

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

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

Unit No. T-15 B, Salcon Ras Vilas, 3rd Floor,
Plot No. D-1, Saket District Centre, Saket
New Delhi
New Delhi
Delhi
110017

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

| (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

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(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 | 100 |

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 | APRAAVA ENERGY PRIVATE LIM | U40100GJ1992PTC018284 | 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 | 500,000,000 | 20,000,000 | 20,000,000 | 20,000,000 |
| Total amount of equity shares (in Rupees) | 5,000,000,000 | 200,000,000 | 200,000,000 | 200,000,000 |

Number of classes

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Equity Share | | | | |
| Number of equity shares | 500,000,000 | 20,000,000 | 20,000,000 | 20,000,000 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 5,000,000,000 | 200,000,000 | 200,000,000 | 200,000,000 |

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares | 2,700,000,000 | 2,324,882,458 | 2,324,882,458 | 2,324,882,458 |
| Total amount of preference shares (in rupees) | 27,000,000,000 | 23,248,824,580 | 23,248,824,580 | 23,248,824,580 |

Number of classes

1

| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Compulsory Convertible Preference share | | | | |
| Number of preference shares | 2,700,000,000 | 2,324,882,458 | 2,324,882,458 | 2,324,882,458 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of preference shares (in rupees) | 27,000,000,000 | 23,248,824,580 | 23,248,824,580 | 23,248,824,580 |

(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 | 0 | 20,000,000 | 20000000 | 200,000,000 | 200,000,000 | |
| 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 | |
| Not Applicable | | | | | | |
| 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 | |
| Not Applicable | | | | | | |
| At the end of the year | 0 | 20,000,000 | 20000000 | 200,000,000 | 200,000,000 | |

Preference shares

| | | | | | | |
|-------------------------------------|---|-------------|------------|-------------|------------|---|
| At the beginning of the year | 0 | 2,324,882,4 | 2324882458 | 23,248,824, | 23,248,824 | |
| 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 | | | | 0 | 0 | |
| Not Applicable | | | | | | |
| 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 | | | | 0 | 0 | |
| Not Applicable | | | | | | |
| At the end of the year | 0 | 2,324,882,4 | 2324882458 | 23,248,824, | 23,248,824 | |

ISIN of the equity shares of the company

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

0

| 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"/> | |
| 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 | 1,596 | Please refer the clarification | 6,960,000,000 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |
| Total | | | 6,960,000,000 |

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 | 6,960,000,000 | 0 | 0 | 6,960,000,000 |
| 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

34,422,620,000

(ii) Net worth of the Company

20,827,380,000

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) | 20,000,000 | 100 | 2,324,882,458 | 100 |
| 10. | Others Not Applicable | 0 | 0 | 0 | 0 |
| | Total | 20,000,000 | 100 | 2,324,882,458 | 100 |

Total number of shareholders (promoters)

7

(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 Not Applicable | 0 | 0 | 0 | 0 |

| | | | | | |
|--|--------------|---|---|---|---|
| | Total | 0 | 0 | 0 | 0 |
|--|--------------|---|---|---|---|

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 | 15 | 15 |

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 | 2 | 2 | 2 | 2 | 0 | 0 |
| B. Non-Promoter | 0 | 2 | 0 | 2 | 0 | 0 |
| (i) Non-Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Independent | 0 | 2 | 0 | 2 | 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 | 2 | 4 | 2 | 4 | 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) |
|----------------------|------------|-------------------|--------------------------------|--|
| Rajiv Ranjan Mishra | 00131207 | Managing Director | 10 | |
| Hina Shah | 06664927 | Director | 0 | |
| Urvashi Shah | 07007362 | Director | 0 | |
| Naveen Munjal | 00230313 | Director | 10 | |
| Ian George Tuft | 06899871 | Director | 0 | |
| Samir Ashta | 01957618 | Director | 10 | |
| Samir Ashta | AAAPA1381N | CFO | 10 | |
| Jayant Manohar Patil | ACBPP4480G | Company Secretar | 0 | |

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

0

| 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) |
|------|---------|--|---|--|
| | | | | |

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 Meeting | 02/08/2021 | 7 | 5 | 99.99 |

B. BOARD MEETINGS

*Number of meetings held

4

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 28/05/2021 | 6 | 6 | 100 |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 2 | 24/08/2021 | 6 | 6 | 100 |
| 3 | 14/11/2021 | 6 | 6 | 100 |
| 4 | 11/02/2022 | 6 | 5 | 83.33 |

C. COMMITTEE MEETINGS

Number of meetings held

1

| 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 | Corporate Soc | 28/05/2021 | 4 | 4 | 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 | |
| | | | | | | | | |
| 1 | Rajiv Ranjan M | 4 | 4 | 100 | 1 | 1 | 100 | Yes |
| 2 | Hina Shah | 4 | 3 | 75 | 1 | 1 | 100 | No |
| 3 | Urvashi Shah | 4 | 4 | 100 | 0 | 0 | 0 | No |
| 4 | Naveen Munja | 4 | 4 | 100 | 1 | 1 | 100 | Yes |
| 5 | Ian George Tu | 4 | 4 | 100 | 0 | 0 | 0 | No |
| 6 | Samir Ashta | 4 | 4 | 100 | 1 | 1 | 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 | Rajiv Ranjan Mishra | Managing Director | 42,629,173 | 0 | 0 | 0 | 42,629,173 |
| | Total | | 42,629,173 | 0 | 0 | 0 | 42,629,173 |

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 | Samir Ashta | Director & Chief | 18,437,626 | 0 | 0 | 0 | 18,437,626 |
| 2 | Jayant Patil | Company Secretary | 5,669,572 | 0 | 0 | 603,378 | 6,272,950 |
| | Total | | 24,107,198 | 0 | 0 | 603,378 | 24,710,576 |

Number of other directors whose remuneration details to be entered

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|--------------|----------------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1 | Hina Shah | Independent Director | 0 | 0 | 0 | 2,600,000 | 2,600,000 |
| 2 | Urvashi Shah | Independent Director | 0 | 0 | 0 | 2,600,000 | 2,600,000 |
| | Total | | 0 | 0 | 0 | 5,200,000 | 5,200,000 |

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

Mahesh Darji

Whether associate or fellow

Associate Fellow

Certificate of practice number

7809

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:

- 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.
- 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

BHASKAR BHATTACHARJEE
 Digitally signed by BHASKAR BHATTACHARJEE
 Date: 2022.08.04 11:42:38 +05'30'

DIN of the director

08309161

To be digitally signed by

JAYANT MANOHAR PATIL
 Digitally signed by JAYANT MANOHAR PATIL
 Date: 2022.08.04 11:41:55 +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

| |
|---------------|
| Attach |
| Attach |
| Attach |
| Attach |

List of attachments

| |
|---|
| Jhajjar_Form MGT-8_31 03 2022.pdf |
| JPL List of Shareholders.pdf |
| JPL List of Debentureholders.pdf |
| Clarification Letter for eForm MGT7.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

Shareholding pattern of Jhajjar Power Limited as on 31 March 2022

• **Equity**

| Name of the Shareholder | Number of equity shares held (of face value of INR 10 each) | DP ID | Client ID |
|---|---|----------|-----------|
| Apraava Energy Private Limited ("Apraava Energy") | 1,99,99,940 | IN300142 | 10556091 |
| Apraava Energy jointly with Rajiv Ranjan Mishra | 10 | IN300142 | 10556091 |
| Apraava Energy jointly with Naveen Munjal | 10 | IN300142 | 10556091 |
| Apraava Energy jointly with Samir Ashta | 10 | IN300142 | 10556091 |
| Apraava Energy jointly with Sudipta Ghosh | 10 | IN300142 | 10556091 |
| Apraava Energy jointly with Gopinath Govindan | 10 | IN300142 | 10556091 |
| Apraava Energy jointly with Mitesh Trivedi | 10 | IN300142 | 10556091 |
| TOTAL | 2,00,00,000 | | |

• **Preference**

| Name of Shareholder | Number of preference shares held (of face value of INR 10 each) | DP ID | Client ID |
|---------------------|---|----------|-----------|
| Apraava Energy | 232,48,82,458 | IN300142 | 10556091 |
| TOTAL | 232,48,82,458 | | |

For Jhajjar Power Limited

JAYANT
MANOHAR PATIL

Digitally signed by JAYANT
MANOHAR PATIL
Date: 2022.08.30 15:14:10
+05'30'

Jayant Patil

Company Secretary

Membership No. A14418

Date: 30 August 2022

Place: Jhajjar

Jhajjar Power Limited (An Apraava Energy Company)

Corporate Office:

7th Floor, Fulcrum, Sahar Road,
Andheri (East), Mumbai 400 099

T: +91 22 6758 8888
F: +91 22 6758 8811/8833

W: www.clpgroup.com, www.apraava.com

Registered Office:

Unit No. T-15 B, Salcon Ras Vilas, 3rd Floor,
Plot No. D-1, Saket District Centre, Saket,
New Delhi 110 017

T: +91 11 6612 0700 F: +91 11 6612 0777/0778

CIN No.: U40104DL2008SGC374107

Plant:

Village Khanpur, Tehsil Matenhail,
District Jhajjar, Haryana 124 142

T: +91 1251 270100
Fax: +91 1251 270105

List of non-convertible debenture holders of Jhajjar Power Limited as on 31 March 2022

➤ 1st Bond

ISIN - INE165K07019

| Sr. No | Dpid | Client-id | Name | Holding |
|------------------|----------|-----------|--|------------|
| 1 | IN300126 | 10001816 | HDFC BANK LTD | 30 |
| 2 | IN300126 | 11234066 | SBI LIFE INSURANCE CO.LTD | 48 |
| 3 | IN300812 | 10495859 | NPS TRUST- A/C ICICI PRUDENTIAL PENSION FUND SCHEME C - TIER I | 5 |
| 4 | IN301524 | 30042994 | ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED | 70 |
| 5 | IN303786 | 10003963 | ICICI PRUDENTIAL CREDIT RISK FUND | 25 |
| 6 | IN303786 | 10003971 | ICICI PRUDENTIAL MEDIUM TERM BOND FUND | 60 |
| TOTAL (A) | | | | 238 |

ISIN - INE165K07027

| Sr. No | Dpid | Client-id | Name | Holding |
|--------------------|----------|-----------|---|------------|
| 1 | IN300126 | 11234066 | SBI LIFE INSURANCE CO.LTD | 48 |
| 2 | IN300812 | 10495859 | NPS TRUST- A/C ICICI PRUDENTIAL PENSION FUND SCHEME C - TIER I | 4 |
| 3 | IN300812 | 10496177 | NPS TRUST- A/C ICICI PRUDENTIAL PENSION FUND SCHEME C - TIER II | 1 |
| 4 | IN301524 | 30042994 | ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED | 70 |
| 5 | IN303786 | 10003963 | ICICI PRUDENTIAL CREDIT RISK FUND | 25 |
| 6 | IN303786 | 10003971 | ICICI PRUDENTIAL MEDIUM TERM BOND FUND | 90 |
| TOTAL (B) | | | | 238 |
| TOTAL (A+B) | | | | 476 |

➤ 2nd Bond

ISIN - INE165K07035

| Sr. No | Dpid | Client-id | Name | Holding |
|------------------|----------|-----------|-------------------------|-----------|
| 1 | IN304203 | 10000004 | IDFC FIRST BANK LIMITED | 40 |
| TOTAL (A) | | | | 40 |

ISIN - INE165K07043

| Sr. No | Dpid | Client-id | Name | Holding |
|--------------------|----------|-----------|-------------------------|------------|
| 1 | IN304203 | 10000004 | IDFC FIRST BANK LIMITED | 80 |
| TOTAL (B) | | | | 80 |
| TOTAL (A+B) | | | | 120 |

Jhajjar Power Limited (An Apraava Energy Company)

Corporate Office:

7th Floor, Fulcrum, Sahar Road,
Andheri (East), Mumbai 400 099

T: +91 22 6758 8888

F: +91 22 6758 8811/8833

W: www.clpgroup.com, www.apraava.com

Registered Office:

Unit No. T-15 B, Salcon Ras Vilas, 3rd Floor,
Plot No. D-1, Saket District Centre, Saket,
New Delhi 110 017

T: +91 11 6612 0700 F: +91 11 6612 0777/0778

CIN No.: U40104DL2008SGC374107

Plant:

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District Jhajjar, Haryana 124 142

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Fax: +91 1251 270105

➤ **1st Bond (issued in July 2020)**

ISIN - INE165K07076

| Sr. No | Dpid | Client-id | Name | Holding |
|------------------|----------|-----------|-----------------------------------|-------------|
| 1 | IN303786 | 10003963 | ICICI PRUDENTIAL CREDIT RISK FUND | 1000 |
| TOTAL (A) | | | | 1000 |

For Jhajjar Power Limited

JAYANT
MANOHAR PATIL

Digitally signed by JAYANT
MANOHAR PATIL
Date: 2022.08.30 15:13:36 +05'30'

Jayant Patil
Company Secretary
Membership No. A14418

Date: 30 August 2022

Place: Jhajjar

Jhajjar Power Limited (An Apraava Energy Company)

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7th Floor, Fulcrum, Sahar Road,
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CIN No.: U40104DL2008SGC374107

Plant:

Village Khanpur, Tehsil Matenhail,
District Jhajjar, Haryana 124 142

T: +91 1251 270100

Fax: +91 1251 270105

Registrar of Companies, Delhi
4th Floor, IFCI tower, 61
New Delhi 110 019

Ref.: e-form MGT – 7 of Jhajjar Power Limited

Dear Sirs

Sub.: Clarification for e-form MGT-7 being filed for the financial year 2021-22:

- (i) Non-Convertible Debentures as appearing in field - Debentures in Part IV (iv);**
- (ii) Meeting of Members/Class of Members/Board Committees of the Board of Directors Part IX (B)**

- I. With regard to Non-Convertible Debentures, please note that as on 31 March 2022, the following Non-Convertible Debentures (“NCDs”) of Jhajjar Power Limited (the “Company”) were outstanding:

| Sr. No. | ISIN | Number of NCDs | Face Value (in INR) | Total Value (in INR) |
|--------------|---|----------------|---------------------|----------------------|
| 1 | Series I - INE165K07019 Series II - INE165K07027 | 476 | 1,00,00,000 | 476,00,00,000 |
| 2 | Series I - INE165K07035 Series II - INE165K07043 | 120 | 1,00,00,000 | 120,00,00,000 |
| 3 | Series I - INE165K07076 | 1,000 | 10,00,000 | 100,00,00,000 |
| TOTAL | | 1,596 | -- | 696,00,00,000 |

In field IV(iv) – “Debentures”, the second table titled as “Details of debentures” (“Table 2”), per the help kit to e-Form MGT-7 (page no. 13), details of total outstanding debentures at the beginning of the year, increases / decreases during the year and the final number of debentures outstanding at the end of the year are to be entered. However, on entering the number of debentures, the e-Form shows an error at the time of check form that, the aggregate of the outstanding debentures as at the end of the year (as appearing in Table 2) should match with the value appearing against the “Non-convertible debentures” row in the total value column of the first table i.e. 696,00,00,000. Accordingly, the Company has entered the amounts corresponding to the outstanding debentures, increase / decrease during the year and the total debentures remaining outstanding as at the end of financial year 31 March 2022 (in Rupee terms), in lieu of the no. of debentures.

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CIN No.: U40104DL2008SGC374107

Plant:

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- II. With regard to attendance of Board of Directors during the financial year 2021-22; the 76th Meeting of the Board of Directors was held over a two-day period on 14 November 2021 and 15 November 2021. Mr. Ian Tuft was granted a leave of absence for Day 1 of the Meeting i.e., 14 November 2021 and he participated on Day 2 i.e., 15 November 2021. However, since the two-day Meeting is counted as a single Meeting of the Board of Directors, (albeit being held over a two-day period) Mr. Tuft's attendance on Day 2 has been considered in the field "Number of Directors present".

We request you to kindly take the above clarification on your records.

For Jhajjar Power Limited

JAYANT
MANOHAR PATIL

Digitally signed by
JAYANT MANOHAR PATIL
Date: 2022.08.30 15:12:58
+05'30'

Jayant Patil
Company Secretary
Membership No. A14418

Date: 30 August 2022

Place: Jhajjar

Jhajjar Power Limited (An Apraava Energy Company)

Corporate Office:

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Plant:

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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

We have examined the registers, records and books and papers of **Jhajjar Power Limited** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the Rules made there under as produced before us, for the financial year ended on **31st March, 2022**, on test check basis as was required for issuance of this certificate. 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 in respect of:

| Sr. No. | Particulars | Compliance Information, Observation, Reservation, Qualification, Remarks (If any) |
|---------|---|---|
| 1 | Its status under the Act; | The status of the Company is a Listed Public Company Limited by Shares. (Debt Securities of the Company i.e. Non-Convertible Debentures of the Company are listed on BSE Limited). It may be noted that with the change in the definition of a 'Listed Company' under the Act, the Company has ceased to be a Listed Company under the provisions of the Act, w.e.f. 01.04.2021. |
| 2 | Maintenance of registers/records and making entries therein | The Company has kept and maintained registers / records as required under the provisions of the Act and Rules made there under and |

C/o 211, Bldg. No.1, Sona Udyog Industrial Estate, Parsi Panchayat, Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 069. (M) +91 98789 66693



Mahesh M. Darji

Practicing Company Secretary
B.Com., DBM, LLB, FCS

| Sr. No. | Particulars | Compliance Information, Observation, Reservation, Qualification, Remarks (If any) |
|---------|---|--|
| | within the time prescribed therefore; | as explained by the officers of the Company, the Company has made necessary entries therein within the time prescribed under the Act. |
| 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; | The Company has filed the required forms and returns as prescribed under the provisions of Act and Rules made thereunder, with the Registrar of Companies, Regional Director, Central Government, Tribunal, Court or other prescribed authorities as may be required. |
| 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; | <p>The meetings of the Board of Directors, Committees of Directors and General Meetings were duly called, convened and held on the dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings have been properly recorded and signed in the Minutes Book maintained for the purpose.</p> <p>The Company has duly complied with the provisions of the Act and Rules made there under in respect of passing of Resolutions by circulation.</p> <p>The provisions relating to passing of resolutions by Postal Ballot were not applicable to the Company, during the year under review and hence no comment is invited in this respect.</p> |



C/o 211, Bldg. No. 1, Sena Udyog Industrial Estate, P. Chinchwad, Panchayat Road, Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 053. Phone: 9819196693

Mahesh M. Darji

Practicing Company Secretary
B.Com., DBM, LLB, FCS

| Sr. No. | Particulars | Compliance Information, Observation, Reservation, Qualification, Remarks (If any) |
|---------|---|---|
| 5 | Closure of Register of Members / Security holders, as the case may be; | The Company was not required to and hence has not closed its Register of Members during the year under review. |
| 6 | Advances / loans to its directors and/or persons or firms or companies referred in section 185 of the Act; | As informed by the management, the Company has not granted any advances / loans to its directors and / or persons or firms or companies in violation of section 185 of the Act. |
| 7 | Contracts/arrangements with related parties as specified in section 188 of the Act; | All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with related parties which may have potential conflict with interest of the Company at large. |
| 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 certificate in all instances; | There were no instances of issue / allotment / transfer / transmission or buy back of securities / redemption of preference shares or debentures, alteration or reduction of share capital / conversion of shares / securities during the financial year under review and hence, no comments are invited in respect of the same. |
| 9 | Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in | There were no instances of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares and hence no comment is invited in respect of the same. |

C/o 211, Bldg. No.1, Sona Udyog Industrial Estate, Parsur Panchayat Road,
Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 059
(M) +91 9819196693

Apraava Energy Information Classification: PROPRIETARY



29/08/2022

Mahesh M. Darji

Practicing Company Secretary
B.Com., DBM, LLB, FCS

| Sr. No. | Particulars | Compliance Information, Observation, Reservation, Qualification, Remarks (If any) |
|---------|--|---|
| | 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; | <p>The Company has not declared / paid any dividend during the financial year under review.</p> <p>As explained by the management and reported by the Statutory Auditors in their report, there are no unpaid / unclaimed dividend or any other amount which were required to be deposited to the Investor Education and Protection Fund in accordance with Section 125 of the Act.</p> |
| 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; | <p>The Company has complied with the provisions of signing of the audited financial statements as per the provisions of Section 134 of the Act and report of directors as per sub - sections (3), (4) and (5) thereof.</p> |
| 12 | Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosure of Directors, key Managerial Personnel and remuneration paid to them; | <p>The Board of Directors of the Company was duly constituted.</p> <p>There were no incidences of appointment, re-appointment, resignation or retirement (other than retirement by rotation) / filling up casual vacancies during the financial year under review.</p> <p>The Company has duly appointed / designated Key Managerial Personnel in compliance with the provisions of</p> |



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Mahesh M. Darji

Practicing Company Secretary
B.Com., DBM, LLB, FCS

| Sr. No. | Particulars | Compliance Information, Observation, Reservation, Qualification, Remarks (If any) |
|---------|--|---|
| | | <p>Section 203 of the Act and Rules made there under.</p> <p>The Company has complied with the provisions relating to disclosure of Director's interest.</p> <p>The Company has complied with the provisions of payment of Directors Remuneration in accordance with the provisions of Sections 196, 197 and Schedule V of the Act.</p> |
| 13 | Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; | There was no incidence of Appointment / Re-appointment or filling up casual vacancy in the office of Statutory Auditors during the year under review and hence, no comment is invited in respect of the same. |
| 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; | The Company was not required to obtain approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the act during the financial year under review. |
| 15 | Acceptance / renewal / repayment of deposits; | The Company has not accepted / renewed / repaid any deposits as contemplated under Section 73 of the Act and hence no comment is invited in respect of the same. |
| 16 | Borrowings from its directors, members, public financial institutions, banks and others and creation / | The Company has complied with provisions of the Act & Rules made there under in respect of borrowings from public financial institutions, |

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Mahesh M. Darji

Practicing Company Secretary
B.Com., DBM, LLB, FCS

| Sr. No. | Particulars | Compliance Information, Observation, Reservation, Qualification, Remarks (If any) |
|---------|---|---|
| | modification / satisfaction of charges in that respect, wherever applicable; | banks and others and the modification of charges in that respect, wherever applicable. During the year under review, the Company has not borrowed any sum from its Directors. |
| 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; | As informed by the Management, the Company is engaged in the business of providing Infrastructural facilities as defined in Schedule VI of the Act and therefore, provisions of Section 186 of the Act (except sub-section 1) as regards to loans, guarantee and securities are not applicable to the Company and hence no comment is invited in respect of the same. The Company has not made any investments in other bodies corporate in violation of provisions of Section 186 of the Act. |
| 18 | Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company; | The Company has not altered the provisions of the Memorandum of Association and Articles of Association of the Company. |

Mahesh

Mahesh M. Darji
Company Secretary in Practice
FCS: 7175
CP: 7809
Peer Review No. 2061 / 2022

Place: Mumbai

Date: 29.08.2022

UDIN: F007175D000865406



C/o 211, Bldg. No.1, Sona Udyog Industrial Estate, Parsi Panchayat Road,
Extn. of Old Nagardas Road, Andheri (East), Mumbai - 400 069, (M) 9149919196693