

INDIA'S LARGEST AXLE MFRS. & EXPORTERS

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 **31.03.2024** 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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Phone: 91-1826-270111 (6 Lines)

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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	31.03.2024
Date of Registration of Transfer of Shares	24.08.2023
Type of Security	Equity
Number of Shares	1664329
Nominal Value (each in Rs.)	Rs. 10 each
Ledger Folio of Transferor:	3
Transferor's Name	Sh. Gurinder Singh
Ledger Folio of Transferee:	2
Transferee's Name	Smt. Kamaljit Kaur

Date of closure of previous financial year	31.03.2024
Date of Registration of Transfer of Shares	24.08.2023
Type of Security	Equity
Number of Shares	1664328
Nominal Value (each in Rs.)	Rs. 10 each
Ledger Folio of Transferor:	3
Transferor's Name	Sh. Gurinder Singh
Ledger Folio of Transferee:	5
Transferee's Name	Smt. Amardeep Kaur

Date of closure of previous financial year	31.03.2024
Date of Registration of Transfer of Shares	24.08.2023
Type of Security	Equity
Number of Shares	1664328



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Nominal Value (each in Rs.)	Rs. 10 each
Ledger Folio of Transferor:	3
Transferor's Name	Sh. Gurinder Singh
Ledger Folio of Transferee:	14
Transferee's Name	Sh. Gurveer Singh Sihra

Date of closure of previous financial year	31.03.2024
Date of Registration of Transfer of Shares	24.08.2023
Type of Security	Equity
Number of Shares	1664330
Nominal Value (each in Rs.)	Rs. 10 each
Ledger Folio of Transferor:	3
Transferor's Name	Sh. Gurinder Singh
Ledger Folio of Transferee:	15
Transferee's Name	M/s Sehaj Sihra

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 Members attended	% of total shareholding
Extra-Ordinary General Meeting [EOGM]	31.08.2023	8	8	100.00%
Annual General Meeting [AGM]	30.09.2023	8	8	100.00%
Extra-Ordinary General Meeting [EOGM]	30.03.2024	8	6	99.99%



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E. BOARD MEETINGS:

S. No.	Date of Meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% of Attendance
1	01.04.2023	7	7	100.00%
2	28.06.2023	7	4	57.14%
3	15.07.2023	7	5	71.43%
4	05.08.2023	7	5	71.43%
5	24.08.2023	7	7	100.00%
6	23.09.2023	6	6	100.00%
7	27.10.2023	6	6	100.00%
8	05.01.2024	6	6	100.00%
9	18.01.2024	7	7	100.00%
10	07.02.2024	8	8	100.00%
11	05.03.2024	6	5	83.33%

F. COMMITTEE MEETINGS:

Total No. of Committees		3		
Name of the Committee		1. Audit Committee		
S. No	Date of meeting	Total No. of members on the Date of Meeting	No. of members attended	% of Attendance
1	15.05.2023	3	3	100.00%
2	14.07.2023	3	2	66.67%
3	24.08.2023	3	3	100.00%
4	07.02.2024	3	3	100.00%



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Name of the Committee		2. Nomination & Remuneration Committee		
S. No	Date of Meeting	Total No. of members on the date of meeting	No. of members attended	% of Attendance
1	15.05.2023	4	3	75.00%
2	15.12.2023	3	3	100.00%

Name of the Committee		3. CSR Committee		
S. No	Date of Meeting	Total No. of members on the Date of meeting	No.of members attended	% of Attendance
1	15.05.2023	4	4	100.00%
2	26.09.2023	3	2	66.67%
3	28.10.2023	3	2	66.67%
4	07.02.2024	3	2	66.67%

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	24.08.2023	3	3	100%



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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 30.09.2023 (Y/N)	Cessation / Appointment
		No of Meeting entitled to attend	Attended	% of attendance	No of Meeting entitled to attend	No. of Meeting attended	% of attendance		
1	Jagdish Singh	11	11	100.00%	10	10	100.00%	Y	
2	Kamaljit Kaur	11	11	100.00%	4	4	100.00%	Y	
3	Amardeep Kaur	11	10	90.90%	0	0	0.00%	Y	
4	Vijay Kumar Bhandari	10	10	100.00%	7	7	100.00%	Y	Retired 29.02.2024
5	Surjit Singh Ajimal	10	7	70.00%	10	9	90.00%	Y	Retired 29.02.2024
6	Radhakrishnan Singaram	11	11	100.00%	0	0	0.00%	Y	
7	Harsh Mitter	5	2	40.00%	3	2	66.67%	N	Resigned 23.09.2023
8	Vijayanand Parmanand Wadhwan	3	3	100.00%	1	1	100.00%	N	Appointed on 05.01.2024
9	Gurinderjit Singh	2	1	50.00%	1	1	100.00%	N	Appointed on 18.01.2024



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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)
A. COMPANY					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
B. DIRECTORS					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
C. OTHER OFFICERS IN DEFAULT					
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:

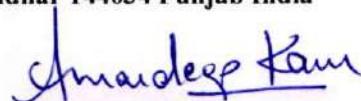
- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) The whole of the amount of unpaid/ unclaimed dividend/other amounts as applicable have been transferred to the Investor Education and Protection Fund in accordance 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**



Amardeep Kaur
(Wholetime Director)
DIN: 02223548

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



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LIST OF DIRECTORS AS ON 31.03.2024

Sr. No.	Name & Address of Director	Designation	Date of Appointment	Date of Cessation
1	Jagdish Singh S/o S. Amar Singh R/o Village Bundala,Patti Niewal, Phillaur,Jalandhar- 144034,Punjab, India Indian DIN: 01333785	Chairman & Whole time Director	30.03.1974	----
2	Kamaljit Kaur W/o S. Jagdish Singh. R/o Village Bundala, Patti Niewal, Phillaur,Jalandhar- 144034,Punjab, India Indian DIN: 01341079	Whole time Director	13.05.2000	----
3	Amardeep Kaur w/o S. Gurinder Singh R/o Patti Niewal, Phillaur, Bundala, Jalandhar-144034, Punjab, India Indian DIN: 02223548	Whole time Director	29.09.2007	----
4	Radhakrishnan Singaram 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	Managing Director	03.12.2020	----



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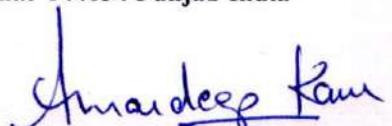
	DIN: 01246033			
5	Vijayanand Parmanand Wadhwani S/o Sh. Parmanand Wadhwani 170, Mount Kailash. New Delhi-110065, Delhi, India Indian DIN: 07259875	Independent Director	05.01.2024	----
6	Gurinderjit Singh S/o Sh. Narinderjit Singh H.No. 517, Urban Estate, Phagwara Kapurthala-144001, Punjab Indian DIN: 10348546	Independent Director	18.01.2024	----

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



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 (Chairman & Wholetime Director)
 DIN: 01333785

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



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