

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	U40101HP2008PTC030971	Pre-fill						
Global Location Number (GLN) of the company								
* Permanent Account Number (PAN) of the company	AADCG2814N							
(ii) (a) Name of the company	GMR BAJOLI HOLI HYDROPOW							
(b) Registered office address	GMR office, Village DEOL, PO HOLI Sub-Tehsil- Holi, Tehsil Bharmour Chamba Chamba Himachal Pradesh 176226							
(c) *e-mail ID of the company	ENERGY-SECRETARIAL@gmrgr							
(d) *Telephone number with STD code	01149882200							
(e) Website								
(iii) Date of Incorporation	01/10/2008							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Private Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table>	Type of the Company	Category of the Company	Sub-category of the Company	Private Company	Company limited by shares	Indian Non-Government company	
Type of the Company	Category of the Company	Sub-category of the Company						
Private Company	Company limited by shares	Indian Non-Government company						
(v) Whether company is having share capital	<input checked="" type="radio"/> Yes	<input type="radio"/> No						
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input type="radio"/> Yes	<input checked="" type="radio"/> No						

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	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	GMR ENERGY LIMITED	U85110MH1996PLC274875	Holding	79.86

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	825,000,000	537,998,934	537,998,934	537,998,934
Total amount of equity shares (in Rupees)	8,250,000,000	5,379,989,340	5,379,989,340	5,379,989,340

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares of Rs. 10 each				
Number of equity shares	825,000,000	537,998,934	537,998,934	537,998,934

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	8,250,000,000	5,379,989,340	5,379,989,340	5,379,989,340

(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	537,998,934	537998934	5,379,989,340	5,379,989,340	
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 <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	0	537,998,934	537998934	5,379,989,3	5,379,989,3	
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)

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		27/09/2021	
Date of registration of transfer (Date Month Year)		10/05/2021	
Type of transfer	Debentures	1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	52,800,000	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		DEMAT (DP ID: IN300394 CLIENT ID: 19990670)	
Transferor's Name	SDN. BHD.	ENERGY	TNB TOPAZ
	Surname	middle name	first name
Ledger Folio of Transferee		DEMAT (DP ID: IN300610 CLIENT ID: 10280921)	

Transferee's Name	LIMITED	INFRASTRUCTURE	GMR
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	18/08/2021
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Type of transfer	Debentures	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	52,800,000	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	DEMAT (DP ID: IN300394 CLIENT ID: 19990670)
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Transferor's Name	SDN. BHD.	ENERGY	TNB TOPAZ
	Surname	middle name	first name

Ledger Folio of Transferee	DEMAT (DP ID: IN300610 CLIENT ID: 10280921)
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Transferee's Name	LIMITED	INFRASTRUCTURE	GMR
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	21/01/2022
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Type of transfer	Debentures	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	105,600,000	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	DEMAT (DP ID: IN300610 CLIENT ID: 10280921)
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Transferor's Name	LIMITED	INFRASTRUCTURE	GMR
	Surname	middle name	first name

Ledger Folio of Transferee	DEMAT (DP ID: IN300484 CLIENT ID: 30334865)
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Transferee's Name	LIMITED	POWER AND URBAN INFRA	GMR
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	09/02/2022
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Type of transfer	Debentures	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	105,600,000	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	DEMAT (DP ID: IN300484 CLIENT ID: 30334865)
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Transferor's Name	LIMITED	POWER AND URBAN INFRA	GMR
	Surname	middle name	first name

Ledger Folio of Transferee	DEMAT (DP ID: IN300214 CLIENT ID: 27071084)
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Transferee's Name	PRIVATE LIMITED	RAJAM SOLAR POWER	GMR
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	
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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	
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Transferor's Name			
	Surname	middle name	first name

Ledger Folio of Transferee	
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	105,600,000	10	1,056,000,000
Total			1,056,000,000

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	1,056,000,000	0	0	1,056,000,000

(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

903,229,278.44

(ii) Net worth of the Company

1,226,044,157.1

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	537,998,934	100	0	
10.	Others	0	0	0	
	Total	537,998,934	100	0	0

Total number of shareholders (promoters)

8

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				

	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

**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	8	8
Members (other than promoters)	0	0
Debenture holders	1	1

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	1	9	1	8	0	0
(i) Non-Independent	1	8	1	6	0	0
(ii) Independent	0	1	0	2	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	1	9	1	8	0	0

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

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(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)
SUBBARAO GUNUPUT	00064511	Director	0	
ASHIS BASU	01872233	Director	0	
KAVITHA GUDAPATI	02506004	Director	0	
MUNDAYAT RAMACHA	01573258	Director	0	
SANJAY NARAYAN BA	03140784	Director	0	
GADI RADHA KRISHNA	02390866	Director	0	
ROY SEBASTIAN	08557201	Director	0	11/04/2022
SRINIVASACHARI RAJ	00022609	Director	0	
Manoj Kumar Dixit	09355400	Whole-time director	0	
NAGESH AGGARWAL	ADRPA9349J	CFO	0	
LALIT KHUBCHANDAN	DKFPPK9301E	Company Secretar	0	

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

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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)
MUHAMAD NAZRI BIN	09141021	Additional director	22/04/2021	Appointment
MUHAMAD NAZRI BIN	09141021	Director	30/04/2021	Change in Designation
BOON CHUAN TAN	08999772	Director	30/04/2021	Change in Designation
KAVITHA GUDAPATI	02506004	Director	30/04/2021	Change in Designation
SRINIVASACHARI RAJ	00022609	Director	30/04/2021	Change in Designation as Independence
HARVINDER MANOCH	03272052	Whole-time director	06/07/2021	Cessation
BOON CHUAN TAN	08999772	Director	18/08/2021	Cessation
MUHAMAD NAZRI BIN	09141021	Director	18/08/2021	Cessation
MANOJ KUMAR DIXIT	09355400	Whole-time director	17/11/2021	Appointment
SAHIL AHUJA	BGLPA1859D	Company Secretary	04/06/2021	Cessation
LALIT KHUBCHANDAN	DKFPK9301E	Company Secretary	22/07/2021	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

5

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	27/09/2021	8	8	100
EXTRA-ORDINARY GENERAL MEETING	30/04/2021	8	7	100
EXTRA-ORDINARY GENERAL MEETING	26/05/2021	8	8	100
EXTRA-ORDINARY GENERAL MEETING	27/05/2021	8	8	100
EXTRA-ORDINARY GENERAL MEETING	17/02/2022	8	6	100

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	04/05/2021	11	9	81.82
2	27/05/2021	11	10	90.91
3	22/07/2021	10	9	90
4	17/11/2021	8	5	62.5
5	19/01/2022	9	6	66.67

C. COMMITTEE MEETINGS

Number of meetings held

10

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	04/05/2021	4	4	100
2	Audit Committee	22/07/2021	4	4	100
3	Audit Committee	17/11/2021	3	3	100
4	Audit Committee	19/01/2022	3	3	100
5	Corporate Social Responsibility	22/07/2021	3	2	66.67
6	Nomination and Remuneration	22/07/2021	4	4	100
7	Nomination and Remuneration	17/11/2021	4	4	100
8	Management Committee	16/07/2021	3	2	66.67
9	Management Committee	18/08/2021	3	2	66.67
10	Management Committee	16/03/2022	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 28/09/2022 (Y/N/NA)
		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	
1	SUBBARAO G	5	3	60	0	0	0	No

2	ASHIS BASU	5	4	80	5	3	60	Yes
3	KAVITHA GUDAPA	5	1	20	0	0	0	No
4	MUNDAYAT RAMA	5	5	100	7	7	100	Yes
5	SANJAY NARAYAN	5	5	100	4	4	100	No
6	GADI RADHA	5	5	100	7	6	85.71	No
7	ROY SEBASTIAN	5	3	60	0	0	0	Not Applicable
8	SRINIVASACHARI	5	5	100	6	6	100	No
9	Manoj Kumar	1	1	100	1	1	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Harvinder Manocha	Whole-time Dire	4,767,879	0	0	0	4,767,879
2	Manoj Kumar Dixit	Whole-time Dire	3,602,470	0	0	0	3,602,470
	Total		8,370,349	0	0	0	8,370,349

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Nagesh Aggarwal	CFO	3,517,348	0	0	0	3,517,348
2	Sahil Ahuja	Company Secre	141,684	0	0	0	141,684
3	Lalit Khubchandani	Company Secre	495,772	0	0	0	495,772
	Total		4,154,804	0	0	0	4,154,804

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MUNDAYAT RAMA	Independent Dir	0	0	0	150,000	150,000
2	SRINIVASACHARI	Independent Dir	0	0	0	145,000	145,000
3	KAVITHA GUDAPA	Director	0	0	0	15,000	15,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		0	0	0	310,000	310,000

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

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

Vinod Kumar & Co.

Whether associate or fellow

Associate Fellow

Certificate of practice number

5740

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 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

MANOJ KUMAR DIXIT
Digitally signed by MANOJ KUMAR DIXIT
Date: 2022.11.24 12:28:36 +05'30'

DIN of the director

To be digitally signed by

LALIT KHUBCHA NDANI
Digitally signed by LALIT KHUBCHANDANI
Date: 2022.11.24 12:28:01 +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 and Debentureholders
GMR BAJOLI Form MGT-8 FY 2021-22.pdf

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



Corporate Office:
 New Shakti Bhawan,
 Building No. 302,
 New Udaan Bhawan Complex,
 Near Terminal 3, IGI Airport,
 New Delhi-110037
 CIN U40101HP2008PTC030971
 T +91 11 4988 2200
 F +91 11 4988 2227
 W www.gmrgroup.in

GMR Bajoli Holi Hydropower Private Limited
List of Shareholders as on March 31, 2022

Name of Shareholder	Number of Equity Share of Rs. 10 each	% of Holding
GMR Energy Limited (GEL)	429,665,500	79.86%
Dhruvi Securities Limited, nominee of GEL	50	0.00%
GMR Corporate Affairs Limited, nominee of GEL	10	0.00%
Sanjay Narayan Barde, nominee of GEL	10	0.00%
GMR Aerostructure Services Limited, nominee of GEL	10	0.00%
Ashis Basu, nominee of GEL	10	0.00%
GMR Business Process and Service Private Limited, nominee of GEL	10	0.00%
Delhi International Airport Limited (DIAL)	108,333,334	20.14%
Total	537,998,934	100.00%

List of Debenture Holders as on March 31, 2022

Name of Debenture holder	Number of Debentures	% of holding
GMR Rajam Solar Power Private Limited	10,56,00,000 Cumulative Compulsorily Convertible Debenture of INR 10 each	100%

//Certified to be true//
For GMR Bajoli Holi Hydropower Private Limited

MANOJ KUMAR DIXIT
 Digitally signed by
 MANOJ KUMAR
 DIXIT
 Date: 2022.11.22
 16:40:22 +05'30'

Manoj Kumar Dixit
Whole-time Director

DIN: 09355400

Address: New Shakti Bhawan, Building no. 302,
 New Udaan Bhawan Complex,
 Opposite Terminal-3, IGI Airport,
 New Delhi-110037

Registered Office:
 GMR office,
 Village DEOL, PO HOLI, Sub-Tehsil- Holi,
 Tehsil Bharmour, District: Chamba, Himachal
 Pradesh 176326



Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **GMR BAJOLI HOLI HYDROPOWER PRIVATE LIMITED (CIN:U40101HP2008PTC030971)** (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 **31.03.2022**. 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; The company is a Public Limited Company.
 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
 3. filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time or extended time with additional fees, wherever applicable;
 4. calling/ convening/ holding meetings of Board of Directors or its Committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and 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. **However, the company was not required to close Register of Members/Security holders, during the financial year.**
 6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; **However, the company has not entered into any transaction referred under Section 185 of the Act.**
 7. contracts/arrangements with related parties as specified in section 188 of the Act;

Firm Peer Review Certificate No 1605/2021



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; **There was no such transaction during the financial year under review.**
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; **However, there was no such transaction during the financial year under review.**
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution/appointment/re-appointments/retirement/~~filling up casual vacancies~~/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. appointment / reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; **There was no appointment / reappointment/ filling up casual vacancies of auditors during the financial year under review.**
14. The Company has taken the necessary approvals from Registrar of Companies on various e-form filed during the financial year. **The Company was not required to take any approval from Central Government, Tribunal, Regional Director, Court during the financial year under the provision of the Act.**
15. acceptance/renewal/repayment of deposits; **During the financial year under review, the company has not accepted any deposits from the public or from shareholders.**
16. The Company has taken loan & borrowings from banks and other body corporate(s) and creation/ modification/ satisfaction of charges in that respect, wherever applicable.
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act; **The Company is an infrastructure Company so the section 186 of the Act is not applicable, with respect to loans, Investments, guarantees given or providing of securities.**
18. The Company has not altered the provisions of the Memorandum of Association during the financial Year. However, the Company has altered the Articles of Association during the Financial Year.

Our report is to be read along with the noting as mentioned herein under:

- a. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our examination.
- b. We have followed the audit practices and processes as were appropriate to obtain reasonable



assurance about the correctness of the contents of the secretarial records. The verification was done on a test basis to ensure that correct facts are reflected in secretarial records, we believe that the processes and practice, we followed provide a reasonable basis for our opinion.

- c. We have not verified the correctness and appropriateness of the financial records and books of accounts of the Company.
- d. The compliance of the provisions of corporate and other applicable laws, rules and regulations, and standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.
- e. The Report is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management conducted the affairs of the Company.

For **VINOD KUMAR & CO.**
COMPANY SECRETARIES



CS VINOD KUMAR ANEJA
(CP 5740 FCS 5740)



PLACE: NEW DELHI
DATED: - 16-11-2022
UDIN:- F005740D001783274