

# 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]



## 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

L29306MH2020PLC341326

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AANCM5330P

(ii) (a) Name of the company

MOTHERSON SUMI WIRING INE

(b) Registered office address

Unit No. 705 C Wing ONE BKC,G Block  
Bandra Kurla Complex, Bandra East  
Mumbai  
Mumbai City  
Maharashtra  
400051

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

investorrelations@mswil.moth

(d) \*Telephone number with STD code

+912261354800

(e) Website

www.mswil.motherson.com

(iii) Date of Incorporation

02/07/2020

(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	Bombay	1
2	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N  
anakramguda, Serili ngampally NA

(vii) \*Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 21/08/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted ☐ Yes ☒ No

## 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	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	100

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

\*No. of Companies for which information is to be given 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

## 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	9,000,000,000	4,421,107,932	4,421,107,932	4,421,107,932
Total amount of equity shares (in Rupees)	9,000,000,000	4,421,107,932	4,421,107,932	4,421,107,932

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	9,000,000,000	4,421,107,932	4,421,107,932	4,421,107,932
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	9,000,000,000	4,421,107,932	4,421,107,932	4,421,107,932

**(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	0	3,157,934,231	3,157,934,237	3,157,934,237	3,157,934,237	

<b>Increase during the year</b>	10,542	1,263,163,1	1263173695	1,263,173,6	1,263,173,0	
i. Pubic Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	10,542	1,263,163,1	1263173695	1,263,173,6	1,263,173,0	
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	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	
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify NIL				0	0	
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back 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 NIL				0	0	
<b>At the end of the year</b>	10,542	4,421,097,3	4421107932	4,421,107,9	4,421,107,0	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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 nil				0	0	
<b>Decrease during the year</b>	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				0	0	
nil						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE0FS801015

**(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

Particulars	Number of units	Nominal value per unit	Total value
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**

70,226,109,881

**(ii) Net worth of the Company**

13,304,558,249

**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	23,282,316	0.53	0	
	(ii) Non-resident Indian (NRI)	102,431,562	2.32	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)	2,603,287,284	58.88	0	
10.	Others	0	0	0	
	<b>Total</b>	2,729,001,162	61.73	0	0

**Total number of shareholders (promoters)**

9

**(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	357,221,772	8.08	0	
	(ii) Non-resident Indian (NRI)	15,368,021	0.35	0	
	(iii) Foreign national (other than NRI)	735	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	148,491,873	3.36	0	
4.	Banks	31,274	0	0	
5.	Financial institutions	1,239,576	0.03	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	677,391,500	15.32	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	30,424,898	0.69	0	
10.	Others            others	461,937,121	10.45	0	
	<b>Total</b>	1,692,106,770	38.28	0	0

**Total number of shareholders (other than promoters)**

685,392

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

685,401

**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	9	9
Members (other than promoters)	678,229	685,392
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	2	0	2	0	2.32
<b>B. Non-Promoter</b>	1	7	1	7	0	0
(i) Non-Independent	1	2	1	2	0	0
(ii) Independent	0	5	0	5	0	0
<b>C. Nominee Directors representing</b>	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	1	9	1	9	0	2.32

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

12

**(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)
LAKSH VAAMAN SEHGAL	00048584	Director	172	
ARJUN PURI	00211590	Director	5,250	
VIVEK CHAAND SEHGAL	00291126	Director	102,431,562	
GEETA MATHUR	02139552	Director	14,175	
ANUPAM MOHINDROO	06544719	Director	0	
VIRENDRA CHAND KAKR	08452183	Director	0	
NORIKATSU ISHIDA	09443998	Director	0	
ANURAG GAHLOT	09455743	Whole-time director	33,880	
RAJESH KUMAR SETHI	09477684	Director	108,563	
YOSHIO MATSUSHITA	09480897	Director	0	10/07/2023
GAYA NAND GAUBA	ACTPG0642B	CFO	51,030	
POOJA MEHRA	AJZPM9066A	Company Secretary	2,386	

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

8

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)
ARJUN PURI	00211590	Additional director	22/04/2022	CHANGE IN DESIGNATION
GEETA MATHUR	02139552	Additional director	22/04/2022	CHANGE IN DESIGNATION
ANUPAM MOHINDROO	06544719	Additional director	22/04/2022	CHANGE IN DESIGNATION
VIRENDRA CHAND KAPOOR	08452183	Additional director	22/04/2022	CHANGE IN DESIGNATION
NORIKATSU ISHIDA	09443998	Additional director	22/04/2022	CHANGE IN DESIGNATION
ANURAG GAHLOT	09455743	Whole-time director	22/04/2022	CHANGE IN DESIGNATION
RAJESH KUMAR SETHI	09477684	Additional director	22/04/2022	CHANGE IN DESIGNATION
YOSHIO MATSUSHITA	09480897	Additional director	22/04/2022	CHANGE IN DESIGNATION

## 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
EXTRA ORDINARY GENERAL MEETING	22/04/2022	693,893	117	61.74
ANNUAL GENERAL MEETING	29/08/2022	643,820	181	61.75

### B. BOARD MEETINGS

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/05/2022	10	9	90
2	04/07/2022	10	10	100
3	05/08/2022	10	10	100
4	30/09/2022	10	9	90

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	31/10/2022	10	10	100
6	07/02/2023	10	10	100

### C. COMMITTEE MEETINGS

Number of meetings held

19

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 COMM	20/05/2022	6	6	100
2	AUDIT COMM	25/05/2022	6	6	100
3	SUSTAINABIL	02/07/2022	4	4	100
4	AUDIT COMM	04/07/2022	6	6	100
5	AUDIT COMM	04/08/2022	6	6	100
6	AUDIT COMM	29/10/2022	6	6	100
7	CORPORATE	29/10/2022	3	3	100
8	NOMINATION	22/12/2022	4	3	75
9	AUDIT COMM	06/01/2023	6	6	100
10	AUDIT COMM	06/02/2023	6	6	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	21/08/2023
								(Y/N/NA)
1	LAKSH VAAM	6	6	100	18	17	94.44	Yes
2	ARJUN PURI	6	6	100	11	11	100	Yes
3	VIVEK CHAAN	6	6	100	1	1	100	Yes
4	GEETA MATH	6	4	66.67	12	12	100	Yes

5	ANUPAM MOHINDI	6	6	100	11	11	100	Yes
6	VIRENDRA CHAND	6	6	100	4	4	100	Yes
7	NORIKATSU I	6	6	100	16	14	87.5	Yes
8	ANURAG GAHLOT	6	6	100	7	7	100	Yes
9	RAJESH KUMAR S	6	6	100	11	11	100	Yes
10	YOSHIO MATS	6	6	100	0	0	0	Yes

**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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ANURAG GAHLOT	WHOLE TIME D	15,317,458	0	0	0	15,317,458
	Total		15,317,458	0	0	0	15,317,458

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	GAYA NAND GAUR	CFO	30,815,508	0	0	0	30,815,508
2	POOJA MEHRA	Company Secre	8,068,976	0	0	0	8,068,976
	Total		38,884,484	0	0	0	38,884,484

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GEETA MATHUR	INDEPENDENT	0	4,500,000	0	700,000	5,200,000
2	ARJUN PURI	INDEPENDENT	0	4,500,000	0	770,000	5,270,000
3	ANUPAM MOHINDI	INDEPENDENT	0	4,500,000	0	770,000	5,270,000
4	RAJESH KUMAR S	INDEPENDENT	0	4,500,000	0	770,000	5,270,000
5	VIRENDRA CHAND	INDEPENDENT	0	4,500,000	0	390,000	4,890,000
	Total		0	22,500,000	0	3,400,000	25,900,000

## 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

(In case of 'No', submit the details separately through the method specified in instruction kit)

## 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

D P GUPTA

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

1509

### 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 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.

**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

ANURAG GAHLOT  
Digitally signed by ANURAG GAHLOT  
Date: 2023.10.18 14:56:51 +05'30'

DIN of the director

09455743

To be digitally signed by

POOJA MEHRA  
Digitally signed by POOJA MEHRA  
Date: 2023.10.18 14:57:35 +05'30'

- ☒ Company Secretary  
☐ Company secretary in practice

Membership number

5088

Certificate of practice number

### 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

### List of attachments

MGT-8 Final.pdf  
List of Meetings.pdf  
Letter for Shareholding Pattern.pdf

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**



**SGS ASSOCIATES LLP**

LLP-IN-ABA3370 | GSTIN 07AEPFS8815J1ZB |

Company Secretaries, First Floor, 14, Rani Jhansi Road, New Delhi – 110055

Email: [support@dpgupta.com](mailto:support@dpgupta.com) Contact: +91-11-41524497

### 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 and books and papers of **MOTHERSON SUMI WIRING INDIA LIMITED (CIN: L29306MH2020PLC341326)** ("the Company") as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31<sup>st</sup> March 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers, and agents, I certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

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

1. Its status under the Act; The Company is a Listed Company, Limited by Shares.
2. Maintenance of registers/records & making entries therein within the time prescribed, therefore.

The Company has maintained all the registers, records and other documents as required by the Act.

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, if any within the prescribed time.

The Company has filed all the forms and returns with the Registrar of Companies and other authorities as required within the prescribed time during the year under review and with the additional fee, if any wherever required.

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.



- a. Meetings of the Board of Directors (6 times) were held on May 26, 2022, July 4, 2022, August 5, 2022, September 30, 2022, October 31, 2022, and February 7, 2023.
  - b. The following meetings of the Board Level Committees were held during the year under review:
    - Audit Committee (8 times) on May 20, 2022, May 25, 2022, July 4, 2022, August 4, 2022, October 29, 2022, January 6, 2023, February 6, 2023, and March 24, 2023.
    - Corporate Social Responsibility Committee on October 29, 2022
    - Nomination and Remuneration Committee (2 times) were held on December 22, 2022, March 24, 2023.
    - Stakeholder Relationship Committee (Once) on March 24, 2023.
    - Risk Management Committee (2 times) July 22, 2022 and December 13, 2022.
    - Other Committees Meetings:
      - Sustainability Committee (2 times) on July 2, 2022, December 12, 2022.
      - Share Transfer Committee (Once) on March 28, 2023.
      - Committee of Directors (Administrative Matters) on December 20, 2022 and March 24, 2023.
  - c. One Extra-Ordinary General Meetings was held on April 22, 2022
  - d. Annual General Meeting for the financial year 2022-23 was held during the year on August 29, 2022.
5. Closure of Register of Members / Security holders, as the case may be.,  
the Company had made Book Closure on August 18, 2022, to August 22, 2022 (both days inclusive).
  6. Advances/loans to its directors and/or persons or firms or companies referred to in section 185 of the Act.  
  
The Company had not given any loans and advances to its directors and their relatives and KMP's during the year.



7. Proper notices were given and the proceedings including the resolutions had been properly recorded in the minutes book maintained for the purpose and the same had been signed.
8. Contracts/arrangements with related parties as specified in section 188 of the Act.  
  
The Company had duly complied with the provisions relating to transactions with related parties.
9. 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 if any.  
  
-Duly complied.
10. 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
11. 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.  
  
-Has been duly complied.
12. 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.  
  
-Duly signed as per the provisions of section 134 of the Act.
13. 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 the Company is duly constituted.
14. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act.  
  
-The Auditors of the Company have been duly appointed and there has been no vacancy.
15. 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.  
  
-Duly made and complied wherever applicable.
16. Acceptance/ renewal/ repayment of deposits.



## SGS ASSOCIATES LLP

LLP-IN-ABA3370 | GSTIN 07AEPFS8815J1ZB |

Company Secretaries, First Floor, 14, Rani Jhansi Road, New Delhi – 110055

Email: [support@dpgupta.com](mailto:support@dpgupta.com) Contact: +91-11-41524497

-The Company has not accepted any Public Deposits during the financial year under review.

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

-The Company has duly complied with the requirements wherever applicable.

18. 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.

- Duly complied

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

- Duly complied.

For SGS ASSOCIATES LLP  
COMPANY SECRETARIES  
FRN L2021DE011600

Damodar  
Prasad  
Gupta

Digitally signed  
by Damodar  
Prasad Gupta  
Date: 2023.10.05  
16:46:55 +05'30'

(CS DAMODAR PRASAD GUPTA)  
Membership No.: F2411  
CP No.: 1509  
ICSI UDIN NO. F002411E001189916  
ICSI PR No. 1194/2021

Place: New Delhi  
Date: 5<sup>th</sup> October 2023