

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]



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

L15312JK2004PLC002444

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAJCS7635R

(ii) (a) Name of the company

SARVESHWAR FOODS LIMITED

(b) Registered office address

SARVESHWAR HOUSEBELOW GUMAT
JAMMU
JAMMU AND KASHMIR
Jammu & Kashmir
180001

(c) *e-mail ID of the company

cs@sarveshwarrice.com

(d) *Telephone number with STD code

01912483981

(e) Website

(iii) Date of Incorporation

03/08/2004

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

(v) Whether company is having share capital

☒ Yes ☐ No

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

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD
SAKINAKA

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

AGM shall be held on 29th September, 2021.

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	C1	Food, beverages and tobacco products	100

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	Himalayan Bio Organic Foods I +	U15490JK2015PTC004325	Subsidiary	100
2	Sarveshwar Overseas Limited	U15122JK2015PLC004378	Subsidiary	99
3	Natural Global Foods DMCC		Associate	45

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	30,000,000	24,567,200	24,567,200	24,567,200
Total amount of equity shares (in Rupees)	300,000,000	245,672,000	245,672,000	245,672,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	30,000,000	24,567,200	24,567,200	24,567,200
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	300,000,000	245,672,000	245,672,000	245,672,000

(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	0	24,567,200	24567200	245,672,000	245,672,000	
				+	+	
Increase during the year	0	0	0	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						
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						
At the end of the year	0	24,567,200	24567200	245,672,000	245,672,000	
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						
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 -						
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								
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								
	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				
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 *							
		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

2,311,516,733.12

(ii) Net worth of the Company

1,192,868,489.35

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	18,099,800	73.67	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	
	Total	18,099,800	73.67	0	0

Total number of shareholders (promoters)

6

(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	4,913,800	20	0	
	(ii) Non-resident Indian (NRI)	496,000	2.02	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)	769,600	3.13	0	
10.	Others	288,000	1.17	0	
	Total	6,467,400	26.32	0	0

Total number of shareholders (other than promoters)

1,478

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

1,484

**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	6	6
Members (other than promoters)	1,547	1,478
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	1	0	1	0	73.63
B. Non-Promoter	4	4	6	4	0	0
(i) Non-Independent	4	0	6	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	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	4	5	6	5	0	73.63

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

13

(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)
Rohit Gupta	02715232	Director	18,088,800	
Anil Kumar	07417538	Managing Director	200	
Surendar Singh Jasrotia	08566350	Managing Director	0	
Seema Rani	08385581	Whole-time director	0	
Adarsh Kumar Gupta	08135776	Director	0	
Tej Partap	07818713	Director	0	
Uttar Kumar padha	07242286	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Thayagranjan Kumaran	07465316	Director	0	
Mahadeep Singh Jamwal	09106268	Additional director	0	
Ashu Gupta	08936265	Additional director	0	
Harbans Lal	08571117	Additional director	0	
Atul Garg	ALZPG9915G	CFO	0	16/04/2021
Mansi Gupta	BFFPG3600D	Company Secretar	0	

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

11

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)
Ishrat Gill	AWYPG8199A	Company Secretar	13/06/2020	Cessation
Ashu Gupta	08936265	Additional director	28/10/2020	Appointment
Harbans Lal	08571117	Additional director	28/10/2020	Appointment
Sourabh Mehta	ALDPM4604L	CFO	13/11/2020	Cessation
Deepak Agarwal	AOMPA6696Q	CFO	13/11/2020	Appointment
Gayatri Tandon	07417422	Director	18/12/2020	Cessation
Deepak Agarwal	AOMPA6696Q	CFO	21/01/2021	Cessation
Atul Garg	ALZPG9915G	CFO	21/01/2021	Appointment
Seema Rani	08385581	Whole-time directo	21/01/2021	Change in Designation
Mahadeep Singh Jamwal	09106268	Additional director	03/03/2021	Appointment
Mansi Gupta	BFFPG3600D	Company Secretar	20/03/2021	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	29/09/2020	1,540	15	75.8

B. BOARD MEETINGS

*Number of meetings held

11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01/06/2020	9	5	55.56
2	31/07/2020	9	7	77.78
3	04/09/2020	9	7	77.78
4	25/09/2020	9	5	55.56
5	28/10/2020	9	4	44.44
6	13/11/2020	11	8	72.73
7	18/12/2020	11	9	81.82
8	28/12/2020	10	6	60
9	21/01/2021	10	6	60
10	03/03/2021	10	7	70
11	20/03/2021	11	5	45.45

C. COMMITTEE MEETINGS

Number of meetings held

13

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	30/07/2020	3	3	100
2	Audit Committee	04/09/2020	3	2	66.67
3	Audit Committee	18/12/2020	3	2	66.67
4	Audit Committee	21/01/2021	3	2	66.67

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 an	04/09/2020	3	2	66.67
6	Nomination an	28/10/2020	3	2	66.67
7	Nomination an	13/11/2020	3	2	66.67
8	Nomination an	18/12/2020	3	2	66.67
9	Nomination an	21/01/2021	3	2	66.67
10	Nomination an	03/03/2021	3	2	66.67

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	
								(Y/N/NA)
1	Rohit Gupta	11	9	81.82	0	0	0	
2	Anil Kumar	11	11	100	6	6	100	
3	Surendar Sing	11	11	100	0	0	0	
4	Seema Rani	11	6	54.55	0	0	0	
5	Adarsh Kumar	11	4	36.36	11	8	72.73	
6	Tej Partap	11	1	9.09	9	0	0	
7	Uttar Kumar p	11	5	45.45	13	13	100	
8	Thayagranjan	11	0	0	0	0	0	
9	Mahadeep Sir	1	1	100	0	0	0	
10	Ashu Gupta	6	6	100	0	0	0	
11	Harbans Lal	6	6	100	0	0	0	

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	ANIL KUMAR	Managing Director	985,128	0	0	0	985,128
2	SURENDAR SINGH	Managing Director	1,764,924	0	0	0	1,764,924
3	SEEMA RANI	Whole Time Director	578,390	0	0	0	578,390
4	GAYATRI TANDON	Director	730,734	0	0	0	730,734
	Total		4,059,176	0	0	0	4,059,176

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

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sourabh Mehta	CFO	1,131,034	0	0	0	1,131,034
2	Deepak Agarwal	CFO	436,454	0	0	0	436,454
3	Atul Garg	CFO	913,887	0	0	0	913,887
4	Ishrat Gill	Company Secretary	60,415	0	0	0	60,415
5	Mansi Gupta	Company Secretary	9,439	0	0	0	9,439
	Total		2,551,229	0	0	0	2,551,229

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Adarsh Kumar Gupta	Director	50,000	0	0	0	50,000
2	Uttar Kumar Padha	Director	33,000	0	0	0	33,000
	Total		83,000	0	0	0	83,000

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

0

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 Yamina Almas & Associates

Whether associate or fellow ☒ Associate ☐ Fellow

Certificate of practice number 18068

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:

- 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

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

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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

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

C.COMMITTEE MEETING

S.NO	Type of meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Attendance	
				No. of Members attended	% of attendance
1.	Audit Committee Meeting	30/07/2020	3	3	100
2.	Audit Committee Meeting	04/09/2020	3	2	66.67
3.	Audit Committee Meeting	18/12/2020	3	2	66.67
4.	Audit Committee Meeting	21/01/2021	3	2	66.67
5.	Nomination and Remuneration Committee Meeting	04/09/2020	3	2	66.67
6.	Nomination and Remuneration Committee Meeting	28/10/2020	3	2	66.67
7.	Nomination and Remuneration Committee Meeting	13/11/2020	3	2	66.67
8.	Nomination and Remuneration Committee Meeting	18/12/2020	3	2	66.67
9.	Nomination and Remuneration Committee Meeting	21/01/2021	3	2	66.67
10.	Nomination and Remuneration	03/03/2021	3	2	66.67

	Committee Meeting				
11.	Stakeholder's relationship Committee Meeting	18/12/2020	3	2	66.67
12.	Corporate Social Responsibility Committee Meeting	03/03/2021	3	2	66.67
13.	Risk Management Committee Meeting	03/03/2021	3	2	66.67

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 **M/s Sarveshwar Foods Limited (CIN: L15312JK2004PLC002444)** having its registered office at **Sarveshwar House, Below Gummat, Jammu, Jammu & Kashmir-180001** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31st of 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;
 - 2. The Company has kept and maintained all registers as stated in Annexure 'A' to this certificate, as per the provisions and the rules made there under and all entries therein have been duly recorded.
 - 3. The Company has duly filed the forms and returns as stated in Annexure 'B' to this certificate, with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities prescribed under the Act and the rules made there under.
 - 4. The Company has duly called, convened and hold meetings of Board of Directors and other meetings of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed (Details given in the Annexure-C)
 - 5. The Company was not required to close the Register of Members/ Security holders during the reporting period.

6. The contracts/arrangements entered with related parties during the reporting period as specified in Section 188 of the Act are stated in Annexure 'D' to this certificate;
7. (a) The Company for the reporting period:
During the year under review
There were no transfer/transmission of securities during the year.
 - (i) The Company has not bought back any shares during the financial year.
- (b) There was no redemption of preference shares or debentures during the reporting period.
- (c) There were no conversion/issuances or renewals of securities certificates during the reporting period.
- (d) There was no reduction of share capital during the reporting period.
8. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the reporting period.
9. The Company has:
 - (a) Not declared/ paid any dividend during the year.
 - (b) No unpaid or unclaimed dividend during the year.
 - (c) no amount in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed
/unpaid for a period of seven years required to be transferred to Investor education and protection Fund in accordance with the Section 125 of the Companies Act, 2013.

10. The audited financial statement has been signed as per the provisions of Section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
11. The Board of the Directors is duly constituted and there were Seven (7) appointments during the period under review. However the list of Directors was duly made as stated in Annexure-'E' to this certificate. All disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them disclosed in the annual return of the Company for the reporting period;
12. There was no casual vacancy in the office of the Auditors during the Reporting Period, however the ratification of appointment of Statutory Auditors have been made pursuant to Section 139 of the Companies Act, 2013.
13. There were no requirement to take any approvals during the reporting period from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
14. The Company has not accepted any deposit during the reporting period;
15. The Company has:
 - (a) Borrowed unsecured Loans from its Directors/ Relatives of Directors/ Members of the company during the period under review.
 - (b) availed credit facilities from Banks/Financial Institutions during the period under review and filed the documents for the creation/ modification of charges as stated in Annexure 'F' to this certificate;

16. The Company has not entered into transactions during the reporting period, which falls under the provisions of Section 186 of the Act;

For **Yamina Almas & Associates**
Company Secretaries

Place : Srinagar

CS Aamir Aslam
Company Secretary
ACS: 49686
C.P NO. 1806

ANNEXURE- A

Details of Registers/Records Maintained by the Company:

1. Register of recording Minutes of General Meetings U/S 118 of the Companies Act, 2013.
2. Register of recording Minutes of Board Meetings U/S 118 of the Companies Act, 2013.
3. Register of Fixed assets.
4. Register of Directors and Key Managerial Persons and their shareholding U/S 170 of the Companies Act, 2013.
5. Register and Index of Members U/S 88 of the Companies Act, 2013.
6. Register of Directors/Managing Director/Secretary U/S 170 of the Companies Act, 2013.
7. Register of Contracts U/S 189 of the Companies Act, 2013.
8. Register of Charges U/S 85 of the Companies Act, 2013.
9. Books of Account U/S 128 of the Companies Act, 2013.
10. Register of Common Seal.
11. Register of Disclosure of Interest U/S 184(1) of the Companies Act, 2013.

ANNEXURE-B

Details of Forms and Documents filed by the Company with the Registrar of Companies, J&K, Jammu:

Sr. No.	Name of Form
1.	AOC-4
2.	Mgt-7
3.	MGT-15
4.	MGT-14
5.	DIR-12
6.	MGT-14
7.	MGT-14
8.	DIR-12
9.	MGT-14
10.	MGT-14
11.	DIR-12
12.	MGT-14
13.	DIR-12
14.	MGT-14
15.	DIR-12
16.	MGT-14
17.	DIR-12
18.	MR-1
19.	MGT-14
20.	MGT-14
21.	DIR-12
22.	MGT-14

23.	DIR-12
24.	DPT-3
25.	DIR-3
26.	DIR-3
27.	DIR-3
28.	DIR-3 KYC
29	DIR-3 KYC
30.	CHG-1

ANNEXURE-C

Details of Meetings the Company:

- (a) The Annual General Meeting for the financial year ended on **31st Of March, 2021** is to be held on **29/09/2021**.
- (b) The Board of Directors duly met **11 times** respectively on the following dates:

S.NO	DATE OF BOARD MEETINGS
01.	01-06-2020
02.	31-07-2020
03.	04-09-2020
04.	25-09-2020
05.	28-10-2020
06.	13-11-2020
07.	18-12-2020
08.	28-12-2020
09.	21-01-2021
10.	03-03-2021
11.	20-03-2021

In respect of which meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

AUDIT COMMITTEE MEETING:

The Audit Committee Meeting of the company was duly held on 30-07-2020, 04-09-2020 18-12-2020 and 21-01-2021,

NOMINATION & REMUNERATION MEETING:

During The Financial Year 2020-21, Six (6) meeting of Nomination & Remuneration Committee were held.

CSR COMMITTEE MEETING:

There was One (1) CSR Committees Meeting held during the financial year 2020-21 on 03-03-2021.

STAKEHOLDERS RELATIONSHIP COMMITTEE MEETING:

There was One (1) Meeting held during the financial year 2020-21 on 18-12-2020.

RISK MANAGEMENT COMMITTEE MEETING:

There was One (1) Meeting held during the financial year 2020-21 on 03-03-2021.

ANNEXURE- D

RELATED PARTY TRANSACTION	AMOUNT
RPT	Rs 48,76,89,013.76

ANNEXURE- E
Details of Directors:

Name of Director	Designation	Date of Appointment/Resignation
Mr Rohit Gupta	Chairman cum non Executive Director	26/08/2019 (A)
Mr. Anil Kumar	Joint Managing Director	26/08/2019 (A)
Mr. Surendar Singh Jasrotia	Managing Director & CEO	26/08/2019 (A)
Mr. Adarsh Kumar Gupta	Independent Director	26/05/2018 (A)
Dr.Utar Kumar Padha	Independent Director	26/08/2019 (A)
Mr.Tep Partap	Independent Director	11/05/2017 (A)
Mr. Thayagranjan Kumaran	Independent Director	11/05/2017 (A)
Dr.Gayatri Tandon	Director	18/12/2020 (R)
Ms. Seema Rani	Whole Time Director	21/01/2021 (A)
Mr. Harbans Lal	Additional Director	28/10/2020 (A)
Mr. Ashu Gupta	Additional Director	28/10/2020 (A)

Mr. Mahadeep Singh Jamwal	Additional Director	03/03/2021 (A)
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Details of KMPS:

Name	Designation	Date of Appointment/Resignation
Ms. Sourabh Mehta	Chief Financial Officer	13/11/2020 (R)
Mr. Deepak Agarwal	Chief Financial Officer	13/11/2020 (A)
Mr. Deepak Agarwal	Chief Financial Officer	21/01/2021 (R)
Mr. Atul Garg	Chief Financial Officer	21/01/2021 (A)
Mr. Ishrat Gill	Company Secretary	13/06/2020 (R)
Ms. Mansi Gupta	Company Secretary	20/03/2021 (A)

ANNEXURE- F

Details of Borrowings from Banks/ Financial Institutions and charges registered with the Registrar of Companies, J&K, and Jammu:

Charge ID	Date of Charge Creation/ Modification*	Amount of Charge	Charge Holder
10480732	20/02/2017	Rs. 1308000000.0	The Jammu and Kashmir Bank Limited
10480730	10/08/2019	Rs. 1050000000.0	The Jammu and Kashmir Bank Limited
100424652	10/03/2021	Rs. 186700000.0	The Jammu and Kashmir Bank Limited

For **Yamina Almas & Associates**
Company Secretaries

Place: Srinagar

CS Aamir Aslam
Company Secretary
ACS: 49686
C.P NO. : 18068