

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)

U72400MH2000PLC125369

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	FRACTAL ANALYTICS LIMITED	FRACTAL ANALYTICS LIMITED
Registered office address	Level 7, Commerz II, International Business Park, Oberoi Garden City, Off. W. E. Highway, Go,regaon (E), NA, Mumbai, Mumbai City, Maharashtra, India, 400063	Level 7, Commerz II, International Business Park, Oberoi Garden City, Off. W. E. Highway, Go,regaon (E), NA, Mumbai, Mumbai City, Maharashtra, India, 400063
Latitude details	19.1551485	19.1551485
Longitude details	72.8678551	72.8678551

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

Photo of Reg office.pdf

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

AA*****2D

(c) *e-mail ID of the company

*****.agarwal@fractal.ai

(d) *Telephone number with STD code

+91*****37

(e) Website	<div style="border: 1px solid black; padding: 2px;">https://fractal.ai/</div>										
iv *Date of Incorporation (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">28/03/2000</div>										
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	<div style="border: 1px solid black; padding: 2px;">Public company</div>										
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	<div style="border: 1px solid black; padding: 2px;">Company limited by shares</div>										
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	<div style="border: 1px solid black; padding: 2px;">Indian Non-Government company</div>										
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes <input type="radio"/> No										
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input type="radio"/> Yes <input checked="" type="radio"/> No										
(b) Details of stock exchanges where shares are listed											
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 15%;">S. No.</th> <th style="width: 55%;">Stock Exchange Name</th> <th style="width: 30%;">Code</th> </tr> </thead> <tbody> <tr> <td style="height: 30px;"></td> <td></td> <td></td> </tr> </tbody> </table>				S. No.	Stock Exchange Name	Code					
S. No.	Stock Exchange Name	Code									
viii Number of Registrar and Transfer Agent	<div style="border: 1px solid black; padding: 2px; width: 200px;">1</div>										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 25%;">Name of the Registrar and Transfer Agent</th> <th style="width: 25%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 25%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center; vertical-align: middle;">U67190MH1999PTC118368</td> <td style="text-align: center; vertical-align: middle;">MUFG INTIME INDIA PRIVATE LIMITED</td> <td style="vertical-align: middle;">C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ,,,Mumbai,Mumbai City,Maharashtra,India,40008 3</td> <td style="text-align: center; vertical-align: middle;">INR000004058</td> </tr> </tbody> </table>				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	U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ,,,Mumbai,Mumbai City,Maharashtra,India,40008 3	INR000004058
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ix * (a) Whether Annual General Meeting (AGM) held	<input checked="" type="radio"/> Yes <input type="radio"/> No										
(b) If yes, date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">15/07/2025</div>										
(c) Due date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">30/09/2025</div>										
(d) Whether any extension for AGM granted	<input type="radio"/> Yes <input checked="" type="radio"/> No										
(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension	<div style="border: 1px solid black; height: 20px;"></div>										

(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

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	62	Computer programming, consultancy and related activities	100

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

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

32

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		2961125	Fractal Analytics Inc	Subsidiary	100
2		200309600D	Fractal Private Limited	Subsidiary	100
3	U74999MH2016PTC283206		CUDDLE ARTIFICIAL INTELLIGENCE PRIVATE LIMITED	Subsidiary	100
4	U74999MH2016PTC283891		QURE.AI TECHNOLOGIES PRIVATE LIMITED	Associate	31.51
5	U74140MH2008PTC177641		FINAL MILE CONSULTANTS PRIVATE LIMITED	Subsidiary	100
6	U72900MH2018PTC318795		THEREMIN AI SOLUTIONS PRIVATE LIMITED	Subsidiary	71.03

7	U74999MH2020PTC347625		EUGENIE TECHNOLOGIES PRIVATE LIMITED	Subsidiary	100
8		0 7195737	Fractal Analytics UK Limited	Subsidiary	100
9		00 2399507	Fractal Analytics (Canada) Inc.	Subsidiary	100
10		CHE-471.180.260	Fractal Analytics (Switzerland)	Subsidiary	100
11		HRB 107465	Fractal Analytics Germany GmbH	Subsidiary	100
12		69252696	Fractal Analytics Netherland B.V.	Subsidiary	100
13		41492074	Limited Liability Company Symphony (Ukraine)	Subsidiary	100
14		5180309	Final Mile Consulting LLC	Subsidiary	100
15		626639 272	Fractal Analytics Australia Pty Ltd.	Subsidiary	100
16		1294003- U	Fractal Analytics Malaysia SDN BHD	Subsidiary	100
17		91310115MA1HAC0	Fractal Analytics (Shanghai) Limited	Subsidiary	100
18		559195-1032	Fractal Analytics Sweden AB	Subsidiary	100
19		5108201	Eugenie.ai Inc.	Subsidiary	94.12
20		AAW-3436	Theremin Multi Strategy Fund LLP	Subsidiary	99.99
21		7413770	Asper.AI Inc	Subsidiary	96.97
22		12303315	Asper.AI Limited	Subsidiary	100
23	U72900MH2017PTC436180		SENSEFORTH AI RESEARCH PRIVATE LIMITED	Subsidiary	100
24	U72900MH2014FTC254858		NEAL ANALYTICS SERVICES PRIVATE LIMITED	Subsidiary	100
25		6325287	Senseforth, Inc.	Subsidiary	100
26	U72900MH2022PTC377868		FRACTAL ALPHA PRIVATE LIMITED	Subsidiary	100
27		6652403	Fractal Frontiers, Inc.	Subsidiary	100
28		2203459	Fractal LLC-FZ	Subsidiary	100

29	U72900KA2019FTC128045		ASPER.AI TECHNOLOGIES PRIVATE LIMITED	Subsidiary	99.99
30	U80904MP2014PTC032389		ANALYTICS VIDHYA EDUCON PRIVATE LIMITED	Subsidiary	55.92
31		7612506	Analytics Vidhya Inc (USA)	Subsidiary	0
32		17357	Fractal AI Limited (Abu Dhabi)	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	389400000.00	26838408.00	26838408.00	26838408.00
Total amount of equity shares (in rupees)	389400000.00	26838408.00	26838408.00	26505979.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	389400000	26838408	26838408	26838408
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	389400000.00	26838408.00	26838408	26505979

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	50600000.00	4523604.00	4523604.00	4523604.00

Total amount of preference shares (in rupees)	50600000.00	4523604.00	4523604.00	4523604.00
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Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Compulsorily Convertible Preference Shares				
Number of preference shares	50600000	4523604	4523604	4523604
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	50600000.00	4523604.00	4523604	4523604

(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	3942421	22375368	26317789.00	26317789	25985360	
Increase during the year	0.00	4386289.00	4386289.00	4386289.00	4386289.00	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	520619	520619.00	520619	520619	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify <div>Conversion from Physical to Demat</div>	0	3865670	3865670.00	3865670	3865670	
Decrease during the year	3865670.00	0.00	3865670.00	3865670.00	3865670.00	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 <div>Conversion from Physical to Demat</div>	3865670	0	3865670.00	3865670	3865670	
At the end of the year	76751.00	26761657.00	26838408.00	26838408.00	26505979.00	
(ii) Preference shares						
At the beginning of the year	0	4523604	4523604.00	4523604	4523604	
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>NA</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	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iv Others, specify						
NA	0	0	0.00			
At the end of the year	0.00	4523604.00	4523604.00	4523604.00	4523604.00	4523604

ISIN of the equity shares of the company

INE212S01015

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)

☒ 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				
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(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

14366358758

ii * Net worth of the Company

16119960918

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)	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 (promoters)

0

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	10550705	39.31	0	0.00

	(ii) Non-resident Indian (NRI)	2679963	9.99	0	0.00
	(iii) Foreign national (other than NRI)	195516	0.73	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)	181	0.00	0	0.00
10	Others				
	Foreign Company	13412043	49.97	4523604	100.00
	Total	26838408.00	100	4523604.00	100

Total number of shareholders (other than promoters)

742

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

742.00

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

Sl.No	Category	
1	Individual - Female	211
2	Individual - Male	528
3	Individual - Transgender	0
4	Other than individuals	3
	Total	742.00

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

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

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

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

Details	At the beginning of the year	At the end of the year
Promoters	0	0
Members (other than promoters)	395	742
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	0	0	0	0	0
B Non-Promoter	1	9	1	9	4.88	5.61
i Non-Independent	1	7	1	6	4.88	5.61

ii Independent	0	2	0	3	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	9	1	9	4.88	5.61

*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
SRIKANTH VELAMAKANNI	01722758	Whole-time director	1529118	
PRANAY NARENDRA AGRAWAL	00485739	Director	1697904	
GAVIN ECHLIN PATTERSON	08553630	Director	61199	
PUNEET BHATIA	00143973	Director	0	02/08/2025
VIVEK MOHAN	08306394	Director	0	
ROHAN HALDEA	08335883	Director	0	
NEELAM DHAWAN	00871445	Director	0	
KAREN ANN TERRELL	09764751	Director	0	
JANAKI AKELLA	10680793	Director	0	
SASHA GULU MIRCHANDANI	01179921	Director	0	
SOMYA AGARWAL	ADMPA0278K	Company Secretary	6606	

B (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 (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
GULU LALCHAND MIRCHANDANI	00026664	Director	26/04/2024	Cessation
SASHA GULU MIRCHANDANI	01179921	Additional Director	26/04/2024	Appointment
JANAKI AKELLA	10680793	Additional Director	01/08/2024	Appointment
SASHA GULU MIRCHANDANI	01179921	Director	30/08/2024	Change in designation
JANAKI AKELLA	10680793	Director	30/08/2024	Change in designation
ANURAG SUD	09591664	Director	28/03/2025	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

4

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	30/08/2024	477	7	84.52
Extra Ordinary General Meeting	09/10/2024	551	6	67.18
Extra Ordinary General Meeting	07/02/2025	705	7	79.6
Extra Ordinary General Meeting	28/03/2025	726	7	79.49

B BOARD MEETINGS

*Number of meetings held

5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance
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			Number of directors attended	% of attendance
1	17/06/2024	10	10	100
2	26/06/2024	10	9	90
3	04/09/2024	11	10	90.91
4	11/12/2024	11	11	100
5	12/03/2025	11	10	90.91

C COMMITTEE MEETINGS

Number of meetings held

11

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	Audit and Risk Committee	17/06/2024	3	3	100
2	Audit and Risk Committee	04/09/2024	3	3	100
3	Audit and Risk Committee	11/12/2024	3	3	100
4	Audit and Risk Committee	11/03/2025	3	3	100
5	Nomination and Remuneration Committee	17/06/2024	4	4	100
6	Nomination and Remuneration Committee	26/06/2024	4	4	100
7	Nomination and Remuneration Committee	11/12/2024	4	3	75
8	Nomination and Remuneration Committee	11/03/2025	4	3	75
9	Corporate Social Responsibility and Environment, Social and Governance Committee	17/06/2024	5	5	100

10	Corporate Social Responsibility and Environment, Social and Governance Committee	03/09/2024	5	5	100
11	Corporate Social Responsibility and Environment, Social and Governance Committee	11/03/2025	5	4	80

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	SRIKANTH VELAMAKANNI	5	5	100	3	3	100	Yes
2	PRANAY NARENDRA AGRAWAL	5	5	100	0	0	0	No
3	GAVIN ECHLIN PATTERSON	5	5	100	4	4	100	No
4	PUNEET BHATIA	5	3	60	0	0	0	No
5	VIVEK MOHAN	5	5	100	7	7	100	No
6	ROHAN HALDEA	5	5	100	4	2	50	No
7	NEELAM DHAWAN	5	5	100	11	11	100	Yes
8	KAREN ANN TERRELL	5	5	100	8	8	100	No
9	JANAKI AKELLA	5	3	60	0	0	0	No
10	SASHA GULU MIRCHANDANI	5	5	100	3	3	100	No

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SRIKANTH VELAMAKANNI	Whole-time director	77120181	0	0	135402	77255583.00
	Total		77120181.00	0.00	0.00	135402.00	77255583.00

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SOMYA AGARWAL	Company Secretary	17134652	0	0	120292	17254944.00
	Total		17134652.00	0.00	0.00	120292.00	17254944.00

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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	KAREN ANN TERRELL	Director	0	0	0	8540000	8540000.00
2	NEELAM DHAWAN	Director	0	0	0	8250000	8250000.00
3	JANAKI AKELLA	Director	0	0	0	5693333.33	5693333.33
	Total		0.00	0.00	0.00	22483333.33	22483333.33

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

1

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)
Fractal Analytics Limited	Chief Commissioner of Income Tax (TDS)	27/12/2024	Sec 276B r.w.s 278B of the Income Tax Act, 1961	Delay in deposit of TDS	25935164

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

742

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder (filled).xlsx

(b) Optional Attachment(s), if any

UDIN for form MGT-8.pdf
Clarification letter_Fractal.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 FRACTAL ANALYTICS 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

Mannish Lalitchandra Ghia

Date (DD/MM/YYYY)

04/09/2025

Place

Mumbai

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

3*3*

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

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

01722758

*(b) Name of the Designated Person

SRIKANTH VELAMAKANNI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* CR29/22-23/BM dated*

(DD/MM/YYYY)

05/12/2022

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

0*7*2*5*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

1*3*6

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)

AB6525188

eForm filing date (DD/MM/YYYY)

05/09/2025

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