

**FORM NO. MGT-7**

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

**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

U45209PN2005PTC020270

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AACCB5628E

(ii) (a) Name of the company

TATA BLUESCOPE STEEL PRIVA

(b) Registered office address

METROPOLITAN, FINAL PLOT NO. 27, SURVEY NO.21,  
WAKDEWADI, SHIVAJINAGAR,  
PUNE  
Maharashtra  
411005

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

prachi.gupta@tatabluescopest

(d) \*Telephone number with STD code

02066218000

(e) Website

(iii) Date of Incorporation

09/02/2005

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(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	C	Manufacturing	C7	Metal and metal products	100

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BlueScope Lysaght Lanka Pvt.		Subsidiary	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	1,000,000,000	866,000,000	866,000,000	866,000,000
Total amount of equity shares (in Rupees)	10,000,000,000	8,660,000,000	8,660,000,000	8,660,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	1,000,000,000	866,000,000	866,000,000	866,000,000

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10,000,000,000	8,660,000,000	8,660,000,000	8,660,000,000

**(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
<b>Equity shares</b>	Physical	DEMAT	Total			
At the beginning of the year	866,000,000	0	866000000	8,660,000,000	8,660,000,000	
Increase during the year	0	432,999,997	432999997	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		432,999,997	432999997			
Dematerialization						
<b>Decrease during the year</b>	432,999,997	0	432999997	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	432,999,997		432999997			
Dematerialization						
<b>At the end of the year</b>	433,000,000	432,999,997	866000000	8,660,000,0	8,660,000,	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	0	0	0	0	0	

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		18/08/2020	
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			

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"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**Details of debentures**

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

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

**(i) Turnover**

18,641,700,000

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

11,615,100,000

**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	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	3	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)	865,999,997	100	0	
10.	Others	0	0	0	
	<b>Total</b>	866,000,000	100	0	0

Total number of shareholders (promoters)

5

**(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	
	(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)	0	0	0	
10.	Others	0	0	0	



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

Total number of shareholders (Promoters+Public/  
Other than promoters) 5

**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	5
Members (other than promoters)	0	0
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>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	1	5	1	5	0	0
(i) Non-Independent	1	5	1	5	0	0
(ii) Independent	0	0	0	0	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>1</b>	<b>5</b>	<b>1</b>	<b>5</b>	<b>0</b>	<b>0</b>

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)
SAMITA SHAH	02350176	Director	0	
RAJEEV SINGHAL	02719570	Director	0	
RITEN SANTOSH KUM	06636911	Managing Director	0	
DEBRA JOY COUNSEL	08150605	Director	0	
GRETTA MARJORIE T	08491648	Director	0	
MATTHEW JOHN BUR	08780160	Director	0	
SURESH JAMES VEDA	ALNPS1554R	CFO	0	
Meenakshi Nayyar	AERPN5174R	Company Secretar	0	

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

6

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)
SHARBEL RAYMOND I	02797935	Director	03/07/2020	Cessation
MATTHEW JOHN BUR	08780160	Additional director	03/07/2020	Appointment
MATTHEW JOHN BUR	08780160	Director	18/08/2020	Change in designation
RAJEEV SINGHAL	02719570	Director	18/08/2020	Change in designation
PAWAN JAIN	AGOPJ1040M	Company Secretar	04/02/2021	Cessation
Meenakshi Nayyar	AERPN5174R	Company Secretar	04/02/2021	Appointment

**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	18/08/2020	8	8	100

**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	28/04/2020	6	6	100
2	20/07/2020	6	6	100
3	09/10/2020	6	5	83.33
4	13/01/2021	6	6	100

**C. COMMITTEE MEETINGS**

Number of meetings held

6

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	28/04/2020	2	2	100
2	Audit Committee	20/07/2020	2	2	100
3	Audit Committee	09/10/2020	2	2	100
4	Audit Committee	13/01/2021	2	2	100
5	Nomination and Remuneration Committee	09/10/2020	2	2	100
6	Nomination and Remuneration Committee	24/02/2021	2	2	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	15/09/2021
								(Y/N/NA)
1	SAMITA SHAH	4	3	75	4	3	75	No
2	RAJEEV SINGH	4	4	100	3	3	100	No
3	RITEN SANTOSH	4	4	100	0	0	0	Yes
4	DEBRA JOY CHAKRABORTY	4	4	100	2	2	100	No

5	GRETTA MAF	4	4	100	0	0	0	No
6	MATTHEW JC	3	3	100	3	3	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	Riten Choudhury	Managing Director	13,765,378	0	0	0	13,765,378
	Total		13,765,378	0	0	0	13,765,378

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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

#### 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

Whether associate or fellow ☐ Associate ☒ Fellow

Certificate of practice number

**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.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

**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

ANOOPT  
TRIVED  
Digitally signed by  
ANOOPT TRIVED  
Date: 2021.04.15  
11:30:13 +05'30'

DIN of the director

09429522

**To be digitally signed by**

MEENAKS  
HI NAYYAR  
Digitally signed by  
MEENAKS HI NAYYAR  
Date: 2021.04.15  
11:31:42 +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**

TBSL_MGT 8.pdf
Trasfer Annexure Final.pdf
Shareholding pattern 31 March 2021.pdf
Clarification - Structure of Capital.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**



**Tata BlueScope Steel Private Limited**  
Shareholding Pattern as on 31<sup>st</sup> March, 2021

Sl. No.	Equity Shareholders	No. of Shares	% of total Shares of the Company
1	M/s BlueScope Steel Asia Holdings Pty Ltd.	432,999,997	49.9999997%
2	M/s BlueScope Steel Asia Holdings Pty Ltd. jointly with Mr. Wayne Armour	1	0.0000001%
3	M/s BlueScope Steel Asia Holdings Pty Ltd. jointly with Ms. Debra Counsell	1	0.0000001%
4	M/s BlueScope Steel Asia Holdings Pty Ltd in Jointly with Mr Matthew Coghlan	1	0.0000001%
5	Tata Steel Downstream Products Limited	43,30,00,000	50%
	<b>Total</b>	<b>866,000,000.00</b>	<b>100%</b>

**CERTIFIED TO BE TRUE**  
For Tata BlueScope Steel Private Limited

SD/-  
**Meenakshi Nayyar**  
Legal Head and Company Secretary  
meenakshi.nayyar@tatabluescopesteel.com  
FCS: 8548

**Tata BlueScope Steel Private Limited**  
(Formerly known as Tata BlueScope Steel Limited)  
CIN: U45209PN2005PTC020270

Regd. Office: The Metropolitan, 4<sup>th</sup> Floor, Final Plot No.27, Survey No.21, Wakdewadi, Shivaji Nagar, Pune – 411005. INDIA.  
Tel.: +91 20 6621 800 Website: www.tatabluescopesteel.com

**ATTACHMENT TO FORM MGT – 7 OF TATA BLUESCOPE STEEL PRIVATE LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2021**

Details of transfer of Equity Shares of the Company during FY 2020-21

<b>Date of registration of transfer</b>	<b>Type of Transfer</b>	<b>Number of Shares</b>	<b>Amount per Share</b>	<b>Ledger Folio of Transferor</b>	<b>Transferor's Name</b>	<b>Ledger Folio of Transferee</b>	<b>Transferee's Name</b>
<b>22.12.2020</b>	Equity	1	10	24	BlueScope Steel Asia Holdings Pty Ltd in Jointly with Mr Sharbel Raymond Elias	26	BlueScope Steel Asia Holdings Pty Ltd in Jointly with Mr Matthew Coghlan
<b>22.12.2020</b>	Equity	432999997	10	11	M/s Tata Steel Limited	27	Tata Steel Downstream Products Limited
<b>25.03.2021</b>	Equity	1	10	12	Tata Steel Limited jointly with Mr. Anand Sen	27	Tata Steel Downstream Products Limited
<b>25.03.2021</b>	Equity	1	10	22	Tata Steel Limited jointly with Ms. Samita Shah	27	Tata Steel Downstream Products Limited
<b>25.03.2021</b>	Equity	1	10	23	Tata Steel Limited jointly with Mr. Dibyendu Dutta	27	Tata Steel Downstream Products Limited





## **DVD & ASSOCIATES**

Company Secretaries

+ 91 - 9823239397

devendracs@gmail.com

Pune | Mumbai | Kolhapur | Yavatmal | Dubai

### **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 **TATA BLUESCOPE STEEL PRIVATE 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 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;

The Company is Private Limited Company having paid up capital of more than Rs. 10,00,00,000/- (Rupees Ten Crores only) i.e. Rs. 8,66,00,00,000/- and turnover of more than Rs. 50,00,00,000/- (Rupees Fifty Crores only) i.e. 18,64,17,00,000/-

2. maintenance of registers / records & making entries therein within the time prescribed therefore;

The Company has duly maintained all the statutory registers and has made necessary entries in the registers.

3. filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;

The Company has duly filed the forms and returns with the Registrar of Companies. The Company was not required to file any form or return with Regional Director, Central Government, the Tribunal, Court or other authorities.



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;

The Company has called, convened and held all the Board Meeting and meeting of members as per the requirement of Companies Act, 2013 as stated in the Annual return in respect of which meetings, proper notices were given and the proceedings, if any, have been properly recorded in the Minute Book / registers maintained for the purpose and the same have been signed.

5. closure of Register of Members / Security holders, as the case may be.

The Company was not required to close its register of members during the year under scrutiny.

6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

The Company has not given advances or loans 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;

The Company has entered into transactions with related parties which are in the ordinary course of business and on arms length basis and has duly complied with the provisions of Section 188 of the Act.

8. issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;

There was no allotment / transmission / buy back of securities / redemption of preference shares / debentures / alteration or reduction of share capital / conversion of shares / securities during the year under scrutiny.

There was transfer of Equity Shares during the year and the Company has duly complied with the provisions of Section 56 of the Companies Act, 2013 and the rules made therein.

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.

The Company has not kept in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.

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;



The Company has not declared dividend during the year and was also not required to transfer the funds to 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 (5) thereof;

The Company has duly complied with the provisions of Section 134 in respect of signing of the Audited Financial Statements.

12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

The Company has complied with the provisions pertaining to appointment whole time Key Managerial Personnel.

During the year following changes took place in Directors and Key Managerial Personnel:

S.No	Name of the Director/KMP	Designation	Appointment/ Cessation/ Change in Designation	Date of Change
1	Sharbel Raymond Elias	Non Executive Director	Cessation	03/07/2020
2	Matthew John Burton Coghlan	Additional Director	Appointment	03/07/2020
3.	Matthew John Burton Coghlan	Non Executive Director	Change in designation	18/08/2020
4.	Rajeev Singhal	Non – Executive Director	Change in designation	18/08/2020
5	Pawan Jain	Company Secretary	Cessation	04/02/2021
6	Meenakshi Nayyar	Company Secretary	Appointment	04/02/2021

13. appointment/ reappointment/ filling up casual vacancies / ratification of auditors as per the provisions of section 139 of the Act;

The Company has complied with the provisions of Section 139.

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 take approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.

**15. acceptance/ renewal/ repayment of deposits;**

The Company has not accepted / renewed or repaid deposits during the year under scrutiny.

**16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;**

The Company has not taken any borrowings from its directors or members.

**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;**

The Company has not given any loans during the Financial Year under review nor has provided guarantee for the Loans availed. The Company continues to provide security for the Loan availed by other Company and the same is within the limit specified by Section 186 of the Companies Act, 2013.

**18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;**

There was no alteration of Memorandum of Association and Articles of Association of the Company.

**FOR DVD & ASSOCIATES  
Company Secretaries**



**DEVENDRA V DESHPANDE**  
Proprietor  
FCS:6099 CP 6515  
PR No. 1164/2021

**Place: PUNE**  
**Date: 24.12.2021**  
**UDIN: F006099C001900244**