

# FORM NO. MGT-7

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



# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

- (i) \* Corporate Identification Number (CIN) of the company
- Global Location Number (GLN) of the company
- \* Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) \*e-mail ID of the company
- (d) \*Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (iv) 

| 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, | 0                            |

## 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 I  | L35100TN2008PLC069496 | Holding                                      | 100              |
| 2    | CELLESTIAL E-MOBILITY PRIVA  | U35999TG2019PTC131892 | Subsidiary                                   | 69.96            |
| 3    | CELLESTIAL E-TRAC PRIVATE LI | U34100KA2022PTC158389 | 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             | 100,000,000        | 100,000,000    | 100,000,000        | 100,000,000     |
| Total amount of equity shares (in Rupees) | 1,000,000,000      | 1,000,000,000  | 1,000,000,000      | 1,000,000,000   |

Number of classes

| Class of Shares                           | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Equity                                    |                    |                |                    |                 |
| Number of equity shares                   | 100,000,000        | 100,000,000    | 100,000,000        | 100,000,000     |
| Nominal value per share (in rupees)       | 10                 | 10             | 10                 | 10              |
| Total amount of equity shares (in rupees) | 1,000,000,000      | 1,000,000,000  | 1,000,000,000      | 1,000,000,000   |

**(b) Preference share capital**

| Particulars                                   | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares             | 0                  | 0              | 0                  | 0               |
| Total amount of preference shares (in rupees) | 0                  | 0              | 0                  | 0               |

Number of classes

0

| Class of shares                               | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
|   |                    |                |                    |                 |
| Number of preference shares                   |                    |                |                    |                 |
| Nominal value per share (in rupees)           |                    |                |                    |                 |
| Total amount of preference shares (in rupees) |                    |                |                    |                 |

**(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    |                      |                      |               |
| <b>Equity shares</b>                          |                  |       |          |                      |                      |               |
| <b>At the beginning of the year</b>           | 50,000           | 0     | 50000    | 500,000              | 500,000              |               |
| <b>Increase during the year</b>               | 99,950,000       | 0     | 99950000 | 999,500,000          | 999,500,000          | 0             |
| i. Public Issues                              | 0                | 0     | 0        | 0                    | 0                    | 0             |
| ii. Rights issue                              | 99,950,000       | 0     | 99950000 | 999,500,000          | 999,500,000          |               |
| iii. Bonus issue                              | 0                | 0     | 0        | 0                    | 0                    | 0             |
| iv. Private Placement/ Preferential allotment | 0                | 0     | 0        | 0                    | 0                    | 0             |

|  |             |   |           |             |             |   |
|--|-------------|---|-----------|-------------|-------------|---|
| 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<br><input type="text"/>   |             |   |           |             |             |   |
| <b>Decrease during the year</b>              | 0           | 0 | 0         | 0           | 0           | 0 |
| i. Buy-back of shares                        | 0           | 0 | 0         | 0           | 0           | 0 |
| ii. Shares forfeited                         | 0           | 0 | 0         | 0           | 0           | 0 |
| iii. Reduction of share capital              | 0           | 0 | 0         | 0           | 0           | 0 |
| iv. Others, specify<br><input type="text"/>  |             |   |           |             |             |   |
| <b>At the end of the year</b>                | 100,000,000 | 0 | 100000000 | 1,000,000,0 | 1,000,000,0 |   |
| <b>Preference shares</b>                     |             |   |           |             |             |   |
| <b>At the beginning of the year</b>          | 0           | 0 | 0         | 0           | 0           |   |
| <b>Increase during the year</b>              | 0           | 0 | 0         | 0           | 0           | 0 |
| i. Issues of shares                          | 0           | 0 | 0         | 0           | 0           | 0 |
| ii. Re-issue of forfeited shares             | 0           | 0 | 0         | 0           | 0           | 0 |
| iii. Others, specify<br><input type="text"/> |             |   |           |             |             |   |
| <b>Decrease during the year</b>              | 0           | 0 | 0         | 0           | 0           | 0 |
| i. Redemption of shares                      | 0           | 0 | 0         | 0           | 0           | 0 |
| ii. Shares forfeited                         | 0           | 0 | 0         | 0           | 0           | 0 |
| iii. Reduction of share capital              | 0           | 0 | 0         | 0           | 0           | 0 |
| iv. Others, specify<br><input type="text"/>  |             |   |           |             |             |   |
| <b>At the end of the year</b>                | 0           | 0 | 0         | 0           | 0           |   |

ISIN of the equity shares of the company

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

0

| Class of shares              |                      | (i) | (ii) | (iii) |
|------------------------------|----------------------|-----|------|-------|
| Before split / Consolidation | Number of shares     |     |      |       |
|                              | Face value per share |     |      |       |
| After split / Consolidation  | Number of shares     |     |      |       |
|                              | Face value per share |     |      |       |

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

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

|                   |                      |                      |                      |
|-------------------|----------------------|----------------------|----------------------|
| Transferee's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
|                   | Surname              | middle name          | first name           |

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

|                  |                      |  |
|------------------|----------------------|--|
| Type of transfer | <input type="text"/> | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock |
|------------------|----------------------|--|

|  |                      |  |                      |
|--|----------------------|--|----------------------|
| Number of Shares/ Debentures/<br>Units Transferred | <input type="text"/> | Amount per Share/<br>Debenture/Unit (in Rs.) | <input type="text"/> |
|--|----------------------|--|----------------------|

|                            |                      |
|----------------------------|----------------------|
| Ledger Folio of Transferor | <input type="text"/> |
|----------------------------|----------------------|

|                   |                      |                      |                      |
|-------------------|----------------------|----------------------|----------------------|
| Transferor's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
|                   | Surname              | middle name          | first name           |

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

|                   |                      |                      |                      |
|-------------------|----------------------|----------------------|----------------------|
| Transferee's Name | <input type="text"/> | <input type="text"/> | <input type="text"/> |
|                   | Surname              | middle name          | first name           |

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

| Particulars                   | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|------------------------|-------------|
| Non-convertible debentures    | 0               | 0                      | 0           |
| Partly convertible debentures | 0               | 0                      | 0           |
| Fully convertible debentures  | 0               | 0                      | 0           |
| <b>Total</b>                  |                 |                        | 0           |

**Details of debentures**

| Class of debentures           | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures    | 0   | 0                        | 0                        | 0                                     |
| Partly convertible debentures | 0   | 0                        | 0                        | 0                                     |
| Fully convertible debentures  | 0   | 0                        | 0                        | 0                                     |

**(v) Securities (other than shares and debentures)**

0

| Type of Securities | Number of Securities | Nominal Value of each Unit | Total Nominal Value | Paid up Value of each Unit | Total Paid up Value |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
|                    |                      |                            |                     |                            |                     |
|                    |                      |                            |                     |                            |                     |
| Total              |                      |                            |                     |                            |                     |

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

**(i) Turnover**

0

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

916,159,891

**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                |            |
|        | (ii) Non-resident Indian (NRI)          | 0                | 0          | 0                |            |
|        | (iii) Foreign national (other than NRI) | 0                | 0          | 0                |            |
| 2.     | Government                              |                  |            |                  |            |
|        | (i) Central Government                  | 0                | 0          | 0                |            |
|        | (ii) State Government                   | 0                | 0          | 0                |            |
|        | (iii) Government companies              | 0                | 0          | 0                |            |
| 3.     | Insurance companies                     | 0                | 0          | 0                |            |
| 4.     | Banks                                   | 0                | 0          | 0                |            |
| 5.     | Financial institutions                  | 0                | 0          | 0                |            |

|     |   |             |       |   |   |
|-----|---|-------------|-------|---|---|
| 6.  | Foreign institutional investors         | 0           | 0     | 0 |   |
| 7.  | Mutual funds                            | 0           | 0     | 0 |   |
| 8.  | Venture capital                         | 0           | 0     | 0 |   |
| 9.  | Body corporate<br>(not mentioned above) | 99,980,000  | 99.98 | 0 |   |
| 10. | Others Tube Investments of India Limite | 20,000      | 0.02  | 0 |   |
|     | <b>Total</b>                            | 100,000,000 | 100   | 0 | 0 |

**Total number of shareholders (promoters)**

2

**(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                |            |
|        | (ii) Non-resident Indian (NRI)          | 0                | 0          | 0                |            |
|        | (iii) Foreign national (other than NRI) | 0                | 0          | 0                |            |
| 2.     | Government                              |                  |            |                  |            |
|        | (i) Central Government                  | 0                | 0          | 0                |            |
|        | (ii) State Government                   | 0                | 0          | 0                |            |
|        | (iii) Government companies              | 0                | 0          | 0                |            |
| 3.     | Insurance companies                     | 0                | 0          | 0                |            |
| 4.     | Banks                                   | 0                | 0          | 0                |            |
| 5.     | Financial institutions                  | 0                | 0          | 0                |            |
| 6.     | Foreign institutional investors         | 0                | 0          | 0                |            |
| 7.     | Mutual funds                            | 0                | 0          | 0                |            |
| 8.     | Venture capital                         | 0                | 0          | 0                |            |
| 9.     | Body corporate<br>(not mentioned above) | 0                | 0          | 0                |            |
| 10.    | Others                                  | 0                | 0          | 0                |            |

|  |              |   |   |   |   |
|--|--------------|---|---|---|---|
|  | <b>Total</b> | 0 | 0 | 0 | 0 |
|--|--------------|---|---|---|---|

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

0

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

2

**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                            | 2                      |
| Members<br>(other than promoters) | 0                            | 0                      |
| Debenture holders                 | 0                            | 0                      |

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

| Category                                 | Number of directors at the beginning of the year |               | Number of directors at the end of the year |               | Percentage of shares held by directors as at the end of year |               |
|--|--|---------------|--|---------------|--|---------------|
|  | Executive  | Non-executive | Executive                                  | Non-executive | Executive  | Non-executive |
| <b>A. Promoter</b>                       | 0  | 3             | 0  | 3             | 0  | 0             |
| <b>B. Non-Promoter</b>                   | 0  | 0             | 0  | 0             | 0  | 0             |
| (i) Non-Independent                      | 0  | 0             | 0  | 0             | 0  | 0             |
| (ii) Independent                         | 0  | 0             | 0  | 0             | 0  | 0             |
| <b>C. Nominee Directors representing</b> | 0  | 0             | 0  | 0             | 0  | 0             |
| (i) Banks & FIs                          | 0  | 0             | 0  | 0             | 0  | 0             |
| (ii) Investing institutions              | 0  | 0             | 0  | 0             | 0  | 0             |
| (iii) Government                         | 0  | 0             | 0  | 0             | 0  | 0             |
| (iv) Small share holders                 | 0  | 0             | 0  | 0             | 0  | 0             |
| (v) Others                               | 0  | 0             | 0  | 0             | 0  | 0             |
| <b>Total</b>                             | 0  | 3             | 0  | 3             | 0  | 0             |

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

3

**(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 ARUNACHALAM | 00202958 | Director    | 0                              |  |
| VELLAYAN SUBBIAH  | 01138759 | Director    | 0                              |  |
| KALYAN KUMAR PAUL | 08935145 | Director    | 0                              |  |

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

0

| 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) |
|------|---------|--|---|--|
|      |         |  |   |  |

**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 | Total Number of Members entitled to attend meeting | Attendance                 |                         |
|----------------------------|-----------------|--|----------------------------|-------------------------|
|                            |                 |  | Number of members attended | % of total shareholding |
| Extra-ordinary General Mee | 25/02/2022      | 2  | 2                          | 100                     |

**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      | 14/02/2022      | 3  | 3                            | 100             |
| 2      | 24/02/2022      | 3  | 3                            | 100             |
| 3      | 25/02/2022      | 3  | 3                            | 100             |
| 4      | 02/03/2022      | 3  | 3                            | 100             |
| 5      | 11/03/2022      | 3  | 3                            | 100             |
| 6      | 25/03/2022      | 3  | 3                            | 100             |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance                   |                 |
|--------|-----------------|--|------------------------------|-----------------|
|        |                 |  | Number of directors attended | % of attendance |
| 7      | 29/03/2022      | 3  | 3                            | 100             |

### C. COMMITTEE MEETINGS

Number of meetings held

| 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 | 24/06/2022                   |
|        |                      |  |                             |                 |  |                             |                 | (Y/N/NA)                     |
| 1      | M A M ARUNA          | 7  | 7                           | 100             | 0  | 0                           | 0               | No                           |
| 2      | VELLAYAN S           | 7  | 7                           | 100             | 0  | 0                           | 0               | Yes                          |
| 3      | KALYAN KUM           | 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

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

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

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

Number of other directors whose remuneration details to be entered

| S. No. | Name  | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>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

KALYAN  
KUMAR  
PAUL  
Digitally signed by  
KALYAN KUMAR  
PAUL  
Date: 2022.08.22  
18:23:13 +05'30'

DIN of the director

**To be digitally signed by**

ASHWIN  
N  
Digitally signed by  
ASHWIN  
Date: 2022.08.22  
18:24:07 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

**List of attachments**

List of Shareholders.pdf  
TI Clean Mobility - Form MGT - 8 - Signed

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**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**

We have examined the registers, records, books and papers of **TI CLEAN MOBILITY PRIVATE LIMITED** (the Company) bearing CIN: U34300TN2022PTC149904 having its Registered office at Dare House, No.234, NSC Bose Road, Chennai – 600 001 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the period commencing from 12<sup>th</sup> February, 2022 (the date of incorporation of the Company) and ended on 31<sup>st</sup> March, 2022.

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 period correctly and adequately.

B. during the aforesaid period the Company has complied with provisions of the Act & Rules made there under in respect of:

1. its status as Private Limited Company and wholly owned 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 within the prescribed time;  
b) forms and returns with Regional Director, Central Government, Court or other authorities (NOT APPLICABLE DURING THE YEAR UNDER REVIEW);
4. 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 have been properly recorded in the Minutes Book maintained for the purpose and the same have been signed;

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- b) Circular Resolutions/ resolutions passed by Postal Ballot (NOT APPLICABLE DURING THE PERIOD UNDER REVIEW);
5. closure of Register of Members/ other security holders as the case may be (NOT APPLICABLE DURING THE PERIOD 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 PERIOD 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 PERIOD 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 PERIOD 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 PERIOD 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/ disclosures of the Directors and the Key Managerial Personnel and remuneration paid to them;  
b) re-appointment/ retirement/ filling up casual vacancies (NOT APPLICABLE DURING THE PERIOD UNDER REVIEW);
13. a) appointment of auditors as per the provisions of Section 139 of the Act;  
b) re-appointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act (NOT APPLICABLE DURING THE PERIOD UNDER REVIEW);

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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 (NOT APPLICABLE DURING THE PERIOD UNDER REVIEW);
15. acceptance /renewal/ repayment of deposits; (NOT APPLICABLE DURING THE PERIOD UNDER REVIEW);
16. a) borrowings from Members;  
b) borrowings from banks and public financial institutions ,borrowings from its directors, and creation/ modification and modification of charges in that respect (NOT APPLICABLE DURING THE PERIOD UNDER REVIEW);
17. a) investments in other bodies corporate or persons falling under the provisions of Section 186 of the Act;  
b) loans and guarantees given or providing securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act (NOT APPLICABLE DURING THE PERIOD UNDER REVIEW);
18. a) alteration of the provisions of the Memorandum of Association of the Company;  
b) alteration of the provisions of the Articles of Association of the Company (NOT APPLICABLE DURING THE PERIOD UNDER REVIEW);

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



**CS R.SRIDHARAN**  
**CP No.: 3239**  
**FCS No.: 4775**  
**PR. No. 657/2020**  
**UIN : S2003TN063400**  
**UDIN: F004775D000823758**

**PLACE : CHENNAI**  
**DATE : 22<sup>ND</sup> AUGUST, 2022**

**TI Clean Mobility Private Limited**

Dare House, 234, N.S.C. Bose Road, Chennai 600 001, India

Tel: 91.44.4217 7770-5 Fax: 91.44.4211 0404

Website: www.tiindia.com CIN: U34300TN2022PTC149904

**Shareholding pattern of TI Clean Mobility Private Limited as on 31<sup>st</sup> March 2022**

| <b>Name of the Shareholders</b>                                  | <b>No of equity shares of Rs.10 each</b> | <b>% of holding</b> |
|--|--|---------------------|
| M/s. Tube Investments of India Limited                           | 9,99,80,000                              | 99.98               |
| M/s. Tube Investments of India Limited Jointly with Mr. S Suresh | 20,000                                   | 0.002               |
| <b>Total</b>   | <b>10,00,00,000</b>                      | <b>100.00</b>       |

For TI Clean Mobility Private Limited

Handwritten signature of Ashwin J.

Ashwin J

Company Secretary