

Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN)

U31401HR2014PLC052897

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	SMARTEN POWER SYSTEMS LIMITED	SMARTEN POWER SYSTEMS LIMITED
Registered office address	374, 1st Floor Pace City-2, Sector-37,NA,Gurgaon,Gurgaon,Haryana,India,122001	374, 1st Floor Pace City-2, Sector-37,NA,Gurgaon,Gurgaon,Haryana,India,122001
Latitude details	28.4366650769506	28.4366650769506
Longitude details	76.99905446656427	76.99905446656427

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Smarten photo.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****4D

(c) *e-mail ID of the company

*****@smartenpowersystems.com

(d) *Telephone number with STD code

09*****55

(e) Website

https://smartenpowersystems.in/

iv *Date of Incorporation (DD/MM/YYYY)

30/07/2014

v (a) *Class of Company (as on the financial year end date)

(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U67100DL2010PTC208725	MAASHITLA SECURITIES PRIVATE LIMITED	451, Krishna Apra Business Square Netaji Subhash Place, Pitampura, New Delhi, North West, Delhi, India, 110034	INR000004370

ix * (a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

(b) If yes, date of AGM (DD/MM/YYYY)

30/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	27	Manufacture of electrical equipment	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U51909HR2021PTC094361		SMART STORE INTERNATIONAL PRIVATE LIMITED	Subsidiary	99.99

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	20000000.00	15000000.00	15000000.00	15000000.00
Total amount of equity shares (in rupees)	200000000.00	150000000.00	150000000.00	150000000.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	20000000	15000000	15000000	15000000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	200000000.00	150000000.00	150000000	150000000

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes

0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	1000000	1000000.00	10000000	10000000	
Increase during the year	0.00	14000000.00	14000000.00	140000000.00	140000000.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	14000000	14000000.00	140000000	140000000	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify non	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify non	0	0	0.00	0	0	
At the end of the year	0.00	15000000.00	15000000.00	150000000.00	150000000.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify non	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify non	0	0	0.00		0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE14GK01016

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

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

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

2017485000

ii * Net worth of the Company

385375000

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	13749975	91.67	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00

10	Others 	0	0.00	0	0.00
	Total	13749975.00	91.67	0.00	0

Total number of shareholders (promoters)

4

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	1050030	7.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	199995	1.33	0	0.00

10	Others 	0	0.00		
	Total	1250025.00	8.33	0.00	0

Total number of shareholders (other than promoters)

22

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

26.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	6
2	Individual - Male	16
3	Individual - Transgender	0
4	Other than individuals	4
	Total	26.00

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	4	4
Members (other than promoters)	0	22
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	4	0	4	0	91.67	0
B Non-Promoter	0	0	0	3	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	0	0	3	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	4	0	4	3	91.67	0.00

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

10

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
ARUN BHARDWAJ	06964929	Managing Director	3666510	
TIRATH SINGH KHAIRA	07943524	Whole-time director	2750475	
RAJNISH SHARMA	06813014	Whole-time director	3666495	
RAVI DUTT	06813116	Whole-time director	3666495	
AMIT VIJAY KARIA	06846654	Director	0	

VAISHALI SRIVASTAVA	09633061	Director	0	
TEJAS PRALHAD KARHADKAR	10794684	Director	0	
RAHUL SHARMA	DNJPS2475A	CFO	0	
RAJBIR SHARMA	HSLPS2192P	Company Secretary	0	01/09/2025
RAJNISH SHARMA	06813014	CEO	0	

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

11

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
AMIT VIJAY KARIA	06846654	Director	20/11/2024	Appointment
VAISHALI SRIVASTAVA	09633061	Director	20/11/2024	Appointment
TEJAS PRALHAD KARHADKAR	10794684	Director	20/11/2024	Appointment
ARUN BHARDWAJ	06964929	Managing Director	20/11/2024	Change in designation
TIRATH SINGH KHAIRA	07943524	Whole-time director	20/11/2024	Change in designation
RAVI DUTT	06813116	Whole-time director	20/11/2024	Change in designation
RAJNISH SHARMA	06813014	Whole-time director	20/11/2024	Change in designation
TIRATH SINGH KHAIRA	07943524	CEO	23/10/2024	Cessation
RAJNISH SHARMA	06813014	CEO	20/11/2024	Appointment
RAHUL SHARMA	DNJPS2475A	CFO	20/11/2024	Appointment
RAJBIR SHARMA	HSLPS2192P	Company Secretary	20/11/2024	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

7

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	18/09/2024	4	4	100
EGM	26/08/2024	4	4	100
EGM	24/10/2024	4	4	100
EGM	25/10/2024	4	4	100
EGM	21/11/2024	4	4	100
EGM	10/12/2024	4	4	100
EGM	11/12/2024	4	4	100

B BOARD MEETINGS

*Number of meetings held

20

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	18/04/2024	4	4	100
2	12/06/2024	4	4	100
3	02/07/2024	4	4	100
4	26/08/2024	4	4	100
5	18/09/2024	4	4	100
6	19/09/2024	4	4	100
7	24/09/2024	4	4	100
8	22/10/2024	4	4	100
9	23/10/2024	4	4	100

10	24/10/2024	4	4	100
11	24/10/2024	4	4	100
12	20/11/2024	4	4	100
13	21/11/2024	7	7	100
14	22/11/2024	7	7	100
15	09/12/2024	7	7	100
16	10/12/2024	7	7	100
17	12/12/2024	7	7	100
18	30/12/2024	7	7	100
19	06/03/2025	7	7	100
20	07/03/2025	7	7	100

C COMMITTEE MEETINGS

Number of meetings held

5

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	22/11/2024	3	3	100
2	Audit Committee	27/12/2024	3	3	100
3	Nomination and Remuneration Committee	06/03/2025	3	3	100
4	Stakeholder Relationship Committee	06/03/2025	3	3	100
5	Corporate Social Responsibility Committee	06/03/2025	3	3	100

D ATTENDANCE OF DIRECTORS

S. N o	Name of the Director	Board Meetings	Committee Meetings	Whether attended AGM held on
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		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	30/09/2025 (Y/N/NA)
1	ARUN BHARDWAJ	20	20	100	3	3	100	Yes
2	TIRATH SINGH KHAIRA	20	20	100	1	1	100	Yes
3	RAJNISH SHARMA	20	20	100	1	1	100	Yes
4	RAVI DUTT	20	20	100	1	1	100	Yes
5	AMIT VIJAY KARIA	7	7	100	2	2	100	Yes
6	VAISHALI SRIVASTAVA	7	7	100	3	3	100	Yes
7	TEJAS PRALHAD KARHADKAR	7	7	100	4	4	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Arun Bhardwaj	Managing Director	3672000	0	0	0	3672000.00
2	Rajnish Sharma	Whole-time director	3671000	0	0	0	3671000.00
3	Ravi Dutt	Whole-time director	3671000	0	0	0	3671000.00
4	Tirath Singh	Whole-time director	4113000	0	0	0	4113000.00
	Total		15127000.00	0.00	0.00	0.00	15127000.00

B *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
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1	Rahul Sharma	CFO	1379000	0	0	0	1379000.00
2	Rajbir Sharma	Company Secretary	381000	0	0	0	381000.00
	Total		1760000.00	0.00	0.00	0.00	1760000.00

C *Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	Total		0.00	0.00	0.00	0.00	0.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

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XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

26

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder (2).xlsm

(b) Optional Attachment(s), if any

2 Smarten List of Shareholder
2025.pdf
Smarten MGT-8.pdf
Smarten MGT 7 - UDIN
generation.pdf

XV 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.

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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

SMARTEN POWER
SYSTEMS LIMITED

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ 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, Regional Director, Central

Government, the Tribunal , Court or other authorities within/beyond the prescribed time;

4 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 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;

5 closure of Register of Members / Security holders, as the case may be.

6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

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;

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

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;

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;

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;

To be digitally signed by

Name

Vinay Terse

Date (DD/MM/YYYY)

27/11/2025

Place

Mumbai

Whether associate or fellow:

☒ Associate

☐ Fellow

Certificate of practice number

7*0*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

06964929

*(b) Name of the Designated Person

ARUN BHARDWAJ

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* dated*
(DD/MM/YYYY) to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied 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.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*9*3*2*

***To be digitally signed by**

☐ Company Secretary ☒ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

Certificate of practice number

7*0*

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AB9304365

eForm filing date (DD/MM/YYYY)

27/11/2025

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

Vinay Shashikant Terse

Company Secretaries

Address- A- 1903, , Sky Flama Chs Ltd, Dosti Flamingos, T J Road, Sewree (W) Mumbai 400015

Email -Vinayt2008@gmail.com

Mobile-97730 00749

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 Smarten Power Systems Limited bearing CIN: U31401HR2014PLC052897 and having its registered office at 374, 1st Floor Pace City-2, Sector-37, Gurgaon, Haryana, India, 122001 ("the Company"), to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2025. 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 hereunder, along with Annexure A, that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately, subject to the following:

1. We have not verified the correctness, appropriateness and accuracy of financial records and the Books of Accounts of the Company. For the financial data in the Annual return, we have relied on the relevant audited Financial Statements of the Company, adopted by the members in the Annual General Meeting.
2. In respect of Serial No. XII of the MGT-7 pertaining to 'Penalty and Punishment - Details thereof, we have relied on the records of the Company and representations given by the Company and its officers.

B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made thereunder in respect of:

1. Its status under the Companies Act:

During the year under review, there was a change in the status of the Company from Private Limited to Public Limited, and the Company is an Unlisted Public Company, limited by shares.

2. Maintenance of registers/records & making entries therein within the time prescribed thereof;

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The Company has kept and maintained all registers as per the provisions of the Act and the Rules made thereunder, and all entries have been duly recorded.

- 3. 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/beyond the prescribed time;**

The Company has filed the forms and returns with the Registrar of Companies, through the portal provided by the Ministry of Corporate Affairs ("MCA"), www.mca.gov.in, within the prescribed/stipulated time and the rules made there under and during the year under review, the Company has inadvertently missed filing the forms within the due date, the same has been rectified by filing the forms with applicable additional fees.

However, the Company was not required to file any return or form with the National Company Law Tribunal, the Regional Director, Central Government or other authorities.

- 4. 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 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 duly signed;**

- 5. Closure of Register of Members / Security holders, as the case may be.**

During the year under review, the Company has not closed its register of members /security holders.

- 6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;**

The Company has not given any loans or corporate guarantees to any Directors or companies in which directors are interested, as mentioned in section 185 of the Companies Act, 2013. Hence question of its compliance does not arise.

- 7. Contracts/arrangements with related parties as specified in section 188 of the Act;**

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As per the representation received by the Management of the Company, the contracts/ arrangements with all the related parties were in the ordinary course of business and on arm's length basis as specified in the provisions of the 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.

(a) The Company has not received any request for Physical Transfer of shares/securities during the period 1st April 2024 to 31st March 2025, hence it was not required to issue security certificate(s)/Letter of Confirmation;

(b) During the year under review, the Company has issued 1,40,00,000 Equity Shares of face value of INR 10/- each (Indian Rupees Ten Only) aggregating to INR 1,40,00,000 as Bonus Equity Shares on 24th October, 2024, to the Eligible Shareholders of the Company;

(c) The Company has not bought back or redeemed any securities or altered or reduced its share capital or converted any shares;

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

There was no transaction necessitating the Company to keep in abeyance the right to dividend, rights shares and bonus shares pending registration of transfer of shares.

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;

a. The Company was not required to deposit any amount in a separate account as no dividend was declared during the year.

b. The Company was not required to post any dividend warrants, as no dividend was declared during the financial year.

c. There was no occasion for the Company to transfer any amount of unpaid/unclaimed dividend/ other amounts as applicable to Investor Education and Protection Fund in accordance with section 125 of the Act.

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- 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;**

The Audited Financial Statement of the Company was signed on June 7, 2025, and the Board's Report, which contains the matters specified under section 134 of the Companies Act, 2013, was approved & signed in the Board Meeting held on September 4, 2025.

- 12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;**

During the year under review the Company has made following changes in the Board of Directors:

Sr. No	Name of the Directors	Designation	DIN	Purpose	Date of Event
1	Tejas Pralhad Karhadkar	Independent Directors	10794684	Appointment	20/11/2024
2	Amit Vijay Karia	Independent Directors	06846654	Appointment	20/11/2024
3	Vaishali Srivastava	Independent Director	09633061	Appointment	20/11/2024
4	Arun Bhardwaj	Managing Director	06964929	Appointment	20/11/2024
5	Tirath Singh Khaira	Whole-time Director	07943524	Appointment	20/11/2024
6	Rajnish Sharma	Whole-time Director	06813014	Appointment	20/11/2024
7	Ravi Dutt	Whole-time Director	06813116	Appointment	20/11/2024
8	Tirath Singh Khaira	Chief Executive Officer	NA	Cessation	23/10/2024
9	Rajnish Sharma	Chief Executive Officer	NA	Appointment	20/11/2024
10	Rahul Sharma	Chief Financial Officer	NA	Appointment	20/11/2024

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11	Rajbir Sharma	Company Secretary	NA	Appointment	20/11/2024
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All directors have disclosed their nature of interest/ concern in Form MBP-1, and the same has been recorded at the Board meeting and minutes of the meeting, and the remuneration was paid in accordance with the regulations of the Company.

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

During the year under review, there was no such instance of appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act.

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;

During the year under review, there were no such instances/transactions where the approval was 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;

During the reporting period the Company has not accepted/renewed any Deposit.

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

- Borrowings from public financial institutions, banks, and others;
- The Company has created, modified and satisfied the charges during the period under review.
- The Company has not borrowed any funds from its members, Directors.

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17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;

During the year under review, there were no instances of granting loans, making investments or guarantee or providing security 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;

During the year under review, the Company has altered the capital clause of its Memorandum of Association, and the Company has adopted a new set of Articles of Association since the status of the Company was changed from Private Limited to Public Limited.

For Vinay Terse & Associates Company Secretaries

Vinay Shashikant Terse
Digitally signed by
Vinay Shashikant Terse
Date: 2025.11.27
15:38:52 +05'30'

CS Vinay Terse Proprietor

ACS No.: 21819, CP No.: 7903

UDIN: **A021819G002064860**

Peer Review Certificate No.: 6506/2025

Place: Mumbai

Date: November 27, 2025

Vinay Shashikant Terse

Company Secretaries

Address- A- 1903, , Sky Flama Chs Ltd, Dosti Flamingos, T J Road, Sewree (W) Mumbai
400015

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Mobile-97730 00749

ANNEXURE A TO FORM MGT-8

Our Certificate on the secretarial audit 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 our audit.

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 ascertain the compliances based on the information provided by the Company, any factual mismatch or non-disclosure of information shall be the responsibility of the Company. We believe that the process and practices we followed, provide a reasonable basis for our opinion.

The Compliance of the provisions of the Companies Act, 2013, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of records on test basis.

For Vinay Terse & Associates
Company Secretaries

Vinay

Shashikant Terse

Digitally signed by Vinay

Shashikant Terse

Date: 2025.11.27

15:39:24 +05'30'

CS Vinay Terse

Proprietor

ACS No.: 21819, CP No.: 7903

UDIN: **A021819G002064860**

Peer Review Certificate No.: 6506/2025

Place: Mumbai

Date: November 27, 2025

Sr. No.	Type of shareholder/ debenture holder	Category of shareholder	Details of shareholder/ debenture holder	Name of shareholder/ debenture holder	Type of security held	Class of security held	Folio Number / Reference Number	DP ID-Client ID/Account Number	Nationality/ Country of Incorporation	Gender	Type of Client/holder	Identification No.	Occupation	Number of security held	Nominal value per security	Total amount of securities held (in Rs.)
1	Individual	Promoter	Not applicable	ATUL BHOWANI	Equity	Equity Share	IN3020781071654	11011854	India	Male	Income Tax PAN	AATF801481	Business	3666110	10	3666110.00
2	Individual	Promoter	Not applicable	RANDEH SHARMA	Equity	Equity Share	IN202028101030203	11030310	India	Male	Income Tax PAN	BAWPS01081	Business	36661405	10	36661405.00
3	Individual	Promoter	Not applicable	RAVINDRIT	Equity	Equity Share	IN302028460351289	46351289	India	Male	Income Tax PAN	AUDPC086P	Business	36661405	10	36661405.00
4	Individual	Promoter	Not applicable	TIKATH SHROH KHANNA	Equity	Equity Share	IN30429595498032	52498032	India	Male	Income Tax PAN	AQPM191702	Business	2750475	10	27504750.00
5	Individual	Other than promoter	Not applicable	ANNE JEPNCANDRA KTHACH	Equity	Equity Share	IN30202760503115	76503115	India	Male	Income Tax PAN	ALPKE12595	Business	49995	10	499950.00
6	Individual	Other than promoter	Not applicable	ARVAK KHAN	Equity	Equity Share	IN30202885568034	8568034	India	Male	Income Tax PAN	DI-IPK515AA	Business	500103	10	500103.00
7	Individual	Other than promoter	Not applicable	CHINAG PARSAMANA REDDY	Equity	Equity Share	IN302023611488039	12488039	India	Male	Income Tax PAN	AMTHH13430	Business	19995	10	199950.00
8	Individual	Other than promoter	Not applicable	GARGAN NARAYAN	Equity	Equity Share	IN30204560801089	10801089	India	Male	Income Tax PAN	ATCPH4338P	Employment	12995	10	129950.00
9	Individual	Other than promoter	Not applicable	INDUPREET SINGH CHACHHA	Equity	Equity Share	IN302028248618205	48618205	India	Male	Income Tax PAN	ABAPC3080N	Business	500103	10	500103.00
10	Individual	Other than promoter	Not applicable	SHREYA GUPTA	Equity	Equity Share	IN304295954920501	92492051	India	Female	Income Tax PAN	CWQPC0929G	Business	19995	10	199950.00
11	Individual	Other than promoter	Not applicable	SIGNO HILAL SHAH	Equity	Equity Share	IN30204568702444	68702444	India	Female	Income Tax PAN	ADGPH82057	Business	19995	10	199950.00
12	Individual	Other than promoter	Not applicable	VINOD JFANBAR CHAUDHARI	Equity	Equity Share	IN300513508850278	83884578	India	Male	Income Tax PAN	AFQPC35537	Business	500103	10	500103.00
13	Individual	Other than promoter	Not applicable	CHANDRAVADAN DHAMJI SHAH	Equity	Equity Share	1.16169E+15	00079040	India	Male	Income Tax PAN	MAH198053N	Business	49005	10	490050.00
14	Individual	Other than promoter	Not applicable	KAUSHAL JYOTHI DASANI	Equity	Equity Share	1.20102E+15	00022320	India	Male	Income Tax PAN	ACBPC02648	Business	49995	10	499950.00
15	Individual	Other than promoter	Not applicable	HANISH MAHENDRA MODE	Equity	Equity Share	1.30205E+15	00104632	India	Male	Income Tax PAN	AFVPM221131	Business	30000	10	300000.00
16	Individual	Other than promoter	Not applicable	RAJEEV GARG	Equity	Equity Share	1.20394E+15	01103061	India	Male	Income Tax PAN	AHLPJ08125D	Business	500025	10	5000250.00
17	Individual	Other than promoter	Not applicable	UMI RAUKUNARP RAMAL	Equity	Equity Share	1.20968E+15	00968441	India	Female	Income Tax PAN	DI-IPK0600N	Employment	49952	10	499520.00
18	Individual	Other than promoter	Not applicable	SHRIMATI ATUL SHAH	Equity	Equity Share	1.20109E+15	21003046	India	Female	Income Tax PAN	IBPDS1388P	Employment	19962	10	199620.00
19	Individual	Other than promoter	Not applicable	MANISH RUPET S GILL	Equity	Equity Share	1.20310E+15	00041775	India	Male	Income Tax PAN	AAAH195030N	Business	500103	10	500103.00
20	Individual	Other than promoter	Not applicable	PRITHESH CHHEDA PUP	Equity	Equity Share	IN30021446171783	26717383	India	Not applicable	Income Tax PAN	AAQHP0R12E	Business	19995	10	199950.00
21	Individual	Other than promoter	Not applicable	TEJAS GANGADHAR PAUL HUF	Equity	Equity Share	IN30223680100092	80100092	India	Not applicable	Income Tax PAN	AADH182918	Business	19995	10	199950.00
22	Entity	Other than promoter	Body corporate (not mentioned above)	AEQBS WAREHOUSING SERVICES PRIVATE	Equity	Equity Share	1.20938E+15	00088137	India	Not applicable	Income Tax PAN	AACCA00176P	Business	49995	10	499950.00
23	Entity	Other than promoter	Body corporate (not mentioned above)	SNDAMANI INFRA PRIVATE LIMITED	Equity	Equity Share	1.20303E+15	01948676	India	Not applicable	Income Tax PAN	AACCS0034C	Business	49996	10	499960.00
24	Entity	Other than promoter	Body corporate (not mentioned above)	BAY CAPITAL PARTNERS PTE. LIMITED	Equity	Equity Share	IN303622202514777	10114777	India	Not applicable	Income Tax PAN	AANCB20911	Business	100005	10	1000050.00
25	Individual	Other than promoter	Body corporate (not mentioned above)	UMI RAUKUNARP RAMAL	Equity	Equity Share	17	300017	India	Female	Income Tax PAN	DI-IPK0600N	Employment	3333	10	33330.00
26	Individual	Other than promoter	Not applicable	SHRIMATI ATUL SHAH	Equity	Equity Share	9	300009	India	Female	Income Tax PAN	HBPDS0388P	Employment	1333	10	13330.00