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]

(vi) *Whether shares listed on recognized Stock Exchange(s)



Annual Return

(other than OPCs and Small Companies)

| I. REC | SISTRATION AND OTHE | R DETAILS | | | |
|---------------------|---|-------------------------|----------------------------------|-----------------------------|--|
| (i) * Cor | porate Identification Number (| CIN) of the company | U36995KA2018PTC111913 Pre | | |
| Glo | obal Location Number (GLN) o | f the company | | | |
| * Pei | rmanent Account Number (PA | N) of the company | AAFCEC | 0019B | |
| (ii) (a) l | Name of the company | | ESSAE C | GEARS AND TRANSMISS | |
| (b) F | Registered office address | | | | |
| W Ba Ba Ka | o. 13, 13th Cross, ilson Garden, ingalore ingalore irnataka | | | | |
| (c) * | e-mail ID of the company | | s.n.sree | pad@mails.essae.in | |
| (d) * | Telephone number with STD | code | 9342332046 | | |
| (e) | Website | | https:// | essaegears.com/invest | |
| iii) C | Date of Incorporation | | 04/04/2 | 2018 | |
| \\\\ \ | Гуре of the Company | Category of the Company | | Sub-category of the Company | |
| v) [| Private Company Company limited by sl | | | | |

Yes

No

| (vii) *Fina | ncial year Fro | om date 01/04/ | 2021 | (DD/MM/Y | YYY) To date | 31/03/202 | 2 (DD/ľ | MM/YYYY) |
|-------------|--------------------------------|------------------|---------------------|---------------------------------|-------------------|---------------------------------------|-------------------------------|------------------------------|
| (viii) *Whe | ether Annual (| general meeting | g (AGM) held | | Yes (|) No | | |
| (a) If | yes, date of A | AGM [| 24/09/2022 | | | | | |
| (b) D | ue date of AC | GM [| 30/09/2022 | | | | | |
| (c) W | /hether any e | xtension for AG | iM granted | | ○ Yes | No | | |
| II. PRIN | CIPAL BUS | SINESS ACT | IVITIES OF 1 | THE COMP | PANY | | | |
| *N | umber of busi | ness activities | 1 | | | | | |
| S.No | Main Activity group code | Description of I | Main Activity gro | up Business Activity Code | Description | of Business | Activity | % of turnover of the company |
| 1 | С | Manı | ıfacturing | C11 | | nicles, trailers, her Transport | semi trailers and Vehicles | 100 |
| *No. of Co | - | which informa | cition is to be giv | | Holding/ Subs | -fill All sidiary/Assoc Venture | iate/ % of s | hares held |
| 1 | | | | | | | | |
| IV. SHAI | RE CAPITA | L, DEBENT | URES AND C | THER SE | CURITIES (| OF THE CO | MPANY | |
| (i) *SHAF | RE CAPITAI | L | | | | | | |
| (a) Equity | / share capita | I | | | | | | |
| | Particula | rs | Authorised capital | Issue capi | | bscribed capital | Paid up capital | |
| Total nun | nber of equity | shares | 2,800,000 | 2,798,500 | 2,798, | 500 | 2,798,500 | |
| Total amo | ount of equity | shares (in | 280,000,000 | 279,850,0 | 279,8 | 50,000 | 279,850,000 | |
| Number | of classes | | | 1 | | | | |
| | Clas | s of Shares | | Authorised capital | Issued capital | Subs capit | scribed Pa | id up capital |

2,800,000

2,798,500

2,798,500

Number of equity shares

2,798,500

| Nominal value per share (in rupees) | 100 | 100 | 100 | 100 |
|---|-------------|-------------|-------------|-------------|
| Total amount of equity shares (in rupees) | 280,000,000 | 279,850,000 | 279,850,000 | 279,850,000 |

(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 | A 41 | ICabilai | 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 | Nu | ımber of sh | ares | Total nominal amount | Total Paid-up amount | Total premium |
|---|-----------|-------------|---------|----------------------------|----------------------------|------------------|
| Equity shares | Physical | DEMAT | Total | | | |
| At the beginning of the year | 2,798,500 | 0 | 2798500 | 279,850,000 | 279,850,00 | |
| Increase during the year | 0 | 0 | 0 | 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 | | | | 0 | 0 | |
| nil | | | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Buy-back of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | 0 | 0 | |
| nil | | | | | | |
| At the end of the year | 2,798,500 | 0 | 2798500 | 279,850,000 | 279,850,0 | С |
| 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 | | | | | | 1 |
| | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Others, specify | 0 | 0 | 0 | 0 | 0 | 0 |
| , , | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Others, specify Decrease during the year i. Redemption of shares | | | | | | |
| Decrease during the year i. Redemption of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| Decrease during the year i. Redemption of shares ii. Shares forfeited | 0 0 | 0 | 0 | 0 | 0 | 0 |
| Decrease during the year | 0 0 | 0 0 | 0 0 | 0 0 | 0 0 | 0 0 |

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

| Class of | fshares | | (i) | | (ii) | (iii) |
|--|---|---------|--------------------|----------|---------------|----------------------------|
| Before split / | Number of shares | | | | | |
| Consolidation | Face value per share | | | | | |
| After split / | Number of shares | | | | | |
| Consolidation | Face value per share | | | | | |
| | | | , | | | |
| • • | es/Debentures Trans t any time since the | | | | | ial year (or in the case |
| ⊠ Nil | | | | | _ | |
| [Details being prov | vided in a CD/Digital Med | ıaj | O | Yes | ○ No | Not Applicable |
| Separate sheet att | ached for details of trans | fers | \circ | Yes | O No | |
| Note: In case list of trans Media may be shown. | sfer exceeds 10, option fo | r submi | ission as a separa | te sheet | attachment or | submission in a CD/Digital |
| Date of the previous | annual general meetir | ıg | | | | |
| Date of registration | of transfer (Date Month | Year) | | | | |
| Type of transfe | er | 1 - Ec | quity, 2- Prefere | nce Sha | ıres,3 - Debe | entures, 4 - Stock |
| Number of Shares/ Units Transferred | Amount Debentu | | | | | |
| Ledger Folio of Trar | nsferor | | · | | | |
| Transferor's Name | | | | | | |
| | Surname | | middle | name | | first name |
| Ledger Folio of Trar | nsferee | | | | | |
| | | | | | | |

| 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 | | | | | Debentures, 4 - Stock | | | |
| Number of Shares/ Debentures/ Units Transferred | | | | Amount per Share/ Debenture/Unit (in Rs.) | | | | |
| Ledger Folio of Trans | sferor | | | | | | | |
| Transferor's Name | | | | | | | | |
| | Surna | me | | middle name | first name | | | |
| Ledger Folio of Transferee | | | | | | | | |
| Transferee's Name | | | | | | | | |
| | Surna | me | | 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 | _ | 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)

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

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

(i) Turnover

1,356,929,000

0

(ii) Net worth of the Company

24,969,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equ | ity | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 831,018 | 29.7 | 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 | 831,018 | 29.7 | 0 | 0 |

Total number of shareholders (promoters)

(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 | | | | | |
| | (i) Indian | 1,967,482 | 70.3 | 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 | 1,967,482 | 70.3 | 0 | 0 |
|-----------|--|-----------|------|---|---|
| Total nun | | | | | |
| | aber of shareholders (Promoters+Public n promoters) | c/ 16 | | | |

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 (other than promoters) | 14 | 14 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | | irectors at the 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 | 2 | 0 | 1 | 0 | 29.52 | 0 |
| B. Non-Promoter | 0 | 0 | 0 | 1 | 0 | 0 |
| (i) Non-Independent | 0 | 0 | 0 | 1 | 0 | 0 |
| (ii) Independent | 0 | 0 | 0 | 0 | 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 | 2 | 0 | 1 | 1 | 29.52 | 0 |

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

(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) |
|-------------------|------------|-------------------|--------------------------------|--|
| PRAKASH VENKATES | 00384859 | Managing Director | 826,126 | |
| SEEBI NARASIMHAMU | 09459796 | Director | 0 | |
| SEEBI NARASIMHAMU | AFSPS7530L | Company Secretar | 0 | |

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

DIN/PAN

| nge (Appointment/ ignation/ Cessation) | |
|---|--|
| Appointment | |

2

| | | •. •. | lchange in decignation/ | Change in designation/ Cessation) |
|-------------------|----------|---------------------|-------------------------|-----------------------------------|
| SEEBI NARASIMHAMU | 09459796 | Additional director | 12/01/2022 | Appointment |
| SENMUGAM ARUNACI | 00384949 | Director | 25/11/2021 | Cessation |

Designation at the Date of 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 | | | % of total shareholding |
|------------------------|-----------------|----|---|-------------------------|
| Annual General Meeting | 30/11/2021 | 16 | 6 | 50 |

B. BOARD MEETINGS

Name

*Number of meetings held

| S. No. | Date of meeting | Total Number of directors associated as on the date | as on the date | | | |
|--------|-----------------|---|------------------------------|-----------------|--|--|
| | | of meeting | Number of directors attended | % of attendance | | |
| 1 | 24/04/2021 | 2 | 2 | 100 | | |
| 2 | 24/07/2021 | 2 | 2 | 100 | | |
| 3 | 23/10/2021 | 2 | 2 | 100 | | |
| 4 | 22/11/2021 | 2 | 2 | 100 | | |
| 5 | 12/01/2022 | 2 | 2 | 100 | | |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | | Attendance |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 6 | 29/01/2022 | 2 | 2 | 100 |
| 7 | 19/03/2022 | 2 | 2 | 100 |

C. COMMITTEE MEETINGS

| Νι | ımber of meeting | gs held | | 0 | | |
|----|------------------|-----------------|-----------------|---|----------------------------|----------------------------|
| | S. No. | Type of meeting | Date of meeting | | Number of members attended | Attendance % of attendance |
| | 1 | | | | | |

D. *ATTENDANCE OF DIRECTORS

| | | | Board Meetings | | Co | Whether attended AGM | | |
|-----------|-----------------|---|----------------|------|---|----------------------|-----------------|------------------------|
| S. No. | of the director | Number of Meetings which director was | Meetings | % of | Number of Meetings which director was | Meetings | % of attendance | held on |
| | | entitled to attend | attended | | entitled to attend | attended | atteridance | 24/09/2022 (Y/N/NA) |
| | | | | | | | | |
| 1 | PRAKASH VE | 7 | 7 | 100 | 0 | 0 | 0 | Yes |
| 2 | SEEBI NARAS | 3 | 3 | 100 | 0 | 0 | 0 | Yes |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

| \times | N | İ | I |
|----------|---|---|---|
| | | | |

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 |

| S. No. | Nar | ne [| Designation | Gross Sa | lary | Commission | Stock C Sweat | | Ot | hers | Total Amount |
|-------------------------------|-------------------------------|---|----------------|-----------------------------|-------------------|--|--------------------------------------|-------------------------|---------------|------------------------|-----------------|
| | Total | | | | | | | | | | |
| Number o | of other direc | tors whose ren | nuneration det | ails to be ent | ered | | | | | | |
| S. No. | Nar | ne [| Designation | Gross Sa | lary | Commission | Stock C Sweat | | Ot | hers | Total Amount |
| 1 | | | | | | | | | | | 0 |
| | Total | | | | | | | | | | |
| II. PENA A) DETA Name o | ALTY AND P ILS OF PEN | UNISHMENT ALTIES / PUNI Name of the concerned Authority | - DETAILS TH | POSED ON C | Name of section ι | Y/DIRECTOR the Act and under which d / punished | S /OFFICER Details of perpunishment | enalty/ | Details o | of appeal g present | |
| officers | ,, | | | | | | | | | | |
| (B) DET | AILS OF CO | MPOUNDING | OF OFFENCE | ES ⊠ Ni | l | | | | | | |
| Name of compan officers | f the y/ directors/ | Name of the concerned Authority | | of Order | section | of the Act and under which committed | Particulars offence | of | Amou Rupee | | pounding (in |
| | | | | | | | | | | | |
| XIV. CC | Ye OMPLIANCE of a listed co | s No OF SUB-SEC mpany or a co | TION (2) OF S | SECTION 92, paid up shar | IN CAS | E OF LISTED of Ten Crore | COMPANIE | S ore or turi | | Fifty Cro | re rupees or |
| | | pany secretary | | | ilying the | annuai returr | ı ın Form MG | υ1-ŏ. | | | |
| Nam | е | | Devika Sath | yanarayana | | | | | | | |

| Wheth | ner associate or fellow | | |
|--|---|--|-----|
| Certi | ficate of practice number | 17024 | |
| (a) The r (b) Unles | | ey stood on the date of the closure of the financial year aforesaid correctly and adequately. d to the contrary elsewhere in this Return, the Company has complied with all the provisions of the | |
| the case securitie (d) When exceeds | of a first return since the da is of the company. re the annual return disclose two hundred, the excess co | date of the closure of the last financial year with reference to which the last return was submitted or te of the incorporation of the company, issued any invitation to the public to subscribe for any so the fact that the number of members, (except in case of a one person company), of the company insists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of coning the number of two hundred. | |
| | | Declaration | |
| I am Au | thorised by the Board of Dire | ectors of the company vide resolution no 01 dated 24/09/2022 | |
| | | d declare that all the requirements of the Companies Act, 2013 and the rules made thereunder is form and matters incidental thereto have been compiled with. I further declare that: | |
| 1. | | orm and in the attachments thereto is true, correct and complete and no information material to rm has been suppressed or concealed and is as per the original records maintained by the compan | ıy. |
| 2. | All the required attachment | s have been completely and legibly attached to this form. | |
| | | ne provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide t for false statement and punishment for false evidence respectively. | fo |
| To be d | igitally signed by | | |
| Director | | PRAKASH Digitally signed by PRAKASH VENKATES VENKATESAN Date: 2022.11.17 10.3104 +09307 | |
| DIN of t | he director | 00384859 | |
| To be d | ligitally signed by | Seebi Opulary signed by Narasimhamu Nasasrhamutthy Sreepad Seepad Obs. 2027-117 St. 20 See 2027-117 St. 20 | |
| Com | pany Secretary | | |

Certificate of practice number

Ompany secretary in practice

10911

Membership number

List of attachments 1. List of share holders, debenture holders Signed Shareholders List.pdf Attach Form MGT-8_Essae Gears_2021-22.pdf 2. Approval letter for extension of AGM; Attach 3. Copy of MGT-8; Attach 4. Optional Attachement(s), if any **Attach** Remove attachment Prescrutiny Submit Check Form Modify

Attachments

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

V SREEDHARAN AND ASSOCIATES

Company Secretaries

No. 291, 1st Floor, 10th Main Road, 3rd Block, Jayanagar, Bengaluru - 560 011 \$\circ\$ + 91 80 49594533

Sompliance@sreedharancs.com



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 ESSAE GEARS AND TRANSMISSIONS PRIVATE LIMITED (the Company) U36995KA2018PTC111913 (CIN) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on March 31, 2022. In our opinion and to the best of our information and according to the examination carried out by us and explanation 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 therefor;
- 3. Filing of forms and returns as stated in the annual return with the Registrar of Companies within the prescribed time. There was no form or return required to be filed by the Company with the Central Government, the Tribunal, Regional Director, Court or other authorities during the period 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 Minute Book/registers maintained for the purpose and the same have been signed. Further the Company was not required to constitute any committees and has not passed any resolution by circular resolution and not required to pass any resolution by postal ballot during the period under review;
- Closure of Register of Members / Security holders, as the case may be (Not applicable to the Company during the financial year ended March 31, 2022;
- Advances / loans to its directors and/or persons or firms or companies referred in Section 185 of the Act. (Not applicable to the Company during the financial year ended March 31, 2022);
- 7. Contracts/arrangements with related parties as specified in section 188 of the Act;
- 8. There was no alteration or Reduction of Share Capital or issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures / conversion of shares/ securities and issue of security certificates in all instances during the period under review (Not applicable to the Company during the financial year ended March 31, 2022).
- 9. 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 to the Company during the financial year ended March 31, 2022);

Company

- 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 Companies Act, 2013. (Not applicable to the Company during the financial year ended March 31, 2022);.
- 11. Signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub- section (3), (4) and (5) thereof;
- 12. Constitution/ Appointment and disclosures of the Directors and Key Managerial Personnel and remuneration paid to them. There was no re-appointment / retirement / resignation filling up casual vacancy of Directors during the period under review;
- 13. Appointment of auditors as per the provisions of section 139 of the Act. There was no casual vacancy of auditors during the period under review;
- 14. Approvals required to be taken from the Registrar of Companies. The Company was not required to obtain any approvals from Central Government, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act.
- 15. Acceptance/ renewal/ repayment of deposits. (Not applicable to the Company during the financial year ended March 31, 2022);
- 16. Borrowings from its director, Banks and public financial institutions and others.

 The Company has not borrowed any amount from members and has not created
 / modified / satisfied any charge during the period under review;
- 17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;

Company

18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company (Not applicable to the Company during the financial year ended March 31, 2022)

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Company Secretaries

For V Sreedharan & Associates

(Devika Sathyanarayana)

Partner

FCS: 11323; CP No. 17024

Address: No. 291, 1st Floor, 10th Main 3rd Block, Jayanagar, Bengaluru-560011

Place: Bengaluru

Date: November 16, 2022

UDIN: F011323D001782136

Peer Review Certificate No.: 589/2019

<u>Annexure</u>

To

ESSAE GEARS AND TRANSMISSIONS PRIVATE LIMITED

Our certificate in Form MGT 8 on the Annual Return (MGT-7) for the financial year ended on March 31, 2022 is to be read along with this letter.

- Maintenance of secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on my audit.
- 2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices we followed provide a reasonable basis for our opinion.
- 3. The compliance of the provisions of the Companies Act 2013, rules, regulations and standards is the responsibility of the Management. Our examination was limited to the verification of records on test basis.

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Company Secretaries

For V Sreedharan & Associates

(Devika Sathyanarayana)

Partner

FCS: 11323; CP No.17024

Address: No. 291, 1st Floor, 10th Main 3rd Block, Jayanagar, Bengaluru - 560011

Place: Bengaluru

Date: November 16, 2022

UDIN: F011323D001782136

Essae Gears and Transmissions Private Limited

Regd & Corp. Office: #13, 13th Cross, Wilson Garden

Bangalore 560 027. Kamataka, INDIA CIN: U36995KA2018PTC111913

GSTIN - Kamataka: 29AAFCE0019B1ZB | GSTIN - Tamil Nadu: 33AAFCE0019B1ZJ



List of Share Holders of M/s Essae Gears and Transmissions Private Limited as on 31-03-2022

CIN: U36995KA2018PTC111913

| SI. No. | Name of the Shareholder | Father's/Husband's Name | Address | No. of Shares Held | % of Share Holding |
|---------|----------------------------|----------------------------|---|-----------------------|-----------------------|
| 1 | Prakash Venkatesan | S. A. Venkatesan | # 457 3rd Cross, Wilson Garden, Bangalore, 560027 | 8,26,126 | 29.52% |
| 2 | S. A. Venkatesan* | S Arunachalam | # 457 3rd Cross, Wilson Garden, Bangalore, 560027 | 4,892 | 0.17% |
| 3 | Vasanthi Krishnan | Krishnan | House No 6, Venkatesa Mudali Street, , Sai Natha Puram, Vellore,Tamil Nadu- 632001 | 3,62,083 | 12.94% |
| 4 | Narasimha Subramanian | S A Subramanian | # 506, 6th Main, 6th Cross, S T Bed Layout, Bangalore-560034 | 3,35,820 | 12.00% |
| 5 | Balajee Subramaniyan | S A Subramanian | # 100, Koundinya, 6th Block, 18th Main, Koramangala, Bangalore-560095 | 3,32,102 | 11.87% |
| 6 | Prabhu Chandran | S A Chandran | 124 SHREE,2nd cross. 17th Main, 5th Block, Koramangala, Bangalore 560 095 | 2,91,435 | . 10.41% |
| 7 | Karthik Viswanathan | S. A. Vishwanathan | #71, 4th A Cross, 36th Main Road, Dollars Colony, BTM 1st Stage, Bangalore - 560068 | 2,30,142 | 8.22% |
| 8 °. | Ranjini Chandrasekar | Chandrashekar | # 1/45, Perumal Koil Street, Swarnapuri, Salem, Tamil Nadu- 636034 | 2,03,527 | 7.27% |
| 9 | Srividya Prakash | Prakash Venkatesan | # 457 3rd Cross, Wilson Garden, Bangalore, 560027 | 58,592 | 2.09% |
| 10 | Mallika Viswanathan | S. A. Vishwanathan | #71, 4th A Cross, 36th Main Road, Dollars Colony, BTM 1st Stage, Bangalore – 560068 | 35,226 | 1.26% |
| 11 | Vidya Viswanathan | S. A. Vishwanathan | B-1 904, Mahindra Antheria, Pimpri Nehru Nagar Road, Pimpri, Pune - 411018 | 35,226 | 1.26% |
| 12 | S. A. Vishwanathan | S Arunachalam | #71, 4th A Cross, 36th Main Road, Dollars Colony, BTM 1st Stage, Bangalore - 560068 | 35,226 | 1.26% |
| 13 | Uma Chandran | S A Chandran | 124 SHREE,2nd cross. 17th Main, 5th Block, Koramangala, Bangalore 560 095 | 22,192 | 0.79% |
| 14 | Shanthi Bhaskar | A V Bhaskar | No. BW 27, 77 East, Yemalur Junction off Old Airport Road, Bangalore North, Bangalore 560 037 | 21,136 | 0.76% |
| 15 | B. Subhashnee | Balajee Subramaniyan | # 100, 'Koundinya' 18th Main,6th Block, Koramangala, Bangalore-560095 | 3,718 | 0.13% |
| 16 | Srividhya Prabhu | Prabhu Chandran | 124 SHREE, 2nd cross. 17th Main, 5th Block, Koramangala, Bangalore 560 095 | 1,057 | 0.04% |
| | | Total | For Essae Gears 7400 1 Factsmissiphis 1 v. 4 | 27,98,500 | 100.00% |

*Deceased. Formalities for transmission of shares pending

Director