

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

L72200KA1990PLC084435

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACI2831G

(ii) (a) Name of the company

AXISCADES TECHNOLOGIES LII

(b) Registered office address

Block C Second Floor Kirloskar Business Park NA
Bengaluru
Bangalore
Karnataka
560024

(c) *e-mail ID of the company

sonal.d@axiscades.in

(d) *Telephone number with STD code

08041939000

(e) Website

www.axiscades.com

(iii) Date of Incorporation

24/08/1990

(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	National Stock Exchange of India Ltd.	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(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 28/09/2023

(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	M	Professional, Scientific and Technical	M4	Architecture, engineering activities, technical testing and analysis activities	100

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

*No. of Companies for which information is to be given 15

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	CADES STUDEC TECHNOLOGIE	U72900KA2006PTC049241	Subsidiary	76
2	AXISCADES AEROSPACE & TEC	U72900KA2001PTC028394	Subsidiary	100

3	AXISCADES AEROSPACE INFRA	U85110KA2000PTC028009	Subsidiary	100
4	ENERTEC CONTROLS LIMITED	U31101KA1988PLC008860	Subsidiary	51.84
5	MISTRAL SOLUTIONS PRIVATE	U72200KA1999PTC025232	Subsidiary	99.2
6	MISTRAL TECHNOLOGIES PRIV	U72300DL2014PTC269016	Subsidiary	100
7	AERO ELECTRONICS PRIVATE L	U72211KA2010PTC056180	Subsidiary	100
8	JUPITER CAPITAL PRIVATE LIMI	U67120KA2004PTC033653	Holding	66.18
9	EXPLOSOFT TECH SOLUTIONS	U74110MH2014PTC259722	Subsidiary	100
10	AXISCADES Inc.		Subsidiary	100
11	AXISCADES UK Ltd.		Subsidiary	100
12	AXISCADES Technology Canac		Subsidiary	100
13	Axis Mechanical Engineering D		Subsidiary	100
14	AXISCADES GmbH		Subsidiary	100
15	Mistral Solutions Inc		Subsidiary	100

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	204,000,000	38,250,410	38,199,310	38,199,310
Total amount of equity shares (in Rupees)	1,020,000,000	191,252,050	190,996,550	190,996,550

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	204,000,000	38,250,410	38,199,310	38,199,310
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	1,020,000,000	191,252,050	190,996,550	190,996,550

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	100,000	0	0	0
Total amount of preference shares (in rupees)	10,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	100,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	10,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	39,433	37,874,597	37914030	189,570,150	189,570,150	
Increase during the year	0	285,881	285881	1,426,400	1,426,400	13,598,722
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	285,280	285280	1,426,400	1,426,400	13,598,722
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		601	601			
Dematerialization						
Decrease during the year	601	0	601	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	601		601			
Dematerialization						
At the end of the year	38,832	38,160,478	38199310	190,996,550	190,996,550	
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

INE555B01013

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

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
--	----------------------

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
---	----------------------	---	----------------------

Ledger Folio of Transferor	<input type="text"/>
----------------------------	----------------------

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	1,450	1000000	1,450,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			1,450,000,000

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
Non-convertible debentures	0	1,450,000,000	0	1,450,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

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

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

(i) Turnover

2,831,485,163

(ii) Net worth of the Company

1,561,174,000

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	
	(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)	25,282,047	66.18	0	
10.	Others	0	0	0	
	Total	25,282,047	66.18	0	0

Total number of shareholders (promoters)

1

(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	10,097,295	26.43	0	
	(ii) Non-resident Indian (NRI)	700,408	1.83	0	
	(iii) Foreign national (other than NRI)	6,028	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	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)	1,499,283	3.92	0	
10.	Others Foreign Portfolio Investors,	614,249	1.61	0	

	Total	12,917,263	33.81	0	0
--	--------------	------------	-------	---	---

Total number of shareholders (other than promoters)

15,256

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

15,257

**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	2	1
Members (other than promoters)	18,251	15,256
Debenture holders	0	1

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	1	9	1	8	0	0.04
(i) Non-Independent	1	6	1	5	0	0.04
(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	1	9	1	8	0	0.04

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

12

(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)
ARUN KRISHNAMURT	09408190	Managing Director	0	
DESH RAJ DOGRA	00226775	Director	0	
DHIRAJ MATHUR	08478137	Director	0	
MARIAM MATHEW	08065365	Director	0	
DAVID BRADLEY	08380717	Director	0	28/09/2023
HAROLD DAVID WALK	08764633	Director	0	28/06/2023
SHARADHI CHANDRA	02809502	Director	15,466	28/09/2023
DAVID ABIKZIR	03160720	Director	0	
VENKATRAMAN VENK	05008694	Director	0	
SHASHIDHAR SRIRAN	ABLPK2743C	CFO	10	
SONAL KISHORE DUD	ASFPD2403H	Company Secretar	0	
ARUN KRISHNAMURT	AAGPK8094C	CEO	0	

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

2

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)
ABHISHEK KUMAR	01763213	Director	03/06/2022	Cessation
SUDHAKAR GANDE	00987566	Director	05/01/2023	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	27/09/2022	17,245	60	38.43

B. BOARD MEETINGS

*Number of meetings held

10

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/05/2022	10	9	90
2	31/05/2022	10	9	90
3	21/06/2022	9	9	100
4	21/07/2022	9	7	77.78
5	10/08/2022	9	9	100
6	09/11/2022	9	9	100
7	14/12/2022	9	9	100
8	05/01/2023	9	9	100
9	12/02/2023	9	9	100
10	20/03/2023	9	9	100

C. COMMITTEE MEETINGS

Number of meetings held

9

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	Nomination & I	23/05/2022	3	3	100
2	Audit Committe	24/05/2022	3	3	100
3	Audit Committe	10/08/2022	3	3	100
4	Audit Committe	08/11/2022	3	3	100
5	Nomination & I	05/01/2023	3	3	100
6	Nomination & I	12/02/2023	3	3	100
7	Stakeholders F	12/02/2023	3	3	100
8	Audit Committe	12/02/2023	3	3	100
9	Nomination & I	03/03/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	28/09/2023
								(Y/N/NA)
1	ARUN KRISHN	10	9	90	0	0	0	Yes
2	DESH RAJ DC	10	10	100	9	9	100	Yes
3	DHIRAJ MATH	10	10	100	4	4	100	Yes
4	MARIAM MAT	10	10	100	5	5	100	Yes
5	DAVID BRADI	10	10	100	5	5	100	Yes
6	HAROLD DAV	10	9	90	0	0	0	Not Applicable
7	SHARADHI C	10	10	100	0	0	0	Yes
8	DAVID ABIKZ	10	9	90	2	2	100	No
9	VENKATRAM	2	2	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ARUN KRISHNAMU	CEO & Managin	26,149,125		39,628,625	17,320,044	83,097,794
	Total		26,149,125	0	39,628,625	17,320,044	83,097,794

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	SHASHIDHAR SRIF	CFO	11,827,632		29,721,469	2,000,004	43,549,105
2	SONAL KISHORE [Company Secre	1,448,976		0	99,996	1,548,972
	Total		13,276,608	0	29,721,469	2,100,000	45,098,077

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DESH RAJ DOGRA	Independent Dir	1,450,000				1,450,000
2	DHIRAJ MATHUR	Independent Dir	1,200,000				1,200,000
3	MARIAM MATHEW	Independent Dir	1,250,000				1,250,000
4	DAVID BRADLEY	Chairman & Nor	450,000				450,000
5	SHARADHI CHAN	Non-Executive D	240,000				240,000
6	HAROLD DAVID W	Non-Executive D	270,000				270,000
7	DAVID ABIKZIR	Non-Executive D	330,000				330,000
8	VENKATRAMAN VI	Non-Executive D	60,000				60,000
9	SUDHAKAR GAND	Non-Executive D	300,000				300,000
10	ABHISHEK KUMAR	Non-Executive D	30,000				30,000
	Total		5,580,000				5,580,000

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

Due to technical issues with MCA Portal, the Company encountered difficulties in filling the necessary charge forms to secure the Unlisted Secured Redeemable Non-Convertible Debentures with the Ministry of Corporate Affairs (MCA). However, the Company repaid the entire amount pursuant to

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

SURENDER SINGH CHAUHAN

Whether associate or fellow

Associate Fellow

Certificate of practice number

15640

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

ARUN
KRISHNAM
URTHI
Digitally signed by
ARUN
KRISHNAMURTHI
Date: 2023.11.25
18:30:00 +05'30'

DIN of the director

09408190

To be digitally signed by

SONAL
KISHORE
DUDANI
Digitally signed by
SONAL KISHORE
DUDANI
Date: 2023.11.25
18:30:22 +05'30'

Company Secretary

Company secretary in practice

Membership number

40415

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

Form MGT8.pdf
Clarification letter For Prescrutiny error.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