

ANNUAL SECRETERAIL AUDIT REPORT FOR FY 2022-23

Please find enclosed the Annual Secretarial Audit report for Financial year 2022-23.

Thank you

For Netripples Software Limited

For Netripples Software Limited

Authorized Signatory

Compliance Officer

Date: 25th May 2023
Place Hyderabad

**[Pursuant to Section 92(2) of the Companies Act, 2013 and rule 11(2) of
Companies
(Management and Administration) Rules, 2014]**

I have examined the registers, records and books and papers of M/s. **NETRIPPLES SOFTWARE LIMITED (CIN: L72200TG1993PLC015760)** (The Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I 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;
 - 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. As per the information provided to us, the Company has not Advanced any loans falling within the purview of Section 185 of the Act;
 - 7. As per the information provided to us, the Company has not entered into any contracts/arrangements falling within the purview of Section 188 of the Act;
 - 8. As per the information provided to us, during the financial year the Company has neither made any allotment or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities. The Company has made transfer/transmission of shares and duly delivered all certificates in respect thereof in accordance with the provisions of the Act;



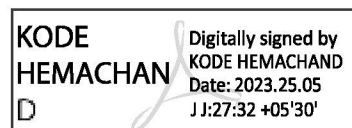
Netripples Software Limited

Registered Office : Goodlife Retreat , 1-2-36/2
Street No 4, Kakateyanagar, Habsiguda,
Hyderabad – 500007, Telangana State
Website: www.netripples.com
Email: info@netripples.com

9. There was no transaction necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
10. As per the information provided to us, the Company has not declared any dividend including interim dividend during the financial year, hence there was no need to open and deposit dividend amount in the separate Bank Account;
11. The Company has complied with the provision related to 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. The Company has not appointed any woman director as required under section 149 and the Company Secretary as required under section 203 of the Act on its Board. All other provisions related to constitution/appointment/ re-appointments/retirement/filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them have been complied properly.
13. The Company has complied with the provision related to appointment/ reappointment/ filling up of casual vacancies of auditors as per the provisions of section 139 of the Act;
14. The Company has no instance requiring approvals of the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. The Company has not invited/accepted any deposits including unsecured loans falling within the purview of Section 73 of the Act during the financial year;
16. The Company has complied with the provision in relation to the borrowings from its directors, members, public financial institutions, banks and others and creation/modification/ satisfaction of charges in that respect, wherever applicable;
17. The Company has not made any loans to any persons within the meaning of Section 186 of the Companies Act, 2013 and has also not given any guarantees/securities or made any investment within the meaning of that Section.
18. During the year under scrutiny, the Company has not altered any of the provision of its Memorandum and Article of Association.

Place: VIJAYAWADA

Date: 25/05/2023



CS HEMACHAND KODE

Membership No: 35463

Practise no.13416