

FORM NO. MGT-7

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



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L50210PB1985PLC006473

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCS2990N

(ii) (a) Name of the company

SWARAJ ENGINES LTD

(b) Registered office address

PHASE IV, INDUSTRIAL AREA,
S.A.S. NAGAR (MOHALI)
PUNJAB - 160055
India

(c) *e-mail ID of the company

kapila.rajesh@mahindraswaraj

(d) *Telephone number with STD code

01722271620

(e) Website

www.swarajenterprise.com

(iii) Date of Incorporation

24/09/1985

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS
1ST FLOOR

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

Yes No

(f) Specify the reasons for not holding the same

AGM will be held on 18th July, 2024

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*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	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	100

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

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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MAHINDRA AND MAHINDRA L	L65990MH1945PLC004558	Holding	52.12

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	25,000,000	12,147,255	12,147,255	12,147,255
Total amount of equity shares (in Rupees)	250,000,000	121,472,550	121,472,550	121,472,550

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	25,000,000	12,147,255	12,147,255	12,147,255
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	250,000,000	121,472,550	121,472,550	121,472,550

(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)	0	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	47,726	12,098,190	12145916	121,459,160	121,459,160	
Increase during the year	0	11,342	11342	113,420	113,420	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	1,339	1339	13,390	13,390	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	10,003	10003	100,030	100,030	0
Dematerialisation						
Decrease during the year	10,003	0	10003	100,030	100,030	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	10,003	0	10003	100,030	100,030	
Dematerialisation						
At the end of the year	37,723	12,109,532	12147255	121,472,550	121,472,550	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify				0	0	
0						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify				0	0	
0						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE277A01016

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

0

Class of shares		(i)	(ii)	(iii)
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

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debtentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debtentures	0	0	0
Partly convertible debtentures	0	0	0
Fully convertible debtentures	0	0	0
Total			0

Details of debtentures

Class of debtentures	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 debtentures	0	0	0	0
Partly convertible debtentures	0	0	0	0
Fully convertible debtentures	0	0	0	0

(v) Securities (other than shares and debtentures)

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

141,923.93

(ii) Net worth of the Company

36,856.57

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	6,331,141	52.12	0	
10.	Others	0	0	0	
	Total	6,331,141	52.12	0	0

Total number of shareholders (promoters)

1

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,625,194	29.84	0	
	(ii) Non-resident Indian (NRI)	267,405	2.2	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	9,290	0.08	0	

4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	309,619	2.55	0	
7.	Mutual funds	1,139,196	9.38	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	336,348	2.77	0	
10.	Others Alternate Investment Fund, +	129,062	1.06	0	
	Total	5,816,114	47.88	0	0

Total number of shareholders (other than promoters) 27,145

**Total number of shareholders (Promoters+Public/
Other than promoters)** 27,146

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company 64

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACADIAN EMERGING I +	DEUTSCHE BANK AG, DB HOUSE H +			1,299	
ACADIAN EMERGING I +	DEUTSCHE BANK AG, DB HOUSE, H +			3,926	
ACADIAN EMERGING I +	DEUTSCHE BANK AG, DB HOUSE H +			2,258	
ACADIAN EMERGING I +	DEUTSCHE BANK AG, DB HOUSE H +			3,432	
ACADIAN EMERGING I +	DEUTSCHE BANK AG, DB HOUSE H +			12,477	
ACADIAN NON-US ALI +	DEUTSCHE BANK AG, DB HOUSE H +			2,066	
ACADIAN SUSTAINAB +	DEUTSCHE BANK AG, DB HOUSE H +			2,148	
ALASKA PERMANENT +	STANDARD CHARTERED BANK SEC +			1,813	
AMERICAN CENTURY I +	DEUTSCHE BANK AG, DB HOUSE, H +			1,157	
BNP PARIBAS FINANC +	BNP PARIBAS HOUSE 1 NORTH AV +			587	
BOARD OF PENSIONS +	DEUTSCHE BANK AG, DB HOUSE H +			1,165	
BUMA-UNIVERSAL-FO +	JP Morgan Chase Bank N.A, INDIA +			5,599	
CC & L Q GROUP GLO +	DEUTSCHE BANK AG, DB HOUSE H +			3,473	

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CC&L Q GLOBAL EQU	DEUTSCHE BANK AG, DB HOUSE H			3,685	
CC&L Q EMERGING M	STANDARD CHARTERED BANK SEC			300	
CC&L Q EMERGING M	CITIBANK N.A. CUSTODY SERVICES			497	
CC&L Q EMERGING M	HSBC SECURITIES SERVICES 11TH F			1,423	
CC&L Q GLOBAL SMAI	STANDARD CHARTERED BANK SEC			566	
CC&L Q INTERNATIONAL	STANDARD CHARTERED BANK SEC			24	
CITY OF NEW YORK GF	HSBC SECURITIES SERVICES 11TH F			2,924	
COLONIAL FIRST STAT	STANDARD CHARTERED BANK Sec			1,484	
COPHALL MAURITIUS	JP Morgan Chase Bank N.A, INDIA			14,102	
DFA AUSTRALIA LIMIT	CITIBANK N.A. CUSTODY SERVICES			366	
DFA INTERNATIONAL	STANDARD CHARTERED BANK SEC			535	
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			739	

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	27,468	27,145
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	3	1	3	0	0
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0

(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & 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	1	7	1	7	0	0

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

11

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAJESH JEJURIKAR	00046823	Director	0	
DILEEP C. CHOKSI	00016322	Director	0	
S. NAGARAJAN	03060429	Director	0	
NIKHILESH PANCHAL	00041080	Director	0	
SMITA MANKAD	02009838	Director	0	
HARISH CHAVAN	06890989	Director	0	
PUNEET RENJHEN	09498488	Director	0	
GIJU KURIAN	09629029	Whole-time director	549	
GIJU KURIAN	AKXPK6584A	CEO	549	
MAHESH GUPTA	AATPG4827A	CFO	1	
RAJESH K. KAPILA	ABAPK1126C	Company Secretar	0	

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

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
SMITA MANKAD	02009838	Additional director	01/08/2023	Appointment
SMITA MANKAD	02009838	Director	23/09/2023	Change in Designation
NEERA SAGGI	00501029	Director	01/10/2023	Cessation

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

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	28/07/2023	28,600	58	54

B. BOARD MEETINGS

*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/04/2023	8	8	100
2	28/07/2023	8	8	100
3	25/10/2023	8	7	87.5
4	25/01/2024	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	27/04/2023	5	5	100
2	AUDIT COMM	28/07/2023	5	5	100
3	AUDIT COMM	25/10/2023	5	4	80

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
4	AUDIT COMM +	25/01/2024	5	4	80
5	STAKEHOLDE +	28/07/2023	3	3	100
6	STAKEHOLDE +	25/10/2023	3	3	100
7	STAKEHOLDE +	25/01/2024	3	3	100
8	NOMINATION +	27/04/2023	3	3	100
9	NOMINATION +	28/07/2023	3	3	100
10	NOMINATION +	25/10/2023	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	
1	RAJESH JEJL	4	4	100	3	3	100	
2	DILEEP C. CH	4	4	100	10	10	100	
3	S. NAGARAJA	4	4	100	9	9	100	
4	NIKHILESH P.	4	3	75	6	5	83.33	
5	SMITA MANK	2	2	100	3	3	100	
6	HARISH CHA'	4	4	100	8	8	100	
7	PUNEET REN	4	3	75	4	3	75	
8	GIJU KURIAN	4	4	100	8	8	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GIJU KURIAN	WHOLE TIME D +	138.28	0	12.03	3.31	153.62
	Total		138.28	0	12.03	3.31	153.62

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
1	MAHESH GUPTA	CFO	54.51	0	0	1.6	56.11
2	RAJESH K. KAPILA +	COMPANY SEC +	11.88	0	0	0.39	12.27
	Total		66.39	0	0	1.99	68.38

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DILEEP C. CHOKS +	Director	0	7	0	4.4	11.4
2	S. NAGARAJAN	Director	0	7	0	4.7	11.7
3	NIKHILESH PANCH +	Director	0	7	0	3	10
4	SMITA MANKAD	Director	0	4.67	0	1.9	6.57
5	NEERA SAGGI	Director	0	3.5	0	2.2	5.7
	Total		0	29.17	0	16.2	45.37

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	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	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. 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.

Name

AJAY K. ARORA

Whether associate or fellow

Associate Fellow

Certificate of practice number

993

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 all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 156.6 dated 17/03/2020

(DD/MM/YYYY) to sign this form and declare that all the requirements of the 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.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

09629029

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

-
-
-
-

List of attachments

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

AJAY K. ARORA
LL.B., FCS, IP

Draft

GST : 04ADSPA8498H1Z3

A. ARORA & CO.

Company Secretaries

*&
Insolvency Professional*

S.C.O. 64-65, 1ST FLOOR,
SECTOR 17-A, MADHYA MARG,
CHANDIGARH-160 017
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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

I have examined the registers, records, books, and papers of **SWARAJ ENGINES LIMITED** (the Company) as required to be maintained under the Companies Act, 2013 ('the Act') and the rules made thereunder for the financial year ended on 31st March, 2024. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I 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 thereof;
 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies within the prescribed time ;
 4. calling/convening/holding meetings of Board of directors or its committees, 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, have been properly recorded in the Minute Books/registers maintained for the purpose and the same have been signed ;
 5. closure of register of members,
 6. advances/ loans to its directors and/or persons or firms or companies referred in section 185 of the Act : Not Applicable, as no such loans or advances given during the financial year.
 7. contracts/arrangements with related parties as specified in section 188 of the Act ;

8. allotment of securities pursuant to exercise of stock options by the employees; transfer of securities, and transmission of securities and issuance of security certificates in such instances; However, there were no instances of Buy Back of securities, alteration of share capital / conversion of shares during the financial year.
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: Not Applicable, as no rights of shareholders kept in abeyance during the financial year.
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 statements as per the provisions of section 134 of the Act and report of directors as per sub - sections (3), (4) and (5) thereof ;
12. constitution/appointment/re-appointments/retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them ;
13. reappointment of auditors as per the provisions of section 139 of the Act;
14. approvals required to be taken from the Registrar, and such other relevant authorities under the various provisions of the Act ;
15. acceptance/ renewal/ repayment of deposits: Not Applicable, as the company has neither accepted nor renewed any deposits during the year.
16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable: Applicable only to the extent of availment of working capital related facilities from banks, however, there were no such instances of borrowings from its directors, members, public institutions and others during the year under review.
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: Not Applicable, as the company has not extended any loan, given guarantee, provided security or made investments under the ambit of Section 186.
18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company: Not applicable as there were no such instances during the year under review.

Place: Chandigarh

Date:

UDIN:

Signature:.....

Name of the PCS: Ajay K. Arora

C. P No.: 993

Peer Review Cert No. 2120/2022

Swaraj Engines Limited

Notes related to Form MGT-7 (2023-24)

Point No. - I.VI (a) Details of stock exchanges where shares are listed

Code of BSE Limited be read as A1.

Code of National Stock Exchange of India Limited be read as A1024.

Point No. - II. Principal Business Activities of the Company

The Company is primarily into the business of manufacturing diesel engines, diesel engine components and spare parts.

Point No. - III. Particulars of Holding Companies

Swaraj Engines Limited (SEL) is a Subsidiary Company of Mahindra & Mahindra Limited (M&M) (CIN L65990MH1945PLC004558) as M&M is holding 52.12% equity shares of SEL.

SEL does not hold any shares of M&M.

Point No. – VI (a) & (b). Shareholding Pattern – Promoter & Public/Other than promoters

Shareholding is consolidated on Permanent Account Number (PAN) of the shareholder.

Point No. – VI(c). Details of Foreign Institutional Investors' (FIIs) holding shares of the company

Details of foreign institutions investors holding shares of the company along with % of shares held is available at Annexure – 1 attached herewith.

Point No. – VIII(A). Composition of Board of Directors

Detail related to column titled “percentage of shares held by Directors as at the end of year”:

Mr. Giju Kurian – Whole Time Director & CEO is holding 549 equity shares (holding 0.004%) of the Company as on 31st March, 2024.

Point No. – IX. C. Committee Meetings

While details of Committee Meetings of Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee held during FY 2023-24 is already mentioned in the Form, details of meetings of Corporate Social Responsibility Committee and Risk Management Committee held during FY 2023-24 are given below, respectively:

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Corporate Social Responsibility Committee	18/04/2023	4	4	100
2	Corporate Social Responsibility Committee	09/01/2024	4	4	100
3	Risk Management Committee	11/04/2023	3	3	100
4	Risk Management Committee	26/09/2023	3	3	100
5	Risk Management Committee	22/03/2024	3	3	100

Point No. – IX. D. Attendance of Directors

Number of total committee meetings includes meetings of Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Risk Management Committee.

Note: Figures given at Point No. V (Turnover and Net Worth of the Company) and Point No. X (Remuneration of Directors and Key Managerial Personnel) are in Rs. Lakhs.

For Swaraj Engines Limited

(Rajesh K. Kapila)
Company Secretary
M. No.: ACS-9936

Swaraj Engines Limited

Point VI(c) - Details of Foreign institutional investors' (FIIs) holding shares of the company (31-03-2024)

Name of the FII	Address	Number of shares held	% of shares held
ACADIAN EMERGING MARKETS ALPHA PLUS FUND TRUST	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	1299	0.01
ACADIAN EMERGING MARKETS EQUITY FUND	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	3926	0.03
ACADIAN EMERGING MARKETS MANAGED VOLATILITY EQUITY FUND LLC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	2258	0.02
ACADIAN EMERGING MARKETS MICRO-CAP EQUITY MASTER FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	3432	0.03
ACADIAN EMERGING MARKETS SMALL CAP EQUITY FUND LLC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	12477	0.10
ACADIAN NON-US ALL CAP EQUITY FUND, USD HEDGED,LLC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	2066	0.02
ACADIAN SUSTAINABLE EMERGING MARKETS EQUITY EX-FOSSIL FUEL FUND, LLC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	2148	0.02
ALASKA PERMANENT FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23 25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	1813	0.01
AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	1157	0.01
BNP PARIBAS FINANCIAL MARKETS - ODI	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST MUMBAI 400051	587	0.00
BOARD OF PENSIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	1165	0.01
BUMA-UNIVERSAL-FONDS I	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. 400063	5599	0.05
CC & L Q GROUP GLOBAL EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	3473	0.03
CC& L Q GLOBAL EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	3685	0.03
CC&L Q EMERGING MARKETS EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23 25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	300	0.00
CC&L Q EMERGING MARKETS EQUITY FUND LP	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	497	0.00
CC&L Q EMERGING MARKETS EQUITY UCITS FUND, A SUB-FUND OF CONNOR, CLARK & LUNN UC	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	1423	0.01
CC&L Q GLOBAL SMALL CAP EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23 25 M.G. ROAD FORT, MUMBAI 400001	566	0.00
CC&L Q INTERNATIONAL SMALL CAP EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23 25 M.G. ROAD FORT, MUMBAI 400001	24	0.00

Name of the FII	Address	Number of shares held	% of shares held
CITY OF NEW YORK GROUP TRUST	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	2924	0.02
COLONIAL FIRST STATE INVESTMENTS LIMITED AS RESPONSIBLE ENTITY FOR COMMONWEALTH	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23 25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	1484	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. 400063	14102	0.12
DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS SUS	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	366	0.00
DFA INTERNATIONAL CORE EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23 25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	535	0.00
DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	739	0.01
DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	454	0.00
DIMENSIONAL EMERGING MARKETS SUSTAINABILITY CORE 1 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	294	0.00
DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	580	0.00
DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	3098	0.03
DIVERSIFIED TRUST COMPANY COMMON TRUST INTERNATIONAL EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	1540	0.01
EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	2397	0.02
EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSI	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	35022	0.29
EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GRO	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	677	0.01
EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	2802	0.02
EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	2717	0.02
EMERGING MARKETS SUSTAINABILITY CORE EQUITY FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	681	0.01
EMPLOYEES RETIREMENT SYSTEM OF TEXAS - SELF MANAGED PORTFOLIO	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	1338	0.01

Name of the FII	Address	Number of shares held	% of shares held
ESVEE CAPITAL	C/O KOTAK MAHINDRA BANK LIMITED KOTAK INFINITI, BLDG.NO.21, 6TH FLR ZONE IV,CUSTODY SERVS,INFINITY PARK GEN. AK VAIDYA MARG, MALAD E, MUMBAI 400097	100000	0.82
GENERAL PENSION AND SOCIAL SECURITY AUTHORITY	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	1490	0.01
GOLDMAN SACHS (SINGAPORE) PTE. - ODI	STANDARD CHARTERED BANK SECURITIES SERVICES OPERATIONS 3RD FLOOR, 23 25, M.G ROAD FORT, MUMBAI, INDIA 400001	1679	0.01
IBM DIVERSIFIED GLOBAL EQUITY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	1526	0.01
INTEGRATED CORE STRATEGIES (ASIA) PTE. LTD.	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	353	0.00
K INDIA OPPORTUNITIES FUND LIMITED - CLASS E	KOTAK MAHINDRA BANK LIMITED KOTAK INFINITI, BLDG.NO.21, 6TH FLR ZONE IV,CUSTODY SERVS,INFINITY PARK GEN. AK VAIDYA MARG, MALAD E, MUMBAI 400097	2617	0.02
MCKINLEY CAPITAL MEASA FUND OEIC LIMITED	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI 400063	15120	0.12
NATIONAL RAILROAD RETIREMENT INVESTMENT TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	3842	0.03
NEW YORK STATE COMMON RETIREMENT FUND	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. 400063	3138	0.03
PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF COLORADO	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	1369	0.01
PUBLIC EMPLOYEES RETIREMENT SYSTEM OF MISSISSIPPI	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	1782	0.01
PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI 400063	7808	0.06
RUSSELL INVESTMENT COMPANY PLC-ACADIAN SUSTAINABLE EMERGING MARKETS EQUITY EX-FO	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	859	0.01
SEI TRUST COMPANY, AS TRUSTEE ON BEHALF OF ACADIAN ALL COUNTRY WORLD EX US SMALL	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	1207	0.01
SEI TRUST COMPANY, AS TRUSTEE ON BEHALF OF ACADIAN GLOBAL SMALL CAP EQUITY CIT F	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI 400063	656	0.01
SPDR S&P EMERGING MARKETS SMALL CAP ETF	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	6575	0.05
TEACHERS RETIREMENT SYSTEM OF THE CITY OF NEW YORK	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E. 400063	1237	0.01

Name of the FII	Address	Number of shares held	% of shares held
TEACHERS' RETIREMENT SYSTEM OF THE STATE OF ILLINOIS - ACADIAN ASSET MANAGEMENT	2815 WEST WASHINGTON STREET SPRINGFIELD, IL 62702 UNITED STATES 999999	1964	0.02
THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	19779	0.16
THE NOMURA TRUST AND BANKING CO., LTD. RE NOMURA - ACADIAN GLOBAL EMERGING MARKE	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	883	0.01
THE NORTH CAROLINA SUPPLEMENTAL RETIREMENT PLANS GROUP TRUST	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI 400063	1692	0.01
THE STATE TEACHERS RETIREMENT SYSTEM OF OHIO	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	1545	0.01
THE UNIVERSITY OF TEXAS SYSTEM-ACADIAN ASSET MANAGEMENT	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	8631	0.07
UBS FUND MANAGEMENT (SWITZERLAND) AG ON BEHALF OF SIHL INSTITUTIONAL FUND - AKTI	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23 25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	1941	0.02
UTAH STATE RETIREMENT SYSTEMS	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	433	0.00
WORLD ALLOCATION 60/40 FUND OF DIMENSIONAL FUNDS PLC	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	606	0.00
WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC 9TH FLOOR, G BLOCK PLOT C 54 AND C 55, BKC BANDRA EAST, MUMBAI 400098	1242	0.01
		309619	2.55