

## **Annexure to Form No. MGT-7**

### **ANNUAL RETURN**

**As On The Financial Year Ended On 31.03.2023**

**Of**

**GURU NANAK AUTO ENTERPRISES LIMITED**

*[Pursuant to Section 92(1) of the Companies Act, 2013*

*And*

*Rule 11(1) of the Companies (Mgt. and Administration)*

*Rules, 2014]*



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Registered Office & Corporate Office: Jamalpur (Phagwara), Distt.- Kapurthala, Punjab-144632 , India

Plant: V. & P.O. Bundala-144 034, Distt. Jalandhar (Pb.) INDIA

Phone: 91-1826-270111 (6 Lines)

Plant: Jamalpur (Phagwara), Distt.- Kapurthala (Pb.) INDIA

Phone: 91-1824-504700

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We, the Directors of the Company, on behalf of the Company, have examined the registers, records and books and papers of 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 **31.03.2023** and for the purpose of filing E-Form MGT-7 and for the purpose of certifications/ or digitally signing of Form MGT-7, by company secretary, we hereby duly jointly and severally declare, affirm and certify that:

- A. The Annual Return including Form MGT-7, digitally signed, 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. The company has maintained books of accounts as required under section 128 of Companies Act, 2013.
  - 2. The company has complied with all the provisions of Companies Act, 2013 relating to Statutory Audit/Cost Audit/Internal Audit.
  - 3. All requests for transfer or transmission of shares have recorded and there have not been received any other such request during the year other than as recorded.
  - 4. Statutory Registers were kept open for public inspection during working hours on all working days.
  - 5. Notice of Board meetings were duly sent to all the directors.
  - 6. The resolution were passed by way of circulation during the year are duly recorded in the next Board Meeting.
  - 7. Company has obtained secured loans from financial institutions/banks other than those mentioned in the register of charges.
  - 8. Notice of annual general meeting has been duly sent to all the members.
  - 9. No show cause notice has been received by the company under the Acts referred above or any other laws applicable on the company.
  - 10. Minutes of the Board and General Meetings were entered in the Minute's Book within thirty days from the date of the meeting.
  - 11. The share certificates were properly stamped.
  - 12. The entries in the statutory register were made within the prescribed time.
  - 13. There is no pending litigation and claims other than reported in the Balance Sheet by way of contingent liability.
  - 14. No event other than reported to you specifically has occurred during the year which has a major bearing on the company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc, referred to above.



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15. The views of all the dissenting Directors (if any) on important matters have been captured and recorded in the minute.
16. The venue and time of Board meeting was finalized with the consultation of all board members.
17. All Applications for Leave of Absence from the Directors are on record.
18. That Registers/ Records are maintained regularly & entries have been made therein within the time prescribed, including the in the Minutes Book of Shareholders and the Proceedings Book of the Meeting of Board and its committees (if any);
19. Notices of all Board Meetings and Shareholders meeting has been delivered in person or through Ordinary Post.
20. 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 are filed.
21. All compliances to Calling/ convening/ holding meetings of Board of Directors or its committees, if any, 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, if any, are made and also have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
22. All Compliances related to Closure of Register of Members / Security holders, as the case may be have been complied with.
23. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Companies Act, 2013.
24. Contracts/arrangements with related parties as specified in section 188 of the Companies Act, 2013.
25. 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;
26. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares, wherever applicable, are in compliance with the provisions of the Companies Act, 2013..
27. 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 wherever applicable, are in compliance with the provisions of the Act.
28. Signing of audited financial statement as per the provisions of section 134 of the Companies Act, 2013 and report of directors is as per sub - sections (3), (4) and (5) thereof;
29. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of Constitution/ appointment/ re-appointments / retirement/filling up casual

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vacancies / disclosures of the Director's, Key Managerial Personnel and the remuneration paid to them;

30. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Companies Act, 2013.
31. 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;
32. Acceptance/renewal/repayment of deposits, unsecured loans from Directors;
33. Borrowings from its directors, members, public financial institutions, banks and others and creation/Modification/satisfaction of charges in that respect, wherever applicable;
34. 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 Companies Act, 2013;
35. Alteration of the provisions of the Memorandum and/or Articles of Association of the company.

**C. Details of shares / debentures transfers since the close of last financial year [or in the case of the first return at any time since the incorporation of the Company.]-NIL**

Date of closure of previous financial year	31.03.2022
Date of Registration of Transfer of Shares	-
Type of Security	-
Number of Shares	-
Nominal Value (each in Rs.)	-
Ledger Folio of Transferor:	-
Transferor's Name	-
Ledger Folio of Transferee:	-
Transferee's Name	-

**D. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETING:**

Type of Meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			No. of Directors attended	% of total shareholding



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Annual General Meeting [AGM]	24.09.2022	8	6	71.21%
Extra-Ordinary General Meeting [EOGM]	27.09.2022	8	6	71.21%
Extra-Ordinary General Meeting [EOGM]	15.11.2022	8	6	71.21%
Extra-Ordinary General Meeting [EOGM]	31.03.2023	8	6	71.21%

**E. BOARD MEETINGS:**

S. No.	Date of Meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% of Attendance
1	09.04.2022	7	7	100.00%
2	30.05.2022	7	7	100.00%
3	20.07.2022	7	4	57.14%
4	01.08.2022	7	4	57.14%
5	18.08.2022	7	5	71.43%
6	16.09.2022	7	5	71.43%
7	29.09.2022	7	5	71.43%
8	17.10.2022	7	5	71.43%
9	31.12.2022	7	6	85.71%
10	17.01.2023	7	6	85.71%
11	10.02.2023	7	6	85.71%
12	08.03.2023	7	5	71.43%

**F. COMMITTEE MEETINGS:**

Total No. of Committees	3
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Name of the Committee		1. Audit Committee		
S. No	Date of meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% of Attendance
1	30.05.2022	3	3	100.00%
2	17.08.2022	3	2	66.67%
3	05.12.2022	3	2	66.67%
4	25.02.2023	3	3	100.00%

Name of the Committee		2. Nomination & Remuneration Committee		
S. No	Date of Meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% of Attendance
1	30.05.2022	3	3	100.00%
2	18.07.2022	3	3	100.00%
3	07.10.2022	3	3	100.00%
4	01.12.2022	3	3	100.00%
5	05.01.2023	3	3	100.00%

Name of the Committee		3. CSR Committee		
S. No	Date of Meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% of Attendance
1	01.04.2022	4	3	75.00%
2	07.10.2022	4	4	100%



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**SEPARATE INDEPENDENT DIRECTORS MEETINGS:**

S. No	Date of Meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% of Attendance
1	17.10.2022	3	3	100%

**G. ATTENDANCE OF DIRECTORS**

S. No	Name of the Director	Board Meetings			Committee Meetings (Taking all the Committee Meetings together of which a Director is a member)			Whether attended last AGM held on 24.09.2022 (Y/N)
		No. of Meeting Held	No. of Meeting attended	% of attendance	No. of Meeting Held	No. of Meeting attended	% of attendance	
1	Jagdish Singh	12	12	100.00%	11	11	100.00%	Y
2	Kamaljit Kaur	12	10	83.33%	2	2	100.00%	Y
3	Amardeep Kaur	12	12	100.00%	0	0	0.00%	Y
4	Vijay Kumar Bhandari	12	6	50.00%	10	10	100.00%	Y
5	Surjit Singh Ajimal	12	7	58.33%	12	9	75.00%	Y
6	Radhakrishnan Singaram	12	9	75.00%	0	0	0.00%	Y



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7	Harsh Mitter	12	9	75.00%	3	3	100.00%	Y
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**H. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
<b>B. DIRECTORS</b>					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA



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We further certify that:

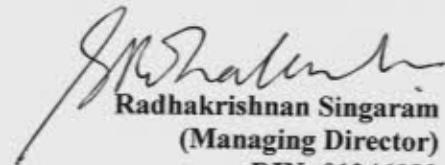
- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) The whole of the amount of unpaid/ unclaimed dividend/other amounts as applicable have been transferred to the Investor Education and Protection Fund in accordance with section 125 of the Act.
- (c) The Company has maintained all the registers as per the provisions of the Act and the rules made there under and
- (d) Unless otherwise anything in contrary is stated expressly elsewhere in this Return, the Company has complied with the applicable provisions of the Act during the financial year.

**By order of Board of Directors  
 For Guru Nanak Auto Enterprises Limited**



**Jagdish Singh**  
 (Chairman & Wholetime Director)  
 DIN: 01333785

Address: Patti Niewal, Village Bundala,  
 Phillaur Jalandhar 144034 Punjab India



**Radhakrishnan Singaram**  
 (Managing Director)  
 DIN: 01246033

Address: 1 C Kristal Meadows,  
 3rd Cross No. 3556,  
 HAL II Stage, Indira Nagar,  
 Bangalore, Karnataka, India- 560008



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**LIST OF SHAREHOLDERS (PROMOTERS AND NON PROMOTERS) AS ON 31.03.2023**

Sr. No.	Name, Address and Occupation of the Shareholder	No. of Equity Shares Held in Demat Form	Paid up Value per Equity Share (in Rs.)	% Of Shareholding
1	<b>Jagdish Singh</b> S/o S. Amar Singh Patti Niewal, Village Bundala Phillaur Jalandhar, Punjab-144034, India Indian, (Business)	27,20,715	10	11.77%
2	<b>Kamaljit Kaur</b> W/o S. Jagdish Singh Patti Niewal, Village Bundala Phillaur Jalandhar, Punjab-144034, India Indian, (Business)	27,76,110	10	12.01%
3	<b>Gurinder Singh</b> S/o S. Jagdish Singh Patti Niewal, Village Bundala Phillaur Jalandhar, Punjab-144034, India Indian, (Business)	66,57,315	10	28.79%
4	<b>G.N.A. Transmissions Private Limited</b> G.T. Road, Goraya, Distt. Jalandhar, Punjab-144409, India (Business)	92,20,780	10	39.88%
5	<b>Amardeep Kaur</b> W/o S. Gurinder Singh Patti Niewal, Village Bundala Phillaur Jalandhar, Punjab- 144034, India Indian, (Business)	17,46,425	10	7.55%



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 Distt.- Kapurthala, Punjab-144632 , India  
 Phones: 91-1824-504700, E-Mail: [gnae@gnaent.com](mailto:gnae@gnaent.com)  
 CIN: U50404PB1974PLC003420

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6	<b>Ranjit Kaur</b> D/o S. Shanker Singh V.P.O      Bundala,      Jalandhar, Punjab-144034,India Indian, Business	100	10	0.00%
7	<b>Ranjit Singh</b> S/o S. Shanker Singh B-4/141, G.T. Road, Goraya, Distt. Jalandhar, Punjab-144409, India Indian, Business	100	10	0.00%
8	<b>Gurinderjit Singh</b> S/o S. Narinderjit Singh House No.-517, Urban Estate, Phagwara, Kapurthala, Punjab- 144401. Indian , Business	100	10	0.00%
<b>TOTAL</b>		<b>2,31,21,645</b>		100%



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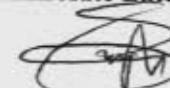
**GURU NANAK AUTO ENTERPRISES LIMITED**  
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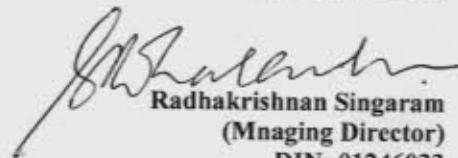
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**LIST OF NON PROMOTERS AS ON 31.03.2023**

Sr. No.	Name, Address and Occupation of the Shareholder	No. of Equity Shares Held in Demat Form	Paid up Value per Equity Share (in Rs.)
1	<b>Ranjit Kaur</b> D/o S. Shanker Singh V.P.O Bundala Jalandhar, Punjab Indian, Business	100	10
2	<b>Ranjit Singh</b> S/o S. Shanker Singh B-4/141, G.T. Road, Goraya, Distt. Jalandhar, Punjab Indian, Business	100	10
3	<b>Gurinderjit Singh</b> S/o S. Narinderjit Singh House No.-517, Urban Estate, Phagwara, Kapurthala, Punjab-144401. Indian , Business	100	10
	<b>Grand Total</b>	300	

By order of Board of Directors  
 For Guru Nanak Auto Enterprises Limited

  
**Jagdish Singh**  
 (Chairman & Wholetime Director)  
 DIN: 01333785  
 Address: Patti Niewal, Village Bundala,  
 Phillaur Jalandhar 144034 Punjab India

  
**Radhakrishnan Singaram**  
 (Managing Director)  
 DIN: 01246033  
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LIST OF DIRECTORS AS ON 31.03.2023

Sr. No.	Name & Address of Director	Designation	Date of Appointment	Date of Cessation
1	<b>Jagdish Singh</b> S/o S. Amar Singh R/o Village Bundala,Patti Niewal, Phillaur,Jalandhar-144034,Punjab, India Indian <b>DIN: 01333785</b>	Chairman & Whole time Director	30.03.1974	----
2	<b>Kamaljit Kaur</b> W/o S. Jagdish Singh. R/o Village Bundala, Patti Niewal, Phillaur,Jalandhar-144034,Punjab, India Indian <b>DIN: 01341079</b>	Whole time Director	13.05.2000	----
3	<b>Amardeep Kaur</b> w/o S. Gurinder Singh R/o Patti Niewal, Phillaur, Bundala, Jalandhar-144034, Punjab, India Indian <b>DIN: 02223548</b>	Whole time Director	29.09.2007	----
4	<b>Radhakrishnan Singaram</b> S/o Sh. Venkatachalam Singaram R/o 1 C Kristal Meadows, 3rd Cross No. 3556, HAL II Stage, Indira Nagar, Bangalore, Karnataka, India- 560008 Indian <b>DIN: 01246033</b>	Managing Director	03.12.2020	----
5	<b>Vijay Kumar Bhandari</b> S/o Sh. Gian Bhandari Chand 1704, Wallace Apts. Sleater Road, Grant Road West, Grant Road, Mumbai- 400007, Maharashtra ,India Indian <b>DIN:00052716</b>	Independent Director	12.03.2004	----

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 CIN: U50404PB1974PLC003420

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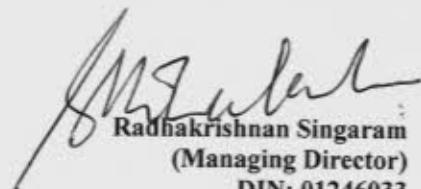
6	<b>Surjit Singh Ajimal</b> S/o S. Milkha Singh Ajimal 11A, New Vijay Nagar, Jalandhar- 144001,Punjab Indian <b>DIN: 01201314</b>	Independent Director	30.08.2010	----
7	<b>Harsh Mitter</b> S/o Sh. Harkishan Lal A-87, Kendriya Vihar, Sector 48 B, Chandigarh-160047 (U.T.) India Indian <b>DIN: 09110102</b>	Independent Director	19.03.2021	----

By order of Board of Directors  
 For Guru Nanak Auto Enterprises Limited



Jagdish Singh  
 (Chairman & Wholetime Director)  
 DIN: 01333785

Address: Patti Niewal, Village Bundala,  
 Phillaur Jalandhar 144034 Punjab India



Radhakrishnan Singaram  
 (Managing Director)  
 DIN: 01246033

Address: 1 C Kristal Meadows,  
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