

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

L26100MH1962PLC012538

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACB5484G

(ii) (a) Name of the company

BOROSIL RENEWABLES LIMITEI

(b) Registered office address

1101, Crescenzo, G-Block,
Opp. MCA Club, Bandra Kurla Complex, Bandra (East)
Mumbai
Mumbai City
Maharashtra
400051

(c) *e-mail ID of the company

kishor.talreja@borosil.com

(d) *Telephone number with STD code

02267406300

(e) Website

www.borosilrenewables.com

(iii) Date of Incorporation

14/12/1962

(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	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U74200MH1991PTC062536

Pre-fill

Name of the Registrar and Transfer Agent

UNIVERSAL CAPITAL SECURITIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 247 Park, L.B.S. Marg,
Vikhroli (West)

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 25/08/2023

(b) Due date of AGM 30/09/2023

(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	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 5

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Geosphere Glassworks GmbH		Subsidiary	100
2	Laxman AG		Subsidiary	100

3	ReNew Green (GJS Two) Privat	U40106DL2021PTC383817	Associate	31.2
4	GMB Glasmanufaktur Branden		Subsidiary	86
5	Interfloat Corporation		Subsidiary	86

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	916,500,000	130,498,179	130,498,179	130,498,179
Total amount of equity shares (in Rupees)	916,500,000	130,498,179	130,498,179	130,498,179

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	916,500,000	130,498,179	130,498,179	130,498,179
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	916,500,000	130,498,179	130,498,179	130,498,179

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	92,250,000	0	0	0
Total amount of preference shares (in rupees)	922,500,000	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	92,250,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	922,500,000	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			
Equity shares						
At the beginning of the year	3,101,892	127,253,387	130355279	130,355,279	130,355,27	
Increase during the year	0	1,013,059	1013059	1,013,059	1,013,059	45,388,481
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	142,900	142900	142,900	142,900	45,388,481
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	870,159	870159	870,159	870,159	0
Dematerialization of shares						
Decrease during the year	870,159	0	870159	870,159	870,159	1,965,268
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	870,159		870159	870,159	870,159	1,965,268
Dematerialization of shares; Securities Premium of						
At the end of the year	2,231,733	128,266,446	130498179	130,498,179	130,498,17	
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						
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

INE666D01022

(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	<input type="text" value="11/08/2022"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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"/>
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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"/>
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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
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	<input type="text"/>		<input type="text"/>		<input type="text"/>

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

6,881,710,531

(ii) Net worth of the Company

9,051,341,383

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	10,668,692	8.18	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)	13,087,339	10.03	0	
10.	Others Trusts and LLP	56,654,745	43.41	0	
	Total	80,410,776	61.62	0	0

Total number of shareholders (promoters)

12

(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	34,577,715	26.5	0	
	(ii) Non-resident Indian (NRI)	1,362,852	1.04	0	
	(iii) Foreign national (other than NRI)	29,250	0.02	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	14,000	0.01	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	8,060,733	6.18	0	
7.	Mutual funds	123,461	0.09	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,235,896	0.95	0	
10.	Others (As per Annexure)	4,683,496	3.59	0	
	Total	50,087,403	38.38	0	0

Total number of shareholders (other than promoters)

268,935

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

268,947

(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
Infinity Holdings	KOTAK MAHINDRA BANK LIMITED			3,548,901	2.72
Vanguard Total Intern	JPMORGAN CHASE BANK N.A. IND			664,402	0.51
Vanguard Emerging M	JPMORGAN CHASE BANK N.A. IND			589,501	0.45
Ishares Core Msci Eme	CITIBANK N.A. CUSTODY SERVICES			524,626	0.4

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Vanguard Fiduciary Tr	JPMORGAN CHASE BANK N.A. IND			311,338	0.24
Emerging Markets Cor	CITIBANK N.A. CUSTODY SERVICES			238,357	0.18
Vanguard Ftse All-Wor	DEUTSCHE BANK AG DB HOUSE, H			193,834	0.15
Emerging Markets Sm	JPMORGAN CHASE BANK N.A. IND			166,508	0.13
Uti Goldfinch Funds P	CITIBANK N.A. CUSTODY SERVICES			147,015	0.11
Government Pension	CITIBANK N.A. CUSTODY SERVICES			140,227	0.11
The Emerging Market	CITIBANK N.A. CUSTODY SERVICES			125,180	0.1
Emerging Markets Sm	JPMORGAN CHASE BANK N.A. IND			114,380	0.09
Abu Dhabi Investmen	JPMORGAN CHASE BANK N.A. IND			98,894	0.08
Ishares Core Msci Em I	CITIBANK N.A. CUSTODY SERVICES			87,746	0.07
Vanguard Fiduciary Tr	JPMORGAN CHASE BANK N.A. IND			67,469	0.05
Ishares Msci India Sma	CITIBANK N.A. CUSTODY SERVICES			52,747	0.04
College Retirement Ec	DEUTSCHE BANK AG DB HOUSE, H			45,231	0.03
California State Teach	HSBC SECURITIES SERVICES 11TH F			44,423	0.03
Northern Trust Collect	CITIBANK N.A. CUSTODY SERVICES			43,648	0.03
Spdr Portfolio Emergir	HSBC SECURITIES SERVICES 11TH F			35,930	0.03
Spdr S&P Emergir	HSBC SECURITIES SERVICES 11TH F			35,090	0.03
Dovetail Global Fund I	4TH FLOOR, 19 BANK STREET CYBE			35,000	0.03
American Century Etf	DEUTSCHE BANK AG, DB HOUSE, H			26,866	0.02
Bvk Personalvorsorge	JPMORGAN CHASE BANK N.A. IND			26,842	0.02
Quadrature Capital Ve	JPMORGAN CHASE BANK N.A., IND			25,333	0.02

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	12	12
Members (other than promoters)	218,761	268,935
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	1	1	1	1.43	1.5
B. Non-Promoter	2	5	2	5	0.04	0
(i) Non-Independent	2	0	2	0	0.04	0
(ii) Independent	0	5	0	5	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	6	3	6	1.47	1.5

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)
P. K. Kheruka	00016909	Whole-time director	1,870,082	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Shreevar Kheruka	01802416	Director	1,951,747	
Ashok Jain	00025125	Whole-time director	57,000	
Ramaswami Velayudha	00011024	Whole-time director	0	
Raj Kumar Jain	00026544	Director	0	
Shalini Kamath	06993314	Director	0	
Pradeep Vasudeo Bhide	03304262	Director	0	
Haigreve Khaitan	00005290	Director	0	
Syed Asif Ibrahim	08410266	Director	0	
Sunil Kumar Roongta	ABVPR5534Q	CFO	6,000	
Kishor Talreja	AENPT6019B	Company Secretary	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

2

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	11/08/2022	255,507	100	60.56
Extra Ordinary General Meeting	17/03/2023	274,792	78	61.7

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2022	9	6	66.67
2	05/05/2022	9	9	100
3	14/07/2022	9	9	100
4	05/08/2022	9	9	100
5	09/08/2022	9	9	100
6	20/10/2022	9	8	88.89
7	09/11/2022	9	9	100
8	13/02/2023	9	9	100

C. COMMITTEE MEETINGS

Number of meetings held

24

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	05/05/2022	5	5	100
2	Audit Committee	09/08/2022	5	5	100
3	Audit Committee	09/11/2022	5	5	100
4	Audit Committee	23/01/2023	5	5	100
5	Audit Committee	13/02/2023	5	5	100
6	Nomination and Remuneration	05/05/2022	6	6	100
7	Nomination and Remuneration	13/02/2023	6	6	100
8	Stakeholders Forum	05/05/2022	4	4	100
9	Corporate Social Responsibility	05/05/2022	4	4	100
10	Share Transfer	05/05/2022	3	2	66.67

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	25/08/2023
								(Y/N/NA)
1	P. K. Kheruka	8	8	100	24	24	100	No
2	Shreevar Kheruka	8	6	75	19	13	68.42	Yes
3	Ashok Jain	8	7	87.5	15	12	80	Yes
4	Ramaswami Velayudhan	8	8	100	2	2	100	Yes
5	Raj Kumar Jain	8	8	100	10	10	100	Yes
6	Shalini Kamath	8	8	100	11	11	100	Yes
7	Pradeep Vasu	8	7	87.5	7	7	100	Yes
8	Haigreve Khairnar	8	8	100	11	10	90.91	No
9	Syed Asif Ibrahim	8	8	100	4	4	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	P. K. Kheruka	Executive Chairman	48,000,000	0	0	28,000,000	76,000,000
2	Ramaswami Velayudhan	Whole-time Director	6,386,688	0	13,811,250	18,642,459	38,840,397
3	Ashok Jain	Whole-time Director	6,525,672	0	17,011,625	17,248,126	40,785,423
	Total		60,912,360	0	30,822,875	63,890,585	155,625,820

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	Kishor Talreja	Company Secretary	1,599,216	0	0	2,331,931	3,931,147
2	Sunil Kumar Roongta	CFO	3,230,352	0	2,510,200	5,304,197	11,044,749
	Total		4,829,568	0	2,510,200	7,636,128	14,975,896

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shreevar Kheruka	Director	0	1,600,000	0	600,000	2,200,000
2	Raj Kumar Jain	Director	0	1,600,000	0	1,000,000	2,600,000
3	Pradeep Vasudeo E	Director	0	1,600,000	0	835,000	2,435,000
4	Syed Asif Ibrahim	Director	0	1,600,000	0	690,000	2,290,000
5	Haigreve Khaitan	Director	0	1,600,000	0	910,000	2,510,000
6	Shalini Kamath	Director	0	1,600,000	0	1,000,000	2,600,000
	Total		0	9,600,000	0	5,035,000	14,635,000

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

Virendra G. Bhatt

Whether associate or fellow

Associate Fellow

Certificate of practice number

124

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

ASHOK
KUMAR JAIN
Digitally signed by
ASHOK KUMAR JAIN
Date: 2023.09.13
16:54:37 +05'30'

DIN of the director

00025125

To be digitally signed by

KISHOR
HARISH
TALREJA
Digitally signed by
KISHOR HARISH
TALREJA
Date: 2023.09.13
17:00:09 +05'30'

Company Secretary

Company secretary in practice

Membership number

7064

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 Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

6_MGT-8_Signed.pdf 1-Annexure I Turnover.pdf 2-Annexure II Share Holding Pattern - Pub 3-Annx-III_Foreign Institutional Investors 3 4-Annexure IV Committee Meetings.pdf 5-Borosil Renewables LtdSHT.pdf

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Borosil Renewables Limited**V. Turnover and net worth of the company (as defined in the Companies Act, 2013)**

(i) Turnover:	Rs. 6,881,710,531 (exclusive of GST)
	Rs. 7,959,584,255 (inclusive of GST)
(ii) Net worth:	Rs. 9,051,341,383

Borosil Renewables Limited

VI. (a) (10) Share Holding Pattern - Promoters (Break-up of Others)

Sr. No.	Category of Shareholders	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Trusts	5,12,18,720	39.24	0	0.00
2	Limited Liability Partnership (LLP)	54,36,025	4.17	0	0.00
	Total	5,66,54,745	43.41	0	0.00

VI. (b) (10) Share Holding Pattern - Public Other than promoters (Break-up of Others)

Sr. No.	Category of Shareholders	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Alternate Investment Funds	4,425	0.00	0	0.00
2	NBFC Registered With RBI	50	0.00	0	0.00
3	Clearing Members	72,816	0.06	0	0.00
4	Trusts	3,236	0.00	0	0.00
5	Limited Liability Partnership (LLP)	58,894	0.05	0	0.00
6	HUF	10,77,687	0.82	0	0.00
7	Investor Education and Protection Fund Authority Ministry of Corporate Affairs*	28,29,084	2.17	0	0.00
8	Unclaimed Shares*	6,36,954	0.49	0	0.00
9	Foreign Portfolio Investors (Individual)	350	0.00	0	0.00
	Total	46,83,496	3.59	0	0.00

*Voting Rights on the following shares are frozen till the rightful owners claim the shares:

- 1) 2829084 fully paid-up equity shares held by Investor Education and Protection Fund (IEPF);
- 2) 636954 fully paid-up equity shares held in the Unclaimed Suspense Account under Regulation 39 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Borosil Renewables Limited

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

Sr. No.	Name of the FII	Address	Date of Incorporation	Country of Incorporation	Shares	Percent %
26	Emerging Markets Social 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	Not Available	Not Available	22024	0.02
27	Vanguard Total World Stock Index Fund	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	Not Available	Not Available	20853	0.02
28	Ishares Msci Emerging Markets Small-Cap Etf	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	Not Available	Not Available	20625	0.02
29	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	Not Available	Not Available	19509	0.01
30	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	Not Available	Not Available	18185	0.01
31	State Street Global All Cap Equity Ex-Us Index Portfolio	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	Not Available	Not Available	17601	0.01
32	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	Not Available	Not Available	14407	0.01
33	Ishares Msci Em Small Cap Ucits Etf	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	Not Available	Not Available	13803	0.01
34	International Monetary Fund	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	Not Available	Not Available	13642	0.01
35	State Street Msci Emerging Markets Small Cap Index Non-Lending Common Trust Fund	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON	Not Available	Not Available	13512	0.01
36	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	Not Available	Not Available	13194	0.01
37	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	Not Available	Not Available	12607	0.01
38	Public Employees Retirement System Of Ohio	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY	Not Available	Not Available	10681	0.01
39	Vanguard Esg International Stock Etf	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	Not Available	Not Available	10389	0.01
40	City Of Los Angeles Fire And Police Pension Plan	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	Not Available	Not Available	10115	0.01
41	Emerging Markets Core Equity Fund Of Dimensional Funds Icv	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	Not Available	Not Available	9620	0.01
42	Emerging Markets Ex China 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	Not Available	Not Available	9173	0.01
43	Ssga Spdr Etf Europe I Public Limited Company - Spdr Msci Emerging Markets Small Cap Ucits Etf	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	Not Available	Not Available	9004	0.01
44	Emerging Markets Small Capitalization Equity Index Fund B	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	Not Available	Not Available	8929	0.01
45	Australian Retirement Trust Managed By State Street Global Advisors, Australia Limited -	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	Not Available	Not Available	7959	0.01

46	State Street Msci Acwi Ex Usa Imi Screened Non-Lending Common Trust Fund	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	Not Available	Not Available	7486	0.01
47	The Regents Of The University Of California - State Street Global Advisors	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	Not Available	Not Available	6686	0.01
48	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	Not Available	Not Available	5695	0.00
49	Alaska Permanent Fund	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	Not Available	Not Available	5220	0.00
50	Dfa International Vector Equity Fund	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	Not Available	Not Available	4428	0.00
51	Dfa International Core Equity Fund	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001	Not Available	Not Available	4311	0.00
52	Ishares Core Msci Emerging Markets Imi Index Etf	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	Not Available	Not Available	4115	0.00
53	Dimensional Funds Plc - Multi-Factor Equity Fund	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	Not Available	Not Available	4002	0.00
54	Fundpartner Solutions (Suisse) S.A.-Rp - Fonds Institutionnel - Actions Marches Emergents	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	Not Available	Not Available	3954	0.00
55	Vanguard Investment Series Plc - Vanguard Esg Emerging Markets All Cap Equity Index	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON	Not Available	Not Available	3911	0.00
56	American Century Etf Trust - Avantis Emerging Markets Equity Fund	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	Not Available	Not Available	3890	0.00
57	American Century Etf Trust - Avantis Emerging Markets Value Etf	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	Not Available	Not Available	3660	0.00
58	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	Not Available	Not Available	3305	0.00
59	Premier Investment Fund Limited	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	Not Available	Not Available	3000	0.00
60	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	Not Available	Not Available	2950	0.00
61	Ishares Emerging Markets Imi Equity Index Fund	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	Not Available	Not Available	2729	0.00
62	Northern Trust Common All Country World Ex-Us Investable Market Index Fund-Non Lending	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	Not Available	Not Available	2647	0.00
63	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	Not Available	Not Available	2438	0.00
64	Aviator Emerging Market Fund	ICICI BANK LTD SMS DEPT 1ST FLOOR EMPIRE COMPLEX 414 S B MARG LOWER PAREL MUMBAI MAHARASHTRA 400013	Not Available	Not Available	2300	0.00
65	Northern Trust Collective Emerging Markets Ex China Investable Market Index Fund -	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	Not Available	Not Available	2231	0.00

66	Flexshares Morningstar Emerging Markets Factor Tilt Index Fund	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	Not Available	Not Available	1880	0.00
67	John Hancock Funds Ii Emerging Markets Fund	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	Not Available	Not Available	1436	0.00
68	American Century Etf Trust-Avantis Responsible Emerging Markets Equity Etf	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	Not Available	Not Available	875	0.00
69	Cophthall Mauritius Investment Limited - Non Odi Account	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	Not Available	Not Available	681	0.00
70	Bofa Securities Europe Sa	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	Not Available	Not Available	223	0.00
71	Vanguard Funds Plc - Vanguard Esg Emerging Markets All Cap Ucits Etf	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON EAST MUMBAI 400063	Not Available	Not Available	146	0.00
72	Canadian World Fund Limited	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	Not Available	Not Available	158000	0.12
73	State Street Global Small Cap Equity Ex-U.S. Index Non-Lending Series Fund	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	Not Available	Not Available	90151	0.07
74	Wisdomtree India Investment Portfolio, Inc.	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	Not Available	Not Available	43246	0.03
75	State Street Msci Emerging Markets Small Cap Index Securities Lending Fund	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	Not Available	Not Available	16617	0.01
76	Dela Depository & Asset Management B.V. As Responsible Entity To Dela Equity Fund 5	CITIBANK N.A. CUSTODY SERVICES FIFC-9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	Not Available	Not Available	3200	0.00

Note: Category "Foreign Institutional Investors" includes shares held by institutions under the category "Foreign Portfolio Investors".

Borosil Renewables Limited

VIII (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)
Ramaswami Velayudhan Pillai	00011024	Whole-time Director	0	In accordance with approval of the Board on recommendation of the Nomination and Remuneration Committee, he is continuing as Non-Executive Director w.e.f April 01, 2023, after completion of his tenure as Whole-time Director.

IX. Meetings of Members/Class of Members/Board/Committees of the Board of Directors:

C. Committee Meetings:

Sr. 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
11	Share Transfer Committee	01-07-2022	3	2	66.67
12	Share Transfer Committee	14-10-2022	3	2	66.67
13	Risk Management Committee	27-05-2022	8	7	87.5
14	Risk Management Committee	09-11-2022	8	8	100
15	Acquisition Oversight Committee	25-04-2022	4	4	100
16	Acquisition Oversight Committee	06-07-2022	4	3	75
17	Acquisition Oversight Committee	17-10-2022	4	3	75
18	Acquisition Oversight Committee	21-10-2022	4	3	75
19	Environment, Social and Governance Committee	09-11-2022	6	5	83.33
20	Borrowing Committee	15-10-2022	3	2	66.67
21	Borrowing Committee	25-11-2022	3	3	100
22	Borrowing Committee	13-01-2023	3	3	100
23	Borrowing Committee	30-01-2023	3	2	66.67
24	Borrowing Committee	27-03-2023	3	3	100

Virendra G. Bhatt

Company Secretary

Office :

Office No. 03, A Wing, 9th Floor,
Pinnacle Corporate Park,
BKC CST Link Rd., MMRDA Area,
Bandra Kurla Complex,
Bandra East, Mumbai - 400 051.
Tel. : 022 - 2652 9367
Mobile : +91 - 98200 48670
e-mail : bhattvirendra1945@yahoo.co.in

Form No.: MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers and records of **Borosil Renewables Limited** (hereinafter referred as "the Company") having CIN: L26100MH1962PLC012538 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, 2023 ("audit period"). 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 and its officers, I am of the opinion 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 prima facie complied with the provisions of the Act & Rules made there under in respect of:
 1. Its status under the Act;
 2. Maintenance of registers / records & making entries therein within the time prescribed therefor;
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies and other authorities, as applicable, within the prescribed time;
 4. Calling / convening / holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions, have been properly recorded in the Minute Book / registers maintained for the purpose and the same have been signed;



5. Closure of Register of Members / Security holders, as the case may be-
During the audit period, the Company was not required to close its Register of Members or Security holders.
6. Advances / loans to its directors and / or persons or firms or Companies referred in Section 185 of the Act-
As per the Audited Financial Statements and as per the Minutes of the Meetings, I observed that no advances / loans have been made to the Company's directors or persons or firms or Companies referred in Section 185 of the Act.
7. Contracts / arrangements with related parties as specified in section 188 of the Act-
As per the records produced before me and as per note No. 42 of the standalone financial statements for FY 2022-23, there were no contracts or arrangements with related parties as specified in Section 188 of the Act. All the transactions with related parties were in the ordinary course of business and at arms' length terms;
8. Issue or allotment or transfer or transmission and issue of security certificates in all instances;

There were no instances of buy-back of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities;

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-
As informed by the Company, there was no transaction or instance which required the Company to keep in abeyance the right to dividend, right shares and bonus shares required under the provisions of the Act;
10. Declaration / payment of dividend - **Not Declared during the year;**

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 is as per sub-sections (3), (4) and (5) thereof;
12. Constitution / appointment / re-appointments / retirement / filling up casual vacancies / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them, as applicable;



13. Appointment / reappointment / filling up of casual vacancies of auditors as per the provisions of section 139 of the Act-
There were no such instances of appointment or re-appointment or casual vacancies of the Auditor;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act-
There were no events occurred that required the approvals from the Central Government, Tribunal, Regional Director, Registrar or Court / other authorities under the Act;
15. Acceptance / renewal / repayment of deposits-
As per the records produced before me and as per the Audited Financial Statements, the Company has not accepted any public deposits;
16. Borrowings from banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable. **There were no borrowings from directors, members, public financial institutions, during the year;**
17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. Alteration of the provisions of the Memorandum and / or Articles of Association of the Company-
The Company has not altered its Memorandum of Association and Articles of Association during the year.

Date: 12th September, 2023

Place: Mumbai

UDIN: A001157E000989595



Virendra G. Bhatt

Practicing Company Secretary

ACS No.: 1157 / COP No.: 124

Peer Review Cert. No.: 1439/ 2021