FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]

सत्यमेव जयते

Annual Return

(other than OPCs and Small Companies)

Form language (•) English ( ) Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company: L72200GJ1994PLC022781 **Pre-fill**

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AABCA8004E

(ii) (a) Name of the company: ACE SOFTWARE EXPORTS LIMI

(b) Registered office address

801 EVEREST COMMERCIAL COMPLEXOPP:SHASTRI MAIDAN NA
RAJKOT
Gujarat
360001
India

(c) *e-mail ID of the company: investorinfo@acesoftex.com

(d) *Telephone number with STD code: 02812226097

(e) Website: www.acesoftex.com

(iii) Date of Incorporation: 17/08/1994

(iv)

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital (•) Yes ( ) No

(vi) *Whether shares listed on recognized Stock Exchange(s) (•) Yes ( ) No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Ltd	1

(b) CIN of the Registrar and Transfer Agent U74900GJ2013PTC077829 Pre-fill

Name of the Registrar and Transfer Agent

ACCURATE SECURITIES AND REGISTRY PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

203, SHANGRILA ARCADE, ABOVE SAMSUNG SHOWROOM,
SHYAMAL CROSS ROADS, SATELLITE,

(vii) *Financial year From date 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ○ Yes ◉ No

(a) If yes, date of AGM

(b) Due date of AGM 30/09/2025

(c) Whether any extension for AGM granted ○ Yes ◉ No

(f) Specify the reasons for not holding the same

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*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	J	Information and communication	J6	Computer programming, consultancy and related activities	100

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

*No. of Companies for which information is to be given 5 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ACE INFOWORLD PRIVATE LIM	U72200GJ1996PTC061333	Subsidiary	98.62
2	ACE INFOWAY PRIVATE LIMITE	U45201GJ1999PTC035442	Subsidiary	40
3	AQE TECHTOOLS PRIVATE LIMI	U58202GJ2024PTC153186	Subsidiary	100
4	QECAD STUDIO LLP		Subsidiary	100
5	QENOMY DIGITAL LLP		Subsidiary	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	20,000,000	12,800,000	12,800,000	12,800,000
Total amount of equity shares (in Rupees)	200,000,000	128,000,000	12,800,000	126,916,645

Number of classes: 1

Class of Shares Equity Share Capital	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	20,000,000	12,800,000	12,800,000	12,800,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	200,000,000	128,000,000	12,800,000	126,916,645

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	343,607	6,056,393	6400000	64,000,000	64,000,000	
Increase during the year	0	6,400,000	6400000	64,319,570	63,236,215	427,833,186
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	6,400,000	6400000	64,000,000	62,916,645	427,833,186
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify Demat of Shares				319,570	319,570	
Decrease during the year	0	0	0	319,570	319,570	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify				319,570	319,570	
At the end of the year	343,607	12,456,393	12800000	128,000,00(	126,916,64	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares) 0

Class of shares		(i)	(ii)	(iii)
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

[Details being provided in a CD/Digital Media] ○ Yes ○ No ◉ Not Applicable

Separate sheet attached for details of transfers ○ Yes ○ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of 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
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(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 115,579,620.44

(ii) Net worth of the Company 780,661,069.27

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	8,731,178	68.21	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	8,731,178	68.21	0	0

Total number of shareholders (promoters) 20

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	3,264,575	25.5	0	
	(ii) Non-resident Indian (NRI)	629,929	4.92	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	174,318	1.36	0	
10.	Others	0	0	0	
	Total	4,068,822	31.78	0	0

Total number of shareholders (other than promoters) 5,804

Total number of shareholders (Promoters+Public/ Other than promoters) 5,824

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	20	20
Members (other than promoters)	3,599	5,804
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	4	0	40.67	0
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & 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	4	4	4	40.67	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SANJAY HARILAL DH/	00013892	Whole-time directo	1,044,202	
VIKRAM BHUPAT SAN	00183818	Whole-time directo	1,374,200	
AMIT MANSUKHLAL M	00432898	Managing Director	1,828,310	
RAHUL JAYATIBHAI K	00432774	Whole-time directo	959,349	
SANJIV PRAVINCHAN	00418869	Director	0	
DIVYESHKUMAR BAB	09308587	Director	0	
DHARMESH CHANDU	10720100	Director	0	

	Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
	MALINI MITESH SHAH	10721410	Director	0	
	JYOTIN BHADRAKAN	ABOPV2421R	CFO	351	
	MANSI PATEL	DJEPP7281N	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 4

	Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
	DHARAMSIBHAI RA	00015165	Director	08/08/2024	Cessation
	VIMAL LALJIBHAI K	00029395	Director	08/08/2024	Cessation
	PRATIKKUMAR CH.	02931106	Director	08/08/2024	Cessation
	DHARA RUPESHKU	06983857	Director	28/09/2024	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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	05/07/2024	3,699	28	52.16
Extra Ordinary General Mee	30/09/2024	4,664	18	45.14

B. BOARD MEETINGS

*Number of meetings held 8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/04/2024	6	5	83.33
2	30/05/2024	6	6	100
3	05/06/2024	8	8	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	30/07/2024	8	8	100
5	06/09/2024	9	9	100
6	14/11/2024	8	8	100
7	15/01/2024	8	8	100
8	01/02/2024	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held: 24

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committ	16/04/2024	3	3	100
2	Audit Committ	30/05/2024	3	3	100
3	Audit Committ	05/06/2024	3	3	100
4	Audit Committ	30/07/2024	3	3	100
5	Audit Committ	06/09/2024	3	3	100
6	Audit Committ	14/11/2024	3	3	100
7	Audit Committ	01/02/2025	3	3	100
8	Nomination an	30/05/2024	3	3	100
9	Nomination an	30/07/2024	3	3	100
10	Nomination an	06/09/2024	3	3	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	(Y/N/NA)
1	SANJAY HAR	8	7	87.5	2	2	100	

2	VIKRAM BHU	8	8	100	10	10	100	
3	AMIT MANSU	6	6	100	8	8	100	
4	RAHUL JAYA	6	6	100	0	0	0	
5	SANJIV PRAV	4	4	100	11	11	100	
6	DIVYESHKUM	4	4	100	8	8	100	
7	DHARMESH (	4	4	100	5	5	100	
8	MALINI MITES	4	4	100	16	16	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Amit M. Mehta	Managing Direct	3,440,000	0	0	0	3,440,000
2	Vikram B. Sanghani	Whole Time Dire	3,500,000	0	0	0	3,500,000
3	Sanjay H. Dhamsan	Whole Time Dire	3,500,000	0	0	0	3,500,000
4	Rahul J. Kalaria	Whole Time Dire	2,400,000	0	0	0	2,400,000
	Total		12,840,000	0	0	0	12,840,000

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	yotin Bhadrakant Va	CFO	1,011,512	0	0	0	1,011,512
2	Mansi Patel	Company Secre	707,307	0	0	0	707,307
	Total		1,718,819	0	0	0	1,718,819

Number of other directors whose remuneration details to be entered: 8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sanjiv Punjani	Independent Dir	0	0	0	15,000	15,000
2	Malini Shah	Independent Dir	0	0	0	15,000	15,000
3	Dharmesh Dadhani	Independent Dir	0	0	0	15,000	15,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
4	Divyesh Aghera	Independent Dir	0	0	0	15,000	15,000
5	Dhara Shah	Independent Dir	0	0	0	15,000	15,000
6	Dharamshi Vadalia	Independent Dir	0	0	0	15,000	15,000
7	Vimal Kalaria	Independent Dir	0	0	0	15,000	15,000
8	Pratik Dadhania	Independent Dir	0	0	0	15,000	15,000
	Total		0	0	0	120,000	120,000

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	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	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

◉ Yes ○ No

XIV. 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.

Name

Whether associate or fellow ◯ Associate ◯ Fellow

Certificate of practice number

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 all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled 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.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director 00183818

To be digitally signed by

◉ Company Secretary

◯ Company secretary in practice

Membership number 57053 Certificate of practice number

Attachments

List of attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

Remove attachment

Modify | Check Form | Prescrutiny | Submit

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

Ace Software Exports Limited

801, "Everest", Opp. Shashtri Maidan, Rajkot - 360 001 (Guj.)
Phone : 0281-2226097 Fax : 2232918 Email : investorinfo@acesoftex.com

CIN: L72200GJ1994PLC022781 **Website: www.acesoftex.com**

COMMITTEE MEETINGS (DURING FY 2024-25)

Sr. No	Type of Meeting	Date of Meeting	Total Numbers of Members as on the date of the meeting	Attendance	% of Attendance
1	Audit Committee Meeting	16/04/2024	3	3	**100**
2	Audit Committee Meeting	30/05/2024	3	3	**100**
3	Audit Committee Meeting	05/06/2024	3	3	**100**
4	Audit Committee Meeting	30/07/2024	3	3	**100**
5	Audit Committee Meeting	06/09/2024	3	3	**100**
6	Audit Committee Meeting	14/11/2024	3	3	**100**
7	Audit Committee Meeting	01/02/2025	3	3	**100**
8	Nomination and Remuneration Committee	30/05/2024	3	3	**100**
9	Nomination and Remuneration Committee	30/05/2024	3	3	**100**
10	Nomination and Remuneration Committee	30/05/2024	3	3	**100**
11	Nomination and Remuneration Committee	14/11/2024	3	3	**100**
12	Nomination and Remuneration Committee	05/02/2025	3	3	**100**
13	Stakeholder Relationship Committee	30/05/2024	4	4	**100**
14	Stakeholder Relationship Committee	30/07/2024	4	4	**100**
15	Stakeholder Relationship Committee	14/11/2024	4	4	**100**
16	Stakeholder Relationship Committee	05/02/2024	4	4	**100**
17	Risk Management Committee	14/11/2024	3	3	**100**
18	Risk Management Committee	05/02/2025	3	3	**100**
19	Fund Raising Committee	19/09/2024	4	4	**100**
20	Fund Raising Committee	23/11/2024	4	4	**100**
21	Fund Raising Committee	04/12/2024	4	4	**100**
22	Fund Raising Committee	01/01/2025	4	4	**100**
23	Fund Raising Committee	28/01/2025	4	4	**100**
24	Fund Raising Committee	27/02/2025	4	4	**100**