

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

U40101UP2004SGC028687

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACU8823E

(ii) (a) Name of the company

U.P. POWER TRANSMISSION CC

(b) Registered office address

SHAKTI BHAWAN,
14-A ASHOK MARG
LUCKNOW
Uttar Pradesh
000000

(c) *e-mail ID of the company

cs@upptcl.org

(d) *Telephone number with STD code

05224314773

(e) Website

www.upptcl.org

(iii) Date of Incorporation

31/05/2004

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

(v) Whether company is having share capital

Yes No

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

Yes No

(b) CIN of the Registrar and Transfer Agent

Pre-fill

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)(viii) *Whether Annual general meeting (AGM) held Yes No(a) If yes, date of AGM (b) Due date of AGM (c) Whether any extension for AGM granted Yes No**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY***Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)*No. of Companies for which information is to be given **Pre-fill All**

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	200,000,000	175,231,405	175,231,405	175,231,405
Total amount of equity shares (in Rupees)	200,000,000,000	175,231,405,000	175,231,405,000	175,231,405,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	200,000,000	175,231,405	175,231,405	175,231,405
Nominal value per share (in rupees)	1,000	1,000	1,000	1,000
Total amount of equity shares (in rupees)	200,000,000,000	175,231,405,000	175,231,405,000	175,231,405,000

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	150,600,668	0	150600668	150,600,668	150,600,668	
Increase during the year	24,630,737	0	24630737	24,630,737	24,630,737	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	24,630,737	0	24630737	24,630,737	24,630,737	
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 <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	175,231,405	0	175231405	175,231,405	175,231,405	

Preference shares

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
At the end of the year	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		08/12/2020	
Date of registration of transfer (Date Month Year)		28/07/2020	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	100	Amount per Share/ Debenture/Unit (in Rs.)	1,000
Ledger Folio of Transferor	35		
Transferor's Name	SWARATH		RAM
	Surname	middle name	first name
Ledger Folio of Transferee	47		

Transferee's Name	JAIN		ANIL
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)

Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	100	Amount per Share/ Debenture/Unit (in Rs.)	1,000
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Ledger Folio of Transferor

Transferor's Name	DUBEY	PRAKASH	RAVI
	Surname	middle name	first name

Ledger Folio of Transferee

Transferee's Name	SINGH	KUMAR	RAKESH
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)

Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
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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

(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	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

(i) Turnover

35,000,220,649

(ii) Net worth of the Company

185,578,078,640

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	153,098,053	87.37	0	
	(iii) Government companies	22,132,752	12.63	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	
	Total	175,230,805	100	0	0

Total number of shareholders (promoters)

2

(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 DIRECTORS	600	0	0	
	Total	600	0	0	0

Total number of shareholders (other than promoters)

6

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

8

**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	2	2
Members (other than promoters)	6	6
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
A. Promoter	0	0	0	0	0	0

B. Non-Promoter	6	0	6	0	0	0
(i) Non-Independent	6	0	6	0	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	6	0	6	0	0
(i) Banks & FIs	0	0	0	2	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	6	0	4	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	6	6	6	6	0	0

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

14

(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)
Sri M. Devaraj	08677754	Nominee director	0	
Shri Senthial Pandian C	08235586	Managing Director	100	23/07/2021
Shri Amrendra Singh Ku	08204467	Whole-time directo	0	
Shri Rakesh Kumar Sing	03628686	Whole-time directo	100	04/06/2021
Shri Bibhu Prasad Maha	01368109	Whole-time directo	100	22/05/2021
Shri Vinod Kumar Khare	07932173	Whole-time directo	100	07/10/2021
Shri Anil Jain	07575312	Whole-time directo	100	
Jawed Aslam	08608001	Nominee director	0	
Sri Neel Ratan Kumar	03616458	Nominee director	100	
Sri Pankaj Kumar	08095154	Nominee director	0	
THANGARAJAN SUBA	02772316	Nominee director	0	
Sri Sanjai Gupta	08137737	Nominee director	0	30/09/2021
RISHI TANDON	AETPT8740B	Company Secretar	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Anil Kumar Gupta	ABEPG8571H	CFO	0	

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

10

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)
Shri Arvind Kumar	01634887	Nominee director	02/02/2021	cessation
Sri Ravi Prakash Dubey	08065436	Whole-time director	05/01/2021	cessation
Sri Ram Swarath	07332491	Whole-time director	11/06/2020	cessation
Smt. Debjani Chakraborty	05263197	Nominee director	18/06/2020	cessation
Sri Pankaj Kumar	08095154	Nominee director	10/03/2021	appointment
Shri Amrendra Singh Kumar	08204467	Whole-time director	02/02/2021	appointment
THANGARAJAN SUBRAMANIAM	02772316	Nominee director	18/06/2020	appointment
Jawed Aslam	08608001	Nominee director	09/09/2020	appointment
Sri Anil Jain	07575312	Whole-time director	06/05/2020	appointment
Anil Kumar Gupta	ABEPG8571H	CFO	28/07/2020	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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
14TH Adjourned AGM	29/07/2020	8	5	100
15TH Adjourned AGM	07/11/2020	8	6	100
16TH AGM	08/12/2020	8	7	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	17/04/2020	11	9	81.82
2	28/07/2020	11	11	100
3	03/11/2020	11	8	72.73
4	16/02/2021	10	8	80

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	17/04/2020	4	3	75
2	Audit Committee	28/07/2020	4	4	100
3	Audit Committee	03/11/2020	4	2	50
4	Audit Committee	16/02/2021	4	3	75
5	Corporate Social Responsibility	17/12/2020	5	5	100
6	Corporate Social Responsibility	27/03/2021	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	30/09/2021
								(Y/N/NA)
1	Sri M. Devaraj	4	4	100	1	1	100	Yes
2	Shri Senthil P	4	4	100	3	3	100	Not Applicable
3	Shri Amrendra	1	1	100	0	0	0	Yes
4	Shri Rakesh K	4	4	100	6	6	100	Not Applicable
5	Shri Bibhu Pra	4	4	100	6	6	100	Not Applicable
6	Shri Vinod Kur	4	4	100	0	0	0	Yes

7	Shri Anil Jain	3	3	100	2	2	100	Yes
8	Jawed Aslam	2	2	100	0	0	0	No
9	Sri Neel Ratar	4	2	50	2	2	100	No
10	Sri Pankaj Kur	0	0	0	0	0	0	No
11	THANGARAJA	3	3	100	0	0	0	No
12	Sri Sanjai Gup	2	2	100	2	2	100	Not Applicable

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

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Ravi Prakash D	WHOLETIME D	3,404,909	0	0	0	3,404,909
2	Shri Rakesh Kumar	WHOLETIME D	3,149,664	0	0	0	3,149,664
3	Shri Vinod Kumar K	WHOLETIME D	3,244,790	0	0	0	3,244,790
4	Shri Anil Jain	WHOLETIME D	2,643,971	0	0	0	2,643,971
5	Sri Ram Swarath	WHOLETIME D	442,852	0	0	0	442,852
6	Amrendra Singh Ku	WHOLETIME D	243,655	0	0	0	243,655
	Total		13,129,841	0	0	0	13,129,841

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	ANIL KUMAR GUP	CFO	4,201,585	0	0	0	4,201,585
2	RISHI TANDON	Company Secre	2,212,770	0	0	0	2,212,770
	Total		6,414,355	0	0	0	6,414,355

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

MARDAN SINGH

Whether associate or fellow

Associate Fellow

Certificate of practice number

10705

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

Digitally signed by
RANJAN KUMAR SRIVASTAVA
Date: 2021.12.29
11:24:39 +05'30'

DIN of the director

To be digitally signed by

Digitally signed by
DILEEP KUMAR DIXIT
Date: 2021.12.29
11:57:53 +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

List of attachments

List of Shareholders.pdf
MGT 8 OF UP POWER TRANSMISSION .

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

List of Shareholders of U.P. Power Transmission Corporation Limited as on 31.03.2021

S.No.	Name	Designation	Folio No.	DP Id-Client ID Account No.	No. of Shares Held	Class of Shares	Amount Per Share in Rs.	Shareholding in Rs.
1	Hon'ble Governer, U.P Government	-	8	-	153,098,053	Equity	1000	153,098,053,000.00
2	Uttar Pradesh Power Corporation Limited	-	1	-	22,132,752	Equity	1000	22,132,752,000.00
3	Shri Senthial Pandian C.	Managing Director, UPPTCL	43	-	100	Equity	1000	100,000.00
4	Rakesh Kumar Singh	Whole-Time Director	48	-	100	Equity	1000	100,000.00
5	Anil Jain	Whole-Time Director	47	-	100	Equity	1000	100,000.00
6	Shri Vinod Kumar Khare	Whole-Time Director	44	-	100	Equity	1000	100,000.00
7	Shri Neel Ratan Kumar	Nominee Director	29	-	100	Equity	1000	100,000.00
8	Shri Bibhu Prasad Mahapatr	Whole-Time Director	46	-	100	Equity	1000	100,000.00
				Total	175,231,405			175,231,405,000.00


 (Rishi Tandon)
 Company Secretary

CS Mardan Singh
H.Sc.LL.B.,F.C.S.
Practicing Company Secretary
CS Mardan Singh
B.Sc.LL.B.,F.C.S.
Practicing Company Secretary

Office:- 7/581/10,SECTOR-7,
VIKAS NAGAR,
LUCKNOW-226016
Mob:- 7355060301 9415467771, 8960630345
Pan No.:- AJUPS3081N

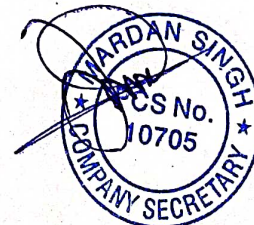
Form No. MGT -8

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

CERTIFICATE BY COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **M/S U.P. POWER TRANSMISSION CORPORATION 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 **31/03/2021** In my/our opinion and to the best of my information and according to the examinations carried out by me/us and explanation furnished to me/us 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 and making the entries therein within the time prescribed therefore;
 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 returns in respect of which meetings, proper notices are 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/Security holders, as the case may be;
 6. Advances/loans to its directors and /or person 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 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;
 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;



CS Mardan Singh
B.Sc.LL.B.,F.C.S.
Practicing Company Secretary
CS Mardan Singh
B.Sc.LL.B.,F.C.S.
Practicing Company Secretary

Office:- 7/581/10,SECTOR-7,
VIKAS NAGAR,
LUCKNOW-226016
Mob:- 7355060301 9415467771, 8960630345
Pan No.:- AJUPS3081N

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-section (3)(4) and (5) thereof;

As per the provisions of section 129 read with section 96 of the Companies Act, 2013, the Audited Financial Statement of the company for the financial year 2019-20 was required to be adopted in the annual general meeting of the company within six months of the closing of the financial year i.e. latest by 30/09/2020, but due to COVID19 situation the last date for holding AGM was extended by the Ministry of Corporate Affairs till 31/12/2020. The AGM was held on 08/12/2020. The Annual Financial Statement (Annual Accounts) of the company for the financial year 2019-20 were not ready for their adoption and this General meeting was adjourned. Thus by the non adoption of Annual Accounts of the company for the financial year 2019-20 in this Annual General Meeting, the company has failed to comply with the provisions of section 129 of the Companies Act, 2013..

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

As per the provisions of section 149 of the Companies Act, 2013 read with the Rule (4) of the Companies (Appointment and Qualification of Directors) Rules, 2014, the Company is required to appoint at least two number of Independent Directors on the board of directors of the company. Further while constituting the Audit Committee under section 177 of the Companies Act, 2013, at least one Independent Director is required to be appointed. Similarly while constituting the Corporate Social Responsibility Committee under section 135 of the Act at least one independent director has to be appointed on such committee but during the year 2020-21 the company has not appointed any Independent director on the board of directors of the company, the Audit Committee and Corporate Social Responsibility committee.

Further as per the provisions of section 203 read with rule (8) of The Companies (Appointment and Remuneration of managerial personnel) Rules, 2014. The company has to appoint three key managerial personnel namely the (1) Managing Director, (2) Company Secretary and (3) The Chief Finance Officer but it has been found that Sh. Anil Kumar Gupta was appointed as the chief finance officer of the company by the board of directors of the company in the board meeting held on 28/07/2020.

13. Appointment/re-appointment/filling of casual vacancies of auditors as per the provisions of section 139 of the Act;

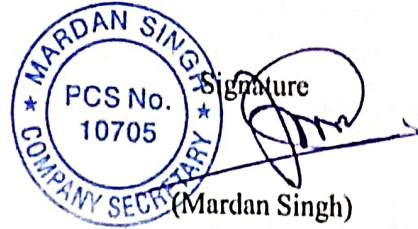


CS Mardan Singh
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14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. Acceptance/ renewal/ repayment of deposit;
16. Borrowing 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 securities to other bodies corporate or person falling under the provisions of section 186 of the Act;
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company.

Place: Lucknow
Date: 27/12/2021


Signature
(Mardan Singh)

Company Secretary in practice
FCS 1933, C.P. No. : 10705
UDIN:- F001933C001942399

Note: the qualification, reservation or adverse remarks are stated at the relevant places.