

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

U29248MH1990PLC059463

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACA4043J

(ii) (a) Name of the company

WAAREE ENERGIES LIMITED

(b) Registered office address

602, 6th Floor, Western Edge - I, Western Express Highway,
Borivali (East), NA
Mumbai
Mumbai City
Maharashtra
400022

(c) *e-mail ID of the company

secretarial@waaree.com

(d) *Telephone number with STD code

02266444444

(e) Website

www.waaree.com

(iii) Date of Incorporation

18/12/1990

(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

(b) CIN of the Registrar and Transfer Agent

Pre-fill

Name of the Registrar and Transfer Agent

Link Intime India Pvt. Ltd

Registered office address of the Registrar and Transfer Agents

C 101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai - 400083

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	100

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Waaree power private limited	U40108MH2019PTC334568	Subsidiary	100
2	Waaneep solar one private lim	U40300MH2018PTC310819	Subsidiary	100
3	Sangam Solar One Private Limi	U40300MH2020PTC337130	Subsidiary	100
4	Sangam Solar Two Private Lim	U40106MH2020PTC337132	Subsidiary	100
5	Sangam Solar Three Private Lir	U40106MH2020PTC337134	Subsidiary	100
6	Sangam Solar Four Private Lim	U40100MH2020PTC337133	Subsidiary	100
7	Blue Rays Solar Private Limited	U40106MH2010PTC208561	Subsidiary	100

8	Rasila International Pte. Limite		Subsidiary	99.99
9	Waaree Renewable Technolog	L93000MH1999PLC120470	Subsidiary	74.51
10	Waaree Solar Americas Inc.		Subsidiary	100
11	Sangam Rooftop Solar Private	U74999MH2016PTC315380	Subsidiary	100
12	Waasang Solar Private Limited	U40106MH2018PTC312031	Subsidiary	100
13	Waaree PV Technologies Privat	U40300MH1985PTC333383	Subsidiary	100
14	Waasang Solar One Private Lim	U40300MH2018PTC313194	Subsidiary	100
15	Indosolar limited	L18101DL2005PLC134879	Subsidiary	96.15

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	5,000,000,000	243,366,071	243,366,071	243,366,071
Total amount of equity shares (in Rupees)	50,000,000,000	2,433,660,710	2,433,660,710	2,433,660,710

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	5,000,000,000	243,366,071	243,366,071	243,366,071
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	50,000,000,000	2,433,660,710	2,433,660,710	2,433,660,710

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	6,958,900	190,179,592	197138492	1,971,384,900	1,971,384,900	
Increase during the year	0	46,946,479	46946479	469,464,790	469,464,790	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	46,227,579	46227579	462,275,790	462,275,790	0
v. ESOPs	0	0	0	0	0	
vi. Sweat equity shares allotted	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	0	718,900	718900	7,189,000	7,189,000	
conversion of physical shares						
Decrease during the year	718,900	0	718900	7,189,000	7,189,000	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	

iv. Others, specify	718,900	0	718900	7,189,000	7,189,000	
conversion of physical shares						
At the end of the year	6,240,000	237,126,071	243366071	2,433,660,7	2,433,660,	
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

INE377N01017

(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	<input style="width: 95%;" type="text"/>
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Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
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Transferor's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input style="width: 95%;" type="text"/>
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Transferee's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
--	--

Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	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	500,000,000	0	500,000,000	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	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

(i) Turnover

65,327,990,000

(ii) Net worth of the Company

19,428,710,000

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	25,058,089	10.3	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)	57,627,648	23.68	0	
10.	Others	0	0	0	
	Total	82,685,737	33.98	0	0

Total number of shareholders (promoters)

3

(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	146,582,629	60.23	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)	14,097,705	5.79	0	
10.	Others	0	0	0	
	Total	160,680,334	66.02	0	0

Total number of shareholders (other than promoters)

472

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

475

**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	3	3
Members (other than promoters)	102	472
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	2	0	10.3	0
B. Non-Promoter	1	4	1	4	0.26	0.01
(i) Non-Independent	1	0	1	0	0.26	0
(ii) Independent	0	4	0	4	0	0.01
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	3	4	3	4	10.56	0.01

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

8

(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)
HITESH CHIMANLAL D	00293668	Managing Director	14,104,082	
VIREN CHIMANLAL DC	00207121	Whole-time directo	10,954,007	
HITESH PRANJIVAN M	00207506	Whole-time directo	650,000	
JAYESH DHIRAJLAL S	00182196	Director	25,500	
RAJENDER MOHAN M.	00136657	Director	0	
SUJIT KUMAR VARMA	09075212	Director	0	
RICHA MANOJ GOYAL	00159889	Director	4,444	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
VIVEK SRIVASTAVA	AFNPS4606Q	CEO	40,000	

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

1

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)
KIRANKUMAR PRAKASH	AGFPJ9741G	Company Secretary	11/01/2023	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

5

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	04/06/2022	105	5	5.89
Extra-Ordinary General Meeting	03/09/2022	120	7	7.5
Extra-Ordinary General Meeting	13/09/2022	199	7	7.14
Annual General Meeting	30/09/2022	259	7	6.43
Extra-Ordinary General Meeting	30/11/2022	348	7	6.08

B. BOARD MEETINGS

*Number of meetings held

10

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/05/2022	7	7	100
2	06/07/2022	7	7	100
3	08/08/2022	7	7	100
4	01/09/2022	7	7	100
5	12/09/2022	7	6	85.71

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
6	29/09/2022	7	7	100
7	04/11/2022	7	6	85.71
8	07/02/2023	7	7	100
9	03/03/2023	7	7	100
10	31/03/2023	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

12

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 Committee	05/05/2022	3	3	100
2	Audit Committee	06/07/2022	3	3	100
3	Audit Committee	08/08/2022	3	3	100
4	Audit Committee	29/09/2022	3	3	100
5	Audit Committee	03/03/2023	3	3	100
6	Audit Committee	31/03/2023	3	3	100
7	Audit Committee	04/11/2022	3	3	100
8	Nomination and Remuneration	01/04/2022	3	3	100
9	Nomination and Remuneration	05/05/2022	3	3	100
10	Nomination and Remuneration	27/02/2023	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	
1	HITESH CHIM	10	10	100	1	1	100	Yes

2	VIREN CHIMA	10	9	90	0	0	0	Yes
3	HITESH PRAN	10	10	100	8	8	100	Yes
4	JAYESH DHIF	10	10	100	5	5	100	Yes
5	RAJENDER M	10	10	100	11	11	100	Yes
6	SUJIT KUMAF	10	9	90	0	0	0	Yes
7	RICHA MANO	10	10	100	11	11	100	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	HITESH CHIMANLA	MANAGING DIF	20,030,000	0	0	0	20,030,000
2	VIREN CHIMANLAI	WHOLE-TIME D	12,980,000	0	0	0	12,980,000
3	HITESH PRANJIVA	WHOLE-TIME D	19,540,000	0	233,390,000	0	252,930,000
	Total		52,550,000	0	233,390,000	0	285,940,000

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	HITESH PRANJIVA	CHIEF FINANCI	0	0	0	0	0
2	KIRANKUMAR PR	COMPANY SEC	1,740,000	0	0	0	1,740,000
3	VIVEK SRIVASTAV	CEO	17,760,000	0	16,770,000	0	34,530,000
	Total		19,500,000	0	16,770,000	0	36,270,000

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
1							0
	Total						

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 ZARNA DHANAL SODAGAR

Whether associate or fellow Associate Fellow

Certificate of practice number 16687

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



DIN of the director

To be digitally signed by



- Company Secretary
 Company secretary in practice

Membership number

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 Attachment(s), if any

List of attachments

-
-
-
-

Committee Meeting details and attendance LIST OF SHARHOLDERS AS ON MARCH MGT 8.pdf
UDIN.pdf

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

Annexure 1

SR No	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Attendance	
				No of members attended	% of attendance
1	Audit Committee Meeting	05/05/2022	3	3	100.00
2	Audit Committee Meeting	06/07/2022	3	3	100.00
3	Audit Committee Meeting	08/08/2022	3	3	100.00
4	Audit Committee Meeting	29/09/2022	3	3	100.00
5	Audit Committee Meeting	04/11/2022	3	3	100.00
6	Audit Committee Meeting	03/03/2023	3	3	100.00
7	Audit Committee Meeting	31/03/2023	3	3	100.00
8	Nomination and Remuneration Committee Meeting	01/04/2022	3	3	100.00
9	Nomination and Remuneration Committee Meeting	05/05/2022	3	3	100.00
10	Nomination and Remuneration Committee Meeting	27/02/2023	3	3	100.00
11	Nomination and Remuneration Committee Meeting	31/03/2023	3	3	100.00
12	Corporate Social Responsibility Committee Meeting	08/08/2022	3	3	100.00

ZARNA SODAGAR & Co.
Practising Company Secretary &LL.B

1st floor,Paras Building,Daftary,Malad (E)Mumbai-400002
Email:zarnasodagarcs@gmail.com,Mobile: 9892184422
Watsapp (Chat,Audio and Video) on:9892184422

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 WAAREE ENERGIES LIMITED (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 March 31, 2023.

In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

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

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

1. its status under the Act;
2. maintenance of registers/records & making entries therein within the time prescribed 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.

Place: Mumbai
Date: 31.10.2023

Signature: *Zarana*
Name of Company Secretary in practice: ZARNA SODAGAR
Proprietor Zarna Sodagar & Co.
C.P. No. : 16687 Membership No.F9546
UDIN: F009546E001557994

