

# 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

U40102PB2007PLC031039

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AACCN5223H

(ii) (a) Name of the company

NABHA POWER LIMITED

(b) Registered office address

PO Box No-28,  
Near Village Nalash,  
Rajpura  
Punjab  
140401

(c) \*e-mail ID of the company

Regulatory@larsentoubro.com

(d) \*Telephone number with STD code

02267525656

(e) Website

(iii) Date of Incorporation

09/04/2007

(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

(b) CIN of the Registrar and Transfer Agent

Pre-fill

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)(viii) \*Whether Annual general meeting (AGM) held  Yes  No(a) If yes, date of AGM (b) Due date of AGM (c) Whether any extension for AGM granted  Yes  No**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**\*Number of business activities 

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	94
2	F	Construction	F3	Demolition & site preparation, Electrical, plumbing & other Specialized construction	6

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)**\*No. of Companies for which information is to be given 

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	L&T POWER DEVELOPMENT LI	U40101MH2007PLC174071	Holding	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	9,000,000,000	2,325,000,000	2,325,000,000	2,325,000,000
Total amount of equity shares (in Rupees)	90,000,000,000	23,250,000,000	23,250,000,000	23,250,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	9,000,000,000	2,325,000,000	2,325,000,000	2,325,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	90,000,000,000	23,250,000,000	23,250,000,000	23,250,000,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	2,500,000,000	2,500,000,000	363,000,000	363,000,000
Total amount of preference shares (in rupees)	5,000,000,000	5,000,000,000	726,000,000	726,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	2,500,000,000	2,500,000,000	363,000,000	363,000,000
Nominal value per share (in rupees)	2	2	2	2
Total amount of preference shares (in rupees)	5,000,000,000	5,000,000,000	726,000,000	726,000,000

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	6	2,324,999,9	2325000000	23,250,000,	23,250,000	
<b>Increase during the year</b>	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 <input type="text"/>						
<b>Decrease during the year</b>	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 <input type="text"/>						
<b>At the end of the year</b>	6	2,324,999,9	2325000000	23,250,000	23,250,000	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	363,000,000	363000000	726,000,000	726,000,000	
<b>Increase during the year</b>	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 <input type="text"/>						
<b>Decrease during the year</b>	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 <input type="text"/>						
<b>At the end of the year</b>	0	363,000,000	363000000	726,000,000	726,000,000	

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="26/09/2022"/>	
Date of registration of transfer (Date Month Year)		<input type="text" value="15/09/2022"/>	
Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text" value="1"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
Ledger Folio of Transferor	<input type="text" value="54"/>		
Transferor's Name	<input type="text" value="Pinaki"/>	<input type="text"/>	<input type="text" value="Mukherjee"/>
	Surname	middle name	first name

Ledger Folio of Transferee		56	
Transferee's Name	Jitendra		Upadhyay
	Surname	middle name	first name
Date of registration of transfer (Date Month Year) <span style="float: right; border: 1px solid black; padding: 2px 20px;"></span>			
Type of transfer	<span style="border: 1px solid black; padding: 2px 10px;"></span>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<span style="border: 1px solid black; padding: 2px 20px;"></span>	Amount per Share/ Debenture/Unit (in Rs.)	<span style="border: 1px solid black; padding: 2px 20px;"></span>
Ledger Folio of Transferor		<span style="border: 1px solid black; padding: 2px 40px;"></span>	
Transferor's Name	<span style="border: 1px solid black; padding: 2px 20px;"></span>	<span style="border: 1px solid black; padding: 2px 20px;"></span>	<span style="border: 1px solid black; padding: 2px 20px;"></span>
	Surname	middle name	first name
Ledger Folio of Transferee		<span style="border: 1px solid black; padding: 2px 40px;"></span>	
Transferee's Name	<span style="border: 1px solid black; padding: 2px 20px;"></span>	<span style="border: 1px solid black; padding: 2px 20px;"></span>	<span style="border: 1px solid black; padding: 2px 20px;"></span>
	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
<b>Total</b>			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	40,000,000,000	0	40,000,000,000	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**

45,698,986,562

**(ii) Net worth of the Company**

43,840,999,195

**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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	2,325,000,000	100	363,000,000	100
10.	Others	0	0	0	0
	<b>Total</b>	2,325,000,000	100	363,000,000	100

**Total number of shareholders (promoters)**

7
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**(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	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0

	<b>Total</b>	0	0	0	0
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**Total number of shareholders (other than promoters)**

0

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

7

**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	7	7
Members (other than promoters)	0	0
Debenture holders	48	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
<b>A. Promoter</b>	0	3	0	3	0	0
<b>B. Non-Promoter</b>	0	3	0	2	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	2	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	0	6	0	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)
PRADEEP SINGH	00304825	Director	0	14/04/2023
ANIL KUMAR JHA	03590871	Director	0	11/04/2023
DIP SEN KISHORE	03554707	Director	0	
ANMOL RATAN SONI	09661549	Director	0	
SRAVANKUMAR VENK	01080060	Director	0	
FREDDY ROBERT ROY	CAWPR1058M	Company Secretary	0	
RAVINDER SINGH	AFLPS0882E	Manager	0	09/06/2023
ARUN KUMAR KIRTAN	ADFPK8915N	CFO	0	

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

9

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)
ANIL KUMAR JHA	03590871	Director	16/04/2022	Appointed as an Independent Director
AJIT KUMAR SAMAL	05180802	Director	14/07/2022	Ceased to be a Director
ANMOL RATAN SONI	09661549	Additional director	14/07/2022	Appointed as an Additional Director
FREDDY ROBERT ROY	CAWPR1058M	Company Secretary	14/07/2022	Appointed as a Company Secretary
ISHRAT KAUR	CEPPK1199K	Company Secretary	30/06/2022	Ceased to be Company Secretary
ANMOL RATAN SONI	09661549	Director	26/09/2022	Appointed as a Director
VIJAYA SAMPATH	00641110	Director	13/01/2023	Ceased to be an Independent Director
ARUN KUMAR KIRTAN	ADFPK8915N	CFO	13/01/2023	Appointed as Chief Financial Officer
SUBRAHMANYESWAR	ALOPM6396C	CFO	30/11/2022	Ceased to be Chief Financial Officer

**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

3

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	26/09/2022	7	6	99.99
EXTRA ORDINARY GENERAL MEETING	16/04/2022	7	5	99.99
EXTRA ORDINARY GENERAL MEETING	15/09/2022	7	5	99.99

## 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	18/04/2022	6	6	100
2	14/07/2022	6	6	100
3	14/10/2022	6	6	100
4	15/09/2022	6	6	100
5	13/01/2023	6	6	100

## C. COMMITTEE MEETINGS

Number of meetings held

12

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 COMMITTEE	18/04/2022	3	3	100
2	AUDIT COMMITTEE	14/07/2022	3	3	100
3	AUDIT COMMITTEE	14/10/2022	3	3	100
4	STAKEHOLDER MEETING	27/03/2023	3	3	100
5	CORPORATE GOVERNANCE	18/04/2022	3	3	100
6	CORPORATE GOVERNANCE	13/10/2022	3	3	100
7	NOMINATION	18/04/2022	4	4	100
8	NOMINATION	14/07/2022	4	4	100
9	NOMINATION	13/01/2023	4	4	100

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
10	RISK MANAGI	18/04/2022	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	29/09/2023
								(Y/N/NA)
1	PRADEEP SIN	5	5	100	9	9	100	Not Applicable
2	ANIL KUMAR	5	5	100	2	2	100	Not Applicable
3	DIP SEN KISH	5	5	100	3	3	100	No
4	ANMOL RATA	4	4	100	3	3	100	No
5	SRAVANKUM	5	5	100	10	10	100	No

**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	RAVINDER SINGH	MANAGER	6,486,955	0	0	0	6,486,955
	Total		6,486,955	0	0	0	6,486,955

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	SUBRAHMANYESV	CHIEF FINANCI	4,030,642	0	0	0	4,030,642
2	ARUN KIRTANIA	CHIEF FINANCI	1,233,000	0	0	0	1,233,000
	Total		5,263,642	0	0	0	5,263,642

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PRADEEP SINGH	INDEPENDENT	0	0	0	525,000	525,000
2	VIJAYA SAMPATH	INDEPENDENT	0	0	0	475,000	475,000
3	ANIL KUMAR JHA	INDEPENDENT	0	0	0	300,000	300,000
	Total		0	0	0	1,300,000	1,300,000

#### 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

#### 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

BHUMIKA SIDHPURA

Whether associate or fellow

Associate  Fellow

Certificate of practice number

19635

**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

DIP  
KISHORE  
SEN

Digitally signed by  
DIP KISHORE SEN  
Date: 2023.11.27  
22:58:23 +05'30'

DIN of the director

**To be digitally signed by**

FREDDY  
ROBERT  
RODRIGUES

Digitally signed by  
FREDDY ROBERT  
RODRIGUES  
Date: 2023.11.27  
22:58:43 +05'30'

- 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

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

List of Shareholders- 2023.pdf
Committee Meeting Details.pdf
final_mgt8_nabha.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**

**DETAILS OF COMMITTEE MEETINGS**  
**{Refer point IX(C)}**

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
11	AUDIT COMMITTEE	13/01/2023	3	3	100
12	RISK MANAGEMENT COMMITTEE	13/10/2022	3	3	100



# NABHA POWER LIMITED

**NPL**  
Nabha Power Limited

P.O. Box No -28, Near Nalash, Rajpura-140401, Punjab  
Phone: 01762-277252 • Fax: 01762-277251

## List of Equity Shareholders as on March 31, 2023

Sl. No.	Name of the Shareholder	No. of Shares
1	L&T Power Development Limited	2,32,49,99,994
2	R.S. Lall jointly with L&T Power Development Limited	1
3	Rajesh Kumar jointly with L&T Power Development Limited	1
4	Sivaram Nair jointly with L&T Power Development Limited	1
5	Jitendra Upadhyay jointly with L&T Power Development Limited	1
6	Prateek Gupta jointly with L&T Power Development Limited	1
7	P Ramakrishnan jointly with L&T Power Development Limited	1
<b>Total</b>		<b>2,32,50,00,000</b>

## Details of Preference Shareholder as on March 31, 2023

Name of the Shareholder	Shares Held
L&T Power Development Limited	36,30,00,000
<b>Total</b>	<b>36,30,00,000</b>

For Nabha Power Limited

**Freddy Rodrigues**  
Company Secretary  
(M. No. - A59672)

**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]**

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

I have examined the registers, records and books and papers of **NABHA POWER LIMITED** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on March 31, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I 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, **as may be applicable**, in respect of:
  1. Its status under the Act is a Public unlisted Company;
  2. maintenance of registers/records & making entries therein within the time prescribed therefore;
  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 the prescribed time;
  4. calling/convening/holding meetings of Board of Directors or its committees 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; **No closure of Register of Members/Security holders;**
  6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; **No such loans have been given;**
  7. contracts/arrangements with related parties as specified in section 188 of the Act were in an ordinary course of business and at arm's length;
  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; **there were no such transactions;**
  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 dividend declared and no dividend in unpaid/unclaimed dividend account;**

11. signing of audited financial statements 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; **there were no such instances;**
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; **this is not applicable;**
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;

**For Bhumika & Co**  
**Practising Company Secretaries**

**Bhumika Sidhpura**  
**Membership No: A37321**  
**Certificate of Practice No. 19635**  
**Peer Review No: 1272/2021**  
**UDIN: A037321E002517601**

**Place: Mumbai**  
**Date:27.11.2023**