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]

सत्यमेव जयते

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): U51101DL1983GOI016518

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY): 01/04/2023

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2024

(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	ALLIANCE AIR AVIATION LIMITED	ALLIANCE AIR AVIATION LIMITED
Registered office address	Alliance Bhawan Domestic Terminal-1,IGI Airport,NA,New Delhi,New Delhi,Delhi,India,110037	Alliance Bhawan Domestic Terminal-1,IGI Airport,NA,New Delhi,New Delhi,Delhi,India,110037
Latitude details	28.568714	28.568714
Longitude details	77.121452	77.121452

(a) *Photograph of the registered office of the Company showing external building and name prominently visible: RO Images.jpeg

(b) *Permanent Account Number (PAN) of the company: AA******7B

(c) *e-mail ID of the company: *****lianceair@allianceair.in

(d) *Telephone number with STD code: 01*******98

(e) Website | www.allianceair.in

iv *Date of Incorporation (DD/MM/YYYY) | 13/09/1983

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

(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) | Company limited by shares

(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) | Union Government Company

(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign 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 | 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) | 01/08/2025

(c) Due date of AGM (DD/MM/YYYY) | 30/09/2024

(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 | F98563612

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY) | 30/12/2024

(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	H	Transportation and storage	51	Air transport	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/Joint Venture	% of shares held
1	U74999DL2018GOI328865		AI ASSETS HOLDING LIMITED	Holding	100

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	200000000.00	100225000.00	100225000.00	100225000.00
Total amount of equity shares (in rupees)	20000000000.00	10022500000.00	10022500000.00	10022500000.00

Number of classes | 1

Class of shares Equity	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	200000000	100225000	100225000	100225000
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	20000000000.00	10022500000.00	10022500000	10022500000

(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

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	0	40225000	40225000.00	4022500000	4022500000	
Increase during the year	0.00	60000000.00	60000000.00	6000000000.00	6000000000.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	60000000	60000000.00	6000000000	6000000000	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						
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
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			0			
At the end of the year	0.00	100225000.00	100225000.00	10022500000.00	10022500000.00	
(ii) Preference shares						

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
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			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
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			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: INE031301018

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 | 3

Attachments:

1. Details of shares/Debentures Transfers | Transfer Details.xlsm.xlsm

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	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					

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

i *Turnover 9547658949

ii * Net worth of the Company -36838813081

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	100225000	100.00	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
	Total	100225000.00	100	0.00	0

Total number of shareholders (promoters) 7

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	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	0.00	0	0.00	0

Total number of shareholders (other than promoters): 0

Total number of shareholders (Promoters + Public/Other than promoters): 7.00

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

Sl.No	**Category**	
1	Individual - Female	1
2	Individual - Male	5
3	Individual - Transgender	0
4	Other than individuals	1
	Total	7.00

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	7	7
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	0	0	0	0	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	0	0	0	0	0
C Nominee Directors representing	0	4	0	4	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	4	0	4	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	0	4	0	4	0.00	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 7

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)
BRAJESH KUMAR SRIVASTAVA	09835338	Nominee Director	1	28/03/2025
NAYONIKA DUTTA	10504477	Nominee Director	1	
VINEET SOOD	AVYPS1251Q	CEO	0	21/09/2024
AMBAR KUMAR MONDAL	AEGPM0223D	CFO	0	31/07/2024
SHILPA BHATIA	CUNPB7809M	Company Secretary	0	

ASANGBA CHUBA AO	08086220	Nominee Director	0	
PRANJOL CHANDRA	08117183	Nominee Director	1	13/12/2024

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 2

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)
SATYENDRA KUMAR MISHRA	07728790	Nominee Director	31/12/2023	Cessation
NAYONIKA DUTTA	10504477	Nominee Director	12/02/2024	Appointment

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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	22/09/2023	7	6	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	14/06/2023	4	4	100
2	20/06/2023	4	3	75
3	27/06/2023	4	4	100

4	23/08/2023	4	4	100
5	22/09/2023	4	4	100
6	15/01/2024	3	3	100
7	12/02/2024	4	3	75
8	17/02/2024	4	4	100
9	22/03/2024	4	4	100

C COMMITTEE MEETINGS

Number of meetings held: 5

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	31st Audit Committee Meeting	14/06/2023	4	4	100
2	32nd Audit Committee Meeting	23/08/2023	4	4	100
3	33rd Audit Committee Meeting	22/09/2023	4	4	100
4	34th Audit Committee Meeting	15/01/2024	3	3	100
5	35th Audit Committee Meeting	22/03/2024	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	01/08/2025 (Y/N/NA)
1	PRANJOL CHANDRA	9	7	77	5	5	100	Not applicable

2	BRAJESH KUMAR SRIVASTAVA	9	9	100	5	5	100	Not applicable
3	NAYONIKA DUTTA	3	3	100	1	1	100	Yes
4	ASANGBA CHUBA AO	9	9	100	5	5	100	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: 0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	Total		0.00	0.00	0.00	0.00	0.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered: 3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	VINEET SOOD	CEO	4056000	0	0	0	4056000.00
2	AMBAR KUMAR MONDAL	CFO	2116200	0	0	0	2116200.00
3	SHILPA BHATIA	Company Secretary	998394	0	0	0	998394.00
	Total		7170594.00	0.00	0.00	0.00	7170594.00

C *Number of other directors whose remuneration details to be entered: 0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	Total		0.00	0.00	0.00	0.00	0.00

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

During the period 01-04-2023 to 11-02-2024, the Company did not have a women director as required under the second proviso of Section 149(1) of the Companies Act, 2013 read with Rule 3 of Companies (Appointment and Qualification of Directors) Rules, 2014. However, w.e.f. 12-02-2024, Ms.Nayonika Dutta was appointed on the Board of Directors of the Company.

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: 7

XIV Attachments

(a) List of share holders, debenture holders: Details of Shareholder or Debenture holder.xlsm

(b) Optional Attachment(s), if any

List of Shareholders as on 31.03.2024.pdf List of Shareholders as on 31.03.2024 xl.pdf MGT-8 Alliance Air 31032024.pdf

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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 ALLIANCE AIR AVIATION 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) 31/03/2024

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	
Name	VIJAY SONONE, COMPANY SECRETARY IN PRACTICE
Date (DD/MM/YYYY)	11/10/2025
Place	Thane

Whether associate or fellow:

○ Associate ● Fellow

Certificate of practice number	7*9*

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

*(a) DIN/PAN/Membership number of Designated Person	11001643
*(b) Name of the Designated Person	AMIT KUMAR

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* APP.28 dated* (DD/MM/YYYY) 20/03/2025 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

1*0*1*4*

***To be digitally signed by**

◉ Company Secretary ○ Company secretary in practice

*Whether associate or fellow:

◉ Associate ○ Fellow

Membership number

4*3*6

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)

AB8177074

eForm filing date (DD/MM/YYYY)

13/10/2025

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

Vijay Sonone & Co.

Company Secretaries

507, Sumeru Tower, Lokdhara Phase 3, Kalyan East, Thane 421306

Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower, Mira Road (E), Thane-401107 ; **Email** : vijaysonone@gmail.com

Tel: 022-79629822; **Mob**: 09930021463

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

I have examined the registers, records, books and papers of **ALLIANCE AIR AVIATION LIMITED** (CIN: U51101DL1983GOI016518) ('the Company') having its registered office at 'Alliance Bhawan', Domestic Terminal-1, IGI Airport, New Delhi - 110037 as required to be maintained under the Companies Act, 2013 and the rules made there under for the financial year ended on **31st March, 2024.**

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 hereby certify that:

A. The annual return states the facts as at the close of the aforesaid financial year, correctly and adequately, subject to the following representations;

1. I have not verified the correctness and appropriateness of financial records and the Books of Accounts of the Company. For the financial records, I have relied on the Audited financial statements as approved by the Board, signed by the Statutory Auditors of the Company and adopted by the members;
2. Wherever required, I have obtained the Management representation about the Compliance of Laws, Rules and Regulations under the

Companies Act and happening of various events etc., at the Company and relied on the same;

3. With respect to serial number XII of the form pertaining to details of penalty and punishment imposed on company/directors /officers and details of compounding of offences we relied on the records of the Company and representations of the Company and its officer.

B. During the aforesaid financial year the Company has complied with provisions of the Act and the Rules made there under in respect of:

1. Its status under the Act:

During the year under review there is no change in the status of the Company and the Company is an Unlisted Public Company.

2. Maintenance of registers/ records and making entries therein within the time prescribed there for:

The Company has kept and maintained all registers as per the provisions of the Act and the Rules made there-under and all entries therein have been duly recorded.

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:**

The Company has filed the forms and returns with the Registrar of Companies, National Company Law Tribunal, Regional Director within the prescribed/stipulated time and the rules made there under. However, the Company was not required to file any return or form with the Central Government or other authorities.

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:

The Board of Directors duly met 9 (Nine) times respectively on 14^{th} June, 2023, 20^{th} June, 2023, 27^{th} June, 2023, 23^{rd} August, 2023, 22^{nd} September, 2023, 15^{th} January, 2024, 12^{th} February, 2024, 17^{th} February, 2024 and 22^{nd} March, 2024 as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.

The Audit Committee duly met 5 (Five) times respectively on 14^{th} June, 2023, 23^{rd} August, 2023, 22^{nd} September, 2023, 15^{th} January, 2024, and 22^{nd} March, 2024 as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.

Annual General Meeting of members of the Company was held on 22^{nd} September, 2023 as stated in the annual return in respect of which meeting, proper notice was given and the proceedings, have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.

No resolutions were passed through postal ballot during the year under review.

5. **Closure of Register of Members / Security holders, as the case may be:**

The Company was not required to close its register of members /security holders during the financial year.

6. **Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act:**

The Company has not given any loans or corporate guarantees to any Directors or companies in which directors are interested as mentioned in section 185 of the Companies Act, 2013. Consequently, the question of compliance with this provision does not arise.

7. **Contracts/arrangements with related parties as specified in section 188 of the Act:**

During the financial year under review, the Company entered into transactions with related parties pursuant to Section 2(76) of the Act. These transactions were conducted in the ordinary course of business and on an arm's length basis; therefore, Section 188 of the Act is not applicable.

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 under review, the Company has undertaken the following corporate actions with respect to its share capital:

<u>Allotment of Equity Shares:</u>

The Company has allotted 3,00,00,000 (Three Crore only) equity shares of ₹100/- each for cash at par, aggregating to ₹300,00,00,000 (Rupees Three Hundred Crore only), on a rights basis to its Holding Company, AI Assets Holding Limited (AIAHL), on 27th June, 2023.

Subsequently, the Company has further allotted 3,00,00,000 (Three Crore only) equity shares of ₹100/- each for cash at par, aggregating to ₹300,00,00,000 (Rupees Three Hundred Crore only), also on a rights basis to AI Assets Holding Limited (AIAHL), on 17th February, 2024.

The said equity shares were allotted in dematerialised form in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Transfer of Shares:

There was a transfer of shares among nominee shareholders of the Company during the financial year under review, effected in accordance with the provisions of the Act and relevant rules.

Other Instances:

Save and except as stated hereinabove, there were no other instances of issue, allotment, transfer, transmission, buy-back, redemption of preference shares or debentures, alteration or reduction of share capital, conversion of shares or securities, or issuance of physical share certificates during the financial year under review.

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:**

There were no transactions necessitating the Company to keep in abeyance the right to dividend, right shares and bonus shares, pending registration of transfer of shares.

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:**

The Company did not declare any dividend during the financial year under review. Consequently, there was no occasion for the Company to transfer any amount of unpaid/unclaimed dividend or other applicable amounts 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:

The financial statements were duly signed and approved in compliance with Section 134(3) and (5). Section 134(4) was not applicable to the Company.

12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them:

The Board of Directors of the Company is duly constituted, except for the period from 1st April, 2023 to 11th February, 2024, during which the requirement under the second proviso to Section 149(1) of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2014, regarding the appointment of a woman director, was not complied with.

However, the Company has complied with the said requirement with effect from 12th February, 2024, upon the appointment of Ms. Nayonika Dutta as a Director on the Board.

During the financial year under review, all appointments, re-appointments, and changes in the composition of the Board of Directors and Key Managerial Personnel (KMP) were made in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

All Directors have disclosed their interests and concerns in other entities in Form MBP-1, which were duly noted by the Board and recorded in the minutes of the respective meetings. The remuneration paid to Directors and Key Managerial Personnel was in accordance with the applicable provisions of the Companies Act, 2013 and the policies of the Company.

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

The Comptroller & Auditor General of India (C&AG) has appointed M/s Batliboi & Purohit., Chartered Accountants, Delhi as Statutory Auditors of the Company for the FY 2023-24. The appointment was in accordance with the applicable provisions 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:

The Company was not required to obtain any approvals from Regional Director, Central Government, Registrar, Court(s) or such other authorities (as applicable) under the various provisions of the Act.

15. Acceptance/renewal/ repayment of deposits:

The Company has not invited or accepted any deposits or unsecured loans falling within the purview of sections 73, 74, 75 and 76 of the Act read with Companies (Acceptance of Deposits) Rules 2014.

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 under review, the Company has not accepted or availed any borrowings from its Directors. However, the Company has availed borrowings from its Holding Company and from Banks in compliance with the applicable provisions of the Companies Act, 2013 and other relevant laws.

During the period under review, the Company has filed necessary e-forms with the Registrar of Companies for creation of charge in respect of the borrowings availed. There were no instances of modification or satisfaction of charges during the said financial year.

17. **Loans, investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act.**

    During the year under review, there were no instances of granting loans, making investments or giving guarantees or providing security 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 articles of association of the Company.**

    During the financial year under review, there has been no alteration in the Memorandum of Association or the Articles of Association of the Company.

ICSI UDIN: F007301G001538666

Place: Thane
Date: 13th October, 2025

Vijay Sonone & Co.
Company Secretaries

[Vijay Sonone FCS.7301]
(Proprietor)
[Certificate of Practice No.7991]

Note: This Report is to be read with our letter of even date which is annexed as Annexure A to Form MGT -8 and forms an integral part of this report.

'Annexure A to Form MGT -8'

To,
Alliance Air Aviation Limited
'Alliance Bhawan',
Domestic Terminal,
IGI Airport, New Delhi -110037

My Certificate on the Annual Return (Form MGT-8) of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I 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 test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). I believe that the process and practices, we followed provide a reasonable basis for my opinion.
3. The Compliance of the provisions of Companies Act, 2013, rules, regulations, standards are the responsibility of management. My examination was limited to the verification of records on test basis.
4. All the records after examinations have been delivered to the company/ its representative and we do not possess any original records as per our standard practice.

ICSI UDIN: F007301G001538666

Place: Thane
Date: 13rd October, 2025

Vijay Sonone & Co.
Company Secretaries

[Vijay Sonone FCS.7301]
(Proprietor)
[Certificate of Practice No.7991]

Sr. No.	Type of shareholder/ debenture holder	Category of shareholder	Details of shareholder/ debenture holder	Name of shareholder/ debenture holder	Type of security held	Class of security held	Folio Number / Reference Number	DP ID-Client Id-Account Number	Nationality/ Country of incorporation	Gender	Type of Identifier	Identification No.	Occupation	Number of security held	Nominal value per security	Total amount of securities held (in INR)
1	Entity	Promoter	Body corporate (not mentioned above)	AI ASSETS HOLDING LIMITED	Equity	Equity		IN301330 22144618	India	Not applicable	CIN	U74999DL2018GOI328865	Business	100224994	100	10022499400
2	Individual	Promoter	Not applicable	PRESIDENT OF INDIA- PRANJOL CHANDRA	Equity	Equity		IN301330 40671922	India	Male	Income Tax PAN	AFKPC7850F	Service	1	100	100
3	Individual	Promoter	Not applicable	PRESIDENT OF INDIA- SATYENDRA KUMAR MISHRA	Equity	Equity		IN301330 40672925	India	Male	Income Tax PAN	AAAPM3619F	Service	1	100	100
4	Individual	Promoter	Not applicable	PRESIDENT OF INDIA- PADAM LAL NEGI	Equity	Equity		IN301330 41326607	India	Male	Income Tax PAN	ABBPL1364J	Service	1	100	100
5	Individual	Promoter	Not applicable	PRESIDENT OF INDIA- RUBINA ALI	Equity	Equity		IN301330 41326623	India	Female	Income Tax PAN	ADVPA2845D	Service	1	100	100
6	Individual	Promoter	Not applicable	PRESIDENT OF INDIA- BRAJESH KUMAR SRIVASTAVA	Equity	Equity		IN301330 41326631	India	Male	Income Tax PAN	AKTPS1018B	Service	1	100	100
7	Individual	Promoter	Not applicable	PRESIDENT OF INDIA-VUMLUNMANG VUALNAM	Equity	Equity		IN301330 41480415	India	Male	Income Tax PAN	ACBPV2744F	Service	1	100	100

List of Shareholders as on 31.03.2024

S. No.	DP ID	CLIENT ID	Name of Shareholders	No. of Shares held
1.	IN301330	22144618	AI Assets Holding Limited (*Formerly known as Air India Assets Holding Limited*)	100224994
2.	IN301330	40671922	President of India Pranjol Chandra	1
3.	IN301330	40672925	President of India Satyendra Kumar Mishra	1
4.	IN301330	41326607	President of India Padam Lal	1
5.	IN301330	41326623	President of India Rubina Ali	1
6.	IN301330	41326631	President of India Brajesh Kumar Srivastava	1
7.	IN301330	41480415	President of India Vumlunmang Vualnam	1
			Total	**100225000**

For Alliance Air Aviation Limited

S/ Bhatia

एलाइंस एअर एविएशन लिमिटेड
Alliance Air Aviation Limited

(Shilpa Bhatia)
Company Secretary
M.No.49386

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN: AB8177074/ BharatKoshOrderId :1-21643253645

SRN Date: 13/10/2025 16:23:36

Service Request Date: 13/10/2025

RECEIVED FROM:

Name: VIJAY BHAGWAN SONONE

Address: CS 31 METRO COMMERCIAL PLAZA, 2ND FLOOR NEXT TO METRO JUNCTION MALL KALYAN EAST, Kalyan, Kalyan, MAHARASHTRA, 421306

ENTITY ON WHOSE BEHALF MONEY IS PAID

LLPIN/CIN/DIN: U51101DL1983GOI016518
Name: ALLIANCE AIR AVIATION LIMITED
Address: Alliance Bhawan Domestic Terminal-1,IGI Airport, , New Delhi, New Delhi, Delhi, 110037

FULL PARTICULARS OF REMITTANCE

Service Type: eFiling

Service Description	Type of Fee	Amount (Rs.)
Fee for MGT-7	Normal	600
	Additional	22700
	Total	**23300**

Mode of Payment: Online

Received Payment Rupees: Twenty Three Thousand Three Hundred Rupees Only.

Note: The defects or incompleteness in any respect in this application as noticed shall be placed on the Ministry's website(www.mca.gov.in). In case the application is marked as RSUB, please resubmit the application within the due date. Please track the status of your transaction at all times till it is finally disposed off. (please refer Rule 10 of the Companies (Registration offices and Fees) Rules, 2014)