

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

U74210TG1983PLC004132

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECA9452H

(ii) (a) Name of the company

AZAD ENGINEERING LIMITED

(b) Registered office address

90/C,90/D, Phase 1 I.D.A, Jeedimetla NA
Hyderabad
Hyderabad
Telangana
500055

(c) *e-mail ID of the company

CS***AD.IN

(d) *Telephone number with STD code

04***09

(e) Website

www.azad.in

(iii) Date of Incorporation

14/09/1983

(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	1
2	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

27/09/2024

(b) Due date of AGM

30/09/2024

(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	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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	AZAD VTC PRIVATE LIMITED	U25920TS2024PTC183898	Subsidiary	99.98

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	75,000,000	59,112,993	59,112,993	59,112,993
Total amount of equity shares (in Rupees)	150,000,000	118,225,986	118,225,986	118,225,986

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES FACE VALUE OF RS 2 EACH				
Number of equity shares	75,000,000	59,112,993	59,112,993	59,112,993
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	150,000,000	118,225,986	118,225,986	118,225,986

(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)	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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	1,651,826	1651826	16,518,260	16,518,260	

Increase during the year	0	50,853,863	50853863	101,707,726	101,707,726	2,390,838,82
i. Public Issues	0	4,580,151	4580151	9,160,302	9,160,302	2,390,838,82
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	41,295,650	41295650	82,591,300	82,591,300	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	4,978,062	4978062	9,956,124	9,956,124	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
Subdivision of shares from Rs. 10 per shares to Rs.						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	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				0	0	
NA						
At the end of the year	0	52,505,689	52505689	118,225,986	118,225,986	
Preference shares						
At the beginning of the year	0	0	0	0	0	
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	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	0	0	0	0	

ISIN of the equity shares of the company

INE02IJ01035

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

1

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares	1,651,826		
	Face value per share	10		
After split / Consolidation	Number of shares	8,259,130		
	Face value per share	2		

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

Nil

[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		
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				<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/ 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	

(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

Particulars	Number of units	Nominal value per unit	Total value
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

3,727,667,025

(ii) Net worth of the Company

6,450,662,651

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	38,330,255	64.84	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)	0	0	0	
10.	Others	0	0	0	
	Total	38,330,255	64.84	0	0

Total number of shareholders (promoters)

1

(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	11,542,300	19.53	0	
	(ii) Non-resident Indian (NRI)	1,553,909	2.63	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	399,776	0.68	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	4,123,690	6.98	0	
7.	Mutual funds	2,549,436	4.31	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	602,380	1.02	0	
10.	Others AIF,CLEARING MEMBERS, TF	11,247	0.02	0	
	Total	20,782,738	35.17	0	0

Total number of shareholders (other than promoters)

106,994

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

106,995

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ABU DHABI INVESTME	211 CORNICHE STREET PO BOX 36		AE	1,325,000	2.24
NOMURA FUNDS IREL	33 SIR JOHN ROGERSON'S QUAY D		IE	1,076,374	1.82
ASHOKA INDIA EQUIT	1st Floor Senator House Queen Vic			469,092	0.8
EASTSPRING INVESTM	4F NO 1 SONGZHI ROAD TAIPEI 11		TW	339,902	0.58
NATIXIS INTERNATION	80 ROUTE D ESCH L1470 LUXEMBO			229,012	0.4
BOFA SECURITIES EUR	51 rue La Boetie Paris			202,859	0.34
DRIEHAUS EMERGING	25 East Erie Street Chicago IL		US	88,701	0.15
SOCIETE GENERALE - C	29 BOULEVARD HAUSSMANN PAR			76,759	0.13
QUADRATURE CAPITA	Suite #7 Grand Pavillon Commerc			70,878	0.12
EASTSPRING INVESTM	SUITE 450 4TH FLOOR BARKLY WH		MU	67,776	0.11
FLORIDA RETIREMENT	STANDARD CHARTERED BANK SEC		IN	60,000	0.1
PUBLIC SECTOR PENSI	1250 Rene-Levesque Boulevard W			58,069	0.1
COPTHALL MAURITIUS	C/O CIM CORPORATE SERVICES LT		MU	25,750	0.04
BNP PARIBAS FINANCI	1 RUE LAFFITTE PARIS			19,331	0.03
GOLDMAN SACHS (SIN	1 RAFFLES LINKS 07 01			6,000	0.01
MORGAN STANLEY AS	23 Church Street 16-01 Capital Sq		IE	4,660	0.01
UBS PRINCIPAL CAPIT	ONE RAFFLES QUAY 50-01 NORTH		MU	913	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MAKRANA SINGAPORE	50 RAFFLES PLACE 22-01 SINGAPORE			843	0
MINERVA EMERGING	4TH FLOOR 19 BANK STREET CYBERCITY			710	0
MARSHALL WACE INV	32 Molesworth Street Dublin 2 Ireland			621	0
AEGIS INVESTMENT FUND	4th Floor 19 Bank Street Cybercity			440	0

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	1	1
Members (other than promoters)	42	106,994
Debenture holders	1	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	1	0	1	0	0	0
B. Non-Promoter	1	0	2	3	0	0
(i) Non-Independent	1	0	2	0	0	0
(ii) Independent	0	0	0	3	0	0
C. Nominee Directors representing	0	1	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	1	3	3	0	0

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

9

(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)
Rakesh Chopdar	01795599	Whole-time director	38,330,255	
Jyoti Chopdar	03132157	Whole-time director	144,000	
Vishnu Pramodkumar M	10307319	Whole-time director	173,430	
Michael Joseph Booth	10309295	Director	0	
Subba Rao Ambati	01722940	Director	0	
Madhusree Vemuru	10304579	Director	0	
Ful Kumar Gautam	BBBPG5135K	Company Secretary	0	
Ronak Jajoo	AGYPJ1402F	CFO	148,650	
Rakesh Chopdar	ACVPC8567D	CEO	38,330,255	

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

15

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)
Hemant Luthra	00231420	Additional director	09/06/2023	Appointment
Hemant Luthra	00231420	Additional director	09/08/2023	Cessation
Gurudutta Mishra	09649639	Nominee director	21/08/2023	Cessation
Jagadeesh Ambati	10308721	Director	12/09/2023	Appointment
Michael Joseph Boo	10309295	Director	12/09/2023	Appointment
Madhusree Vemuru	10304579	Director	12/09/2023	Appointment
Vishnu Pramodkuma	10307319	Additional director	13/09/2023	Appointment
Rakesh Chopdar	01795599	Whole-time director	13/09/2023	Change in Designation
Jyoti Chopdar	03132157	Whole-time director	13/09/2023	Change in Designation
Vishnu Pramodkuma	10307319	Whole-time director	13/09/2023	Change in Designation
Ronak Jajoo	AGYPJ1402F	CFO	14/09/2023	Appointment
Rakesh Chopdar	01795599	CEO	13/09/2023	Appointment
Subba Rao Ambati	01722940	Additional director	24/09/2023	Appointment
Jagadeesh Ambati	10308721	Director	24/09/2023	Cessation
Subba Rao Ambati	01722940	Director	26/09/2023	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

4

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 MEETING	14/07/2023	49	12	95
EXTRA ORDINARY GENERAL MEETING	12/09/2023	49	12	95
EXTRA ORDINARY GENERAL MEETING	15/09/2023	49	12	95
ANNUAL GENERAL MEETING	26/09/2023	49	48	99.91

B. BOARD MEETINGS

*Number of meetings held

23

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	13/04/2023	3	2	66.67
2	09/06/2023	3	3	100
3	13/07/2023	4	3	75
4	11/09/2023	4	2	50
5	13/09/2023	5	2	40
6	14/09/2023	6	3	50
7	18/09/2023	6	6	100
8	22/09/2023	6	3	50
9	24/09/2023	6	3	50
10	29/09/2023	6	3	50
11	11/11/2023	6	5	83.33
12	06/12/2023	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

14

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 Committee	14/09/2023	3	3	100
2	Audit Committee	22/09/2023	3	3	100
3	Audit Committee	22/09/2023	3	3	100
4	Audit Committee	29/09/2023	3	3	100
5	Audit Committee	06/12/2023	3	3	100
6	Audit Committee	14/12/2023	3	3	100
7	Audit Committee	06/02/2024	3	3	100
8	Nomination & Remuneration	13/09/2023	3	3	100
9	Nomination & Remuneration	24/09/2023	3	3	100
10	Independent Director	14/12/2023	3	2	66.67

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	
1	Rakesh Chopdar	23	23	100	4	4	100	Yes
2	Jyoti Chopdar	23	20	86.96	3	3	100	Yes
3	Vishnu Pramod	18	18	100	11	11	100	Yes
4	Michael Josep	19	8	42.11	11	9	81.82	Yes
5	Subba Rao Ar	14	13	92.86	1	1	100	Yes
6	Madhusree Ve	19	10	52.63	10	10	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rakesh Chopdar	CHAIRMAN & C	43,493,115	0	0	0	43,493,115
2	Jyoti Chopdar	Whole-time direc	12,000,000	0	0	0	12,000,000
3	Vishnu Pramodkum	Whole-time direc	7,202,364	0	0	0	7,202,364
	Total		62,695,479	0	0	0	62,695,479

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	FUL KUMAR GAUT	Company Secre	1,915,409	0	0	0	1,915,409
2	RONAK JAJOO	CFO	5,292,629	0	0	0	5,292,629
3	Rakesh Chopdar	CEO	0	0	0	0	0
	Total		7,208,038	0	0	0	7,208,038

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

AVINASH KUMAR GUPT

Whether associate or fellow

Associate Fellow

Certificate of practice number

22308

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. ... 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

Rakesh Chopdar
Digitally signed by Rakesh Chopdar
Date: 2024.12.27 19:46:26 +05'30'

DIN of the director

0*7*5*9*

To be digitally signed by

Ful Kumar Gautam
Digitally signed by Ful Kumar Gautam
Date: 2024.12.27 19:47:07 +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

Attach
Attach
Attach
Attach

List of attachments

Azad_MGT-8_31032024final.pdf Board_Committee_Meeting_2324.pdf Intimation_AR_Clarification.pdf Share Capital -clarification.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