

# 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

L74899DL1992PLC048945

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACH0165J

(ii) (a) Name of the company

HPL ELECTRIC & POWER LIMITE

(b) Registered office address

1/20  
ASAF ALI ROAD  
NEW DELHI  
Central Delhi  
Delhi  
110002

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

hplcs@hplindia.com

(d) \*Telephone number with STD code

01123234411

(e) Website

www.hplindia.com

(iii) Date of Incorporation

28/05/1992

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 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM 30/09/2020

(b) Due date of AGM 30/09/2020

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	99.59

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

\*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	HIMACHAL ENERGY PRIVATE L	U31909HP2003PTC027983	Subsidiary	97.15

## 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	70,000,000	64,300,486	64,300,486	64,300,486
Total amount of equity shares (in Rupees)	700,000,000	643,004,860	643,004,860	643,004,860

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	70,000,000	64,300,486	64,300,486	64,300,486
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	700,000,000	643,004,860	643,004,860	643,004,860

(b) Preference share capital

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

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(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
Equity shares				
At the beginning of the year	64,300,486	643,004,860	643,004,860	

<b>Increase during the year</b>	0	0	0	0
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	0	0	0	0
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				
<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				
<b>At the end of the year</b>	64,300,486	643,004,860	643,004,860	
<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				
<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				
At the end of the year	0	0	0	

(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) \*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			5,456,355,134
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
<b>Total</b>			<b>5,456,355,134</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

9,252,239,649

(ii) Net worth of the Company

7,476,288,764

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	14,421,176	22.43	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)	32,092,023	49.91	0	
10.	Others	0	0	0	
	<b>Total</b>	46,513,199	72.34	0	0

Total number of shareholders (promoters)

8

**(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	10,625,587	16.52	0	
	(ii) Non-resident Indian (NRI)	1,107,565	1.72	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	10	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	3,876,523	6.03	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	925,749	1.44	0	
10.	Others ALTERNATIVE INVESTMENT	1,251,853	1.95	0	
	<b>Total</b>	<b>17,787,287</b>	<b>27.66</b>	<b>0</b>	<b>0</b>

Total number of shareholders (other than promoters)

45,464

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

45,472

**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	8	8
Members (other than promoters)	46,941	45,464
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>	3	0	3	0	19.11	0
<b>B. Non-Promoter</b>	1	5	1	5	0.06	0
(i) Non-Independent	1	0	1	0	0.06	0
(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
<b>Total</b>	<b>4</b>	<b>5</b>	<b>4</b>	<b>5</b>	<b>19.17</b>	<b>0</b>

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

11

**(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)
LALIT SETH	00312007	Whole-time director	7,824,598	
RISHI SETH	00203469	Managing Director	2,231,740	
GAUTAM SETH	00203405	Managing Director	2,231,740	
CHANDRA PRAKASH	00311643	Whole-time director	37,500	
JATINDER SINGH SAB	07364399	Director	0	
MADHU BALA NATH	01320110	Director	0	
TARUN SEHGAL	07384592	Director	0	
JAINUL HAQUE	00004762	Director	0	
HARGOVIND SACHDE	08105319	Director	0	
SUDHIR BARIK	ABEPB1144M	CFO	0	
VIVEK KUMAR	AOOPK6329Q	Company Secretary	0	

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

2

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)
LALIT SETH	00312007	Managing Director	14/02/2020	Change in designation (from Chairman)
RISHI SETH	00203469	Managing Director	14/02/2020	Change in designation (from Jt. Manag)

## 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 MEETI	26/09/2019	46,831	84	60.53

### 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	20/05/2019	9	9	100
2	12/08/2019	9	7	77.78
3	14/11/2019	9	8	88.89
4	14/02/2020	9	8	88.89

### C. COMMITTEE MEETINGS

Number of meetings held

14

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 COMM	20/05/2019	5	5	100
2	AUDIT COMM	12/08/2019	5	4	80
3	AUDIT COMM	14/11/2019	4	3	75
4	AUDIT COMM	14/02/2020	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
5	NOMINATION	14/02/2020	3	3	100
6	CORPORATE	20/05/2019	4	4	100
7	STAKEHOLDER	14/11/2019	3	3	100
8	EXECUTIVE C	04/05/2019	3	3	100
9	EXECUTIVE C	04/06/2019	3	3	100
10	EXECUTIVE C	11/07/2019	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	30/09/2020
								(Y/N/NA)
1	LALIT SETH	4	4	100	7	7	100	Yes
2	RISHI SETH	4	4	100	10	10	100	Yes
3	GAUTAM SET	4	4	100	13	13	100	Yes
4	CHANDRA PF	4	2	50	0	0	0	No
5	JATINDER SII	4	4	100	5	5	100	Yes
6	MADHU BALA	4	4	100	3	3	100	Yes
7	TARUN SEHG	4	2	50	5	3	60	No
8	JAINUL HAQL	4	4	100	1	1	100	No
9	HARGOVIND	4	4	100	5	5	100	Yes

**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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	LALIT SETH	Chairman and V	38,175,632	0	0	0	0
2	RISHI SETH	MANAGING DIF	15,933,697	0	0	0	0
3	GAUTAM SETH	JOINT MANAGI	15,933,697	0	0	0	0
4	CHANDRA PRAKA	WHOLE-TIME D	15,116,955	0	0	0	0
	Total		85,159,981	0	0	0	85,159,981

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	SUDHIR BARIK	CFO	3,346,282	0	0	0	0
2	VIVEK KUMAR	CS	2,030,000	0	0	0	0
	Total		5,376,282	0	0	0	5,376,282

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	TARUN SEHGAL	INDEPENDENT	0	0	0	80,000	0
2	JATINDER SINGH	INDEPENDENT	0	0	0	350,000	0
3	MADHU BALA NAT	INDEPENDENT	0	0	0	290,000	0
4	JAINUL HAQUE	INDEPENDENT	0	0	0	230,000	0
5	HARGOVIND SACH	INDEPENDENT	0	0	0	350,000	0
	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

(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

VINOD KUMAR GUPTA

Whether associate or fellow

Associate  Fellow

Certificate of practice number

2148

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. ... 21 dated 14/08/2017

(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

Digitally signed  
by lalit seth  
Date: 2020.11.24  
18:03:04 +05'30'

DIN of the director

00312007

To be digitally signed by

VIVEK KUMAR  
Digitally signed by  
VIVEK KUMAR  
Date: 2020.11.24  
18:04:41 +05'30'

Company Secretary

Company secretary in practice

Membership number

18491

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 Attachement(s), if any

Attach
Attach
Attach
Attach

**List of attachments**

MGT-8.pdf
POINT IX C.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

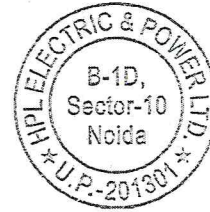
This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

**SINCE IN POINT IX C, THE PROVISION IS MADE ONLY FOR 10 COMMITTEE MEETINGS. HOWEVER, IN OUR COMPANY WE HAD 14 COMMITTEE MEETINGS. DETAILS OF THE SAME IS AS UNDER:**

**C. COMMITTEE MEETINGS**

Number of meetings held - 14

S. No.	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	As %age of total members
11	Executive Committee	6 <sup>th</sup> August, 2019	3	3	100
12	Executive Committee	24 <sup>th</sup> September, 2019	3	3	100
13	Executive Committee	16 <sup>th</sup> November, 2019	3	3	100
14	Executive Committee	08 <sup>th</sup> January, 2020	3	3	100





**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 **HPL ELECTRIC & POWER LIMITED** (CIN L74899DL1992PLC048945) 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, 2020. In our opinion and to the best of my 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 & Rules made there under in respect of:
  1. Its status under the Act i.e. Listed Public Limited Company, Limited by shares;
  2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
  3. During the period under report, the Company has generally filed the forms and returns with the Registrar of Companies within the time prescribed under the Act and rules made there under except few forms filed after the due date with additional fees, wherever necessitated.
  4. Calling, convening and holding meetings of Board of Directors and 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 proceedings including circular resolutions have been properly recorded in the Minutes Book and Registers maintained for the purpose and the same have been signed. Further the Company has not passed any resolution by postal ballot.
  5. Closure of Register of Members/ security holders, as the case may be.
  6. The company has not given any advance or loan to its directors and/or persons or firms or companies referred in Section 185 of the Act;

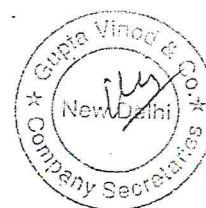


# Gupta Vinod & Co.

Company Secretaries

7. The company has entered into contracts and arrangements with related parties which were in the ordinary course of business and on arm's length basis as specified in the provisions of Section 188 of the Act;
8. The share transfer of the company has been handled by the Registrar and Transfer Agent, Kfin Technologies Private Limited and the same has been certified by a practicing company secretary on half yearly basis under Regulation 40 (9) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. Further as per the above reports transfers has been duly made in compliance of the law. No issue, allotment, transmission, buy back of securities/alteration or reduction of share capital/ conversion of shares/ securities took place during the period under report;
9. There was no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares;
10. The Company has declared the final dividend of Re. 0.20 per equity share (2%) during the year under report (for the financial year ended 31<sup>st</sup> March 2019). Further the Company was not required to transfer any amount to the Investor Education and Protection Fund in accordance with Section 125 of the Companies Act, 2013;
11. The Audited Financial Statements and the Boards' Report for the Financial Year 2019-20 have been duly signed as per the requirements of Section 134 of the Act;
12. As on 31st March, 2020, the Board of Directors comprised of nine directors including one woman director, of which four are executive directors and five are independent directors. During the period under report the Board in its meeting held on 14th February, 2020 approved for re-designation of Mr. Lalit Seth from Chairman and Managing Director to Chairman and Whole Time Director and Mr Rishi Seth from Joint Managing Director to Managing Director of the Company and thereafter was approved by the shareholder in its Meeting held on 30th September, 2020.

Mr. Hargovind Sachdev was re-appointed as an independent Director of the Company for a period of five consecutive years w.e.f 13<sup>th</sup> April, 2020.



# Gupta Vinod & Co.

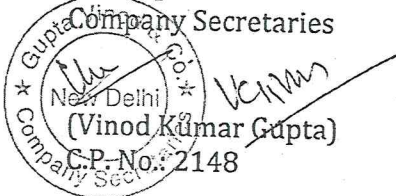
Company Secretaries

None of the Directors / KMP of the Company is disqualified under any of the provisions of law. Disclosures of the Directors, and the remuneration paid to them has been done properly.

13. The appointment of Statutory Auditors M/s. Kharabanda Associates, Chartered Accountants (FRN 003456N) made in the 25<sup>th</sup> AGM held on 28<sup>th</sup> September, 2017 for five year was in accordance with the provisions of Section 139 of the Act. Further no ratification or filling up of casual vacancies of auditors took place during the period under report.
14. No approval was 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 period under report;
15. The Company has not accepted or renewed or repaid any Fixed Deposits during the period under report.
16. The Company has not borrowed any money from its directors, members, public and others during the Financial Year 2019-20 except from the Banks/Financial Institutions and necessary charge has been filed w.r.t. creation, modification and satisfaction with the ROC.
17. The company has not grant loans and investments or guarantees given or providing of securities to other body corporate or person falling under the provisions of the Section 186 of the Act.
18. During the period under report, the Company has not altered the provisions of the Memorandum and Articles of Association of the Company.

For Gupta Vinod & Co.

Company Secretaries



Place: Delhi

Date: 24<sup>th</sup> November, 2020

UDIN F003648B001292727