

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)

L31506MH2008PLC179012

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	TRANSRAIL LIGHTING LIMITED	TRANSRAIL LIGHTING LIMITED
Registered office address	501 A,B,C,E Fortune 2000, Block G Bandra Kurla Complex, Bandra East,NA,Mumbai,Maharashtra,India,400051	501 A,B,C,E Fortune 2000, Block G Bandra Kurla Complex, Bandra East,NA,Mumbai,Maharashtra,India,400051
Latitude details	19.06237	19.06237
Longitude details	72.85986	72.85986

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

Fortune 2000.jpeg

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

AA*****5G

(c) *e-mail ID of the company

*****ansraillighting.com

(d) *Telephone number with STD code

91*****00

(e) Website	<div style="border: 1px solid black; padding: 2px;">www.transrail.in</div>									
iv *Date of Incorporation (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">18/02/2008</div>									
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	<div style="border: 1px solid black; padding: 2px;">Public company</div>									
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	<div style="border: 1px solid black; padding: 2px;">Company limited by shares</div>									
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	<div style="border: 1px solid black; padding: 2px;">Indian Non-Government company</div>									
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes <input type="radio"/> No									
(b) Details of stock exchanges where shares are listed										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)	2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
S. No.	Stock Exchange Name	Code								
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
viii Number of Registrar and Transfer Agent	<div style="border: 1px solid black; padding: 2px;">1</div>									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 20%;">Name of the Registrar and Transfer Agent</th> <th style="width: 30%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 30%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U67190MH1999PTC118368</td> <td style="text-align: center;">MUFG INTIME INDIA PRIVATE LIMITED</td> <td>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083</td> <td style="text-align: center;">INR000004058</td> </tr> </tbody> </table>		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	U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058	
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							
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058							
ix * (a) Whether Annual General Meeting (AGM) held	<input type="radio"/> Yes <input checked="" type="radio"/> No									
(b) If yes, date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; height: 20px;"></div>									
(c) Due date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">30/09/2025</div>									
(d) Whether any extension for AGM granted	<input type="radio"/> Yes <input checked="" type="radio"/> 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

The Annual General Meeting is scheduled on 23rd September, 2025.

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	F	Construction	42	Civil Engineering	100

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

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

6

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		16598	Transrail International FZE	Subsidiary	100
2		1494907	Transrail Lighting Nigeria Limited	Subsidiary	100
3		1289048-P	Transrail Lighting Malaysia SDN. BHD.	Subsidiary	100
4		20186943405	Transrail Structures America INC	Subsidiary	100
5	U72200MH1989PTC054330		AJANMA HOLDINGS PRIVATE LIMITED	Holding	69.91
6		1359475	Transrail Contracting L.L.C	Subsidiary	100

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	175000000.00	134256025.00	134256025.00	134256025.00
Total amount of equity shares (in rupees)	350000000.00	268512050.00	268512050.00	268512050.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
1				
Number of equity shares	175000000	134256025	134256025	134256025
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	350000000.00	268512050.00	268512050	268512050

(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	123963710	123963710.00	247927420	247927420	
Increase during the year	1.00	10292314.00	10292315.00	20584630.00	20584630.00	4479414414.00
i Public Issues	1	9259257	9259258.00	18518516	18518516	3981480940
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	1033057	1033057.00	2066114	2066114	497933474
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 others	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	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify <div>others</div>	0	0	0.00		0	
At the end of the year	1.00	134256024.00	134256025.00	268512050.00	268512050.00	
(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
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 <div>others</div>	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 <div>others</div>	0	0	0.00		0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	0.00

ISIN of the equity shares of the company

INE454P01035

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

1

Attachments:

1. Details of shares/Debentures Transfers

Transfer Details.xlsm

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

53556358143

ii * Net worth of the Company

18541790840

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	1618540	1.21	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)	93859944	69.91	0	0.00
10	Others <div></div>	0	0.00	0	0.00
	Total	95478484.00	71.12	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	15026207	11.19	0	0.00
	(ii) Non-resident Indian (NRI)	354904	0.26	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	465612	0.35	0	0.00
4	Banks	5521450	4.11	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	814436	0.61	0	0.00
7	Mutual funds	3371964	2.51	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	3672435	2.74	0	0.00
10	Others	9550533	7.11	0	0.00
	Others				
	Total	38777541.00	28.88	0.00	0

Total number of shareholders (other than promoters)

131065

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

131069.00

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

Sl.No	Category	
1	Individual - Female	31381
2	Individual - Male	65238
3	Individual - Transgender	0
4	Other than individuals	34450
	Total	131069.00

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

11

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
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VARANIUM INDIA OPPORTUNITY LTD	SBI SG GLOBAL SECURITIES SERVICE P L JEEVAN SEVA ANNEXE BUILDING, A WING GR FLOOR, S.V. ROAD, SANTACRUZ W MUMBAI	15/05/2015	India	104159	0.08
BNP PARIBAS FINANCIAL MARKETS	BNP PARIBAS, CUSTODY OPERATIONS BNP PARIBAS HOUSE, 6TH FLOOR 1 NORTH AVENUE, MAKER MAXITY BKC, BANDRA EAST, MUMBAI	27/06/2014	India	120	0.01
BNP PARIBAS FINANCIAL MARKETS - ODI	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST MUMBAI	27/09/2016	India	80546	0.06
CITRUS GLOBAL ARBITRAGE FUND	C/O ANEX MANAGEMENT SERVICES LIMITED 8TH FLOOR EBENE TOWER 52 CYBERCITY EBENE PORT LOUIS MAURITIUS 72201	01/08/2016	Mauritius	329851	0.23
MACKENZIE EMERGING MARKETS SMALL CAP MASTER FUND (CAYMAN) LP	CITIBANK N.A. CUSTODY SERVICES, FIFC- 9TH FLOOR, G BLOCK, PLOT C-54 AND C-55, BKC, BANDRA - EAST, MUMBAI	29/08/2015	India	46618	0.03
INDIA OPPORTUNITIES GROWTH FUND LTD - PINEWOOD STRATEGY	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23- 25 MAHATMA GANDHI ROAD FORT, MUMBAI	25/11/2017	India	3465	0.01
CITADEL SECURITIES SINGAPORE PTE. LIMITED	JP Morgan Chase Bank N.A, India Sub Custody 9th Floor, Tower A Block 9, NKP, Western Express Highway, Goregaon E.	06/12/2016	India	1277	0.01
COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway, Goregaon E.	30/11/2014	India	77805	0.05
QUADRATURE CAPITAL VECTOR SP LIMITED	JP Morgan Chase Bank N.A, India Sub Custody 9th Floor, Tower A Block 9, NKP, Western Express Highway, Goregaon E.	19/07/2017	India	149099	0.11

CITRINE FUND LIMITED	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	30/09/2016	India	5000	0.01
MACKENZIE EMERGING MARKETS SMALL CAP FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	29/10/2015	India	16496	0.01

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	3	4
Members (other than promoters)	19	131065
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	1	1	1	1	0	0
B Non-Promoter	1	6	1	6	0.00	0.01
i Non-Independent	1	1	1	1	0	0
ii Independent	0	5	0	5	0	0.01
C Nominee Directors representing	0	1	0	1	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	1	0	1	0	0
Total	2	8	2	8	0.00	0.01

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

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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)
SRIKANT CHATURVEDI	00651133	Director	0	
RAVITA NIRMAL PUNWANI	08990767	Director	1156	
SANJAY KUMAR VERMA	08235643	Director	50000	
RANDEEP NARANG	07269818	Managing Director	0	
RANDEEP NARANG	AAEPN9669C	CEO	0	
DIGAMBAR CHUNNILAL BAGDE	00122564	Whole-time director	1548540	
VITA JALAJ DANI	00032396	Nominee Director	0	
ASHISH GUPTA	07998166	Director	1156	
DILAWAR SINGH	08216047	Director	442	
GANDHALI ANANT UPADHYE	AAOPU5946M	Company Secretary	0	23/05/2025
DEEPAK KHANDELWAL	ABKPK6449A	CFO	0	
VINOD KUMAR DASARI	00345657	Director	0	
RANJIT RAGHUNATH JATAR	01526405	Director	0	

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

2

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)
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AJIT PRATAP SINGH	ALEPS8168A	CFO	08/03/2025	Cessation
DEEPAK KHANDELWAL	ABKPK6449A	CFO	08/03/2025	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

2

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
Annual General Meeting	01/07/2024	21	10	96.74
Extraordinary General Meeting	06/09/2024	30	18	95.11

B BOARD MEETINGS

*Number of meetings held

10

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	24/05/2024	10	9	90
2	04/09/2024	10	10	100
3	09/09/2024	10	10	100
4	18/09/2024	10	9	90
5	10/12/2024	10	10	100
6	14/12/2024	10	10	100
7	23/12/2024	10	9	90
8	15/01/2025	10	10	100

9	10/02/2025	10	8	80
10	07/03/2025	10	10	100

C COMMITTEE MEETINGS

Number of meetings held

16

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	24/05/2024	3	3	100
2	Audit Committee	18/09/2024	3	3	100
3	Audit Committee	15/01/2025	3	3	100
4	Audit Committee	04/02/2025	3	3	100
5	Audit Committee	10/02/2025	3	3	100
6	Nomination and Remuneration Committee	15/05/2024	3	3	100
7	Nomination and Remuneration Committee	09/09/2024	3	3	100
8	Corporate Social Responsibility Committee	22/05/2024	3	3	100
9	Corporate Social Responsibility Committee	24/05/2024	4	3	75
10	Stakeholder Relationship Committee	25/02/2025	4	4	100
11	Risk Management Committee	21/05/2024	3	2	66.67
12	Risk Management Committee	15/11/2024	3	3	100
13	IPO Committee	19/09/2024	4	3	75
14	IPO Committee	06/11/2024	4	4	100
15	IPO Committee	18/12/2024	4	3	75
16	IPO Committee	25/12/2024	4	4	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		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	<div></div> (Y/N/NA)
1	VITA JALAJ DANI	10	8	80	5	4	80	
2	DIGAMBAR CHUNNILAL BAGDE	10	10	100	4	4	100	
3	VINOD KUMAR DASARI	10	10	100	2	2	100	
4	RANJIT RAGHUNATH JATAR	10	9	90	6	6	100	
5	ASHISH GUPTA	10	10	100	7	7	100	
6	DILAWAR SINGH	10	10	100	0	0	0	
7	RAVITA NIRMAL PUNWANI	10	10	100	5	5	100	
8	SRIKANT CHATURVEDI	10	10	100	16	15	93	
9	SANJAY KUMAR VERMA	10	8	80	0	0	0	
10	RANDEEP NARANG	10	10	100	7	7	100	

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

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	RANDEEP NARANG	Managing Director	29717437	0	40000	8320000	38077437.00
2	DIGAMBAR CHUNNILAL BAGDE	Whole-time director	43290600	0	0	27000000	70290600.00
	Total		73008037.00	0.00	40000.00	35320000.00	108368037.00

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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Deepak Khandelwal	CFO	535935	0	0	0	535935.00
2	Ajit Pratap Singh	CFO	10549768	0	0	0	10549768.00
3	GANDHALI ANANT UPADHYE	Company Secretary	3729553	0	0	0	3729553.00
	Total		14815256.00	0.00	0.00	0.00	14815256.00

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

8

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SANJAY KUMAR VERMA	Director	0	1000000	0	245000	1245000.00
2	SRIKANT CHATURVEDI	Director	0	1000000	0	535000	1535000.00
3	VITA JALAJ DANI	Nominee Director	0	1000000	0	280000	1280000.00
4	RAVITA NIRMAL PUNWANI	Director	0	1000000	0	455000	1455000.00
5	VINOD KUMAR DASARI	Director	0	1000000	0	395000	1395000.00
6	RANJIT RAGHUNATH JATAR	Director	0	1000000	0	440000	1440000.00
7	ASHISH GUPTA	Director	0	1000000	0	495000	1495000.00
8	DILAWAR SINGH	Director	0	1000000	0	355000	1355000.00
	Total		0.00	8000000.00	0.00	3200000.00	11200000.00

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

1

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
1.TRANSRAIL LIGHTING LIMITED 2. Shri Randeep Narang, Managing Director 3. Shri Digambar Bagde, Executive Chairman (whole time director)4.Shri Sanjay Kumar Verma	ROC, Mumbai	29/10/2024	Order for Penalty under Section 454(3) r/w Section 42(10) r/w Rule 14(5) of The Companies (Prospectus and Allotment of Securities) Rules, 2014	Total penalty payable: Rs. 50,01,172/-	Final order received, no Appeal preferred

B *DETAILS OF COMPOUNDING OF OFFENCES

☐ Nil

1

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)
1.TRANSRAIL LIGHTING LIMITED 2. Shri Randeep Narang, Managing Director 3. Shri Digambar Bagde, Executive Chairman (whole time director)4.Shri Sanjay Kumar Verma	ROC, Mumbai	29/10/2024	Order for Penalty under Section 454(3) r/w Section 42(10) r/w Rule 14(5) of The Companies (Prospectus and Allotment of Securities) Rules, 2014	Penalty under Section 454(3) r/w Section 42(10) r/w Rule 14(5) of The Companies (Prospectus and Allotment of Securities) Rules, 2014	5001172

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

131069

XIV Attachments

(a) List of share holders, debenture holders

Trans_Details of Shareholder or
Debenture holder.xlsm

(b) Optional Attachment(s), if any

MGT-8_Tranrail Lighting_2024-25.pdf
clarification letter for FII.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 **TRANSRAIL LIGHTING 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

VISHAL LOCHAN AGGARWAL

Date (DD/MM/YYYY)

02/09/2025

Place

DELHI

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

7*2*

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

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

ADGPV3474N

*(b) Name of the Designated Person

MONICA TANAY GANDHI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 29 dated* (DD/MM/YYYY) 23/05/2025 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*1*2*6*

*To be digitally signed by

☒ Company Secretary ☐ Company secretary in practice

*Whether associate or fellow:

☒ Associate ☐ Fellow

Membership number

1*4*7

Certificate of practice number

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)

AB6363860

eForm filing date (DD/MM/YYYY)

03/09/2025

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