Integrated Governance

Fujiyama Power Systems Limited

General information about company

Scrip code	544613	
NSE Symbol	UTLSOLAR	
MSEI Symbol	NOTLISTED	
ISIN	INE12UR01024	
Date of start of financial year	01-04-2026	
Date of end of financial year	31-03-2027	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2026	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	No acquisition of shares or voting rights in unlisted Companies was done by the Company during the reporting period except company has made investment in Compulsorily Convertible Debentures (CCDs) of Zayo Energy Private Limited.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	No Loans / Guarantees / Comfort Letters / Securities was provided by the Company during the reporting period.
Risk management committee	Yes	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	comf00008	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory	
Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	No

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director(in months)	No of Directorship in listed entities including this listed entity(Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	I
1	Mr	Pawan Kumar Garg	08005220	Executive Director	Chairperson	MD	No				Active	NA		29-11-2017	27-11-2024		60	1	0	2	0			
2	Mr	Yogesh Dua	00315251	Executive Director	Not Applicable	CEO-MD	No				Active	NA		29-11-2017	27-11-2024		60	1	0	1	0			
3	Mr	Sunil Kumar	09824459	Non-Executive - Non Independent Director	Not Applicable		No				Active	NA		27-11-2024	25-09-2026			1	0	1	0			
4	Mrs	Sonia Bansal Arora	10291330	Non-Executive - Independent Director	Not Applicable		No				Active	NA		03-10-2024			60	1	1	2	1			
5	Mr	Manav Sheoron	10829601	Non-Executive - Independent Director	Not Applicable		No				Active	NA		27-11-2024			60	1	1	1	0			
6	Mr	Rajesh Kumar Choudhary	10837108	Non-Executive - Independent Director	Not Applicable		No				Active	NA		27-11-2024			60	1	1	1	1			

Annexure I

II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	10837108	Rajesh Kumar Choudhary	Non-Executive - Independent Director	Chairperson	27-11-2024		
2	08005220	Pawan Kumar Garg	Executive Director	Member	27-11-2024		
3	10291330	Sonia Bansal Arora	Non-Executive - Independent Director	Member	27-11-2024		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	10837108	Rajesh Kumar Choudhary	Non-Executive - Independent Director	Chairperson	27-11-2024		
2	09824459	Sunil Kumar	Non-Executive - Non Independent Director	Member	27-11-2024		
3	10291330	Sonia Bansal Arora	Non-Executive - Independent Director	Member	27-11-2024		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	10291330	Sonia Bansal Arora	Non-Executive - Independent Director	Chairperson	27-11-2024		
2	09824459	Sunil Kumar	Non-Executive - Non Independent Director	Member	27-11-2024		
3	08005220	Pawan Kumar Garg	Executive Director	Member	27-11-2024		
4	00315251	Yogesh Dua	Executive Director	Member	27-11-2024		
5	10829601	Manav Sheoron	Non-Executive - Independent Director	Member	31-01-2026		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09824459	Sunil Kumar	Non-Executive - Non Independent Director	Chairperson	27-11-2024		
2	10291330	Sonia Bansal Arora	Non-Executive - Independent Director	Member	27-11-2024		
3	08005220	Pawan Kumar Garg	Executive Director	Member	27-11-2024		
4	10837108	Rajesh Kumar Choudhary	Non-Executive - Independent Director	Member	27-11-2024		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	10291330	Sonia Bansal Arora	Non-Executive - Independent Director	Chairperson	27-11-2024		
2	00315251	Yogesh Dua	Executive Director	Member	27-11-2024		
3	08005220	Pawan Kumar Garg	Executive Director	Member	27-11-2024		
4	10837108	Rajesh Kumar Choudhary	Non-Executive - Independent Director	Member	27-11-2024		

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	09824459	Sunil Kumar	Initial Public Offer 'IPO' Committee	Non-Executive - Non Independent Director	Member	
2	08005220	Pawan Kumar Garg	Initial Public Offer 'IPO' Committee	Executive Director	Member	
3	00315251	Yogesh Dua	Initial Public Offer 'IPO' Committee	Executive Director	Member	
4	10291330	Sonia Bansal Arora	Independent Directors' Committee	Non-Executive - Independent Director	Member	
5	10829601	Manav Sheoron	Independent Directors' Committee	Non-Executive - Independent Director	Member	
6	10837108	Rajesh Kumar Choudhary	Independent Directors' Committee	Non-Executive - Independent Director	Member	

Annexure I

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	04-04-2026			Yes	6	3	1
2	25-04-2026	20		Yes	6	3	1
3	14-05-2026	18		Yes	6	4	2
4	10-08-2026	87		Yes	6	6	3
5	13-08-2026	2		Yes	6	4	2
6	24-08-2026	10		Yes	6	4	2
7	04-09-2026	10		Yes	6	4	2

Annexure I

IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	14-05-2026				Yes	3	3	2	0
2	Audit Committee	29-05-2026	14			Yes	3	2	2	0
3	Audit Committee	13-08-2026	75			Yes	3	3	2	0
4	Audit Committee	24-08-2026	10			Yes	3	3	2	0
5	Audit Committee	04-09-2026	10			Yes	3	3	2	0
6	Nomination and remuneration committee	25-04-2026				Yes	3	2	2	0
7	Nomination and remuneration committee	24-08-2026	120			Yes	3	2	2	0
8	Corporate Social Responsibility Committee	14-05-2026				Yes	4	3	1	0
9	Other Committee	10-08-2026	87	Independent Director Committee		Yes	3	3	3	0

Annexure I

V. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Ms. Mayuri Gupta
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
No records available	

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

1	Name of signatory	Ms. Mayuri Gupta
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Ms. Mayuri Gupta
Designation of person	Company Secretary and Compliance Officer
Place	Delhi
Date	29-10-2026

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	GST Authority-Uttar Pradesh	Penalty order issued by Mobile Squad for detention of vehicle	01-09-2026	Penalty imposed on Goods intercepted at a location outside the declared transit route. Penalty- Rs. 3,69,518/-	The company does not foresee any material financial impact on account of the order.
2	GST Authority-Jammu	Penalty order issued by Mobile Squad for detention of vehicle	06-08-2026	Penalty imposed on Goods intercepted alleging lower GST rate applied on the invoice. Penalty- Rs. 1,72,300/-	The company does not foresee any material financial impact on account of the order.

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Income Tax Department	17-05-2018	Income tax litigation for Assessment Year 2018-19 is ongoing in respect of a demand of approximately ?1.27 crore. Of this amount, ?37,11,070 is currently pending adjudication before the Commissioner of Income Tax (Appeals) [CIT(A)]. The penalty of ?15,300 has already been deleted by the CIT(A). The appeal relating to ?89,22,970 has been adjudicated by the Income Tax Appellate Tribunal (ITAT) and subsequently quashed the penalty levied under Section 270A in its entirety.	No change since last disclosure
2	Goods & Services Tax Officer-Delhi	31-12-2025	The Company received a GST order involving an amount of ?10.36 crore. In response, the Company filed an appeal before the appropriate appellate authority within the prescribed timeline, and the matter is currently pending adjudication.	No change since last disclosure