

**MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7**

SRN: AB9005469/ BharatKoshOrderId :1-22384540403
SRN Date: 20/11/2025 12:48:57

Service Request Date:
20/11/2025

RECEIVED FROM:

Name: KRUTARTH AVINASHBHAI THAKKAR

Address: 32 Dipavali Soc, Paldi, Ahmadabad City, Ahmadabad City, Gujarat, 380007

ENTITY ON WHOSE BEHALF MONEY IS PAID

LLPIN/CIN/DIN: U45206GJ2013PLC075904

Name: PROZEAL GREEN ENERGY LIMITED

Address: Block-C, West Wing, 1209-1212, Stratum,, Venus Ground, Nr Jhansi Ki Rani Statue, Nehrunagar,, Ahmadabad City, Ahmedabad, Gujarat, 380015

FULL PARTICULARS OF REMITTANCE

Service Type: eFiling

Service Description	Type of Fee	Amount (Rs.)
Fee for MGT-7	Normal	600
	Additional	0
Total		600

Mode of Payment: Online

Received Payment Rupees: Six Hundred Rupees Only.

Note: The defects or incompleteness in any respect in this application as noticed shall be placed on the Ministry's website(www.mca.gov.in). In case the application is marked as RSUB, please resubmit the application within the due date. Please track the status of your transaction at all times till it is finally disposed off. (please refer Rule 10 of the Companies (Registration offices and Fees) Rules, 2014)

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

U45206GJ2013PLC075904

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	PROZEAL GREEN ENERGY LIMITED	PROZEAL GREEN ENERGY LIMITED
Registered office address	Block-C, West Wing, 1209-1212, Stratum,,Venus Ground, Nr Jhansi Ki Rani Statue, Nehrunagar,,Manekbag,Ahmadabad City,Ahmedabad,Gujarat,India,380015	Block-C, West Wing, 1209-1212, Stratum,,Venus Ground, Nr Jhansi Ki Rani Statue, Nehrunagar,,Manekbag,Ahmadabad City,Ahmedabad,Gujarat,India,380015
Latitude details	23.02209	23.02209
Longitude details	72.53758	72.53758

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Registered Office
Premises_PGEL_.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****9L

(c) *e-mail ID of the company

*****prozealgreen.com

(d) *Telephone number with STD code

+91*****27

(e) Website

www.prozealgreen.com

iv *Date of Incorporation (DD/MM/YYYY)

04/07/2013

v (a) *Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☐ Yes

☒ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058

ix * (a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

(b) If yes, date of AGM (DD/MM/YYYY)

30/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

3

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	35	Electric power generation, transmission and distribution	97.09
2	C	Manufacturing	33	Repair and installation of machinery and equipment	0.77
3	G	Wholesale and retail trade; repair of motor vehicles and motorcycles	47	Retail trade, except of motor vehicles and motorcycles	2.14

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

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

21

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U42909GJ2024PTC147865		PRO-ZEAL GREEN ENERGY TWO PRIVATE LIMITED	Subsidiary	74
2	U42909GJ2024PTC148181		PRO-ZEAL GREEN ENERGY THREE PRIVATE LIMITED	Subsidiary	100
3	U35105GJ2024PTC148411		PRO-ZEAL GREEN ENERGY FOUR PRIVATE LIMITED	Subsidiary	74

4	U35105GJ2024PTC152866		PRO-ZEAL GREEN ENERGY FIVE PRIVATE LIMITED	Subsidiary	73.75
5	U35105GJ2024PTC152894		PRO-ZEAL GREEN ENERGY SIX PRIVATE LIMITED	Subsidiary	100
6	U35105GJ2024PTC152917		PRO-ZEAL GREEN ENERGY SEVEN PRIVATE LIMITED	Subsidiary	100
7	U35105GJ2024PTC157501		PRO-ZEAL GREEN POWER ONE PRIVATE LIMITED	Subsidiary	100
8	U35105GJ2024PTC156917		PRO-ZEAL GREEN POWER TWO PRIVATE LIMITED	Subsidiary	100
9	U35105GJ2024PTC156819		PRO-ZEAL GREEN POWER THREE PRIVATE LIMITED	Subsidiary	100
10	U35105GJ2024PTC156940		PRO-ZEAL GREEN POWER FOUR PRIVATE LIMITED	Subsidiary	100
11	U35105GJ2024PTC152499		PRO-ZEAL GREEN POWER FIVE PRIVATE LIMITED	Subsidiary	74
12	U35105GJ2024PTC152500		PRO-ZEAL GREEN POWER SIX PRIVATE LIMITED	Subsidiary	100
13	U35105GJ2024PTC152749		PRO-ZEAL GREEN POWER SEVEN PRIVATE LIMITED	Subsidiary	73.75
14	U35105GJ2024PTC157334		PRO-ZEAL GREEN POWER EIGHT PRIVATE LIMITED	Subsidiary	100
15	U35105GJ2025PTC157625		PRO-ZEAL GREEN POWER NINE PRIVATE LIMITED	Subsidiary	100
16	U35105GJ2025PTC157627		PRO-ZEAL GREEN POWER TEN PRIVATE LIMITED	Subsidiary	100
17	U45309GJ2022PTC134971		PROZEAL INFRA ENERGY PRIVATE LIMITED	Associate	50
18		352044/81/82	Prozeal Green Energy Nepal Private Limited	Joint Venture	60
19	U35105GJ2023PTC146530		PRO-ZEAL GREEN ENERGY ONE PRIVATE LIMITED	Associate	50
20	U35105GJ2024PTC154749		PROZEAL GREEN HYDROGEN PRIVATE LIMITED	Subsidiary	100

21	U35105GJ2024PTC150213		PROZEAL GREEN POWER PRIVATE LIMITED	Subsidiary	100
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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	75000000.00	55850322.00	55850322.00	55850322.00
Total amount of equity shares (in rupees)	150000000.00	111700644.00	111700644.00	111700644.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	75000000	55850322	55850322	55850322
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	150000000.00	111700644.00	111700644	111700644

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes

0

Class of shares <div></div>	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	382460	463757	846217.00	8462170	8462170	
Increase during the year	0.00	55386565.00	55386565.00	107063074.00	107063074.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	51619237	51619237.00	103238474	103238474	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify <div>As per Clarification and Dematerialization</div>	0	3767328	3767328.00	3824600	3824600	0
Decrease during the year	382460.00	0.00	382460.00	3824600.00	3824600.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>Dematerialization of Shares</div>	382460	0	382460.00	3824600	3824600	
At the end of the year	0.00	55850322.00	55850322.00	111700644.00	111700644.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify <div>NA</div>	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>NA</div>	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INEOSXZ01029

ii Details of stock split/consolidation during the year (for each class of shares)

1

Class of shares		Equity
Before split / Consolidation	Number of shares	15000000
	Face value per share	10
After split / consolidation	Number of shares	75000000
	Face value per share	2

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

Number of transfers

1

Attachments:

1. Details of shares/Debentures Transfers

Transfer Details.xlsm

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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

10389497141

ii * Net worth of the Company

2982807303

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	49440000	88.52	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others <div>Held by trust</div>	60000	0.11	0	0.00
	Total	49500000.00	88.63	0.00	0

Total number of shareholders (promoters)

3

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	4184796	7.49	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	765270	1.37	0	0.00
9	Body corporate (not mentioned above)	1314786	2.35	0	0.00
10	Others	85470	0.15	0	0.00
	Trust				
	Total	6350322.00	11.36	0.00	0

Total number of shareholders (other than promoters)

39

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

42.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	17
2	Individual - Male	18
3	Individual - Transgender	0
4	Other than individuals	7
	Total	42.00

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS**[Details of Promoters, Members (other than promoters), Debenture holders]**

Details	At the beginning of the year	At the end of the year
Promoters	2	3
Members (other than promoters)	39	39
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	2	0	2	0	88.52	0
B Non-Promoter	0	1	0	4	0.00	0.14
i Non-Independent	0	1	0	1	0	0.14
ii Independent	0	0	0	3	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	2	1	2	4	88.52	0.14

*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
CHANDRAKANT VALLABHAJI GOGRI	00005048	Director	77220	
RASHMI TUSHAR BHATT	10863569	Director	0	
MANAN HITENDRAKUMAR THAKKAR	06622959	Managing Director	24690000	
SHOBIT BAIJNATH RAI	06623010	Managing Director	24750000	
ANEESH SUDHANSHU GUPTA	07588080	Director	0	
BHADRESH VINAYCHANDRA MEHTA	02625115	Director	0	
JAIMIN DINESHBHAI TRIVEDI	11124932	CFO	0	
ANKITKUMAR SURENDRAKUMAR AGRAWAL	APOPA7744L	Company Secretary	0	06/09/2025

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

14

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
RASHMI TUSHAR BHATT	10863569	Additional Director	18/12/2024	Appointment
MANAN HITENDRAKUMAR THAKKAR	06622959	Managing Director	18/12/2024	Change in designation
SHOBIT BAIJNATH RAI	06623010	Managing Director	18/12/2024	Change in designation
BHADRESH VINAYCHANDRA MEHTA	02625115	Director	12/03/2025	Change in designation

BHADRESH VINAYCHANDRA MEHTA	02625115	Additional Director	12/03/2025	Appointment
ANEESH SUDHANSHU GUPTA	07588080	Director	09/01/2025	Change in designation
JAIMIN DINESHBHAI TRIVEDI	11124932	CFO	18/12/2024	Appointment
ANKITKUMAR SURENDRAKUMAR AGRAWAL	APOPA7744L	Company Secretary	18/12/2024	Appointment
SAVAN RASHMIKANT GODIAWALA	07874111	Director	09/01/2025	Change in designation
CHANDRAKANT VALLABHAJI GOGRI	00005048	Director	30/09/2024	Change in designation
RASHMI TUSHAR BHATT	10863569	Director	09/01/2025	Change in designation
SAVAN RASHMIKANT GODIAWALA	07874111	Director	12/03/2025	Cessation
ANEESH SUDHANSHU GUPTA	07588080	Additional Director	18/12/2024	Appointment
SAVAN RASHMIKANT GODIAWALA	07874111	Additional Director	18/12/2024	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

5

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra-ordinary General Meeting	16/08/2024	41	14	94.08
Extra-ordinary General Meeting	09/01/2025	41	11	92.51
Extra-ordinary General Meeting	12/03/2025	41	11	92.51
Extra-ordinary General Meeting	25/03/2025	42	12	92.52
Annuual General Meeting	30/09/2024	41	13	93.55

B BOARD MEETINGS

*Number of meetings held

14

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	09/05/2024	3	3	100
2	04/06/2024	3	3	100
3	24/06/2024	3	3	100
4	07/07/2024	3	3	100
5	07/08/2024	3	3	100
6	23/08/2024	3	3	100
7	06/09/2024	3	3	100
8	15/10/2024	3	3	100
9	18/12/2024	6	3	50
10	24/02/2025	6	5	83.33
11	12/03/2025	7	4	57.14
12	24/03/2025	6	6	100
13	28/03/2025	6	5	83.33
14	30/03/2025	6	6	100

C COMMITTEE MEETINGS

Number of meetings held

4

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Corporate Social Responsibility Committee Meeting	06/09/2024	3	3	100

2	Corporate Social Responsibility Committee Meeting	30/03/2025	3	2	66.67
3	Nomination and Remuneration Committee Meeting	24/03/2025	3	3	100
4	Audit Committee Meeting	30/03/2025	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	
								<div>30/09/2025</div> <div>(Y/N/NA)</div>
1	MANAN HITENDRAKUMAR THAKKAR	14	14	100	3	3	100	Yes
2	SHOBIT BAIJNATH RAI	14	14	100	1	1	100	Yes
3	CHANDRAKANT VALLABHAJI GOGRI	14	14	100	2	2	100	Yes
4	RASHMI TUSHAR BHATT	6	3	50	1	1	100	No
5	ANEESH SUDHANSHU GUPTA	6	4	66	2	2	100	No
6	BHADRESH VINAYCHANDRA MEHTA	4	3	75	3	2	66	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Manan Hitendrakumar Thakkar	Managing Director	43478241	0	0	0	43478241.00
2	Shobit Baijnath Rai	Managing Director	43478241	0	0	0	43478241.00
	Total		86956482.00	0.00	0.00	0.00	86956482.00

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Jaimin Dineshbhai Trivedi	CFO	6761197	0	0	0	6761197.00
2	Ankit Surendrakumar Agrawal	Company Secretary	555540	0	0	0	555540.00
	Total		7316737.00	0.00	0.00	0.00	7316737.00

C *Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Rashmi Tushar Bhatt	Director	0	0	0	200000	200000.00
2	Bhadresh Vinaychandra Mehta	Director	0	0	0	250000	250000.00
3	Aneesh Sudhanshu Gupte	Director	0	0	0	300000	300000.00
4	Savan Rashmikanth Godiawala	Director	0	0	0	50000	50000.00
	Total		0.00	0.00	0.00	800000.00	800000.00

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

As per attached MGT-8

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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

42

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder_PGEL.xlsm

(b) Optional Attachment(s), if any

MGT7 Clarification Letter.pdf
MGT-8 Prozeal.pdf

XV 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.

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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

PROZEAL GREEN ENERGY
LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

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

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

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

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Sunny Narwani

Date (DD/MM/YYYY)

13/11/2025

Place

Ahmedabad

Whether associate or fellow:

☒ Associate ☐ Fellow

Certificate of practice number

2*2*1

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

* (a) DIN/PAN/Membership number of Designated Person

AOIPT4503K

* (b) Name of the Designated Person

KRUTARTH AVINASHBHAI
THAKKAR

Declaration

I am authorised by the Board of Directors of the Company vide resolution number*

2

 dated*
(DD/MM/YYYY)

09/05/2024

 to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*6*2*5*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

*Whether associate or fellow:

☒ Associate ☐ Fellow

Membership number

3*5*8

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

eForm filing date (DD/MM/YYYY)

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



VTSN & ASSOCIATES LLP

Company Secretaries Peer Reviewed Firm

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]

We have examined the registers, records, books and papers of Prozeal Green Energy Limited bearing Corporate Identification Number (CIN: U45206GJ2013PLC075904) (herein after referred as "the Company") as required to be maintained under the Companies Act, 2013 (herein after referred as "**the Act**") and the rules made thereunder for the financial year ended on March 31, 2025. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
 - 1. Its status under the Act;
 - 2. Maintenance of registers/records and making entries therein detailed within the time prescribed therefor;
 - 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies within / beyond the prescribed time, (with applicable additional fees).
 - 4. Calling/convening/holding meetings of Board of Directors or its committee, 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 have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed; Except
 - a) There was a negligible delay in constitution of the Audit Committee as required under Section 177 of the Companies Act, 2013 and on account of such delay in constitution of Committees as aforesaid, the Company was unable to obtain prior approval / recommendation of committees for certain matters including for Related Party Transactions entered during the year as per its terms of reference.
 - b) There was negligible delay in constitution of the Nomination & Remuneration Committee as required under Section 178 of the Companies Act, 2013 and on account of such delay in constitution of Committees as aforesaid, the Company was unable to obtain prior approval / recommendation of committees for certain matters including matters relating to the appointment of Directors and Key Managerial Personnel (KMPs) as per its terms of reference.



VTSN & ASSOCIATES LLP

Company Secretaries Peer Reviewed Firm

- c) The CSR Committee was reconstituted on March 12, 2025, ensuring its composition is fully aligned with the provisions of Section 135 of the Companies Act, 2013.

As explained by Management, the Company was converted into a Public Limited Company with effect from 28th June 2024. Accordingly, certain provisions of the Companies Act, 2013 became applicable immediately thereafter.

Hence, there was a short delay in the constitution of the Audit Committee, Nomination & Remuneration Committee and reconstitution of the Corporate Social Responsibility Committee, primarily on account of the time taken to identify and appoint suitable candidates as Woman Director and Independent Director. Consequently, approvals of these Committees as per their terms of reference could not be obtained during the interim period. As on 31st March 2025, Board Composition consist of three Independent Director, one of them being Woman Director. Further, the Committees have been duly constituted/reconstituted and post facto approval of respective Committee were obtained to the extent possible. Further, the company is in compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

5. Closure of Register of Members/Security holders as the case may be.
6. During the period under review the Company has made advances/loans to its directors and /or persons or firms or companies referred in section 185 of the Act, in compliance with the provisions of the Act.
7. As per information and explanation provided to us, all the related party transactions entered into during the financial year were in ordinary course of business and at arm's length basis and thus they are in compliance with the provisions of Section 188 of the Act;
8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all applicable instances and alteration or reduction of share capital;
9. There is no instance of Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act; (Not Applicable to the Company during the Audit Period)
11. Signing of audited financial statement as per the provisions of section 134 of the Act, and report of directors is as per sub - sections (3), ~~(4)~~ and (5) thereof;
12. constitution/appointment/re-appointments/retirement/filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them except a negligible delay in the appointment of a



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Woman Director and Independent Directors as required under Section 149 of the Companies;

13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; (Not Applicable to the company during the Audit Period).
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities, under the various provisions of the Act;
15. Accepted/ renewal/ repayment of deposits; - Not Applicable
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. The Company is engaged in providing infrastructural facilities and accordingly the provisions of section 186 (except subsection (1) of section 186) are not applicable to the Company and the Investments made, if any during the year under review are in compliance with the provisions of Section 186 of the Act;
18. Alteration of the provisions of the Memorandum of Association and Articles of Association of the Company;

For, VTSN & Associates LLP
Company Secretaries

SUNNYKUMAR Digitally signed by
SUNNYKUMAR
JITENDRABHAI JITENDRABHAI NARWANI
Date: 2025.11.17 20:29:33
NARWANI +05'30'

Sunnykumar Narwani
Partner
Membership No. A38196
CP. No. 27211
Peer Review No. 6373/2025
Date: November 17, 2025
Place: Ahmedabad
UDIN: A038196G001917249

13th November 2025

To,
Registrar of Companies
ROC Bhavan, Opp. Rupal Park Society,
Behind Ankur Bus Stop,
Naranpura, Ahmedabad-380013.

Dear Sir,

Subject: Clarification in filing of Form – MGT-7 i.e. Annual Return of Prozeal Green Energy Limited (“the Company”) for FY 2024-25.

With reference to the captioned subject, we wish to submit the following clarification in respect of disclosure of the number of shares under Clause IV(d) – Break-up of Paid-up Share Capital in Form MGT-7 for the Financial Year 2024-25.

1. Paid-up Share Capital as on 31st March 2024:

The paid-up share capital of the Company was Rs. 84,62,170 consisting of 8,46,217 Equity Shares of face value Rs. 10 each.

2. During the Financial Year (FY) 2024-25:

- The authorised share capital of the Company was increased from Rs. 1,00,00,000 to Rs. 15,00,00,000.
- The Company issued and allotted 8,462,170 Equity Shares of Rs.10 each as bonus shares to existing shareholders (“**Bonus Issuance 1**”).
- Subsequently, the existing equity shares of the Company were sub-divided from FV Rs. 10 each to Rs. 2 each.
- Thereafter, the Company issued and allotted 93,08,387 Equity Shares of Rs. 2 each as further bonus shares (“**Bonus Issuance 2**”).

Consequent to the above changes in the authorised and paid-up share capital and the sub-division of equity shares, the paid-up share capital of the Company as on 31st March 2025 stands at Rs. 11,17,00,644, comprising 5,58,50,322 Equity Shares of FV Rs. 2 each.

In view of the above, and for maintaining consistency with the manner of reporting adopted in Form MGT-7 for the previous financial year (2023-24), the break-up of paid-up share capital disclosed in the current Form MGT-7 has been presented as under for clarification:

CIN: U45206GJ2013PLC075904

:

Particulars	No. of Equity Shares	Total Amount in Rs.	Clarification
At the beginning of the year	846217	8462170	FV Rs. 10 each
Increase due to Bonus	51619237	103238474	Bonus Issuance 1 & 2 (Bonus Issuance 1 adjusted for sub-division to Rs. 2 FV)
Others	3384868	-	Adjustment in number of shares to align with final paid-up capital post sub-division
At the end of the year	55850322	111700644	=

Please take the above on your records.

For Prozeal Green Energy Limited
(Formerly known as Prozeal Green Energy Private Limited)

Krutarth A Thakkar
Digitally signed by
Krutarth A Thakkar
Date: 2025.11.13
15:09:44 +05'30'

Krutarth Thakkar
Company Secretary

CIN: U45206GJ2013PLC075904