

FORM NO. MGT - 7

(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

ANNUAL RETURN**I. REGISTRATION AND OTHER DETAILS:**

(i) Corporate Identification Number (CIN) of the Company

U74999KA2017NPL103640

Global Location Number (GLN) of the Company

Permanent Account Number (PAN) of the Company

AADCF1178N

(ii) (a) Name of the Company

Foundation for Environmental Monitoring

(b) Registered Office Address

No.125 (Old No.70), Infantry Road, Shivaji Nagar. Bangalore 560001

(c) e - mail ID of the Company

info@ffem.io

(d) Telephone Number with STD Code

+91 80 4814 4892

(e) Website

ffem.io

(iii) Date of incorporation

06/06/2017

(iv) Type of Company

| Type of Company | Category of the Company | Sub-Category of the Company |
|-------------------|---------------------------|-------------------------------|
| Section 8 Company | Company limited by shares | Indian Non-Government Company |

(v) Whether Company is having share capital

Yes

No

(vi) Whether shares listed on recognized stock exchange(s)

Yes

No

(vii) Financial Year From date

01/04/2019

(DD/MM/YYYY) To date

31/03/2020

(viii) Whether Annual General Meeting (AGM) held

Yes

No

(a) If Yes, date of AGM

(b) Due date of AGM

30/09/2020

(c) Whether any extension for AGM Granted

Yes

No

(d) If yes, the Service Request Number (SRN) of the application form filed of extension

Z99999999

(e) Extended due date of AGM after grant of extension

31/12/2020

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANYNumber of business activities:

| Sl No. | Main Activity group code | Description of Main Activity group | Business activity code | Description of business activity | % of turnover of the Company |
|--------|--------------------------|--|------------------------|-------------------------------------|------------------------------|
| 1. | M | Professional, Scientific and Technical | M5 | Scientific research and development | 42% |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)No. of Companies for which information is to be given:

| S. NO | NAME OF THE COMPANY | CIN/FCLN | HOLDING/ SUBSIDIARY / ASSOCIATE / JOINT VENTURE | % of shares held |
|-------|---------------------|----------|---|------------------|
| 1 | | Nil | | |

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY**i) Share Capital****(a) Equity share capital**

| Particulars | Authorized Share Capital | Issued Capital | Subscribed Capital | Paid up Capital |
|---|--------------------------|----------------|--------------------|-----------------|
| Total number of Equity shares | 10,000 | 10,000 | 10,000 | 10,000 |
| Total amount of equity shares (in Rupees) | 100,000 | 100,000 | 100,000 | 100,000 |

Number of classes: 1

| Class of Shares: | Authorized Share Capital | Issued Capital | Subscribed Capital | Paid up Capital |
|---|--------------------------|----------------|--------------------|-----------------|
| Number of Equity shares | 10,000 | 10,000 | 10,000 | 10,000 |
| Nominal Value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total Amount of equity shares (in rupees) | 100,000 | 100,000 | 100,000 | 100,000 |

(b) Preference Share capital

| Particulars | Authorized Share Capital | Issued Capital | Subscribed Capital | Paid up Capital |
|---|--------------------------|----------------|--------------------|-----------------|
| Total number of Preference shares | - | - | - | - |
| Total amount of preference shares (in Rupees) | - | - | - | - |

Number of classes: 0

| Class of Shares: SERIES A COMPULSORILY CONVERTIBLE PARTICIPATIVE PREFERENCE SHARES | Authorized Share Capital | Issued Capital | Subscribed Capital | Paid up Capital |
|--|--------------------------|----------------|--------------------|-----------------|
| Number of preference shares | - | - | - | - |
| Nominal Value per share (in rupees) | - | - | - | - |
| Total Amount of equity shares (in rupees) | - | - | - | - |

(c) Unclassified share capital

| Particulars | Authorised capital |
|-------------------------------------|--------------------|
| Total Amount of unclassified shares | 0 |

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

| Class of Shares | No. of shares | Nominal Value per share (Rs.) | Total Nominal value of shares [Rs.] | Total Premium |
|--|---------------|-------------------------------|-------------------------------------|---------------|
| Equity Shares:- | | | | |
| At the beginning of the year | 10,000 | 10 | 100,000 | |
| Increase during the year | 0 | 0 | 0 | |
| i. Public Issue | 0 | 0 | 0 | |
| ii. Rights issue | 0 | 0 | 0 | |
| iii. Bonus issue | 0 | 0 | 0 | |
| iv. Private Placement / Preferential Allotment | 0 | 0 | 0 | |
| v. ESOPs | 0 | 0 | 0 | |
| vi. Sweat Equity shares allotted | 0 | 0 | 0 | |
| vii. Conversion of Preference shares | 0 | 0 | 0 | |
| viii. Conversion of Debentures | 0 | 0 | 0 | |
| ix. GDR / ADR | 0 | 0 | 0 | |
| x. Others, please specify: | 0 | 0 | 0 | |
| 2. Decrease during the year | 0 | 0 | 0 | |
| i. Buy-back of shares | 0 | 0 | 0 | |
| ii. Shares forfeited | 0 | 0 | 0 | |
| iii. Reduction of share capital | 0 | 0 | 0 | |
| v. Others, please specify: | 0 | 0 | 0 | |
| At the end of the year | 10,000 | 10 | 100,000 | |
| Preference shares | | | | |
| At the beginning of the year | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | |
| i. Issue of shares | 0 | 0 | 0 | |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | |
| iii. Other, specify: | 0 | 0 | 0 | |
| Decrease during the year | | | | |
| i. Redemption of shares | 0 | 0 | 0 | |
| ii. Shares forfeited | 0 | 0 | 0 | |
| iii. Reduction of share capital | 0 | 0 | 0 | |
| iv. Others, specify: | 0 | 0 | 0 | |
| At the end of the year | 0 | 0 | 0 | |

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

| Class of shares | | | | |
|------------------------------|----------------------|--|--|--|
| 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)

0

(Details being provided in a CD/ Digital media) (Y/N) N

Separate sheet attached for details of transfers: (Y/N) N

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

➤ Date of the previous annual general meeting: --

Date of registration of transfer (Date Month Year): --

Type of transfer: --

(1-Equity, 2- Preference shares, 3 – Debentures, 4 – Stock)

Number of shares/ debentures/units transferred: --

Amount per share/debenture/ unit (in Rs.): --

➤ 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.): --

➤ 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.): --

iv) Indebtedness including 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 |
| Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits | | | 0 |
| Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits | | | 0 |
| Deposit | | | 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 debentures: 0

| Type of securities | Number of securities | Nominal value of securities | 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: Rs. 44,29,832
- (ii) Net worth of the Company: Rs (26,07,523)

VI. (a) SHARE HOLDING PATTERN (Promoter)

- i) Category-wise Share Holding

| Sl No. | Category | Equity | | Preference | |
|--------|--|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/ Hindu Undivided Family | | | | |
| | i) Indian | 10,000 | 100% | 0 | 0 |
| | ii) Non - resident Indian (NRI) | 0 | 0 | 0 | 0 |
| | iii) Foreign national (other than NRI) | 0 | 0 | 0 | 0 |
| 2. | Government | | | | |
| | i) Central government | 0 | 0 | 0 | 0 |
| | ii) State Government | 0 | 0 | 0 | 0 |
| | iii) Government Companies | 0 | 0 | 0 | 0 |
| 3 | Insurance Companies | 0 | 0 | 0 | 0 |
| 4 | Banks | 0 | 0 | 0 | 0 |
| 5 | Financial Institutions | 0 | 0 | 0 | 0 |
| 6 | Foreign Institutional Investors | 0 | 0 | 0 | 0 |
| 7 | Mutual Funds | 0 | 0 | 0 | 0 |
| 8 | Venture Capital | 0 | 0 | 0 | 0 |
| 9 | Body Corporate (not mentioned) | 0 | 0 | 0 | 0 |

| | | | | | |
|----|--------------|--------|------|---|---|
| | above) | | | | |
| 10 | Others | 0 | 0 | 0 | 0 |
| | Total | 10,000 | 100% | 0 | 0 |

Total Number of shareholders (promoters): 2

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

| SI No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/ Hindu Undivided Family | | | | |
| | i) Indian | 0 | 0 | 0 | 0 |
| | ii) Non - resident Indian (NRI) | 0 | 0 | 0 | 0 |
| | iii) Foreign national (other than NRI) | 0 | 0 | 0 | 0 |
| 2. | Government | | | | |
| | i) Central government | 0 | 0 | 0 | 0 |
| | ii) State Government | 0 | 0 | 0 | 0 |
| | iii) Government Companies | 0 | 0 | 0 | 0 |
| 3 | Insurance Companies | 0 | 0 | 0 | 0 |
| 4 | Banks | 0 | 0 | 0 | 0 |
| 5 | Financial Institutions | 0 | 0 | 0 | 0 |
| 6 | Foreign Institutional Investors | 0 | 0 | 0 | 0 |
| 7 | Mutual Funds | 0 | 0 | 0 | 0 |
| 8 | Venture Capital | 0 | 0 | 0 | 0 |
| 9 | Body Corporate (not mentioned above) | 0 | 0 | 0 | 0 |
| 10 | Others: Freight Commerce Employee Welfare Trust | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 |

Total number of shareholders (Other than promoters): 0

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

**VII. NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (Other than promoters), Debenture Holders)**

| Details | At the beginning of the year | At the end of the year |
|--------------------------------|------------------------------|------------------------|
| Promoters | 2 | 2 |
| Members (Other than Promoters) | 0 | 0 |
| Debenture Holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) Composition of Board of Directors

| Category | Number of Directors at the beginning of the year | | Number of Directors at the end of the year | | Percentage of shares held by Directors as at the end of the year | |
|--------------------------|--|---------------|--|---------------|--|---------------|
| | Executive | Non-Executive | Executive | Non-Executive | Executive | Non-Executive |
| A. Promoter | 3 | 0 | 3 | 0 | 50% | 0 |
| B. Non - Promoter | 0 | 0 | 0 | 0 | 0 | 0 |

| | | | | | | |
|--|----------|----------|----------|----------|------------|----------|
| (i) Non-Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| C. Nominee Directors Representing | 0 | 0 | 0 | 0 | 0 | 0 |
| (i) Banks & FI's | 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 Shareholders | 0 | 0 | 0 | 0 | 0 | 0 |
| (v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 3 | 0 | 3 | 0 | 50% | 0 |

Number of Directors and Key Managerial personnel (who is not a Director) as on financial year end date: 3

(B) (i) Details of Directors and Key managerial personnel as on the closure of financial year

| Name | DIN/PAN | Designation | Number of shares held | Date of cessation (after closure of financial year: if any) |
|-------------------------------|--------------------------|-------------|-----------------------|---|
| BONTHA SAMUEL SIDNEY RAJKUMAR | 05306384 | Director | 5000 | |
| SOMASHEKAR SHREYAS | 08629783 | Director | 0 | |
| SUSHANT DASH | 08072988 | Director | 0 | |

(ii) Particulars of change in Directors and Key Managerial personnel during the year: 1

| Name | DIN/PAN | Designation at the beginning / during the financial year | Date of appointment / Change in designation/ Cessation | Nature of change (Appointment/Change in Designation / Cessation) |
|---------------|----------|--|--|--|
| SAURABH LEVIN | 07441819 | Director | 31/03/2020 | Cessation |

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

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETING:

Number of meetings held: 1

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance | |
|--------------------------------|-----------------|--|------------|-------------------------|
| | | | Number | % of total shareholding |
| Annual General Meeting | 30/09/2019 | 2 | 2 | 100% |
| Extra-Ordinary General Meeting | 14/09/2019 | 2 | 2 | 100% |

B. BOARD MEETINGS:

Number of Meetings held: 8

| S. No. | Date of meeting | Total No. of Directors on the Date of Meeting | Attendance | |
|--------|-----------------|---|---------------------------|-----------------|
| | | | No. of Directors attended | % of Attendance |
| 1. | 15/04/2019 | 3 | 3 | 100 |

| | | | | | | | |
|--|-------|--|--|--|--|--|--|
| | Total | | | | | | |
|--|-------|--|--|--|--|--|--|

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 | | | | | | |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURE

A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year(Y/N): Y

B. If No, Give reasons / observations

XII. PENALTIES AND PUNISHMENT DETAILS THEREON NIL

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

| Name of the Company/Directors/ Officers | Name of the court or concerned | Date of order | Name of the Act and section under which penalized / 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 or concerned | Date of order | Name of the Act and section under which penalized / punished | Details of penalty / punishment | Details of appeal (if any) including present status |
|---|--------------------------------|---------------|--|---------------------------------|---|
| | | | | | |
| | | | | | |

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

Yes No

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

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

Name:

Whether Fellow or Associate:

Associate Fellow

Certificate of practice number:

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 authorized 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

DIN of the Director

To be digitally signed by

- Company Secretary
- Company Secretary in practice

Membership Number

Certificate of Practice Number

LIST OF SHAREHOLDERS AS ON 31ST MARCH, 2020

A. EQUITY SHARES OF RS. 10/- EACH

| SL. No. | Ledger Folio No | Name | Father's Name | Address | No. of Shares |
|----------------|------------------------|-------------------------------|---------------------------------|--|----------------------|
| 1 | 0001-5000 | BONTHA SAMUEL SIDNEY RAJKUMAR | BONTHA EDWARD MICHAEL THYAGARAJ | S/O: B E M Thyagaraj, 1091, 2nd Block 3rd Main, Bangalore North, Bengaluru, Vidyaranyapura. Bangalore 560097 | 5000 |
| 2 | 5001-10000 | SAURABH LEVIN | YASHPAL LEVIN | NO. TF-10 alpine view apartments, 2ND Main, 3rd Cross, Ganganagar, Bangalore 560032 | 5000 |
| Total | | | | | 10,000 |

For and on behalf of the Board of Directors
FOUNDATION FOR ENVIRONMENTAL MONITORING

BONTHA SAMUEL SIDNEY RAJKUMAR
Director, (DIN: 05306384)
S/O: B E M Thyagaraj, 1091, 2nd Block 3rd
Main, Bangalore North, Vidyaranyapura
Bengaluru. 560097

SOMASHEKAR SHREYAS
Director, (DIN: 08629783)
3/1, 14th Cross,
Vasanthanagar Near Jain Hospital,
Bangalore- 560001

Date: 29th December 2020
Place: Bangalore