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]

सत्यमेव जयते

Form language
(•) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

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) — 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY) — 31/03/2026

(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 — 1.Registered Office pics.pdf

(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 | www.transrail.in

iv *Date of Incorporation (DD/MM/YYYY) | 18/02/2008

v (a) *Class of Company (as on the financial year end date) | Public company
(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) | Company limited by shares
(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) | Indian Non-Government company
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign 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	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 | 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
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 ○ Yes ◉ No

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

(c) Due date of AGM (DD/MM/YYYY) | 30/09/2026

(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

The meeting is scheduled to be held on 28 September 2026.

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 3

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	13.45
2	F	Construction	42	Civil Engineering	61.5
3	C	Manufacturing	25	Manufacture of fabricated metal products, except machinery and equipment	25.05

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/Joint Venture	% of shares held
1		1494907	Transrail Lighting Nigeria Limited	Subsidiary	100.00
2		1289048-P	Transrail Lighting Malaysia SDN. BHD.	Subsidiary	100.00
3		20186943405	Transrail Structures America INC	Subsidiary	100.00

4	U72200MH1989PTC054330		AJANMA HOLDINGS PRIVATE LIMITED	Holding	69.91
5		16598	Transrail International FZE	Subsidiary	100.00
6		1359475	Transrail Trading L.L.C	Subsidiary	100.00

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 1	**Authorised Capital**	**Issued capital**	**Subscribed Capital**	**Paid Up capital**
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	268512050	268512050	268512050

(b) Preference share capital

Particulars	**Authorised Capital**	**Issued capital**	**Subscribed capital**	**Paid Up capital**
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes: 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	1	134256024	134256025.00	268512050	268512050	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
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	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify 0	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 0	0	0	0.00	0	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 0	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 0	0	0	0.00	0	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

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 69286956366

ii * Net worth of the Company 22701258321

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	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	21945909	16.35	0	0.00
	(ii) Non-resident Indian (NRI)	265230	0.20	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	456634	0.34	0	0.00
4	Banks	4322033	3.22	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	2905815	2.16	0	0.00
7	Mutual funds	1010529	0.75	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	246267	0.18	0	0.00
10	Others 0	7625124	5.68		
	Total	38777541.00	28.88	0.00	0

Total number of shareholders (other than promoters) 160754

Total number of shareholders (Promoters + Public/Other than promoters) 160758.00

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

Sl.No	**Category**	
1	Individual - Female	38477
2	Individual - Male	77226
3	Individual - Transgender	0
4	Other than individuals	45055
	Total	160758.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company | 1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Refer Annexure 1 Details of FII & Clarification for FII	Refer Annexure 1 Details of FII & Clarification for FII	01/04/2026	India	2905815	2.16

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)	131065	160754
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	0.67	0.04
B Non-Promoter	1	6	3	9	0.13	0.00
i Non-Independent	1	1	3	2	0.13	0
ii Independent	0	5	0	7	0	0
C Nominee Directors representing	0	1	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	1	0	0	0	0
Total	2	8	4	10	0.80	0.04

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 17

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)**
DIGAMBAR CHUNNILAL BAGDE	00122564	Whole-time director	898540	
RANDEEP NARANG	07269818	Managing Director	0	
RANDEEP NARANG	AAEPN9669C	CEO	0	
SANJAY KUMAR VERMA	08235643	Director	50000	
RAMAN RAJAGOPALAN	11210732	Whole-time director	5	
SURYANARAYANA DHULIPALA	07304786	Whole-time director	176456	
SRIKANT CHATURVEDI	00651133	Director	0	
RAVITA NIRMAL PUNWANI	08990767	Director	1156	
INDU SHEKHAR JHA	00015615	Director	0	
VINOD KUMAR DASARI	00345657	Director	0	
RANJIT RAGHUNATH JATAR	01526405	Director	0	
ASHISH GUPTA	07998166	Director	1156	
DILAWAR SINGH	08216047	Director	442	
DHARMENDRA SINGH GANGWAR	08299862	Director	0	
RAJEEV KUMAR JAIN	07905985	Director	0	
MONICA TANAY GANDHI	ADGPV3474N	Company Secretary	50	
DEEPAK KHANDELWAL	ABKPK6449A	CFO	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 10

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)
INDU SHEKHAR JHA	00015615	Director	23/05/2025	Appointment
GANDHALI ANANT UPADHYE	AAOPU5946M	Company Secretary	23/05/2025	Cessation
MONICA TANAY GANDHI	ADGPV3474N	Company Secretary	24/05/2025	Appointment
INDU SHEKHAR JHA	00015615	Director	09/06/2025	Change in designation
SURYANARAYANA DHULIPALA	07304786	Whole-time director	05/08/2025	Appointment
DHARMENDRA SINGH GANGWAR	08299862	Director	05/08/2025	Appointment
RAMAN RAJAGOPALAN	11210732	Whole-time director	05/08/2025	Appointment
VITA JALAJ DANI	00032396	Nominee Director	10/11/2025	Cessation
RAJEEV KUMAR JAIN	07905985	Director	02/02/2026	Appointment
INDU SHEKHAR JHA	00015615	Director	02/02/2026	Change in designation

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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 1

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	23/09/2025	150096	59	70.08

B BOARD MEETINGS

*Number of meetings held 4

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	23/05/2025	11	11	100
2	05/08/2025	11	10	90.91
3	11/11/2025	13	12	92.31
4	02/02/2026	14	14	100

C COMMITTEE MEETINGS

Number of meetings held: 19

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 meetings	05/05/2025	3	3	100
2	Audit Committee meetings	23/05/2025	3	3	100
3	Audit Committee meetings	04/08/2025	3	3	100
4	Audit Committee meetings	11/11/2025	3	3	100
5	Audit Committee meetings	02/02/2026	3	3	100
6	Nomination and Remuneration Committee Meeting	22/05/2025	3	3	100
7	Nomination and Remuneration Committee Meeting	04/07/2025	3	3	100
8	Nomination and Remuneration Committee Meeting	25/07/2025	3	3	100
9	Nomination and Remuneration Committee Meeting	05/08/2025	3	3	100

10	Nomination and Remuneration Committee Meeting	02/02/2026	3	3	100
11	Corporate Social Responsibility Committee	22/05/2025	4	4	100
12	Corporate Social Responsibility Committee	04/08/2025	4	4	100
13	Corporate Social Responsibility Committee	02/02/2026	4	4	100
14	Risk Management Committee Meeting	21/05/2025	3	3	100
15	Risk Management Committee Meeting	05/08/2025	3	3	100
16	Risk Management Committee Meeting	10/11/2025	3	3	100
17	Risk Management Committee Meeting	29/01/2026	3	3	100
18	Stakeholder Relationship Committee Meeting	22/05/2025	4	4	100
19	Stakeholder Relationship Committee Meeting	10/11/2025	3	3	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**	(Y/N/NA)
1	SURYANARAYANA DHULIPALA	3	3	100	0	0	0	
2	SRIKANT CHATURVEDI	4	4	100	17	17	100	
3	RAVITA NIRMAL PUNWANI	4	4	100	10	10	100	
4	INDU SHEKHAR JHA	4	4	100	0	0	0	
5	VINOD KUMAR DASARI	4	4	100	5	5	100	
6	RANJIT RAGHUNATH JATAR	4	4	100	10	10	100	

7	ASHISH GUPTA	4	4	100	9	9	100	
8	DILAWAR SINGH	4	4	100	1	1	100	
9	DHARMENDRA SINGH GANGWAR	2	1	50	1	1	100	
10	DIGAMBAR CHUNNILAL BAGDE	4	4	100	0	0	0	
11	RANDEEP NARANG	4	4	100	5	5	100	
12	SANJAY KUMAR VERMA	4	4	100	0	0	0	
13	RAMAN RAJAGOPALAN	3	3	100	0	0	0	
14	RAJEEV KUMAR JAIN	1	1	100	0	0	0	

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	RANDEEP NARANG	Managing Director	39001209	8100000		1940160	49041369.00
2	RAMAN RAJAGOPALAN	Whole-time director	16840772	3300000		32400	20173172.00
3	SURYANARAYANA DHULIPALA	Whole-time director	17415594	3080000		32400	20527994.00
4	DIGAMBAR CHUNNILAL BAGDE	Whole-time director	39738295	20000000		39600	59777895.00
	Total		112995870.00	34480000.00	0.00	2044560.00	149520430.00

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	GANDHALI UPADHYE	Company Secretary	553493			91935	645428.00
2	DEEPAK KHANDELWAL	CFO	7860285			32400	7892685.00

3	MONICA TANAY GANDHI	Company Secretary	3349141				3349141.00
	Total		11762919.00	0.00	0.00	124335.00	11887254.00

C *Number of other directors whose remuneration details to be entered: 11

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SANJAY KUMAR VERMA	Director	0	20000000		200000	20200000.00
2	SRIKANT CHATURVEDI	Director	0	1200000		650000	1850000.00
3	VITA JALAJ DANI	Nominee Director	0			100000	100000.00
4	RAVITA NIRMAL PUNWANI	Director	0	1200000		500000	1700000.00
5	VINOD KUMAR DASARI	Director	0	1200000		370000	1570000.00
6	RANJIT RAGHUNATH JATAR	Director	0	1200000		530000	1730000.00
7	ASHISH GUPTA	Director	0	1200000		470000	1670000.00
8	DILAWAR SINGH	Director	0	1200000		290000	1490000.00
9	INDU SHEKHAR JHA	Director	0	1029042		290000	1319042.00
10	DHARMENDRA SINGH GANGWAR	Director	0	785754		110000	895754.00
11	RAJEEV KUMAR JAIN	Director	0	190685		80000	270685.00
	Total		0.00	29205481.00	0.00	3590000.00	32795481.00

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)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder: 160758

XIV Attachments

(a) List of share holders, debenture holders: TRANS_Details of Shareholder or Debenture holder.xlsm

(b) Optional Attachment(s), if any:

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) 31/03/2026

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): 13/07/2026

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

*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): AC4572708

eForm filing date (DD/MM/YYYY): 16/07/2026

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