEMRANA,NA,NEEMRANA,Alwar,Rajasthan,India,301705
Latitude details	27.8998	27.8998
Longitude details	76.6133	76.6133

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

Internal External Photos-
KMIPL.pdf

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

AA*****1Q

(c) *e-mail ID of the company

*****i-group.co.in

(d) *Telephone number with STD code

01*****00

(e) Website

<https://www.kaiindia.in/>

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

14/12/2012

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)

30/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

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

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

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

3

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	25	Manufacture of fabricated metal products, except machinery and equipment	83
2	M	Professional, Scientific and Technical activities	74	Other professional, scientific and technical activities	16.7
3	N	Administrative and support service activities	82	Office administrative, office support and other business support activities	0.3

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

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

2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U52100HR2018PTC073174		KAI RETAIL INDIA PRIVATE LIMITED	Subsidiary	99
2	000000000200001019026		KAI INDUSTRIES CO. LIMITED	Holding	74.32

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	146330000.00	146030000.00	146030000.00	146030000.00
Total amount of equity shares (in rupees)	1463300000.00	1460300000.00	1460300000.00	1460300000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	146330000	146030000	146030000	146030000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1463300000	1460300000	1460300000	1460300000

(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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	141830000	0	141830000.00	1418300000	1418300000	
Increase during the year	4200000.00	0.00	4200000.00	42000000.00	42000000.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	4200000	0	4200000.00	42000000	42000000	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 0	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify 0	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the end of the year	146030000.00	0.00	146030000.00	1460300000.00	1460300000.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
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 <div>0</div>	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>0</div>	0	0	0.00	0	0	
At the end of the year	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		<div></div>
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

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

☒ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

*Number of classes

0

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

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

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

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

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

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

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

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

i *Turnover

442136330

ii * Net worth of the Company

-192587570

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)	146030000	100.00	0	0.00
10	Others <div></div>	0	0.00	0	0.00
	Total	146030000.00	100	0.00	0

Total number of shareholders (promoters)

2

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others <div></div>	0	0.00	0	0.00
	Total	0.00	0	0.00	0

Total number of shareholders (other than promoters)

0

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

2.00

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

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

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

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

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
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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	2	0	2	0	0
B Non-Promoter	1	1	2	1	0.00	0.00
i Non-Independent	1	1	2	1	0	0
ii Independent	0	0	0	0	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	1	3	2	3	0.00	0.00

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

6

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)
------	---------	-------------	------------------------------	---------------------------------------------------------------------------

KOJI ENDO	06407182	Director	0	
TAKESHI MIZUTANI	06407162	Director	0	
HIROAKI ENDO	09479764	Director	0	
RAJESH UMIYASHANKER PANDYA	07512457	Director	0	
KEIJIRO TAKASAGO	10808879	Managing Director	0	
RIYA GUPTA	BWXPG7489P	Company Secretary	0	

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

5

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)
KEIJIRO TAKASAGO	10808879	Additional Director	16/10/2024	Appointment
RAJESH UMIYASHANKER PANDYA	07512457	Director	01/11/2024	Change in designation
KEIJIRO TAKASAGO	10808879	Managing Director	01/11/2024	Change in designation
RAJAN SHARMA	EGMPS2013D	Company Secretary	31/05/2024	Cessation
RIYA GUPTA	BWXPG7489P	Company Secretary	11/09/2024	Appointment

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2024	2	2	100

B BOARD MEETINGS

*Number of meetings held

11

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	23/04/2024	4	2	50
2	04/07/2024	4	2	50
3	28/08/2024	4	4	100
4	11/09/2024	4	4	100
5	16/10/2024	4	3	75
6	29/10/2024	5	2	40
7	11/11/2024	5	2	40
8	03/12/2024	5	2	40
9	07/01/2025	5	2	40
10	10/03/2025	5	4	80
11	25/03/2025	5	3	60

C COMMITTEE MEETINGS

Number of meetings held

0

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

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								30/09/2025 (Y/N/NA)
1	TAKESHI MIZUTANI	11	9	81	0	0	0	No
2	KOJI ENDO	11	4	36	0	0	0	No
3	HIROAKI ENDO	11	6	54	0	0	0	No
4	RAJESH UMIYASHANKER PANDYA	11	9	81	0	0	0	Yes
5	KEIJIRO TAKASAGO	6	2	33	0	0	0	Not applicable

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Rajesh Umiyashanker Pandya	Managing Director	13020510	0	0	0	13020510.00
2	Keijiro Takasago	Managing Director	1585190	0	0	0	1585190.00
	Total		14605700.00	0.00	0.00	0.00	14605700.00

B *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	Rajan Sharma	Company Secretary	39610	0	0	0	39610.00
2	Riya Gupta	Company Secretary	366130	0	0	0	366130.00
	Total		405740.00	0.00	0.00	0.00	405740.00

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

0

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

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

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

UDIN_Form MGT-7_Kai
Manufacturing.pdf
List of Shareholders.pdf
MGT-8_KAI Manufacturing.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

KAI MANUFACTURING
INDIA PRIVATE LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

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

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;

8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Date (DD/MM/YYYY)

Place

Whether associate or fellow:

☐ Associate ☒ Fellow

Certificate of practice number

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)

11/11/2024

to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

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

1*8*8*7*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

7*5*2

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)

AB9294056

eForm filing date (DD/MM/YYYY)

08/12/2025

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

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

SRN: AB9294056/ BharatKoshOrderId :1-22823718797
SRN Date: 08/12/2025 16:38:50

Service Request Date:
09/12/2025

RECEIVED FROM:

Name: U74140RJ2012FTC068067 U74140RJ2012FTC068067
Address:

ENTITY ON WHOSE BEHALF MONEY IS PAID

LLPIN/CIN/DIN: U74140RJ2012FTC068067
Name: KAI MANUFACTURING INDIA PRIVATE LIMITED
Address: SP-87, NIC JAPANESE ZONE, NEEMRANA NEEMRANA, , NEEMRANA, Alwar, Rajasthan, 301705

FULL PARTICULARS OF REMITTANCE

Service Type: eFiling

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

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)

N Kothari & Associates
Company Secretaries
Office: 61, 6th Floor, Sakhar Bhavan,
Plot No. 230, Nariman Point
Mumbai- 400021
Tel No.: +91-22-62501800
E-Mail: Nikita@nkothariassociates.com



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

We have examined the registers, records and books and papers of **M/s KAI MANUFACTURING INDIA PRIVATE LIMITED** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31 March 2025. In my 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 as attached in "Annexure A";
4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. Closure of Register of Members / Security holders was not applicable during the period under the review;
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 has been 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-

During the financial year, the Company allotted 42,00,000 (Forty-Two Lakhs) equity shares of Rs. 10/- (Rupees Ten Only) each, aggregating to Rs. 4,20,00,000 (Rupees Four Crore Twenty Lakhs Only), on a Rights Basis to Kai Industries Co. Limited, pursuant to the resolution approved by the Board of Directors at its meeting held on 25 March 2025.

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 was not applicable during the period under the review;
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, was not applicable to the Company during the period under the review;
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, the composition of the Directors and Key Managerial Personnel of the Company underwent the following changes:

- **Mr. Rajat Sharma resigned from the position of Company Secretary with effect from 31 May 2024.**
- **Ms. Riya Gupta was appointed as the Company Secretary of the Company with effect from 11 September 2024.**
- **Mr. Rajesh Umiyashanker Pandya resigned from the position of Managing Director with effect from 01 November 2024, and continues to serve as a Director of the Company.**
- **Mr. Keijiro Takasago was appointed as an Additional Director with effect from 16 October 2024, and was subsequently designated as the Managing Director of the Company with effect from 01 November 2024.**

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 was not applicable to the Company during the period under review;



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 created a charge by way of hypothecation over all its movable assets in favour of M/s. Tiger Advisors LLP for an amount of Rs. 3,70,00,000 (Rupees Three Crore Seventy Lakhs Only) pursuant to a Deed of Hypothecation dated 26 December 2024. The charge has been duly registered, and the Certificate of Registration was issued on 9 January 2025.

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 was not applicable to the Company during the period under review; and

During the financial year, the Company undertook the following investment and borrowing activities:

• Investment in Associate Entity

The Company made an investment in its associate entity, Kai Retail India Private Limited, by acquiring a 99% majority stake through the purchase of an additional 5,000 equity shares transferred from Mr. Rajesh Umiyashanker Pandya. The said investment was duly approved by the Board of Directors at its meeting held on 10 March 2025.

• External Commercial Borrowing (ECB)

The Company entered into an External Commercial Borrowing (ECB) Loan Agreement with Kai Industries Co. Ltd. amounting to Rs. 11,70,00,000 for general corporate purposes. The loan carries an annual interest rate of 6.360%, is repayable over a period of five years, and was duly approved by the Board of Directors at its meeting held on 25 March 2025.

18. alteration of the provisions of the Memorandum of Association and Articles of Association during the period under review-

During the financial year, the Company adopted a new set of Articles of Association in accordance with the provisions of the Companies Act, 2013, pursuant to the Special Resolution passed at the Annual General Meeting of the shareholders held on 30 September 2024.

For N Kothari & Associates
Company Secretaries


Nikita Kothari
Proprietor
FCS No.: 10365
CP No.: 13507
UDIN: F010365G002186176



Place: Mumbai
Date: 03 December 2025

"Annexure A"

Sr. No.	Particulars of Forms/ Returns Filed	Purpose of Filing	Date of Event	Date of Filing	Whether filed within prescribed time	If delay in filing, whether requisite additional fees paid
1.	DPT-3	Particulars transaction by a company not consider as deposit as per rule 2 (1) (c) of the company (Acceptance of Deposits) Rules, 2014	23 May 2024	23 May 2024	Yes	NA
2.	AOC-4 XBRL	Filing of Financial Statement for the year ended 31 March 2024	30 September 2024	30 October 2024	No	Yes, the filing was delayed by one day, and the Company has paid an additional fee of Rs. 100.
3.	MGT-7	Filing of Annual Return for the year ended 31 March 2024	30 September 2024	13 November 2024	Yes	NA
4.	DIR-12	Particulars of appointment of directors and the key managerial personnel and the changes among them (Resignation of Mr. Rajan Sharma as a Company Secretary)	31 May 2024	31 May 2024	Yes	NA
5.	DIR-12	Particulars of appointment of directors and the key managerial personnel and the changes among them (Appointment of Ms. Riya Gupta as a Company Secretary)	11 September 2024	23 September 2024	Yes	NA



6.	DIR-12	Particulars of appointment of directors and the key managerial personnel and the changes among them (Appointment of Mr. Keijiro Takasago as an Additional Director)	16 October 2024	18 October 2024	Yes	NA
7.	DIR-12	Particulars of appointment of directors and the key managerial personnel and the changes among them (Change in Designation of Mr. Keijiro Takasago as a Managing Director and Mr. Rajesh Umiyashanker Pandya as a Director)	01 November 2024	05 November 2024	Yes	NA
8.	CHG-1	Application for registration of creation, modification of charge (other than those related to debentures) including particulars of modification of charge by Asset Reconstruction Company in terms of Securitization and Reconstruction of Financial Assets and Enforcement of Securities Interest Act, 2002 (SARFAESI)	26 December 2024	05 November 2024	Yes	NA
9.	MGT-14	Filing of Resolutions and agreements to the Registrar (Adoption of new set of Articles of Association)	30 September 2024	10 October 2024	Yes	NA
10.	MSME Form I	Form for furnishing half yearly return with the registrar in respect of outstanding	30 September 2024	11 November 2024	Yes	NA



		payments to Micro or Small Enterprises				
11.	INC-34	e-AOA (e-Articles of Association)	30 September 2024	10 October 2024	Yes	NA
12.	PAS-3	Return of allotment- Allotment of shares on Right Issue basis.	25 March 2025	25 March 2025	Yes	NA
13.	DIR-3KYC	Verify Director's KYC details of Hiroaki Endo	30 September 2024	18 September 2024	Yes	NA
14.	DIR-3KYC	Verify Director's KYC details of Koji Endo	30 September 2024	23 September 2024	Yes	NA
15.	DIR-3KYC	Verify Director's KYC details of Takeshi Mizutani	30 September 2024	24 September 2024	Yes	NA
16.	DIR-3KYC	Verify Director's KYC details of Rajesh Umiyashanker Pandya	30 September 2024	29 May 2024	Yes	NA





KAI MANUFACTURING INDIA PVT. LTD.

Corporate office: 15th Floor, Vatika Tower-B, Golf Course Road, Sector-54,
Gurugram-122002, Haryana, India
CIN U74140RJ2012FTC068067

LIST OF SHAREHOLDERS AS ON 31.03.2025

S. No.	Name of the Shareholders	Address	No. of Shares	% of Holding
1.	Kai Industries Co. Ltd	1110 Oyana, Seki-Shi, Gifu, 5013992, Japan	10,85,30,000	74.32%
2.	Kai Cutlery (Hong Kong) Ltd.	Unit 1104-1105, 11/Flu Plaza, 2 Wing, Yip Street, Kwun, Kowloon, Hong Kong	3,75,00,000	25.68%
	Total		14,60,30,000	100%

For Kai Manufacturing India Private Limited
For Kai Manufacturing India Pvt. Ltd.

Company Secretary

Name: Riya Gupta
Designation: Company Secretary
Membership No.: A74582
ECSIN: EA074582F000059501

Date: 30.09.2025
Place: Gurugram

Regd. Office & Plant: SP-87, Neemrana Industrial Complex, Japanese Zone, Neemrana, Kotputli-Behror, Rajasthan - 301705, India

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