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	L51505MH1962PLC012425 **Pre-fill**
Global Location Number (GLN) of the company	
* Permanent Account Number (PAN) of the company	AAACE2506L
(ii) (a) Name of the company	ELPRO INTERNATIONAL LIMITE

(b) Registered office address

NIRMAL 17 FLOORNARIMAN POIANT
MUMBAI
Maharashtra
400021
India

(c) *e-mail ID of the company	cs@elpro.co.in
(d) *Telephone number with STD code	02240299000
(e) Website	www.elpro.co.in
(iii) Date of Incorporation	27/07/1962

(iv)

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

(v) Whether company is having share capital ◉ Yes ◯ No

(vi) *Whether shares listed on recognized Stock Exchange(s) ◉ Yes ◯ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent U67190MH1999PTC118368 **Pre-fill**

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 29/09/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted ( ) Yes (•) No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	L	Real Estate	L1	Real estate activities with own or leased property	94.29

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

*No. of Companies for which information is to be given 3 **Pre-fill All**

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	I G E (INDIA) PRIVATE LIMITED	U74999WB1930PTC152570	Holding	67.87
2	ULTRA SIGMA PRIVATE LIMITED	U93000MH2022PTC380283	Subsidiary	100

3	DABRI PROPERTIES & TRADING	U70109WB1982PLC034538	Associate	31.77

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	250,000,000	169,482,360	169,479,130	169,479,130
Total amount of equity shares (in Rupees)	250,000,000	169,482,360	169,479,130	169,479,130

Number of classes 1

Class of Shares Equity Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	250,000,000	169,482,360	169,479,130	169,479,130
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	250,000,000	169,482,360	169,479,130	169,479,130

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	4,000,000	0	0	0
Total amount of preference shares (in rupees)	40,000,000	0	0	0

Number of classes 1

Class of shares Cumulative Preference Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	4,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	40,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	1,850,055	167,629,075	169479130	169,479,130	169,479,13	
Increase during the year	0	82,080	82080	0	0	0
i. Pubic 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	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 Dematerialization of physical shares		82,080	82080			
Decrease during the year	82,080	0	82080	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 Dematerialization of physical shares	82,080		82080			
At the end of the year	1,767,975	167,711,155	169479130	169,479,130	169,479,13	
Preference shares						
At the beginning of the year	440,000	0	440000	4,400,000	4,400,000	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
Decrease during the year	440,000	0	440000	4,400,000	4,400,000	0
i. Redemption of shares	440,000	0	440000	4,400,000	4,400,000	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company INE579B01039

(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 30/09/2022

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

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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 974,743,063

(ii) Net worth of the Company 12,522,024,768

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	454,019	0.27	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	126,637,951	74.72	0	
10.	Others	0	0	0	
	Total	127,091,970	74.99	0	0

Total number of shareholders (promoters) 6

(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	9,788,255	5.78	0	
	(ii) Non-resident Indian (NRI)	247,885	0.15	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	3,000	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	22,152,821	13.07	0	
7.	Mutual funds	13,500	0.01	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	8,618,013	5.08	0	
10.	Others IEPF AND OTHERS	1,563,686	0.92	0	
	Total	42,387,160	25.01	0	0

Total number of shareholders (other than promoters) 9,551

Total number of shareholders (Promoters+Public/ Other than promoters) 9,557

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company 6

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Jupiter India Fund	Citibank N.A. Custody Services FIF			8,296,624	4.9
Jupiter South Asia Inv	Citibank N.A. Custody Services FIF			1,622,750	0.96
Cresta Fund Ltd	Deutsche Bank AG DB House, Haza			8,818,409	5.2
Elara India Opportunit	C/O. ICICI Bank Ltd., SMS 1st Floor,			2,997,631	1.77
India Max Investment	ICICI Bank Ltd, SMS Dept 1st Floor			230,733	0.14
Eriska Investment Fun	Standard Chartered Bank Securitie			186,674	

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	6	6
Members (other than promoters)	5,488	9,551
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	1	0	1	0	0.14
B. Non-Promoter	1	4	1	4	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	5	1	5	0	0.14

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Surbhit Dabriwala	00083077	Director	241,281	
Narayan Tulsiram Atal	00237626	Director	0	
Naresh Agarwal	01772950	Director	0	
Shweta Aditya Kaushik	08206597	Director	0	24/08/2023
Deepak Kumar	07512769	Managing Director	0	
Sunil Kanwar Chand Kh	02549090	Director	0	
Deepak Kumar Ajmera	AIHPA5872B	CFO	0	
Rushabh Ajmera	AUZPA7914Q	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Sambhaw Kumar Jain	AJGPP2859K	CFO	30/06/2022	Cessation
Binal Shankar Khosla	AMKPP5175B	Company Secretar	19/10/2022	Cessation
Deepak Kumar Ajmera	AIHPA5872B	CFO	01/07/2022	Appointment
Rushabh Ajmera	AUZPA7914Q	Company Secretar	07/02/2023	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held 1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2022	9,278	56	75.52

B. BOARD MEETINGS

*Number of meetings held 4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2022	6	4	66.67
2	10/08/2022	6	6	100
3	18/10/2022	6	4	66.67
4	07/02/2023	6	4	66.67

C. COMMITTEE MEETINGS

Number of meetings held 22

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

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	Audit Committe	30/05/2022	3	3	100
2	Audit Committe	10/08/2022	3	3	100
3	Audit Committe	18/10/2022	3	3	100
4	Audit Committe	07/02/2023	3	2	66.67
5	Nomination an	30/05/2022	3	2	66.67
6	Nomination an	10/08/2022	3	3	100
7	Nomination an	18/10/2022	3	2	66.67
8	Nomination an	07/02/2023	3	3	100
9	Stakeholders F	30/05/2022	4	3	75
10	Stakeholders F	10/08/2022	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 29/09/2023 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Surbhit Dabriw	4	3	75	15	6	40	No
2	Narayan Tulsi	4	4	100	17	17	100	Yes
3	Naresh Agarw	4	3	75	10	10	100	No
4	Shweta Aditya	4	1	25	0	0	0	Not Applicable
5	Deepak Kuma	4	3	75	12	9	75	Yes
6	Sunil Kanwar (	4	4	100	7	7	100	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	Deepak Kumar	Chairman and M	2,810,376	0	0	2,010,672	4,821,048
	Total		2,810,376	0	0	2,010,672	4,821,048

Number of CEO, CFO and Company secretary whose remuneration details to be entered 4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Deepak Kumar Ajm	Chief Financial (	4,642,000	0	0	0	4,642,000
2	Rushabh Ajmera	Company Secre	149,000	0	0	0	149,000
3	Sambhaw Kumar Ja	Chief Financial (	4,100,000	0	0	0	4,100,000
4	Binal Khosla	Company Secre	449,000	0	0	0	449,000
	Total		9,340,000	0	0	0	9,340,000

Number of other directors whose remuneration details to be entered 5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Narayan Tulsiram A	Director	0	0	0	150,000	150,000
2	Surbhit Dabriwala	Director	0	0	0	55,000	55,000
3	Sunil Kanwar Chanc	Director	0	0	0	100,000	100,000
4	Shweta Kaushik	Director	0	0	0	25,000	25,000
5	Naresh Agarwal	Director	0	0	0	125,000	125,000
	Total		0	0	0	455,000	455,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

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

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

◉ Yes ◯ No

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: JAYSHREE A. LALPURIA

Whether associate or fellow: ◉ Associate ◯ Fellow

Certificate of practice number: 7109

I/We certify that:
(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. 14 dated 07/02/2023 (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 compiled 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

DEEPAK KUMAR Digitally signed by DEEPAK KUMAR Date: 2023.11.25 15:21:33 +05'30'

DIN of the director 07512769

To be digitally signed by

Rushabh Rajen Ajmera Digitally signed by Rushabh Rajen Ajmera Date: 2023.11.25 15:22:17 +05'30'

(•) Company Secretary

( ) Company secretary in practice

Membership number 53478 Certificate of practice number

Attachments

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

List of attachments

Elpro International Limited_MGT7_SSH.pd
Elpro International Limited_MGT7_SHT.pd
Form MGT 8-Elpro-2023.pdf
Details of Committee Meetings.pdf

Remove attachment

Modify | Check Form | Prescrutiny | Submit

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