

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

L99999MH1963PLC012642

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACD4302P

(ii) (a) Name of the company

WINDSOR MACHINES LIMITED

(b) Registered office address

102/103, Devmilan Co. Op Housing Soc.,
Next to Tip Top Plaza, L.B.S. Road
Thane West
Maharashtra
400604

(c) *e-mail ID of the company

CS*****ES.COM

(d) *Telephone number with STD code

07*****04

(e) Website

www.windsormachines.com

(iii) Date of Incorporation

04/05/1963

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

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh
roli (West), NA

(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 20/09/2024

(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 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	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	100

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

*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	CASTLE EQUIPMENTS PRIVATE	U29268MH2009PTC191650	Holding	53.9
2	Wintal Machines S.R.L		Subsidiary	100

3	RCUBE ENERGY STORAGE SYST	U31905PN2019PTC185132	Subsidiary	44.5
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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	200,000,000	64,931,800	64,931,800	64,931,800
Total amount of equity shares (in Rupees)	400,000,000	129,863,600	129,863,600	129,863,600

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	200,000,000	64,931,800	64,931,800	64,931,800
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	400,000,000	129,863,600	129,863,600	129,863,600

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	779,179	64,152,621	64931800	129,863,600	129,863,600	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	0
De-materialization						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
De-materialization						
At the end of the year	779,179	64,152,621	64931800	129,863,600	129,863,600	
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

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

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" value="29/09/2023"/>
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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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

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	0	0	0
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**

3,425,569,304.11

(ii) Net worth of the Company

2,959,785,592.28

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)	38,000,012	58.52	0	
10.	Others	0	0	0	
	Total	38,000,012	58.52	0	0

Total number of shareholders (promoters)

2

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	13,364,286	20.58	0	
	(ii) Non-resident Indian (NRI)	6,022,837	9.28	0	
	(iii) Foreign national (other than NRI)	200	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	2,766	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	15,066	0.02	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,523,835	11.59	0	
10.	Others NBFCs registered with RBI	2,798	0	0	
	Total	26,931,788	41.47	0	0

Total number of shareholders (other than promoters)

17,783

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

17,785

**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	2
Members (other than promoters)	20,870	17,783
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	1	5	1	5	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	4	0	4	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	5	1	5	0	0

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

8

(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)
MANOJ LALCHAND L	07349179	Director	200	
VINAY GIRDHAR BAN	09168450	Whole-time director	0	
MAHENDRA KUMAR A	00031777	Director	0	20/09/2024
MAHUA ROY CHOWD	00151723	Director	0	20/09/2024
SHISHIR VASANT DAI	00007008	Director	150	20/09/2024
ANAND SUKLAL JAIN	AEOPJ8231N	CFO	0	
NIKHILKUMAR VADEF	ANUPV7082L	Company Secretar	0	
VINAY GIRDHAR BAN	09168450	CEO	0	

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

1

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)
JAYANT MAHIENDF	01328746	Director	09/02/2024	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

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 MEETI	29/09/2023	17,625	60	56.96

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/05/2023	6	6	100
2	09/08/2023	6	6	100
3	25/08/2023	6	6	100
4	06/11/2023	6	6	100
5	09/02/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

53

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 COMM	25/05/2023	4	4	100
2	AUDIT COMM	09/08/2023	4	4	100
3	AUDIT COMM	06/11/2023	4	4	100
4	AUDIT COMM	09/02/2024	4	4	100
5	NOMINATION	25/05/2023	4	4	100
6	CSR Committe	09/02/2024	3	3	100
7	SRC Committe	04/04/2023	3	3	100
8	SRC Committe	11/04/2023	3	3	100
9	SRC Committe	08/04/2023	3	3	100
10	SRC Committe	25/04/2023	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	20/09/2024
								(Y/N/NA)
1	MANOJ LALC	5	5	100	12	12	100	Yes
2	VINAY GIRDH	5	5	100	48	48	100	Yes
3	MAHENDRA K	5	5	100	52	52	100	Yes
4	MAHUA ROY	5	5	100	5	5	100	Yes
5	SHISHIR VAS	5	5	100	6	6	100	Yes
6	Empty	5	5	100	42	42	100	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	VINAY GIRDHAR B	EXECUTIVE DIR	7,698,000	0	0	0	7,698,000
	Total		7,698,000	0	0	0	7,698,000

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	ANAND SUKLAL JA	CFO	4,943,000	0	0	0	4,943,000
2	NIKHILKUMAR VAL	Company Secre	1,034,000	0	0	0	1,034,000
	Total		5,977,000	0	0	0	5,977,000

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MANOJ LALCHAND	Independent Dir	0	0	0	755,000	755,000
2	SHISHIR VASANT	Independent Dir	0	0	0	755,000	755,000
3	MAHENDRA KUMA	Independent Dir	0	0	0	755,000	755,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
4	MAHUA ROY CHO	Independent Dir	0	0	0	755,000	755,000
5	JAYANT MAHIEND	Independent Dir	0	0	0	280,000	280,000
	Total		0	0	0	3,300,000	3,300,000

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

KASHYAP R MEHTA

Whether associate or fellow

Associate Fellow

Certificate of practice number

2052

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 Digitally signed by Vinay Bansod Date: 2024.11.21 16:23:23 +05'30'

DIN of the director

To be digitally signed by Digitally signed by NIKHILKUMAR MANSUKHBHAI VADERA Date: 2024.11.21 16:25:55 +03'30'

- Company Secretary
- Company secretary in practice

Membership number Certificate of practice number

Attachments

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

List of attachments

<input type="button" value="Attach"/>	Committee Meetings Details 2023-24.pdf Details of Directors and KMP 2023-24.pdf III Particulars of Holding and Subsidiary Cor IV - V Details of Securities.pdf MGT-8.pdf
<input type="button" value="Attach"/>	
<input type="button" value="Attach"/>	
<input type="button" value="Attach"/>	

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

WINDSOR MACHINES LIMITED

List of Committee Meetings - Part of IX (C) of Form No MGT - 7

Sr. No.	Type of Meeting	Date of Meeting	Total Number of Members as on date of Meeting	Attendance	
				No. of Members Attended	As
					% of Total Numbers
1	AUDIT COMMITTEE	25-05-2023	4	4	100%
		09-08-2023	4	4	100%
		06-11-2023	4	4	100%
		09-02-2023	4	4	100%
2	CSR COMMITTEE	09-02-2023	4	4	100%
4	NOMINATION & REMUNERATION	25-05-2023	4	4	100%
5	STAKE HOLDERS RELATIONSHIP COMMITTEE	04-04-2023	3	3	100%
		11-04-2023	3	3	100%
		18-04-2023	3	3	100%
		25-04-2023	3	3	100%
		02-05-2023	3	3	100%
		09-05-2023	3	3	100%
		16-05-2023	3	3	100%
		23-05-2023	3	3	100%
		30-05-2023	3	3	100%
		13-06-2023	3	3	100%
		20-06-2023	3	3	100%
		27-06-2023	3	3	100%
		04-07-2023	3	3	100%
		11-07-2023	3	3	100%
		18-07-2023	3	3	100%
		25-07-2023	3	3	100%
		01-08-2023	3	3	100%
		08-08-2023	3	3	100%
		15-08-2023	3	3	100%
		29-08-2023	3	3	100%
		05-09-2023	3	3	100%
		12-09-2023	3	3	100%
		19-09-2023	3	3	100%
		26-09-2023	3	3	100%
		03-10-2023	3	3	100%
		10-10-2023	3	3	100%
		17-10-2023	3	3	100%
		31-10-2023	3	3	100%
		07-11-2023	3	3	100%
		14-11-2023	3	3	100%
21-11-2023	3	3	100%		
28-11-2023	3	3	100%		
05-12-2023	3	3	100%		
12-12-2023	3	3	100%		

Sr. No.	Type of Meeting	Date of Meeting	Total Number of Members as on date of Meeting	Attendance	
				No. of Members Attended	As
					% of Total Numbers
		19-12-2023	3	3	100%
		26-12-2023	3	3	100%
		02-01-2024	3	3	100%
		09-01-2024	3	3	100%
		16-01-2024	3	3	100%
		23-01-2024	3	3	100%
		06-02-2024	3	3	100%
		13-02-2024	3	3	100%
		20-02-2024	3	3	100%
		27-02-2024	3	3	100%
		05-03-2024	3	3	100%
		19-03-2024	3	3	100%
		26-03-2024	3	3	100%
		6	INDEPENDENT DIRECTORS MEETING	20-03-2024	3

WINDSOR MACHINES LIMITED**Details of Directors and Key Managerial Personnel as on the closure of financial year
Part of VIII (B) of Form No MGT - 7**

Sr. No.	Name of Director/KMP	PAN/DIN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
1.	Vinay Girdhar Bansod	09168450	Whole-time Director & Chief Executive Officer	0	No
2.	Manoj Lalchand Lodha	07349179	Director	200	No
3.	Mahendra Kumar Arora*	00031777	Director	0	20/09/2024
4.	Shishir Vasant Dalal**	00007008	Director	150	20/09/2024
5.	Mahua Roy Chowdhury***	00151723	Director	0	20/09/2024
6.	Jayant Mahiendra Thakur****	01328746	Director	500	09/02/2024
7.	Avinash Kantilal Jain*****	00058481	Additional Director	0	05/07/2024
8.	Anand Jain	AEOPJ8231N	Chief Financial Officer	0	No
9.	Mr. Nikhilkumar Vadera	ANUPV7082L	Company Secretary	0	No

* Mr. Mahendra Kumar Arora 's tenure as an independent director of the company was completed w.e.f. 20th September, 2024.

** Mr. Shishir Vasant Dalal 's tenure as an independent director of the company was completed w.e.f. 20th September, 2024.

***Ms. Mahua Roy Chowdhury's tenure as an independent director of the company was completed w.e.f. 20th September, 2024.

****Mr. Jayant Mahiendra Thakur resigned as a Director of the company w.e.f 9th February 2024.

***** Mr. Avinash Kantilal Jain resigned as an additional Director of the company w.e.f. 5th July 2024.

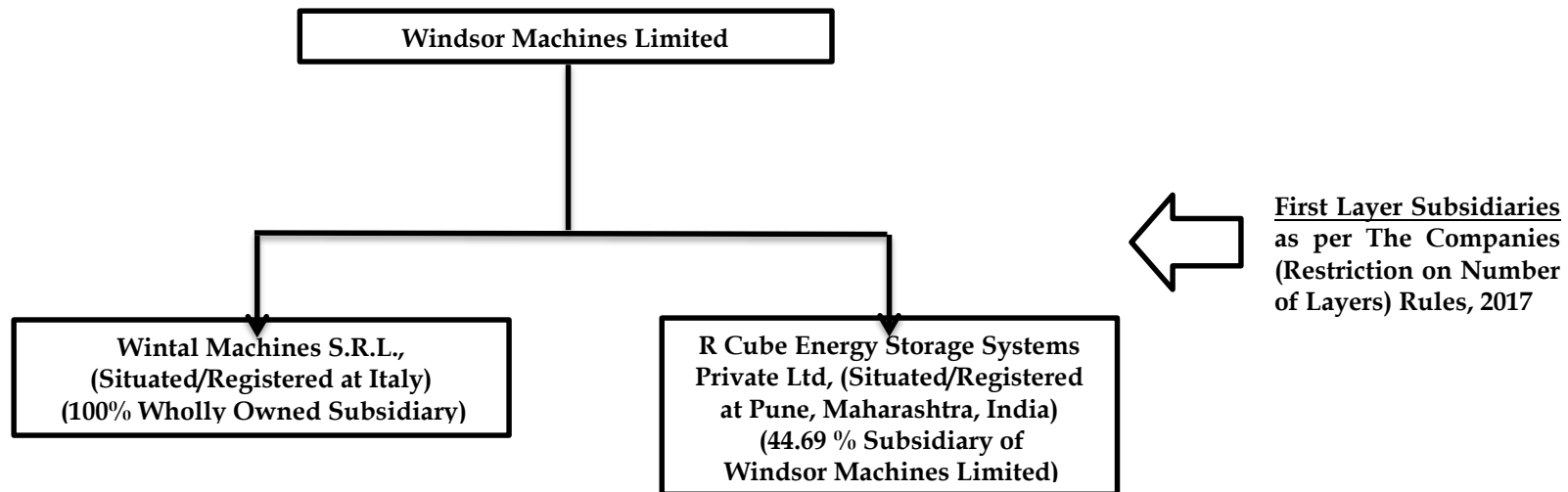
WINDSOR MACHINES LIMITED

**Particulars of Holding, Subsidiary, and Associate Companies
Part of III of Form No MGT - 7**

Sr. No.	Name & Address of the Company	CIN/ GLN/LLPIN	Holding/Subsidiary/ Associate	% of shares held	Applicable Section
1	Castle Equipments Pvt. Ltd. 1, Parijat Mulund Sahakar Vishwa Chs., Hira Nagar, Nahur Road, Mulund (W), Mumbai - 400080.	U29268MH2009PTC191650	Holding Company	53.90%	2 (46)
2	Wintal Machines S.R.L Viale Enrico Mattei, 16 25080 Mazzano (BS) - Italy	N.A.	Wholly Owned Subsidiary	100.00%	2 (87)
3	R Cube Energy Storage Systems Private Limited (earlier known as RCube Energy Storage Systems LLP) 575,Sadashiv Peth, Laxmi Road, Pune - 411030, Maharashtra.	U31905PN2019PTC185132	Subsidiary	44.5%	2 (87)

THE STRUCTURE/CHART OF SUBSIDIARIES OF WINDSOR MACHINES LIMITED IS PROVIDED AS UNDER FOR YOUR CLARITY AND BETTER UNDERSTANDING.

The Structure/Layer of Subsidiary of Windsor Machines Limited:



WINDSOR MACHINES LIMITED

Particulars of Holding, Subsidiary, and Associate Companies

Part of para (v) of Part IV of Form No MGT - 7

The Company has granted total 30 lakhs ESOPs on August 13, 2018. Out of which 7,50,000 Options were granted at discount of 25%, for which exercise period ended on August 12, 2020. Balance 7,50,000 Options were granted at discount of 10%, for which exercise period ended on August 11, 2021. Total amount of Rs. 284.79 lakhs of Share Option Outstanding account (for both types of ESOPs) has been transferred to General Reserve since all the ESOPs Options lapsed on account of not exercised by the employees.

The "Windsor Machines Limited- Employees Stock Options Plan 2022 (WML ESOP Policy 2022)" has been set up by the Company, which was approved by the shareholders at the Annual General Meeting held on September 30, 2022. The Company has received in-principle approval from both the Stock Exchanges i.e., BSE & NSE (Subject to fulfillment of certain conditions) for the listing of upto a maximum of 50,00,000 Equity shares of Rs. 2/- each under this plan. The Compensation Committee, based on the eligibility criteria, will have the sole discretion to decide which employees will receive Employee Stock Options in a particular grant, which is still pending as of today.