

# 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

L40200WB1935PLC008184

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACB2528H

(ii) (a) Name of the company

LINDE INDIA LIMITED

(b) Registered office address

OXYGEN HOUSE, P 43, TARATALA ROAD,  
KOLKATA  
West Bengal  
700088  
India

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

contact.lg.in@linde.com

(d) \*Telephone number with STD code

03366021600

(e) Website

www.linde.in

(iii) Date of Incorporation

24/01/1935

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	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) \*Financial year From date 01/01/2020 (DD/MM/YYYY) To date 31/12/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM

24/06/2021

(b) Due date of AGM

30/06/2021

(c) Whether any extension for AGM granted

Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 2

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	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	81.57
2	F	Construction	F2	Roads, railways, Utility projects	18.43

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

\*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	The BOC Group Limited (a whc		Holding	75

2	BELLARY OXYGEN COMPANY F	U40200KA2005PTC036482	Joint Venture	50
3	LINDE SOUTH ASIA SERVICES F	U74999KA2020PTC133007	Joint Venture	50

#### 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	86,000,000	85,286,209	85,284,223	85,284,223
Total amount of equity shares (in Rupees)	860,000,000	852,862,090	852,842,230	852,842,230

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	86,000,000	85,286,209	85,284,223	85,284,223
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	860,000,000	852,862,090	852,842,230	852,842,230

###### (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
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	625,946	84,658,277	85284223	852,842,230	852,842,230	
<b>Increase during the year</b>	0	9,702	9702	97,020	97,020	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	9,702	9702	97,020	97,020	0
Dematerialisation (net) of physical shares during the year						
<b>Decrease during the year</b>	9,702	0	9702	97,020	97,020	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	9,702	0	9702	97,020	97,020	
Dematerialisation (net) of physical shares during the year						
<b>At the end of the year</b>	616,244	84,667,979	85284223	852,842,230	852,842,230	
<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						
Not applicable	0	0	0	0	0	
<b>At the end of the year</b>	0	0	0	0	0	

SIN of the equity shares of the company

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

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

- Nil  
[Details being provided in a CD/Digital Media]  Yes  No  Not Applicable
- Separate sheet attached for details of transfers  Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input style="width: 95%; height: 20px;" type="text"/>
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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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			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

14,711,235,020

(ii) Net worth of the Company

22,037,198,592

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)	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)	63,963,167	75	0	
10.	Others	0	0	0	
	<b>Total</b>	63,963,167	75	0	0

**Total number of shareholders (promoters)**

1

**(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	8,101,532	9.5	0	
	(ii) Non-resident Indian (NRI)	187,627	0.22	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	29	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	474,103	0.56	0	



4.	Banks	14,867	0.02	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	9,154,454	10.73	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	836,733	0.98	0	
10.	Others          Alternate Investment Fund:	2,551,711	2.99	0	
	<b>Total</b>	21,321,056	25	0	0

Total number of shareholders (other than promoters)

22,672

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

22,673

**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	1	1
Members (other than promoters)	18,468	22,672
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	2	0	2	0	0
<b>B. Non-Promoter</b>	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	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	1	5	1	5	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Jyotin Kantilal Mehta	00033518	Director	0	
Arun Balakrishnan	00130241	Director	0	
Shalini Sarin	06604529	Director	0	
Robert John Hughes	08493540	Director	0	
Cheryl Wei Ling Chan	08590180	Director	0	18/06/2021
Abhijit Banerjee	08456907	Managing Director	0	
Pawan Marda	AEMPM6122R	Company Secretar	250	
Anupam Saraf	AWAPS7422A	CFO	0	

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

4

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)
Robert John Hughes	08493540	Additional director	18/09/2020	Appointment as Director
Cheryl Wei Ling Chan	08590180	Additional director	18/09/2020	Appointment as Director
Subhabrata Ghosh	AHGPG5429A	CFO	17/10/2020	Cessation as Chief Financial Officer
Anupam Saraf	AWAPS7422A	CFO	11/11/2020	Appointment as Chief Financial Officer

**X. 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	18/09/2020	21,428	84	80.4

**3. BOARD MEETINGS**

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/02/2020	6	6	100
2	24/03/2020	6	6	100
3	20/04/2020	6	6	100
4	30/07/2020	6	6	100
5	11/11/2020	6	6	100

**3. COMMITTEE MEETINGS**

Number of meetings held

11

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	24/02/2020	4	4	100
2	Audit Committee	20/04/2020	4	4	100
3	Audit Committee	30/07/2020	4	4	100
4	Audit Committee	11/11/2020	4	4	100
5	Audit Committee	21/12/2020	4	4	100
6	Nomination & Remuneration	11/11/2020	3	3	100
7	Corporate Social Responsibility	24/02/2020	3	3	100
8	Corporate Social Responsibility	30/07/2020	3	3	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
9	Corporate Soc	11/11/2020	3	3	100
10	Stakeholders'	24/03/2020	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	24/06/2021
								(Y/N/NA)
1	Jyotin Kantilal	5	5	100	8	8	100	Yes
2	Arun Balakrish	5	5	100	11	11	100	Yes
3	Shalini Sarin	5	5	100	8	8	100	No
4	Robert John H	5	5	100	6	6	100	Yes
5	Cheryl Wei Lir	5	5	100	0	0	0	Not Applicable
6	Abhijit Banerje	5	5	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Abhijit Banerjee	Managing Director	10,452,894	0	0	4,758,145	15,211,039
	Total		10,452,894	0	0	4,758,145	15,211,039

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Subhabrata Ghosh	Chief Financial Officer	6,806,256	0	0	935,270	7,741,526
2	Anupam Saraf	Chief Financial Officer	1,485,507	0	0	56,768	1,542,275
3	Pawan Marda	Company Secretary	6,866,762	0	0	1,082,793	7,949,555

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		15,158,525	0	0	2,074,831	17,233,356

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Arun Balakrishnan	Director	0	1,600,000	0	650,000	2,250,000
2	Jyotin Mehta	Director	0	2,025,000	0	575,000	2,600,000
3	Shalini Sarin	Director	0	1,450,000	0	575,000	2,025,000
	Total		0	5,075,000	0	1,800,000	6,875,000

#### (I. 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

#### (II. 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

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.

**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

**To be digitally signed by**

- 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**

Details of Committee meetings held during LINDE_MGT-8_FY2020.pdf
Clarification.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**



CLARIFICATIONS WITH REGARD TO THE FORM MGT-7 FOR THE YEAR ENDED 31 DECEMBER 2020

• Form MGT – 7 Sl. No. IX.: MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS/REQUISITIONED/NCLT/COURT CONVENED MEETINGS

In addition to the Annual General Meeting held on 18 September 2020 through Video Conference/Other Audio-Visual Means (as per Form MGT-7), one special resolution was passed by the Members of the Company by Postal Ballot on 20 February 2020.

B. BOARD MEETINGS

In addition to the Board meetings mentioned in the form MGT-7, the Board of Directors of the Company had also passed five resolutions by circulation on 12 January 2020, 2 July 2020 and 28 September 2020.

**Linde India Limited**  
  
**Pawan Marda**  
**Asst. Vice President &**  
**Company Secretary**  
**[ACS -8625]**



**Annexure to Form MGT-7**

**Form MGT-7 Sl. No. IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**C. COMMITTEE MEETINGS**

Number of meetings held during the period 01/01/2020 to 31/12/2020

11
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Sl. 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	24/02/2020	4	4	100
2.	Audit Committee	20/04/2020	4	4	100
3.	Audit Committee	30/07/2020	4	4	100
4.	Audit Committee	11/11/2020	4	4	100
5.	Audit Committee	21/12/2020	4	4	100
6.	Nomination & Remuneration Committee	11/11/2020	3	3	100
7.	Corporate Social Responsibility Committee	24/02/2020	3	3	100
8.	Corporate Social Responsibility Committee	30/07/2020	3	3	100
9.	Corporate Social Responsibility Committee	11/11/2020	3	3	100
10.	Stakeholders' Relationship Committee	24/03/2020	3	3	100
11.	Risk Management Committee	11/11/2020	3	3	100

In addition to the above Committee meetings, the Audit Committee and Corporate Social Responsibility Committee of the Board of Directors of the Company had also passed one resolution each by circulation during the financial year 2020.

**Note:** The total number of Committee meetings held during the financial year ended 31 December 2020 was 11. However, Form MGT -7 provides limited option of entering details of maximum up to 10 Committee Meetings. Therefore, we have provided the complete details as an attachment.

**Linde India Limited**  
  
**Pawan Marda**  
**Asst. Vice President & Company Secretary**  
**[ACS - 8625]**

**Form No. MGT-8**

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2)  
of the Companies (Management and Administration) Rules, 2014]

**Certificate by a Company Secretary in Practice**

We have examined the registers, records and books and papers of **LINDE INDIA LIMITED** having CIN L40200WB1935PLC008184 (the Company) as required to be maintained under the Companies Act, 2013 ('the Act') and the rules made thereunder for the financial year ended on **31<sup>st</sup> December, 2020**. 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 of the Company, in prescribed Format MGT-7, states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the Company has generally complied with provisions of the Act & Rules made thereunder in respect of :
1. Its status under the Act.
  2. Maintenance of registers/records and making entries therein within the time prescribed therefor.
  3. Filing of forms and returns **with** the Registrar of Companies, Central Government or other authorities within the **pres**cribed time or with the requisite additional filing fees or under the Company Fresh **Sta**rt Scheme 2020, wherever applicable.
  4. Calling/convening/holding **meetings** of the 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 the proceedings, including the circular resolutions and resolution passed by postal ballot, have been properly recorded in the Minute Books maintained for the purpose and the same have been signed.



5. Closure of Register of Members in respect of the Company's equity shares. The Company does not have any other security-holders i.e., other than Equity Shareholders.
6. The Company has not made any advance/loan to any of its directors and/or persons or firms or companies referred in Section 185 of the Act
7. The Company did not enter into any contract or arrangement falling under the ambit of Section 188 of the Act, during the year under review. As informed to us, the transactions entered into by the Company with its related parties during the year under review were in the ordinary course of business and on arm's length basis and as such were out of ambit of the provisions of Section 188 of the Companies Act, 2013.
8. Transfer and transmission of equity shares. (During the year under review, there was neither issue of any security nor buy-back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities).
9. Keeping in abeyance the rights to dividend pending registration of transfer of shares in compliance with the provisions of the Act. The Company has neither issued any Right Shares nor Bonus Shares during the year under review.
10. Declaration/payment of dividend and transfer of unpaid/unclaimed dividend to the Investor Education and Protection Fund in accordance with Section 125 of the Act read with the General Circular Nos. 12/2020 and 16/2020 dated 30<sup>th</sup> March 2020 and 13<sup>th</sup> April 2020, respectfully.
11. Signing of Financial Statements as per the provisions of Section 134 of the Act and Report of Directors is generally in compliance with the applicable requirements of sub-sections (3), (4) and (5) thereof.
12. The constitution/appointment/resignation of directors/Key Managerial Personnel (KMP) and disclosures of the directors, KMPs and the remuneration paid to them.
13. Auditors were duly appointed at the 81<sup>st</sup> Annual General Meeting held on 18<sup>th</sup> April, 2017 for a period of 5 years, as per the provisions of section 139 of the Act. There was no casual vacancy in the office of the Auditors during the year under review.

contd. ... 3



14. We have, during the course of our audit, not come across any incidence requiring any approval to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.
15. During the year under review, the Company has neither accepted nor renewed any deposit falling under the provisions of Section 73 of the Act. The Company does not have any deposit falling under the provisions of Section 73 of the Act.
16. Borrowings from banks and related parties. During the year, the Company was neither required to create any fresh charge nor any charge was satisfied during the year.
17. During the year under review, the Company has neither given any loan nor made any investment nor provided guarantees or securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act.
18. The Company has neither altered any clause of the Memorandum of Association nor any article of the Articles of Association of the Company during the year under review.

For P. SARAWAGI & ASSOCIATES  
Company Secretaries



*(Signature)*  
( P.K. Sarawagi )  
Proprietor

Membership No. : FCS-3381  
Certificate of Practice No. : 4882  
Peer Review Certificate No. 1128/2021  
ICSI UDIN : F003381C000815005

Place : Kolkata  
Date : August 21, 2021