Form No. MGT-7

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

सत्यमेव जयते

Form language

(●) English ( ) Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN): L74999MH2017PLC292281

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY): 01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2025

(c) *Type of Annual filing: (●) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years:

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	STERLING AND WILSON RENEWABLE ENERGY LIMITED	STERLING AND WILSON RENEWABLE ENERGY LIMITED
Registered office address	9TH FLR, UNIVERSAL MAJESTIC, P L LOKHANDE MARG, CHEMBUR WEST,NA,MUMBAI,Maharashtra,India,400043	9TH FLR, UNIVERSAL MAJESTIC, P L LOKHANDE MARG, CHEMBUR WEST,NA,MUMBAI,Maharashtra,India,400043
Latitude details	19.061845	19.061845
Longitude details	72.913476	72.913476

(a) *Photograph of the registered office of the Company showing external building and name prominently visible: swrelphoto.pdf

(b) *Permanent Account Number (PAN) of the company: AA******3J

(c) *e-mail ID of the company: *****nadha.rao@sterlingwilson.com

(d) *Telephone number with STD code: 02*******00

(e) Website

https://www.sterlingandwilsonre.com/

iv *Date of Incorporation (DD/MM/YYYY) 09/03/2017

v (a) *Class of Company (as on the financial year end date) Public company

(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) Company limited by shares

(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) Indian Non-Government company

(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) (●) Yes ( ) No

vii (a) Whether shares listed on recognized Stock Exchange(s) (●) Yes ( ) No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)

viii Number of Registrar and Transfer Agent 1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058

ix * (a) Whether Annual General Meeting (AGM) held (●) Yes ( ) No

(b) If yes, date of AGM (DD/MM/YYYY) 21/08/2025

(c) Due date of AGM (DD/MM/YYYY) 30/09/2025

(d) Whether any extension for AGM granted ( ) Yes (●) No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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	M	Professional, Scientific and Technical activities	74	Other professional, scientific and technical activities	100

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

i *No. of Companies for which information is to be given: 24

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	U74999MH2018PTC315871		ESTERLINA SOLAR ENGINEERS PRIVATE LIMITED	Subsidiary	100
2		1704	Sterling and Wilson International Solar FZCO	Subsidiary	100
3		0105558069677	Sterling and Wilson (Thailand) Limited	Subsidiary	100
4		1010629735	Sterling and Wilson Saudi Arabia Limited	Subsidiary	95
5		1334217	Sterling and Wilson Solar LLC	Subsidiary	70

6		639466	Sterling and Wilson Middle East Solar Energy LLC	Subsidiary	100
7		201334603N	Sterling and Wilson Singapore Pte Ltd	Subsidiary	100
8		2013/189325/07	Sterling and Wilson Engineering (Pty) Ltd	Subsidiary	60
9		1852098	Sterling and Wilson Solar Solutions LLC	Subsidiary	100
10		17157639	Sterling and Wilson Solar Spain, S.L.	Subsidiary	99
11		82-375982	Sterling and Wilson Solar Solutions Inc	Subsidiary	100
12		123 571 059	GCO Solar Pty. Limited	Subsidiary	100
13		632 960 680	Sterling and Wilson Solar Australia Pty Ltd.	Subsidiary	100
14		21084889	Sterling and Wilson Renewable Energy Spain S.L.	Subsidiary	100
15		6869656	Sterling and Wilson Renewable Energy Nigeria Limited	Subsidiary	100
16		21084541	Esterlina Solar Proyecto Uno, S.L.	Subsidiary	99
17		21084817	Esterlina Solar-Proyecto Dos, S.L.	Subsidiary	99
18		21084822	Esterlina Solar Proyecto Tres, S.L.	Subsidiary	99
19		21084832	Esterlina Solar Proyecto Cuatro, S.L.	Subsidiary	99
20		21084838	Esterlina Solar Proyecto Cinco, S.L.	Subsidiary	99
21		21084850	Esterlina Solar Proyecto Seis, S.L.	Subsidiary	99
22		21084858	Esterlina Solar Proyecto Siete, S.L.	Subsidiary	99
23		21084868	Esterlina Solar Proyecto Ocho, S.L.	Subsidiary	99
24		21084883	Esterlina Solar Proyecto Nueve, S.L.	Subsidiary	99

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	500000000.00	233494316.00	233494316.00	233494316.00
Total amount of equity shares (in rupees)	500000000.00	233494316.00	233494316.00	233494316.00

Number of classes: 1

Class of shares Equity Shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	500000000	233494316	233494316	233494316
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	500000000.00	233494316.00	233494316	233494316

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	1000000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	100000000.00	0.00	0.00	0.00

Number of classes: 1

Class of shares Preference Share	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital

Number of preference shares	1000000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	100000000.00	0.00	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	233202317	233202317.00	233202317	233202317	
Increase during the year	0.00	291999.00	291999.00	291999.00	291999.00	69203763.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	291999	291999.00	291999	291999	69203763
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify 0	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify 0	0	0	0.00	0	0	
At the end of the year	0.00	233494316.00	233494316.00	233494316.00	233494316.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify 0	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify 0	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company: INE00M201021

ii Details of stock split/consolidation during the year (for each class of shares): 0

Class of shares		
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

*Number of classes: 0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes: 0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)

Total			

Classes of partly convertible 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**
Total				

(c) Fully convertible debentures

*Number of classes: 0

Classes of fully convertible debentures	**Number of units**	**Nominal value per unit**	**Total value (Outstanding at the end of the year)**
Total			

Classes of fully convertible 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**
Total				

(d) Summary of Indebtedness

Particulars	**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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

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

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

i *Turnover: 53870390687

ii * Net worth of the Company: 31677197646

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	14407462	6.17	0	0.00
	(ii) Non-resident Indian (NRI)	293662	0.13	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00

4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	92078625	39.44	0	0.00
10	Others	0	0.00	0	0.00
	Total	106779749.00	45.74	0.00	0

Total number of shareholders (promoters) 9

B Public/Other than promoters

S. No	**Category**	**Equity**		**Preference**	
		Number of shares	**Percentage**	**Number of shares**	**Percentage**
1	Individual/Hindu Undivided Family				
	(i) Indian	73828161	31.62	0	0.00
	(ii) Non-resident Indian (NRI)	2833832	1.21	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	5860481	2.51	0	0.00

4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	19701156	8.44	0	0.00
7	Mutual funds	9620359	4.12	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	11879276	5.09	0	0.00
10	Others AIF, Trusts, LLP, CM	2991302	1.28	0	0.00
	Total	126714567.00	54.27	0.00	0

Total number of shareholders (other than promoters): 347895

Total number of shareholders (Promoters + Public/Other than promoters): 347904.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	**Category**	
1	Individual - Female	78189
2	Individual - Male	170875
3	Individual - Transgender	0
4	Other than individuals	98840
	Total	347904.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company: 99

Name of the FII	**Address**	**Date of Incorporation**	**Country of Incorporation**	**Number of shares held**	**% of shares held**
MINERVA EMERGING OPPORTUNITIES FUND LIMITED	ORBIS FINANCIAL CORPORATION LTD 4 A, OCUS TECHNOPOLIS SECTOR 54, GOLF CLUB ROAD GURGAON	31/03/2025	India	10000	0.01

AEGIS INVESTMENT FUND PCC	Kotak Mahindra Bank Ltd A wing, 5th floor, Intellion Square Infinity IT Park Gen AK Vaidya Marg, Malad E, Mumbai	31/03/2025	India	1500	0.01
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	31/03/2025	India	5491	0.01
AIDOS INDIA FUND LTD	ICICI BANK LTD SMS DEPT 1ST FLOOR EMPIRE COMPLEX 414 S B MARG LOWER PAREL MUMBAI	31/03/2025	India	90000	0.03
FUNDPARTNER SOLUTIONS (SUISSE) SATURICUM - AKTIEN - UND IMMOBILIENWER TSCHRIFTEN	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	31/03/2025	India	8411	0.01
STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NONLENDING COMMON TRUST FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	31/03/2025	India	26653	0.01
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	31/03/2025	India	22078	0.01
INTERNATIONAL MONETARY FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	31/03/2025	India	1637	0.01
PUB EQUITIES EMERGING MARKETS 2	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	31/03/2025	India	76385	0.03
BVK PERSONALVORSO RGE DES KANTONS ZURICH	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	31/03/2025	India	13405	0.01

AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	31/03/2025	India	53727	0.02
VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	31/03/2025	India	1364223	0.58
MERCER QIF FUND PLCMERCER INVESTMENT FUND 1	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	31/03/2025	India	15011	0.01
VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	31/03/2025	India	106511	0.04
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	31/03/2025	India	1471913	0.63
ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	31/03/2025	India	2637	0.01
VANGUARD INVESTMENTS FUNDS ICVCVANGUARD FTSE GLOBAL ALL CAP INDEX FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	31/03/2025	India	10773	0.01
VANGUARD TOTAL WORLD STOCK INDEX FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	31/03/2025	India	68064	0.02

CALVERT WORLD VALUES FUND INC. - CALVERT EMERGING MARKETS ADVANCEMENT FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	31/03/2025	India	1000	0.01
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	31/03/2025	India	29995	0.01
AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EXCHINA EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	31/03/2025	India	220	0.01
AMICORP CAPITAL (MAURITIUS) LIMITED	SBI-SG GLOBAL SECURITIES SERVICES PL JEEVAN SEVA EXTENSION BUILDING GROUND FLOOR S V ROAD SANTACRUZ WEST MUMBAI	31/03/2025	India	26200	0.01
UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NATIONS JOINT STAFF PENSION FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	31/03/2025	India	35562	0.01
STATE STREET GLOBAL SMALL CAP EQUITY EXU. S. INDEX NONLENDING SERIES FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	31/03/2025	India	257616	0.11
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	31/03/2025	India	24469	0.01

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	9	9

Members (other than promoters)	196299	347895
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	1	0	1	0	0.13
B Non-Promoter	0	7	0	7	0.00	0.00
i Non-Independent	0	3	0	3	0	0
ii Independent	0	4	0	4	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	0	8	0	8	0.00	0.13

*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
KHURSHED YAZDI DARUVALA	00216905	Director	293662	

NARAYAN BALANADU	00007129	Director	0	
CHERAG SAROSH BALSARA	07030974	Director	0	
NAINA KRISHNA MURTHY	01216114	Director	0	
RAHUL YOGENDRA DUTT	08872616	Director	0	
RUKHSHANA JINA MISTRY	08398795	Director	0	
SAURABH AGARWAL	09206293	Director	0	
UMESH NARAIN KHANNA	03634361	Director	0	
CHANDRA KISHORE THAKUR	ABGPT6678N	Manager	11721	
AJIT PRATAP SINGH	ALEPS8168A	CFO	0	
VENKATA JAGANNADHA RAO CHUNDURU	ABFPC5452Q	Company Secretary	7000	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 5

Name	**DIN/PAN**	**Designation at the beginning / during the financial year**	**Date of appointment/ change in designation/ cessation (DD/MM/YYYY)**	**Nature of change (Appointment/ Change in designation/ Cessation)**
BAHADUR SAM DASTOOR	AACPD5618H	CFO	21/10/2024	Cessation
SANDEEP THOMAS MATHEW	AJNPM6152D	CFO	16/01/2025	Appointment
SANDEEP THOMAS MATHEW	AJNPM6152D	CFO	24/03/2025	Cessation
AJIT PRATAP SINGH	ALEPS8168A	CFO	24/03/2025	Appointment
RAHUL YOGENDRA DUTT	08872616	Director	23/06/2024	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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	05/09/2024	275845	61	46.77

B BOARD MEETINGS

*Number of meetings held: 6

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/04/2024	8	7	87.5
2	18/07/2024	8	5	62.5
3	14/10/2024	8	7	87.5
4	16/01/2025	8	7	87.5
5	06/03/2025	8	8	100
6	13/03/2025	8	8	100

C COMMITTEE MEETINGS

Number of meetings held: 16

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	20/04/2024	3	3	100
2	Audit Committee	18/07/2024	3	3	100
3	Audit Committee	14/10/2024	3	3	100
4	Audit Committee	03/12/2024	3	3	100

5	Audit Committee	16/01/2025	3	3	100
6	Audit Committee	06/03/2025	3	3	100
7	Nomination and Remuneration Committee	19/04/2024	3	3	100
8	Nomination and Remuneration Committee	23/05/2024	3	3	100
9	Nomination and Remuneration Committee	05/07/2024	3	3	100
10	Nomination and Remuneration Committee	16/01/2025	3	3	100
11	Nomination and Remuneration Committee	06/03/2025	3	3	100
12	Corporate and Social Responsibility Committee	19/04/2024	3	3	100
13	Corporate and Social Responsibility Committee	14/10/2024	3	3	100
14	Stakeholders Relationship Committee	14/10/2024	3	3	100
15	Risk Management Committee	23/05/2024	5	5	100
16	Risk Management Committee	03/12/2024	5	5	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	21/08/2025 (Y/N/NA)
1	NARAYAN BALANADU	6	6	100	0	0	0	Yes
2	RAHUL YOGENDRA DUTT	6	5	83	4	4	100	Yes
3	RUKHSHANA JINA MISTRY	6	6	100	14	14	100	Yes

4	SAURABH AGARWAL	6	6	100	0	0	0	No
5	UMESH NARAIN KHANNA	6	4	66	5	5	100	Yes
6	CHERAG SAROSH BALSARA	6	6	100	13	13	100	Yes
7	NAINA KRISHNA MURTHY	6	3	50	0	0	0	No
8	KHURSHED YAZDI DARUVALA	6	6	100	16	16	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *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	CHANDRA KISHOR THAKUR	Manager	50698113	0	5169360	0	55867473.00
	Total		50698113.00	0.00	5169360.00	0.00	55867473.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered: 4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	AJIT PRATAP SINGH	CFO	469678	0		0	469678.00
2	Jagannadha Rao ch. v.	Company Secretary	30098878	0	4760000	0	34858878.00
3	Bahadur Dastoor	CFO	45293367	0	25054260	0	70347627.00
4	Sandeep Mathew	CFO	2363613	0	0	0	2363613.00
	Total		78225536.00	0.00	29814260.00	0.00	108039796.00

C *Number of other directors whose remuneration details to be entered: 8

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	KHURSHED YAZDI DARUVALA	Director	0	0	0	1285000	1285000.00

2	NARAYAN BALANADU	Director	0	0	0	600000	600000.00
3	CHERAG SAROSH BALSARA	Director	0	0	0	1225000	1225000.00
4	RAHUL YOGENDRA DUTT	Director	0	0	0	600000	600000.00
5	NAINA KRISHNA MURTHY	Director	0	0	0	300000	300000.00
6	UMESH NARAIN KHANNA	Director	0	0	0	510000	510000.00
7	RUKHSHANA JINA MISTRY	Director	0	0	0	1235000	1235000.00
8	SAURABH AGARWAL	Director	0	0	0	600000	600000.00
	Total		0.00	0.00	0.00	6355000.00	6355000.00

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 (DD/MM/YYYY)**	**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 (DD/MM/YYYY)**	**Name of the Act and section under which offence committed**	**Particulars of offence**	**Amount of compounding (in rupees)**

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder: 347904

XIV Attachments

(a) List of share holders, debenture holders: Details of Shareholder or Debenture holder 02.xlsm
Details of Shareholder or Debenture holder 01.xlsm
Details of Shareholder or Debenture holder 03.xlsm

(b) Optional Attachment(s), if any: MGT-8_sterling_2025.pdf
Signed_ROC NOTE_FII.pdf

XV 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.

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 applicable 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 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 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.

I/ We have examined the registers, records and books and papers of STERLING AND WILSON RENEWABLE ENERGY LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ 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;
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;
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
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;

To be digitally signed by	MANNISH LALITCHANDRA GHIA Digitally signed by MANNISH LALITCHANDRA GHIA Date: 2026.01.29 17:44:50 +05'30'
Name	MANNISH LALITCHANDRA GHIA
Date (DD/MM/YYYY)	29/12/2025
Place	Mumbai

Whether associate or fellow:

○ Associate ◉ Fellow

Certificate of practice number	3*3*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person	2808
*(b) Name of the Designated Person	SRINIVASAN VENKATESAN .

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 02 dated* (DD/MM/YYYY) 11/06/2019 to sign this form and declare that all the requirements of 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.

***To be digitally signed by**

Khurshed Yazdi Daruvala — Digitally signed by Khurshed Yazdi Daruvala Date: 2026.01.29 15:53:13 +05'30'

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*2*6*0*

***To be digitally signed by**

VENKATA JAGANNADHA RAO CHUNDURU — Digitally signed by VENKATA JAGANNADHA RAO CHUNDURU Date: 2026.01.29 15:49:33 +05'30'

(●) Company Secretary ( ) Company secretary in practice

*Whether associate or fellow:

( ) Associate (●) Fellow

Membership number	2*0*
Certificate of practice number	

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)	AC1698068
eForm filing date (DD/MM/YYYY)	29/01/2026

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