

# 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]



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# 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

U74994MH2017FTC303216

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAHCG1238N

(ii) (a) Name of the company

GLUHEND INDIA PRIVATE LIMITE

(b) Registered office address

23, Floor-2,Plot-59/61, Arsiwala Mansion  
Nathalal Parikh Marg, Colaba  
Mumbai  
Mumbai City  
Maharashtra  
400005

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

compliance.gluhend@gmail.co

(d) \*Telephone number with STD code

01148464300

(e) Website

www.sagemetals.com

(iii) Date of Incorporation

22/12/2017

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private Company	Company limited by shares	Subsidiary of Foreign Company

(v) Whether company is having share capital

Yes  No

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

Yes  No

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

(e) Extended due date of AGM after grant of extension

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

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	C7	Metal and metal products	100

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Sage International Inc.		Subsidiary	100
2	Delos Sage Holdco Cooperatie		Holding	90

## 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	35,692,264	35,692,264	35,692,264	35,692,264
Total amount of equity shares (in Rupees)	356,922,640	356,922,640	356,922,640	356,922,640

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share				
Number of equity shares	35,692,264	35,692,264	35,692,264	35,692,264
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	356,922,640	356,922,640	356,922,640	356,922,640

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	292,133,895	289,126,659	289,126,659	289,126,659
Total amount of preference shares (in rupees)	2,921,338,950	2,891,266,590	2,891,266,590	2,891,266,590

Number of classes

5

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class A Compulsorily Convertible Preference Share				
Number of preference shares	237,196,934	234,189,698	234,189,698	234,189,698
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	2,371,969,340	2,341,896,980	2,341,896,980	2,341,896,980
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class B Compulsorily Convertible Preference Share				
Number of preference shares	845,547	845,547	845,547	845,547
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	8,455,470	8,455,470	8,455,470	8,455,470
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class C Compulsorily Convertible Preference Share				
Number of preference shares	4,146,147	4,146,147	4,146,147	4,146,147
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	41,461,470	41,461,470	41,461,470	41,461,470
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class D Compulsorily Convertible Preference Share				
Number of preference shares	21,909,848	21,909,848	21,909,848	21,909,848
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	219,098,480	219,098,480	219,098,480	219,098,480

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Redeemable Optionally Convertible Preference Sha				
Number of preference shares	28,035,419	28,035,419	28,035,419	28,035,419
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	280,354,190	280,354,190	280,354,190	280,354,190

**(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>	35,692,264	0	35692264	356,922,640	356,922,640	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	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						
<b>Decrease during the year</b>	0	0	0	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						
At the end of the year	35,692,264	0	35692264	356,922,640	356,922,640	
<b>Preference shares</b>						
At the beginning of the year	247,133,895	0	247133895	2,471,338,900	2,471,338,900	
Increase during the year	41,992,764	0	41992764	419,927,640	419,927,640	227,600,780
i. Issues of shares	41,992,764	0	41992764	419,927,640	419,927,640	227,600,780
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	289,126,659	0	289126659	2,891,266,500	2,891,266,500	

ISIN of the equity shares of the company

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

0

Class of shares		(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 style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 100px;" type="text"/>	<input style="width: 100px;" type="text"/>	<input style="width: 100px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 100px;" type="text"/>	<input style="width: 100px;" type="text"/>	<input style="width: 100px;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100px;" 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	6,350	450000	2,857,500,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			2,857,500,000

**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
<b>Non-convertible debentures</b>	2,857,500,000	0	0	2,857,500,000
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>	<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

3,314,300,000

(ii) Net worth of the Company

-793,940,000

**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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others Foreign Body Corporate	32,123,038	90	234,189,698	81
	<b>Total</b>	32,123,038	90	234,189,698	81

**Total number of shareholders (promoters)**

2

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage



1.	Individual/Hindu Undivided Family				
	(i) Indian	3,569,226	10	49,945,267	17.27
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others Foreign Body Corporate	0	0	4,991,694	1.73
	<b>Total</b>	3,569,226	10	54,936,961	19

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

3

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

5

**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	5	5
Members (other than promoters)	3	3
Debenture holders	2	2

## 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	3	0	3	0	0
<b>B. Non-Promoter</b>	2	0	1	0	0	0
(i) Non-Independent	2	0	1	0	0	0
(ii) Independent	0	0	0	0	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	2	3	1	3	0	0

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

7

### (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)
MICHAEL RAKITER	07995000	Director	0	
SANJAY KUMAR SANC	07995001	Director	0	
MATTHEW CONSTANT	07996471	Director	0	
SATISH KUMAR RUST	08574594	Director	0	
MADHUR ANEJA	ACZPA0680M	CEO	0	
SANDEEP CHOTIA	AEOPC5562K	CFO	0	
ISHA GUPTA	APMPG0102L	Company Secretar	0	

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

7

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)
VATSAL MANOJ SOLA	08659135	Managing Director	31/03/2021	Cessation
SHASHANK GOSWAM	AJYPG5153F	CFO	31/07/2020	Cessation
SANDEEP CHOTIA	AEOPC5562K	CFO	01/08/2020	Appointment
MADHUR ANEJA	ACZPA0680M	CEO	25/02/2021	Appointment
PRATHIBHA PRIYA MY	07430517	Additional director	01/06/2020	Appointment
PRATHIBHA PRIYA MY	07430517	Director	01/10/2020	Change in Designation
PRATHIBHA PRIYA MY	07430517	Director	31/03/2021	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

5

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	20/07/2020	5	3	100
Extra-Ordinary General Meeting	01/10/2020	5	2	100
Extra-Ordinary General Meeting	09/10/2020	5	2	100
Extra-Ordinary General Meeting	05/03/2021	5	2	100
Extra-Ordinary General Meeting	09/03/2021	5	2	100

**B. BOARD MEETINGS**

\*Number of meetings held

14

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/05/2020	5	2	40

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	15/06/2020	6	2	33.33
3	15/07/2020	6	2	33.33
4	01/08/2020	6	2	33.33
5	30/09/2020	6	2	33.33
6	09/10/2020	6	2	33.33
7	15/10/2020	6	2	33.33
8	01/12/2020	6	2	33.33
9	15/02/2021	6	2	33.33
10	01/03/2021	6	2	33.33
11	08/03/2021	6	2	33.33
12	15/03/2021	6	2	33.33

**C. COMMITTEE MEETINGS**

Number of meetings held

0

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					

**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	31/12/2021
								(Y/N/NA)
1	MICHAEL RAI	14	1	7.14	0	0	0	Yes
2	SANJAY KUM	14	1	7.14	0	0	0	Yes
3	MATTHEW CO	14	1	7.14	0	0	0	No

4	SATISH KUM,	14	13	92.86	0	0	0	Yes
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**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	Vatsal Manoj Solani	Managing Director	1,320,000	0	0	490,000	1,810,000
	Total		1,320,000	0	0	490,000	1,810,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sandeep Chotia	CFO	5,920,000	0	0	0	5,920,000
2	Madhur Aneja	CEO	1,760,000	0	0	0	1,760,000
3	Isha Gupta	CS	620,000	0	0	0	620,000
	Total		8,300,000	0	0	0	8,300,000

Number of other directors whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Satish Kumar Rustgi	Director	4,900,000	0	0	0	4,900,000
	Total		4,900,000	0	0	0	4,900,000

**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

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(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

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**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.  
 (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.  
 (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

**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:

- 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.
- 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

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

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

**List of attachments**

Approval letter for extention of AGM.pdf Board meetings-20-21.pdf List of Shareholders and Debentureholders Form Mgt-8-2020-2021.pdf
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<b>Remove attachment</b>
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Modify
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Check Form
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Prescrutiny
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Submit
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**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**



सत्यमेव जयते

**GOVERNMENT OF INDIA**  
**MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies  
Everest, 100 Marine Drive, Mumbai, Maharashtra, India, 400002

DATED : 27-11-2021

IN THE MATTER OF M/S GLUHEND INDIA PRIVATE LIMITED CIN U74994MH2017FTC303216

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2021 and the Annual general meeting of the company is due to be held on 30-11-2021 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN T59132159 on 18-11-2021 requesting for an extension of time for the purpose of holding AGM on the following grounds

approved

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 1 month 0 days is considered.

**ORDER**

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 1 month 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.

DS MINISTRY  
OF CORPORATE  
AFFAIRS 23 2

Digitally signed by DS MINISTRY OF CORPORATE AFFAIRS 23 2 on 18-11-2021 12:28:13 +05'30' Reason: I am the issuer and registry of the document. Date: 2021.11.27 12:28:13 +05'30'

Yours faithfully,  
Ajay Pawar

Registrar of Companies  
RoC - Mumbai

Mailing Address as per record available in Registrar of Companies office:

GLUHEND INDIA PRIVATE LIMITED  
23, Floor-2, Plot-59/61, Arsiwala Mansion, Nathalal Parikh Marg, Colaba,  
Mumbai, Mumbai City, Maharashtra, India, 400005



**Note:** This letter is to be generated only when the application is approved by RoC office



**Details of Board Meetings**

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of members attended	% of attendance
13	30/03/2021	6	2	33.33
14	31/03/2021	4	3	75.00

# Gluhend India Private Limited

(A Sage Group Company)

Corporate Office: 346, F. I. E. Patparganj,

Delhi - 110 092, INDIA Tel: 011- 48464300

E-mail: info@sagemetals.co.in

CIN U74994MH2017FTC303216



## List of Equity Shareholders as on 31<sup>st</sup> March 2021

Full Name	Address	No. of Shares held	Nominal Value (per share)	Amount
Delos Sage Holdco Cooperatief U.A.	Amsterdam, The Netherlands	3,21,23,037	Rs.10/-	Rs.32,12,30,370/-
Bhupesh Kumar Chhajjer (Nominee of Delos Sage Holdco Cooperatief U.A.)	Dayabati Mansion, 13 KYD Street, Kolkata – 700 016	1	Rs.10/-	Rs.10/-
Ramakrishnan Krishnan	B-44, IInd Floor, Gulmohar Park, New Delhi – 110 049	35,69,226	Rs.10/-	Rs.3,56,92,260/-
<b>Total</b>		<b>3,56,92,264</b>		<b>Rs.35,69,22,640/-</b>

## List of Preference Shareholders as on 31<sup>st</sup> March 2021

Full Name	Address	Class of Preference Shares (PS)	No. of Shares held	Nominal Value (per share)	Amount
Delos Sage Holdco Cooperatief U.A.	Amsterdam, The Netherlands	Class A Compulsorily Convertible PS	23,41,89,698	Rs.10/-	Rs.2,34,18,96,980/-
AR2 LLC	3600 Wabeek lake Dr W, Bloom Field Hills, Michigan 48302	Class B Compulsorily Convertible PS	8,45,547	Rs.10/-	Rs.84,55,470/-
Fortress Metals LLC	60 Old Club Ct, Nashville, TN 37215	Class C Compulsorily Convertible PS	41,46,147	Rs.10/-	Rs.4,14,61,470/-
Ramakrishnan Krishnan	B-44, IInd Floor, Gulmohar Park, New Delhi – 110 049	Class D Compulsorily Convertible PS	2,19,09,848	Rs.10/-	Rs.21,90,98,480/-
Ramakrishnan Krishnan	B-44, IInd Floor, Gulmohar Park, New Delhi – 110 049	Redeemable Optionally Convertible PS	2,80,35,419	Rs.10/-	Rs.28,03,54,190/-

For Gluhend India Private Limited

Isha Gupta  
Company Secretary  
Mem. No. – 22178



# Gluhend India Private Limited

(A Sage Group Company)

Corporate Office: 346, F. I. E. Patparganj,  
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## List of Debenture-holders as on 31<sup>st</sup> March 2021

Full Name	Address	No. of Debentures held	Nominal Value (per share)	Amount
Koi Structured Credit Pte Limited	6, Battery Road, #29-01, Singapore	3175	Rs.4,50,000/-	Rs.1,42,87,50,000/-
Credit Opportunities II Pte Limited	39, Robinson Road, #15-03, Robinson Point, Singapore	3175	Rs.4,50,000/-	Rs.1,42,87,50,000/-
<b>Total</b>		<b>6350</b>		<b>Rs.2,85,75,00,000/-</b>

For Gluhend India Private Limited

Isha Gupta  
Company Secretary  
Mem. No. – 22178





# Arun Kumar Gupta & Associates

## COMPANY SECRETARIES

Form No. MGT-8

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

### CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **GLUHEND INDIA PRIVATE LIMITED** ("the Company") as required to be maintained under the provisions of the **Companies Act, 2013 (the Act)** and the rules made there under for the financial year ended on 31<sup>st</sup> March, 2021. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. its status under the Act;
2. maintenance of registers/records & making entries therein within the time prescribed therefor;
3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time:

*During the year the company has filed all the forms and returns with the Registrar of Companies within the prescribed time or in the case of delay with requisite additional fees.*

4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed:

*During the year the Company has complied with the provisions of calling/convening/holding meeting of the Board of Directors as stated in Annual Return and minutes duly recorded in the minute book kept for the purpose.*

*However, the Company has conducted the Annual General Meeting for the Financial year 2019-20 after the due date specified under the Act and even after the period of extension as granted by the Registrar of Companies on an application made in this regard*

5. closure of Register of Members / Security holders, as the case may be:

*The company is not required to close its Register of Members/Security holders during the aforesaid financial year;*

6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act:



*The Company has complied with the provisions of Section 185 of the Companies Act, 2013 in respect of grant of loans and advances to its directors or persons or firms or Companies as referred under the provisions of the Act.*

7. contracts/arrangements with related parties as specified in section 188 of the Act:

*The Company has made contracts/arrangements with related parties in due compliance of the provisions of Section 188 of the Act and the rules made thereunder.*

8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances:

*During the period under review, the Company has issued and allotted below Shares to the Delos Sage Holdco Cooperatief U.A, details as follows:*

S. No.	Date of Allotment	Name of the allottee	Type of share	Number of shares
1	15.10.2020	Delos Sage Holdco Cooperatief U.A.	Class A CCPS of INR 10/- each	1,85,36,496
2	15.03.2021	Delos Sage Holdco Cooperatief U.A.	Class A CCPS of INR 10/- each	2,34,56,268

*There were no Transfer or transmission or buy back of securities/redemption of preference shares or debentures/alteration reduction of share capital during the financial year under review.*

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:

*There was no instance for keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;*

10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act:

*There were no amounts which were required to be transferred to the Investor Education and Protection Fund in accordance with section 125 of the Act;*

11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof:

*Signing of audited financial statement and report of the director's for the financial year ended on 31 March, 2020 is as per the provisions of the section 134 of the Companies Act, 2013 and the Rules made under the Act.*

12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them:

*The Company is in compliance with the provisions of the Act and the Rules made thereunder w.r.t. the constitution, appointment, re-appointment of the Directors and the Key Managerial Personnel.*



*Personnel. All Directors and Key Managerial Personnel have given the disclosures as required under the Act. Remuneration paid to Directors is in compliance with the Act*

*Ms. Nidhi Bothra (Woman director) resigned from the directorship w.e.f. 30<sup>th</sup> September, 2019 as per the provision of Companies Act, 2013 and such intermittent vacancy of a woman director have to be filled-up by the Board at the earliest but not later than immediate next Board meeting or three months from the date of such vacancy whichever is later. But the Company failed to fill the vacancy within the prescribed period, and the vacancy was filled in on 01<sup>st</sup> June 2020.*

13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act:

*The Company is in compliance with the provisions of the Act for the appointment/re-appointment of Statutory Auditors of the Company.*

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:

*During the year under review, the Company was not required to take any approvals from the Central Government, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act.*

15. acceptance/ renewal/ repayment of deposits:

*The Company has not accepted/renewed/repaid deposits during the period under review.*

16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable:

*The Borrowings done by the Company during the year is in compliance with the provisions of the Act. Further there was no creation/modification/satisfaction of charges during the financial year under review as the same is not required.*

17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act:

*The investment in securities, giving of loan, guarantees or providing of security in connection with loan to any other bodies corporate or persons as envisaged in Section 186 of the Act during the financial year are in due compliance of the provisions of the said Section.*

18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company:

*During the year under review, the Company has altered its Capital clause in memorandum of association of the Company twice and substituted with the following clause:*

- The authorised share capital of the Company is INR. 3,12,82,61,590 divided into: (a) 3,56,92,264 ordinary equity shares of INR 10 each; (b) 22,15,55,207 Class A Compulsorily Convertible Preference Shares (having such terms as may be approved by the members) of INR 10 each; (c) 9,54,250 Class B Compulsorily Convertible Preference Shares (having such terms as may be approved by the members) of INR*





10 each; and (d) 46,79,171 Class C Compulsorily Convertible Preference Shares (having such terms as may be approved by the members) of INR 10 each; e) 2,19,09,848 Class D Compulsorily Convertible Preference Shares (having such terms as may be approved by the members) of INR 10 each; and (f) 2,80,35,419 redeemable optionally convertible preference shares (having such terms as may be approved by the members) of INR 10 each. \*<sup>1</sup>

- The authorised share capital of the Company is INR. 3,27,82,61,590 divided into: (a) 3,56,92,264 ordinary equity shares of INR 10 each; (b) 23,71,96,934 Class A Compulsorily Convertible Preference Shares (having such terms as may be approved by the members) of INR 10 each; (c) 8,45,547 Class B Compulsorily Convertible Preference Shares (having such terms as may be approved by the members) of INR 10 each; and (d) 41,46,147 Class C Compulsorily Convertible Preference Shares (having such terms as may be approved by the members) of INR 10 each; e) 2,19,09,848 Class D Compulsorily Convertible Preference Shares (having such terms as may be approved by the members) of INR 10 each; and (f) 2,80,35,419 redeemable optionally convertible preference shares (having such terms as may be approved by the members) of INR 10 each. \*<sup>2</sup>

Further there was no Alteration in Memorandum of Association of the Company.

\*<sup>1</sup> On 01/10/2020

\*<sup>2</sup> On 05/03/2021

**For ARUN KUMAR GUPTA & ASSOCIATES  
COMPANY SECRETARIES**



**(ARUN KUMAR GUPTA)**  
FCS: 5551, CP: 5086  
UDIN: F005551C002702454  
Date: 24/02/2022  
Place: Delhi

