

# 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

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

L70109TG1995PLC019116

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACT7966R

(ii) (a) Name of the company

TRANSPORT CORPORATION OF

(b) Registered office address

Q NO 306/307 3RF FLOOR1-8-271-273 & 301  
ASHOK BHOOPAL CHAMBERS, SP ROAD  
SEC'BAD - 500 003  
Telangana  
000000

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

archana.pandey@tcil.com

(d) \*Telephone number with STD code

01242381603

(e) Website

www.tcil.com

(iii) Date of Incorporation

02/01/1995

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE 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

(f) Specify the reasons for not holding the same

Annual General Meeting will be held on August 03, 2021

## 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	H	Transport and storage	H1	Land Transport via Road	46.26
2	H	Transport and storage	H3	Water transport	14.85
3	H	Transport and storage	H6	Warehousing and storage	37.57
4	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	0.15

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

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

13

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TCI-CONCOR MULTIMODAL SC +	U60231DL2007PTC216625	Subsidiary	51
2	TRANSYSTEM LOGISTICS INTEF +	U63023KA1999PTC024769	Joint Venture	49
3	TCI VENTURES LIMITED	U65999DL2016PLC303211	Subsidiary	100
4	Stratsol Logistics Private Llimite +	U60100DL2017PTC326340	Subsidiary	100
5	TCI COLD CHAIN SOLUTIONS L +	U63000TG2018PLC124220	Subsidiary	99.98
6	TCI Global Pte (Singapore) Ltd. +		Subsidiary	100
7	TCI Holdings Asia Pacific Pte Lt +		Subsidiary	100
8	TCI Global Brazil Logistica Ltda +		Subsidiary	100
9	TCI Holdings Netherlands B.V.		Subsidiary	100
10	TCI Holdings SA & E Pte Ltd.		Subsidiary	100
11	TCI Bangladesh Ltd.		Subsidiary	100
12	TCI Nepal Pvt. Ltd.		Subsidiary	100
13	CARGO EXCHANGE INDIA PRIV +	U63090TG2015PTC097453	Associate	32.5

### 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	100,000,000	77,099,750	77,099,750	77,099,750
Total amount of equity shares (in Rupees)	200,000,000	154,199,500	154,199,500	154,199,500

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital

Number of equity shares	100,000,000	77,099,750	77,099,750	77,099,750
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	200,000,000	154,199,500	154,199,500	154,199,500

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	500,000	0	0	0
Total amount of preference shares (in rupees)	50,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	500,000			
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	50,000,000	0		

**(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
<b>Equity shares</b>				
<b>At the beginning of the year</b>	76,826,225	153,652,450	153,652,450	
<b>Increase during the year</b>	273,525	547,050	547,050	39,673,650
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	273,525	547,050	547,050	39,673,650
vi. Sweat equity shares allotted	0	0	0	0

vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify <input type="text"/>				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify <input type="text"/>				
<b>At the end of the year</b>	77,099,750	154,199,500	154,199,500	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify <input type="text"/>				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify <input type="text"/>				
<b>At the end of the year</b>	0	0	0	

(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"/>	
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) \*Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			1,668,953,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			750,000,000
Deposit			0
<b>Total</b>			<b>2,418,953,000</b>

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)****(i) Turnover**

24,520,197,727.31

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

9,470,968,601.75

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	11,849,665	15.37	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	34,604,733	44.88	0	
10.	Others DHARMPAL AGARWAL-TCI TRAD <sup>+</sup>	4,974,995	6.45	0	
	<b>Total</b>	51,429,393	66.7	0	0

**Total number of shareholders (promoters)**

13

**(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	9,531,011	12.36	0	
	(ii) Non-resident Indian (NRI)	417,298	0.54	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	1,170	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	2,845	0	0	
7.	Mutual funds	8,797,053	11.41	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,398,717	1.81	0	
10.	Others      Alternate Investment Fund: +	5,522,263	7.16	0	
	<b>Total</b>	25,670,357	33.28	0	0

**Total number of shareholders (other than promoters)**

26,355

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

26,368

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

2

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
TIGER MANAGEMENT +	'C O STANDARD CHARTERED BANK +			670	0
BARING INTERNATIONAL +	A C BARING CHRYSALIS FUND LTD +			2,175	0

**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	13	13
Members (other than promoters)	24,011	26,355
Debenture holders	0	0




## VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### (A) \*Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	2	1	2	1	3.71	2.38
<b>B. Non-Promoter</b>	0	7	0	7	0	2.4
(i) Non-Independent	0	2	0	2	0	2.4
(ii) Independent	0	5	0	5	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
Total	2	8	2	8	3.71	4.78

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 15

### (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)
DHARMPAL AGARWAL 	00084105	Managing Director	828,628	
VINEET AGARWAL	00380300	Managing Director	2,028,498	
VIJAY SANKAR	00007875	Director	0	
RAVIKANT UPPAL	00025970	Director	0	
SATYANARAYAN AGA 	00111187	Director	0	
ASHISH BHARAT RAM 	00671567	Director	0	
CHANDER AGARWAL	00818139	Director	1,834,262	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
URMILA AGARWAL	00818165	Director	1,850,591	
SUBRAMANIAN MADH	06451889	Director	2,000	
GITA NAYYAR	07128438	Director	0	
JASJIT SINGH SETHI	AOGPS4853K	CEO	65,710	
ISHWAR SINGH SIGAF	AADPS0410M	CEO	37,123	
ASHISH KUMAR TIWARI	ADHPT4172E	CEO	41,366	
RAM UJAGAR SINGH	ACRPS4667E	CEO	16,000	
ARCHANA PANDEY	AWBPP8492Q	Company Secretary	0	

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

1

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
RAVIKANT UPPAL	00025970	Director	12/08/2020	Change in designation

**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	12/08/2020	26,902	51	68.12

**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	02/06/2020	10	10	100
2	12/08/2020	10	10	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	03/11/2020	10	10	100
4	03/02/2021	10	10	100

### C. COMMITTEE MEETINGS

Number of meetings held

10

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 and Risk	02/06/2020	3	3	100
2	Audit and Risk	12/08/2020	3	3	100
3	Audit and Risk	03/11/2020	3	3	100
4	Audit and Risk	03/02/2021	3	3	100
5	Stakeholders'	12/08/2020	3	3	100
6	Stakeholders'	03/02/2021	3	3	100
7	Compensation	02/06/2020	3	3	100
8	Compensation	03/11/2020	3	3	100
9	Compensation	03/02/2021	3	3	100
10	Corporate Soc	02/06/2020	4	3	75

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		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	DHARMPAL A	4	4	100	1	1	100	
2	VINEET AGAR	4	4	100	2	2	100	
3	VIJAY SANKA	4	4	100	4	4	100	
4	RAVIKANT UP	4	4	100	0	0	0	

5	SATYANARAYAN	4	4	100	9	9	100	
6	ASHISH BHARAT	4	4	100	4	4	100	
7	CHANDER AGARWAL	4	4	100	1	0	0	
8	URMILA AGARWAL	4	4	100	1	1	100	
9	SUBRAMANIAN	4	4	100	7	7	100	
10	GITA NAYYAR	4	4	100	2	2	100	

**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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DHARMPAL AGARWAL	Chairman and Managing Director	51,235,746	30,000,000	0	6,215,938	87,451,684
2	VINEET AGARWAL	Managing Director	42,979,746	30,000,000	0	4,517,797	77,497,543
	Total		94,215,492	60,000,000	0	10,733,735	164,949,227

Number of CEO, CFO and Company secretary whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ARCHANA PANDEY	Company Secretary	1,807,463	0	0	0	1,807,463
2	ASHISH KUMAR TIWARI	CFO	7,034,164	0	363,700	28,800	7,426,664
3	ISHWAR SINGH SINGH	CEO	7,625,334	0	1,815,280	21,600	9,462,214
4	JASJIT SINGH SETIA	CEO	23,433,341	0	4,717,762	478,042	28,629,145
5	RAM UJAGAR SINGH	CEO	11,202,000	0	0	25,200	11,227,200
	Total		51,102,302	0	6,896,742	553,642	58,552,686

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ASHISH BHARAT FULIA	Independent Director	0	800,000	0	325,000	1,125,000
2	VIJAY SANKAR	Independent Director	0	800,000	0	385,000	1,185,000
3	SUBRAMANIAN MURUGAN	Independent Director	0	800,000	0	460,000	1,260,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
4	GITA NAYYAR	Independent Dir +	0	800,000	0	275,000	1,075,000
5	RAVIKANT UPPAL	Independent Dir +	0	800,000	0	225,000	1,025,000
6	URMILA AGARWAL +	Non Executive Dir +	0	800,000	0	0	800,000
7	SATYANARAYAN A +	Non Executive Dir +	0	800,000	0	0	800,000
8	CHANDER AGARWAL +	Non Executive Dir +	0	800,000	0	0	800,000
	Total		0	6,400,000	0	1,670,000	8,070,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

#### XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

#### XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Sanjeev Bhatia

Whether associate or fellow

Associate  Fellow

Certificate of practice number

3870

**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

DIN of the director

00380300

**To be digitally signed by**

Company Secretary

Company secretary in practice

Membership number

23884

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**

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<b>Remove attachment</b>
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Modify
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Check Form
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Prescrutiny
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Submit
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**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**



Ref.....

Date :.....

**DRAFT**

**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 **Transport Corporation of India Limited** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31<sup>st</sup> March, 2021. 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 in respect of:
  1. its status under the Act;
  2. maintenance of registers/records & making entries therein within the time prescribed therefor;
  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;
  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;
  5. Closure of Register of Members;
  6. As per the information given to us, there were no advances / loans given to its directors and/or persons or firms or companies referred in section 185 of the Act.
  7. contracts/arrangements with related parties as specified in section 188 of the Act;
  8. issue or allotment or transfer or transmissions/ alteration of share capital 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.
  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;

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 thereof;
12. constitution/appointment/re-appointments/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. appointment of auditors as per the provisions of section 139 of the Act;
14. no approvals were required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act during the year.
15. there is no Acceptance/ renewal/ repayment of deposits during the year.
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. there is no alteration of the provisions of the Memorandum and/ or Articles of Association of the Company during the financial year ended 31<sup>st</sup> March 2021.

**For M/s Sanjeev Bhatia & Associates  
Company Secretaries**

**Place:Gurugram  
Date:**

**Sanjeev Bhatia  
(Proprietor)  
C.P. No. 3870**

**UDIN:**