## 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]



## **Annual Return**

(other than OPCs and Small Companies)

Form language	<ul><li>English</li></ul>		
Refer the instruc	tion kit for fil	ing the form.	

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

I. RE	EGISTRATION AND OTHER	DETAILS			
(i) * C	orporate Identification Number (CI	N) of the company	U74999	KA2018PTC182589	Pre-fill
Global Location Number (GLN) of the company					
* F	Permanent Account Number (PAN)	of the company	AAKCP0		
(ii) (a	) Name of the company		POCKET	FM PRIVATE LIMITED	
(b	) Registered office address				
	256/A, 17th Cross Road, Sector 6, HSI Bangalore South Bangalore Karnataka 560102	R Layout HSR Layout			
(c	) *e-mail ID of the company		CS*****	**FM.COM	
(d	) *Telephone number with STD co	de	91*****17		
(e	) Website		www.pocketfm.com		
(iii)	Date of Incorporation		28/09/2	018	
(iv)	Type of the Company	Category of the Company		Sub-category of the	Company
Private Company Company limited by sha		Company limited by share	hares Indian Non-Government con		rernment company
(v) Wh	ether company is having share ca	pital • Y	es (	) No	

Yes

No

(vii) *Fina	ncial year Fro	om date 01/04/	2023	(DD/MM/Y	YYY) To date	31/03/2024	(DD/M	M/YYYY)
(viii) *Whe	ether Annual	general meetino	g (AGM) held		Yes 🔾	No		
(a) If	yes, date of	AGM [	30/09/2024					
(b) D	oue date of A	GM [	30/09/2024					
` '	•	extension for AG	· ·		○ Yes	<ul><li>No</li></ul>		
II. PRIN	CIPAL BU	SINESS ACT	IVITIES OF T	HE COMP	PANY			
*N	umber of bus	iness activities	1					
S.No	Main Activity group code	Description of I	Main Activity grou	Business Activity Code	Description	of Business Activi	ty	% of turnover of the company
1	J	Information a	nd communication	J7		cessing, hosting and ctivities; web porta		100
(INCL	LUDING JO	INT VENTU	G, SUBSIDIA RES) ation is to be give			COMPANIES		
S.No	Name of t	he company	CIN / FC	RN		diary/Associate/ /enture	% of sh	ares held
1	Pocket	FM Corp.			Hol	ding	6.	5.97
IV. SHA	RE CAPITA	AL, DEBENT	URES AND O	THER SE	CURITIES O	F THE COMPA	NY	
(i) *SHAR	RE CAPITA	I						
( )	y share capita							
	Particula	rs	Authorised capital	Issue capit		escribed paid	up capital	

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	71,814	69,742	69,742	69,742
Total amount of equity shares (in Rupees)	718,140	697,420	697,420	697,420

Number of classes

2			
_			

	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	50,000	47,928	47,928	47,928

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	500,000	479,280	479,280	479,280
Class of Shares Series B Equity	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	21,814	21,814	21,814	21,814
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	218,140	218,140	218,140	218,140

## (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	87,592	45,155	45,155	45,155
Total amount of preference shares (in rupees)	8,759,200	4,515,500	4,515,500	4,515,500

Number of classes

6	
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Class of shares CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	20,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	2,000,000	0	0	0
Class of shares Series Seed CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	6,152	6,152	6,152	6,152
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	615,200	615,200	615,200	615,200
Class of shares Series A CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	13,700	13,653	13,653	13,653
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	1,370,000	1,365,300	1,365,300	1,365,300

Class of shares Series A1 CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	200	58	58	58
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	20,000	5,800	5,800	5,800
Class of shares Series B CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	42,540	20,717	20,717	20,717
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	4,254,000	2,071,700	2,071,700	2,071,700
Class of shares Series B1 CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	5,000	4,575	4,575	4,575
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	500,000	457,500	457,500	457,500

## (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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	58,925	0	58925	589,250	589,250	
Increase during the year	10,817	0	10817	108,170	108,170	576,271,689
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	10,634	0	10634	106,340	106,340	570,439,662
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	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	183		183	1,830	1,830	5,832,027
Conversion of Warrants into Equity Shares	103		100	1,000	1,000	0,002,021
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	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	69,742	0	69742	697,420	697,420	
Preference shares						
At the beginning of the year	45,155	0	45155	4,515,500	4,515,500	
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	
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption 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	45,155	0	45155	4,515,500	4,515,500	
		L		L	1	l

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

0			

Class of shares			(i)			(ii)			(iii)		
Before split /	Number of sh	ares									
Consolidation	Face value per	share									
After split /	Number of sh	ares									
Consolidation	Face value per	share									
(iii) Details of share of the first return a									cial ye	ear (or in th	e case
Nil	any time sii	ice the h	ncorpe	natio	יוו טו נוו	e com	parry)				
[Details being prov	rided in a CD/Dig	ital Media	]		$\bigcirc$	Yes	$\bigcirc$	No	•	Not Applicable	е
Separate sheet att	ached for details	of transfe	ers		$\bigcirc$	Yes	$\bigcirc$	No			
Note: In case list of trans Media may be shown.	fer exceeds 10,	option for	submiss	ion as	a separa	te sheet	attach	ment o	r subm	nission in a CD/	'Digital
Date of the previous	annual genera	l meeting	l	11/12	2/2023						
Date of registration of	of transfer (Dat	e Month \	Year)	10/0	1/2024						
Type of transfe	Prefe	rence Sha	1 - Equ	ıity, 2-	Prefere	ence Sh	ares,3	- Deb	enture	es, 4 - Stock	
Number of Shares/ I Units Transferred	Debentures/	1,529			Amount Debenti			.) 817,	549		
Ledger Folio of Tran	sferor	C	CCPS-1								
Transferor's Name								Ligh	ntspeed	India Partners	II LL(
	Surna	me			middle	name			1	first name	
Ledger Folio of Tran	sferee		CCPS-5	;							

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

	Outstanding as at the beginning of 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)

` '	•	•			
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					

0

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

(i) Turnover

2,608,521,644

(ii) Net worth of the Company

1,052,418,891

## VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equ	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	15,938	22.85	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	0	0	0	0
	Total	15,938	22.85	0	0

**Total number of shareholders (promoters)** 

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

S. No.	Category	Equ	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	245	0.35	58	0.13	
	(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)	53,559	76.8	45,097	99.87	
10.	Others	0	0	0	0	

	Total	53,804	77.15	45,155	100			
Total nur	Total number of shareholders (other than promoters) 9							
	aber of shareholders (Promoters+Public n promoters)	<b>c</b> /						

# 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	3	3
Members (other than promoters)	7	9
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	2	0	2	0	9.85	0
B. Non-Promoter	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	Independent 0 0		0	0	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	0	1	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	2	1	2	1	9.85	0

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

## (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)
Rohan Nayak	08241838	Director	5,780	
Nishanth KS	08241837	Director	5,536	
Harsha Deepak Kumar	08839209	Nominee director	0	

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

Name			designation/ cessation	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 2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance  Number of members		
Extra Ordinary General Mee	26/07/2023	10	3	13.87	
Annual General Meeting	11/12/2023	10	3	13.87	

#### **B. BOARD MEETINGS**

\*Number of meetings held 7

S. No.	Date of meeting	Total Number of directors associated as on the date			
		of meeting	Number of directors attended	% of attendance	
1	17/04/2023	3	2	66.67	
2	21/07/2023	3	2	66.67	
3	18/08/2023	3	3	100	
4	27/09/2023	3	2	66.67	
5	16/11/2023	3	2	66.67	

0

S. No.	S. No.  Date of meeting  Total Number of dire associated as on the of meeting		е		
		_	Number of directors attended	% of attendance	
6	10/01/2024	3	2	66.67	
7	24/01/2024	3	2	66.67	

#### C. COMMITTEE MEETINGS

Nι	mber of meeting	gs held				
	S. No.	Type of meeting	Date of meeting	Total Number of Members as		Attendance
					Number of members attended	% of attendance
	1					

#### D. \*ATTENDANCE OF DIRECTORS

	of the director	Board Meetings			Committee Meetings			Whether attended AGM
S. No.			Meetings 17	% of		Meetings	% of attendance	held on
		entitled to attend	attended		entitled to attended attend		atteridarioc	30/09/2024
								(Y/N/NA)
1	Rohan Nayak	7	7	100	0	0	0	Yes
2	Nishanth KS	7	7	100	0	0	0	Yes
3	Harsha Deepa	7	1	14.29	0	0	0	No

### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

0		
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

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	l۸		

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0

	Nan	ne	Designation	Gross Salar	y Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total							
umber o	of other direct	tors whose re	muneration de	tails to be entere	ed	-	2	
S. No.	Nan	ne	Designation	Gross Salar	y Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rohan	Nayak	Director	7,303,200	0	0	0	7,303,200
2	Nishan	th KS	Director	7,303,200	0	0	0	7,303,20
	Total			14,606,400	0 0	0	0	14,606,40
			- DETAILS TI	-	MPANY/DIRECTOR	S /OFFICERS 🔀	Nil	
) DETAI	ILS OF PENA	Name of the concerned	IISHMENT IMF	POSED ON COI	ame of the Act and	S /OFFICERS Details of penalty/punishment	Nil  Details of appea including preser	
Name of company	ILS OF PEN/ f the ny/ directors/	Name of the concerned Authority	IISHMENT IMF	POSED ON COM Na of Order se pe	ame of the Act and	Details of penalty/	Details of appea	
Name of company officers  B) DETA	f the y/ directors/	Name of the concerned Authority	court/ Date of court/	POSED ON COR	ame of the Act and	Details of penalty/	Details of appea	nt status

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#### 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 rupe	es or
more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.	

Name	A K Goyal & Associates
Whether associate or fellow	Associate    Fellow
Certificate of practice number	22542

#### 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.
- (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 the 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 a 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.

#### **Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ..

07 dated 27/09/2024

(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 compiled 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	NAYAK Date: 2024.11.27 12:18:49 +05'30'			
DIN of the director	0*2*1*3*			
To be digitally signed by	Ankush Kumar Goyal Digitally signed by Ankush Kumar Goyal Date: 2004-11.28 12:35-42 + 465307			
Company Secretary				
Company secretary in practice				
Membership number 5*8*0		Certificate of practice nu	mber	2*5*2

1. List of share holders, debenture holders MGT-8\_Pocket FM.pdf Attach List of Shareholders\_Signed.pdf 2. Approval letter for extension of AGM; Attach Designated Person\_Intimation Letter\_Sign 3. Copy of MGT-8; **Attach** 4. Optional Attachement(s), if any **Attach** Remove attachment Prescrutiny Submit Check Form Modify

List of attachments

**Attachments** 

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