

Form No. MGT-7

Form language

 English Hindi**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

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

U64201KA2005PTC121534

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/01/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/12/2024

(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	COMMUNICATIONS TEST DESIGN INDIA PRIVATE LIMITED	COMMUNICATIONS TEST DESIGN INDIA PRIVATE LIMITED
Registered office address	No.48, 2nd Phase, Peenya Industrial Area, Peenya,NA,Bengaluru,Bangalore,Karnataka,India ,560058	No.48, 2nd Phase, Peenya Industrial Area, Peenya,NA,Bengaluru,Bangalore,Karnataka,India ,560058
Latitude details	13.0062876	13.0062876
Longitude details	77.4974416	77.4974416

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

CTDI_Photo of Registered Office with name board-min.jpg

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

AA*****0A

(c) *e-mail ID of the company

*****.sulakhi@ctdi.com

(d) *Telephone number with STD code

80*****82

(e) Website

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

02/09/2005

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)

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)

25/06/2025

(c) Due date of AGM (DD/MM/YYYY)

30/06/2025

(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

2

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	63	Information service activities	78.12
2	G	Wholesale and retail trade; repair of motor vehicles and motorcycles	46	Wholesale trade, except of motor vehicles and motorcycleS	21.88

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

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

1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		NA	Communications Test Design Inc. USA	Holding	99.42

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	7200000	6307800	6307800	6307800
Total amount of equity shares (in rupees)	72000000.00	63078000.00	63078000.00	63078000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	7200000	6307800	6307800	6307800
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	72000000.00	63078000.00	63078000.00	63078000.00

(b) Preference share capital

Particulars	Authorised 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	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	6307800	0	6307800.00	63078000	63078000	
Increase during the year	0.00	0.00	0.00	0.00	0.00	
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 <input type="text"/>			0.00			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
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 <input type="text"/>			0.00			
At the end of the year	6307800.00	0.00	6307800.00	63078000.00	63078000.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Increase during the year	0.00	0.00	0.00	0.00	0.00	
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 <input type="text"/>			0.00			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	
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 <input type="text"/>			0.00			
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		<input type="text"/>
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				
Partly convertible debentures				
Fully convertible debentures				
Total				

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	0.00		0.00		0.00

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

i *Turnover

2829714000

ii * Net worth of the Company

1056181000

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)	6307800	100.00	0	0.00

10	Others <input type="text"/>	0	0.00	0	0.00
	Total	6307800.00	100.00	0.00	0.00

Total number of shareholders (promoters)

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	00	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 <input type="text"/>	0	0.00	0	0.00
	Total	0.00	0.00	0.00	0.00

Total number of shareholders (other than promoters)

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

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

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	0	0	0	0	0	0
B Non-Promoter	1	3	1	3	0.00	0.00
i Non-Independent	1	3	1	3	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						
Total	1	3	1	3	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)
GERALD JOSEPH PARSONS	00338506	Director	0	
LEO DAVID PARSONS	00338605	Director	0	
SURESH KALBURGI SHANKAR	01782758	Director	0	
CHRISTOPHER HOWE	07668283	Director	0	
MILIN VINAYAK SULAKHI	AKJPS5447C	CFO	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
Annual General Meeting	28/06/2024	2	2	100

B BOARD MEETINGS

*Number of meetings held

9

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	22/01/2024	4	3	75.00
2	15/02/2024	4	3	75.00
3	05/04/2024	4	3	75.00
4	25/06/2024	4	3	75.00
5	19/08/2024	4	3	75.00
6	25/09/2024	4	3	75.00

7	23/10/2024	4	3	75.00
8	04/12/2024	4	4	100.00
9	23/12/2024	4	3	75.00

C COMMITTEE MEETINGS

Number of meetings held

0

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

D ATTENDANCE OF DIRECTORS

S. N o	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 25/06/2025 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attenda nce	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attend ance	
1	GERALD JOSEPH PARSONS	9	9	100.00	0	0	0.00	No
2	LEO DAVID PARSONS	9	9	100.00	0	0	0.00	No
3	SURESH KALBURGI SHANKAR	9	1	11.11	0	00	0.00	Yes
4	CHRISTOPHER HOWE	9	9	100.00	0	0	0.00	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

0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	Total						

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	Milin Vinayak sulakhi	CFO	9937000	0	0	0	9937000.00
	Total		9937000.00	0.00	0.00	0.00	9937000.00

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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Suresh Kalburgi Shankar	Director	12290000	0	0	0	12290000.00
	Total		12290000.00	0.00	0.00	0.00	12290000.00

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

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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 (1).xlsm

(b) Optional Attachment(s), if any

CTDI_UDIN of MGT-7_Final.pdf
CTDI_Details of Shareholder as on
31.12.2024.pdf
Form MGT_8
_2024_CTDI_Final_Signed.pdf
EXPLANATORY
NOTE_CTDI_Signed(f).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

COMMUNICATIONS TEST
DESIGN INDIA 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) 31/12/2024

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

PRADEEP
BHEEMSEN
KULKARNI

Digitally signed by
PRADEEP
BHEEMSEN
KULKARNI
Date: 2025.08.24
18:13:24 +05:30'

Name

Pradeep Bheemsen Kulkarni

Date (DD/MM/YYYY)

23/08/2025

Place

Bengaluru

Whether associate or fellow:

Associate Fellow

Certificate of practice number

7*3*

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

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

01782758

* (b) Name of the Designated Person

SURESH KALBURGI SHANKAR

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* dated*
(DD/MM/YYYY) 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**

SURESH
KALBURGI
SHANKAR
Digitally signed by
SURESH KALBURGI
SHANKAR
Date: 2023.08.24
18:00:15 +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*7*2*5*

***To be digitally signed by**

PRADEEP
BHEEMSEN
KULKARNI
Digitally signed by
PRADEEP
BHEEMSEN
KULKARNI
Date: 2023.08.24
18:18:00 +05'30'

Company Secretary Company secretary in practice

*Whether associate or fellow:

Associate Fellow

Membership number

Certificate of practice number

7*3*

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)

AB6179062

eForm filing date (DD/MM/YYYY)

24/08/2025

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

**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

We have examined the registers, records, books and papers of **COMMUNICATIONS TEST DESIGN PRIVATE LIMITED** (“the Company”) as required to be maintained under the Companies Act, 2013 (“the Act”) and the rules made thereunder for the calendar year ended on December 31, 2024. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, 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 thereunder 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 are not stated in the annual return. However, with the Registrar of Companies filing of forms and returns was done within the prescribed time. Further the Company had filed forms with tribunal and Reserve Bank of India. The Company was not required to file any form or return with the Regional Director, Central Government, Court or other authorities during the period under review.
 4. Calling / convening / holding meetings of the Board of Directors and 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. The Company was not required to constitute any committees and further the Company has not passed any resolution by circulation and postal ballot during the period under review.

5. Closure of Register of Members. There is no closure of Register of Security holders during the period under review.
6. Advances/loans to its directors and/or persons or firms or companies referred to in section 185 of the Act. **(Not applicable to the Company during the calendar year ended December 31, 2024).**
7. Contracts/arrangements with related parties as specified in section 188 of the Act.
8. There was no issue and allotment of shares, 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 hence issue of security certificates in all such instances was not applicable.
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. **(Not applicable to the Company during the calendar year ended December 31, 2024).**
10. Declaration / payment of dividend is as per the Section 123 of Companies Act, 2013. The company has no unpaid / unclaimed dividend / other amounts applicable to the Investor Education and Protection Fund.
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 of Board of Directors, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. There were no appointment / re-appointments / retirement / filing up casual vacancies during the period under review.
13. Appointment of auditors as per the provisions of Section 139 of the Act. There were no re-appointment/filling up of Casual Vacancies during the period under review.
14. The Company was not required to take any approvals from the Central Government, Tribunal, Regional Director or Court or such other authorities under the various provisions of the Act during the period under review. However, the company has received approvals with respect to various e-forms filed with the Registrar of Companies during the year.
15. Acceptance/ renewal/ repayment of deposits; **(Not applicable to the Company during the calendar year ended December 31, 2024).**

16. No Borrowings were made from its directors, members, public financial institutions, banks and others and there was no creation / modification / satisfaction of charges during the period under review.
17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act. **(Not applicable to the Company during the calendar year ended December 31, 2024).**
18. There was no alteration of the provisions of the Memorandum of Association and Articles of Association of the Company during the period under review.

For V Sreedharan & Associates

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(Pradeep B Kulkarni)

Partner

FCS: 7260; CP No. 7835

Place: Bengaluru

Date: August 23, 2025

UDIN: F007260G001066813

Peer Review Certificate No. 5543/2024

This certificate is to be read with Annexure which forms an integral part of this certificate.

To

**Communications Test Design India Private Limited
No. 48, 2nd Phase, Peenya Industrial Area,
Peenya, Bengaluru - 560058.**

Our certificate in Form MGT 8 on the Annual Return (MGT-7) for the calendar year ended on December 31, 2024 is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. Compliance with the provisions of the Companies Act 2013, rules, regulations and standards is the responsibility of the Management. Our examination was limited to the verification of records on a test basis.

For V Sreedharan & Associates

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(Pradeep B Kulkarni)

Partner

FCS: 7260; CP No. 7835

Place: Bengaluru

Date: August 23, 2025

UDIN: F007260G001066813

Peer Review Certificate No. 5543/2024

**EXPLANATORY NOTE OF E-FORM MGT-7 FOR FY 2024**

Date: 23-08-2025

Our Certification of e-form MGT-7 of Communications Test Design India Private Limited (hereinafter called as “the Company”) is subject to the following clarifications:

1) For the point no. B dealing with the details of Compounding of offences under Section XII of e-form MGT-7 i.e. Penalty and Punishment - Details thereof, it is brought to the kind attention of Registrar of Companies, Bengaluru that the Company has filed the following compounding applications:

- A Compounding Application was filed with Registrar of Companies, Bengaluru which in turn forwarded to Hon’ble National Company Law Tribunal, Bengaluru (hereinafter called as “Hon’ble NCLT, Bengaluru”) under Section 441 of Companies act, 2013 in the matter of non-compliances of Section 96 read with section 99 of Companies act, 2013 dealing with delay in holding AGMs for the FY ended 2019, 2020 and 2021. The Compounding application was submitted with Hon’ble NCLT, Bengaluru through e-filing portal on June 24, 2024, and registered as C.P. No. 72/BB/2024. The matter was pending with Hon’ble NCLT, Bengaluru for the year ended 31st December 2024.

The Hon’ble NCLT, Bengaluru, vide order dated April 23, 2025, disposed of the application and levied compounding fees as follows:

- Rs. 13,26,000/- on the Company,
- Rs. 4,45,800 on the Officer in Default, namely Mr. Milin Vinayak Sulakhi.
- Rs.4,45,800 on the Officer in Default, namely Mr. Suresh Kalburgi Shankar.

The compounding fees were paid by the applicants as on May 08, 2025, through NTRP portal. Also, e-form INC 28 has been filed with Registrar of Companies in this regard.

- A compounding application was filed with Reserve Bank of India (RBI) on November 07, 2024, in connection with the contraventions of Paragraph 8, 9(1)(A) and 9(1)(B) of Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 [Notification No. FEMA 20/2000-RB dated May 3, 2000] issued under Foreign Exchange Management Act, 1999.

Subsequently, the Company submitted a revised application on March 05, 2025, in response to initial observations by the RBI. However, vide letter dated April 16, 2025, the RBI returned the application, including the resubmission, with a direction to first complete all pending administrative actions related to the said contraventions. The RBI has advised the Company to reapply for compounding only after completing the required procedural compliances.

- 2) For the point Viii dealing with the Number of Registrar and Transfer Agent (RTA) under Section I of e-form MGT-7 it is brought to the kind attention of Registrar of Companies, Bengaluru that the Company appointed Kfin Technologies Limited as its Registrar and Transfer Agent (RTA) on September 25, 2024 to facilitate the dematerialisation of its equity shares. The process of dematerialisation is currently ongoing, and the Company is in the process of obtaining the International Securities Identification Number (ISIN) from the depository. As of the date of this filing, the ISIN has not yet been allotted.

For V. Sreedharan & Associates

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(Pradeep B Kulkarni)

Partner,

FCS: 7260; CP No. 7835

Place: Bengaluru

Peer Review Certificate No. 5543/2024

DETAILS OF EQUITY SHAREHOLDING AS ON 31-12-2024

S. No.	Name & Address of Members	No. of shares	Percentage	Nominal Value	Total value of Shares
			[%]	(Rs.)	
1	Communications Test Design Inc. Address : 1373 Enterprise Drive, West Chester, PA 19380 USA	62,71,400	99.42	10	6,27,14,000
2	CTDI Asia Pacific Inc. Address : 1373 Enterprise Drive, West Chester, PA 19380 USA	36,400	0.58	10	3,64,000
	Total shareholding	63,07,800			6,30,78,000

For Communications Test Design India Private Limited



Suresh Kalburgi Shankar
Director
DIN: 01782758



Date: 25-06-2025

Place: Bengaluru

Communications Test Design India Private Limited

Works : No. 48, 2nd Phase, Peenya Industrial Area, Bengaluru, Karnataka, INDIA- 560058.

Tel.: +91- 80- 35255382 / 35255338



Regd. Office : No. 48, 2nd Phase, Peenya Industrial Area, Bengaluru, Karnataka, INDIA- 560058.

Tel.: +91- 80- 35255382 / 35255338, CIN: U64201KA2005PTC121534, Email: support.india@ctdi.com, URL: www.ctdi.in