

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

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

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

304, SHOPPERS PLAZA
OPP. MUNICIPAL MARKET, C. G. ROAD, NAVRANGPURA
AHMEDABAD
Ahmedabad
Gujarat
380000

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(iv)	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

☒

Yes

☐

No

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

☐

Yes

☒

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	AVAADA VENTURES PRIVATE L	U40106MH2007PTC318041	Holding	100
2	SOLARSYS NON-CONVENTION	U40108MH2006PTC165672	Subsidiary	100
3	AVAADA CLEAN ENERGY PRIVA	U40106DL2015PTC275207	Subsidiary	100
4	AVAADA SOLAR ENERGY PRIVA	U40104DL2015PTC275209	Subsidiary	100
5	AVAADA NON-CONVENTIONA	U40106DL2015PTC275947	Subsidiary	100
6	AVAADA SUSTAINABLE ENERG	U40106DL2015PTC275959	Subsidiary	100
7	WELSPUN GREEN ENERGY PRIV	U40300DL2015PTC275190	Subsidiary	100
8	VIRAJ SOLAR MAHARASHTRA F	U40106MH2010PTC206891	Subsidiary	100
9	FERMI SOLARFARMS PRIVATE L	U40106DL2013FTC248848	Subsidiary	49
10	AVAADA CLEAN SUSTAINABLE	U40109MH2017PTC302345	Subsidiary	100

11	AVAADA GREEN SUSTAINABLE	U40300MH2017PTC302182	Subsidiary	100
12	AVAADA SUSTAINABLE SOLAR	U40106MH2017PTC302746	Subsidiary	100
13	AVAADA SOLAR PROJECT PRIV	U40106MH2017PTC303169	Subsidiary	100
14	AVAADA SUSTAINABLE PROJE	U40300MH2018PTC304935	Subsidiary	100
15	AVAADA CLEAN PROJECT PRIV	U40107DL2018PTC330289	Subsidiary	100
16	AVAADA FLOATING SOLAR MH	U40200MH2018PTC306432	Subsidiary	100
17	AVAADA SUNBEAM ENERGY PI	U40100MH2018PTC306827	Subsidiary	100
18	AVAADA SUNCE ENERGY PRIV	U40300DL2018PTC331995	Subsidiary	100
19	AVAADA GREEN KNPROJECT P	U40300DL2018PTC333010	Subsidiary	100
20	AVAADA GREEN HNPROJECT P	U40300DL2018PTC333560	Subsidiary	100
21	AVAADA SOLAR HNPROJECT P	U40300DL2018PTC333136	Subsidiary	100
22	AVAADA SUSTAINABLE HNPRC	U40106DL2018PTC333134	Subsidiary	100
23	AVAADA NON-CONVENTIONA	U40200DL2018PTC333311	Subsidiary	100
24	AVAADA SOLAR UPKHAPRAR F	U40300DL2018PTC333609	Subsidiary	100
25	AVAADA CLEAN RJPROJECT PF	U40300DL2018PTC334833	Subsidiary	100
26	AVAADA GREEN MPPROJECT P	U40200DL2018PTC335037	Subsidiary	100
27	AVAADA SUNRISE ENERGY PRI	U40100DL2018PTC335579	Subsidiary	100
28	AVAADA SOLAR UPJAMINI PRI	U40106DL2018PTC336097	Subsidiary	100
29	AVAADA GREEN RJPROJECT PF	U40300DL2018PTC337401	Subsidiary	100
30	AVAADA CLEAN TNPROJECT PI	U40300DL2018PTC337369	Subsidiary	100
31	AVAADA GREEN APPROJECT PI	U40106DL2018PTC337780	Subsidiary	100
32	AVAADA SOLARISE ENERGY PF	U40300DL2018PTC338280	Subsidiary	100
33	AVAADA CLEAN KNPROJECT P	U40100DL2018PTC339548	Subsidiary	100
34	GOBINDSAGAR ENERGY PRIVA	U40105MH2018PTC316507	Subsidiary	100
35	LACHURA SOLAR PRIVATE LIM	U40300MH2018PTC316514	Subsidiary	100

36	MATATILA ENERGY PRIVATE LIM	U40300MH2018PTC316530	Subsidiary	100
37	PAHUJ ENERGY PRIVATE LIMIT	U40106UP2018PTC109469	Subsidiary	100
38	ROHILIK ENERGY PRIVATE LIM	U40300MH2018PTC316571	Subsidiary	100
39	GRENOBLE INFRASTRUCTURE I	U45309DL2018PTC336572	Subsidiary	51
40	CLEAN SUSTAINABLE ENERGY	U40300MH2013PTC248435	Associate	49
41	AVAADA ENERGY (MAURITIUS)		Subsidiary	100
42	AVAADAENERGY (SINGAPORE)		Subsidiary	100

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	9,999,900,000	662,000,200	662,000,200	662,000,200
Total amount of equity shares (in Rupees)	99,999,000,000	6,620,002,000	6,620,002,000	6,620,002,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	9,999,900,000	662,000,200	662,000,200	662,000,200
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	99,999,000,000	6,620,002,000	6,620,002,000	6,620,002,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,000,000	0	0	0
Total amount of preference shares (in rupees)	1,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Redeemable Preference Shares				
Number of preference shares	1,000,000	0	0	0
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	1,000,000	0	0	0

(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
Equity shares				
At the beginning of the year	10,000	100,000	100,000	
Increase during the year	661,990,200	6,619,902,000	6,619,902,000	0
i. Public Issues	0	0	0	0
ii. Rights issue	661,990,000	6,619,900,000	6,619,900,000	
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	200	2,000	2,000	
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0

iv. Others, specify				
At the end of the year	662,000,200	6,620,002,000	6,620,002,000	
Preference shares				
At the beginning of the year	390,631	390,631	390,631	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	390,631	390,631	390,631	0
i. Redemption of shares	390,631	390,631	390,631	
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(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	
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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			
	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.)	
--	----------------------	--	----------------------

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) *Indebtedness including 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	359,999,800	10	3,599,998,000
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			2,391,907,580
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			5,991,905,580

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	3,599,998,000	0	3,599,998,000

(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					

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

(i) Turnover

9,045,088,074

(ii) Net worth of the Company

7,073,737,707

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	1	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)	661,999,999	100	0	

10.	Others	0	0	0	
	Total	662,000,000	100	0	0

Total number of shareholders (promoters)

2

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	200	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	200	0	0	0

Total number of shareholders (other than promoters)

2

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

4

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	5	2
Members (other than promoters)	4	2
Debenture holders	0	2

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	0	3	0	3	0	0
(i) Non-Independent	0	3	0	3	0	0
(ii) Independent	0	0	0	0	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	0	3	0	3	0	0

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

4

(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)
VINEET MITTAL	00058552	Additional director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
T.R.KISHOR NAIR	05112576	Director	0	
MITISH SOMANI	01853530	Director	0	
JYOTI MISTRY	AFOPM6807L	Company Secretary	0	

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

2

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)
VINEET MITTAL	00058552	Additional director	10/12/2018	APPOINTMENT
JAY SHANKAR SHUKL	03121099	Director	18/01/2019	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

6

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EXTRA ORDINARY GENERAL MEETING	21/06/2018	2	2	100
ANNUAL GENERAL MEETING	29/09/2018	2	2	100
EXTRA ORDINARY GENERAL MEETING	15/12/2018	2	2	100
EXTRA ORDINARY GENERAL MEETING	08/01/2019	2	2	100
EXTRA ORDINARY GENERAL MEETING	19/01/2019	2	2	100
EXTRA ORDINARY GENERAL MEETING	27/03/2019	4	2	50

B. BOARD MEETINGS

*Number of meetings held

22

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2018	3	2	66.67

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	23/05/2018	3	2	66.67
3	11/06/2018	3	2	66.67
4	21/06/2018	3	2	66.67
5	22/06/2018	3	2	66.67
6	23/07/2018	3	2	66.67
7	10/08/2018	3	2	66.67
8	30/10/2018	3	2	66.67
9	17/11/2018	3	2	66.67
10	22/11/2018	3	2	66.67
11	26/11/2018	3	2	66.67
12	30/11/2018	3	2	66.67

C. COMMITTEE MEETINGS

Number of meetings held

14

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	Corporate Soc	18/05/2018	3	2	66.67
2	Corporate Soc	08/06/2018	3	2	66.67
3	Finance, Admi	30/08/2018	3	2	66.67
4	Finance, Admi	10/09/2018	3	2	66.67
5	Finance, Admi	24/09/2018	3	2	66.67
6	Finance, Admi	27/09/2018	3	2	66.67
7	Finance, Admi	26/10/2018	3	2	66.67
8	Finance, Admi	21/11/2018	3	2	66.67
9	Finance, Admi	09/01/2019	4	2	50
10	Audit Committe	14/01/2019	4	2	50

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	30/09/2019
								(Y/N/NA)
1	VINEET MITTAL	9	2	22.22	6	4	66.67	Yes
2	T.R.KISHOR N	22	13	59.09	14	3	21.43	Yes
3	MITISH SOMA	22	11	50	14	12	85.71	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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JYOTI MISTRY	COMPANY SEC	4,137,597	0	0	0	4,137,597
	Total		4,137,597	0	0	0	4,137,597

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

MANSI DAMANIA

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

8120

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

MITISH
MANOHARL
AL SOMANI
Digitally signed by
MITISH MANOHARLAL
SOMANI
Date: 2019.12.26
17:35:28 +05'30'

DIN of the director

To be digitally signed by

MANSI
DAMANIA
Digitally signed by
MANSI DAMANIA
Date: 2019.12.26
12:37:28 +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

Attach

Attach

Attach

Attach

List of attachments

Form MGT-8_Avaada Energy Pvt Ltd.pdf
Board Meeting Committee Meeting Dates.p
list of shareholders Debentureholder as on

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

B. Board Meeting

Sr. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
13.	04/12/2018	3	2	66.67
14.	10/12/2018	3	2	66.67
15.	14/12/2018	4	2	50.00
16.	18/12/2018	4	2	50.00
17.	27/12/2018	4	2	50.00
18.	10/01/2019	4	3	75.00
19.	14/01/2019	4	2	50.00
20.	08/02/2019 (1 p.m.)	3	2	66.67
21.	08/02/2019 (6.30 p.m.)	3	2	66.67
22.	27/03/2019	3	2	66.67

C. COMMITTEE MEETING

Sr. 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
11.	Audit Committee	04/02/2019	3	2	66.67
12.	Corporate Social Responsibility Committee	04/02/2019	3	2	66.67
13.	Finance, Administration and Bid Committee	07/02/2019	3	2	66.67
14.	Finance, Administration and Bid Committee	29/03/2019	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 **AVAADA ENERGY PRIVATE LIMITED** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on **March 31, 2019**. 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 therefor;
 - 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, ~~Regional Director, Central Government, the Tribunal, Court or other~~ authorities within/beyond the prescribed time.
 - 4. calling/convening/holding meetings of Board of Directors or its committees, 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: **Not applicable during the reporting period;**

JMJA & Associates LLP | LLPIN: AAC-9388

Regd. Off. : 131, 1st Floor, Building No. 2, New Sonal Link Industrial Estate, Malad (W), Mumbai- 400 064

Corp. Off. : Office No.1, Maruti Chambers, Maruti Lane, Off Bora Bazar Street, Fort, Mumbai-400 001

Website: www.jmja.in | Email- info@jmja.in | Tel.: +91 22 4010 9730

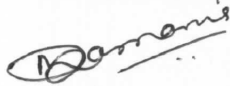


6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act: **Yes, in compliance with the provisions of said Section with prior approval of the members;**
7. contracts/arrangements with related parties are as specified in section 188 of the Act;
8. issue or allotment ~~or transfer or transmission or buy back~~ of securities/redemption of preference shares ~~or debentures/alteration or reduction~~ of share capital/~~conversion of shares/securities~~ and issue of security certificates in all instances;
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act: **Not applicable during the reporting period;**
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: **Not applicable during the reporting period;**
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/~~ regularization/ ~~retirement/~~ resignation/ ~~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;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act: **Not applicable during the reporting period;**
15. acceptance/ renewal/ repayment of deposits: **Not applicable during the reporting period;**
16. borrowings from its ~~directors, members,~~ public financial institutions, banks and others and creation/ modification/ satisfaction of charge in that respect;



17. loans given and investments made or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act; **As the Company is engaged in the business of provision of infrastructural facilities, it claims exemption from compliance of the provisions of section 186 of the Act;**
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company.

For **JMJA & Associates LLP**,
Practising Company Secretaries



CS Mansi Damania
Designated Partner
FCS: 7447 | COP: 8120



Place: Mumbai
Date: July 4, 2019

EQUITY SHAREHOLDERS OF AVAADA ENERGY PRIVATE LIMITED (FORMERLY KNOWN AS GIRIRAJ RENEWABLES PRIVATE LIMITED) AS ON MARCH 31, 2019

Ledger Folio no. Equity Shares/ Client ID/ DP ID	Name of the holder	Father's Name/Spouse Name	Type of Shares	Number of shares held of Rs. 10/- each	Date of becoming a member	Address
Client ID 10874656/ DP ID: IN303270	Avaada Ventures Private Limited (formerly known as Avaada Power Private Limited)	N.A.	Equity	9,999	10.11.2016	Hubtown Solaris, 4th Floor, 406, N S Phadke Marg, Near Andheri East West flyover, Mumbai - 400 069
9	Avaada Ventures Private Limited (formerly known as Avaada Power Private Limited)	N.A.	Equity	661,990,000	10.11.2016	Hubtown Solaris, 4th Floor, 406, N S Phadke Marg, Near Andheri East West flyover, Mumbai - 400 069
10	Mr. Vineet Mittal (Nominee of Avaada Ventures Private Limited)	Late Mr. Rajkumar Mittal	Equity	1	10.11.2016	701, 7th Floor, Shubham Bldg. Gandhi Gram Road, Mumbai - 400049
11	DEG - Deutsche Investitions -und Entwicklungsgesellschaft MBH	N.A.	Equity	100	08.02.2019	Kammergasse, 22, 50676 Cologne, Germany
12	Nederlandse Financierings- Maatschappij voor Ontwikkelingslanden N.V.	N.A.	Equity	100	08.02.2019	Anna van Saksenlaan 71, 2593 HW The Hague, The Netherlands P.O.Box 93060
Total				662,000,200		

DEBENTUREHOLDER OF AVAADA ENERGY PRIVATE LIMITED AS ON MARCH 31, 2019

Ledger Folio no. of Security Holders/ Client ID/ DP ID	Name of the holder	Father's Name/Spouse Name	Type of Debenture	Number of securities held of Rs. 10/- each	Date of becoming debenture holder	Address
D1	DEG - Deutsche Investitions -und Entwicklungsgesellschaft MBH	N.A.	Compulsory Convertible Debentures	179,999,900	08.02.2019	Kammergasse, 22, 50676 Cologne, Germany
D2	Nederlandse Financierings- Maatschappij voor Ontwikkelingslanden N.V.	N.A.	Compulsory Convertible Debentures	179,999,900	08.02.2019	Anna van Saksenlaan 71, 2593 HW The Hague, The Netherlands P.O.Box 93060
Total				359,999,800		