

# 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  
Guruhasahai  
Firozpur  
Punjab  
152022

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

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

(d) \*Telephone number with STD code

01\*\*\*\*\*11

(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 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM 23/08/2024

(b) Due date of AGM 30/09/2024

(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	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 34

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 POWER PRIVATE LIMITED	U74110PB2018PTC047539	Subsidiary	100
3	SAEL RE POWER PRIVATE LIMITED	U40108PB2022PTC055361	Subsidiary	100
4	SAEL SOLAR INDIA PRIVATE LIMITED	U40300PB2018PTC047497	Subsidiary	100
5	SAEL SOLAR MFG.PRIVATE LIMITED	U31909PB2022PTC055360	Subsidiary	100
6	SAEL SOLAR SOLUTIONS PRIVATE LIMITED	U40106PB2022PTC055363	Subsidiary	100
7	SARDARSHAHAR AGRI ENERGY	U40107PB2022PTC055137	Subsidiary	100

8	SUNFREE ENERGY PRIVATE LIM	U40107DL2018PTC337346	Subsidiary	100
9	SUNFREE NORTH EAST RENEW	U40106PB2020PTC051164	Subsidiary	100
10	SUNFREE PASCHIM RENEWABL	U40106PB2020PTC051175	Subsidiary	100
11	TNA RENEWABLE ENERGY PRIV	U40100DL2020PTC375171	Subsidiary	100
12	CANAL SOLAR ENERGY PRIVAT	U40300PB2017PTC045990	Subsidiary	100
13	UNIVERSAL BIOMASS ENERGY	U40100PB2005PTC028850	Subsidiary	100
14	URJANIDHI SOLAR PRIVATE LIM	U40106PB2018PTC048731	Subsidiary	100
15	VCA POWER PRIVATE LIMITED	U40106PB2020PTC051884	Subsidiary	100
16	CHATTARGARH RENEWABLE E	U40200PB2022PTC055150	Subsidiary	100
17	JASRASAR GREEN POWER EN	U40100PB2022PTC055138	Subsidiary	100
18	KTA POWERS PRIVATE LIMITED	U40100DL2020PTC374837	Subsidiary	100
19	LAXJEET RENEWABLE ENERGY	U40300PB2016PTC045339	Subsidiary	100
20	NATIVE POWER PRIVATE LIMIT	U74999PB2020PTC051112	Subsidiary	100
21	SAEL ENGINEERING PRIVATE LI	U29300PB2021PTC053089	Subsidiary	100
22	SAEL EV INFRA PRIVATE LIMITE	U35923PB2020PTC051902	Subsidiary	100
23	SAEL KAITHAL RENEWABLE EN	U40107PB2021PTC053197	Subsidiary	100
24	SAEL SOLAR MHP1 PRIVATE LI	U35105PB2023PTC058750	Subsidiary	100
25	SAEL SOLAR MHP2 PRIVATE LI	U35105PB2023PTC058772	Subsidiary	100
26	SAEL SOLAR P4 PRIVATE LIMIT	U35105PB2023PTC059266	Subsidiary	100
27	SAEL SOLAR P5 PRIVATE LIMIT	U35105PB2023PTC059270	Subsidiary	100
28	SAEL SOLAR P6 PRIVATE LIMIT	U35105PB2023PTC059269	Subsidiary	100
29	SAEL SOLAR P7 PRIVATE LIMIT	U35105PB2023PTC059379	Subsidiary	100
30	SAEL SOLAR P8 PRIVATE LIMIT	U35105PB2023PTC059384	Subsidiary	100
31	SAEL SOLAR P9 PRIVATE LIMIT	U35105PB2023PTC059378	Subsidiary	100
32	SAEL SOLAR P10 PRIVATE LIM	U35105PB2023PTC059394	Subsidiary	100

33	SUNFREE ENERGY RJP1 PRIVAT	U35105PB2023PTC058922	Subsidiary	100
34	SAEL INTERNATIONAL LIMITED		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	46,129,297	46,129,297	46,129,297
Total amount of equity shares (in Rupees)	660,000,000	461,292,970	461,292,970	461,292,970

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	66,000,000	46,129,297	46,129,297	46,129,297
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	660,000,000	461,292,970	461,292,970	461,292,970

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	31,140,000	23,184,798	23,184,798	23,184,798
Total amount of preference shares (in rupees)	311,400,000	231,847,980	231,847,980	231,847,980

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Compulsory Convertible Preference Shares				
Number of preference shares	31,140,000	23,184,798	23,184,798	23,184,798
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	311,400,000	231,847,980	231,847,980	231,847,980

###### (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
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	0	46,129,197	46129197	461,291,970	461,291,970	
<b>Increase during the year</b>	0	100	100	1,000	1,000	39,000
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	100	100	1,000	1,000	39,000
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 <div></div>						
<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 <div></div>						
<b>At the end of the year</b>	0	46,129,297	46129297	461,292,970	461,292,970	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	8,139,900	8139900	81,399,000	81,399,000	
<b>Increase during the year</b>	0	15,044,898	15044898	150,448,980	150,448,980	5,867,510,220
i. Issues of shares	0	15,044,898	15044898	150,448,980	150,448,980	5,867,510,220
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
<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						
<b>At the end of the year</b>	0	23,184,798	23184798	231,847,980	231,847,980	

ISIN of the equity shares of the company

INE0LR101014

**(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

03/08/2023

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

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
<b>Total</b>					

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

6,891,866,352

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

6,122,789,656

**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 (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)**

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	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 (not mentioned above)	7,487,200	16.23	0	0
10.	Others Development Financial Inst	200	0	23,184,798	100
	<b>Total</b>	7,487,400	16.23	23,184,798	100

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

9

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

18

**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	11	9
Members (other than promoters)	8	9
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	1	2	27.92	26.11
<b>B. Non-Promoter</b>	0	1	0	3	0	0
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	0	0	2	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	3	1	1	5	27.92	26.11

**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)
JASBIR SINGH	01668231	Managing Director	12,879,458	
SUKHBIR SINGH	01785240	Director	10,783,816	
LAXIT AWLA	06976288	Director	1,263,600	
HARBHAJAN SINGH	02922092	Director	0	
HEMANT SAHAI	00088238	Additional director	0	
INGE KARSTEN STOE	10192304	Director	0	08/08/2024
DUSHYANT KUMAR	APNPK8847H	CFO	0	
VISHAL GARG	AFKPG5276K	Company Secretar	0	

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

9

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)
SUKHBIR SINGH	01785240	Director	25/07/2023	Change in Designation
LAXIT AWLA	06976288	Director	25/07/2023	Change in Designation
JASBIR SINGH	01668231	Managing Director	01/08/2023	Change in Designation
INGE KARSTEN ST	10192304	Director	03/08/2023	Change in Designation
HARBHAJAN SINGH	02922092	Director	03/08/2023	Change in Designation
HEMANT SAHAI	00088238	Additional director	06/12/2023	Appointment
DUSHYANT KUMAR	APNPK8847H	CFO	04/07/2023	Appointment
VISHAL GARG	AFKPG5276K	Company Secretary	04/07/2023	Appointment
INGE KARSTEN ST	10192304	Additional director	07/06/2023	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

5

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	03/08/2023	17	6	77.15
Extra-Ordinary General Meeting	20/04/2023	19	6	74.55
Extra-Ordinary General Meeting	07/12/2023	17	6	77.15
Extra-Ordinary General Meeting	22/01/2024	17	6	77.15
Extra-Ordinary General Meeting	16/02/2024	18	6	77.15

### B. BOARD MEETINGS

\*Number of meetings held

11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	07/06/2023	4	4	100
2	30/06/2023	5	4	80
3	03/07/2023	5	5	100
4	25/07/2023	5	5	100
5	03/08/2023	5	5	100
6	16/10/2023	5	5	100
7	06/12/2023	5	5	100
8	12/01/2024	6	5	83.33
9	22/01/2024	6	6	100
10	02/02/2024	6	5	83.33
11	16/02/2024	6	6	100

### C. COMMITTEE MEETINGS

Number of meetings held

18

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	12/01/2024	3	3	100
2	CSR Committee	12/01/2024	3	3	100
3	Management Committee	05/04/2023	3	3	100
4	Management Committee	22/05/2023	3	3	100
5	Management Committee	12/06/2023	3	3	100
6	Management Committee	21/07/2023	3	3	100
7	Management Committee	26/07/2023	3	3	100
8	Management Committee	29/08/2023	3	3	100
9	Management Committee	13/09/2023	3	3	100
10	Management Committee	05/10/2023	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	23/08/2024
								(Y/N/NA)
1	JASBIR SINGH	11	11	100	16	16	100	Yes
2	SUKHBIR SINGH	11	10	90.91	16	16	100	Yes
3	LAXIT AWLA	11	10	90.91	17	17	100	Yes
4	HARBHAJAN SINGH	11	10	90.91	2	2	100	Yes
5	HEMANT SAHAI	4	4	100	1	1	100	Yes
6	INGE KARSTEN	10	10	100	2	2	100	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JASBIR SINGH	Managing Director	24,000,000	0	0	0	24,000,000
	Total		24,000,000	0	0	0	24,000,000

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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUKHBIR SINGH	Director	24,000,000	0	0	0	24,000,000
2	HARBHAJAN SINGH	Independent Director	0	0	0	1,000,000	1,000,000
3	HEMANT SAHAI	Independent Director	0	0	0	400,000	400,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		24,000,000	0	0	1,400,000	25,400,000

#### 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

Vikas

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

27280

**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

JASBIR  
SINGH

Digitally signed by  
JASBIR SINGH  
Date: 2024.11.14  
12:05:47 +05'30'

DIN of the director

**To be digitally signed by**

VISHAL  
GARG

Digitally signed by  
VISHAL GARG  
Date: 2024.11.14  
12:06:32 +05'30'

- ☒ 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 Attachement(s), if any

**List of attachments**

List of Shareholders SIL.pdf  
Form MGT-8\_SIL 2023-24.pdf  
Committee Meeting SIL.pdf  
Designated Person SIL.pdf  
Shares Transfer SIL.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**



To,  
Registrar of the Companies, Chandigarh  
1st Floor, Corporate Bhawan, Plot No.4-B,  
Sector 27-B, PIN-160019, Chandigarh

**Sub- Details of designated person of SAEL Industries Limited (the "Company")**

Pursuant to the provisions of Rule 9(4) of Companies (Management and Administration) Rules, 2014 ("Rules"), following Company Secretary of the Company is hereby designated under the Rules for furnishing and extending corporation to the Registrar of the Companies or any other authorized officer and provide information with respect to beneficial interest in the shares of the Company.

S. No.	Name of Designated Person	Designation	Email ID
1.	Vishal Garg	Company Secretary	Vishal.garg@sael.co

You are requested to take the same on records.

**BY AND ON BEHALF OF BOARD OF DIRECTORS**

**For SAEL Industries Limited**

**JASBIR** Digitally signed  
by JASBIR SINGH  
**SINGH** Date: 2024.11.11  
18:36:38 +05'30'

**Jasbir Singh**  
**Managing Director**  
**DIN: 01668231**

LIST OF EQUITY SHAREHOLDERS OF SAEL INDUSTRIES LIMITED AS ON 31.03.2024			
S. No.	Name of Shareholder	No. of Equity Shares	% of Equity Shareholding
1	Jasbir Singh	1,28,79,458	27.9203
2	Sukhbir Singh	10,783,816	23.3774
3	Seema	4,420,511	9.5829
4	Palki Awla	5,048,468	10.9442
5	Laxit Awla	1,263,600	2.7393
6	Harsh Awla	1,193,073	2.5864
7	Sukhbir Singh - Karta of Sukhbir Singh HUF	1,449,270	3.1418
8	Jasbir Singh - Karta of Jasbir Singh and Sons HUF	1,600,368	3.4693
9	Harjagat Awla	3,333	0.0072
10	Gobind Dhaam Renewable Energy Pvt. Ltd.	2,013,600	4.3651
11	Sukhbir Solar Energy Pvt. Ltd.	823,870	1.7860
12	Gobind Infra Private Ltd.	810,653	1.7573
13	Sukhbir Logistics Pvt. Ltd.	1,606,000	3.4815
14	SAEL Overseas Limited	720,000	1.5608
15	Harjagat Infra Pvt. Ltd.	1,305,333	2.8297
16	Sindh Renewable Power Pvt. Ltd.	207,744	0.4504
17	Norfund	100	0.0002
18	United States International Development Finance Corporation (DFC)	100	0.0002
	<b>TOTAL</b>	<b>46,129,297</b>	<b>100.00</b>

LIST OF PREFERENCE SHAREHOLDERS AS ON 31.03.2024			
S. No.	Name of Shareholder	No. of Preference Shares	% of Preference Shareholding
1	Norfund	159,23,712	68.6817
2	United States International Development Finance Corporation (DFC)	72,61,086	31.3183
	<b>TOTAL</b>	<b>231,84,798</b>	<b>100.00</b>

For SAEL Industries Limited



Vishal Garg  
 Company Secretary  
 M. No. F-6867

**SAEL Industries Limited**

Detail of transfer of Shares in Demat Form during the financial year 2023-24:-

S.No	Date of Transfer	Name of Transferor	DP ID/ Client ID	No. of Shares Transferred	Name of Transferee	DP ID/ Client ID
1	30.06.2023	JATIN AWLA	IN303655/ 10214221	2171710	RAMINDER SINGH	IN303655/ 10117072
2	30.06.2023	GOBIND AWLA	IN303655/ 10220111	4333	RAMINDER SINGH	IN303655/ 10117072
3	04.07.2023	RAMINDER SINGH	IN303655/ 10117072	2176043	JASBIR SINGH	IN303655/ 10116720



### NUMBER OF COMMITTEE MEETINGS HELD DURING F.Y. 2023-24

Sr. 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	12/01/2024	3	3	100
2.	CSR Committee	12/01/2024	3	3	100
3.	Management Committee	05/04/2023	3	3	100
4.	Management Committee	22/05/2023	3	3	100
5.	Management Committee	12/06/2023	3	3	100
6.	Management Committee	21/07/2023	3	3	100
7.	Management Committee	26/07/2023	3	3	100
8.	Management Committee	29/08/2023	3	3	100
9.	Management Committee	13/09/2023	3	3	100
10.	Management Committee	05/10/2023	3	3	100
11.	Management Committee	06/11/2023	3	3	100
12.	Management Committee	04/12/2023	3	3	100
13.	Management Committee	29/12/2023	3	3	100
14.	Management Committee	15/01/2024	3	3	100
15.	Management Committee	27/01/2024	3	3	100
16.	Management Committee	05/02/2024	3	3	100
17.	Management Committee	22/02/2024	3	3	100
18.	Management Committee	15/03/2024	3	3	100

For SAEL Industries Limited



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



# VKG & ASSOCIATES

Company Secretaries

Form No. MGT-8

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

## CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records, books, and papers of **SAEL INDUSTRIES LIMITED (CIN: U40106PB2022PLC055755)** having registered office at H. No. 44, Model Town, Firozpur, Guruharsahai, Punjab, India, 152022 and Corporate office at 3<sup>rd</sup> Floor, Worldmark-1 Aerocity, New Delhi-110037 ("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<sup>st</sup>, 2024 ("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 shares 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.
  - i. The Board of Directors duly met 11 times respectively 07/06/2023, 30/06/2023, 03/07/2023, 25/07/2023, 03/08/2023, 16/10/2023, 06/12/2023, 12/01/2024, 22/01/2024, 02/02/2024 and 16/02/2024 in respect of which proper notices were given and the proceedings were properly recorded. The intervening gap between the above-mentioned meetings was within the time period prescribed under the Companies Act, 2013.
  - ii. The Meeting of the members of the Company duly met 5 times respectively on 03/08/2023 (AGM), 20/04/2023 (EGM), 07/12/2023 (EGM), 22/01/2024 (EGM) and 16/02/2024 (EGM) in respect of which proper notices was given and the proceedings were properly recorded.
  - iii. The Meeting of the Management Committee of the Board of Directors of the Company duly met 16 times respectively on 05/04/2023, 22/05/2023, 12/06/2023, 21/07/2023, 26/07/2023, 29/08/2023, 13/09/2023, 05/10/2023, 06/11/2023, 04/12/2023, 29/12/2023, 15/01/2024, 27/01/2024, 05/02/2024,

Office: Shop No. 4, Mandothi Bazar, Gandhi Chowk, Bahadurgarh, Jhajjar, Haryana, 124507

Contact No.: 9992950968, Email Id: csvikasgarg2016@gmail.com



22/02/2024 and 15/03/2024, in respect of which proper notices was given and the proceedings were properly recorded.

- iv. The Meeting of Audit Committee of the Board of Directors of the Company duly met 01 time on 12/01/2024, in respect of which proper notices was given and the proceedings were properly recorded.
  - v. The Meeting of CSR Committee of the Board of Directors of the Company duly met 01 time on 12/01/2024, in respect of which proper notices was given and the proceedings were properly recorded.
5. The Company did not close its Registers of Members during the year under review.
6. According to the information/explanations provided to us and Independent Auditor's Report, the Company has complied with the provisions of Section 185 of the Companies Act, 2013 and rules made thereunder.
7. According to the information/explanations provided by the management in the Directors Report and Financial Statements, during the period under review, the Company has complied with the provisions of Section 188 of the Companies Act, 2013 for all transactions entered with related parties, where applicable.
- 8.
- I. The issuance or allotment of shares during the year has been duly completed and all corresponding entries have been duly recorded in the Statutory Registers, as per the details outlined below.

S. No.	Name of Allotees	Date of allotment	Type of securities	No. of shares	Issue price in INR
1.	Norfund	October 16, 2023	Compulsory Convertible Preference Shares	41,56,500	400
2.	Norfund	February 02, 2024	Compulsory Convertible Preference Shares	36,27,312	400
3.	United States International Development Finance Corporation (DFC)	February 16, 2024	Compulsory Convertible Preference Shares	72,61,086	400
4.	United States International Development Finance Corporation (DFC)	February 16, 2024	Equity Shares	100	400

- II. There was no transmission or buy back of shares/securities. However, the Company has transferred 21,76,043 equity shares during the year.
- III. There was no redemption of preference shares or debentures during the year.
- IV. The Company has altered its authorised and paid up 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 certificates in any instances during the year.

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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 of Directors and Key Managerial Person of the Company are 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 at the Board Meeting and Minutes.

Further during the year, the Company paid managerial remuneration as per the provisions of the Act and all the appointment/re-appointments/regularization of directors and Key Managerial Person was made in compliance of the provisions of the Act.

13. Statutory Auditors have been duly appointed as per the provisions of section 139 of the Act.
14. The Company needs not to take any approval from the Central Government, Tribunal, Registrar, Court, Regional Director or other authorities under the various provisions of the Act during the year.
15. There were no acceptance/ renewal/ repayment of deposits during the year.
16. As per information provided to us, the Company has taken loan or borrowings from its step-down subsidiaries, public financial institutions, banks etc. and there were creation & modification of charges during the year.
17. According to the information/explanations provided to us and Independent Auditor's Report, the Company has made Loans, Investments and Guarantees in accordance with Section 186 of the Companies Act, 2013 and rules made thereunder during the year.
18. The Company has altered its Memorandum of Association and Articles of Associations with respect to the following clauses:

➤ **Alteration of Memorandum of Association**

- i. The Company has increased its Authorised Share Capital in the Extra-Ordinary General Meeting of Company held on 03<sup>rd</sup> August, 2023 and 07<sup>th</sup> December, 2023.



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➤ **Alteration of Articles of Association**

- i. The Company has adopted the draft of the restated Articles of the Association of the Company pursuant to the provisions of the Securities Subscription Agreement and Amended Shareholders' Agreement dated 18th January, 2024 in the Extra-Ordinary General Meeting of Company held on 16th February, 2024.

**Place: Bahadurgarh, Haryana**

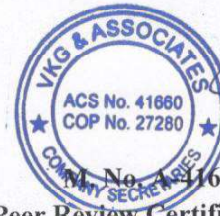
**Date: 11/11/2024**

**UDIN: A041660F002046267**

**For VKG & Associates**

**(Company Secretaries)**

**Firm Registration No.: S2024HR979800**



**Vikas**

**(Proprietor)**

**UDIN No. A041660, C. P. No.: 27280**

**Peer Review Certificate No.: 6081/2024**

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