

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	Quarterly	
Date of Quarter Ending	30-06-2026	
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?	Yes	
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?	No	No Fine or Penalty was imposed on the Company during the reporting period.
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	
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
1	Mr	Pawan Kumar Garg	08005220	Executive Director	Chairperson	MD	No				Active	NA		29-11-2017			60	1	0	2	0		
2	Mr	Yogesh Dua	00315251	Executive Director	Not Applicable	CEO-MD	No				Active	NA		29-11-2017			60	1	0	1	0		
3	Mrs	Sonia Bansal Arora	10291330	Non-Executive - Independent Director	Not Applicable		No				Active	NA		03-10-2024			60	1	1	2	1		
4	Mr	Sunil Kumar	09824459	Non-Executive - Non Independent Director	Not Applicable		No				Active	NA		27-11-2024				1	0	1	0		
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	No		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	08005220	Pawan Kumar Garg	Executive Director	Member	27-11-2024		
2	10291330	Sonia Bansal Arora	Non-Executive - Independent Director	Member	27-11-2024		
3	10837108	Rajesh Kumar Choudhary	Non-Executive - Independent Director	Chairperson	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	09824459	Sunil Kumar	Non-Executive - Non Independent Director	Member	27-11-2024		
2	10291330	Sonia Bansal Arora	Non-Executive - Independent Director	Member	27-11-2024		
3	10837108	Rajesh Kumar Choudhary	Non-Executive - Independent Director	Chairperson	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	09824459	Sunil Kumar	Non-Executive - Non Independent Director	Member	27-11-2024		
2	10291330	Sonia Bansal Arora	Non-Executive - Independent Director	Chairperson	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							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00315251	Yogesh Dua	Executive Director	Member	27-11-2024		
2	10291330	Sonia Bansal Arora	Non-Executive - Independent Director	Chairperson	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	31-01-2026			Yes	6	3	1
2	04-04-2026	62		Yes	6	3	1
3	25-04-2026	20		Yes	6	3	1
4	14-05-2026	18		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	Reason 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	31-01-2026				Yes	3	3	2	0
2	Audit Committee	11-02-2026	10			Yes	3	3	2	0
3	Audit Committee	28-03-2026	44			Yes	3	3	2	0
4	Audit Committee	14-05-2026	46			Yes	3	3	2	0
5	Audit Committee	29-05-2026	14			Yes	3	2	2	0
6	Nomination and remuneration committee	31-01-2026				Yes	3	2	2	0
7	Nomination and remuneration committee	25-04-2026	83			Yes	3	2	2	0
8	Corporate Social Responsibility Committee	14-05-2026	18			Yes	4	3	1	0
9	Risk Management Committee	28-03-2026				Yes	4	2	1	0
10	Other Committee	20-03-2026		Initial Public Offer 'IPO' Committee		Yes	3	2	0	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. Mayrui 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		
Sr.	Date of the event	Brief details of the event
No records available		

Signatory Details

Name of signatory	Ms. Mayuri Gupta
Designation of person	Company Secretary and Compliance Officer
Place	Delhi
Date	30-07-2026

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
1	Zayo Cables Private Limited	07-05-2026	19.00%	31.00%	50.00%
2	Zayo Energy Private Limited	07-05-2026	19.00%	31.00%	50.00%

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
No records available					

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	An ongoing income tax litigation for Assessment Year 2018-19 involving a demand of approximately 1.27 crore pertains to the erstwhile partnership firm Fujiyama Power Systems, from which the Company acquired the business, including all associated liabilities relating to periods on or before March 31, 2018	The matter involving an amount of ₹37,11,070 is currently pending adjudication before the Commissioner of Income Tax (Appeals) [CIT(A)]. The penalty amounting to ₹15,300 has already been deleted by the CIT(A). Further, with respect to the appeal involving ₹89,22,970, the matter has been adjudicated by the Income Tax Appellate Tribunal (ITAT), wherein the appeal has been allowed and the penalty levied under Section 270A has been quashed in entirety.
2	Goods & Services Tax Officer-Delhi	31-12-2025	The Company had received the GST order and was in the process of examining the same to determine the appropriate course of action, including the possibility of filing an appeal before the appropriate appellate authority. The amount involved in the said litigation is 10.36 crores.	The Company has filed an appeal before the appropriate appellate authority within the prescribed timelines, and the matter is currently pending for adjudication.