

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]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN)

U72100KA2005PTC037574

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	SANKALP SEMICONDUCTOR PRIVATE LIMITED	SANKALP SEMICONDUCTOR PRIVATE LIMITED
Registered office address	PLOT NO. 9, SURVEY NO.89 ARYABHATTA TECH PARK, NAVANAGAR,NA,HUBLI,Karnataka,India,580025	PLOT NO. 9, SURVEY NO.89 ARYABHATTA TECH PARK, NAVANAGAR,NA,HUBLI,Karnataka,India,580025
Latitude details	15.395892	15.395892
Longitude details	75.07551	75.07551

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

Photo of Sankalp Registered office.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****0Q

(c) *e-mail ID of the company

*****tors@hcltech.com

(d) *Telephone number with STD code

+91*****00

(e) Website

www.sankalpsemi.com

iv *Date of Incorporation (DD/MM/YYYY)

31/10/2005

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

(Private company/Public Company/One Person Company)

Private company

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

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

Company limited by shares

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

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

Indian Non-Government 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

viii Number of Registrar and Transfer Agent

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

ix * (a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

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

03/09/2025

(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

3

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	L74140DL1991PLC046369		HCL TECHNOLOGIES LIMITED	Holding	100
2	U72200KA2000PTC026374		QUEST INFORMATICS PRIVATE LIMITED	Subsidiary	100
3		002403878	Sankalp Semiconductor 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	21000000.00	7589107.00	7589107.00	7589107.00

Total amount of equity shares (in rupees)	42000000.00	15178214.00	15178214.00	15178214.00
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Number of classes

1

Class of shares 1	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	21000000	7589107	7589107	7589107
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	42000000.00	15178214.00	15178214	15178214

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	1100000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	110000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares 1	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	1100000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	110000000.00	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	1625538	5963569	7589107.00	15178214	15178214	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
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	0	0.00	0	0	
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	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify 0	0	0	0.00		0	
At the end of the year	1625538.00	5963569.00	7589107.00	15178214.00	15178214.00	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
(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	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

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

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

5

Attachments:

1. Details of shares/Debentures Transfers

Transfer Details-sankalp.xlsm

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				
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(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

1475448234

ii * Net worth of the Company

1742420074

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	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	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)	7589101	100.00	0	0.00
10	Others	6	0.00	0	0.00
	nominee shareholder				
	Total	7589107.00	100	0.00	0

Total number of shareholders (promoters)

7

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	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	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)	0	0.00	0	0.00
10	Others 	0	0.00	0	0.00
	Total	0.00	0	0.00	0

Total number of shareholders (other than promoters)

0

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

7.00

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

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	6
3	Individual - Transgender	0
4	Other than individuals	1
	Total	7.00

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

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	2	7
Members (other than promoters)	0	0
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	0	4	0	3	0.00	0.00
i Non-Independent	0	4	0	3	0	0
ii Independent	0	0	0	0	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	4	0	3	0.00	0.00

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

3

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)
GOUTAM RUNGTA	08599656	Director	1	
PRAVEEN SETH	09715344	Additional Director	1	
RAHUL SINGH	00053875	Director	0	

B (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 (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
PRAVEEN SETH	09715344	Additional Director	25/10/2024	Appointment
ANUP DUTTA	01051776	Director	25/10/2024	Cessation
AMEER SAITHU	08683131	Director	25/10/2024	Cessation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

2

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	26/08/2024	2	2	100
Extra ordinary General Meeting	11/12/2024	2	2	100

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	24/04/2024	4	3	75
2	27/06/2024	4	3	75
3	23/08/2024	4	3	75
4	24/09/2024	4	3	75

5	20/01/2025	3	3	100
6	04/02/2025	3	3	100

C COMMITTEE MEETINGS

Number of meetings held

1

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	Corporate Social Responsibility Committee	23/08/2024	3	3	100

D ATTENDANCE OF DIRECTORS

S. N o	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 attenda nce	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attend ance	
								03/09/2025 (Y/N/NA)
1	PRAVEEN SETH	2	2	100	0	0	0	Yes
2	RAHUL SINGH	6	6	100	1	1	100	Yes
3	GOUTAM RUNGTA	6	6	100	1	1	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

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount

	Total		0.00	0.00	0.00	0.00	0.00
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B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	Total		0.00	0.00	0.00	0.00	0.00

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

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
	Total		0.00	0.00	0.00	0.00	0.00

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

7

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder - sankalp.xlsm

(b) Optional Attachment(s), if any

MGT 8 - Sankalp.pdf
clarification letter - Sankalp.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

SANKALP
SEMICONDUCTOR
PRIVATE 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

Name

Omkar Dindorkar

Date (DD/MM/YYYY)

31/10/2025

Place

Mumbai

Whether associate or fellow:

☒ Associate ☐ Fellow

Certificate of practice number

2*5*0

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

* (a) DIN/PAN/Membership number of Designated Person

08599656

* (b) Name of the Designated Person

GOUTAM RUNGTA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 9 dated* (DD/MM/YYYY) 11/01/2022 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**

***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*5*9*5*

***To be digitally signed by**

☐ Company Secretary ☒ Company secretary in practice

***Whether associate or fellow:**

☐ Associate ☒ Fellow

Membership number

Certificate of practice number

5*9*

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)

AB8761348

eForm filing date (DD/MM/YYYY)

04/11/2025

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

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	24/04/2024	4	3	75.00
2	27/06/2024	4	3	75.00
3	23/08/2024	4	3	75.00
4	24/09/2024	4	3	75.00
5	20/01/2025	3	3	100.00
6	04/02/2025	3	3	100.00

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	Corporate Social Responsibility Committee	23/08/2024	3	3	100.00

Sr. No.	Type of shareholder/ debenture holder	Category of shareholder	Details of shareholder/ debenture holder	Name of shareholder/ debenture holder	Type of security held	Class of security held	Folio Number / Reference Number	DP ID-Client Id-Account Number	Nationality/ Country of incorporation	Gender	Type of Identifier	Identification No.	Occupation	Number of security held	Nominal value per security	Total amount of securities held (in INR)
1	Individual		Not applicable	Subodh Jain	Equity	Equity shares	97	Not applicable	India	Male	Income Tax PAN	AFKPJ6281R		1	2	2.00
2	Individual		Not applicable	Dalip Kumar Sachdeva	Equity	Equity shares	98	Not applicable	India	Male	Income Tax PAN	AGQPK4831P		1	2	2.00
3	Individual		Not applicable	Praveen Seth	Equity	Equity shares	99	Not applicable	India	Male	Income Tax PAN	AYEPS6605F		1	2	2.00
4	Individual		Not applicable	Sanjay Berry	Equity	Equity shares	100	Not applicable	India	Male	Income Tax PAN	AAFPB7185G		1	2	2.00
5	Individual		Not applicable	Sandeep Bansal	Equity	Equity shares	101	Not applicable	India	Male	Income Tax PAN	ADQPR6941J		1	2	2.00
6	Individual		Not applicable	Goutam Rungta	Equity	Equity shares	95	Not applicable	India	Male	Income Tax PAN	ACQPRS314L		1	2	2.00
7	Entity		Body corporate (not mentioned above)	HCL Technologies Limited	Equity	Equity shares	94	Not applicable	India	Not applicable	CIN	L74140DL1901PLC046369		7589101	2	15178202.00

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/ Associate/Joint Venture	% of shares held
1	L74140DL1991PLC046369		HCL Technologies Limited	Holding	100.00
2	U72200KA2000PTC026374		Quest Informatics Private Limited	Subsidiary	100.00
3		002403878	Sankalp Semiconductor Inc.	Subsidiary	100.00

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Number of members attended	% of total shareholding
Annual General Meeting	26/08/2024	2	2	100
Extra ordinary General Meeting	11/12/2024	2	2	100

Date of registration of transfer (Date Month Year)	Type of transfer	Class of shares transferred	Number of Shares/Debentures/Units Transferred	Amount per Share/Debenture/Unit (in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name (Surname, middle name, first name)
26/03/2025	Equity share	Equity	1	2	94	HCI Technologies Limited	97	Subodh Jain
26/03/2025	Equity share	Equity	1	2	94	HCI Technologies Limited	98	Datip Kumar Sachdeva
26/03/2025	Equity share	Equity	1	2	94	HCI Technologies Limited	99	Praveen Seth
26/03/2025	Equity share	Equity	1	2	94	HCI Technologies Limited	100	Sanjay Berry
26/03/2025	Equity share	Equity	1	2	94	HCI Technologies Limited	101	Sandeep Bansal

Clarification Letter

To
Registrar of Companies
E' Wing, 2nd Floor, Kendriya Sadana,
Kormangala, Bangalore-560034, Karnataka

Sub: Clarification Letter

Dear Sir,

This is with reference to the "Promoter" details mentioned in Sr. No. VI A of the e-Form MGT-7, please note that HCL Technologies Limited ("HCLTech") is the promoter of Sankalp Semiconductor Private Limited ("Company") and holds 100 % shares of the Company along with its six nominee shareholders.

As these nominee shareholders holds shares of the Company on behalf of HCLTech, therefore we have mentioned the details of nominee shareholders in the category of "Promoters" under Sr no. VI A - 'Others-nominee shareholders'.

This is for your information and records.

Thanking You,

For Sankalp Semiconductor Private Limited



Goutam Rungta
Director
DIN: 08599656

Date: October 31, 2025
Place: Noida

MMJB & Associates LLP

Company Secretaries

803-804, 8th Floor, Ecstasy, Citi of Joy, JSD Road, Mulund - West, Mumbai - 400080, (T) 022- 31008600
LLPIN: AAR-9997

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]

We have examined the registers, records and books and papers of **Sankalp Semiconductor Private Limited** ('the Company') as required to be maintained under the Companies Act, 2013 ('the Act') and the rules made thereunder for the financial year ending on March 31, 2025 ("audit period"). 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 and Rules made there under, wherever applicable, in respect of:
 - 1. its status under the Act;
 - 2. maintenance of registers/records & making entries therein within the time prescribed therefore;
 - 3. filing of forms and returns with the Registrar of Companies and Regional Director within the prescribed time. Further, no forms were required to be filed with the Central Government, Tribunal Court or other authorities during the audit period;
 - 4. calling/ convening/ holding meetings of Board of Directors, its committees and the meeting of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed and there were no resolutions passed by postal ballot ;

5. closure of Register of Members / Security holders, as the case may be; **No such event occurred during the audit period.**
6. advances/loans to its directors and/or persons or firms or Companies referred in Section 185 of the Act; **No such event occurred during the audit period.**
7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. transfer of shares and Alteration of authorized share capital of the Company due to merger of Versant India Private Limited and Sankguj Semiconductor Private Limited with the Company. Further, there were no instances of issue or allotment or transmission or buy back of securities/ redemption of preference shares or debentures/ reduction of share capital/ conversion of shares/ securities and issue of share certificate;
9. keeping in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act; **No such event occurred during the audit period;**
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; **No such event occurred during the audit period;**
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, disclosures of the Directors. Further, there were no instance of re-appointment, remuneration of the Directors, retirement and filing up of casual vacancy in the Board;
13. appointment/reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; **No such event has occurred during the audit period;**
14. approval taken from Regional Director for the scheme of merger. Further, no approvals were required to be taken from Central Government, Registrar, Tribunal, Court or such other authorities under the various provisions of the Act;
15. acceptance/renewal/ repayment of deposits; **No such event occurred during the audit period;**
16. borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect; **No such event occurred during the review period;**
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 of Association of the Company due to increase in authorized share Capital of the Company pursuant to merger of Versant India Private Limited and Sankguj Semiconductor Private Limited with the Company. Further, there was no alteration made in Articles of Association of the Company.

For MMJB & Associates LLP

Company Secretaries

ICSI UIN: L2020MH006700

Peer Review Cert. No.: 2826/2022

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MADHAV OMKAR MADHAV
DINDORKAR DINDORKAR
DINDORKAR Date: 2025.10.31
 19:06:47 +05'30'

Omkar Dindorkar

Designated Partner

ACS No.: 43029

CP No.: 24580

UDIN: A043029G001714591

Date: October 31, 2025

Place: Mumbai

This certificate is to be read with our letter of even date which is annexed as Annexure I and forms an integral part of this certificate.

Annexure I

Our certification in Form MGT-8 is to be read along with this letter:

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our review.
2. We have followed the practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company and applicable accounting standards. Please refer Paragraph 2B(f) of the Statutory Auditors' Report given for FY 24-25 regarding reporting under Rule 11 of the Companies (Audit and Auditors) Rules, 2014.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Companies Act, 2013 and Rules thereunder, Secretarial Standards, MCA Notifications and Circulars is the responsibility of management. Our examination was limited to the verification of records and compliance on test basis.
6. This certification is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For MMJB & Associates LLP
Company Secretaries
ICSI UIN: L2020MH006700
Peer Review Cert. No.: 2826/2022

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DINDORKAR
Date: 2025 10 31
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Omkar Dindorkar
Designated Partner

ACS No.: 43029

CP No.: 24580

UDIN: A043029G001714591

Date: October 31, 2025

Place: Mumbai