

DRAFT

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U85110AS1985PLC002447

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACG7527P

(ii) (a) Name of the company

G N R C LIMITED

(b) Registered office address

G N R C COMPLEX
SUPER MARKET DISPUR
GUWAHATI
Assam
781006

(c) *e-mail ID of the company

cs.gnrc@gnrchospitals.com

(d) *Telephone number with STD code

03612227715

(e) Website

www.gnrc hospitals.com

(iii) Date of Incorporation

17/10/1985

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

(v) Whether company is having share capital

☒ Yes ☐ No

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

☐ Yes ☒ No

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(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	Q	Hospital and Medical Care	Q1	Hospital activities	92.42
2	G	Trade	G2	Retail Trading	7.58

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	GNRC Community Hospitals Lt	U85110AS2001PLC006621	Subsidiary	100
2	Good Health Hospital Pvt. Ltd.	U85110AS1993PTC003933	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	21,000,000	10,343,435	10,343,435	10,343,435
Total amount of equity shares (in Rupees)	210,000,000	103,434,350	103,434,350	103,434,350

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	21,000,000	10,343,435	10,343,435	10,343,435
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	210,000,000	103,434,350	103,434,350	103,434,350

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	1,161,478	9,181,957	10343435	103,434,350	103,434,350	

Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	1,161,478	9,181,957	10343435	103,434,350	103,434,350	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

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		<input type="text" value="29/09/2021"/>	
Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	4,000,000	100	40,000,000
Partly convertible debentures	0		0
Fully convertible debentures	0		0

Particulars	Number of units	Nominal value per unit	Total value
Total			40,000,000

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	94,537,285	400,000,000	94,537,285	400,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

(i) Turnover

2,320,205,917

(ii) Net worth of the Company

-53,187,822

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	1,542,420	14.91	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)	7,676,307	74.21	0	
10.	Others	0	0	0	
	Total	9,218,727	89.12	0	0

Total number of shareholders (promoters)

6

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	367,995	3.56	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	287,049	2.78	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	405,000	3.92	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	64,664	0.63	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)		0	0	
10.	Others	0	0	0	
	Total	1,124,708	10.89	0	0

Total number of shareholders (other than promoters)

420

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

426

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	6	6
Members (other than promoters)	420	420
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	4	1	4	1	14.65	0.28
B. Non-Promoter	0	5	0	5	0	0.12
(i) Non-Independent	0	2	0	2	0	0.12
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	0	1	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	4	7	4	7	14.65	0.4

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 13

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Dr. Nomal Chandra Borah	00965988	Managing Director	1,515,650	
Ms. Priyanka Borah	00966063	Whole-time director	0	
Mr. Ramesh Goenka	00611374	Director	0	
Mr. Jatin Hazarika	00546175	Director	1,000	
Mr. Shantikam Hazarika	00523656	Director	0	
Dr. Harsha Bhattacharjee	08264080	Additional director	0	
Ms. Sabita Tamuli	00526067	Nominee director	0	
Dr. Jayasree Borah	08188154	Director	29,270	
Dr. Madhurjya Borah	07638425	Director	0	
Ms. Satabdee Borah	02439163	Director	0	
Dr. Tarun Chandra Borah	08170552	Director	11,000	
Mr. Anshul Khemka	AWSPK2679M	CFO	0	
Mr. Biswajit Das	ATIPD5021D	Company Secretary	0	

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

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)
VIKASH VIJAYVARGIY	ACUPV7988G	CFO	30/06/2021	CESSATION
ANSHUL KHEMKA	AWSPK2679M	CFO	01/07/2021	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

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	29/09/2021	426	16	89.36

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	12/04/2021	11	7	63.64
2	29/06/2021	11	11	100
3	28/08/2021	11	10	90.91
4	23/12/2021	11	8	72.73
5	11/01/2022	11	11	100
6	11/02/2022	11	10	90.91
7	31/03/2022	11	7	63.64

C. COMMITTEE MEETINGS

Number of meetings held

8

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	29/06/2021	3	3	100
2	Audit Committee	28/08/2021	3	3	100
3	Audit Committee	23/12/2021	4	3	75
4	Audit Committee	11/01/2022	4	4	100
5	Audit Committee	11/02/2022	4	3	75
6	CSR	28/08/2021	3	3	100
7	Nomination and Remuneration	29/06/2021	3	3	100
8	Nomination and Remuneration	28/08/2021	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	Dr. Nomal Chandra	7	7	100	1	1	100	
2	Ms. Priyanka Borah	7	7	100	0	0	0	
3	Mr. Ramesh G	7	6	85.71	3	2	66.67	
4	Mr. Jatin Hazarika	7	7	100	8	8	100	
5	Mr. Shantikam	7	7	100	8	8	100	
6	Dr. Harsha Bhattacharya	7	4	57.14	7	6	85.71	
7	Ms. Sabita Talukder	7	3	42.86	0	0	0	
8	Dr. Jayasree Borah	7	5	71.43	0	0	0	
9	Dr. Madhurjya Bora	7	7	100	0	0	0	
10	Ms. Satabdee Borah	7	7	100	0	0	0	
11	Dr. Tarun Chandra	7	4	57.14	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
☐ Nil

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dr. Nomal Chandra	Managing Director	3,465,000				3,465,000
2	Ms. Priyanka Borah	Deputy managing Director	1,983,599				1,983,599
3	Ms. Satabdee Borah	Executive Director	1,925,980				1,925,980
4	Dr. Madhurjya Bora	Executive Director	1,720,645				1,720,645
	Total		9,095,224				9,095,224

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	Mr. Anshul Khemka	CFO	1,674,679				1,674,679
2	Mr. Biswajit Das	Company Secre +	1,069,679				1,069,679
3	Mr. Vikash Vijayvarg +	CFO	1,120,920				1,120,920
	Total		3,865,278	0			3,865,278

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Shantikam Hazarika +	Independent Dir +				100,000	100,000
2	Mr. Jatin Hazarika	Non Executive C +				100,000	100,000
3	Dr. Tarun Chandra +	Non Executive C +				60,000	60,000
4	Dr. Jayasree Borah	Non Executive C +				75,000	75,000
5	Mr. Ramesh Goenk +	Independent Dir +				55,000	55,000
	Total		0		0	390,000	390,000

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

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

Name

Anshuman Baruah

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

21107

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. ...

xxx

dated

26/05/2022

(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

DIN of the director

To be digitally signed by

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

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



ANSHUMAN BARUAH & CO.
Company Secretaries

OFFICE ADDRESS:

H/No. 26, Surujmukhi
Behind Rohini Apartment
Chandmari Colony, Guwahati-03
Mobile No: 95770-54361, 94015-97278
E-mail: secretarialauditor@gmail.com

DRAFT

FORM NO. MGT-8

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

CERTIFICATE BY COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of G N R C LIMITED (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ending 31st March, 2022. In our opinion and to the best of our information and according to the examinations carried out by us and explanation 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 the provisions of the Act & rules made thereunder in respect of:

1. Its status under the Act;

The Company is a Public Limited Company

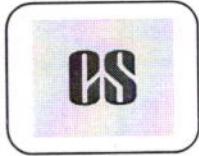
2. Maintenance of registers/records & making entries therein within the time prescribed thereof;

The Company has kept and maintained all the registers as per the provisions of the Act and the rules made thereunder, and all the entries therein have been duly recorded.

3. Filing of forms and returns as stated in the Annual Return, with the Registrar of Companies, Regional Directors, Central Government, the Tribunal, Court or the other authorities within/ beyond the prescribed time;

The company has filed the forms and returns with the Registrar of Companies, Shillong for the year ended 2021-22 except the following e-forms.

<u>E-FROM</u>	<u>BOARD/ AGM DATES</u>	<u>FILING DATE</u>	<u>DELAY IN NO. OF DAYS</u>
CR 2	28/08/2021	05/10/2021	8 DAYS
DIR 12	28/08/2021	28/12/2021	59 DAYS



ANSHUMAN BARUAH & CO.
Company Secretaries

OFFICE ADDRESS:

H/No. 26, Surujmukhi
Behind Rohini Apartment
Chandmari Colony, Guwahati-03
Mobile No: 95770-54361, 94015-97278
E-mail: secretarialauditor@gmail.com

MGT 14	29/09/2021	28/12/2021	59 DAYS
MR 1	29/09/2021	27/01/2022	89 DAYS

However, no forms or returns were required to be filed with the Regional Director, Central Government, Tribunal, Court or other authorities.

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 passed by postal ballot, if any, have been properly recorded in the Minute Books/ Registers maintained for the purpose and the same have been signed.

5. Closure of Register of Members;

The Company was not required to close the Register of Members during the financial year under review.

6. Advances/ Loans to its Directors and/or persons falling within the purview of section 185 of the Companies Act.

The Company has not entered into any contract falling within the purview of Section 185 of the Companies Act.

7. Contracts/ arrangements with the related parties as specified in section 188 of the companies Act;

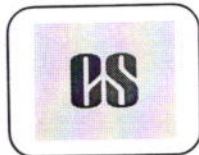
During the year 2021-2022 the Company has entered into contracts falling within the purview of Section 188 of the Act and has complied with the provisions of the Act.

8. Issue or Allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alterations or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;

The Company has allotted 14% 4000000 Non-Convertible Debentures of Rs. 100/- each to the State Bank of India Fund Management and has issued Debenture Certificates during the year under review. The Company has also redeemed 15% 140 Senior Secured Redeemable Non-Convertible Debentures having a face value of Rs. 1000000/- each from Avendus Structured Credit Fund during the year under review.

9. Keeping in abeyance the right to dividend, right shares and bonus shares pending registration of transfer in compliance with the provisions of the Act;

There were no transactions necessitating the Company to keep in abeyance the right to dividend, right shares and bonus shares pending registration of transfer of shares.



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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;

The Company did transfer an amount of Rs. 71488 to the Investor Education and Protection Fund under section 124(6) and section 125 of the Act, but still the details of shares along with the quantity details have not been uploaded with the IEPF Portal.

11. Signing of audited financial statements as per the provisions of Section 134 of the Act and report of Directors is as per sub section (3), (4) and (5) thereof;

Audited financial statements of the Company has been signed as per the provisions of the section 134 and report of the directors of the company is as per sub section (3), (4), and (5) to the extent applicable.

12. Constitution/appointment/re-appointment/retirements/ filing up of casual vacancies/ disclosure of directors, key managerial personnel and the remuneration paid to them:

The board of directors of the company is duly constituted. During the year under review Mr. Shantikam Hazarika (DIN: 00523656) has been reappointed as Independent Director. Mr. Ramesh Goenka (DIN: 00611374) has been inducted in the Audit as well as Remuneration and Nomination Committee. Ms. Priyanka Borah (DIN: 00966063), Ms. Satabdee Borah (DIN: 02439163) and Dr. Madhurjya Bora (07638425) has been re-appointed executive directors of the Company. The remuneration to be paid to them has been fixed by the Audit Committee.

13. Appointment/ re- appointment/ filing up of casual vacancies of auditors as per the provisions of Section 139 of the Act:

M/s. BSR & Co. LLP, (FRN: 101248W/W-100022) Chartered Accountants, were appointed as statutory auditors of the company for a period of 5 years at the 34th Annual General Meeting of the company to hold office till the conclusion of the 39th Annual General Meeting to be held in 2024.

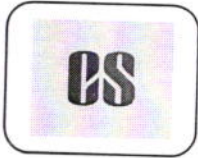
14. Approvals required to be taken from Central Government, Tribunal, Regional Director, Registrar, Courts or such other authorities under the various provisions of the act:

The Company was not required to obtain any approval of Central Government, Tribunal, Regional Director, Registrar, Courts or such other authorities under the various provisions of the act during the financial year.

15. Acceptance/ renewal/ repayments of deposits.

The Company has neither accepted nor renewed any deposit during the year under review.

16. Borrowing from its directors, members, public financial institutions, banks and others and creation/modification/ satisfaction of charges in that respect, wherever applicable;



ANSHUMAN BARUAH & CO.
Company Secretaries

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The Company has borrowed money amounting to Rs. 40 crores by issuing Non-Convertible Debentures to State Bank of India Fund Management and has listed the same in the Bombay Stock Exchange. The Company has also filed CHG 9 with full details of the property mortgaged.

17. Loans and investment of guarantee given or providing of securities to other body corporate or person falling under the provisions.

The Company has not given any guarantee for any loans taken by others and has done investment within the provisions of section 186 of the Act.

18. Alteration of the provisions of the Memorandum and Articles of Association of the Company.

The Company has not altered the provision of Memorandum of Association and Articles of Association during the financial year under review.

For, Anshuman Baruah & Company
(Proprietor)

Membership No- 30632
COP No- 21107