

# 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

L32200MH1940PLC003164

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACT1983C

(ii) (a) Name of the company

NELCO LIMITED

(b) Registered office address

MIDC, PLOT NO. EL 6, TTC INDUSTRIAL AREA,  
ELECTRONICS ZONE, MAHAPE  
NAVI MUMBAI  
Maharashtra  
400710

(c) \*e-mail ID of the company

girish.kirkinde@nelco.in

(d) \*Telephone number with STD code

02267399100

(e) Website

www.nelco.in

(iii) Date of Incorporation

31/08/1940

(iv)	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	The National Stock Exchange of India	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(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

25/06/2024

(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	J	Information and communication	J5	Wired, wireless or satellite Telecommunication activities	100

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

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

4

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	THE TATA POWER COMPANY L 	L28920MH1919PLC000567	Holding	50.04
2	AF-TAAB INVESTMENT COMPA 	U65990MH1979PLC021037	Holding	0.04

3	NELCO NETWORK PRODUCTS I	U32309MH2016PLC285693	Subsidiary	100
4	Piscis Networks Private Limited	U72900MH2021PTC363941	Associate	31.72

#### 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	30,000,000	22,818,400	22,817,461	22,817,461
Total amount of equity shares (in Rupees)	300,000,000	228,184,000	228,174,610	228,174,610

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	30,000,000	22,818,400	22,817,461	22,817,461
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	300,000,000	228,184,000	228,174,610	228,174,610

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	2,500,000	0	0	0
Total amount of preference shares (in rupees)	250,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference shares				
Number of preference shares	2,500,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	250,000,000	0	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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	1,100,190	21,717,271	22817461			
<b>Increase during the year</b>	0	19,375	19375	0	0	0
i. Public Issues	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	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		19,375	19375			
physical shares converted to demat						
<b>Decrease during the year</b>	19,375	0	19375	0	0	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	19,375		19375			
physical shares converted to demat						
<b>At the end of the year</b>	1,080,815	21,736,646	22817461	0	0	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE045B01015

(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) \*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
<b>Total</b>			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

2,22,67,75,207

(ii) Net worth of the Company

1,17,76,55,084

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)	11,428,940	50.09	0	
10.	Others	0	0	0	
	<b>Total</b>	11,428,940	50.09	0	0

**Total number of shareholders (promoters)**

3

**(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	9,263,308	40.6	0	
	(ii) Non-resident Indian (NRI)	258,857	1.13	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	2	0	0	
	(ii) State Government	3,890	0.02	0	
	(iii) Government companies	52,180	0.23	0	
3.	Insurance companies	0	0	0	



4.	Banks	760	0	0	
5.	Financial institutions	10,900	0.05	0	
6.	Foreign institutional investors	166,587	0.73	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	481,008	2.11	0	
10.	Others IEPF/BC-NBSC/ Clearing Me	1,151,029	5.04	0	
	<b>Total</b>	11,388,521	49.91	0	0

**Total number of shareholders (other than promoters)**

74,032

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

74,035

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

23

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ALASKA PERMANENT	STANDARD CHARTERED BANK SEC			1,939	0.01
AMERICAN CENTURY	DEUTSCHE BANK AG, DB HOUSE, F			701	0
DIMENSIONAL WORL	CITIBANK N.A. CUSTODY SERVICES			4,568	0.02
MORGAN STANLEY AS	CITIBANK N.A. CUSTODY SERVICES			20,000	0.09
AMERICAN CENTURY	HSBC SECURITIES SERVICES 11TH F			164	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			6,771	0.03
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			2,016	0.01
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			3,866	0.02
WORLD EX U.S. CORE	CITIBANK N.A. CUSTODY SERVICES			2,004	0.01
COPTHALL MAURITIUS	JP Morgan Chase Bank N.A, INDIA			2,432	0.01
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			947	0
AMERICAN CENTURY	DEUTSCHE BANK AG, DB HOUSE, F			10,660	0.05
DIMENSIONAL FUNDS	DEUTSCHE BANK AG, DB HOUSE H			887	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
WORLD ALLOCATION	CITIBANK N.A. CUSTODY SERVICES			1,951	0.01
AVIATOR EMERGING M	ICICI BANK LTD SMS DEPT 1ST FLO			1,000	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			664	0
EMERGING MARKETS (	DEUTSCHE BANK AG, DB HOUSE H			4,350	0.02
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			31,661	0.14
AMERICAN CENTURY B	DEUTSCHE BANK AG, DB HOUSE H			265	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			20	0
EMERGING MARKETS (	CITIBANK N.A. CUSTODY SERVICES			51,468	0.23
EMERGING MARKETS (	CITIBANK N.A. CUSTODY SERVICES			2,476	0.01
SPDR S&P EMERG	HSBC SECURITIES SERVICES 11TH F			15,777	0.07

**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	3	3
Members (other than promoters)	66,835	74,032
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
<b>A. Promoter</b>	0	1	0	1	0	0
<b>B. Non-Promoter</b>	1	4	1	4	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	3	0	3	0	0
<b>C. Nominee Directors representing</b>	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	5	1	5	0	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)
Amur Swaminathan La	08616830	Director	0	
P. J. NATH	05118177	Managing Director	0	
NARASIMHA MURTHY	00023046	Director	0	
LAKSHMI ANANT NAI	07076164	Director	0	
AJAY KUMAR PANDE	00065622	Director	0	
Saurabh Ray	09573704	Director	0	
Malav Shah	AEGPS7942P	CFO	0	
GIRISH VIJAYANAND	AADPK1608H	Company Secretar	0	

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

0

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)

**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	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	22/06/2023	68,897	66	2.29

## B. BOARD MEETINGS

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/04/2023	6	6	100
2	20/07/2023	6	6	100
3	16/10/2023	6	6	100
4	05/12/2023	6	6	100
5	15/01/2024	6	6	100
6	22/02/2024	6	6	100

## C. COMMITTEE MEETINGS

Number of meetings held

12

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 Committee	24/04/2023	4	4	100
2	Audit Committee	20/07/2023	4	4	100
3	Audit Committee	16/10/2023	4	4	100
4	Audit Committee	15/01/2024	4	4	100
5	Stakeholders Forum	21/11/2023	3	3	100
6	Stakeholders Forum	13/03/2024	3	3	100
7	Independent Directors	22/03/2024	3	3	100
8	Risk Management	20/06/2023	3	3	100
9	Risk Management	31/10/2023	3	3	100
10	Risk Management	07/02/2024	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	
1	Amur Swamin	6	6	100	0	0	0	
2	P. J. NATH	6	6	100	2	2	100	
3	NARASIMHA	6	6	100	7	7	100	
4	LAKSHMI ANA	6	6	100	9	9	100	
5	AJAY KUMAR	6	6	100	10	10	100	
6	Saurabh Ray	6	6	100	11	11	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	P.J.Nath	Managing Director	36,957,484	0	0	0	36,957,484
	Total		36,957,484	0	0	0	36,957,484

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	Malav Shah	Chief Financial Officer	6,243,197	0	0	0	6,243,197
2	Girish V. Kirkinde	Company Secretary	6,532,774	0	0	0	6,532,774
	Total		12,775,971	0	0	0	12,775,971

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	Amur Swaminathan	Chairman	0	0	0	120,000	120,000
2	Narasimha Murthy	Non Executive Director	0	0	0	975,000	975,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Lakshmi Nadkarni	Non Executive <input type="checkbox"/>	0	0	0	1,035,000	1,035,000
4	Ajay Kumar Pandey	Non Executive <input type="checkbox"/>	0	0	0	1,155,000	1,155,000
5	Saurabh Ray	Non Executive <input type="checkbox"/>	0	0	0	340,000	340,000
	Total		0	0	0	3,625,000	3,625,000

#### 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

#### 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

S.N. Bhandari

Whether associate or fellow

Associate  Fellow

Certificate of practice number

366

**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

DIN of the director

**To be digitally signed by**

Company Secretary

Company secretary in practice

Membership number

7493

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

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

--

<b>Remove attachment</b>
--------------------------

---

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**



## Committee Meetings

Number of Meetings held:-

Sr. No.	Type of Meeting	Date of Meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of Members attended	% of attendance
1.	Nominations, HR & Remuneration Committee	24/04/2023	4	4	100
2.	Nominations, HR & Remuneration Committee	09/11/2023	4	4	100

For Nelco Limited

Girish V. Kirkinde  
Company Secretary & Head - Legal