

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]



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

L32200MH1940PLC003164

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACT1983C

(ii) (a) Name of the company

NELCO LIMITED

(b) Registered office address

MIDC, PLOT NO. EL 6, TTC INDUSTRIAL AREA,
ELECTRONICS ZONE, MAHAPE
NAVI MUMBAI
Maharashtra
400710

(c) *e-mail ID of the company

girish.kirkinde@nelco.in

(d) *Telephone number with STD code

02267399100

(e) Website

www.nelco.in

(iii) Date of Incorporation

31/08/1940

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

(v) Whether company is having share capital

Yes No

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

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	The National Stock Exchange of India	1,024

(b) CIN of the Registrar and Transfer Agent

U74999MH2018PTC307859

Pre-fill

Name of the Registrar and Transfer Agent

TSR CONSULTANTS PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

08/07/2022

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J5	Wired, wireless or satellite Telecommunication activities	100

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

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

3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	THE TATA POWER COMPANY L	L28920MH1919PLC000567	Holding	48.64
2	AF-TAAB INVESTMENT COMPA	U65990MH1979PLC021037	Holding	1.44

3	NELCO NETWORK PRODUCTS I	U32309MH2016PLC285693	Subsidiary	100
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IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	30,000,000	22,818,400	22,817,461	22,817,461
Total amount of equity shares (in Rupees)	300,000,000	228,184,000	228,174,610	228,174,610

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share				
Number of equity shares	30,000,000	22,818,400	22,817,461	22,817,461
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	300,000,000	228,184,000	228,174,610	228,174,610

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	2,500,000	0	0	0
Total amount of preference shares (in rupees)	250,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference share				
Number of preference shares	2,500,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	250,000,000	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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	1,141,219	21,676,242	22817461	228,174,610	228,174,610	
Increase during the year	0	8,901	8901	0	0	0
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	0	0	
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	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	
x. Others, specify		8,901	8901			0
physical shares converted to demat						
Decrease during the year	8,901	0	8901	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	8,901		8901			
physical shares converted to demat						
At the end of the year	1,132,318	21,685,143	22817461	228,174,610	228,174,610	
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

INE045B01015

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

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 <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
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	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

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

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

(i) Turnover

1,431,441,178

(ii) Net worth of the Company

845,574,610

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)	11,428,940	50.09	0	
10.	Others	0	0	0	
	Total	11,428,940	50.09	0	0

Total number of shareholders (promoters)

4

(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	8,531,958	37.39	0	
	(ii) Non-resident Indian (NRI)	228,297	1	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	2	0	0	
	(ii) State Government	3,890	0.02	0	
	(iii) Government companies	52,180	0.23	0	
3.	Insurance companies	0	0	0	

4.	Banks	760	0	0	
5.	Financial institutions	10,900	0.05	0	
6.	Foreign institutional investors	765,711	3.36	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	630,024	2.76	0	
10.	Others IEPF/BC-NBSC/ Clearing Me	1,164,799	5.1	0	
	Total	11,388,521	49.91	0	0

Total number of shareholders (other than promoters)

61,280

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

61,284

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

14

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
WORLD EX U.S. CORE I	CITIBANK N.A. CUSTODY SERVICES			2,004	0
DIMENSIONAL WORLE	CITIBANK N.A. CUSTODY SERVICES			4,568	0.02
EMERGING MARKETS (CITIBANK N.A. CUSTODY SERVICES			17,524	0.07
EMERGING MARKETS I	CITIBANK N.A. CUSTODY SERVICES			960	0
QUADRATURE CAPITA	JPMORGAN CHASE BANK N.A., INC			7,370	0.03
AMERICAN CENTURY I	DEUTSCHE BANK AG, DB HOUSE, H			701	0
AMERICAN CENTURY I	DEUTSCHE BANK AG, DB HOUSE, H			5,720	0.02
EMERGING MARKETS (DEUTSCHE BANK AG, DB HOUSE H			2,698	0
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			2,300	0
MASSACHUSETTS INST	CITIBANK N.A. CUSTODY SERVICES			700,000	3.06
ALASKA PERMANENT	DEUTSCHE BANK AG DB HOUSE, H			760	0
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			18,340	0.06
COPTHALL MAURITIUS	J.P.MORGAN CHASE BANK N.A. INC			290	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			2,476	

**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	4	4
Members (other than promoters)	31,326	61,280
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	1	0	1	0	0
B. Non-Promoter	1	4	1	4	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	3	0	3	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	5	1	5	0	0

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

8

(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)
R.R.BHINGE	00036557	Director	0	29/05/2022
P. J. NATH	05118177	Managing Director	0	
NARASIMHA MURTHY	00023046	Director	0	
LAKSHMI ANANT NAD	07076164	Director	0	
AJAY KUMAR PANDEY	00065622	Director	0	
ANAND AGARWAL	06398370	Director	0	26/04/2022
Malav Shah	AEGPS7942P	CFO	0	
GIRISH VIJAYANAND K	AADPK1608H	Company Secretar	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)
Uday Banerjee	ACFPB3496C	CFO	31/12/2021	Cessation
Malav Shah	AEGPS7942P	CFO	01/01/2022	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	22/06/2021	29,964	70	51.89

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	28/04/2021	6	6	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	30/07/2021	6	5	83.33
3	19/10/2021	6	6	100
4	03/12/2021	6	6	100
5	19/01/2022	6	6	100
6	01/03/2022	6	5	83.33
7	29/03/2022	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

16

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	28/04/2021	4	4	100
2	Audit Committee	30/07/2021	4	4	100
3	Audit Committee	19/10/2021	4	4	100
4	Audit Committee	19/01/2022	4	4	100
5	Audit Committee	29/03/2022	4	4	100
6	Stakeholders Forum	07/01/2022	3	3	100
7	Corporate Social Responsibility	14/08/2021	3	3	100
8	Corporate Social Responsibility	07/12/2021	3	3	100
9	Corporate Social Responsibility	01/03/2022	3	3	100
10	Independent Director	18/03/2022	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 08/07/2022 (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	R.R.BHINGE	7	7	100	12	12	100	Not Applicable
2	P. J. NATH	7	7	100	3	3	100	Yes
3	NARASIMHA	7	7	100	11	11	100	Yes
4	LAKSHMI ANA	7	7	100	13	13	100	Yes
5	AJAY KUMAR	7	7	100	12	12	100	Yes
6	ANAND AGAF	7	5	71.43	7	5	71.43	Not Applicable

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	P.J.Nath	Managing Director	29,252,316	0	0	0	29,252,316
	Total		29,252,316	0	0	0	29,252,316

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	Uday Banerjee	Chief Financial Officer	9,759,528	0	0	0	9,759,528
2	Malav Shah	Chief Financial Officer	955,482	0	0	0	955,482
3	Girish V. Kirkinde	Company Secretary	5,648,659	0	0	0	5,648,659
	Total		16,363,669	0	0	0	16,363,669

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	R. R. Bhinge	Chairman	0	0	0	1,320,000	1,320,000
2	Narasimha Murthy	Non Executive Director	0	0	0	1,305,000	1,305,000
3	Lakshmi Nadkarni	Non Executive Director	0	0	0	1,395,000	1,395,000
4	Ajay Kumar Pandey	Non Executive Director	0	0	0	1,395,000	1,395,000
	Total		0	0	0	5,415,000	5,415,000

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

S.N. Bhandari

Whether associate or fellow

Associate Fellow

Certificate of practice number

366

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

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

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

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

PRADIP
JYOTI
NATH
Digitally signed by
PRADIP JYOTI NATH
Date: 2022.09.02
16:47:18 +05'30'

DIN of the director

To be digitally signed by

GIRISH
VIJAYANAN
D KIRKINDE
Digitally signed by
GIRISH VIJAYANAN
D KIRKINDE
Date: 2022.09.02
16:45:32 +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

Attach	Annual Return Committee.pdf
Attach	List of Shareholders_compressed.pdf
Attach	MGT8_Nelco Limited_FY2021-22.pdf
Attach	Clarification Letter.pdf

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

Committee Meetings

Number of Meetings held:-

Sr. No.	Type of Meeting	Date of Meeting	Total Number of Members as on the date of meeting	Attendance	
				Number of Members attended	% of attendance
1.	Nominations, HR & Remuneration Committee	28/04/2021	5	5	100
2.	Nominations, HR & Remuneration Committee	14/08/2021	5	4	80
3.	Nominations, HR & Remuneration Committee	07/12/2021	5	4	80
4.	Nominations, HR & Remuneration Committee	29/03/2022	5	5	100
5.	Risk Management Committee	05/10/2021	3	3	100
6.	Risk Management Committee	17/02/2022	3	3	100

For Nelco Limited



Girish V. Kirkinde
Company Secretary & Head - Legal

B&A

BHANDARI & ASSOCIATES COMPANY SECRETARIES

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]

We have examined the registers, records and books and papers of **NELCO LIMITED** [CIN: L32200MH1940PLC003164] ('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 31st 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 as a Public Limited Company, Limited by shares;
 2. maintenance of registers/ records & making entries therein within the time prescribed therefore;
 3. the Company has filed the forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time, where applicable;
 4. calling, convening and holding meetings of Board of Directors and 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 have been properly recorded in the Minute Book / registers maintained for the purpose and the same have been signed. Further, the Company has not passed any resolution by postal ballot during the period under review;
 5. closure of register of Members / security holders, as the case may be;
 6. the Company has not given any advance or loan to its directors and/or persons or firms or companies referred in Section 185 of the Act;
 7. contracts/arrangements with related parties as specified in the provisions of section 188 of the Act;

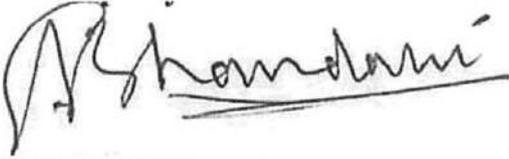
8. there was no issue or allotment or transfer or transmission or buy back of securities, conversion of shares/securities, alteration or reduction of share capital and there were no preference shares or debentures in the Company;
9. the Company has kept in abeyance the right shares and the rights to Dividend in respect of shares pending registration of transfer in compliance with the provisions of the Act. There was no bonus issue of shares during the financial year;
10. declaration and payment of dividend and transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
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, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. There was no instance to fill any casual vacancies of the directors of the Company;
13. there is no instance of the casual vacancies of the auditor and the appointment and reappointment of auditors as per the provisions of section 139 of the Act;
14. approvals have been taken, wherever required, from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act. The National Company Law Tribunal ('the NCLT') at its final hearing held on 02nd November, 2018 approved the composite scheme of arrangement ('the Scheme') between the Company, Tatanet Services Limited (TNSL) and Nelco Network Products Limited (NNPL). As per the said NCLT order, the scheme shall be effective on the date on which the last of all the approvals and sanctions from appropriate authorities as may be required under the law in respect of the Scheme have been obtained. On 9th June, 2021, the company has received the requisite approval from Department of Telecommunications (DoT) for transfer of the Internet Service Provider license and VSAT license from the Amalgamating Company i.e. Tatanet Services Limited to the Amalgamated Company i.e. Nelco Limited under the Scheme. Accordingly, the Scheme has become effective on 9th June, 2021.
15. the Company has not accepted or renewed or repaid public deposits;
16. the Company has not borrowed from its directors, members, public financial institutions and others; however, the Company has borrowed secured and unsecured loans from body corporates & banks and the creation / modification / satisfaction of charges were made in that respect, wherever applicable;
17. loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;

18. alteration in the provisions of the Memorandum and Articles of Association of the Company.

For **Bhandari & Associates**

Company Secretaries

Firm Registration No: P1981MH043700

A handwritten signature in black ink, appearing to read 'S. N. Bhandari', is written over a horizontal line. The signature is stylized and cursive.

S. N. Bhandari

Partner

FCS No: 761; C P No.: 366

Mumbai | September 02, 2022

ICSI UDIN: F000761D000895864