

FORM NO. MGT-7

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



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

L91990UP1990PLC011753

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACS0601E

(ii) (a) Name of the company

SOUTH ASIAN ENTERPRISES LI

(b) Registered office address

Room No. 1, 4/25 Gagan Deep Triveni Nagar Meerpur Cantt
Meerpur
Kanpur Nagar
Uttar Pradesh
208004

(c) * e-mail ID of the company

SO*****IL.CC

(d) *Telephone number with STD code

01*****66

(e) Website

www.sael.co.in

(iii) Date of Incorporation

21/03/1990

(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	Bombay Stock Exchange Limited (BSE)	1

(b) CIN of the Registrar and Transfer Agent

U67120DL1950PTC001854

Pre-fill

Name of the Registrar and Transfer Agent

RCMC SHARE REGISTRY PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

B-25/1, OKHLA INDUSTRIAL AREA
PHASE II

(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

24/09/2024

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	R	Arts, entertainment and recreation	R4	Sports, amusement and recreation activities	3
2	G	Trade	G1	Wholesale Trading	97

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

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

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	VLS CAPITAL LIMITED	U67190DL1985PLC022302	Holding	59.61

2	CHAI THELA PRIVATE LIMITED	U15100DL2016PTC300928	Subsidiary	60.34
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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	5,000,000	4,000,000	4,000,000	4,000,000
Total amount of equity shares (in Rupees)	50,000,000	40,000,000	40,000,000	39,991,250

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share				
Number of equity shares	5,000,000	4,000,000	4,000,000	4,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	50,000,000	40,000,000	40,000,000	39,991,250

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	700,155	3,299,845	4000000	40,000,000	39,991,250	
Increase during the year	0	7,125	7125	0	0	0
i. Pubic 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 Share Dematerialised		7,125	7125			
Decrease during the year	7,125	0	7125	0	0	0
i. Buy-back of shares	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 Share Dematerialised	7,125		7125			
At the end of the year	693,030	3,306,970	4000000	40,000,000	39,991,250	
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

INE118B01010

(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

26/09/2023

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

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

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

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

Details of debtentures

Class of debtentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debtentures	0	0	0	0
Partly convertible debtentures	0	0	0	0
Fully convertible debtentures	0	0	0	0

(v) Securities (other than shares and debtentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

(i) Turnover

5,593,300

(ii) Net worth of the Company

63,917,950

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	58,685	1.47	0	
	(ii) Non-resident Indian (NRI)	1	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)	2,384,290	59.61	0	
10.	Others	0	0	0	
	Total	2,442,976	61.08	0	0

Total number of shareholders (promoters)

7

(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	1,111,076	27.78	0	
	(ii) Non-resident Indian (NRI)	200	0.01	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	200	0.01	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)	299,878	7.5	0	
10.	Others HUF, LLP and Clearing Mem	145,670	3.64	0	
	Total	1,557,024	38.94	0	0

Total number of shareholders (other than promoters)

5,127

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

5,134

**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	7	7
Members (other than promoters)	5,218	5,127
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	0	0	0	0	0	0
B. Non-Promoter	2	6	2	7	0	0
(i) Non-Independent	2	3	2	4	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0

(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	6	2	7	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 11

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MAHESH PRASAD ME	00016768	Director	1	05/04/2024
PRIYA BRAT	00041859	Director	0	06/09/2024
KISHAN KUMAR SON	00106037	Director	1	04/09/2024
TEJ BHAN GUPTA	00106181	Managing Director	2	
ANUPAM MEHROTRA	08608345	Whole-time director	0	
ADESH KUMAR JAIN	00512969	Director	0	
NEERAJ ARORA	07191167	Director	0	
PREM NARAIN PARAS	09691343	Director	0	
ABHINAV SHOBHIT	10155183	Director	0	
SUBHASH CHANDRA	AANPJ7826N	CFO	0	
RAMESH CHANDRA F	AJRPP6072H	Company Secretar	1	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
ABHINAV SHOBHIT	10155183	Additional director	12/08/2023	Appointment
ADESH KUMAR JAI	00512969	Director	26/09/2023	Change in Designation
ABHINAV SHOBHIT	10155183	Director	26/09/2023	Change in Designation

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	29/09/2023	5,177	37	65.9

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/05/2023	8	8	100
2	12/08/2023	9	9	100
3	08/11/2023	9	7	77.78
4	05/02/2024	9	7	77.78

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	24/05/2023	4	3	75
2	Audit Committee	12/08/2023	4	4	100
3	Audit Committee	08/11/2023	4	4	100
4	Audit Committee	05/02/2024	4	4	100
5	Nomination and Remuneration Committee	24/05/2023	4	4	100
6	Nomination and Remuneration Committee	12/08/2023	4	4	100
7	Stakeholders Forum	28/04/2023	2	2	100
8	Stakeholders Forum	10/06/2023	2	2	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
9	Stakeholders F	29/08/2023	2	2	100
10	Stakeholders F	06/11/2023	2	2	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	24/09/2024
								(Y/N/NA)
1	MAHESH PRA	4	2	50	0	0	0	Not Applicable
2	PRIYA BRAT	4	4	100	6	6	100	Not Applicable
3	KISHAN KUM	4	4	100	10	9	90	Not Applicable
4	TEJ BHAN GU	4	4	100	6	6	100	Yes
5	ANUPAM MEH	4	2	50	0	0	0	Yes
6	ADESH KUMA	4	4	100	6	6	100	Yes
7	NEERAJ ARO	4	4	100	2	2	100	No
8	PREM NARAI	4	4	100	6	6	100	Yes
9	ABHINAV SH	3	3	100	0	0	0	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Tej Bhan Gupta	Managing Direct	480,000	0	0	0	480,000
2	Anupam Mehrotra	Whole-time Dire	559,704	0	0	0	559,704
	Total		1,039,704	0	0	0	1,039,704

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ramesh Chandra P	Company Secre	0	0	0	60,000	60,000
	Total		0	0	0	60,000	60,000

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	PRIYA BRAT	ndependent Dire	0	0	0	111,000	111,000
2	MAHESH PRASAD	Non-Executive D	0	0	0	24,000	24,000
3	ABHINAV SHOBHI	Non-Executive D	0	0	0	36,000	36,000
4	NEERAJ ARORA	Non-Executive D	0	0	0	58,000	58,000
5	ADESH KUMAR JA	ndependent Dire	0	0	0	111,000	111,000
6	PREM NARAIN PA	ndependent Dire	0	0	0	111,000	111,000
	Total		0	0	0	451,000	451,000

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

ASHUTOSH AGGARWAL

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

7467

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. ...

09

dated

13/02/2023

(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

TEJ BHAN GUPTA
Digitally signed by
TEJ BHAN GUPTA
Date: 2024.11.22
13:59:46 +05'30'

DIN of the director

0*1*6*8*

To be digitally signed by

ASHUTOSH AGGARWAL
Digitally signed by
ASHUTOSH AGGARWAL
Date: 2024.11.22
14:42:16 +05'30'

☐ Company Secretary

☒ Company secretary in practice

Membership number

9*7*

Certificate of practice number

7*6*

Attachments

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

Attach**Attach****Attach****Attach****List of attachments**

MGT 8 SAE 2024.pdf
Disclosure_Section 89.pdf
Additional Details2024.pdf
UDIN MGT 7 SAE 2024.pdf

Remove attachment

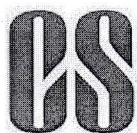
Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



Form MGT – 8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the Registers, Records and Books and Papers of **South Asian Enterprises Limited** CIN L91990UP1990PLC011753 (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made thereunder for the Financial Year ended on March 31, 2024. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that: -

- A. The Annual Return states the facts as at the close of the aforesaid Financial Year correctly and adequately.
- B. During the aforesaid Financial Year the Company has complied with provisions of the Act and Rules made there under (wherever applicable) in respect of: -
1. its status under the Act;
 2. maintenance of registers / records and 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 the prescribed time and in 5 (five) instances beyond the prescribed time with 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 Minutes 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;
 6. advances / loans to its Directors and / 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;
 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;
 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*;





A Aggarwal and Associates

Company Secretaries

35, Tyagi Vihar – B,
Dharam Colony, Nangloi
Delhi 110041

Mobile: 9818307204

Mail ID: aaggarwal_cs@yahoo.com

10. declaration / payment of dividend; transfer of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act*;
11. signing of Audited Financial 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;
12. constitution / appointment / re-appointments / retirement / filling up casual vacancies / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. appointment / reappointment / filling up casual vacancies of Auditors as per the provisions of Section 139 of the Act*;
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;
15. acceptance / renewal / repayment of deposits*;
16. borrowings from its Directors, Members, Public Financial Institutions, Banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable*;
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;
18. alteration of the provisions of the Memorandum and / or Articles of Association of the Company*.

*Indicates either no transaction or not applicable for the year under review.

Place: New Delhi
Date: 19.11.2024

Ashutosh Aggarwal
A Aggarwal and Associates
Company Secretaries

ACS 9972 CP No. 7467

P.R. Certificate No. 1097 / 2021

UDIN A009972F002326066

