

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

L33121GJ1994PLC022460

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCT8243P

(ii) (a) Name of the company

TRANSFORMERS AND RECTIFIE

(b) Registered office address

Survey No. 427 P/3-4 & 431 P/1-2 Sarkhej Bavla Highway, Vi
llage:Moraiya, Tal:Sanand NA
Ahmedabad
Ahmedabad
Gujarat
382212

(c) *e-mail ID of the company

CS*****IA.COM

(d) *Telephone number with STD code

02*****61

(e) Website

www.transformerindia.com

(iii) Date of Incorporation

11/07/1994

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
	The National Stock Exchange of India Limited	1,024
	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh
roli (West), NA

(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 13/05/2024

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

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

*No. of Companies for which information is to be given 5

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TRANSPARES LIMITED	U31102GJ1995PLC024841	Subsidiary	51
2	TRANSWELD MECHANICAL EN	U55101GJ1995PLC026055	Subsidiary	100

3	TARIL INFRASTRUCTURE LIMITED	U45208GJ2012PLC071693	Subsidiary	100
4	SAVAS ENGINEERING COMPANY	U29197GJ1999PTC081203	Subsidiary	100
5	TARIL SWITCHGEAR PRIVATE LIMITED	U31503GJ2015PTC085076	Subsidiary	60

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	200,000,000	142,564,121	142,564,121	142,564,121
Total amount of equity shares (in Rupees)	200,000,000	142,564,121	142,564,121	142,564,121

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	200,000,000	142,564,121	142,564,121	142,564,121
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	200,000,000	142,564,121	142,564,121	142,564,121

(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)	0	0		

(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	80	132,564,030	132564110	132,564,110	132,564,110	
Increase during the year	0	10,000,021	10000021	10,000,011	10,000,011	1,190,001,300
i. Public Issues	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	10,000,011	10000011	10,000,011	10,000,011	1,190,001,300
v. ESOPs	0	0	0	0	0	
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	10	10	0	0	
Dematerialised						
Decrease during the year	10	0	10	0	0	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	10	0	10	0	0	
Dematerialised						
At the end of the year	70	142,564,051	142564121	142,564,121	142,564,121	
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

INE763I01026

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

Ledger Folio of Transferee	<input type="text"/>
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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"/>
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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"/>
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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	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	<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

12,733,127,926

(ii) Net worth of the Company

5,393,865,708

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	99,299,150	69.65	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)	0	0	0	
10.	Others	0	0	0	
	Total	99,299,150	69.65	0	0

Total number of shareholders (promoters)

8

(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	31,756,549	22.28	0	
	(ii) Non-resident Indian (NRI)	870,138	0.61	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	6,344,162	4.45	0	
7.	Mutual funds	2,696,254	1.89	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,518,296	1.06	0	
10.	Others IEPF, Trusts, Clearing Membr	79,572	0.06	0	
	Total	43,264,971	30.35	0	0

Total number of shareholders (other than promoters)

64,969

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

64,977

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
COHESION MK BEST ID	STANDARD CHARTERED BANK SEC			4,166,666	2.92
THE MASTER TRUST B	HSBC SECURITIES SERVICES 11TH F			597,479	0.42
SOCIETE GENERALE - C	SBI-SG GLOBAL SECURITIES SERVIC			369,700	0.26
BOFA SECURITIES EUR	CITIBANK N.A. CUSTODY SERVICES			316,510	0.22

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
WILLIAM BLAIR EMERG	HSBC SECURITIES SERVICES 11TH F			248,182	0.17
WILLIAM BLAIR EMERG	HSBC SECURITIES SERVICES 11TH F			234,687	0.16
FLORIDA RETIREMENT	STANDARD CHARTERED BANK SEC			167,691	0.12
HSBC COLLECTIVE INV	HSBC SECURITIES SERVICES 11TH F			40,000	0.03
MARSHALL WACE INV	CITIBANK N.A. CUSTODY SERVICES			33,697	0.02
COPTHALL MAURITIUS	JP Morgan Chase Bank N.A, INDIA			32,277	0.02
WILLIAM BLAIR SICAV	CITIBANK N.A. CUSTODY SERVICES			25,985	0.02
MORGAN STANLEY AS	CITIBANK N.A. CUSTODY SERVICES			23,568	0.02
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			10,827	0.01
MILLINGTONIA CAPIT	C/O KOTAK MAHINDRA BANK LIM			10,070	0.01
EMERGING MARKETS I	CITIBANK N.A. CUSTODY SERVICES			9,683	0.01
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			9,390	0.01
BNP PARIBAS FINANCI	BNP PARIBAS HOUSE 1 NORTH AV			9,127	0.01
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			6,941	0
WILLIAM BLAIR EMERG	HSBC SECURITIES SERVICES 11TH F			6,377	0
ALASKA PERMANENT	STANDARD CHARTERED BANK SEC			6,111	0
QUADRATURE CAPITA	JP Morgan Chase Bank N.A, India S			5,034	0
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			4,911	0
NEXPACT LIMITED	ORBIS FINANCIAL SERVICES LTD 4/			4,300	0
PUBLIC EMPLOYEES RI	HSBC SECURITIES SERVICES 11TH F			2,598	0
CC& L Q GLOBAL EQU	DEUTSCHE BANK AG, DB HOUSE H			1,164	0

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	8	8
Members (other than promoters)	49,692	64,969
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	3	0	3	0	69.49	0
B. Non-Promoter	0	3	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	4	0	0
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	3	3	4	69.49	0

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

9

(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)
JITENDRA UJAMSI M/	00139911	Whole-time director	63,724,456	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SATYEN JITENDRA M	00139984	Managing Director	14,256,412	
KARUNABEN JITENDI	00253549	Whole-time directo	14,256,412	
BHASKAR SEN	01776530	Director	0	01/04/2024
SUBIR KUMAR DAS	02237356	Director	0	
RAJENDRA SHANTILA	00061922	Director	66,220	
TANVI VISHAL RANGV	07964348	Director	0	
CHANCHAL SINGH SA	AYGPR1974A	CFO	0	
RAKESH DINESHBHA	CRBPK7537G	Company Secretar	0	

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

4

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)
MATHEW KURIAN	ACAPK7398F	CEO	04/05/2023	Cessation
AMARENDRA KUM,	AIKPG3263D	CFO	14/10/2023	Cessation
CHANCHAL SINGH	AYGPR1974A	CFO	03/11/2023	Appointment
TANVI VISHAL RAN	07964348	Additional director	22/01/2024	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

2

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	31/07/2023	52,041	76	69.76
Extra-Ordinary General Mee	06/10/2023	54,922	41	69.59

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	04/05/2023	6	5	83.33
2	10/08/2023	6	5	83.33
3	12/09/2023	6	6	100
4	03/11/2023	6	6	100
5	22/01/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

32

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	Nomination an	04/05/2023	3	2	66.67
2	Stakeholder G	04/05/2023	3	2	66.67
3	Audit Committe	04/05/2023	4	3	75
4	Corporate Soc	04/05/2023	3	3	100
5	Audit Committe	10/08/2023	4	4	100
6	Stakeholder G	10/08/2023	3	3	100
7	Audit Committe	12/09/2023	4	4	100
8	Stakeholder G	03/11/2023	3	3	100
9	Audit Committe	03/11/2023	4	4	100
10	Nomination an	03/11/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 13/05/2024 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	JITENDRA UJ	5	5	100	24	24	100	Yes

2	SATYEN JITE	5	5	100	22	22	100	Yes
3	KARUNABEN	5	4	80	19	19	100	Yes
4	BHASKAR SE	5	4	80	13	10	76.92	Not Applicable
5	SUBIR KUMA	5	5	100	14	14	100	Yes
6	RAJENDRA S	5	5	100	9	9	100	Yes
7	TANVI VISHA	0	0	0	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JITENDRA UJAMS	Whole-time Dire	6,000,000			61,200	6,061,200
2	SATYEN JITENDRA	Managing Direct	5,400,000			2,115,600	7,515,600
3	KARUNABEN JITE	Executive Direct	1,800,000			421,200	2,221,200
	Total		13,200,000			2,598,000	15,798,000

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	AMARENDRA KUM	CFO	2,922,000				2,922,000
2	CHANCHAL SINGH	CFO	2,810,000				2,810,000
3	RAKESH DINESHB	CS	901,000				901,000
	Total		6,633,000				6,633,000

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	BHASKAR SEN	Independent Dir	0			108,000	108,000
2	SUBIR KUMAR DA	Independent Dir	0			128,000	128,000
3	RAJENDRA SHANT	Independent Dir	0			108,000	108,000
	Total		0			344,000	344,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

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

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Tapan Shah

Whether associate or fellow

Associate Fellow

Certificate of practice number

2839

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

Digitally signed by
JITENDRA UJAMSJI
MAMTORA
Date: 2024.07.01
16:32:45 +05'30'

DIN of the director

To be digitally signed by

Digitally signed by
RAKESH DINESHBHAI KIRI
AI KIRI
Date: 2024.07.01
16:34:28 +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 Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

6_c FIIDetails.pdf
IX_C CommitteeMeetingsDetails.pdf
MGT- 8 2023-24.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