## 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**

## I. REGISTRATION AND OTHER DETAILS

Name of the Registrar and Transfer Agent

(i) <b>*</b> (	) * Corporate Identification Number (CIN) of the company			5MH2009PLC196683	Pre-fill		
(	Global Location Number (GLN) of t	he company					
*	Permanent Account Number (PAN)	AAICA0014B					
(ii) (a	a) Name of the company		ARTEMIS ELECTRICALS LIMITED				
(1	o) Registered office address						
	Artemis Complex, Gala no. 105 & 108 National Express Highway, Vasai (Ea Thane Thane Maharashtra						
(0	c) *e-mail ID of the company		contact@artemiselectricals.cor				
(0	d) *Telephone number with STD cc	ode	02229275032				
(6	e) Website		https://www.artemiselectricals				
(iii)	Date of Incorporation		26/10/2009				
(iv)	Type of the Company	Category of the Company		Sub-category of the Company			
	Public Company	Company limited by sha	res	Indian Non-Gov	ernment company		
(v) W	hether company is having share ca	apital	Yes	🔿 No			
(vi) *V	Vhether shares listed on recognize	d Stock Exchange(s)	Yes	No			
(	b) CIN of the Registrar and Transf	er Agent	U67120	)TN1998PLC041613	Pre-fill		

Page 1 of 16

CAMEO CORPORATE SERVICES LIN	CAMEO CORPORATE SERVICES LIMITED					
Registered office address of the						
"SUBRAMANIAN BUILDING" No.1 CLUB HOUSE ROAD						
(vii) *Financial year From date 01/04	/2018	(DD/MM/YYY	Y) To date	31/03/2019	(DD/MM/YYYY)	
(viii) *Whether Annual general meetir	ng (AGM) held	۲	Yes 🔿	No		
(a) If yes, date of AGM	30/09/2019					
(b) Due date of AGM	30/09/2019					
(c) Whether any extension for A	GM granted		⊖ Yes	No		
II. PRINCIPAL BUSINESS AC	TIVITIES OF T	HE COMPA	NY			

\*Number of business activities 1

	Main Activity group code		Business Activity Code		% of turnover of the company
1	С	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 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

## 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	26,000,000	17,703,690	17,703,690	17,703,690
Total amount of equity shares (in Rupees)	260,000,000	177,036,900	177,036,900	177,036,900

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Class of Shares EQUITY SHARES	Authoriood	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	26,000,000	17,703,690	17,703,690	17,703,690
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	260,000,000	177,036,900	177,036,900	177,036,900

## (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

	Authorised capital	ICabilai	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

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				
At the beginning of the year	4,437,015	44,370,150	44,370,150	
Increase during the year	13,266,675	132,666,750	132,666,750	0
i. Pubic Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	13,266,675	132,666,750	132,666,750	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify NA	0	0	0	
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify NA	0	0	0	
At the end of the year	17,703,690	177,036,900	177,036,900	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify NA	0	0	0	
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify	0	0	0	
NA At the end of the year	0	0	0	
	0 ear (for each class of	0 shares)	0	

Class o	f shares	(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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	O No	O 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.

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Date of the previous annual general meeting						
Date of registration of transfer (Date Month Year)						
Type of transfe	Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock					
Number of Shares/ D Units Transferred	Number of Shares/ Debentures/ Units TransferredAmount per Share/ Debenture/Unit (in Rs.)					
Ledger Folio of Trans	sferor					
Transferor's Name						
	Surname	middle name	first name			
Ledger Folio of Trans	Ledger Folio of Transferee					
Transferee's Name						
	Surname	middle name	first name			

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

## (iv) \*Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			94,922,825
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			1,916,283
Deposit			0
Total			96,839,108

#### **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)

0	
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		,			
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

1,017,713,016

(ii) Net worth of the Company

283,076,426

#### 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	2,271,806	12.83	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)	5,727,645	32.35	0	
10.	Others	0	0	0	
	Total	7,999,451	45.18	0	0

## Total number of shareholders (promoters)

## (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	2,042,365	11.54	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

	Total	9,704,239	54.82	0	0
10.	Others NA	0	0	0	
9.	Body corporate (not mentioned above)	7,661,874	43.28	0	
8.	Venture capital	0	0	0	
7.	Mutual funds	0	0	0	
б.	Foreign institutional investors	0	0	0	
5.	Financial institutions	0	0	0	
4.	Banks	0	0	0	
3.	Insurance companies	0	0	0	
	(iii) Government companies	0	0	0	
	(ii) State Government	0	0	0	
	(i) Central Government	0	0	0	
2.	Government				

Total number of shareholders (other than promoters)

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

9		
11		

#### 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)	11	11
Debenture holders	0	0

## VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Category	Number of directors at the		Number of directors at the end		Percentage of shares held by	
	beginning of the year		of the year		directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. <b>Promoter</b>	1	2	1	0	12.83	0
B. Non-Promoter	0	2	1	3	0.99	5
(i) Non-Independent	0	1	1	1	0.99	5
(ii) Independent	0	1	0	2	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	4	2	3	13.82	5

## Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 7

#### (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)
PRAVIN KUMAR BRIJE	00845482	Director	2,271,806	
RAMNIRANJAN BHUTF	01459092	Director	885,185	
SHIVKUMAR CHHANG	DIMPS8905K	CFO	177,036	
SHIVKUMAR CHHANG	07203370	Whole-time directo	177,036	
KRISHNAKUMAR LAXI	02082675	Director	0	
RICHA SHARMA	08122719	Director	0	
ALHEENA KHAN	BULPK2183A	Company Secretar	0	

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

12

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)
SUDHIR KUMAR BRIJE	00845329	Whole-time directo	16/04/2018	Cessation
PRITI SUDHIR AGRAW	02449416	Director	16/04/2018	Cessation
CHANDRAHAS NARAY	AAJPS9815L	CEO	01/04/2018	Appointment
CHANDRAHAS NARAY	08126379	Whole-time directo	05/05/2018	Appointment
CHANDRAHAS NARAY	AAJPS9815L	CEO	19/11/2018	Cessation
CHANDRAHAS NARAY	08126379	Whole-time directo	19/11/2018	Cessation
RICHA SHARMA	08122719	Director	05/05/2018	Appointment
PRAVIN KUMAR BRIJE	00845482	Director	28/05/2018	Change in designation
ALHEENA KHAN	BULPK2183A	Company Secretar	01/04/2018	Appointment
SHIVKUMAR CHHANG	DIMPS8905K	CFO	16/04/2018	Appointment
SHIVKUMAR CHHANG	07203370	Additional director	28/12/2018	Appointment
SHIVKUMAR CHHANG	07203370	Whole-time directo	29/12/2018	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	6				
Type of meeting	Date of meeting	Total Number of Members entitled to	Attendance		
		attend meeting	Number of members attended	% of total shareholding	
Extra Ordinary General Mee	05/05/2018	13	7	67.31	
Extra Ordinary General Mee	25/06/2018	13	7	67.31	
Annual General Meeting	18/08/2018	13	7	67.31	
Extra Ordinary General Mee	29/12/2018	13	7	67.31	
Extra Ordinary General Mee	07/02/2019	13	7	67.31	
Extra Ordinary General Mee	11/03/2019	13	7	67.31	

#### **B. BOARD MEETINGS**

*Number of n	neetings held 12				
S. No.	Date of meeting	Total Number of directors associated as on the date	Attendance		
		of meeting	Number of directors attended	% of attendance	
1	16/04/2018	3	3	100	
2	04/05/2018	3	3	100	
3	28/05/2018	5	5	100	
4	23/06/2018	5	5	100	
5	26/06/2018	5	5	100	
6	17/09/2018	5	5	100	
7	19/11/2018	5	5	100	
8	28/12/2018	4	4	100	
9	31/12/2018	5	5	100	
10	07/03/2019	5	5	100	
11	12/03/2019	5	5	100	
12	29/03/2019	5	5	100	

#### C. COMMITTEE MEETINGS

Nu	Number of meetings held			7		
	S. No.		Date of meeting	Total Number of Members as on the date of	Number of members	Attendance
				the meeting	attended	% of attendance
	1	Audit Committe	26/07/2018	3	3	100
	2	Audit Committe	19/11/2018	3	3	100
	3	Audit Committe	31/12/2018	3	3	100
	4	Audit Committe	29/03/2019	3	3	100
	5	Nomination an	28/12/2018	3	3	100
	6	Stakeholder R	24/09/2018	4	4	100
	7	Corporate Soc	12/02/2019	3	3	100

#### **D. \*ATTENDANCE OF DIRECTORS**

			Board Meetings				Whether attended AGM	
S. No.	Name of the director	Number of Meetings which director was	Montings	% of	Number of Meetings which director was	Number of Meetings	% of attendance	held on
		entitled to attend	attended		entitled to attend	attended	allenuarice	30/09/2019
								(Y/N/NA)
1	PRAVIN KUM	12	12	100	5	5	100	Yes
2	RAMNIRANJA	12	12	100	2	2	100	No
3	SHIVKUMAR	4	4	100	1	1	100	Yes
4	KRISHNAKUN	12	12	100	7	7	100	No
5	RICHA SHARI	10	10	100	7	7	100	No

#### 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
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PRAVIN KUMAR BI	Executive Direct	2,500,000	0	0	5,000	2,505,000
2	SHIVKUMAR CHHA	CFO and Whole	675,766	0	0	45,000	720,766
3	CHANDRAHAS NA	Whole Time Dire	1,786,000	0	0	25,000	1,811,000
	Total		4,961,766	0	0	75,000	5,036,766

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

2

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHIVKUMAR CHHA	CFO and Whole	675,766	0	0	45,000	720,766
2	ALHEENA KHAN	Company Secre	110,000	0	0	0	110,000
	Total		785,766	0	0	45,000	830,766
lumber o	of other directors whose	3					

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount		
1	RAMNIRANJAN BH	Non Executive D	0	0	0	20,000	20,000		

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount	
2	KRISHNAKUMAR L	Independent Dir	0	0	0	45,000	45,000	
3	RICHA SHARMA	Independent Wc	0	0	0	50,000	50,000	
	Total		0	0	0	115,000	115,000	

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- \* A. Whether the company has made compliances and disclosures in respect of applicable Yes O No provisions of the Companies Act, 2013 during the year
  - B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

### (A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

Name of the company/ directors/ officers		Date of Order	Name of the Act and section under which penalised / punished		Details of appeal (if any) including present status	
(B) DETAILS OF COMPOUNDING OF OFFENCES NII						

Name of the	Name of the court/ concerned Authority	ISECTION LINGER WRICH		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	Aakruti somani	
Whether associate or fellow	Associate  Fellow	
Certificate of practice number	20395	

#### 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. .. 03

dated 28/05/2018

(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 DIN of the director 00845482 AL HEENA Digitally signed b AL HEENA KHAN KHAN Date: 2019.12.23 18:00:46 +05'30' To be digitally signed by Company Secretary Company secretary in practice Certificate of practice number Membership number 33254 Attachments List of attachments 1. List of share holders, debenture holders Attach List of shareholders 31032019.pdf Revised form MGT-8.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 Modify Check Form

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