

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

L31101KA1991PLC012096

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACC5979P

(ii) (a) Name of the company

CANARYS AUTOMATIONS LIMITE

(b) Registered office address

No. 566 & 567, 2nd Floor, 30th Main,Attimabbe Road Banagiri
inagara, Banashankari 3rd Stage, NA
Bengaluru
Bangalore
Karnataka
560092

(c) *e-mail ID of the company

FI*****YS.COM

(d) *Telephone number with STD code

91*****15

(e) Website

www.ecanarys.com

(iii) Date of Incorporation

01/07/1991

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

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

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh
roli (West), NA

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

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

(a) If yes, date of AGM

30/09/2024

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J6	Computer programming, consultancy and related activities	100

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

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

3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Canarys Corp. USA		Subsidiary	100
2	Canarys APAC Pte Ltd		Subsidiary	100

3	CANARYS-HANUKA APO TECH	U41000KA2021PTC149620	Associate	49
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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	62,000,000	56,183,920	56,183,920	56,183,920
Total amount of equity shares (in Rupees)	124,000,000	112,367,840	112,367,840	112,367,840

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	62,000,000	56,183,920	56,183,920	56,183,920
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	124,000,000	112,367,840	112,367,840	112,367,840

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	5,200,000	3,120,000	3,120,000	3,120,000
Total amount of preference shares (in rupees)	52,000,000	31,200,000	31,200,000	31,200,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	5,200,000	3,120,000	3,120,000	3,120,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	52,000,000	31,200,000	31,200,000	31,200,000

(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	0	20,401,960	20401960	40,803,920	40,803,920	
Increase during the year	0	35,781,960	35781960	71,563,920	71,563,920	444,772,000
i. Public Issues	0	15,172,000	15172000	30,344,000	30,344,000	439,988,000
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	20,401,960	20401960	40,803,920	40,803,920	
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	208,000	208000	416,000	416,000	4,784,000
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
NA						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	56,183,920	56183920	112,367,840	112,367,840	
Preference shares						
At the beginning of the year	5,200,000	0	5200000	52,000,000	52,000,000	
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				0	0	
NA						
Decrease during the year	1,560,000	0	1560000	20,800,000	20,800,000	0
i. Redemption of shares	1,560,000	0	1560000	15,600,000	15,600,000	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				5,200,000	5,200,000	
Conversion						
At the end of the year	3,640,000	0	3640000	31,200,000	31,200,000	

ISIN of the equity shares of the company

INE0QG301017

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

0

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

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

Date of the previous annual general meeting	14/08/2023
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Date of registration of transfer (Date Month Year)		26/06/2023	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	2,704,000	Amount per Share/ Debenture/Unit (in Rs.)	2
Ledger Folio of Transferor		22	
Transferor's Name	C.S		Jagadeesh
	Surname	middle name	first name
Ledger Folio of Transferee		21	
Transferee's Name	Jagadeesh		Parvathamma
	Surname	middle name	first name

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

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

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

Details of debentures

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

(v) Securities (other than shares and debentures)

0

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

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

(i) Turnover

744,926,000

(ii) Net worth of the Company

742,953,000

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	31,784,960	56.57	309,000	9.9
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0

2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	31,784,960	56.57	309,000	9.9

Total number of shareholders (promoters)

17

(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	17,357,960	30.89	2,811,000	90.1
	(ii) Non-resident Indian (NRI)	3,283,000	5.84	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0

4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	2,036,000	3.62	0	0
9.	Body corporate (not mentioned above)	1,142,000	2.03	0	0
10.	Others HUF	580,000	1.03	0	0
	Total	24,398,960	43.41	2,811,000	90.1

Total number of shareholders (other than promoters)

2,106

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

2,123

**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	17	17
Members (other than promoters)	56	2,106
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	5	0	20.69	0
B. Non-Promoter	0	0	0	3	0	0.32
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	3	0	0.32
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	5	3	20.69	0.32

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

11

(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)
METIKURKE RAMASV	00176920	Managing Director	10,085,980	
DANAVADI KRISHNAM	01064990	Whole-time director	7,186,560	
RAGHU CHANDRASH	01065269	Whole-time director	7,480,640	
SHESHADRI SRINIVA	03367545	Director	2,350,700	
PUSHPARAJ SHETTY	03333417	Director	2,610,480	
ASHA SIVASHANKAR	10184245	Director	0	
RAMESH PHATAK BH	07981182	Director	176,000	
MURALIKRISHNAN G	07059037	Director	0	
SHESHADRI SRINIVA	ARSPS9311F	CEO	2,350,700	
RAGHU CHANDRASH	AAOPR8198L	CFO	7,480,640	
NAGASHREE HEGDE	ASFPH3364R	Company Secretar	0	

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

6

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)
PUSHPARAJ SHET	03333417	Director	19/05/2023	Appointment
ASHA SIVASHANKA	10184245	Director	14/07/2023	Appointment
RAMESH PHATAK	07981182	Director	14/07/2023	Appointment
MURALIKRISHNAN	07059037	Director	14/07/2023	Appointment
RAGHU CHANDRA	AAOPR8198L	CFO	03/07/2023	Appointment as CFO
NAGASHREE HEGDE	ASFPH3364R	Company Secretary	03/07/2023	Appointment as CS

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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Meeting	19/05/2023	31	6	73.02
Extra Ordinary General Meeting	14/07/2023	31	6	73.02
Annual General Meeting	14/08/2023	72	7	73.09

B. BOARD MEETINGS

*Number of meetings held

11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/04/2023	4	4	100
2	17/05/2023	4	4	100
3	16/06/2023	5	5	100
4	24/06/2023	5	4	80
5	28/06/2023	5	4	80

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
6	03/07/2023	5	5	100
7	18/07/2023	8	7	87.5
8	11/08/2023	8	8	100
9	21/08/2023	8	7	87.5
10	13/11/2023	8	8	100
11	09/02/2024	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

7

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	Audit Committee	11/08/2023	3	3	100
2	Audit Committee	13/11/2023	3	3	100
3	Nomination and Remuneration	11/08/2023	3	3	100
4	Nomination and Remuneration	16/08/2023	3	3	100
5	Initial Public Offer	21/09/2023	3	3	100
6	Initial Public Offer	06/10/2023	3	3	100
7	Initial Public Offer	06/10/2023	3	3	100

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	METIKURKE P	11	11	100	3	3	100	Yes
2	DANAVADI K	11	11	100	3	3	100	Yes
3	RAGHU CHAN	11	11	100	5	5	100	Yes

4	SHESHADRI S	11	9	81.82	0	0	0	Yes
5	PUSHPARAJ	5	5	100	0	0	0	Yes
6	ASHA SIVASH	5	5	100	2	2	100	Yes
7	RAMESH PHA	5	5	100	4	4	100	Yes
8	MURALIKRISI	5	4	80	4	4	100	Yes

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	METIKURKE RAMA	Managing Direct	4,912,000	0	0	0	4,912,000
2	DANAVADI KRISHN	Whole-time Dire	4,927,000	0	0	0	4,927,000
3	RAGHU CHANDRA	Whole-time Dire	5,092,000	0	0	0	5,092,000
	Total		14,931,000	0	0	0	14,931,000

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	NAGASHREE HEG	Company Secre	786,000	0	0	0	786,000
2	SHESHADRI SRINI	CEO	11,892,000	0	0	0	11,892,000
	Total		12,678,000	0	0	0	12,678,000

Number of other directors whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PUSHPARAJ SHET	Director	4,912,000	0	0	0	4,912,000
	Total		4,912,000	0	0	0	4,912,000

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

Ganapathi G M

Whether associate or fellow

Associate Fellow

Certificate of practice number

4520

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.

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

METIKURKE
RAMASWAMY
RAMAN
SUBBARAO
Digitally signed by
METIKURKE
RAMASWAMY RAMAN
SUBBARAO
Date: 2024.11.29
13:41:10 +05'30'

DIN of the director

0*1*6*2*

To be digitally signed by

Ambikesh
wari M A
Digitally signed by
Ambikeshwari M A
Date: 2024.11.29
13:42:29 +05'30'

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

List of attachments

Attach	Canarys Automations LimitedSHH.pdf
Attach	MGT-8.pdf
Attach	list of preference share holders.pdf
Attach	ICSI UDIN.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