

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)

U74102KA2001PTC029676

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	SPACE MATRIX DESIGN CONSULTANTS PRIVATE LIMITED	SPACE MATRIX DESIGN CONSULTANTS PRIVATE LIMITED
Registered office address	No. 27/6 Sankey Road, NA, Bangalore, Karnataka, India, 560052	No. 27/6 Sankey Road, NA, Bangalore, Karnataka, India, 560052
Latitude details	13.005047	13.005047
Longitude details	77.581062	77.581062

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

Reg office photo.pdf

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

AA*****7G

(c) *e-mail ID of the company

*****pacematrix.com

(d) *Telephone number with STD code

91*****00

(e) Website

<https://www.spacematrix.com>

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

22/10/2001

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*)

Indian Non-Government 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

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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	M	Professional, Scientific and Technical activities	71	Architecture and engineering activities; technical testing and analysis	100

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

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

3

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1		200803129N	Space Matrix International PTE Limited, Singapore	Holding	99
2	U74900KA2011PTC059604		URBAN FRAME PRIVATE LIMITED	Associate	20
3		1403323	Space Matrix Design L.L.C	Subsidiary	100

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	400000.00	116077.00	116077.00	116077.00

Total amount of equity shares (in rupees)	400000.00	116077.00	116077.00	116077.00
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Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	400000	116077	116077	116077
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	400000.00	116077.00	116077	116077

(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			
(i) Equity shares						
At the beginning of the year	0	115999	115999.00	115999	115999	
Increase during the year	78.00	0.00	78.00	78.00	78.00	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						
Shares allotted pursuant to the Scheme of Arrangement approved by the Honble NCLT, Bengaluru Bench	78	0	78.00	78	78	
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	78.00	115999.00	116077.00	116077.00	116077.00	
(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	0	0	0.00	0	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	0	0	0.00	0	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		
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

8476364904

ii * Net worth of the Company

925732234

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)	116077	100.00	0	0.00
10	Others	0	0.00	0	0.00
	Total	116077.00	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	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

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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
A Promoter	1	0	1	0	0	0
B Non-Promoter	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
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	4	1	4	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)

SHAGUFTA ANURAG .	00066414	Director	0	
AKASH DEEP AGARWAL	02155735	Director	0	
SARIKA DEVADIGA	06434753	Director	0	
AKSHAY LAKHANPAL	09122795	Director	0	
LALCHAND JAIPRAKASHAILEDASAN I	09135967	Director	0	

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

0

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)

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
23rd Annual General Meeting of the shareholders	30/09/2024	2	2	100

B BOARD MEETINGS

*Number of meetings held

13

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	01/04/2024	5	2	40
2	15/05/2024	5	2	40
3	01/07/2024	5	2	40
4	17/07/2024	5	2	40
5	19/07/2024	5	2	40
6	12/08/2024	5	5	100
7	31/08/2024	5	2	40
8	16/09/2024	5	5	100
9	28/09/2024	5	5	100
10	21/10/2024	5	2	40
11	13/11/2024	5	2	40
12	16/12/2024	5	2	40
13	31/01/2025	5	5	100

C COMMITTEE MEETINGS

Number of meetings held

2

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
1	CSR Committee	01/04/2024	3	2	66.67
2	CSR Committee	31/01/2025	3	3	100

D ATTENDANCE OF DIRECTORS

S. N o	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	SHAGUFTA ANURAG .	13	10	76	0	0	0	Yes
2	AKASH DEEP AGARWAL	13	10	76	2	1	50	Yes
3	SARIKA DEVADIGA	13	13	100	2	2	100	Yes
4	AKSHAY LAKHANPAL	13	13	100	2	2	100	Yes
5	LALCHAND JAIPRAKASHAILEDASANI	13	10	76	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
	Total		0.00	0.00	0.00	0.00	0.00

B *Number of CEO, CFO and Company secretary 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

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

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Shagufta Anurag	Director	14284787	0	0	0	14284787.00

2	Sarika Devadiga	Director	10127041	0	0	0	10127041.00
3	Jai Prakash Lalchand	Director	19902510	0	0	0	19902510.00
4	Akshay Lakhanpal	Director	29964141	0	0	0	29964141.00
	Total		74278479.00	0.00	0.00	0.00	74278479.00

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.xls

(b) Optional Attachment(s), if any

MGT 8 SMDC.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

SPACE MATRIX DESIGN
CONSULTANTS 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

MANOJ KUMAR RAJAN
Digitally signed by
MANOJ KUMAR RAJAN
Date: 2026.01.27
17:43:10 +05'30'

Name manoj Kumar rajan

Date (DD/MM/YYYY) 24/01/2026

Place Bangalore

Whether associate or fellow:

Associate Fellow

Certificate of practice number 1*8*1

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

*(a) DIN/PAN/Membership number of Designated Person 06434753

*(b) Name of the Designated Person SARIKA DEVADIGA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 07 dated*

(DD/MM/YYYY) 08/09/2025 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**

SARIKA
DEVADIG
A
Digitally signed by
SARIKA DEVADIG
Date: 2026.01.27
17:30:47 +05'30

***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

0*4*4*5*

***To be digitally signed by**

MANOJ
KUMAR
RAJAN
Digitally signed by
MANOJ KUMAR
RAJAN
Date: 2026.01.27
17:43:19 +05'30

Company Secretary Company secretary in practice

*Whether associate or fellow:

Associate Fellow

Membership number

Certificate of practice number

1*8*1

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)

AC1705273

eForm filing date (DD/MM/YYYY)

27/01/2026

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

MANOJE RAJAN & ASSOCIATES

(Company Secretaries)

#4/1, Brunton Road, Near Old Passport Office,
Off. M.G Road, Bangalore – 560 025
Mobile No - 9972594389
E-Mail Id - manojepcs@gmail.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**

I have examined the registers, records and books and papers of **SPACE MATRIX DESIGN CONSULTANTS 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 31st 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, i.e., Private Limited Company, Limited by shares and active company;
 2. Maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. The Company has filed the forms and returns with the Registrar of Companies under the Act and the Rules made thereunder within time;
 4. The Board of Directors duly met 13 times on 30/05/2023, 14/06/2023, 11/08/2023, 31/08/2023, 22/09/2023, 16/10/2023, 20/11/2023, 27/11/2023, 01/02/2024, 06/02/2024 & 11/03/2024, meeting of members (AGM) was held on 30/09/2023 and Corporate Social Responsibility (CSR) Committee Meetings were held on 30/05/2023 and 11/03/2024 and calling / convening / holding meetings of Board of Directors, CSR Meetings 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 have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed, further the Company was not required to pass any resolution by postal ballot;
 5. The Company was not required to close its Register of Members;
 6. The Company has not advanced any amount / given loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
 7. The contracts/arrangements entered with related parties were in compliance with the provisions of section 188 of the Act;



MANOJE RAJAN & ASSOCIATES

(Company Secretaries)

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Mobile No - 9972594389
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8. During the year there were no buy back of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities and hence not required to issue security certificates;

“78 (Seventy-Eight) fully paid-up equity share of face value Rs. 1/- (Rupees One Only) each of Space Matrix Design Consultants Private Limited, be issued to the Equity shareholders of Blink Design Private Limited for 100,000 (One Lakh) equity shares of face value Rs. 1/- (Rupees One Only) each held by them.”

Further, pursuant to the understanding by way of Assignment Agreement between the shareholders of the Blink Design Private Limited (“Transferor Company”), Space Matrix Design Consultants Private Limited (“Transferee Company”) and Space Matrix International Pte Ltd (“the Assignee”), the rights, title and interest in the 78 shares of Space Matrix India Private Limited (which were to be issued to the Blink Design Group Pte. Ltd shareholder of the Transferor Company) were transferred to the Assignee, an existing shareholder of the Transferee Company.

9. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares;

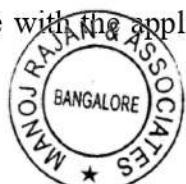
10. During the year, the Company has not declared the payment of the dividend and the Company was not required to transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

11. Signing of audited financial statement was done 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. The Company duly maintained constitution, appointment, re-appointments, retirement, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them was within permissible limits;

13. Appointment/ reappointment/ filling up casual vacancies of auditors is as per the provisions of section 139 of the Act;

14. There were no instances of obtaining approvals from the Central Government, Court or such other authorities under the various provisions of the Act; However, The Scheme of Amalgamation between Space Matrix Design Consultants Private Limited (Transferee Company) and Blink Design Private Limited (Transferor Company) has been duly approved by the Hon’ble National Company Law Tribunal (NCLT), Bengaluru Bench vide its Order dated 24th March 2025, and the same has been carried out in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.



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15. The Company has not accepted, renewed and repaid any deposits during the period under review;

16. Based on the records provided by the Company, in the books of the Company the secured long term loan of Rs. 107.55 millions and short term loan of Rs. 169.56 millions stands in the name of various Banks and Financial Institutions as on 31.3.2025 and necessary charges are created in that respect;

17. The Company has not extended any guarantee or security prescribed under section 186 of the Act during the financial year 2024-25. The company has given a unsecured loan of INR 34.95 million to its wholly owned subsidiary.

During the year under review, the Company has made an investment in Space Matrix Design LLC, by investing 100 fully paid-up equity shares of face value AED 1,000 each. The total investment amounts to AED 100,000.

Further, below investment stands in the name of the Company as at the end of the period under review:

DETAILS OF INVESTMENT IN ASSOCIATE

PARTICULARS	AS AT 31.03.2025 (AMOUNT IN RS.)
25,641 Equity Shares of face value of Re. 1 each fully paid – up in Urban Frame Private Limited	3,00,00,000
31,145 shares of Face Value of Re. 1/- each fully paid – up in Pursuite Enterprises Private limited.	21,374,335
100 fully paid-up equity shares face value of AED 1000 each in Space Matrix Design LLC	22,87,740
TOTAL	5,36,62,045

18. The Company has not altered its Memorandum of Association and Articles of Association during the period under review.

Place: Bangalore
Date: 24.01.2026


Signature:
G3 Manoj Kumar Rajan
C. P. No.: 13851
UDIN: A019865G003493357