# 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)

## I. REGISTRATION AND OTHER DETAILS

| (i) * Corporate Identification Number (CIN) of the company                         |                         |            | U31101DL2006PLC148862 Pre-fill |          |  |  |  |
|--|-------------------------|------------|--------------------------------|----------|--|--|--|
| Global Location Number (GLN) of  | the company             |            |                                |          |  |  |  |
| * Permanent Account Number (PAN  | I) of the company       | AACCB9081B |                                |          |  |  |  |
| (ii) (a) Name of the company   |                         | BHILWA     |                                |          |  |  |  |
| (b) Registered office address  |                         |            |                                |          |  |  |  |
| BHILWARA BHAWAN, 40–41, COMM<br>NEW FRIENDS COLONY<br>NEW DELHI<br>Delhi<br>110065 | IUNITY CENTRE           |            | 3                              |          |  |  |  |
| (c) *e-mail ID of the company  |                         | ravi.gu    | ota@lnjbhilwara.com            |          |  |  |  |
| (d) *Telephone number with STD c   | ode                     | 012043     | 90300                          |          |  |  |  |
| (e) Website  |                         | www.b      | hilwaraenergy.com              |          |  |  |  |
| (iii) Date of Incorporation  |                         | 17/05/2006 |                                |          |  |  |  |
| (iv) Type of the Company   | Category of the Company |            | Sub-category of the            | Company  |  |  |  |
| Public Company   | Company limited by sha  | res        | Indian Non-Government compan   |          |  |  |  |
| (v) Whether company is having share c  | apital 💿                | Yes        | ⊖ No                           |          |  |  |  |
| (vi) *Whether shares listed on recogniz  | ed Stock Exchange(s)    | Yes        | No                             |          |  |  |  |
| (b) CIN of the Registrar and Trans<br>Name of the Registrar and Trans              | -                       | U74899     | DL1995PTC071324                | Pre-fill |  |  |  |

| SKYLINE FINANCIAL SERVICES PRIVATE LIMITED |  |                         |            |            |            |            |              |
|--|--|-------------------------|------------|------------|------------|------------|--------------|
| Regis                                      | tered office address of                | of the Registrar and Tr | ansfer Age | ents       |            |            |              |
|  | A, FIRST FLOOR<br>A INDUSTRIAL AREA, P | HASE-I                  |            |            |            |            |              |
| (vii) *Finan                               | cial year From date                    | 01/04/2021              | (DD/MM     | I/YYYY) 1  | Fo date    | 31/03/2022 | (DD/MM/YYYY) |
| (viii) *Whe                                | her Annual general m                   | neeting (AGM) held      |            | • Yes      | $\bigcirc$ | No         |              |
| (a) If y                                   | ves, date of AGM                       | 28/09/2022              |            |            |            |            |              |
| (b) Dι                                     | e date of AGM                          | 30/09/2022              |            |            |            |            |              |
| (c) WI                                     | nether any extension                   | for AGM granted         |            | $\bigcirc$ | Yes        | No         |              |
| II. PRINC                                  | IPAL BUSINESS                          | ACTIVITIES OF 1         | HE CO      | MPANY      |            |            |              |

\*Number of business activities 1

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

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

\*No. of Companies for which information is to be given 7

Pre-fill All

| S.No | Name of the company       | CIN / FCRN            | Holding/ Subsidiary/Associate/<br>Joint Venture | % of shares held |
|------|---------------------------|-----------------------|---|------------------|
| 1    | MALANA POWER COMPANY LI   | U40101HP1997PLC019959 | Subsidiary                                      | 51               |
| 2    | AD HYDRO POWER LIMITED    | U40101HP2003PLC026108 | Subsidiary                                      | 0                |
| 3    | BG WIND POWER LIMITED     | U40300DL2014PLC272660 | Subsidiary                                      | 100              |
| 4    | CHANGO YANGTHANG HYDRC    | U40101HP2011PLC031772 | Subsidiary                                      | 100              |
| 5    | NJC HYDRO POWER LIMITED   | U40101DL2009PLC196998 | Subsidiary                                      | 100              |
| 6    | INDO CANADIAN CONSULTAN   | U74899DL1995PLC064168 | Subsidiary                                      | 75.5             |
| 7    | BALEPHI JALBIDHYUT COMPAI |                       | Subsidiary                                      | 95.86            |

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

### (i) \*SHARE CAPITAL

(a) Equity share capital

| Particulars                                  | Authorised capital | Issued<br>capital | Subscribed capital | Paid up capital |
|--|--------------------|-------------------|--------------------|-----------------|
| Total number of equity shares                | 200,000,000        | 165,759,311       | 165,759,311        | 165,759,311     |
| Total amount of equity shares (in<br>Rupees) | 2,000,000,000      | 1,657,593,110     | 1,657,593,110      | 1,657,593,110   |

#### Number of classes

| Class of Shares<br>EQUITY                 | Authorised<br>capital | Icapital      | Subscribed<br>capital | Paid up capital |
|---|-----------------------|---------------|-----------------------|-----------------|
| Number of equity shares                   | 200,000,000           | 165,759,311   | 165,759,311           | 165,759,311     |
| Nominal value per share (in rupees)       | 10                    | 10            | 10                    | 10              |
| Total amount of equity shares (in rupees) | 2,000,000,000         | 1,657,593,110 | 1,657,593,110         | 1,657,593,110   |

1

#### (b) Preference share capital

| Particulars                                   | Authorised capital | lssued<br>capital | Subscribed capital | Paid-up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Total number of preference shares             | 4,000,000          | 0                 | 0                  | 0               |
| Total amount of preference shares (in rupees) | 400,000,000        | 0                 | 0                  | 0               |

Number of classes

| Class of shares PREFERENCE SHARES             |             | Issued<br>capital | Subscribed capital | Paid up capital |
|---|-------------|-------------------|--------------------|-----------------|
| Number of preference shares                   | 4,000,000   | 0                 | 0                  | 0               |
| Nominal value per share (in rupees)           | 100         | 100               | 100                | 100             |
| Total amount of preference shares (in rupees) | 400,000,000 | 0                 | 0                  | 0               |

1

(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<br>nominal<br>amount | Total<br>Paid-up<br>amount | Total<br>premium |
|-----------------|------------------|-------|-------|----------------------------|----------------------------|------------------|
| Equity shares   | Physical         | DEMAT | Total |                            |                            |                  |

| At the beginning of the year                  |   |                  | 405750044 |                  |            |   |
|---|---|------------------|-----------|------------------|------------|---|
|   | 3 | 165,759,308<br># | 165759311 | 1,657,593,1<br>+ |            |   |
| Increase during the year                      | 0 | 0                | 0         | 0                | 0          | 0 |
| i. Pubic 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 | 0                | 0         | 0                | 0          |   |
| 0<br>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                           | 0 | 0                | 0         | 0                | 0          |   |
| 0   |   | 0                | 0         | 0                | 0          |   |
| At the end of the year                        | 3 | 165,759,308      | 165759311 | 1,657,593,1      | 1,657,593, |   |
| 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

#### INE018J01015

0

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

| Class of shares |                      | (i) | (ii) | (iii) |
|-----------------|----------------------|-----|------|-------|
| Before split /  | Number of shares     |     |      |       |
| Consolidation   | Face value per share |     |      |       |
| After split /   | Number of shares     |     |      |       |
| Consolidation   | 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 | O No | O Not Applicable |
|--|-------|------|------------------|
| Separate sheet attached for details of transfers | ⊖ Yes | O 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 g   | general meeting  |
|---------------------------------|--|
| Date of registration of transfe | r (Date Month Year)  |
| Type of transfer                | 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock |

| Number of Shares/ E<br>Units Transferred           | Debentures/ | Amount per Share/<br>Debenture/Unit (in Rs. | )                       |  |  |
|--|-------------|---|-------------------------|--|--|
| Ledger Folio of Trans                              | sferor      |   |                         |  |  |
| Transferor's Name                                  |             |   |                         |  |  |
|  | Surname     | middle name                                 | first name              |  |  |
| Ledger Folio of Tran                               |             |   |                         |  |  |
| Transferee's Name                                  |             |   |                         |  |  |
|  | Surname     | middle name                                 | first name              |  |  |
| Date of registration of transfer (Date Month Year) |             |   |                         |  |  |
| Type of transfe                                    | r 1 -       | Equity, 2- Preference Shares,3              | - Debentures, 4 - Stock |  |  |
| Number of Shares/ E<br>Units Transferred           | Debentures/ | Amount per Share/<br>Debenture/Unit (in Rs. | )                       |  |  |
| Ledger Folio of Tran                               | sferor      |   |                         |  |  |
| Transferor's Name                                  |             |   |                         |  |  |
|  | Surname     | middle name                                 | first name              |  |  |
| Ledger Folio of Trans                              | sferee      |   |                         |  |  |
| Transferee's Name                                  |             |   |                         |  |  |
|  | Surname     | middle name                                 | first name              |  |  |

# (iv) \*Debentures (Outstanding as at the end of financial year)

| Particulars                |   | Nominal value per<br>unit | Total value |
|----------------------------|---|---------------------------|-------------|
| Non-convertible debentures | 0 | 0                         | 0           |

| Particulars                   | Number of units | Nominal value per<br>unit | Total value |
|-------------------------------|-----------------|---------------------------|-------------|
| 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 | - | Decrease during the<br>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 ar   | 0                          |                        |                               |                     |
|-----------------------|-------------------------|----------------------------|------------------------|-------------------------------|---------------------|
| Type of<br>Securities | Number of<br>Securities | Nominal Value of each Unit | Total Nominal<br>Value | Paid up Value of<br>each Unit | Total Paid up Value |
|                       |                         |                            |                        |                               |                     |
|                       |                         |                            |                        |                               |                     |
| Total                 |                         |                            |                        |                               |                     |

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

(i) Turnover

108,542,064

### (ii) Net worth of the Company

3,402,067,880

## VI. (a) \*SHARE HOLDING PATTERN - Promoters

| S. No. | Category                                | Equi             | Equity     |                  | Preference |  |
|--------|---|------------------|------------|------------------|------------|--|
|        |   | Number of shares | Percentage | Number of shares | Percentage |  |
| 1.     | Individual/Hindu Undivided Family       |                  |            |                  |            |  |
|        | (i) Indian                              | 9,988,966        | 6.03       | 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<br>(not mentioned above) | 129,227,302 | 77.96 | 0 |   |
| 10. | Others                                  | 0           | 0     | 0 |   |
|     | Total                                   | 139,216,268 | 83.99 | 0 | 0 |

4

#### Total number of shareholders (promoters)

## (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category                                | Equi             | ity        | Preference       |            |
|--------|---|------------------|------------|------------------|------------|
|        |   | Number of shares | Percentage | Number of shares | Percentage |
| 1.     | Individual/Hindu Undivided Family       |                  |            |                  |            |
|        | (i) Indian                              | 3                | 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                  | 8,360,238        | 5.04       | 0                |            |

| 6.  | Foreign institutional investors         | 0          | 0     | 0 |   |
|-----|---|------------|-------|---|---|
| 7.  | Mutual funds                            | 0          | 0     | 0 |   |
| 8.  | Venture capital                         | 0          | 0     | 0 |   |
|     | Body corporate<br>(not mentioned above) | 18,182,802 | 10.97 | 0 |   |
| 10. | Others                                  | 0          | 0     | 0 |   |
|     | Total                                   | 26,543,043 | 16.01 | 0 | 0 |

Total number of shareholders (other than promoters)

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

| 12 |  |  |
|----|--|--|
| 16 |  |  |

#### 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                         | 15                           | 4                      |
| Members<br>(other than promoters) | 1                            | 12                     |
| 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<br>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                          | 2         | 1  | 2         | 1   | 0         | 6.03   |  |
| B. Non-Promoter                      | 0         | 2  | 0         | 2   | 0         | 0  |  |
| (i) Non-Independent                  | 0         | 0  | 0         | 0   | 0         | 0  |  |
| (ii) Independent                     | 0         | 2  | 0         | 2   | 0         | 0  |  |
| C. Nominee Directors<br>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                    | 2 | 3 | 2 | 3 | 0 | 6.03 |

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

#### (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) |
|-------------------|------------|-------------------|--------------------------------|--|
| RAVI JHUNJHUNWALA | 00060972   | Director          | 9,988,966                      |  |
| RIJU JHUNJHUNWALA | 00061060   | Managing Director | 3                              |  |
| RISHABH JHUNJHUNV | 03104458   | Managing Director | 0                              |  |
| KAMAL GUPTA       | 00038490   | Director          | 0                              |  |
| NIHARIKA BINDRA   | 07183905   | Director          | 0                              |  |
| RAVI GUPTA        | AHPPG2359G | Company Secretar  | 0                              |  |
| KRISHNA PRASAD    | AKGPP2698M | CFO               | 0                              |  |

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

| 0 |
|---|
|---|

7

| Name | beginning / during | change in decignation/ | Nature of change (Appointment/<br>Change in designation/ Cessation) |  |
|------|--------------------|------------------------|---|--|
|      |                    |                        |   |  |

# 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<br>Members entitled to<br>attend meeting | Attend | ance                       |
|                         |                 | allend meeting   |        | % of total<br>shareholding |
|                         | 30/09/2021      | 16   | 14     | 94.96                      |

| *Number of n | neetings held 4 |   |                                 |                 |  |
|--------------|-----------------|---|---------------------------------|-----------------|--|
| S. No.       | Date of meeting | Total Number of directors associated as on the date |                                 |                 |  |
|              |                 | of meeting  | Number of directors<br>attended | % of attendance |  |
| 1            | 19/05/2021      | 5   | 3                               | 60              |  |
| 2            | 06/08/2021      | 5   | 4                               | 80              |  |
| 3            | 03/11/2021      | 5   | 4                               | 80              |  |
| 4            | 04/02/2022      | 5   | 3                               | 60              |  |

#### C. COMMITTEE MEETINGS

| Nu | mber of meetin | gs held            |                 | 5                             |                               |                 |
|----|----------------|--------------------|-----------------|-------------------------------|-------------------------------|-----------------|
|    | S. No.         | Type of<br>meeting | Date of meeting | Total Number<br>of Members as |                               | Attendance      |
|    |                |                    | -               | on the date of                | Number of members<br>attended | % of attendance |
|    | 1              | AUDIT COMM         | 19/05/2021      | 3                             | 2                             | 66.67           |
|    | 2              | AUDIT COMM         | 06/08/2021      | 3                             | 2                             | 66.67           |
|    | 3              | AUDIT COMM         | 03/11/2021      | 3                             | 3                             | 100             |
|    | 4              | AUDIT COMM         | 04/02/2022      | 3                             | 2                             | 66.67           |
|    | 5              |                    |                 | 3                             | 2                             | 66.67           |

#### D. \*ATTENDANCE OF DIRECTORS

|           |              | Board Meetings   |          |                    | Committee Meetings |                                   |                    | Whether attended AGM              |
|-----------|--------------|--|----------|--------------------|--------------------|-----------------------------------|--------------------|-----------------------------------|
| S.<br>No. |              | Number of<br>Meetings which<br>director was<br>entitled to<br>attend | Meetings | % of<br>attendance |                    | Number of<br>Meetings<br>attended | % of<br>attendance | held on<br>28/09/2022<br>(Y/N/NA) |
| 1         | RAVI JHUNJH  | 4  | 4        | 100                | 5                  | 5                                 | 100                |                                   |
| 2         | RIJU JHUNJH  | 4  | 4        | 100                | 1                  | 0                                 | 0                  |                                   |
| 3         | RISHABH JHU  | 4  | 1        | 25                 | 0                  | 0                                 | 0                  |                                   |
| 4         | KAMAL GUPT   | 4  | 4        | 100                | 5                  | 5                                 | 100                |                                   |
| 5         | NIHARIKA BIN | 4  | 1        | 25                 | 1                  | 1                                 | 100                |                                   |

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

| Number c | of Managing Director, W  | /hole-time Directors | and/or Manager    | whose remuneratio    | n details to be ente          | ered 2 |                 |
|----------|--------------------------|----------------------|-------------------|----------------------|-------------------------------|--------|-----------------|
| S. No.   | Name                     | Designation          | Gross Salary      | Commission           | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
| 1        | RIJU JHUNJHUNW<br>₽      |                      | 4,500,000         | 0                    | 0                             | 0      | 4,500,000       |
| 2        | RISHABH JHUNJH           | MANAGING DIF         | 4,500,000         | 0                    | 0                             | 0      | 4,500,000       |
|          | Total                    |                      | 9,000,000         | 0                    | 0                             | 0      | 9,000,000       |
| Number c | of CEO, CFO and Com      | bany secretary who   | se remuneration d | etails to be entered | ł                             | 2      |                 |
| S. No.   | Name                     | Designation          | Gross Salary      | Commission           | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
| 1        | RAVI GUPTA               | COMPANY SEC          | 3,517,050         | 0                    | 0                             | 0      | 3,517,050       |
| 2        | KRISHNA PRASAD<br>+      | CFO                  | 2,834,030         | 0                    | 0                             | 0      | 2,834,030       |
|          | Total                    |                      | 6,351,080         | 0                    | 0                             | 0      | 6,351,080       |
| Number o | of other directors whose | e remuneration deta  | ils to be entered |                      |                               | 0      |                 |
| S. No.   | Name                     | Designation          | Gross Salary      | Commission           | Stock Option/<br>Sweat equity | Others | Total<br>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 Yes No provisions of the Companies Act, 2013 during the year
  - B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  $\bowtie$  Nil

|  | Date of Order | leaction linder which | Details of appeal (if any)<br>including present status |
|--|---------------|-----------------------|--|
|  |               |                       |  |

| (B) DETAILS OF COMPOUNDING OF OFFENCES | $\square$ | Ni |
|--|-----------|----|
|--|-----------|----|

| Name of the |  |  | section under which |  | Amount of compounding (in<br>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                           | MANOHAR LAL SHARMA   |  |  |
|--------------------------------|----------------------|--|--|
| Whether associate or fellow    | ○ Associate ● Fellow |  |  |
| Certificate of practice number | 6823                 |  |  |

#### 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 01/09/2015

(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 compiled 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.

22

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

0

DIN of the director

To be digitally signed by

| 0060972 |  |  |
|---------|--|--|
|         |  |  |

| Company Secretary                        |                          |                |                 |   |
|--|--------------------------|----------------|-----------------|---|
| ⊖ Company secretary                      | in practice              |                |                 |   |
| Membership number                        | 5731                     | Certificate of | practice number |   |
| Attachments                              |                          |                |                 | List of attachments                       |
| 1. List of share                         | e holders, debenture hol | ders           | Attach          | Bhilwara Energy Limited_List of Sharehold |
| 2. Approval letter for extension of AGM; |                          | 1;             | Attach          | Form MGT-8 BEL 2022.pdf                   |
| 3. Copy of MC                            | GT-8;                    |                | Attach          |   |
| 4. Optional At                           | tachement(s), if any     |                | Attach          |   |
|  |                          |                |                 | 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





# Bhilwara Energy Limited

List of shareholders as on 31.03.2022

| S<br>No. | Client ID-DP ID/Folio<br>Number | Name of Shareholders                                  | No of<br>Shares of<br>Rs 10/-<br>each | % of<br>Shareholding | Address   |
|----------|---------------------------------|---|---------------------------------------|----------------------|---|
| 1        | IN30120910046192                | Ravi Jhunjhunwala                                     | 9,988,966                             | 6.026%               | 40-41, Community Centre, New Friends<br>Colony, New Delhi - 110025                    |
| 2        | IN30120910220291                | LNJ Spark Advisory LLP                                | 35,469,782                            | 21.398%              | 63, Friends Colony (E), New Delhi-<br>110025  |
| 3        | TF-5                            | Riju Jhunjhunwala (in trust<br>for fractional holding | 3                                     | 0.000%               | 40-41, Community Centre, New Friends Colony, New Delhi - 110025                       |
| 4        | IN30048410850448                | HEG Ltd   | 81,232,560                            | 49.00633%            | Bhilwara Towers, A-12,Sector-1, Noida-201301, U.P.                                    |
| 5        | IN30088814696453                | RSWM Ltd  | 12,524,960                            | 7.556%               | Kharigram PO Gulab Pura m Bhilwara,<br>Distt. Rajasthan - 311201                      |
| 6        | IN30120910046359                | Bharat Investment Growth Ltd.                         | 2,294,523                             | 1.384%               | 40-41, Community Centre, New Friends<br>Colony, New Delhi - 110025                    |
| 7        | IN30120910046262                | Purvi Vanijya Niyojan Ltd.                            | 1,123,066                             | 0.678%               | 40-41, Community Centre, New Friends<br>Colony, New Delhi - 110025                    |
| 8        | IN30120910046295                | Raghav Commercial Ltd.                                | 2,523,787                             | 1.523%               | 40-41, Community Centre, New Friends<br>Colony, New Delhi - 110025                    |
| 9        | IN30120910046367                | India Tex Fab Marketing<br>Ltd.                       | 2,579,700                             | 1.556%               | 40-41, Community Centre, New Friends<br>Colony, New Delhi - 110025                    |
| 10       | IN30120910046287                | Kalati Holdings Pvt. Ltd.                             | 1,716,750                             | 1.036%               | 40-41, Community Centre, New Friends<br>Colony, New Delhi - 110025                    |
| 11       | IN30120910046325                | LNJ Financial Services Ltd.                           | 6,116,253                             | 3.690%               | 40-41, Community Centre, New Friends<br>Colony, New Delhi - 110025                    |
| 12       | IN30120910046308                | Nivedan Vanijya Niyojan<br>Ltd.                       | 1,357,500                             | 0.819%               | 40-41, Community Centre, New Friends<br>Colony, New Delhi - 110025                    |
| 13       | IN30120910046334                | Investors India Ltd.                                  | 150,000                               | 0.090%               | 40-41, Community Centre, New Friends<br>Colony, New Delhi - 110025                    |
| 14       | IN30120910046390                | Shashi Commercial Co. Ltd.                            | 251,250                               | 0.152%               | 40-41, Community Centre, New Friends<br>Colony, New Delhi - 110025                    |
| 15       | IN30120910046316                | Giltedged Industrial<br>Securities Limited            | 69,973                                | 0.042%               | 40-41, Community Centre, New Friends<br>Colony, New Delhi - 110025                    |
| 16       | IN30005410060779                | International Finance<br>Corporation (IFC)            | 8,360,238                             | 5.044%               | 2121 Pennsylvania Avenue, N.W.<br>Washington, D.C. 20433 United<br>States of America. |
|          |                                 | Grand Total   | 165,759,311                           | 100.00%              |   |

Certified true copy For Bhilwara Energy Limited

Ravi Gupta Company Secretary M.No.-FCS-5731 R/o-C-10/183, Yamuna Vihar Delhi -110053



# **M.L.SHARMA & COMPANY**

Company Secretaries C-6/165, Yamuna Vihar, Delhi-110053 Contact: 011-22914921, 011-41013729, (M) 9818378419 Email: csmls8@gmail.com

#### 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, books and papers of **BHILWARA ENERGY LIMITED (CIN: U31101DL2006PLC148862) (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, 2022. 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 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 & making entries therein within the time prescribed there for;
  - 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government or other authorities, if any, were done within the prescribed time for the financial year 2021-2022;
  - 4. calling/convening/holding meetings of the 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 Minutes Book/registers maintained for the purpose and the same have been duly signed;

- 5. Closure of Register of Members/Security holders, as the case may be (Not Applicable);
- 6. advances/loans to its directors and/or persons or firms or companies referred to 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/redemption of preference shares or debentures/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 (Not Applicable);
- 10. declaration/payment of dividend (Not Applicable);
- 11. transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act (Not Applicable);
- 12. 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;
- 13. constitution/appointment/re-appointments/retirement/filling up of the casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remunerations paid to them;
- 14. appointment/re-appointment/filling up casual vacancies of auditors as per the provisions of section 139 of the Act (Not Applicable);
- 15. 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;
- 16. acceptance/renewal/repayment of deposits (Not Applicable);
- 17. borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;

- 18. 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;
- 19. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company (Not Applicable).

#### FOR M.L. SHARMA & CO.

**Company Secretaries** 

MANOH AR LAL SHARMA 23:11:34 +05'30'

PLACE: Delhi DATE: August 16, 2022 CS Manohar Lal Sharma FCS: 8241 CP: 6823

**UDIN**: F008241D000801561

**Note**: The qualification, reservation or adverse remarks; if any, may be stated at the relevant place(s).