

Annexure II

Form No. MGT-9

Extract of Annual Return

[As on the financial year ended 31st March, 2025]

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule (1) of the Companies [Management and Administration Rules] 2014]

I. Registration and other details:

1.	Corporate Identification Number (CIN)	U72900PN2018PLC176870
2.	Registration No.	176870
3.	Incorporation Date	28/05/2018
4.	Name of the Company	ICODEX PUBLISHING SOLUTIONS LIMITED
5.	Category/Sub-Category of the Company	Company limited By Shares/ Indian Non-Government Company
6.	Address of the Registered Office of the Company	102, First Floor, Suman Business Park, Kalyani Nagar, Viman Nagar, Pune - 411014, Maharashtra, India.
7.	Whether listed	NO
8.	Name, Address and Contact Details of the Registrar and Transfer Agent, if any	CAMEO CORPORATE SERVICES LTD NO-1, CLUB HOUSE ROAD SUBRAMANIAN BUILDING, 5TH FLOOR CHENNAI-600002 Tel. 044-40020700/40020710. E Mail: unit11@cameoindia.com

II. Principal business activities of the Company:

All the business activities contributing 10 % or more of the total turnover of the company shall be stated: -

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1.	Publishing of operating business and other applications	58202	100%

III. Particulars of holding, subsidiary and associate companies:

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of Shares held	Applicable Section
1.					

IV. Shareholding Pattern: [Equity Share Capital Break-up as percentage of Total Equity]

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters (1) Indian									
a) Individual/HUF	-	1000	1000	100%	10800900	-	10800900	88.24%	(11.76%)
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	-	-	-	-	-	-	-	-	-
e) Banks/FI	-	-	-	-	-	-	-	-	-
f)Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	-	1000	1000	100%	10800900	-	10800900	88.24%	(11.76%)
(2) Foreign									
a) NRI’s-Individual	-	-	-	-	-	-	-	-	-

b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	1000	1000	100%	10800900	-	10800900	88.24%	(11.76%)
B. Public Shareholding (1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FII's	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-

i) Others(specify) Foreign Company	-	-	-	-	-	-	-	-	-
Sub-total(B) (1): -	-	-	-	-	-	-	-	-	-
(2) Non-Institutions									
a) Bodies Corp									
i) Indian	-	-	-	-	684861	-	684861	5.59%	5.59%
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	28700	-	28700	0.23%	0.23%
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	726559	-	726559	5.94%	5.94%
c) Others(specify)	-	-	-	-	-	-	-	-	-
Sub-total(B)(2):-	-	-	-	-	1440120	-	1440120	11.77%	11.77%
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	1440120	-	1440120	11.77%	11.77%
C. Shares held by									

Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	1000	1000	100%	12241020		12241020	100%	-

ii) Shareholding of Promoters (including Promoter Group):

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total shares of the Company	% of shares Pledged/encumbered to total shares	No. of Shares	% of total shares of the Company	% of shares Pledged/encumbered to total shares	
1.	KAMALAKKANNAN GOVINDARAJ	500	50%	-	5364447	43.82%	-	(6.18%)
2.	CHETAN SHANKARLAL SONI	500	50%	-	5364447	43.82%	-	(6.18%)
3	INDIRA GOVIND	-	-	-	12001	0.10%	-	0.10%
4	KALAIVANI MAJUMDAR	-	-	-	12001	0.10%	-	0.10%
5	KANIMOZHI	-	-	-	12001	0.10%	-	0.10%
6	ARTI CHETAN SONI	-	-	-	12001	0.10%	-	0.10%
7	PREMKUMAR CHETAN SONI	-	-	-	12001	0.10%	-	0.10%
8	KALA CHETAN SONI	-	-	-	12001	0.10%	-	0.10%
	Total	1000	100%	-	10800900	88.24%	-	(11.76%)

iii) **Change in Promoters' Shareholding (including Promoter Group):** [please specify, if there is no change]: There are changes during the year in the Promoter's shareholding.

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding at the during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	KAMALAKKANNAN GOVINDARAJ				
	At the beginning of the year	500	50%	500	50%
	Decrease due to Transfer of Shares 14/06/2024	(3)	-	497	-
	Decrease due to Transfer of Shares 10/07/2024	(50)	-	447	-
	Increase due to Allotment of Bonus Shares 30/10/2024	5364000	-	5364447	-
	At the end of the year	5364447	43.82%	5364447	43.82%
2	CHETAN SHANKARLAL SONI				
	At the beginning of the year	500	50%	500	50%
	Decrease due to Transfer of Shares 14/06/2024	(3)	-	497	-
	Decrease due to Transfer of Shares 10/07/2024	(50)	-	447	-
	Increase due to Allotment of Bonus Shares 30/10/2024	5364000	-	5364447	-
	At the end of the year	5364447	43.82%	5364447	43.82%
3	INDIRA GOVIND				
	At the beginning of the year	-	-	-	-
	Increase due to Transfer of Shares 14/06/2024	1	-	1	-
	Increase due to Allotment of Bonus Shares 30/10/2024	12000	-	12001	-
	At the end of the year	12001	0.10%	12001	0.10%
4	KALAIVANI MAJUMDAR				
	At the beginning of the year	-	-		

	Increase due to Transfer of Shares 14/06/2024	1	-	1	-
	Increase due to Allotment of Bonus Shares 30/10/2024	12000	-	12001	-
	At the end of the year	12001	0.10%	12001	0.10%
5	KANIMOZHI				
	At the beginning of the year	-	-		
	Increase due to Transfer of Shares 14/06/2024	1	-	1	-
	Increase due to Allotment of Bonus Shares 30/10/2024	12000	-	12001	-
	At the end of the year	12001	0.10%	12001	0.10%
6	ARTI CHETAN SONI				
	At the beginning of the year	-	-		
	Increase due to Transfer of Shares 14/06/2024	1	-	1	-
	Increase due to Allotment of Bonus Shares 30/10/2024	12000	-	12001	-
	At the end of the year	12001	0.10%	12001	0.10%
7	PREMKUMAR CHETAN SONI				
	At the beginning of the year	-	-		
	Increase due to Transfer of Shares 14/06/2024	1	-	1	-
	Increase due to Allotment of Bonus Shares 30/10/2024	12000	-	12001	-
	At the end of the year	12001	0.10%	12001	0.10%
8	KALA CHETAN SONI				
	At the beginning of the year	-	-		
	Increase due to Transfer of Shares 14/06/2024	1	-	1	-
	Increase due to Allotment of Bonus Shares 30/10/2024	12000	-	12001	-
	At the end of the year	12001	0.10%	12001	0.10%

iv) Shareholding Pattern of Top Ten Shareholders: [other than Directors, Promoters and Holder of ADR's/GDR's]

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding at the during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	COMERCINATE ENTERPRISES PRIVATE LIMITED	-	-	-	-
	At the beginning of the year	-	-	-	-
	Increase due to Transfer of Shares 10/07/2024	100	-	100	-
	Decrease due to Transfer of Shares 20/07/2024	(31)	-	69	-
	Increase due to Allotment of Bonus Shares 30/10/2024	828000	-	828069	-
	Decrease due to further sale of shares during the year	(486984)	-	341085	-
	At the end of the year (or on date of separation, if separated during the year)	341085	2.79%	341085	2.79%
2.	SURESH KUMAR AGARWAL				
	At the beginning of the year	-	-	-	-
	Increase due to Transfer of Shares 20/07/2024	25	-	25	-
	Increase due to Allotment of Bonus Shares 30/10/2024	300000	-	300025	-
	At the end of the year (or on date of separation, if separated during the year)	300025	2.45%	300025	2.45%
3.	PARAS CREDIT CAPITAL PRIVATE LIMITED				
	At the beginning of the year	-	-	-	-
	Increase due to Allotment of Shares as right issue 28/09/2024	20	-	20	-

	Increase due to Allotment of Bonus Shares 30/10/2024	240000	-	240020	-
	At the end of the year (or on date of separation, if separated during the year)	240020	1.96%	240020	1.96%
4.	UMANG M. SHAH				
	At the beginning of the year	-	-	-	-
	Bought during the year	160000	-	160000	-
	At the end of the year (or on date of separation, if separated during the year)	160000	1.31%	160000	1.31%
5.	AUTOLEC INTERNATIONAL PRIVATE LIMITED				
	At the beginning of the year	-	-	-	-
	Bought during the year	103756	-	103756	-
	At the end of the year (or on date of separation, if separated during the year)	103756	0.85%	103756	0.85%
6.	VIDISHA SHETH				
	At the beginning of the year	-	-	-	-
	Bought during the year	56470	-	56470	-
	At the end of the year (or on date of separation, if separated during the year)	56470	0.46%	56470	0.46%
7.	MITESH CHANDRAKANT SHETH				
	At the beginning of the year	-	-	-	-
	Bought during the year	47058	-	47058	-
	At the end of the year (or on date of separation, if separated during the year)	47058	0.38%	47058	0.38%
8.	RISHIT BHODATRIA				
	At the beginning of the year	-	-	-	-
	Bought during the year	25600	-	25600	-
	At the end of the year (or on date of separation, if separated during the year)	25600	0.21%	25600	0.21%

9.	CHIRAG SUDESH ARYA				
	At the beginning of the year	-	-	-	-
	Bought during the year	24000	-	24000	-
	At the end of the year (or on date of separation, if separated during the year)	24000	0.20%	24000	0.20%
10.	MUDIT AGARWAL				
	At the beginning of the year	-	-	-	-
	Bought during the year	24000	-	24000	-
	At the end of the year (or on date of separation, if separated during the year)	24000	0.20%	24000	0.20%
11.	SARTHAK CHETAN SHAH				
	At the beginning of the year	-	-	-	-
	Bought during the year	17400	-	17400	-
	At the end of the year (or on date of separation, if separated during the year)	17400	0.14%	17400	0.14%

v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding at the during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	KAMALAKKANNAN GOVINDARAJ				
	At the beginning of the year	500	50%	500	50%
	Decrease due to Transfer of Shares 14/06/2024	(3)	-	497	-
	Decrease due to Transfer of Shares 10/07/2024	(50)	-	447	-
	Increase due to Allotment of Bonus Shares 30/10/2024	5364000	-	5364447	-
	At the end of the year	5364447	43.82%	5364447	43.82%
2.	CHETAN SHANKARLAL SONI				
	At the beginning of the year	500	50%	500	50%
	Decrease due to Transfer of Shares 14/06/2024	(3)	-	497	-
	Decrease due to Transfer of Shares 10/07/2024	(50)	-	447	-
	Increase due to Allotment of Bonus Shares 30/10/2024	5364000	-	5364447	-
	At the end of the year	5364447	43.82%	5364447	43.82%
3.	ANAND PRAVIN PANDE				
	At the beginning of the year	-	-	-	-
	Increase due to Transfer of Shares 20/07/2024	6	-	6	-
	Increase due to Allotment of Bonus Shares 30/10/2024	72000	-	72006	-
	At the end of the year	72006	0.59%	72006	0.59%

V. Indebtedness: (Indebtedness of the Company including interest outstanding/accrued but not due for payment)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the year				
(i) Principal Amount	87,82,138.74	8,746.00	0.00	87,90,884.74
(ii) Interest due but not paid	0.00	0.00	0.00	0.00
(iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	87,82,138.74	8,746.00	0.00	87,90,884.74
Change in indebtedness during the year				
* Addition	29,14,86,287.77	2,04,789.50	0.00	29,16,91,077.27
* Reduction	27,03,78,501.83	2,13,535.50	0.00	27,05,92,037.33
Net Change	2,11,07,785.94	(8,746.00)	0.00	2,10,99,039.94
Indebtedness at the end of the financial year				
(i) Principal Amount	2,98,89,924.68	0.00	0.00	2,98,89,924.68
(ii) Interest due but not paid	0.00	0.00	0.00	0.00
(iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	2,98,89,924.68	0.00	0.00	2,98,89,924.68

VI. Remuneration of directors and key managerial personnel:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		KAMALAKKANNAN GOVINDARAJ	CHETAN SHANKARLAL SONI	
1.	Gross salary	30,00,000.00	27,00,000.00	57,00,000.00
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.00	0.00	0.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.00	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0.00	0.00	0.00
2.	Stock Option	0.00	0.00	0.00

3.	Sweat Equity	0.00	0.00	0.00
4.	Commission - as % of profit - others, specify...	0.00	0.00	0.00
5.	Others, please specify	0.00	0.00	0.00
	Total (A)	30,00,000.00	27,00,000.00	57,00,000.00
	Ceiling as per the Act			

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors			Total Amount
		ANAND PRAVIN PANDE	VENKATA SUBBARAO KALVA	SHILPA KIRAN GUDUDUR	
	3. Independent Directors				
	▪ Fee for attending board & committee meetings	-	2,80,000.00	2,80,000.00	5,60,000.00
	▪ Commission	-	-	-	-
	▪ Others, please specify	-	-	-	-
	Total (1)	-	2,80,000.00	2,80,000.00	5,60,000.00
	4. Other Non-Executive Directors				
	▪ Fee for attending board committee meetings	50,000.00	-	-	50,000.00
		-	-	-	-
	▪ Commission	-	-	-	-
	▪ Others, please specify				
	Total (2)	50,000.00	-	-	50,000.00
	Total (B)=(1+2)	50,000.00	2,80,000.00	2,80,000.00	6,10,000.00
	Total Managerial Remuneration	50,000.00	2,80,000.00	2,80,000.00	6,10,000.00
	Overall Ceiling as per the Act	-	-	-	-

C. Remuneration to key managerial personnel other than MD/MANAGER/WTd:

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary	-	1,75,000.00	7,36,667.00	9,11,667.00
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	-others, specify				
5.	Others, please specify	-	-	-	-
	Total		1,75,000.00	7,36,667.00	9,11,667.00

VII. Penalties/Punishment/Compounding of offences: Not applicable

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty					
Punishment					
Compounding					
C. Other officers in default					
Penalty					
Punishment					
Compounding					

By order of the Board of Directors
ICODEX PUBLISHING SOLUTIONS LIMITED


KAMALAKKANNAN GOVINDARAJ
Managing Director & Chairman
DIN: 08144289
Date: 08/07/2025
Place: Pune


CHETAN SHANKARLAL SONI
Whole-time director
DIN: 00734127

