FORM NO. MGT-7

JALANDHAR Punjab 144001

(e) Website

(c) *e-mail ID of the company

(d) *Telephone number with STD code

[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**)

| सत्यमव जयव | d | |
|--|-----------------------|----------|
| Form language | | |
| I. REGISTRATION AND OTHER DETAILS | | |
| (i) * Corporate Identification Number (CIN) of the company | L29130PB1993PLC013684 | Pre-fill |
| Global Location Number (GLN) of the company | | |
| * Permanent Account Number (PAN) of the company | AAACG8506C | |
| (ii) (a) Name of the company | G N A AXLES LIMITED | |
| (b) Registered office address | | - |
| GNA HOUSE, 1-C, CHHOTI BARADARI - PART II GARHA ROAD, OPPO | | |

| (iii) | Date of Incorporation | | 06 | 5/09/1 | 993 | |
|---------|-------------------------------------|---------------------|-----------------------|--------|-------------------------------|--|
| (iv) | Type of the Company | Category of the Com | pany | | Sub-category of the Company | |
| | Public Company | Company limited | d by shares | | Indian Non-Government company | |
| (v) Wh | nether company is having share ca | pital | Yes | (| ○ No | |
| (vi) *W | /hether shares listed on recognized | d Stock Exchange(s) | Yes | | ○ No | |

Yes

gjain@gnagroup.com

O No

01882262273

| (a) Details of stock exchanges where shares are li | : liste | are | shares | where | exchanges | stock | Details of | (a) |
|--|---------|-----|--------|-------|-----------|-------|------------|-----|
|--|---------|-----|--------|-------|-----------|-------|------------|-----|

| S. No. | Stock Exchange Name | Code |
|--------|--|-------|
| 1 | NATIONAL STOCK EXCHANGE OF INDIA LIMITED | 1,024 |
| 2 | BSE LIMITED | 1 |

| | 13. (2) | - | istrar and Tra | • | | U67190MH | 11999PTC118368 | Pre | e-fill |
|--------|---------|-----------------------------------|------------------------------|-----------------------|------------------------------|----------------|--|-------|------------------------------|
| | | | PRIVATE LIMIT | - | | | | | |
| | Regi | stered office | address of the | e Registrar and Trar | sfer Agents | | | | |
| | | 1, 1st Floor, 24 ahadur Shastr | 47 Park, ri Marg, Vikhrol | i (West) | | | | | |
| (vii) | *Finar | ncial year Fro | om date 01/0 | 4/2022 | (DD/MM/YYY | Y) To date | 31/03/2023 | (DD/M | M/YYYY) |
| (viii) | *Whe | ther Annual | general meeti | ng (AGM) held | • | Yes 🔘 | No | | |
| | (a) If | yes, date of | AGM | 29/09/2023 | | | | | |
| | (b) Di | ue date of A | ЭM | 30/09/2023 | | | | | |
| | (2) 5 | | xtension for A | | (| Yes | No | | |
| II. P | PRINC | CIPAL BUS | SINESS AC | TIVITIES OF TH | IE COMPA | NY | | | |
| | *Nu | ımber of bus | iness activitie | S 1 | | | | | |
| S | .No | Main Activity group code | Description o | f Main Activity group | Business Activity Code | Description of | of Business Activity | | % of turnover of the company |
| | 1 | С | Mai | nufacturing | C13 | | facturing including jev uments, medical instr | | 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 |
|--|---|------------------------------|
| | | Assessment the second second |

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|---------------------|------------|---|------------------|
| 1 | GNA AXLES INC | | 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 | 30,000,000 | 21,465,400 | 21,465,400 | 21,465,400 |
| Total amount of equity shares (in Rupees) | 300,000,000 | 214,654,000 | 214,654,000 | 214,654,000 |

Number of classes

| 1 |
|---|
|---|

| Class of Shares EQUITY SHARES | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Number of equity shares | 30,000,000 | 21,465,400 | 21,465,400 | 21,465,400 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 300,000,000 | 214,654,000 | 214,654,000 | 214,654,000 |

(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 |

| N | lum | her | of c | lasses |
|---|-----|-----|------|--------|

| 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 |
|------------------------------|------------------|------------|----------|----------------------|--|------------------|
| Equity shares | Physical | DEMAT | Total | | 12.25 (C. 10.20 C. 10 | |
| At the beginning of the year | 0 | 21,465,400 | 21465400 | 214,654,000 | 214,654,00 | ¥ |

| O 21,465,400 214,654,00 | | | | | | | |
|--|---|---|------------|---|-------------|------------|---|
| I. Rights issue | Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| III. Bonus issue | i. Pubic Issues | 0 | 0 | 0 | 0 | 0 | 0 |
| V. Private Placement/ Preferential allotment | ii. Rights issue | 0 | 0 | 0 | 0 | 0 | 0 |
| 0 | iii. Bonus issue | 0 | 0 | 0 | 0 | 0 | 0 |
| O | iv. Private Placement/ Preferential allotment | 0 | 0 | 0 | 0 | 0 | 0 |
| O | v. ESOPs | 0 | 0 | 0 | 0 | 0 | 0 |
| Viii. Conversion of Debentures | vi. Sweat equity shares allotted | 0 | 0 | 0 | 0 | 0 | 0 |
| No. GDRs/ADRS No. GDRs/ADR | vii. Conversion of Preference share | 0 | 0 | 0 | 0 | 0 | 0 |
| X. Others, specify | viii. Conversion of Debentures | 0 | 0 | 0 | 0 | 0 | 0 |
| Decrease during the year | ix. GDRs/ADRs | 0 | 0 | 0 | 0 | 0 | 0 |
| Instruction of shares | x. Others, specify | | | , | | | |
| 1. Shares forfeited | Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| O O O O O O O O O O | i. Buy-back of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify At the end of the year 0 21,465,400 21465400 214,654,000 214,654,000 Preference shares At the beginning of the year 0 0 0 0 0 0 0 Increase during the year 0 0 0 0 0 0 0 0 i. Issues of shares 0 0 0 0 0 0 0 0 ii. Re-issue of forfeited shares 0 0 0 0 0 0 0 0 iii. Others, specify | ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| At the end of the year 0 21,465,400 214,654,000 214,65 | iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| O 21,465,400 214,654,00 | iv. Others, specify | | | | | | |
| Preference shares 0 | At the end of the year | 0 | 21,465,400 | | 214,654,000 | 214,654,00 | |
| Increase during the year | | | | | | | |
| Increase during the year | At the beginning of the year | 0 | 0 | 0 | 0 | 0 | |
| i. Issues of shares 0 0 0 0 0 0 0 ii. Re-issue of forfeited shares 0 0 0 0 0 0 0 iii. Others, specify | Increase during the year | | | | | | 0 |
| ii. Re-issue of forfeited shares 0 0 0 0 0 0 iii. Others, specify | i. Issues of shares | | | | | 11-11 | |
| iii. Others, specify | ii Do issue of forfaited shares | 0 | 0 | 0 | 0 | 0 | 0 |
| | * | 0 | 0 | 0 | 0 | 0 | 0 |
| | | | | | | | ~ |
| | | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Redemption of shares 0 0 0 0 0 0 | i. Redemption of shares | 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 | |
| SIN of the equity shares | of the company | | | | | r: | |
| (ii) Details of stock spli | t/consolidation during th | ne year (for eac | ch class of | shares) | 0 | | |
| Class of | fshares | (i) | | (ii) | Ī | (ii | i) |
| Before split / | Number of shares | | | | | | |
| Consolidation | Face value per share | | | | | | |
| After split / | Number of shares | 1 | | | | | |
| Consolidation | Face value per share | | | | | | |
| Nil | es/Debentures Trans t any time since the ided in a CD/Digital Medi | incorporati | on of the | company) | financial y * No ⊚ | vear (or in | |
| Separate sheet atta | ers | 0 1 | res 🔘 | No | , | | |
| Note: In case list of trans Media may be shown. | 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 | | | | | ock | | |
| Number of Shares/ D Units Transferred | Debentures/ | | Amount pe Debenture | er Share/ e/Unit (in Rs. |) | | |

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

| Particulars | Number of units | Nominal value per unit | Total value |
|-----------------|-----------------|------------------------|-------------|
| Total | | | |
| Dataile of July | | | 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 deben | tures) |
|---|--------|
|---|--------|

| <u></u> | |
|-----------------|---------------------|
| Value of nit | Total Paid up Value |
| | |

| Type of | Number of | Nominal Value of | T-1-1 N | In | The state of the s |
|------------|------------|------------------|---------------|------------------|--|
| Securities | | | Total Nominal | Paid up Value of | Total Paid up Value |
| Securities | Securities | each Unit | Value | each Unit | |
| | | 1 | | | |
| | | | | | |
| | | | | | |
| | | | | ĺ | |
| | | | | | |
| | | | | | |
| | | | z. | | |
| | | | | | |
| Total | | , | | | |
| | | | 11 | | |
| | | | | | 1 |

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

(i) Turnover

| 1000000000 | | | |
|------------|-----|-------|-----|
| 1 5 | 000 | ,337 | 217 |
| 10 | 0/9 | .3.3/ | 31/ |
| | | | |

(ii) Net worth of the Company

| _ | | | | - |
|---|------|-----|-----|---|
| 1 | 1/1/ | 485 | 01 | g |
| , | 17/, | 700 | .01 | C |

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equi | ity | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 14,603,989 | 68.04 | 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 | S. |
| 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) | 10,100 | 0.05 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 14,614,089 | 68.09 | 0 | 0 |

Total number of shareholders (promoters)

| 4.0 | | | | |
|-----|--|--|--|--|
| 16 | | | | |
| | | | | |

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

| S. No. | Category | Equi | ity | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| 3 | (i) Indian | 3,244,674 | 15.12 | 0 | |
| | (ii) Non-resident Indian (NRI) | 219,420 | 1.02 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | н |
| 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 | 466,842 | 2.17 | 0 | |
| 7. | Mutual funds | 2,544,520 | 11.85 | 0 | |

| 8. | Venture capital | 0 | 0 | 0 | |
|-----|---|-----------|-------|---|---|
| 9. | Body corporate (not mentioned above) | 223,004 | 1.04 | 0 | |
| 10. | Others Trusts, LLP, HUF, Clearing m | 152,851 | 0.71 | 0 | |
| | Total | 6,851,311 | 31.91 | 0 | 0 |

Total number of shareholders (other than promoters)

31,462

Total number of shareholders (Promoters+Public/

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

31,478

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

| Name of the FII | Address | | Number of shares % of shares held held |
|-----------------|---------|--|--|
| | | | |

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 | 14 | 16 |
| Members (other than promoters) | 40,395 | 31,462 |
| 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 | 6 | 1 | 6 | 1 | 51.05 | 14.62 |
| B. Non-Promoter | 0 | 8 | 0 | 7 | 0 | 0 |
| (i) Non-Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Independent | 0 | 8 | 0 | 7 | 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 | 6 | 9 | 6 | 8 | 51.05 | 14.62 |

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

16

(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) |
|--------------------|------------|--------------------|--------------------------------|--|
| JASMINDER SINGH JC | 06933082 | Director | 0 | |
| GURSARAN SINGH | 00805558 | Whole-time directo | 1,809,075 | |
| JASVINDER SINGH | 01831572 | Whole-time directo | 3,283,600 | |
| RANBIR SINGH | 01572708 | Managing Director | 3,206,548 | |
| GURDEEP SINGH | 01572748 | Director | 3,137,666 | |
| MANINDER SINGH | 01610746 | Whole-time directo | 2,440,300 | |
| KULWIN SEEHRA | 03522812 | Whole-time directo | 212,750 | |
| HARWINDER SINGH | 03522842 | Whole-time directo | 4,985 | |
| PRAVEEN BAKSHI | 08261443 | Director | 390 | |
| AJIT SINGH | 02637491 | Director | 10 | |
| RAJAN WADHERA | 00416429 | Director | 0 | |
| ASHWANI KUMAR MAI | 01062781 | Director | 0 | |
| SARAVJIT SINGH HOT | 09182046 | Director | 0 | |
| POOJA UPPAL | 00796019 | Director | 0 | |
| RAKESH KUMAR | ABIPK7418F | CFO | 0 | |
| GOURAV JAIN | AHMPJ4718K | Company Secretar | 0 | |

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

| 9 | |
|---|--|

| 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) |
|--------------------|----------|--|------------|---|
| S S KAUSHIK | 07196966 | Director | 09/06/2022 | CESSATION |
| ANISH KUMAR DHING | 01062917 | 2917 Director 09/06/2022 | | CESSATION |
| GEETA KHANNA | 07206191 | Director | 09/06/2022 | CESSATION |
| M S ATWAL | 03298665 | Director | 09/06/2022 | CESSATION |
| VIKAS UPPAL | 00796828 | Director | 09/06/2022 | CESSATION |
| RAJAN WADHERA | 00416429 | Director | 10/06/2022 | APPOINTMENT |
| SARAVJIT SINGH HOT | 09182046 | Director | 10/06/2022 | APPOINTMENT |
| ASHWANU KUMAR MA | 01062781 | Director | 10/06/2022 | APPOINTMENT |
| POOJA UPPAL | 00796019 | Director | 10/06/2022 | 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 | Attendary Number of members attended | dance % of total shareholding |
|-----------------|-----------------|--|--------------------------------------|-------------------------------|
| AGM | 20/09/2022 | 41,044 | 51 | 59.7 |

B. BOARD MEETINGS

*Number of meetings held 5

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|--|
| | | _ | Number of directors attended | % of attendance | |
| 1 | 29/04/2022 | 15 | 13 | 86.67 | |
| 2 | 06/06/2022 | 15 | 11 | 73.33 | |
| 3 | 13/08/2022 | 14 | 14 | 100 | |
| 4 | 21/10/2022 | 14 | 12 | 85.71 | |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | · · · · · · · · · · · · · · · · · · · | Attendance | |
|--------|-----------------|--|---------------------------------------|-----------------|--|
| | | | Number of directors attended | % of attendance | |
| 5 | 31/01/2023 | 14 | 13 | 92.86 | |

C. COMMITTEE MEETINGS

Number of meetings held

10

| S. No. | Type of meeting | II late of meeting | Total Number of Members as on the date of the meeting | Number of members attended | Attendance % of attendance |
|--------|-----------------|--------------------|--|----------------------------|----------------------------|
| 1 | AUDIT COMM | 29/04/2022 | 4 | 4 | 100 |
| 2 | AUDIT COMM | 13/08/2022 | 5 | 5 | 100 |
| 3 | AUDIT COMM | 21/10/2022 | 5 | 5 | 100 |
| 4 | AUDIT COMM | 31/01/2023 | 5 | 5 | 100 |
| 5 | N & R COMMI | 29/04/2022 | 3 | 3 | 100 |
| 6 | N & R COMMI | 06/06/2022 | 3 | 3 | 100 |
| 7 | CSR COMMIT | 13/08/2022 | 3 | 2 | 66.67 |
| 8 | RISK MANAGI | 21/10/2022 | 4 | 3 | 75 |
| 9 | RISK MGT CC | 31/01/2023 | 4 | 3 | 75 |
| 10 | STAKEHOLDE | 13/08/2022 | 3 | 3 | 100 |

D. *ATTENDANCE OF DIRECTORS

| | | Board Meetings | | | Committee Meetings | | | Whether attended AGM |
|--------------------------------|-------------|----------------|-----------------|-----|-----------------------------------|-----------------|------------------------|----------------------|
| S. Name No. of the director | | Meetings | % of attendance | | Number of Meetings attended | % of attendance | 29/09/2023 (Y/N/NA) | |
| 1 | JASMINDER S | 5 | 5 | 100 | 8 | 6 | 75 | No |
| 2 | GURSARAN S | 5 | 5 | 100 | 0 | 0 | 0 | No |
| 3 | JASVINDER S | 5 | 3 | 60 | 1 | 1 | 100 | Yes |
| 4 | RANBIR SING | 5 | 5 | 100 | 7 | 7 | 100 | Yes |
| 5 | GURDEEP SI | 5 | 5 | 100 | 4 | 4 | 100 | Yes |

| 6 | MANINDER S | 5 | 2 | 40 | 0 | 0 | 0 | No |
|----|--------------|---|---|-----|---|---|-------|-----|
| 7 | KULWIN SEE | 5 | 5 | 100 | 2 | 1 | 50 | Yes |
| 8 | HARWINDER | 5 | 5 | 100 | 0 | 0 | 0 | Yes |
| 9 | PRAVEEN BA | 5 | 4 | 80 | 0 | 0 | 0 | No |
| 10 | AJIT SINGH | 5 | 4 | 80 | 5 | 5 | 100 | No |
| 11 | RAJAN WADI | 3 | 3 | 100 | 3 | 2 | 66.67 | Yes |
| 12 | ASHWANI KU | 3 | 3 | 100 | 1 | 0 | 0 | Yes |
| 13 | SARAVJIT SII | 3 | 3 | 100 | 4 | 4 | 100 | Yes |
| 14 | POOJA UPPA | 3 | 3 | 100 | 1 | 1 | 100 | No |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

6

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-----------------|---------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | GURSARAN SINGI | EXE CHAIRMAI | 26,993,588 | 0 | 0 | 0 | 26,993,588 |
| 2 | JASVINDER SINGF | EXE VICE CHAI | 31,433,588 | 0 | 0 | 0 | 31,433,588 |
| 3 | RANBIR SINGH | MD | 31,433,588 | 0 | 0 | 0 | 31,433,588 |
| 4 | MANINDER SINGH | WTD | 7,478,400 | 0 | 0 | 0 | 7,478,400 |
| 5 | KULWIN SEEHRA | WTD | 6,615,000 | 0 | 0 | 0 | 6,615,000 |
| 6 | HARWINDER SING | WTD | 6,615,000 | 0 | 0 | 0 | 6,615,000 |
| | Total | | 110,569,164 | 0 | 0 | 0 | 110,569,164 |

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

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|--------------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| . 1 | RAKESH KUMAR | CFO | 1,716,477 | 0 | 0 | 0 | 1,716,477 |
| 2 | GOURAV JAIN | CS | 905,974 | 0 | 0 | 0 | 905,974 |
| | Total | | 2,622,451 | 0 | 0 | 0 | 2,622,451 |

Number of other directors whose remuneration details to be entered

О

| S. No. N | ame | Designa | tion | Gross Sala | ry Commiss | ion | Stock Option/ Sweat equity | Others | Total Amount |
|---|--|------------------------|-------------------------|------------------------|--|--------|-----------------------------------|--|-----------------|
| 1 | | | | | | | | | 0 |
| Total | | | | | | | | | |
| MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES | | | | | | | | | |
| A. Whether the c | ompany has n he Companies | nade comp Act, 2013 | oliances a during th | nd disclosu ne year | res in respect of a | applic | cable Yes | ○ No | |
| B. If No, give rea | sons/observa | tions | | | | | | | |
| | | | | | | | | | |
| DETAILS OF PE | | | | | MPANY/DIRECT | ORS | OFFICERS N | Ail . | |
| lame of the ompany/ directors fficers | Name of the concerned / Authority | | Date of O | rder se | ame of the Act ar ection under whic enalised / punishe | h L | Details of penalty/ ounishment | Details of appeal (including present s | |
| B) DETAILS OF C | OMPOUNDIN | G OF OFF | ENCES | ⊠ Nil | | | | | ···· |
| lame of the ompany/ directors fficers | Name of th concerned / Authority | e court/ | Date of C | s | Name of the Act a section under whi offence committed | ch | Particulars of offence | Amount of comp Rupees) | ounding (in |
| | | | | | | | | x. | |
| O Y | es No bmit the detail | s separate | ely through | h the metho | d specified in ins | tructi | | nt | |
| xIV. COMPLIANC n case of a listed of | | | | | | | COMPANIES upees or more or tur | nover of Fifty Crore | e rupees or |
| nore, details of co | | | | | | | | | |
| Name | | HARS | MRAN K | AUR | | | | | |
| Whether associa | ate or fellow | | 0 | Associate | Fellow | | | | |
| Certificate of pr | actice numbe | r | 925 | 2 | × | | | | |

| | | | Declaration | | | | |
|---|----------------------------------|---|--|---|---------------------------------|---------------------|--|
| I am Authorised by the B | Board of Dire | ctors of the con | npany vide resoluti | on no 3 | da | ated | 26/04/2014 |
| (DD/MM/YYYY) to sign t in respect of the subject | his form and matter of thi | l declare that all s form and matt | the requirements ers incidental there | of the Companies Ad | ct, 2013 and th | e rules ner decl | made thereunder |
| Whatever is sta the subject mat | ted in this fo ter of this fo | orm and in the a rm has been su | ttachments thereto opressed or conce | is true, correct and caled and is as per th | complete and e original reco | no infor rds mai | mation material to ntained by the company. |
| 2. All the required | attachment | s have been cor | npletely and legibl | y attached to this for | m. | | |
| Note: Attention is also punishment for fraud, | | | | | | | t, 2013 which provide for |
| To be digitally signed by | ру | | | | | | |
| Director | | Gurdee Digitally signed to Gurdeep Singh Date: 2023.12.1(| y 3 | | | | |
| DIN of the director | | 01572748 | | | | | |
| To be digitally signed I | by | Harsimr Digitally signed Harsimran Kaur Dato: 2023.12.1 an Kaur 16:05:27 +05'30 | 5 5 | | | | |
| Ocompany Secretary | | | | | | | |
| Company secretary in | n practice | | | | | | |
| Membership number | 8174 | | Certificate of p | practice number | | 9252 | |
| Attachments | | | | | | List o | of attachments |
| 1. List of share | holders, de | benture holders | | Attach | MGT8.pdf | | |
| 2. Approval let | ter for exten | sion of AGM; | | Attach | | | |
| 3. Copy of MG | T-8; | | | Attach | | | |
| 4. Optional Atta | achement(s) | , if any | | Attach | | | |
| | | | | | | Rem | nove attachment |

(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

I/We certify that:

Act during the financial year.

Modify

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

Check Form

Prescrutiny

Submit

H. K. & ASSOCIATES COMPANY SECRETARIES

26-Chhoti Baradari Part-2 Garha Road, Jalandhar-144001 Mobile : 98144-07959

| Ref. No | * | |
|---------|---------|-------|
| | | D |
| | x 2 , * | Dated |

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **GNA AXLES LIMITED** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March 2023. In our opinion and to the best of my information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
 - 1. Its status under the Act;
 - 2. Maintenance of registers/records & making entries therein within the time prescribed there for;
 - filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time except as stated in Annexure A;
 - 4. calling/ convening/ holding meetings of Board of Directors or its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 - Closure of Register of Members/Security holders, as the case may be. (The company closed the Register of Members from 14/09/2022 to 20/09/2022 for the purpose of its Annual General Meeting & Payment of Dividend)
 - 6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

E-mail: simran.cs@gmail.com

H. K. & ASSOCIATES COMPANY SECRETARIES

26-Chhoti Baradari Part-2 Garha Road, Jalandhar-144001 Mobile: 98144-07959

| Ref. No | 2000 A 10 |
|---------|-----------|
| 5 | Dated |

- 7. contracts/arrangements with related parties as specified in section 188 of the Act;
- 8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act (Not Applicable)
- 10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; (Not Applicable)
- 14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15. acceptance/ renewal/ repayment of deposits; (Not Applicable)
- 16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/satisfaction of charges in that respect, wherever applicable;
- 17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
- 18. Alteration of the provisions of the Memorandum and/or Articles of Association of the Company. (Not Applicable)

Place: Jalandhar Dated: 15/12/2023 For H. K. & Associates **Company Secretaries** Havimer

Proprietor

M. No: FCS-8174, C.P No: 9252 UDIN: F008174E002953710

Peer Review No.2233/2022

H. K. & ASSOCIATES COMPANY SECRETARIES

26-Chhoti Baradari Part-2 Garha Road, Jalandhar-144001 Mobile: 98144-07959

| Ref. No | | | |
|---------|--|-------|--|
| (0) | | Dated | |
| | a. The second se | Dated | |

ANNEXURE A

Details of Forms filed with the Registrar of Companies beyond the prescribed time

| Form No | The second secon | Tage Shows a first the source source of | 05754.1 (3.4.074. pr. 10. | | |
|---------|--|---|----------------------------|--|--|
| | Due Date | Date of filing | SRN | | |
| DIR 12 | 13/08/2022 | 14/10/2022 | F30109763 | | |
| MGT 14 | 28/05/2022 | 22/06/2022 | | | |
| CHG 1 | 20/10/2022 | 09/11/2022 | F08117798 | | |
| CHG 1 | 20/10/2022 | | AA1068423 | | |
| CHG 1 | | 09/11/2022 | AA1068706 | | |
| | 20/10/2022 | 09/11/2022 | AA1069876 | | |
| MGT 7 | 19/11/2022 | 29/11/2022 | F50486356 | | |



E-mail: simran.cs@gmail.com