

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]



सत्यमेव जयते

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

L45203MH1995PLC095011

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACK2747D

(ii) (a) Name of the company

KONSTELEC ENGINEERS LIMITE

(b) Registered office address

308, CREATIVE INDUSTRIAL ESTATE, SUNDER NAGAR LANE NO. 2 KAL
INA, SANTACRUZ EAST Vidyanagari
Mumbai
Mumbai
Maharashtra
400002

(c) *e-mail ID of the company

AM*****EC.COM

(d) *Telephone number with STD code

02*****08

(e) Website

<https://www.konstelec.com>

(iii) Date of Incorporation

05/12/1995

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	NATIONAL STOCK EXCHANGE OF INDIA LIMITED (SME)	1,024

(b) CIN of the Registrar and Transfer Agent

U74899DL1995PTC071324

Pre-fill

Name of the Registrar and Transfer Agent

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

D-153A, FIRST FLOOR
OKHLA INDUSTRIAL AREA, PHASE-I

(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

16/09/2024

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

Yes No

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	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	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	KONSTELEC HITECH ENGINEER	U31908MH2010PTC199051	Joint Venture	47

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	20,000,000	15,100,000	15,100,000	15,100,000
Total amount of equity shares (in Rupees)	200,000,000	151,000,000	151,000,000	151,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	20,000,000	15,100,000	15,100,000	15,100,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	200,000,000	151,000,000	151,000,000	151,000,000

(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

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	1,000,000	0	1000000	10,000,000	10,000,000	

Increase during the year	0	15,100,000	15100000	141,000,000	141,000,000	246,000,000
i. Public Issues	0	4,100,000	4100000	41,000,000	41,000,000	246,000,000
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	10,000,000	10000000	100,000,000	100,000,000	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	
v. ESOPs	0	0	0	0	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		1,000,000	1000000	0	0	
demate during the year						
Decrease during the year	1,000,000	0	1000000	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	1,000,000		1000000			
demate during the year						
At the end of the year	0	15,100,000	15100000	151,000,000	151,000,000	
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	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
demate during the year						
Decrease during the year	0	0	0	0	0	0
i. Redemption 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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE0QEI01011

(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/Debtentures 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	18/09/2023
Date of registration of transfer (Date Month Year)	
Type of transfer	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	Amount per Share/ Debenture/Unit (in Rs.)

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

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

Particulars	Number of units	Nominal value per unit	Total value
Total			0

Details of debentures

Class of 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
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(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

2,153,152,908.43

(ii) Net worth of the Company

944,765,442.81

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	10,082,000	66.77	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)	0	0	0	
10.	Others	0	0	0	
	Total	10,082,000	66.77	0	0

Total number of shareholders (promoters)

6

(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	4,032,000	26.7	0	
	(ii) Non-resident Indian (NRI)	188,000	1.25	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	76,000	0.5	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	260,000	1.72	0	
7.	Mutual funds	0	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	162,000	1.07	0	
10.	Others Alternate Investment Fund:	300,000	1.99	0	
	Total	5,018,000	33.23	0	0

Total number of shareholders (other than promoters)

1,785

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

1,791

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
INDIA MAX INVESTME	LOWER PAREL, MUMBAI MAHARA		IN	80,000	0.53
MINERVA EMERGING C	CYBERCITY, EBENE MAURITIUS 722		MU	104,000	0.69
NEXUS GLOBAL OPPO	SANTACRUZ WEST, MUMBAI, MAH		IN	74,000	0.49
COPTHALL MAURITIUS	GOREGAON EAST, MUMBAI, MAH/		IN	2,000	0.01

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	6	6
Members (other than promoters)	0	1,785
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	3	0	3	0	60.02	0
B. Non-Promoter	0	0	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0

(ii) Independent	0	0	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	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	3	0	3	3	60.02	0

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

8

(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)
BIHARILAL RAVILAL S	00337318	Managing Director	6,676,950	
AMISH BIHARILAL SH	01415766	Whole-time directo	2,034,318	
JIGAR DHIRESH SHAI	10082070	Whole-time directo	352,000	
RANJAN MATHUR	02842552	Director	0	
MANISHA ABHAY LAL	10259129	Director	0	
AMITA SACHIN KARIA	07068393	Director	0	
MOLLY ANTONY	AGAPA5417F	CFO	11,000	14/10/2024
SHATABDI SUDAM SA	DEIPS6143M	Company Secretar	0	

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

12

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)
BIHARILAL RAVILA	00337318	Managing Director	01/07/2023	RE-APPOINTMENT
AMISH BIHARILAL S	01415766	Whole-time director	30/06/2023	CHANGE IN DESIGNATION
JIGAR DHIRESH SH	10082070	Whole-time director	30/06/2023	CHANGE IN DESIGNATION
RANJAN MATHUR	02842552	Additional director	01/08/2023	APPOINTMENT
RANJAN MATHUR	02842552	Director	18/09/2023	CHANGE IN DESIGNATION
MANISHA ABHAY L	10259129	Additional director	01/08/2023	APPOINTMENT
MANISHA ABHAY L	10259129	Director	18/09/2023	CHANGE IN DESIGNATION
AMITA SACHIN KAF	07068393	Director	18/09/2023	APPOINTMENT
RITESH KAILAS VE	07919959	Additional director	01/08/2023	APPOINTMENT
RITESH KAILAS VE	07919959	Additional director	25/08/2023	CESSATION
MOLLY ANTONY	AGAPA5417F	CFO	01/08/2023	APPOINTMENT
SHATABDI SUDAM	DEIPS6143M	Company Secretary	01/08/2023	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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EOGM	30/06/2023	7	7	100
AGM	18/09/2023	10	9	90
EOGM	18/12/2023	11	10	90.91

B. BOARD MEETINGS

*Number of meetings held

19

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11/04/2023	3	3	100
2	08/06/2023	3	3	100
3	20/06/2023	3	3	100
4	01/07/2023	3	3	100
5	07/07/2023	3	3	100
6	20/07/2023	3	3	100
7	24/07/2023	3	3	100
8	01/08/2023	3	3	100
9	25/08/2023	5	5	100
10	18/09/2023	6	6	100
11	30/09/2023	6	4	66.67
12	16/10/2023	6	4	66.67

C. COMMITTEE MEETINGS

Number of meetings held

11

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	16/10/2023	3	3	100
2	AUDIT COMM	15/12/2023	3	3	100
3	AUDIT COMM	20/03/2024	3	3	100
4	NOMINATION	16/10/2023	3	3	100
5	NOMINATION	20/03/2024	3	3	100
6	STAKEHOLDER	20/03/2024	3	3	100
7	CORPORATE	20/06/2023	3	3	100
8	CORPORATE	16/10/2023	3	3	100
9	CORPORATE	20/10/2023	3	3	100

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
10	CORPORATE	10/01/2024	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	16/09/2024
								(Y/N/NA)
1	BIHARILAL RAVILA	18	18	100	6	6	100	Yes
2	AMISH BIHARILAL	18	18	100	8	8	100	Yes
3	JIGAR DHIRESH S	18	17	94.44	1	1	100	Yes
4	RANJAN MATHE	11	4	36.36	5	5	100	Yes
5	MANISHA ABHIRAM	11	5	45.45	10	10	100	Yes
6	AMITA SACHIN	10	3	30	3	3	100	Yes

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	BIHARILAL RAVILA	CHAIRMAN CUI	5,990,400	0	0	0	5,990,400
2	AMISH BIHARILAL	WHOLE TIME D	8,346,900	0	0	0	8,346,900
3	JIGAR DHIRESH S	WHOLE TIME D	4,968,480	0	0	0	4,968,480
	Total		19,305,780	0	0	0	19,305,780

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	MOLLY ANTONY	CFO	1,204,212	0	0	0	1,204,212
2	SHATABDI SUDAM	COMPANY SEC	200,000	0	0	0	200,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		1,404,212	0	0	0	1,404,212

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RANJAN MATHUR	INDEPENDENT	0	0	0	110,000	110,000
2	MANISHA ABHAY L	INDEPENDENT	0	0	0	110,000	110,000
3	AMITA SACHIN KA	INDEPENDENT	0	0	0	110,000	110,000
	Total		0	0	0	330,000	330,000

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

K C SUTHAR

Whether associate or fellow

Associate Fellow

Certificate of practice number

4075

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. ... dated

(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

BIHARILAL
RAVILAL
SHAH
Digitally signed by
BIHARILAL RAVILAL
SHAH
Date: 2024.11.14
18:55:25 +05'30'

DIN of the director

0*3*7*1*

To be digitally signed by

SHATABDI
SUDAM
SALVE
Digitally signed by
SHATABDI SUDAM
SALVE
Date: 2024.11.14
18:56:45 +05'30'

Company Secretary

Company secretary in practice

Membership number

6*1*5

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

Attach
Attach
Attach
Attach

List of attachments

Clarification letter-share transfer-24.pdf
Designated person -Kel.pdf
Meeting details-23-24.pdf
Share Transfer details-24.pdf
MGT-8-final_24.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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



Konstelec Engineers Limited

CONSULTING ENGINEERS & EPC SERVICES

308, Creative Industrial Estate,
Sunder Nagar Lane No. 2, Kalina,
Santacruz (East), Mumbai - 400 098

Phone : (022) 43421500 / 4342 1545 Email : kepl@konstelec.com
CIN : L45203MH1995PLC095011

To,
The Registrar of Companies,
Mumbai, Maharashtra.

Subject: Clarification regarding share transfer for the Financial Year ended 31st March, 2024 (during the year) in point No. IV (iii) of E-form MGT-7 for details of shares/debentures transfer since closure date of last Financial year i.e. 31st March, 2023.

Dear Sir/Madam,

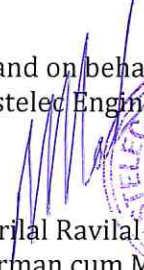
We are hereby providing the following clarification in respect of point no. IV (iii) in e-form MGT-7 for the Financial year ended 31st March, 2024, that since the company got listed on NSE Emerge platform (SME) w.e.f. 30th January, 2024 and its entire share capital has been held in **DEMAT MODE** therefore the physical lodgement of share certificates for transfer/transmission was not required by shareholders w.e.f. 30th January, 2024. The transfer of the shares of the company after listing date took place through stock exchange as the shares are in the Demat form and duly recorded by depositories.


Therefore, the company has attached Physical share transfer list pertaining to details of share transfers held before aforementioned Listing date only and has not attached any further list of share transfers held after 30th January, 2024.

Kindly take the note of the above clarification accordingly.

Thanking You.
Yours faithfully.

For and on behalf of the Board
Konstelec Engineers Limited


Biharilal Ravilal Shah
Chairman cum Managing Director
DIN: 00337318
Place: Mumbai
Date: 14.11.2024



K



Konstelec Engineers Limited

CONSULTING ENGINEERS & EPC SERVICES

308, Creative Industrial Estate,
Sunder Nagar Lane No. 2, Kalina,
Santacruz (East), Mumbai - 400 098

Phone : (022) 43421500 / 4342 1545 Email : kepl@konstelec.com

CIN : L45203MH1995PLC095011

Date: 13.11.2024

DETAILS OF DESIGNATED PERSON

[Pursuant to rule 9 of The Companies (Management and Administration) Rules, 2014 read with Gazette notification regarding Companies (Management and Administration) Second Amendment Rules, 2023 dated October 27, 2023 with respects to Designated person who shall be responsible for furnishing, and extending co-operation for providing, information to the Registrar or any other authorised officer with respect to beneficial interest in shares of the company.]

Details of Designated Person:

Sr No.	Name	Designation	Date of Appointment
1.	Mr. Biharilal Ravilal Shah DIN : 00337318	Chairman cum Managing Director	10.01.2024

For Konstelec Engineers Limited



Amish Biharilal Shah
Wholetime Director

DIN: 01415766

Date: 13.11.2024

Place: Mumbai

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Konstelec Engineers Limited

CONSULTING ENGINEERS & EPC SERVICES

308, Creative Industrial Estate
Sunder Nagar Lane No. 2, Kalina
Santacruz (East), Mumbai - 400 098

Phone : (022) 43421500 / 4342 1545 Email : kepl@konstelec.com

CIN : L45203MH1995PLC095011

Meeting of members/ Class of Members/ Board of directors/ Committees during the Financial Year 2023-24:

Board Meetings:

Number of Board meeting held: 19*

Number of Board meeting filled in Form MGT-7: 10*

(* Board Meeting includes Separate Independent Director's Meeting during the year)

The following includes details of the Board Meeting entered in e-form:

KONSTELEC ENGINEERS LIMITED					
DETAILS OF BOARD MEETING DURING THE FINANCIAL YEAR 2023-24					
CIN: L45203MH1995PLC095011					
Sr. No.	Type of Meeting	Date of Meeting	Total no. of members as on date of meeting	Attendance as No. of Percentage members of total attended members	
1.	Board Meeting	11-04-2023	03	03	100%
2.	Board Meeting	08-06-2023	03	03	100%
3.	Board Meeting	20-06-2023	03	03	100%
4.	Board Meeting	01-07-2023	03	03	100%
5.	Board Meeting	07-07-2023	03	03	100%
6.	Board Meeting	20-07-2023	03	03	100%
7.	Board Meeting	24-07-2023	03	03	100%
8.	Board Meeting	01-08-2023	03	03	100%
9.	Board Meeting	25-08-2023	05	05	100%
10.	Board Meeting	18-09-2023	06	06	100%
11.	Board Meeting	30-09-2023	06	04	66.67%
12.	Board Meeting	16-10-2023	06	04	66.67%
13.	Board Meeting	20-10-2024	06	04	66.67%
14.	Board Meeting	10-01-2024	06	03	50.00%
15.	Board Meeting	25-01-2024	06	03	50.00%
16.	Board Meeting	05-03-2024	06	03	50.00%
17.	Board Meeting	21-03-2024	06	03	50.00%
18.	Board Meeting	26-03-2024	06	03	50.00%
19.	*Separate Independent Directors Meeting	20-03-2024	03	03	100%





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Phone : (022) 43421500 / 4342 1545 Email : kepl@konstelec.com
CIN : L45203MH1995PLC095011

Committee Meetings:

Number of Meetings held: 11

Number of Meetings filed in E-form MGT-7: 10

The following includes details of Committee Meeting entered in e-form:

KONSTELEC ENGINEERS LIMITED DETAILS OF AUDIT COMMITTEE MEETING DURING THE FINANCIAL YEAR 2023-24 CIN: L45203MH1995PLC095011					
Sr. No.	Type of Meeting	Date of Meeting	Total no. of members as on date of meeting	Number of members attended	% of attendance
01.	Audit Committee	16/10/2023	3	3	100%
02.	Audit Committee	15/12/2023	3	3	100%
03.	Audit Committee	20/03/2024	3	3	100%

KONSTELEC ENGINEERS LIMITED DETAILS OF NOMINATION AND REMUNERATION COMMITTEE MEETING DURING THE FINANCIAL YEAR 2023-24 CIN: L45203MH1995PLC095011					
Sr. No.	Type of Meeting	Date of Meeting	Total no. of members as on date of meeting	Number of members attended	% of attendance
01.	Nomination and Remuneration Committee	16/10/2023	3	3	100%
02.	Nomination and Remuneration Committee	20/03/2024	3	3	100%



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CIN : L45203MH1995PLC095011

KONSTELEC ENGINEERS LIMITED					
DETAILS OF STAKEHOLDER AND RELATIONSHIP COMMITTEE MEETING DURING THE					
FINANCIAL YEAR 2023-24					
CIN: L45203MH1995PLC095011					
Sr. No.	Type of Meeting	Date of Meeting	Total no. of members as on date of meeting	Number of members attended	% of attendance
01.	Stakeholders Relationship Committee	20/03/2024	3	3	100%

KONSTELEC ENGINEERS LIMITED					
DETAILS OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE MEETING DURING THE					
FINANCIAL YEAR 2023-24					
CIN: L45203MH1995PLC095011					
Sr. No.	Type of Meeting	Date of Meeting	Total no. of members as on date of meeting	Number of members attended	% of attendance
01.	Corporate Social Responsibility Committee	20/06/2023	3	3	100%
02.	Corporate Social Responsibility Committee	16/10/2023	3	3	100%
03.	Corporate Social Responsibility Committee	20/10/2023	3	3	100%
04.	Corporate Social Responsibility Committee	10/01/2024	3	3	100%



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Konstelec Engineers Limited

CONSULTING ENGINEERS & EPC SERVICES



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CIN : L45203MH1995PLC095011

KONSTELEC ENGINEERS LIMITED					
DETAILS OF PROJECT REVIEW COMMITTEE MEETING DURING THE FINANCIAL YEAR					
2023-24					
CIN: L45203MH1995PLC095011					
Sr. No.	Type of Meeting	Date of Meeting	Total no. of members as on date of meeting	Number of members attended	% of attendance
01.	Project Review Committee	26/03/2024	5	5	100%

For Konstelec Engineers Limited.



Biharilal Ravilal Shah
Chairman cum Managing Director
DIN: 00337318
Date: 14.11.2024
Place: Mumbai



Konstelec Engineers Limited

CONSULTING ENGINEERS & EPC SERVICES

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Phone : (022) 43421500 / 4342 1545 Email : kepl@konstelec.com

CIN : L45203MH1995PLC095011

List of Physical Share transfer during FY 2023-24

SR. NO	DATE Of Transfer	NAME OF TRANSFERORS	L/F. NO	NAME OF TRANSFEREE	L/F. NO	NO OF SHARES	Distinctive No		Face Value Per Shares
1	01.06.2023	B R Shah HUF	6	Molly Antony	20	1000	869651	870650	10/-
2	01.06.2023	B R Shah HUF	6	Pravin Patel	21	1000	870651	871650	10/-
3	01.06.2023	B R Shah HUF	6	Sumesh K K	22	1000	871651	872650	10/-
4	23.06.2023	B R Shah HUF	6	Biharilal Ravilal Shah	1	10,000	13351	23350	10/-
						23,300	782651	805950	10/-
5	23.06.2023	B R Shah HUF	6	Amish Biharilal Shah	12	33,400	805951	839350	10/-
6	23.06.2023	B R Shah HUF	6	Nirupama Biharilal Shah	2	7,300	839351	872650	10/-
						26,000	846651	872650	10/-
7	26.06.2023	Biharilal Ravilal Shah	1	Jigar Dhiresh Shah	13	10,000	13351	23350	10/-
						23,300	782651	805950	10/-
8	26.06.2023	Nirupama Shah	2	Rajul Shah	19	26,000	846651	872650	10/-

For Konstelec Engineers Limited.

Biharilal Ravilal Shah
Chairman cum Managing Director
DIN: 00337318
Date: 27.06.2024
Place: Mumbai



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CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

[Form MGT-8]

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

I have examined the registers, records and books and papers of M/s Konstelec Engineers Limited (formerly known as Konstelec Engineers Private Limited) [CIN: L45203MH1995PLC095011] [the Company] having registered office situated at 308, Creative Industrial Estate, Sunder Nagar Lane No. 2, Kalina Santacruz, Mumbai – 400098 as required to be maintained under the Companies Act, 2013 and the rules made there under 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. The Company has kept and maintained all statutory registers as per the provisions of the Act and rules made thereunder and all entries therein have been duly recorded.
 2. The Company has duly filed the forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the time prescribed under the Act and the rules made thereunder except few forms which were filed with the additional fee.
 3. The Company convened the meetings of Board of Directors and the meetings of the members of the company on the due dates as stated in the annual return in respect of which proper notices were given and the proceedings were properly recorded in the Minutes Book maintained for the purpose and the same have been signed.
 4. The management of the company is carried out by the Board of Directors and the board was duly constituted with proper balance of Executive, Non- Executive and Independent Directors and Woman Director. However, changes took place in the composition of the Board of the Company during the financial year under review as follows:



Sr. No.	Name of the Director	Designation	Appointment/Re-appointment/Change in Designation/Resignation	Effective date
1.	Mr. Biharilal Ravilal Shah (DIN : 00337318)	Chairman cum Managing Director	Re-appointment Term- 5 years	01.07.2023
2.	Mr. Amish Biharilal Shah (DIN : 01415766)	Whole-time director	Change in Designation Term- 5 years	30.06.2023
3.	Mr. Jigar Dhiresh Shah (DIN : 10082070)	Whole-time director	Change in Designation Term- 5 years	30.06.2023
4.	Mr. Ranjan Mathur (DIN : 02842552)	Non -Executive Independent Director	Appointment Term- 5 years	01.08.2023
5.	Mrs. Manisha Abhay Lalan (DIN : 10259129)	Non -Executive Independent Woman Director	Appointment Term- 5 years	01.08.2023
6.	Mrs. Amita Sachin Karia (DIN : 07068393)	Non -Executive Independent Director	Appointment Term- 5 Years	18.09.2023
7.	Mr. Ritesh Kailas Veera (Din : 07919959)	Non -Executive Independent Director	Appointment Term - 5 years Resignation	01.08.2023 25.08.2023
8.	Mrs. Molly Antony (PAN - AGAPA5417F)	Chief Financial Officer (CFO)	Appointment	01.08.2023
9.	Ms. Shatabdi Sudam Salve (PAN- DEIPS6143M)	Company Secretary	Appointment	01.08.2023



The list of Directors and Key Managerial Personnel of the company as on 31st March, 2024 is attached as **ANNEXURE-I**

K.C SUTHAR & Co.

5. The Company was not required to close its Register of Members under section 91 of companies Act, 2013 during the financial year for the purpose of payment of any interim/final dividend, However, for the purpose of allotment of Bonus the company has fixed the record date.
6. The Company has not advanced any loans or provided any guarantee or security to its directors or firms or companies as referred in section 185 of the Act.
7. During the year under review, the Company has not made any investment, given any loan or guarantee or security falling within the meaning of Section 186 of the Companies Act, 2013 and the rules made thereunder.
8. The Company has entered into contracts with related parties as specified in Section 188 of the Act after obtaining necessary approvals from the Board of directors at their meeting and all the transactions were made on the arms Lenth basis.
9. During the year the Company has increased its Authorised Share Capital from Rs. 01.00 Cr. to 20.00 Cr. after obtaining necessary approval from the Board and Shareholders at their respective meetings and the necessary compliance under Section 61 of the Companies Act, 2013 has been done.
10. During the year the Company has increased its paid up capital from Rs. 01.00 Cr. to 11.00 Cr. by issuing 1,00,00,000 (One Crore) Equity Shares as Bonus Shares amounting to Rs. 10,00,00,000/- (Ten Crores) of Rs. 10/- each to the existing Equity Shareholders of the Company after obtaining necessary approval from the Board and Shareholders at their respective meetings and the necessary compliance under Section 63 of the Companies Act, 2013 has been done.
11. During the year the Company has increased its paid up capital from Rs. 11.00 Cr. to 15.10 Cr. by way of Fresh Issue of 41,00,000 Equity Shares of Rs. 10/- each for cash at Rs. 70/- per share aggregating to Rs. 28,70,00,000/- through Initial Public Offer (IPO) on SME Platform. The necessary approval for IPO was sought from the Board and the shareholders of the Company at their respective meetings and the necessary compliance under the laws, rules, regulations, guidelines of the Companies Act, 2013 and SEBI has been done.
12. The Company has provided the Demat facilities to all its shareholders by obtaining ISIN and the Company has registered with both the depositories NSDL and CDSL for the facilitation of Dematerialisation of Physical Shares. And the transfer of shares was executed through Demat mode only.
13. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the year under review.
14. The Company was not required to transfer any amount to the Investor Education and Protection Fund as provided under section 125 of the Act.

15. The Board of Directors signed the audited financial statement as per the provisions of section 134 of the Act and has duly complied with the all provisions of the Act.
16. The auditors of the Company were appointed as per the provisions of section 139 of the Act.
17. The Company was not required to obtain any approvals of the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities prescribed under the various provisions of the Act during the financial year.
18. The Company has not invited/accepted any deposits including any unsecured loans falling within the purview of section 73 during the financial year.
19. The company has borrowed from financial institutions, banks and others during financial year ending 31st March, 2024 and the borrowings are within the limit as prescribed under the Act and duly approved by the Board.
20. The list of charge created, modified or satisfied during the year is attached as **ANNEXURE-II**.
21. The Company has made investments in Joint Venture entity namely "**Konstelec Hitech Engineers Private Limited**" and in mutual funds in the earlier years and the balance is carried forward in the Financial year under review which are as per the provisions of section 186 of the Companies, Act 2013.



Sr No.	Name of the Body Corporate	Investment Value
1	Konstelec Hitech Engineers Private Limited (CIN : U31908MH2010PTC199051)	47.00 Lacs (4,70,000 Equity Shares of Rs. 10/- each)

22. The Company has altered the Memorandum of Association of the company during the financial year ended on 31st March 2024 and complied with the provisions of the Act.
23. The Company has altered the Articles of Association of the company during the financial year ended on 31st March 2024 and complied with the provisions of the Act.
24. The Company has converted from Private Limited to Public Limited w.e.f. 25th August, 2023 after obtaining necessary approval from the Shareholders, Central Government and Ministry of Corporate Affairs through the Registrar of Companies, Mumbai Maharashtra and complied with the necessary provisions of the Companies Act, 2013.
25. Pursuant to Initial Public Offer of Equity Shares and the listing Agreement entered by the company with the National stock exchange of India Limited, the company's equity shares got listed at NSE (EMERGE) with effect from 30th January, 2024.



26. During the Financial Year under review the company has filed compounding application/petition for compounding of offence under section 441 of the Companies Act, 2013 to Registrar of Companies, Mumbai Maharashtra in respect of violation of Section 123(4) of the Companies, 2013. During the Financial Year 2022-23 the Company had paid Interim Dividend of Rs. 10 Lacs to all Shareholders without opening of Separate Bank Account. However, the Company had paid Dividend out of Company's regular Bank Account to all its Shareholders on the same day on which it was declared and for which no separate Bank Account was opened.
27. During the Financial Year under review the company has increased overall limit of maximum Managerial Remuneration payable to Managing Director and Whole Time Directors u/s 197 of the Companies Act, 2013 for which the company has obtained members approval at their respective meeting and complied with the necessary provisions of the act.

For K. C. SUTHAR. & CO.
Company Secretaries

CS. K.C. SUTHAR
Proprietor
M.No: 5191/C. P: 4075
Peer Review No. -1357/21
Date: 14.11.20224
UDIN: F005191F002171916
Place: Mumbai

ANNEXURE-1

LIST OF DIRECTORS AND KMP OF THE COMPANY AS ON 31ST MARCH, 2024

SR.NO.	DIN/DPIN/PAN	FULL NAME	DESIGNATION	ORIGINAL DATE OF APPOINTMENT	DATE OF CESSATION
1.	00337318	Biharilal Ravilal Shah	Chairman cum Managing Director	05/12/1995	--
2.	01415766	Amish Biharilal Shah	Whole-time director	02/04/2016	--
3.	10082070	Jigar Dhiresh Shah	Whole-time director	27/03/2023	--
4.	02842552	Ranjan Mathur	Non-Executive Independent Director	01/08/2023	--
5.	10259129	Manisha Abhay Lalan	Non-Executive Independent Director	01/08/2023	--
6.	07068393	Amita Sachin Karia	Non-Executive Independent Director	18/09/2023	--
7.	*****5417F	Molly Antony	Chief Financial Officer	01/08/2023	--
8.	*****6143M	Shatabdi Sudam Salve	Company Secretary and Compliance Officer	01/08/2023	--



ANNEXURE-II

LIST OF CHARGES

Sr.No	Charge Id	Charge Holder Name / Address	Date of Creation	Date of Modification	Date of Satisfaction	Amount (In Rs.)
1.	100948531	BANK OF BARODA 47 NITIN NIWAS, MAHATM GANDHI, ROAD MUMBAI 400057	24/04/2024	-	-	21,66,000/-
2.	100893540	YES BANK LIMITED YES BANK HOUSE, OFF WESTERN EXPRESS HIGHWAY,SANTACRUZ EAST,MUMBAI- 400055, MAHARASHTRA	22/02/2024	-	-	25,00,00,000/-
3.	100874229	ICICI BANK LIMITED ICICI BANK TOWER, NEAR CHAKLI CIRCLE, OLD PADRA ROAD,VADODARA- 390007, GUJARAT	27/01/2024	-	-	24,00,000/-
4.	100873933	ICICI BANK LIMITED ICICI BANK TOWER, NEAR CHAKLI CIRCLE, OLD PADRA ROAD,VADODARA- 390007, GUJARAT	27/01/2024	-	-	25,00,000/-
5.	100692008	BANK OF BARODA 47 NITIN NIWAS, MAHATM GANDHI, ROAD MUMBAI 400057	06/03/2023	-	-	2,98,00,000/-
6.	100686126	BANK OF BARODA 47 NITIN NIWAS, MAHATM GANDHI, ROAD MUMBAI 400057	02/01/2023	-	-	9,70,000/-
7.	100663560	ADITYA BIRLA FINANCE LIMITED INDIAN RAYON COMPOUND, PATAN VERAVAL JUNAGADH GUJRAT 362266	20/12/2022	-	-	1,50,00,000/-
8.	100686128	BANK OF BARODA 47 NITIN NIWAS, MAHATM GANDHI, ROAD MUMBAI 400057	20/12/2022	-	-	21,46,000/-
9.	100581881	ICICI BANK LIMITED ICICI BANK TOWER,	16/05/2022	28/06/2022	-	1,18,00,000/-

K.C SUTHAR & Co.

		NEAR CHAKLI CIRCLE, OLD PADRA ROAD,VADODARA, INDIA, 390007				
10.	100540369	HDFC BANK LIMITED HDFC BANK HOUSE SENPATI BAPAT MARGLOWER PAREL W MUMBAI 400013	01/02/2022	09/06/2023	-	20,00,00,000/-
11.	100518169	BANK OF BARODA MAHESHWARI UDYAN BRANCH MATUNGA MUMBAI 400019	18/12/2021	-	-	1,60,00,000/-
12.	100404558	ICICI BANK LIMITED ICICI BANK TOWER, NEAR CHAKLI CIRCLE, OLD PADRA ROAD VADODARA 390007	9/12/2020	28/01/2021	-	1,78,03,430.83/-
13.	100398986	BANK OF BARODA MAHESHWARI UDYAN BRANCH MATUNGA MUMBAI 400019	13/11/2020	-	-	82,00,000/-
14.	10575259	ICICI BANK LIMITED ICICI BANK TOWER, NEAR CHAKLI CIRCLE,OLD PADRA ROAD VADODARA GUJARAT-390007	28/05/2015	14/03/2024	-	37,30,00,000/-
15.	90147276	BANK OF BARODA 47 NITIN NIWASMAHATMA GANDHI ROAD Mumbai MH 400057	08/04/1999	25/07/2023	-	62,71,00,000/-
16.	90147131	DENA BANK KELE - KALYAN BRANCHKALINA BRANCHMUMBAI.	24/10/1997	-	-	8,00,000/-

