

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



सत्यमेव जयते

Form language

English Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L64203HP1994PLC014541

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	EXICOM TELE-SYSTEMS LIMITED	EXICOM TELE-SYSTEMS LIMITED
Registered office address	8 ELECTRONICS COMPLEX CHAMBAGHAT SOLAN, Himachal Pradesh, India, 173213	8 ELECTRONICS COMPLEX CHAMBAGHAT SOLAN, Himachal Pradesh, India, 173213
Latitude details	30.925479	30.925479
Longitude details	77.097434	77.097434

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

1.jpg

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

AA*****8G

(c) *e-mail ID of the company

*****eta.karnatak@exicom.in

(d) *Telephone number with STD code

01*****48

(e) Website

www.exicom.com

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

09/05/1994

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
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

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)

24/09/2025

(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

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	27	Manufacture of electrical equipment	100

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

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

4

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/Subsidiary/Associate/Joint Venture	% of shares held
1	U64202DL2008PTC412946		NEXTWAVE COMMUNICATIONS PRIVATE LIMITED	Holding	56.04
2		201210680W	EXICOM TELE-SYSTEMS (SINGAPORE) PTE LTD	Subsidiary	100
3		866100696	EXICOM POWER SOLUTIONS B.V. NETHERLANDS	Subsidiary	100
4		2312339	HORIZON POWER SOLUTIONS L.L.C.-FZ	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	130000000.00	120824501.00	120824501.00	120824501.00
Total amount of equity shares (in rupees)	1300000000.00	1208245010.00	1208245010.00	1208245010.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
EQUITY				
Number of equity shares	130000000	120824501	120824501	120824501
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1300000000.00	1208245010.00	1208245010	1208245010

(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	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	0	120824501	120824501.00	1208245010	1208245010	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
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	
x Others, specify						
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify			0			
At the end of the year	0.00	120824501.00	120824501.00	1208245010.00	1208245010.00	
(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			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			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

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

Class of shares		
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

*Number of classes

1

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non-Convertible Debentures	76805	1065	81797325.00
Total	76805.00	1065.00	81797325.00

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
Non-Convertible Debentures	81797325	0	0	81797325.00
Total	81797325.00	0.00	0.00	81797325.00

(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			
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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	81797325.00	0.00	0.00	81797325.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	81797325.00	0.00	0.00	81797325.00

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

7524189116.17

ii * Net worth of the Company

6576905971.49

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	1200	0.00	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)	84056808	69.57	0	0.00
10	Others				
	Total	84058008.00	69.57	0.00	0

Total number of shareholders (promoters)

5

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	26489356	21.92	0	0.00
	(ii) Non-resident Indian (NRI)	1076339	0.89	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	1940	0.00	0	0.00
6	Foreign institutional investors	725509	0.60	0	0.00
7	Mutual funds	4583571	3.79	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	1214589	1.01	0	0.00
10	Others LLP/HUF/CM /foreignco	2675189	2.21	0	0.00
	Total	36766493.00	30.42	0.00	0

Total number of shareholders (other than promoters)

161473

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

161478.00

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

Sl.No	Category	
1	Individual - Female	38818
2	Individual - Male	90982
3	Individual - Transgender	0
4	Other than individuals	31678
	Total	161478.00

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

11

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CITADEL SECURITIES SINGAPORE PTE. LIMITED	JP Morgan Chase Bank N.A, India Sub Custody 9th Floor, Tower A Block 9, NKP, Western Express Highway, Goregaon E.	15/10/2020	Singapore	3867	0.01

HAYYAN ALI MALALLAH AL LAWATI	Kotak Mahindra Bank Ltd A wing, 5th floor, Intellion Square Infinity IT Park Gen AK Vaidya Marg, Malad E, Mumbai	01/05/1980	Oman	14000	0.01
CITIGROUP GLOBAL MARKETS MAURITIUS PRIVATE LIMITED - ODI	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	21/07/2000	Mauritius	4	0.01
K INDIA OPPORTUNITIES FUND LIMITED PCC - CELL S	Kotak Mahindra Bank Ltd A wing, 5th floor, Intellion Square Infinity IT Park Gen AK Vaidya Marg, Malad E, Mumbai	20/03/2013	Mauritius	528100	0.43
SPDR S&P EMERGING MARKETS SMALL CAP ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	12/05/2008	United States	24423	0.02
AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	17/09/2019	United States	5373	0.01
RED BAY LTD	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI	13/12/2017	Mauritius	70605	0.05
SOCIETE GENERALE - ODI	SBI-SG GLOBAL SECURITIES SERVICES PL JEEVAN SEVA EXTENSION BUILDING GROUND FLOOR S V ROAD SANTACRUZ WEST MUMBAI	04/05/1864	France	6484	0.01
ENDEAVOR GLOBAL OPPORTUNITIES FUND LLP	Kotak Mahindra Bank Ltd A wing, 5th floor, Intellion Square Infinity IT Park Gen AK Vaidya Marg, Malad E, Mumbai	22/07/2011	United States	12180	0.01
PASSAGE TO INDIA MASTER FUND LIMITED	C/O CHILIN GLOBAL FIDUCIARY SERVICES LTD LEVEL 8 NEXTERACOM BULDING TOWER III RUE DU SAVOIR CYBERCITY EBENE	02/09/2021	Mauritius	7500	0.01

QUADRATURE CAPITAL VECTOR SP LIMITED	JP Morgan Chase Bank N.A, India Sub Custody 9th Floor, Tower A Block 9, NKP, Western Express Highway, Goregaon E.	20/07/2020	Cayman Islands	52973	0.03
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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	6	6
Members (other than promoters)	76282	161473
Debenture holders	1	1

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	1	0	1	0	0	0
B Non-Promoter	1	4	1	6	0.00	0.00
i Non-Independent	1	1	1	2	0	0
ii Independent	0	3	0	4	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						

Total	2	4	2	6	0.00	0.00
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*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

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)
ANANT NAHATA	02216037	Managing Director	0	
HIMANSHU BAID	00014008	Director	0	
VIVEKANAND KUMAR	10244171	Whole-time director	0	
SUBHASH CHANDER RUSTGI	06922968	Director	0	
KAREN WILSON KUMAR	05297981	Director	0	
MAHUA ACHARYA	03030535	Director	0	
MANOJ KUMAR KOHLI	00162071	Director	0	
LEENA PRIBHDAS GIDWANI	06969243	Director	0	01/04/2025
ANANT NAHATA	ABGPN0784M	CEO	0	
SHIRAZ KHANNA	AEZPK3682F	CFO	0	
SANGEETA KARNATAK	AKMPJ1813A	Company Secretary	0	

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

5

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)
MAHUA ACHARYA	03030535	Additional Director	28/05/2024	Appointment
MAHUA ACHARYA	03030535	Director	09/08/2024	Change in designation
MANOJ KUMAR KOHLI	00162071	Additional Director	28/05/2024	Appointment
MANOJ KUMAR KOHLI	00162071	Director	09/08/2024	Change in designation
HIMANSHU BAID	00014008	Director	30/06/2024	Change in designation

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

1

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
ANNUAL GENERAL MEETING	27/09/2024	135529	57	64.74

B BOARD MEETINGS

*Number of meetings held

7

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	28/05/2024	8	8	100
2	12/07/2024	8	8	100
3	05/08/2024	8	8	100
4	07/08/2024	8	8	100
5	29/08/2024	8	8	100
6	13/11/2024	8	8	100
7	05/02/2025	8	8	100

C COMMITTEE MEETINGS

Number of meetings held

12

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	AUDIT COMMITTEE	28/05/2024	3	3	100
2	AUDIT COMMITTEE	05/08/2024	3	3	100
3	AUDIT COMMITTEE	13/11/2024	3	3	100
4	AUDIT COMMITTEE	05/02/2025	3	3	100
5	NOMINTION REMUNERATION AND COMPENSATION COMMITTEE	28/05/2024	3	3	100
6	NOMINTION REMUNERATION AND COMPENSATION COMMITTEE	29/08/2024	3	3	100
7	NOMINTION REMUNERATION AND COMPENSATION COMMITTEE	13/11/2024	3	3	100
8	NOMINTION REMUNERATION AND COMPENSATION COMMITTEE	05/02/2025	3	3	100
9	CSR COMMITTEE	05/08/2024	3	3	100
10	STAKEHOLDERS RELATIONS COMMITTEE	05/08/2024	3	3	100
11	RISK MANAGEMENT COMMITTEE	28/05/2024	4	4	100
12	RISK MANAGEMENT COMMITTEE	13/11/2024	4	4	100

D ATTENDANCE OF DIRECTORS

S. N o	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	24/09/2025 (Y/N/NA)
1	ANANT NAHATA	7	7	100	4	4	100	Yes
2	HIMANSHU BAID	7	7	100	5	5	100	Yes

3	VIVEKANAND KUMAR	7	7	100	3	3	100	Yes
4	SUBHASH CHANDER RUSTGI	7	7	100	5	5	100	Yes
5	KAREN WILSON KUMAR	7	7	100	6	6	100	Yes
6	MAHUA ACHARYA	7	7	100	3	3	100	Yes
7	MANOJ KUMAR KOHLI	7	7	100	4	4	100	Yes
8	LEENA PRIBHDAS GIDWANI	7	7	100	6	6	100	Not applicable

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	ANANT NAHATA	Managing Director	8391000	0	0	1609008	10000008.00
2	VIVEKANAND KUMAR	Whole-time director	5430000	0	0	3967080	9397080.00
	Total		13821000.00	0.00	0.00	5576088.00	19397088.00

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	SHIRAZ KHANNA	CFO	12007716	0	0	0	12007716.00
2	SANGEETA KARNATAK	Company Secretary	2320000	0	0	0	2320000.00
	Total		14327716.00	0.00	0.00	0.00	14327716.00

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

6

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	HIMANSHU BAID	Director	0	505000	0	480000	985000.00

2	SUBHASH CHANDER RUSTGI	Director	0	505000	0	480000	985000.00
3	KAREN WILSON KUMAR	Director	0	505000	0	560000	1065000.00
4	MAHUA ACHARYA	Director	0	505000	0	440000	945000.00
5	MANOJ KUMAR KOHLI	Director	0	505000	0	480000	985000.00
6	LEENA PRIBHDAS GIDWANI	Director	0	505000	0	520000	1025000.00
	Total		0.00	3030000.00	0.00	2960000.00	5990000.00

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

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

161478

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder-MCA file.xls

(b) Optional Attachment(s), if any

Other Attachments.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 EXICOM TELE-SYSTEMS
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

MOHD. ZAFAR

Date (DD/MM/YYYY)

13/11/2025

Place

GURUGRAM

Whether associate or fellow:

Associate Fellow

Certificate of practice number

1*8*5

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

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

25216

*(b) Name of the Designated Person

SANGEETA KARNATAK

Declaration

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

29

dated*

(DD/MM/YYYY)

30/06/2020

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*2*6*3*

***To be digitally signed by**

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

2*2*6

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)

AB9024626

eForm filing date (DD/MM/YYYY)

14/11/2025

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

Date: November 14, 2025

To,

The Registrar of Companies
Himachal Pradesh
Ministry of Corporate Affairs
Office of the Registrar of Companies cum Official Liquidator,
HP Corporate Bhawan, Plot No. 4-B,
Sector 27B, Chandigarh

Subject: Clarification on certain details furnished in e-form MGT-7 for the Financial Year 2024-2025

Dear Sir/Mam,

We hereby submit the following clarifications in respect of certain details furnished in e-form *MGT-7*, filed pursuant to Section 92 of the Companies Act, 2013 and the rules made thereunder:

a. Point No. VI: Shareholding Pattern- Total number of shareholders (Promoters + Public/Other than Promoters)

The total number of shareholders reported in e-Form MGT-7 is 161,478, whereas the Shareholding Pattern as on March 31, 2025, disclosed under Regulation 31(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, reflects 158,231 shareholders.

The difference of 3,274 shareholders is due to consolidation of folios based on PAN, carried out in accordance with SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/128 dated December 19, 2017, which mandates consolidation to prevent multiple disclosures for the same individual.

b. Point No. VI- Shareholding Pattern- Breakup of Total Number of Shareholders (Promoter and Other than Promoter)

Our Registrar and Transfer Agent (RTA) was unable to provide gender-wise classification for certain shareholders categorized as "**Individual Unidentifiable**". Accordingly these cases have been included under the "Other than Individuals" category in e-form MGT-7:

The actual breakup of shareholders (Promoters and other than Promoters) is as follows:

Sl. No.	Category	No. of cases
1.	Individual- female	38,818
2.	Individual- Male	90,982
3.	Individual- Transgender	-
4.	Individual- Unidentifiable	29,523
5.	Other than Individuals	2,155
Total		1,61,478

c. Point No. VI (C)- Details of Foreign Institutional Investors ('FIIs') holding shares of the Company:

The '**Date of Incorporation**' and '**Country of Incorporation**' of FIIs were not available in the data provided by our RTA. As the e-form does not permit blank entries, the Company entered these details based on publicly available information solely for the purpose of form validation.

d. Point No. VII- Number of Promoters, Members and Debenture holders

Nextwave Communications Private Limited and Mr. Anant Nahata, were identified as Promoters of the Company pursuant to a resolution passed by the Board of Directors dated June 20, 2023, during the listing process. Although Mr. Anant Nahata does not hold any share in the Company, he continues to be identified as a Promoter.

In addition, the following individuals and entities that form part of the Promoters Group and holding shares in the Company:

1. Mr. Mahendra Nahata
2. HFCL Limited
3. Satellite Finance Private Limited
4. Vinsan Brothers Private Limited

The shareholding of the Promoter and Promoter Group as on March 31, 2025 is provided below:

S. No.	Name of Promoter/promoter group	Category	Number of shares
1	Mr. Anant Nahata	Promoter	0
2.	Nextwave Communications Private Limited	Promoter	6,77,12,513
3.	HFCL Limited	Promoter group	75,62,676
4.	Satellite Finance Private Limited	Promoter group	45,30,000
5.	Vinsan Brothers Private Limited	Promoter group	42,51,619
6.	Mr. Mahendra Nahata	Promoter group	1,200

Accordingly, the Company has reported five shareholders under the shareholding of "Promoters" category in Point VI(a), and six promoters in Point VII of e-Form MGT-7 for FY 2024-25.

This includes **one promoter who does not hold shares**, and **five members of the promoter and promoter group who hold shares** as on March 31, 2025.

We trust the above clarifications will enable you to take the e-form MGT-7 on record.

Thanking You,

For Exicom Tele-Systems Limited




Sangeeta Karnatak
Company Secretary & Compliance Officer
M. No.: 25216
Address: A-87/3, SFS Flats,
Saket, New Delhi- 110017

Committee Meetings held during FY 2024-25

S. No.	Type of Meeting	Date of Meeting	Total Number of members as on the date of the meeting	Attendance	
				Number of Members attended the meeting	% of attendance
1	Audit Committee	28/05/2024	3	3	100
2	Audit Committee	05/08/2024	3	3	100
3	Audit Committee	13/11/2024	3	3	100
4	Audit Committee	05/02/2025	3	3	100
5	Nomination Remuneration and Compensation Committee	28/05/2024	3	3	100
6	Nomination Remuneration and Compensation Committee	29/08/2024	3	3	100
7	Nomination Remuneration and Compensation Committee	13/11/2024	3	3	100
8	Nomination Remuneration and Compensation Committee	05/02/2025	3	3	100
9	Risk Management Committee*	28/05/2024	4	4	100
10	Risk Management Committee	13/11/2024	4	4	100
11	Corporate Social Responsibility Committee	05/08/2024	3	3	100
12	Stakeholders' Relationship Committee	05/08/2024	3	3	100

*Risk Management Committee comprises a total of four members, including three members of the Board of Directors and Chief Financial Officer of the Company.

Note: Only the details of mandatory committees have been provided; therefore, information regarding the meetings of the Banking Operations Committee, Share Allotment Committee, and Rights Issue Committee has not been included.

For EXICOM TELE-SYSTEMS LIMITED




Sangeeta Karnatak
Company Secretary & Compliance Officer
M.No.: 25216
Address: A-87/3, SFS Flats,
Saket, New Delhi- 110017

List of Debenture Holder as of March 31, 2025

Type of Debentures issued: 6% Non-Convertible Debentures

S. No.	Name of Debenture holder	Date of becoming Debenture holder	Number of securities	Nominal Amount per share (Rs.)	Total amount paid (Rs.)
1.	NextWave Communications Private Limited	28.09.2020	76,805	1,065	8,17,97,325

For Exicom Tele-Systems Limited




Sangeeta Karnatak
Company Secretary & Compliance Officer
M. No. 25216
Address: A-87/3, SFS Flat,
Saket, New Delhi- 110017

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **EXICOM TELE-SYSTEMS LIMITED** (the Company) (CIN: **L64203HP1994PLC014541**) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there-under for the financial year ended on 31st March, 2025. In our opinion and to the best of my 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 financial year ended on 31st March, 2025, correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & applicable Rules as detailed hereunder:
 1. The Company has maintained its status under the Act;
 2. The Company has maintained registers/records & made entries therein within the prescribed time;
 3. The Company filed forms and returns as stated in the annual return, with the Registrar of Companies within the prescribed time or/and with the additional fees. Further, the Company was not required to file any forms and returns with the Regional Director, Central Government, the Tribunal, Court or other authorities;
 4. The Company called/ convened/ held meetings of Board of Directors/committees 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 have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed. Further, the Company has made the necessary compliance for resolutions by circulation and postal ballots for approval of resolutions by shareholders.
 5. Pursuant to SEBI (Listings Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 and in line with BSE and NSE circulars dated February 07, 2025, sub-regulation (5) of regulation 42 of the SEBI Listing Regulations, 2015 has been omitted. Accordingly listed Company was not required to close its Register of Members during the year under review;
 6. The company has complied with the provisions in respect of the related party transactions covered under section 188 of the Companies Act, 2013.

MZA & ASSOCIATES, Company Secretaries

Peer Review Firm: P2014DE040000-6995/2025,

Head Office Address: 1st Floor AIHP Palms, Plot No. 242-243, Udyog Vihar, Phase IV, Gurugram

Branch Office Address: 303 Orchid Grand Kursi Road, Sector- N, Aliganj, Lucknow-226024

Telephone No: +91-124-4140022; +91-0522-4122974

Website: www.mycompliances.com, Email: mohd.zafar@mycompliances.com



7. There were no issue or allotment 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 during the financial year 2024-25. However, 94,915 Options under ESOP 2023 Scheme were exercised during the year and were pending for allotment as on March 31, 2025. *Further, during FY 2024-25 upon recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors, at its meeting held on February 5, 2025, resolved to reallocate the ungranted 4,043,733 Options to a new Employee Stock Option Scheme 2025 ("ESOP Scheme 2025") thereby reducing the ESOP 2023 Pool to 819,227 Options. The ESOP Scheme 2025 was, however, not effective as on March 31, 2025, pending shareholder approval.*
8. The Company was not required to comply with the provisions relating to transmission or buy back of securities/ redemption of preference shares/debentures/ reduction of share capital.
9. There were no transactions necessitating the company to keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
10. The Company has not declared/paid any dividend and hence there was no need 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 Company has complied with the provisions of section 134 of the Act for signing of audited financial statements and sub – sections (3), (4) and (5) for report of directors;
12. The Company has complied with provisions to the extent applicable relating to constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them.
13. The Company has complied with the provisions of section 139 of the Act for appointment of auditors of the Company.
14. During the financial year, the Company was not required to take any approval from Central Government, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act;
15. The Company has not invited, accepted any deposits;
16. The Company has complied with the provisions of borrowings from the ~~directors, members,~~ public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect;

MZ & ASSOCIATES, *Company Secretaries*

Peer Review Firm: P2014DE040000-6995/2025,

Head Office Address: 1st Floor AIHP Palms, Plot No. 242-243, Udyog Vihar, Phase IV, Gurugram – 122015

Branch Office Address: 303 Orchid Grand Kursi Road, Sector- N, Aliganj, Lucknow-226024

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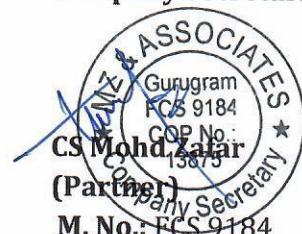
MZA

17. The Company has extended loans and investments to its wholly owned subsidiaries and made investment in the securities, in compliance with provisions of section 186 of the Companies Act, 2013. Further, no guarantee was provided by the Company during the financial year;
18. During the year, the Company has not altered its Memorandum of Association and Articles of Association.

Date: 13th November 2025

Place: Gurugram

**For MZ & ASSOCIATES
Company Secretaries**



**C.P. No.: 13875
UDIN: F009184G001868063**

MZ & ASSOCIATES, *Company Secretaries*

Peer Review Firm: P2014DE040000-6995/2025,

Head Office Address: 1st Floor AIHP Palms, Plot No. 242-243, Udyog Vihar, Phase IV, Gurugram - 122015

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