

# Form No. MGT-7



Form language

English  Hindi

## 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]

All fields marked in \* are mandatory

Refer instruction kit for filing the form

### I REGISTRATION AND OTHER DETAILS

i \*Corporate Identity Number (CIN)

U72900KA2014PTC077406

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

01/01/2024

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

31/12/2024

(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	PLAYSIMPLE GAMES PRIVATE LIMITED	PLAYSIMPLE GAMES PRIVATE LIMITED
Registered office address	Anjaneya Techno Park No. 147 Kodihalli, HAL Old Airport Road,NA,Bangalore,Bangalore,Karnataka,India,560008	Anjaneya Techno Park No. 147 Kodihalli, HAL Old Airport Road,NA,Bangalore,Bangalore,Karnataka,India,560008
Latitude details	12.960408	12.960408
Longitude details	77.648132	77.648132

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

Photograph of the registered office.pdf

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

AA\*\*\*\*\*5D

(c) \*e-mail ID of the company

\*\*\*\*\*imple.in@gmail.com

(d) \*Telephone number with STD code

91\*\*\*\*\*45

(e) Website

www.playsimple.in

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

24/11/2014

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

(Private company/Public Company/One Person Company)

Private 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

viii Number of Registrar and Transfer Agent

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

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

Yes

No

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

30/06/2025

(c) Due date of AGM (DD/MM/YYYY)

30/06/2025

(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

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## 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	J	Information and communication	58	Publishing activities	100

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

i \*No. of Companies for which information is to be given

2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		559077-0912	MTGx Gaming Holding AB	Holding	99.99
2		201628236E	PlaySimple Games Pte Ltd	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	413280.00	340495.00	340495.00	340495.00
Total amount of equity shares (in rupees)	413280.00	340495.00	340495.00	340495.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	413280	340495	340495	340495
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees )	413280.00	340495.00	340495	340495

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	120603.00	60.00	60.00	60.00
Total amount of preference shares (in rupees)	10314720.00	120000.00	120000.00	120000.00

Number of classes

3

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
OCRPS				
Number of preference shares	150	60	60	60
Nominal value per share (in rupees)	2000	2000	2000	2000
Total amount of preference shares (in rupees )	300000.00	120000.00	120000	120000

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Series Seed CCPS				

Number of preference shares	33843	0	0	0
Nominal value per share (in rupees)	40	40	40	40
Total amount of preference shares (in rupees )	1353720.00	0.00	0	0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Series A CCPS				
Number of preference shares	86610	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees )	8661000.00	0.00	0	0

**(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			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	320495	0	320495.00	320495	320495	
<b>Increase during the year</b>	20000.00	0.00	20000.00	20000.00	20000.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	20000	0	20000.00	20000	20000	0
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify <input type="text" value="0"/>	0	0	0.00	0	0	
<b>Decrease during the year</b>	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 <input type="text" value="0"/>	0	0	0.00		0	
<b>At the end of the year</b>	340495.00	0.00	340495.00	340495.00	340495.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	85	0	85.00	170000	170000	
<b>Increase during the year</b>	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 <input type="text"/>			0			
<b>Decrease during the year</b>	25.00	0.00	25.00	50000.00	50000.00	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	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iv Others, specify						
Conversion of OCRPS into equity	25	0	25.00	50000	50000	
<b>At the end of the year</b>	60.00	0.00	60.00	120000.00	120000.00	

ISIN of the equity shares of the company

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

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)
<b>Total</b>			

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
<b>Total</b>				

**(b) Partly convertible debentures**

\*Number of classes

0
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Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

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
<b>Total</b>				

**(c) Fully convertible debentures**

\*Number of classes

0
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Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
<b>Total</b>			

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

<b>Total</b>				
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**(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
<b>Total</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

**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
<b>Total</b>					

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

i \*Turnover

8273790455

ii \* Net worth of the Company

14323284910

**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	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)	340495	100.00	0	0.00
10	Others <input type="text"/>				
	<b>Total</b>	340495.00	100	0.00	0

Total number of shareholders (promoters)

**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	60	100.00
	Partnership				
	<b>Total</b>	0.00	0	60.00	100

Total number of shareholders (other than promoters)

1

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

3.00

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

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	0
3	Individual - Transgender	0
4	Other than individuals	3
	<b>Total</b>	3.00

**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	2
Members (other than promoters)	1	1
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
<b>A Promoter</b>	0	0	0	0	0	0
<b>B Non-Promoter</b>	0	3	0	3	0.00	0.00
i Non-Independent	0	3	0	3	0	0

ii Independent	0	0	0	0	0	0
<b>C Nominee Directors representing</b>	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
<b>Total</b>	0	3	0	3	0.00	0.00

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

4

**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)
ANNA MARIA REDIN	09279852	Director	0	
ARND BENNINGHOFF	09262644	Director	0	
MILIND DIGAMBAR KULABKAR	08644643	Director	0	
SIDDHARTH KUMAR JAIN	AMAPJ5671J	CEO	0	

**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)
NILS HOLGER MOSKO	10488446	Director	05/02/2024	Appointment
NILS HOLGER MOSKO	10488446	Director	09/10/2024	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	13/09/2024	3	2	99.98
Extra Ordinary General Meeting	27/11/2024	3	2	99.98

#### B BOARD MEETINGS

\*Number of meetings held

6

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	15/03/2024	4	4	100
2	06/05/2024	4	3	75
3	04/06/2024	4	2	50
4	28/08/2024	4	3	75
5	11/09/2024	4	3	75
6	27/11/2024	3	2	66.67

#### C COMMITTEE MEETINGS

Number of meetings held

1

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	CSR Committee Meeting	28/08/2024	3	3	100

**D ATTENDANCE OF DIRECTORS**

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on  30/06/2025 (Y/N/NA)
		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	
1	ARND BENNINGHOFF	1	1	100	1	1	100	Yes
2	MILIND DIGAMBAR KULABKAR	1	1	100	1	1	100	Yes
3	ANNA MARIA REDIN	1	1	100	1	1	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

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

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

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
1	SIDDHARTH KUMAR JAIN	CEO	7012774	0	0	0	7012774.00
	<b>Total</b>		7012774.00	0.00	0.00	0.00	7012774.00

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

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

	<b>Total</b>		0.00	0.00	0.00	0.00	0.00
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**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 

3

**XIV Attachments**

(a) List of share holders, debenture holders 

Details of Shareholder or Debenture holder.xlsm

### 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

PLAYSIMPLE GAMES  
PRIVATE 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) 31/12/2024

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

NAVITHA D

Date (DD/MM/YYYY)

27/10/2025

Place

BENGALURU

Whether associate or fellow:

Associate  Fellow

Certificate of practice number

1\*6\*3

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

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

08644643

\*(b) Name of the Designated Person

MILIND DIGAMBAR KULABKAR

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number\*  dated\*  (DD/MM/YYYY) 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

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

\*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0\*6\*4\*4\*

**\*To be digitally signed by**

Company Secretary       Company secretary in practice

\*Whether associate or fellow:

Associate       Fellow

Membership number

Certificate of practice number

1\*6\*3

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**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)

AB8587573

eForm filing date (DD/MM/YYYY)

27/10/2025

**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**



ಪ್ಲೇಸಿಂಪಲ್ ಗೇಮ್ಸ್ ಪ್ರೈವೇಟ್ ಲಿಮಿಟೆಡ್  
PLAYSIMPLE GAMES PRIVATE LIMITED

ಪ್ಲೇಸಿಂಪಲ್ ಗೇಮ್ಸ್  
ನಂ. 147, 2ನೇ ಮಹಡಿ, ಅಂಜನೇಯ ಕಾಂಪ್ಲೆಕ್ಸ್,  
ಹೆಚ್.ಎ. ಎಲ್ ಹಳೆಯ ವಿಮಾನ ನಿಲ್ದಾಣ ರಸ್ತೆ, ಕೋಡಿಹಳ್ಳಿ,  
ಬೆಂಗಳೂರು, ಕರ್ನಾಟಕ ೫೬೦೦೦೮

Playsimple Games No 147, 2nd floor, Anjaneya Complex,  
HAL Old Airport Rd, Kodihalli, Bengaluru, Karnataka 560008

CIN : U72900KA2014PTC077406

GSTIN : 29AAHCP8965D1ZW



**NAVITHA DEVENDRA**

BBM. FCS

PRACTICING COMPANY SECRETARY

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**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 THE COMPANY SECRETARY IN PRACTICE**

I have examined the registers, records, books and papers of PlaySimple Games Private Limited (CIN: U72900KA2014PTC077406) ("**The Company**") as required to be maintained under the Companies Act, 2013 ("**The Act**") and the rules made thereunder and also the provisions contained in the Memorandum and Articles of Association of the Company, for the year ended on December 31, 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 certify the following:

- A. The Annual Return states the facts as at the close of the year correctly and adequately.
- B. During the year, the Company has complied with provisions of the Act and the rules made thereunder in respect of the following matters:
  1. Its status under the Act.
  2. Maintenance of registers/records and making entries therein within the time prescribed therefore.
  3. Filing of forms and returns with the Registrar of Companies, ~~Regional Director, Central Government, the Tribunal, Court~~ or other authorities within/beyond the prescribed time as stated in **Annexure A**.
  4. Calling/ convening/ holding meetings of Board of Directors or its committees on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the resolutions by circulation ~~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.



**NAVITHA DEVENDRA**

*BBM. FCS*

*PRACTICING COMPANY SECRETARY*

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

Not applicable.

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

Not applicable as the company has not provided 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.

The contracts/ arrangements with related parties as specified in section 188 are in compliance with 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.

The conversion of optionally convertible redeemable preference shares of the company into equity shares were taken place during the year and were in compliance with the provisions of the Act.

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.

Not applicable as there were no instances for the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares under the provisions of the Act.



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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.

Not applicable.

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.

The composition of the Board, Key Managerial Personnel, the disclosures of directors, and remuneration paid to the Key Managerial Personnel are in compliance with the provisions of the Act.

13. Appointment/~~re-appointment/~~ filling up casual vacancies of auditors is 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.

Not applicable as the Company has not accepted/renewed/repaid deposits.

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable.

Not applicable.

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



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The company has not given / made, any loan / investment / guarantee under the provisions of section 186 of the Act during the year.

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

The company has not altered its the Memorandum and/ or Articles of Association of the Company.

**NAVITHA DEVENDRA**  
Company Secretary in Practice



**NAVITHA DEVENDRA**  
**COP No.: 18613**  
**UDIN: F011149G001659257**  
**Peer Review Certificate No: 7253/2025**

**Place: Bengaluru**  
**Date: 27.10.2025**



**ANNEXURE – A**

**LIST OF E-FORMS FILED WITH THE REGISTRAR OF COMPANIES DURING THE FINANCIAL YEAR**

Sl. No.	E-Form	Description	Date of filing	Whether filed within due date
1	DIR-12	Particulars of appointment of directors and the key managerial personnel and the changes among them	05/03/2024	Yes
2	GNL-1	Form for filing an application with Registrar of Companies	19/04/2024	Yes
3	MGT-6	Return to the Registrar in respect of declaration under section 89 received by the company	05/06/2024	Yes
4	PAS-3	Return of allotment	05/06/2024	Yes
5	GNL-1	Form for filing an application with Registrar of Companies	26/06/2024	Yes
6	INC-28	Notice of Order of the Court or Tribunal or any other competent authority	30/07/2024	Yes
7	GNL-1	Form for filing an application with Registrar of Companies	05/08/2024	Yes
8	AOC-4 XBRL	Form for filing XBRL document in respect of financial statement and other documents with the Registrar	18/10/2024	No
9	MSME-1	Half yearly return in respect of outstanding payments to Micro or Small Enterprises	30/10/2024	Yes
10	MGT-7	Annual Return	12/11/2024	Yes



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PRACTICING COMPANY SECRETARY

11	DIR 12	Particulars of appointment of directors and the key managerial personnel and the changes among them	21/11/2024	No
12	CSR-2	Report on Corporate Social Responsibility	10/12/2024	Yes
13	ADT-1	Notice to the Registrar by company for appointment of auditor.	13/12/2024	No

**NAVITHA DEVENDRA**  
Company Secretary in Practice



**NAVITHA DEVENDRA**  
COP No.: 18613  
UDIN: F011149G001659257  
Peer Review Certificate No: 7253/2025

**Place: Bengaluru**  
**Date: 27.10.2025**

**Name:** CS Navitha Devendra

**Membership No:** 11149

**Certificate of Practice No:** 18613

**Peer Review Certificate no.** 7253/2025