

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]



सत्यमेव जयते

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

U34300TN2022PTC149904

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAJCT1836F

(ii) (a) Name of the company

TI CLEAN MOBILITY PRIVATE LI

(b) Registered office address

Chola Crest, C54-55 & Super B-4, Thiru-Vi-Ka Industrial Estate, Guindy Guindy Industrial Estate
Chennai City Corporation
Chennai
Tamil Nadu
600032

(c) *e-mail ID of the company

TI*****f

(d) *Telephone number with STD code

91*****34

(e) Website

(iii) Date of Incorporation

12/02/2022

Type of the Company	Category of the Company	Sub-category of the Company
Private 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

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TUBE INVESTMENTS OF INDIA	L35100TN2008PLC069496	Holding	99.99
2	IPLTECH ELECTRIC PRIVATE LIM	U73100HR2019PTC081891	Subsidiary	65.76
3	TIVOLT ELECTRIC VEHICLES PR	U29109TN2023PTC162236	Subsidiary	80
4	JAYEM AUTOMOTIVES PRIVATI	U00292TZ1999PTC011979	Subsidiary	50

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	255,001,000	250,000,200	250,000,200	250,000,200
Total amount of equity shares (in Rupees)	2,550,010,000	2,500,002,000	2,500,002,000	2,500,002,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	255,001,000	250,000,200	250,000,200	250,000,200
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,550,010,000	2,500,002,000	2,500,002,000	2,500,002,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	170,000,000	170,000,000	170,000,000	170,000,000
Total amount of preference shares (in rupees)	17,000,000,000	17,000,000,000	17,000,000,000	17,000,000,000

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series A1 CCPS				
Number of preference shares	120,000,000	120,000,000	120,000,000	120,000,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	12,000,000,000	12,000,000,000	12,000,000,000	12,000,000,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series B CCPS				
Number of preference shares	50,000,000	50,000,000	50,000,000	50,000,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	5,000,000,000	5,000,000,000	5,000,000,000	5,000,000,000

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	250,000,100	250,000,100	2,500,001,000	2,500,001,000	
Increase during the year	0	100	100	1,000	1,000	800

i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	100	100	1,000	1,000	800
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	0	250,000,200	250,000,200	2,500,002,000	2,500,002,000	
Preference shares						
At the beginning of the year	0	56,700,000	56,700,000	5,670,000,000	5,670,000,000	
Increase during the year	0	113,300,000	113,300,000	11,330,000,000	11,330,000,000	0
i. Issues of shares	0	113,300,000	113,300,000	11,330,000,000	11,330,000,000	
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>						
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	170,000,000	1700000000	17,000,000,	17,000,000	

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

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

(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					

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

(i) Turnover

1,227,569,317

(ii) Net worth of the Company

619,078,928

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	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0

5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	250,000,000	100	50,000,000	29.41
10.	Others	0	0	0	0
	Total	250,000,000	100	50,000,000	29.41

Total number of shareholders (promoters)

4

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	20,000,000	11.76
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	17,000,000	10

10.	Others	Private Equity	200	0	83,000,000	48.82
	Total		200	0	120,000,000	70.58

Total number of shareholders (other than promoters)

5

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

9

**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	2	4
Members (other than promoters)	2	5
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	0	2	0	2	0	0
B. Non-Promoter	1	1	1	1	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	1	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	0	2	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	1	4	1	5	0	0

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

8

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
M A M ARUNACHALAI	00202958	Director	0	
VELLAYAN SUBBIAH	01138759	Director	0	
RENUKA RAMNATH	00147182	Nominee director	0	
NITHYA EASWARAN	03605392	Nominee director	0	
KALYAN KUMAR PAU	08935145	Managing Director	0	
MUKESH AHUJA	09364667	Director	0	
SEKHARAN GOPALAI	AFDPG7730H	CFO	0	
SRINIVASAN KRITHIK	AXVPK0459R	Company Secretar	0	

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

2

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)
RENUKA RAMNATH	00147182	Additional director	05/06/2023	Appointment
RENUKA RAMNATH	00147182	Nominee director	05/06/2023	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

6

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra-ordinary General Mee	04/05/2023	3	2	99.98
Extra-ordinary General Mee	05/06/2023	5	4	99.98
Annual General Meeting	03/07/2023	5	5	100
Extra-ordinary General Mee	10/08/2023	5	4	99.98
Extra-ordinary General Mee	29/08/2023	5	4	99.98
Extra-ordinary General Mee	29/01/2024	7	6	99.98

B. BOARD MEETINGS

*Number of meetings held

7

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	5	5	100
2	05/06/2023	6	6	100
3	03/07/2023	6	5	83.33
4	26/07/2023	6	5	83.33
5	26/10/2023	6	5	83.33
6	29/01/2024	6	6	100
7	19/03/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

0

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1					

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	22/07/2024
								(Y/N/NA)
1	M A M ARUN/	7	7	100	0	0	0	Yes
2	VELLAYAN SI	7	7	100	0	0	0	Yes
3	RENUKA RAM	6	4	66.67	0	0	0	No
4	NITHYA EASV	7	6	85.71	0	0	0	No
5	KALYAN KUM	7	7	100	0	0	0	Yes
6	MUKESH AHL	7	7	100	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Kalyan Kumar Paul	Managing Director	47,877,033				47,877,033
	Total		47,877,033				47,877,033

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Gopalakrishnan S	CFO	7,981,661				7,981,661
	Total		7,981,661	0			7,981,661

Number of other directors whose remuneration details to be entered

0

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

R Sridharan

Whether associate or fellow

Associate Fellow

Certificate of practice number

3239

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.
- (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 the 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 a 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.

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



DIN of the director

To be digitally signed by



- 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

List of attachments

-
-
-
-

SHPTICMPL.pdf
TI clean mobility- MGT -8-2024-sd.pdf
Designated personnel.pdf

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



TI Clean Mobility Private Limited

Post Bag No.5, CTH Road, Ambattur, Chennai -600 053, India.

Tel: +91 44 42093434

Web: www.montraelectric.com | CIN: U34300TN2022PTC149904

Email: ticmpl-secretarial@tii.murugappa.com

18th September 2024

To

Ministry of Corporate Affairs

Dear Sirs/Madam,

MCA vide notification dated October 27, 2023 had amended Rule 9 of Companies (Management and Administration) Rules, 2014 and mandated that every company shall designate a person who shall be responsible for furnishing and extending co-operation for providing information to the Registrar or any other authorized officer with respect to beneficial interest in shares of the company. Accordingly, the Board at its meeting held on 8th May 2024 appointed the designated person with respect to beneficial interest in shares of the company and who shall be mentioned in annual return is as follows:

Name of the Designated Person	Reason for Appointment
S Krithika	Designated Person under Rule 9(4) of Companies (Management and Administration) Rules, 2014 who shall be responsible for furnishing and extending co-operation for providing information to the Registrar or any other authorized officer with respect to beneficial interest in Shares of the company.



TI Clean Mobility Private Limited

Post Bag No.5, CTH Road, Ambattur, Chennai -600 053, India.

Tel: +91 44 42093434

Web: www.montraelectric.com | CIN: U34300TN2022PTC149904

Email: ticmpl-secretarial@tii.murugappa.com

SHARE HOLDING PATTERN OF TI CLEAN MOBILITY PRIVATE LIMITED
AS ON 31ST March 2024

Sl. No	Name of the Shareholder	No. of Equity shares of Rs. 10/- each	% of shareholding
1	M/s. Tube Investments of India Limited	24,99,49,980	99.98
2	M/s. Tube Investments of India Limited Jointly with Mr. S Suresh	50,000	0.02
3	M/s. Tube Investments of India Limited Jointly with Ms. Krithika	10	0.00
4	M/s. Tube Investments of India Limited Jointly with Mr. Mukesh Ahuja	10	0.00
5	M/s. Multiples Private Equity Fund III	100	0.00
6	M/s. Multiples Private Equity Fund IV	55	0.00
7	M/s. Multiples Private Equity Gift Fund IV	45	0.00
Total		25,00,00,200	

S.No	Name of the Shareholder	Nature of CCPS	No. of CCPS of Rs. 100 each
1	M/s. Multiples Private Equity Fund III	Series A	4,30,00,000
2	M/s. State Bank of India	Series A	2,00,00,000
3	M/s. HCL Capital Private Limited	Series A	1,70,00,000
4	M/s. Multiples Private Equity Gift Fund IV	Series A	1,76,16,899
5	M/s. Multiples Private Equity Fund IV	Series A	2,23,83,101
Total			12,00,00,000
1	M/s. Tube Investments of India Limited	Series B	5,00,00,000
Total			5,00,00,000

For TI Clean Mobility Private Limited

S
KRITHIKA
Digitally signed
by S KRITHIKA
Date: 2024.09.03
12:18:52 +05'30'

S Krithika
Company Secretary

MGT-8

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

CERTIFICATE

We have examined the registers, records, books and papers of TI CLEAN MOBILITY PRIVATE LIMITED (hereinafter referred as “the Company”) bearing CIN: U34300TN2022PTC149904 having its Registered office at “Chola Crest”, No.C54-55 & Super B-4, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai - 600 032 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended 31st March, 2024.

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 year correctly and adequately.
- B. during the aforesaid year the Company has complied with provisions of the Act & Rules made there under in respect of:
1. its status as a Private Limited Company and as a subsidiary of Listed Public Company, consequently it is deemed to be a Public Company under the Act;
 2. maintenance of registers/records & making entries therein within the time prescribed therefore;
 3. a) filing of forms and returns with the Registrar of Companies, Regional Director, Central Government within the prescribed time except few forms filed beyond due date with additional fees;
b) forms and returns with Court or other authorities (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
 4. a) calling/ convening/ holding meetings of Board of Directors 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 circular resolutions have been properly recorded in the Minutes Book maintained for the purpose and the same have been signed;
b) resolutions passed by Postal Ballot (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
 5. closure of Register of Members/ other security holders as the case may be (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);

6. advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
7. contracts and arrangements with related parties as specified in the provisions of Section 188 of the Act;
8. a) issue, allotment and issue of security certificates in all instances;
b) 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 certificates in all instances (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
9. keeping in abeyance the rights shares, rights to dividend and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
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 DURING THE YEAR UNDER REVIEW);
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. a) constitution/ appointment/ re-appointment/ retirement/ disclosures of the Directors;
b) constitution/ disclosures of Key Managerial Personnel and remuneration paid to them;
c) filling up casual vacancies of Directors and appointment/ re-appointment/ retirement/ filling up casual vacancies of the Key Managerial Personnel (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
13. appointment/ re-appointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
14. a) The company has obtained an order from Regional Director, Southern Region approving the Scheme of Amalgamation between Celestial E-Mobility Private Limited and Celestial E-Trac Private Limited with the Company ('the Scheme'), pursuant to Section 233 of the Companies Act, 2013 on 23rd November, 2023 and the Company have filed necessary forms with the Registrar of Companies along with certified true copy of the order of the Scheme.
b) approvals required to be taken from the Central Government, Tribunal, Registrar, Court or such other authorities under the various provisions of the Act (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
15. acceptance / renewal/ repayment of deposits (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
16. a) borrowings from banks and creation of charges in that respect during the year under review;

- b) borrowings from banks and modification/ satisfaction of charges in that respect (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
- c) borrowings from its Members, public financial institutions, directors and others and creation/ modification/ satisfaction of charges in that respect (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
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 Articles of Association of the Company;

**For R.SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES**

R
SRIDHARA
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Digitally signed
by R SRIDHARAN
Date: 2024.09.18
13:10:55 +05'30'

CS R.SRIDHARAN

CP No.: 3239

FCS No.: 4775

PR. No. 657/2020

UIN : S2003TN063400

UDIN:F004775F001241692

**PLACE : CHENNAI
DATE : 18.09.2024**