

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]



Form language

☒ English ☐ Hindi

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L25208HR1983PLC015135

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	STUDDS ACCESSORIES LTD.	STUDDS ACCESSORIES LTD.
Registered office address	Plot No. 918, Sector 68, IMT,NA,Faridabad,Faridabad,Haryana,India,1210 04	Plot No. 918, Sector 68, IMT,NA,Faridabad,Faridabad,Haryana,India,1210 04
Latitude details	28.314735	28.314735
Longitude details	77.367256	77.367256

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

Photo of Registered Office _new
(2).jpg

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

AA*****7Q

(c) *e-mail ID of the company

*****tarial@studds.com

(d) *Telephone number with STD code

01*****00

(e) Website

www.studds.com

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

03/02/1983

v (a) *Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public 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
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent

1

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,400083	INR000004058

ix * (a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

(b) If yes, date of AGM (DD/MM/YYYY)

06/09/2025

(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

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	C	Manufacturing	32	Other manufacturing	100

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		6245842	Bikerz US Inc.	Subsidiary	100.00

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	50000000.00	39353400.00	39353400.00	39353400.00
Total amount of equity shares (in rupees)	250000000.00	196767000.00	196767000.00	196767000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	50000000	39353400	39353400	39353400
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	250000000.00	196767000.00	196767000	196767000

(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
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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	160400	19516300	19676700.00	98383500	98383500	
Increase during the year	0.00	19683900.00	19683900.00	98419500.00	98419500.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	19676700	19676700.00	98383500	98383500	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 Dematerialisation	0	7200	7200.00	36000	36000	0
Decrease during the year	7200.00	0.00	7200.00	36000.00	36000.00	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 Dematerialisation	7200	0	7200.00	36000	36000	
At the end of the year	153200.00	39200200.00	39353400.00	196767000.00	196767000.00	
(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	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 NA	0	0	0.00	0	0	
Decrease during the year	0.00	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 NA	0	0	0.00	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

INE00Q601028

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

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

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					

i *Turnover

5825599442.88

ii * Net worth of the Company

4504230378.40

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	31002320	78.78	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	31002320.00	78.78	0.00	0

Total number of shareholders (promoters)

6

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	7527708	19.13	0	0.00
	(ii) Non-resident Indian (NRI)	154188	0.39	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)	426784	1.08	0	0.00

10	Others				
	IEPF & Escrow A/c	242400	0.62	0	0.00
	Total	8351080.00	21.22	0.00	0

Total number of shareholders (other than promoters)

5444

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

5450.00

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

Sl.No	Category	
1	Individual - Female	851
2	Individual - Male	2561
3	Individual - Transgender	0
4	Other than individuals	2038
	Total	5450.00

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	6
Members (other than promoters)	4694	5444
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	3	0	70.2	0
B Non-Promoter	0	3	0	3	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	3	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	2	3	3	3	70.20	0.00

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

8

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)
MADHU BHUSHAN KHURANA	00172770	Managing Director	14935560	
SIDHARTHA BHUSHAN KHURANA	00172788	Managing Director	12509360	
SHILPA ARORA	10733950	Whole-time director	180000	
PANKAJ DUHAN	08093989	Director	0	
SHISHIRA RUDRAPPA	01146470	Director	0	

DEEPSHIKHA SINGLA	10805209	Director	0	
MANISH MEHTA	AAXPM6660R	CFO	0	
ASHA MITTAL	BZTPM6205L	Company Secretary	0	

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

8

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)
SHILPA ARORA	10733950	Additional Director	24/08/2024	Appointment
SHILPA ARORA	10733950	Whole-time director	24/08/2024	Change in designation
SHISHIRA RUDRAPPA	01146470	Additional Director	15/11/2024	Appointment
SHISHIRA RUDRAPPA	01146470	Director	17/12/2024	Change in designation
DEEPSHIKHA SINGLA	10805209	Additional Director	15/11/2024	Appointment
DEEPSHIKHA SINGLA	10805209	Director	17/12/2024	Change in designation
PALLAVI SALUJA	07006557	Director	21/11/2024	Cessation
SHANKER DEV CHOUDHRY	07094705	Director	21/11/2024	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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2024	5077	42	84.91
Extra- Ordinary General Meeting	17/12/2024	5295	48	77.26

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	
			Number of directors attended	% of attendance
1	22/06/2024	5	5	100
2	24/08/2024	5	5	100
3	15/11/2024	6	6	100
4	24/12/2024	6	5	83.33
5	25/03/2025	6	6	100

C COMMITTEE MEETINGS

Number of meetings held

15

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 Committee	22/06/2024	4	4	100
2	Audit Committee	24/08/2024	4	4	100
3	Audit Committee	24/12/2024	4	3	75
4	Audit Committee	25/03/2025	4	4	100
5	Nomination and Remuneration Committee	22/06/2024	4	4	100
6	Nomination and Remuneration Committee	24/08/2024	4	4	100
7	Nomination and Remuneration Committee	15/11/2024	4	4	100
8	Nomination and Remuneration Committee	24/12/2024	3	2	66.67

9	Nomination and Remuneration Committee	25/03/2025	3	3	100
10	Corporate Social Responsibility Committee	22/06/2024	3	3	100
11	Corporate Social Responsibility Committee	24/08/2024	3	2	66.67
12	Corporate Social Responsibility Committee	25/03/2025	4	4	100
13	Stateholders Relationship Committee	22/06/2024	3	3	100
14	Risk Management Committee	25/03/2025	3	3	100
15	IPO Committee	26/03/2025	4	4	100

D ATTENDANCE OF DIRECTORS

S. No	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	
								06/09/2025 (Y/N/NA)
1	MADHU BHUSHAN KHURANA	5	5	100	8	8	100	Yes
2	SIDHARTHA BHUSHAN KHURANA	5	5	100	10	10	100	Yes
3	SHILPA ARORA	3	3	100	3	3	100	Yes
4	PANKAJ DUHAN	5	5	100	10	10	100	No
5	SHISHIRA RUDRAPPA	2	2	100	5	5	100	Yes
6	DEEPSHIKHA SINGLA	2	1	50	5	3	60	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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Madhu Bhushan Khurana	Managing Director	19811945.65	10000000	0	0	29811945.65
2	Sidhartha Bhushan Khurana	Managing Director	20751621.55	10000000	0	0	30751621.55
3	Shilpa Arora	Whole-time director	4304000	4000000	0	0	8304000.00
	Total		44867567.20	24000000.00	0.00	0.00	68867567.20

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Manish Mehta	CFO	2092546	0	0	2623788	4716334.00
2	Asha Mittal	Company Secretary	741658	0	0	762758	1504416.00
	Total		2834204.00	0.00	0.00	3386546.00	6220750.00

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

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Deepshikha Singla	Director	0	0	0	20000	20000.00
2	Pankaj Duhan	Director	0	0	0	75000	75000.00
3	Shishira Rudrappa	Director	0	0	0	35000	35000.00
4	Pallavi Saluja	Director	0	0	0	45000	45000.00
5	Shanker Dev Chaudhry	Director	0	0	0	45000	45000.00
	Total		0.00	0.00	0.00	220000.00	220000.00

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

5450

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

Signed MGT-8_Studds_2024-
25.pdf
Clarification letter.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 STUDDS ACCESSORIES LTD. 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

Shashikant Tiwari

Date (DD/MM/YYYY)

23/12/2025

Place

Delhi

Whether associate or fellow:

☐ Associate ☒ Fellow

Certificate of practice number

1*0*0

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

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

BZTPM6205L

*(b) Name of the Designated Person

ASHA MITTAL

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 6(b) dated* (DD/MM/YYYY) 02/03/2024 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*1*2*7*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

3*3*8

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)

AC0556272

eForm filing date (DD/MM/YYYY)

26/12/2025

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 and books and papers of Studds Accessories Limited ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under for the Financial Year ended on March 31, 2025. 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 there under in respect of:
 1. its status under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed therefore;
 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;

During the financial year ended March 31, 2025, the Company was not required to file any form(s) and return(s) to the Regional Director, the Tribunal, Court or other authorities. *Further, Company has delayed the filing of few e-forms with Registrar of Companies, NCT of Delhi and Haryana. As confirmed by the management of the Company that the filing of such e-forms was delayed unintentionally and due to unavoidable circumstances and technical issues.*

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;

During the financial year ended March 31, 2025, the Company has not passed any resolution through postal ballot.

5. closure of Register of Members or any other security holders as the case may be.



During the financial year ended March 31, 2025, the Company was not required to close its 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;

During the financial year ended March 31, 2025, the Company has not made any 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;

During the financial year ended March 31, 2025, the Company has entered into transactions with related parties pursuant to Section 2(76) read with Section 188 of the Companies Act, 2013 which were in the ordinary course of business and at arm's length basis, therefore the provisions of Section 188 were not attracted.

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;~~

During the financial year ended March 31, 2025, the Company has not made any

- transmission or buy back of securities
- redemption of preference shares and debentures;
- reduction of share capital;
- conversion of shares/ securities.

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.

During the financial year ended March 31, 2025, as confirmed by the management of Company that the Company was not required to keep in abeyance the rights to dividend, right 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;

During the financial year ended March 31, 2025, the Company was not required to make transfer of other amounts as applicable to the Investors 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;



During the financial year ended March 31, 2025, there was no retirement and filing up of casual vacancies of Directors and no retirement and filling up casual vacancies of the Key Managerial Personnels. *Further, Substantial delay in complying with the provisions of section 196 of the Act w.r.t providing justification to the members for the re-appointment of Mr. Madhu Bhushan Khurana as Managing director (who had attained the age of 70 years in the year 2018). Further, the required facts have been provided by the Company at the time of his re-appointment at the EGM held on December 17, 2024. Consequently, the Company has filed a Suo-moto application before the Registrar of Companies, NCT of Delhi and Haryana ("ROC") under Section 454 of the Companies Act, 2013 for adjudication of the said delay. ROC vide order dated September 30, 2025, adjudicated the said application and imposed a penalty of Rs. 10,000/- on the Company and its Managing Directors & Chief Financial Officer each. Further, the same has been paid by the Company and its Managing Directors & Chief Financial Officer within prescribed timeline.*

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

During the financial year ended March 31, 2025, the Company has not made 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;

During the financial year ended March 31, 2025, the Company was not required to take any approvals from the Tribunal, Regional Director, Court or other authorities under the provisions of the Act.

15. acceptance/ renewal/ repayment of deposits;

During the financial year ended March 31, 2025, the Company has not made any 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;

During the financial year ended March 31, 2025, the Company has not made any borrowings from its directors, members, financial institutions, banks and others. Accordingly, the Company was not required to create/ modify any charges in respect of borrowing made.

17. loans and investments or guarantees given or providing of security to other bodies corporate or persons falling under the provisions of section 186 of the Act;

During the financial year ended March 31, 2025, the Company has not given any loan, provided guarantee or security to other bodies corporate or persons falling under the provisions of section 186 of the Act.



CHANDRASEKARAN ASSOCIATES

Continuation.....

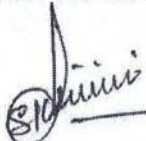
18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

During the financial year ended March 31, 2025, the Company has not made any alteration in its Memorandum and Articles of Association.

**For Chandrasekaran Associates
Company Secretaries**

FRN: P1988DE002500

Peer Review Certificate No.: 6689/2025

Shashikant Tiwari
Partner

Membership No. F11919

Certificate of Practice No. 13050

UDIN: F011919G002686140

Date: December 23, 2025

Place: Delhi

STUDDS ACCESSORIES LIMITED

REGD. OFF. : PLOT NO. 918, SECTOR-68 IMT

FARIDABAD-121004, HARYANA (INDIA)

PHONES : 91-129-4296500

E mail : sales@studds.com, info@studds.com, secretarial@studds.com

CIN No.: L25208HR1983PLC015135

To
The Registrar of Companies
Delhi & Haryana
4th Floor, IFCI Tower,
61, Nehru Place,
New Delhi – 110019

Subject: Clarification on Certain Points in Form MGT-7 for the Financial Year 2024-25

Dear Sir/Madam,

This is to submit the following clarifications in respect of certain fields in Form MGT-7 for the financial year 2024-25:

PART I. REGISTRATION AND OTHER DETAILS

Point vii(a) – Whether shares listed on recognized Stock Exchange(s)

The equity shares of the Company were listed on BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE) on November 07, 2025. The shares were not listed during the reporting period (FY 2024–25), however, the response to this point has been marked as “Yes”, since the listing status reflected on the MCA Master Data is “Yes” as on the date of filing of Form MGT-7.

Listed in Stock Exchange(s) (Y/N)

Yes

PART IV – SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

During the reporting period, no share transfers were processed in physical form. All share transfers were carried out exclusively in dematerialized form through the depository system.

Accordingly, Part IV – Point No. (iii) of Form MGT-7, relating to physical share transfers, has been marked as “NIL”

PART VI SHARE HOLDING PATTERN

(A) TOTAL NUMBER OF SHAREHOLDERS (PROMOTERS)

6 #

6 includes 3 promoters and 3 promoter group who are holding shares.

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PART VI – SHARE HOLDING PATTERN

(B) BREAK-UP OF TOTAL NUMBER OF SHAREHOLDERS

Data received and its limitations (Gender wise breakup)

The data has been furnished based on the information provided by the Registrar and Share Transfer Agent (RTA) of the Company, which pertains to shareholders registered with depository, namely Central Depository Services (India) Limited (CDSL). The other depository, National Securities Depository Limited (NSDL), has not provided the gender-wise break-up to the RTA.

We have mentioned 2038 number in Other than individuals due to unavailability of gender wise breakup from NSDL. However, 2038 includes 1823 individual shareholders whose gender wise break up is not available and 215 shareholders are entities other than individuals.

Accordingly, the above limitation may be noted while considering the gender-wise shareholder data.

XII – PENALTY AND PUNISHMENT – DETAILS THEREOF

During the financial year ended March 31, 2025, there was a substantial delay in complying with the provisions of section 196 of the Act w.r.t providing justification to the members for the re-appointment of Mr. Madhu Bhushan Khurana as Managing director (who had attained the age of 70 years in the year 2018). Further, the required facts have been provided by the Company at the time of his re-appointment at the EGM held on December 17, 2024. Consequently, the Company has filed a Suo-moto application before the Registrar of Companies, NCT of Delhi and Haryana ("ROC") under Section 454 of the Companies Act, 2013 for adjudication of the said delay. ROC vide its order dated September 30, 2025, adjudicated the said application and imposed a penalty of Rs. 10,000/- on the Company and its Managing Directors & Chief Financial Officer each. Further, the same has been paid by the Company and its Managing Directors & Chief Financial Officer within prescribed timeline.

Form MGT-7 for FY 2024-25 allows entering only such dates which are:

- less than or equal to the financial year-end, and
- greater than or equal to the date of incorporation.

Since the order date (30-09-2025) falls outside the permitted date range for FY 2024-25, the validation message (as shown in the screenshot below) prevents entry of the details.



STUDDS ACCESSORIES LIMITED

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CIN No.: L25208HR1983PLC015135

30/09/2025



Enter date less than or equal to financial year
end date and equal to or greater than the
date of incorporation

Accordingly, the respective column has been marked as "NIL".

PART XIII DETAILS OF SHAREHOLDER/ DEBENTURE HOLDER

The count of the total number of shareholders has been captured in the form based on non-PAN-based shareholding (Folio/DP ID-wise), in accordance with the data furnished by the Company's Registrar and Share Transfer Agent (RTA), as PAN-based shareholding due to the non-availability of PAN details for certain shareholders and also because of the gender-wise break-up data provided by the RTA is not PAN-based. The corresponding details have been uploaded in Section XIV(a) under List of shareholders and debenture holders.

We request you to kindly take this clarification on record.

Thank you,

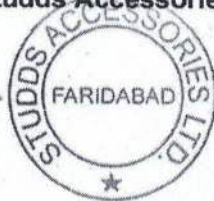
Yours faithfully,

For and on behalf of **Studds Accessories Limited.**

(Asha Mittal)

Company Secretary

M. No.: A32348



Date: 25/12/2025

Place: Faridabad

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