

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]



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

U85191UP2012PLC053358

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCJ9811D

(ii) (a) Name of the company

JAYPEE HEALTHCARE LIMITED

(b) Registered office address

SECTOR 128
NOIDA
Uttar Pradesh
201304
India

(c) *e-mail ID of the company

payal.guglani@jalindia.co.in

(d) *Telephone number with STD code

01204122222

(e) Website

(iii) Date of Incorporation

30/10/2012

(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

U74210DL1991PLC042569

Pre-fill

Name of the Registrar and Transfer Agent

ALANKIT ASSIGNMENTS LIMITED

Registered office address of the Registrar and Transfer Agents

205-208ANARKALI COMPLEX
JHANDEWALAN EXTENSION

(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 26/09/2022

(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	Q	Hospital and Medical Care	Q1	Hospital activities	100

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

*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	JAYPEE INFRA TECH LIMITED	L45203UP2007PLC033119	Holding	100
2	JAIPRAKASH ASSOCIATES LIM	L14106UP1995PLC019017	Holding	0

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	600,000,000	427,500,000	427,500,000	427,500,000
Total amount of equity shares (in Rupees)	6,000,000,000	4,275,000,000	4,275,000,000	4,275,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	600,000,000	427,500,000	427,500,000	427,500,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	6,000,000,000	4,275,000,000	4,275,000,000	4,275,000,000

(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)	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	98,000,000	329,500,000	427,500,000	4,275,000,000	4,275,000,000	
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	98,000,000	329,500,000	427500000	4,275,000,0	4,275,000,	
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"/>	
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

2,903,661,515

(ii) Net worth of the Company

-2,503,501,314

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	600	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)	427,499,400	100	0	
10.	Others	0	0	0	
	Total	427,500,000	100	0	0

Total number of shareholders (promoters)

7

(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
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Total number of shareholders (other than promoters)

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

**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	7	7
Members (other than promoters)	0	0
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	3	0	3	0	0
B. Non-Promoter	0	1	0	1	0	0
(i) Non-Independent	0	1	0	1	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	4	0	4	0	0

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

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Manoj Gaur	00008480	Director	100	
Sunil Kumar Sharma	00008125	Director	100	
Rekha Dixit	00913685	Director	100	
Gyan Prakash Gaur	00918895	Director	0	
Suresh Kumar Thakral	AACPT8771H	CFO	0	
Payal Guglani	BSXPP5963M	Company Secretar	0	

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

0

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)

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 MEETI	28/09/2021	7	5	100

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/05/2021	4	4	100
2	19/06/2021	4	4	100
3	29/07/2021	4	4	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	30/10/2021	4	3	75
5	10/02/2022	4	4	100
6	09/03/2022	4	4	100

C. COMMITTEE MEETINGS

Number of meetings held

6

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	21/05/2021	2	2	100
2	Audit Committee	19/06/2021	2	2	100
3	Audit Committee	29/07/2021	3	3	100
4	Audit Committee	30/10/2021	3	2	66.67
5	Audit Committee	10/02/2022	3	3	100
6	Nomination and	19/06/2021	2	2	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 26/09/2022 (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	Manoj Gaur	6	6	100	0	0	0	Yes
2	Sunil Kumar S	6	5	83.33	6	5	83.33	Yes
3	Rekha Dixit	6	6	100	5	5	100	Yes
4	Gyan Prakash	6	6	100	4	4	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

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Suresh Kumar Thak	CFO	0	0	0	0	0
2	Payal Guglani	Company Secre	709,288	0	0	0	709,288
	Total		709,288	0	0	0	709,288

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	Manoj Gaur	Director	0	0	0	0	0
2	Sunil Kumar Sharm	Director	0	0	0	0	0
3	Gyan Prakash Gaur	Director	0	0	0	0	0
4	Rekha Dixit	Director	0	0	0	0	0
	Total		0	0	0	0	0

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

During Financial Year 2021-22, the Company could not comply with the provisions of Section 203(1) of the Companies Act, 2013 with respect to appointment of Managing Director or Chief Executive Officer or Manager and in their absence, a Whole Time Director. However, subsequent to the year

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

ANJALI YADAV & ASSOCIATES

Whether associate or fellow

Associate Fellow

Certificate of practice number

7257

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:

- 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.
- 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

Rekha
Dixit
Digitally signed by Rekha Dixit
Date: 2022.11.22
12:35:57 +05:30'

DIN of the director

00913685

To be digitally signed by

payal guglani
Digitally signed by payal guglani
Date: 2022.11.22
12:35:57 +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

List of Shareholders as on 31-03-2022 JHC clarification_Point III.pdf Form MGT 8_2021-22_JHL.pdf
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Remove attachment

Modify

Check Form

Prescrutiny

Submit

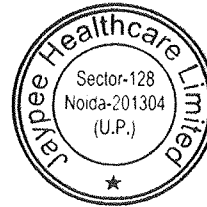
This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

JAYPEE HEALTHCARE LIMITED

SHAREHOLDING PATTERN AS ON 31.03.2022

Sl. No.	Name of the Shareholder	No. of Shares held (Rs. 10/- each)	Nominal value of shares (in Rs.)
1.	Jaypee Infratech Limited	42,74,99,400	427,49,94,000/-
2.	Shri Manoj Gaur	100*	1,000/-
3.	Shri Sunil Kumar Sharma	100*	1,000/-
4.	Smt. Rekha Dixit	100*	1,000/-
5.	Shri Sunny Gaur	100*	1,000/-
6.	Shri Suren Jain	100*	1,000/-
7.	Shri Sachin Gaur	100*	1,000/-
	Total	42,75,00,000	427,50,00,000

*Beneficial Interest is in favour of Jaypee Infratech Limited, accordingly 100% Shares are held by Jaypee Infratech Limited



Explanation/Clarification for Point No. III

Jaypee Healthcare Limited (JHL) (“the Company”) is a wholly owned Subsidiary Company of Jaypee Infratech Limited (JIL) and JIL is a Subsidiary Company of Jaiprakash Associates Limited (JAL). The Company, being a Subsidiary of JIL, is therefore, a step down Subsidiary of JAL.



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 **JAYPEE HEALTHCARE LIMITED** ("**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 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 under the Act;

The Company has adhered to the provisions of the applicable laws to maintain active status as a Public Limited Company (with CIN: U85191UP2012PLC053358) under the Act.

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

The Company has maintained the required registers/records in compliance with the relevant provisions of the Act and made entries therein within the time prescribed thereof.

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;

During the Financial year 2021-22, the Company has filed the forms and Returns with the Registrar of Companies within the time limit as prescribed under the Companies Act, 2013 and those forms, if any, which are beyond the prescribed time have been filed with applicable additional fees.

Further, as per the information and explanation given to us the Company was not required to file any forms and returns with the Regional Director, Central Government, the Tribunal, Court or any other authority during the year.

- 4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;**

During Financial Year 2021-22, the Company had called, convened and held the meetings of the Board of Directors, its Committees namely Audit Committee, Nomination and Remuneration Committee and of members meeting within the prescribed time, in compliance with the applicable provisions of the Companies Act, 2013 read with various circulars issued by the Ministry of Corporate Affairs, as stated in the Form MGT-7 in respect of which adequate and proper notices were given and the proceedings thereof have been properly recorded in the Minutes Book(s) and Registers have been maintained for the purpose and the same have been duly signed.

No resolutions were passed by Circulation or by Postal Ballot.

- 5. Closure of Register of Members / Security holders, as the case may be.**

The Company was not required to close its Register of Members during the Financial Year 2021-22.

- 6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;**

As per the Audited Financial Statements for FY 2021-22, the Company has not given any advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act except advances in the ordinary course of business.

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

During the Financial Year 2021-22, all the related party transactions have been entered in accordance thereof and were in the ordinary course of business and at arm's length.

Further, disclosure of transactions with related parties for which omnibus approval was granted has been disclosed in notes to the Financial Statements.

- 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;**

There was no issue, allotment, transfer, transmission or buy back of securities/ redemption of preference shares/ debentures/ alteration or reduction of share capital/ conversion of shares/ securities. The Company has not issue any security certificates in any instances during the Financial Year 2021-22.

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;

During the Financial Year 2021-22, the Company has not kept in abeyance the rights to dividend, rights shares and bonus shares, pending registration of transfer of shares of Shareholders of the Company during the Financial Year 2021-22.

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;

During the Financial Year 2021-22, the Company has not declared /paid any dividend and no amount of unpaid/ unclaimed dividend/other amount was required to be transferred 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;

The Audited Financial Statements and the Boards' Report for the Financial Year 2021-22 have been duly signed as per the requirements of Section 134 of the Act.

12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

The Board of Directors was duly constituted in accordance with the provisions of the Act. However, during FY 2021-22, the Company has not complied with the provisions of Section 203(1) (i) of the Companies Act, 2013 with respect to appointment of Whole time Key Managerial personnel i.e. Managing Director or Chief Executive Officer or Manager and in their absence, a Whole Time Director.

Further, no casual vacancies have occurred during the financial year 2021-22.

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

M/s Dass Gupta & Associates, Chartered Accountants (Firm Registration No. 000112N), were appointed as Statutory Auditors of the Company by the shareholders in their 7th Annual General Meeting (AGM) held on 27th August, 2020 to hold the office for a period of (five) 5 years i.e. till the conclusion of 12th AGM of the Company to be held in the year 2025.

Further, no filing up of causal vacancy of Statutory Auditors took place during the financial year 2021-22.

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;

No approval was required to be taken from Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act, during the financial year 2021-22

15. Acceptance/ renewal/ repayment of deposits;

As per the information and explanation given to us, the Company has not accepted or renewed or repaid any deposit during the financial year 2021-22 under the provisions of Section 73 to 76 of the Companies Act, 2013.

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

The Company has not borrowed any money from its directors, members, public financial institutions, banks and others during the Financial Year 2021-22.

Yes Bank Ltd. had issued a "Loan Recall Notice" to the Company vide letter dated 8th November, 2019. Subsequently, Yes Bank Ltd. also filed an Application under Section 7 of IBC before NCLT, Allahabad Bench against the Company for repayment of the outstanding loan amount.

NCLT (Allahabad Bench) has vide Order dated 27th June, 2022 held that the proceedings in the matter be kept in abeyance till the Order on the Resolution Plan in respect of Jaypee Infratech Limited, the Holding Company, is passed by the Hon'ble Principal Bench. Based on the same, further course of action will be embarked upon in the present application. However, the Company was directed to ensure timely payment of the loan installments as per the available sources with it and work out a suitable plan to extinguish its liabilities failing which, Yes Bank was given liberty to take any action as per law with respect to enforcement of any collateral security included in the loan agreements.

In the interim, Yes Bank has also approached NCLAT, Principal Bench, New Delhi, The matter was listed on several occasions. The final arguments of Yes Bank were heard on 2nd November, 2022 and the Appeal is now listed for 22nd November, 2022 for hearing Company's arguments in the matter.

Matter was also taken up before NCLT, Allahabad on 2nd November, 2022. On the said date, Yes Bank mentioned that it has appealed against the Order passed by NCLT on 27th June, 2022 before NCLAT and the same is pending adjudication. Hence, the matter may be taken up at a later stage. Matter has accordingly now been fixed before NCLT, Allahabad on 16th January, 2023.

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

During the financial year, no loans were given or investments made or guarantees given and securities provided as per Section 186 of the Companies Act, 2013.

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

The Company has not altered the provisions of Memorandum of Association and/ or Articles of Association during the financial year 2021-22.

**For Anjali Yadav & Associates
Company Secretaries**

**ANJALI
YADAV** Digitally signed
by ANJALI YADAV
Date: 2022.11.21
14:04:15 +05'30'

**Anjali Yadav
Proprietor
Memb. No. F6628
COP No. 7257
P/R No. 629/2019**

**Place: New Delhi
Date: November 21, 2022
UDIN: F006628D001917121**