

# 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

U40106PB2022PLC055755

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

ABICS3568D

(ii) (a) Name of the company

SAEL INDUSTRIES LIMITED

(b) Registered office address

H. No. 44, Model Town, NA  
Guruaharsahai  
Firozpur  
Punjab  
152022

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

CO\*\*\*\*\*EL.CO

(d) \*Telephone number with STD code

81\*\*\*\*\*70

(e) Website

(iii) Date of Incorporation

25/04/2022

| (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

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Pinnacle Business Park, Office no S6-2 ,6th floor, Mahakali  
Caves Road , Next to Ahura Centre, Andheri East Mumbai

(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    |                          |                                    |                        |                                  |                              |

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

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

**Pre-fill All**

| S.No | Name of the company          | CIN / FCRN            | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|------------------------------|-----------------------|--|------------------|
| 1    | SAEL LIMITED                 | U40101PB1999PLC023197 | Subsidiary                                   | 100              |
| 2    | SAEL SOLAR INDIA PRIVATE LIM | U40300PB2018PTC047497 | Subsidiary                                   | 100              |
| 3    | SAEL POWER PRIVATE LIMITED   | U74110PB2018PTC047539 | Subsidiary                                   | 100              |
| 4    | URJANIDHI SOLAR PRIVATE LIM  | U40106PB2018PTC048731 | Subsidiary                                   | 100              |
| 5    | SUNFREE ENERGY PRIVATE LIM   | U40107DL2018PTC337346 | Subsidiary                                   | 100              |
| 6    | CANAL SOLAR ENERGY PRIVAT    | U40300PB2017PTC045990 | Subsidiary                                   | 100              |
| 7    | NATIVE POWER PRIVATE LIMITI  | U74999PB2020PTC051112 | Subsidiary                                   | 100              |

|    |                                |                       |            |     |
|----|--------------------------------|-----------------------|------------|-----|
| 8  | SUNFREE NORTH EAST RENEW       | U40106PB2020PTC051164 | Subsidiary | 100 |
| 9  | SUNFREE PASCHIM RENEWABL       | U40106PB2020PTC051175 | Subsidiary | 100 |
| 10 | VCA POWER PRIVATE LIMITED      | U40106PB2020PTC051884 | Subsidiary | 100 |
| 11 | KTA POWERS PRIVATE LIMITED     | U40100DL2020PTC374837 | Subsidiary | 100 |
| 12 | TNA RENEWABLE ENERGY PRIV      | U40100DL2020PTC375171 | Subsidiary | 100 |
| 13 | SAEL ENGINEERING PRIVATE LI    | U29300PB2021PTC053089 | Subsidiary | 100 |
| 14 | SAEL EV INFRA PRIVATE LIMITE   | U35923PB2020PTC051902 | Subsidiary | 100 |
| 15 | SAEL KAITHAL RENEWABLE EN      | U40107PB2021PTC053197 | Subsidiary | 100 |
| 16 | LAXJEET RENEWABLE ENERGY       | U40300PB2016PTC045339 | Subsidiary | 100 |
| 17 | JASRASAR GREEN POWER ENER      | U40100PB2022PTC055138 | Subsidiary | 100 |
| 18 | SAEL SOLAR MFG.PRIVATE LIM     | U31909PB2022PTC055360 | Subsidiary | 100 |
| 19 | SAEL RE POWER PRIVATE LIMIT    | U40108PB2022PTC055361 | Subsidiary | 100 |
| 20 | SAEL SOLAR SOLUTIONS PRIVA     | U40106PB2022PTC055363 | Subsidiary | 100 |
| 21 | UNIVERSAL BIOMASS ENERGY       | U40100PB2005PTC028850 | Subsidiary | 100 |
| 22 | CHATTARGARH RENEWABLE E        | U40200PB2022PTC055150 | Subsidiary | 100 |
| 23 | SARDARSHAHAR AGRI ENERGY       | U40107PB2022PTC055137 | Subsidiary | 100 |
| 24 | SAEL International Limited, Ho |                       | 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             | 66,000,000         | 46,129,197     | 46,129,197         | 46,129,197      |
| Total amount of equity shares (in Rupees) | 660,000,000        | 461,291,970    | 461,291,970        | 461,291,970     |

Number of classes

1

| Class of Shares                           | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Equity                                    |                    |                |                    |                 |
| Number of equity shares                   | 66,000,000         | 46,129,197     | 46,129,197         | 46,129,197      |
| Nominal value per share (in rupees)       | 10                 | 10             | 10                 | 10              |
| Total amount of equity shares (in rupees) | 660,000,000        | 461,291,970    | 461,291,970        | 461,291,970     |

**(b) Preference share capital**

| Particulars                                   | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares             | 12,380,000         | 8,139,900      | 8,139,900          | 8,139,900       |
| Total amount of preference shares (in rupees) | 123,800,000        | 81,399,000     | 81,399,000         | 81,399,000      |

Number of classes

1

| Class of shares                               | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Compulsory Convertible Preference Shares      |                    |                |                    |                 |
| Number of preference shares                   | 12,380,000         | 8,139,900      | 8,139,900          | 8,139,900       |
| Nominal value per share (in rupees)           | 10                 | 10             | 10                 | 10              |
| Total amount of preference shares (in rupees) | 123,800,000        | 81,399,000     | 81,399,000         | 81,399,000      |

**(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                | 7,000      | 7000     | 70,000               | 70,000               |               |
| Increase during the year                      | 0                | 46,122,197 | 46122197 | 461,221,970          | 461,221,970          | 6,457,132,500 |
| 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                | 46,122,197 | 46122197 | 461,221,970          | 461,221,970          | 6,457,132,500 |

|                                     |   |            |          |             |             |               |
|-------------------------------------|---|------------|----------|-------------|-------------|---------------|
| 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                  |   |            |          | 0           | 0           |               |
| NA                                  |   |            |          |             |             |               |
| <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                 |   |            |          | 0           | 0           |               |
| NA                                  |   |            |          |             |             |               |
| <b>At the end of the year</b>       | 0 | 46,129,197 | 46129197 | 461,291,970 | 461,291,970 |               |
|                                     |   |            |          |             |             |               |
| <b>Preference shares</b>            |   |            |          |             |             |               |
| <b>At the beginning of the year</b> | 0 | 0          | 0        | 0           | 0           |               |
| <b>Increase during the year</b>     | 0 | 8,139,900  | 8139900  | 81,399,000  | 81,399,000  | 3,174,561,000 |
| i. Issues of shares                 | 0 | 8,139,900  | 8139900  | 81,399,000  | 81,399,000  | 3,174,561,000 |
| ii. Re-issue of forfeited shares    | 0 | 0          | 0        | 0           | 0           | 0             |
| iii. Others, specify                |   |            |          | 0           | 0           |               |
| NA                                  |   |            |          |             |             |               |
| <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           |               |
| NA                                  |   |            |          |             |             |               |
| <b>At the end of the year</b>       | 0 | 8,139,900  | 8139900  | 81,399,000  | 81,399,000  |               |

ISIN of the equity shares of the company

INE0LRI01014

(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 | <input type="text"/> | <input type="text"/> | <input type="text"/> |
|                   | Surname              | middle name          | first name           |

|  |                      |
|--|----------------------|
| Date of registration of transfer (Date Month Year) | <input type="text"/> |
|--|----------------------|

|                  |                      |  |
|------------------|----------------------|--|
| Type of transfer | <input type="text"/> | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock |
|------------------|----------------------|--|

|   |                      |   |                      |
|---|----------------------|---|----------------------|
| Number of Shares/ Debentures/ Units Transferred | <input type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) | <input type="text"/> |
|---|----------------------|---|----------------------|

|                            |                      |
|----------------------------|----------------------|
| 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           |
| <b>Total</b>                  |                 |                        | 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**

0

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

6,770,006,842

**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                              | 38,641,897       | 83.77      | 0                | 0          |
|        | (ii) Non-resident Indian (NRI)          | 0                | 0          | 0                | 0          |
|        | (iii) Foreign national (other than NRI) | 0                | 0          | 0                | 0          |
| 2.     | Government                              |                  |            |                  |            |
|        | (i) Central Government                  | 0                | 0          | 0                | 0          |
|        | (ii) State Government                   | 0                | 0          | 0                | 0          |
|        | (iii) Government companies              | 0                | 0          | 0                | 0          |
| 3.     | Insurance companies                     | 0                | 0          | 0                | 0          |
| 4.     | Banks                                   | 0                | 0          | 0                | 0          |
| 5.     | Financial institutions                  | 0                | 0          | 0                | 0          |



|     |   |            |       |   |   |
|-----|---|------------|-------|---|---|
| 6.  | Foreign institutional investors         | 0          | 0     | 0 | 0 |
| 7.  | Mutual funds                            | 0          | 0     | 0 | 0 |
| 8.  | Venture capital                         | 0          | 0     | 0 | 0 |
| 9.  | Body corporate<br>(not mentioned above) | 0          | 0     | 0 | 0 |
| 10. | Others NA                               | 0          | 0     | 0 | 0 |
|     | <b>Total</b>                            | 38,641,897 | 83.77 | 0 | 0 |

**Total number of shareholders (promoters)**

11

**(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                              | 0                | 0          | 0                | 0          |
|        | (ii) Non-resident Indian (NRI)          | 0                | 0          | 0                | 0          |
|        | (iii) Foreign national (other than NRI) | 0                | 0          | 0                | 0          |
| 2.     | Government                              |                  |            |                  |            |
|        | (i) Central Government                  | 0                | 0          | 0                | 0          |
|        | (ii) State Government                   | 0                | 0          | 0                | 0          |
|        | (iii) Government companies              | 0                | 0          | 0                | 0          |
| 3.     | Insurance companies                     | 0                | 0          | 0                | 0          |
| 4.     | Banks                                   | 0                | 0          | 0                | 0          |
| 5.     | Financial institutions                  | 0                | 0          | 0                | 0          |
| 6.     | Foreign institutional investors         | 0                | 0          | 0                | 0          |
| 7.     | Mutual funds                            | 0                | 0          | 0                | 0          |
| 8.     | Venture capital                         | 0                | 0          | 0                | 0          |
| 9.     | Body corporate<br>(not mentioned above) | 7,487,200        | 16.23      | 0                | 0          |
| 10.    | Others Development Finance Instit       | 100              | 0          | 8,139,900        | 100        |

|  |              |           |       |           |     |
|--|--------------|-----------|-------|-----------|-----|
|  | <b>Total</b> | 7,487,300 | 16.23 | 8,139,900 | 100 |
|--|--------------|-----------|-------|-----------|-----|

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

8

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

19

**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                         | 7                            | 11                     |
| Members<br>(other than promoters) | 0                            | 8                      |
| 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>                       | 3  | 0             | 3  | 0             | 49.32  | 0             |
| <b>B. Non-Promoter</b>                   | 0  | 0             | 0  | 1             | 0  | 0             |
| (i) Non-Independent                      | 0  | 0             | 0  | 1             | 0  | 0             |
| (ii) Independent                         | 0  | 0             | 0  | 0             | 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             |
| <b>Total</b>                             | 3  | 0             | 3  | 1             | 49.32  | 0             |

**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 share(s) held | Date of cessation (after closure of financial year : If any) |
|-----------------|----------|---------------------|--------------------------------|--|
| JASBIR SINGH    | 01668231 | Director            | 10,703,415                     |  |
| SUKHBIR SINGH   | 01785240 | Director            | 10,783,816                     |  |
| LAXIT AWLA      | 06976288 | Director            | 1,263,600                      |  |
| HARBHAJAN SINGH | 02922092 | Additional director | 0                              |  |

**(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) |
|-----------------|----------|--|---|--|
| HARBHAJAN SINGH | 02922092 | Additional director                                      | 29/03/2023  | Appointment  |

**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

7

| 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 | 30/04/2022      | 7  | 7                          | 100                     |
| EXTRA-ORDINARY GENERAL MEETING | 30/06/2022      | 7  | 7                          | 100                     |
| EXTRA-ORDINARY GENERAL MEETING | 04/07/2022      | 7  | 7                          | 100                     |
| EXTRA-ORDINARY GENERAL MEETING | 24/01/2023      | 18   | 7                          | 77.14                   |
| EXTRA-ORDINARY GENERAL MEETING | 31/01/2023      | 18   | 8                          | 77.15                   |
| EXTRA-ORDINARY GENERAL MEETING | 17/02/2023      | 18   | 8                          | 77.15                   |
| EXTRA-ORDINARY GENERAL MEETING | 29/03/2023      | 19   | 13                         | 88.14                   |

**B. BOARD MEETINGS**

\*Number of meetings held

15

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance                   |                 |
|--------|-----------------|--|------------------------------|-----------------|
|        |                 |  | Number of directors attended | % of attendance |
| 1      | 26/04/2022      | 3  | 3                            | 100             |
| 2      | 28/04/2022      | 3  | 3                            | 100             |
| 3      | 30/04/2022      | 3  | 3                            | 100             |
| 4      | 06/05/2022      | 3  | 3                            | 100             |
| 5      | 02/06/2022      | 3  | 3                            | 100             |
| 6      | 02/07/2022      | 3  | 3                            | 100             |
| 7      | 04/07/2022      | 3  | 3                            | 100             |
| 8      | 22/10/2022      | 3  | 3                            | 100             |
| 9      | 15/11/2022      | 3  | 3                            | 100             |
| 10     | 20/12/2022      | 3  | 3                            | 100             |
| 11     | 24/01/2023      | 3  | 3                            | 100             |
| 12     | 15/02/2023      | 3  | 3                            | 100             |

### C. COMMITTEE MEETINGS

Number of meetings held

0

| 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      |                 |                 |   |                            |                 |

### 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 | 03/08/2023                   |
|        |                      |  |                             |                 |  |                             |                 | (Y/N/NA)                     |
|        |                      |  |                             |                 |  |                             |                 |                              |
| 1      | JASBIR SING          | 15   | 15                          | 100             | 0  | 0                           | 0               | Yes                          |
| 2      | SUKHBIR SIN          | 15   | 15                          | 100             | 0  | 0                           | 0               | Yes                          |

|   |            |    |    |       |   |   |   |     |
|---|------------|----|----|-------|---|---|---|-----|
| 3 | LAXIT AWLA | 15 | 14 | 93.33 | 0 | 0 | 0 | Yes |
| 4 | HARBHAJAN  | 0  | 0  | 0     | 0 | 0 | 0 | No  |

#### 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

0

| S. No. | Name  | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|-------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      |       |             |              |            |                               |        | 0               |
|        | Total |             |              |            |                               |        |                 |

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

0

| S. No. | Name  | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|-------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      |       |             |              |            |                               |        | 0               |
|        | Total |             |              |            |                               |        |                 |

Number of other directors whose remuneration details to be entered

2

| S. No. | Name          | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|---------------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | Jasbir Singh  | Director    | 3,450,000    | 0          | 0                             | 0      | 3,450,000       |
| 2      | Sukhbir Singh | Director    | 2,760,000    | 0          | 0                             | 0      | 2,760,000       |
|        | Total         |             | 6,210,000    | 0          | 0                             | 0      | 6,210,000       |

#### 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 complied with. I further declare that:

- 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.
- 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

JASBIR SINGH  
Digitally signed by JASBIR SINGH  
 Date: 2024.11.14 12:15:04 +05'30'

DIN of the director

0\*6\*8\*3\*

To be digitally signed by

VISHAL  
GARG

Digitally signed by  
VISHAL GARG  
Date: 2024.11.14  
12:15:58 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

6\*6\*

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

List of Shareholders 31032023\_SIL.pdf

Number of Board Meeting 2022-23\_SIL.pd

MGT8 SIL.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

| LIST OF EQUITY SHAREHOLDERS AS ON 31.03.2023                      |   |                      |                          |
|---|---|----------------------|--------------------------|
| S. No.  | Name of Shareholder                             | No. of Equity Shares | % of Equity Shareholding |
| 1   | Jasbir Singh                                    | 10,703,415           | 23.20                    |
| 2   | Sukhbir Singh                                   | 10,783,816           | 23.38                    |
| 3   | Jatin Awla                                      | 2,171,710            | 4.71                     |
| 4   | Seema   | 4,420,511            | 9.58                     |
| 5   | Palki Awla                                      | 5,048,468            | 10.94                    |
| 6   | Laxit Awla                                      | 1,263,600            | 2.74                     |
| 7   | Harsh Awla                                      | 1,193,073            | 2.59                     |
| 8   | Gobind Awla                                     | 4,333                | 0.01                     |
| 9   | Sukhbir Singh - Karta of Sukhbir Singh HUF      | 1,449,270            | 3.14                     |
| 10  | Jasbir Singh - Karta of Jasbir Singh & Sons HUF | 1,600,368            | 3.47                     |
| 11  | Harjagat Awla                                   | 3,333                | 0.01                     |
| 12  | Gobind Dhaam Renewable Energy Pvt. Ltd.         | 2,013,600            | 4.37                     |
| 13  | Sukhbir Solar Energy Pvt. Ltd.                  | 823,870              | 1.79                     |
| 14  | Gobind Infra Private Ltd.                       | 810,653              | 1.76                     |
| 15  | Sukhbir Logistics Pvt. Ltd.                     | 1,606,000            | 3.48                     |
| 16  | SAEL Overseas Limited                           | 720,000              | 1.56                     |
| 17  | Harjagat Infra Pvt. Ltd.                        | 1,305,333            | 2.83                     |
| 18  | Sindh Renewable Power Pvt. Ltd.                 | 207,744              | 0.45                     |
| 19.   | Norfund   | 100                  | -                        |
| <b>TOTAL</b>  |   | <b>46,129,197</b>    | <b>100</b>               |
| LIST OF COMPULSORY CONVERTIBLE PREFERENCE SHARES AS ON 31.03.2023 |   |                      |                          |
| 1.  | Norfund   | 81,39,900            | 100                      |
| <b>TOTAL</b>  |   | <b>81,39,900</b>     | <b>100</b>               |
| <b>GRAND TOTAL</b>  |   | <b>5,42,69,097</b>   | <b>100</b>               |

For SAEL Industries Limited



Vishal Garg  
 Company Secretary  
 M. No. F-6867

Date: 03/08/2023



### NUMBER OF BOARD MEETINGS HELD DURING F.Y. 2022-23

| Sr. No. | Date of Meeting | Total Number of Members as on the date of the meeting | Attendance                 |                 |
|---------|-----------------|---|----------------------------|-----------------|
|         |                 |   | Number of members Attended | % of attendance |
| 1.      | 26/04/2022      | 3   | 3                          | 100             |
| 2.      | 28/04/2022      | 3   | 3                          | 100             |
| 3.      | 30/04/2022      | 3   | 3                          | 100             |
| 4.      | 06/05/2022      | 3   | 3                          | 100             |
| 5.      | 02/06/2022      | 3   | 3                          | 100             |
| 6.      | 02/07/2022      | 3   | 3                          | 100             |
| 7.      | 04/07/2022      | 3   | 3                          | 100             |
| 8.      | 22/10/2022      | 3   | 3                          | 100             |
| 9.      | 15/11/2022      | 3   | 3                          | 100             |
| 10.     | 20/12/2022      | 3   | 3                          | 100             |
| 11.     | 24/01/2023      | 3   | 3                          | 100             |
| 12.     | 15/02/2023      | 3   | 3                          | 100             |
| 13.     | 17/02/2023      | 3   | 3                          | 100             |
| 14.     | 21/03/2023      | 3   | 2                          | 66.67           |
| 15.     | 29/03/2023      | 3   | 3                          | 100             |

For SAEL Industries Limited



**Vishal Garg**  
**Company Secretary**  
**M. No. F-6867**

**Date: 03/08/2023**



# RANJIT TRIPATHI & ASSOCIATES

## COMPANY SECRETARIES

**Form No. MGT-8**

**[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]**

### **CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

I have examined the registers, records, books and papers of **M/s. SAEL INDUSTRIES LIMITED (CIN: U40106PB2022PLC055755)** having registered office at H. No. 44, Model Town, Guruharsahai, Firozpur, Punjab-152022, IN ("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 ("the Year"). 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. The Company is limited by share and non-Government Public Limited Company under the Companies Act, 2013.
2. The Company has maintained all registers as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded.
3. The Company has filed the forms and returns with the Registrar of Companies and other requisite authorities under this Act along with additional fees, wherever applicable.
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. The Company did not close its Registers of Members during the financial year.

**Office at S-557, 5, Hira Complex, 3<sup>rd</sup> Floor, Near School Block, Shakarpur, Delhi-110092**

**M No. – 9999632000, E mail- [csranjittripathy@gmail.com](mailto:csranjittripathy@gmail.com).**

6. The Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and security; if any
7. The Company has complied with the provisions of Section 188 of the Companies Act, 2013 for all transactions entered with related parties; if any.
8.
  - I. Issue or allotment of Shares during the year and all entries have been duly recorded in Statutory Registers:
    - The Company has allotted 46122097 Equity Shares on preferential basis in the meeting of Board of Directors held on 04<sup>th</sup> July, 2022.
    - The Company has allotted 100 Equity Shares & 8139900 Compulsory Convertible Preference Shares (CCPS) on private placement basis in the meeting of Board of Directors held on 17<sup>th</sup> February, 2023.
  - II. There was no transfer, transmission or buy back of shares/securities during the year.
  - III. There was no redemption of Preference Shares or debentures during the year.
  - IV. The Company has altered its authorised and paidup share capital as per the details given in the report.
  - V. There was no reduction of share capital/conversion of shares/securities during the year.
  - VI. There was no issue of security certificate during the year.
9. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
10. The Company has not declared any dividend, therefore the Company was not required to 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. The Board of Directors of the Company has signed the 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 Board was duly constituted during the period and all directors have disclosed their nature of interest/ concern in Form MBP-1 and the same have been recorded in the Minutes of the Board meeting. The Company paid Managerial Remuneration as per the provisions of the Act during the year. All the appointments have been duly made in the compliance of Companies Act, 2013.

13. The Appointment / Re- appointment of auditors has been made as per the provisions of section 139 of the Act.
14. The Company was not required to obtain any approval from the Central, Government/ Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.
15. There was no acceptance/renewal/repayment of deposits during the year.
16. The Company has taken loan or borrowings from its directors, members, banks, public financial institutions during the period and there was creation/ modification/ satisfaction of charges in compliance of the provisions of the Companies Act 2013.
17. The Company has made loans, guarantees or investments in compliance of Section 186 of the Companies Act, 2013 during the year, if any.
18. The Company has altered its Memorandum of Association and Article of Association with respect to the following clauses:

➤ **Alteration of Memorandum of Association:**

1. The Company has altered its Main Object Clause of Memorandum of Association in the meetings of Shareholders of the Company held on 30<sup>th</sup> April, 2022, 04<sup>th</sup> July, 2022 & 31<sup>st</sup> January, 2023.
2. The Company has increased its Authorised Share Capital in the meetings of Shareholders of the Company held on 30<sup>th</sup> April, 2022 & 24<sup>th</sup> January, 2023.

➤ **Alteration of Articles of Association:**

1. The Company has adopted the draft of the restated articles of association of the Company amended pursuant to the provisions of the Securities Subscription Agreement and the Shareholders' Agreement dated January 15, 2023 in the meeting of shareholders of the Company held on 17<sup>th</sup> February, 2023.

**Place: New Delhi**

**Date: 20.09.2023**

**UDIN: F007911E001045453**

**For Ranjit Tripathi & Associates  
(Company Secretaries)**



**Ranjit Tripathi  
(Proprietor)**

**M. No. F-7911, C. P. No.: 8628  
S-557, 5, Hira Complex, 3<sup>rd</sup> Floor, Near  
School Block, Shakarpur, Delhi-110092**