FORM NO. MGT-7

Form language

[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

| Corporate Identification Number (CI | N) of the company | | Pre-fill |
|---------------------------------------------------------------------------------|--------------------------|---------|------------------------------|
| Global Location Number (GLN) of the | he company | | |
| Permanent Account Number (PAN) | of the company | AAECN: | 3445K |
| (a) Name of the company | | FERMI S | SOLARFARMS PRIVATE I |
| (b) Registered office address | | | |
| 910/19, Suryakiran, Kasturba Gandhi Marg, New Delhi New Delhi Delhi | | | |
| (c) *e-mail ID of the company | | fermiso | olar farms@avaada.com |
| (d) *Telephone number with STD co | de | 011671 | 42100 |
| (e) Website | | | |
| Date of Incorporation | | 28/02/2 | 2013 |
| Type of the Company | Category of the Company | | Sub-category of the Company |
| Private Company | Company limited by share | <u></u> | Subsidiary of Foreign Compan |

Yes

No

| (vii) *Fina | ncial year Fro | m date 01/04 | 1/2019 | (DD/MM/YYY | Y) To date | 31/03/2020 (DD/ | MM/YYYY) |
|-------------|--------------------------------|-----------------|------------------------------------|------------------------------|---------------|------------------------------|------------------------------|
| (viii) *Whe | ether Annual g | eneral meetii | ng (AGM) held | • | Yes 🔘 | No | |
| (a) If | yes, date of A | \GM | 28/09/2020 | | | | |
| (b) D | ue date of AG | iM | 30/09/2020 | | | | |
| (c) W | /hether any ex | tension for A | GM granted | | | No | |
| II. PRIN | CIPAL BUS | SINESS AC | TIVITIES OF 1 | THE COMPA | NY | | |
| *N: | umber of busi | ness activities | 3 1 | | | | |
| S.No | Main Activity group code | Description of | Main Activity gro | Business Activity Code | Description (| of Business Activity | % of turnover of the company |
| | | | | | Electric pov | wer generation, transmission | 100 |
| 1 | D | | gas, steam and air ition supply | D1 | | and distribution | 100 |

*No. of Companies for which information is to be given 1 Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|---------------------------|-----------------------|-------------------------------------------------|------------------|
| 1 | AVAADA ENERGY PRIVATE LIM | U80221MH2007PTC336458 | Holding | 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 | 50,000,000 | 1,616,984 | 1,616,984 | 1,616,984 |
| Total amount of equity shares (in Rupees) | 500,000,000 | 16,169,840 | 16,169,840 | 16,169,840 |

Number of classes

| Class of Shares | l A uthoricod | Issued capital | Subscribed | Doid up conital |
|-------------------------|---------------|----------------|------------|-----------------|
| Equity | capital | Сарпаі | capital | Paid up capital |
| Number of equity shares | 50,000,000 | 1,616,984 | 1,616,984 | 1,616,984 |

| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
|-------------------------------------------|-------------|------------|------------|------------|
| Total amount of equity shares (in rupees) | 500,000,000 | 16,169,840 | 16,169,840 | 16,169,840 |

(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 | 1 A + la a . + i a a al | IGabilai | 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 | | | | |
| At the beginning of the year | 1,616,984 | 16,169,840 | 16,169,840 | |
| Increase during the year | 0 | 0 | 0 | 0 |
| i. Pubic Issues | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 |
| iii. Bonus issue | 0 | 0 | 0 | 0 |
| iv. Private Placement/ Preferential allotment | 0 | 0 | 0 | 0 |
| 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 |
|----------------------------------|-----------|------------|------------|---|
| x. GDRs/ADRs | 0 | 0 | 0 | 0 |
| x. Others, specify | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 |
| . Buy-back of shares | 0 | 0 | 0 | 0 |
| i. Shares forfeited | 0 | 0 | 0 | 0 |
| ii. Reduction of share capital | 0 | 0 | 0 | 0 |
| v. Others, specify | | | | |
| At the end of the year | 1,616,984 | 16,169,840 | 16,169,840 | |
| Preference shares | | | | |
| At the beginning of the year | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | 0 |
| . Issues of shares | 0 | 0 | 0 | 0 |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 |
| ii. Others, specify | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 |
| . Redemption of shares | 0 | 0 | 0 | 0 |
| i. Shares forfeited | 0 | 0 | 0 | 0 |
| ii. Reduction of share capital | 0 | 0 | 0 | 0 |
| | | 1 | + | + |
| v. Others, specify | | | | |

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| Class of shares | | | (i) | | | (ii) | | (iii) | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|-----------|-------------------|------------|-----------------------|-------------------|---------|------------------------|---------|
| Before split / | Number of shares | | | | | | | | |
| Consolidation | Face value per share | | | | | | | | |
| After split / | Number of shares | | | | | | | | |
| Consolidation | 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] | | | | | | | | | |
| Separate sheet attached for details of transfers | | | | | | | | | |
| Note: In case list of transf Media may be shown. | fer exceeds 10, option fo | or submi: | ssion a | s a separa | te sheet | attach | ment or | submission in a CD/I | Digital |
| Date of the previous | annual general meetii | ng | 26/0 | 9/2019 | | | | | |
| Date of registration of | of transfer (Date Month | n Year) | 16/0 |)7/2019 | | | | | |
| Type of transfe | r Equity Shares | 1 - Ec | quity, 2 | ?- Prefere | ence Sha | ares,3 | - Debei | ntures, 4 - Stock | |
| Number of Shares/ D Units Transferred | Debentures/ 800,000 |) | | | per Sha ure/Unit (| | .) 10 | | |
| Ledger Folio of Trans | sferor | Client | ID: 117 | 729261/ | DP ID: I | N300 ⁻ | 118 | | |
| Transferor's Name | | | Holding Singapore | | Canac | dian Solar Energy | | | |
| | Surname | | | middle | name | | | first name | |
| Ledger Folio of Trans | sferee | Client | ID: 119 | 933503/ | DP ID: I | N3016 | 604 | | |
| _ , | | | | | | | | | |
| Transferee's Name | | | | | | | Avaac | da Energy Private Limi | ted |
| | Surname | | | middle | name | | | first name | |

| Date of registration of transfer (Date Month Year) 16/07/2019 | | | | | | | |
|-----------------------------------------------------------------|--------------------------|---------------|----------------------------------------------|----------------------------------------------------|-------------------------------|--|--|
| Type of transfer Debentures 1 - E | | | | P- Preference Shares,3 - | Debentures, 4 - Stock | | |
| Number of Shares/ Dunits Transferred | Debentures/ | 387,235 | | Amount per Share/ Debenture/Unit (in Rs.) 1,000 | | | |
| Ledger Folio of Transferor Client ID: 11729261/ DP ID: IN300118 | | | | | | | |
| Transferor's Name | Pte Ltd | | Hold | ding Singapore | Canadian Solar Energy | | |
| | Surnar | me | | middle name | first name | | |
| Ledger Folio of Trans | sferee | Client | ID: 119 | 933503/ DP ID: IN30160 |)4 | | |
| Transferee's Name | | | | | Avaada Energy Private Limited | | |
| | Surnar | me | middle name first name | | | | |
| Date of registration of | of transfer (Date | e Month Year) | 02/0 | 08/2019 | | | |
| Type of transfe | Equity | 1 - Ed | quity, 2 | ?- Preference Shares,3 - | Debentures, 4 - Stock | | |
| Number of Shares/ Dunits Transferred | Debentures/ | 1 | Amount per Share/ Debenture/Unit (in Rs.) | | 10 | | |
| Ledger Folio of Trans | sferor | 04 | | | | | |
| Transferor's Name Pte Ltd | | | Holding Singapore | | Canadian Solar Energy | | |
| | Surname | | middle name | | first name | | |
| Ledger Folio of Transferee 07 | | | | | | | |
| Transferee's Name | Private Limite Surnar | | Nominee of Avaada Energy | | Sindoor Mittal first name | | |
| | Juillal | III C | | middle name | III SCHAINE | | |

| Date of registration of transfer (Date Month Year) 02/08/2019 | | | | | | |
|-------------------------------------------------------------------------------------------|-------------------|---------------|------------------------|----------------------------------------------|-------------------------------|--|
| Type of transfer Equity Shares 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock | | | | | | |
| Number of Shares/ D Units Transferred | Debentures/ | 24,663 | | Amount per Share/ Debenture/Unit (in Rs.) | 10 | |
| Ledger Folio of Transferor Client ID: 11729261/ DP ID: IN300118 | | | | | | |
| Transferor's Name | Pte Ltd | | Hold | ing Singapore | Canadian Solar Energy | |
| | Surnar | me | | middle name | first name | |
| Ledger Folio of Trans | sferee | Client | ID: 119 | 33503/ DP ID: IN30160 |)4 | |
| Transferee's Name | | | Av | | Avaada Energy Private Limited | |
| | Surnar | ne | middle name first name | | | |
| Date of registration of | of transfer (Date | e Month Year) | | | | |
| Type of transfe | r | 1 - Ed | quity, 2 | - Preference Shares,3 - | Debentures, 4 - Stock | |
| Number of Shares/ D Units Transferred | Debentures/ | | | Amount per Share/ Debenture/Unit (in Rs.) | | |
| Ledger Folio of Trans | sferor | | | | | |
| Transferor's Name | | | | | | |
| | Surname | | middle name | | first name | |
| Ledger Folio of Transferee | | | | | | |
| Transferee's Name | Surnar | me | | middle name | first name | |
| | Sumar | iie | | middle name | inst 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 | 759,282 | 1000 | 759,282,000 |
| Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits | | | 3,912,584,155 |
| Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits | | | 261,267,720 |
| Deposit | | | 0 |
| Total | | | 4,933,133,875 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of 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 | 759,282,000 | 0 | 0 | 759,282,000 |

(v) Securities (other than shares and debentures)

| Type of Securities | | 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) Turnove | r |
|-------------|---|

697,680,193

(ii) Net worth of the Company

88,348,813

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) | 1,616,983 | 100 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 1,616,984 | 100 | 0 | 0 |

| Total number | of shareholders | (promoters) |
|--------------|-----------------|-------------|
|--------------|-----------------|-------------|

| | 2 | | | |
|-----|---|--|--|--|
| - 1 | | | | |

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

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

| 2. | Government | | | | |
|-----|--------------------------------------|---|---|---|---|
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 0 | 0 | 0 | 0 |

| Total number of shareholders (other than promoters) | 0 |
|--------------------------------------------------------------------------|---|
| Total number of shareholders (Promoters+Public/ Other than promoters) | 2 |

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 | 1 | 2 |
| Members (other than promoters) | 1 | 0 |
| Debenture holders | 2 | 1 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | Number of directors at the beginning of the year | | Number of directors at the end of the year | | Percentage of shares held by directors as at the end of year | |
|----------|--------------------------------------------------|---------------|--------------------------------------------|---------------|--------------------------------------------------------------|---------------|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |

| A. Promoter | 0 | 0 | 0 | 0 | 0 | 0 |
|--------------------------------------|---|---|---|---|---|---|
| B. Non-Promoter | 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 | 3

e 3

(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) |
|------------------|----------|-------------|--------------------------------|--------------------------------------------------------------|
| VINOO GEORGE | 00993702 | Director | 0 | 22/05/2020 |
| RAVI KANT VERMA | 07299159 | Director | 0 | |
| PRASHANT CHOUBEY | 08072225 | Director | 0 | |

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

3

| Name | | beginning / during | | Nature of change (Appointment/ Change in designation/ Cessation) |
|------------------|----------|---------------------|------------|---------------------------------------------------------------------|
| PRASHANT CHOUBEY | 08072225 | Additional director | 23/07/2019 | APPOINTMENT |
| SUSHIL JAIN | 03080476 | Director | 24/07/2019 | CESSATION |
| PRASHANT CHOUBEY | 08072225 | Director | 26/09/2019 | CHANGE IN DESIGNATION |

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 | 2 |
|-------------------------|---|
|-------------------------|---|

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attend | ance |
|----------------------|-----------------|----------------------------------------------------------|--------|-------------------------|
| | | · · | | % of total shareholding |
| ANNUAL GENERAL MEETI | 26/09/2019 | 2 | 2 | 100 |
| EXTRA ORDINARY GENEF | 03/12/2019 | 2 | 2 | 100 |

B. BOARD MEETINGS

*Number of meetings held 10

| S. No. | Date of meeting | Total Number of directors associated as on the date | | Attendance |
|--------|-----------------|-----------------------------------------------------|------------------------------|-----------------|
| | | of meeting | Number of directors attended | % of attendance |
| 1 | 21/05/2019 | 3 | 2 | 66.67 |
| 2 | 28/06/2019 | 3 | 2 | 66.67 |
| 3 | 23/07/2019 | 4 | 3 | 75 |
| 4 | 02/08/2019 | 3 | 3 | 100 |
| 5 | 20/08/2019 | 3 | 3 | 100 |
| 6 | 27/09/2019 | 3 | 3 | 100 |
| 7 | 18/10/2019 | 3 | 3 | 100 |
| 8 | 24/12/2019 | 3 | 2 | 66.67 |
| 9 | 27/02/2020 | 3 | 3 | 100 |
| 10 | 20/03/2020 | 3 | 3 | 100 |

C. COMMITTEE MEETINGS

| Number of meetings held | |
|-------------------------|--|
| · ·a····ge · ··· | |

| S. No. | Type of meeting | Date of meeting | Attendance Number of members attended % of attendance | |
|--------|-----------------|-----------------|--------------------------------------------------------|--|
| 1 | | | | |

D. *ATTENDANCE OF DIRECTORS

| | | Board Meetings | | | С | Committee Meetings | | | | |
|-----------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|----------------------|---------------------------------|------------------------------------------------------------|-----------------------------------|-----------------|------|-------------------------|
| S. No. | Name of the director | Number of Meetings which director was entitled to | Meetings | | % of attendance | Number of Meetings which director was entitled to | Number of Meetings attended | % of attendance | | held on |
| | | attend | | | | attend | | | | 28/09/2020 |
| | | | | | | | | | | (Y/N/NA) |
| 1 | VINOO GEOR | 10 | 7 | | 70 | 0 | 0 | (| 0 | No |
| 2 | RAVI KANT V | 10 | 10 | ı | 100 | 0 | 0 | (| 0 | No |
| 3 | PRASHANT C | 8 | 8 | | 100 | 0 | 0 | (| 0 | No |
| X. *RE | MUNERATION | OF DIRECTO | RS AND | KEY | MANAGEF | RIAL PERSONNEI | _ | | | |
| \boxtimes | Nil | | | | | | | | | |
| umber (| of Managing Dire | ctor, Whole-time | Directors | and/o | r Manager w | hose remuneration o | letails to be ente | ered | | |
| | | , | | | | | | | | |
| S. No. | Name | Design | nation | Gros | ss Salary | | Stock Option/ Sweat equity | Oth | ners | Total Amount |
| 1 | | | | | | | | | | 0 |
| | Total | | | | | | | | | |
| ımher | of CEO CEO and | | | | | | | | | |
| ALLING! (| JI CEO, CEO and | d Company secre | etary whos | se rem | uneration de | tails to be entered | | | | |
| | 1 | - | | | | tails to be entered | Stock Ontion/ | T 011 | | Total |
| | Name | Design | | | uneration de | Commission | Stock Option/ Sweat equity | Oth | ners | Total Amount |
| | 1 | - | | | | Commission | | Oth | ners | |
| S. No. | 1 | - | | | | Commission | | Oth | ners | Amount |
| S. No. | Name | Design | nation | Gros | ss Salary | Commission | | Oth | ners | Amount |
| S. No. | Name Total | Design | nation ation deta | Gros | ss Salary | Commission | | | ners | Amount |
| S. No. | Name Total of other directors | Design whose remunera | nation ation deta | Gros | es Salary | Commission | Sweat equity Stock Option/ | | | Amount 0 Total |
| S. No. | Name Total of other directors | Design whose remunera | nation ation deta | Gros | es Salary | Commission | Sweat equity Stock Option/ | | | Amount 0 Total Amount |
| S. No. 1 umber of S. No. | Total Total Name Total Total | whose remuneration Design | ation deta | Gros | e entered | Commission | Sweat equity Stock Option/ | | | Amount 0 Total Amount |
| S. No. 1 S. No. 1 MATT A. Wh | Total Total Total Total Total Total Total | whose remunerate Designate | nation deta | Gros ils to b Gros | e entered ss Salary LIANCES AI | Commission | Stock Option/ Sweat equity | | ners | Amount 0 Total Amount |
| S. No. 1 S. No. 1 MATT A. Wh | Total Total Total Total Total Total | whose remunerate Design TO CERTIFICATION has made companies Act, 20 | nation deta | Gros ils to b Gros | e entered ss Salary LIANCES AI | Commission Commission ND DISCLOSURES | Stock Option/ Sweat equity | Oth | ners | Amount 0 Total Amount |
| S. No. 1 S. No. 1 MATT A. Wh | Total Total Total Total Total Total Terms related to the companions of the Com | whose remunerate Design TO CERTIFICATION has made companies Act, 20 | nation deta | Gros ils to b Gros | e entered ss Salary LIANCES AI | Commission Commission ND DISCLOSURES | Stock Option/ Sweat equity | Oth | ners | Amount 0 Total Amount |

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

2.

| A) DETAILS OF TEN | ALTIES/TONIS | TIMENT IIVII OSED OI | N COMPANY/DIRECTO | NO /OFF ICENS | Nil | |
|-----------------------------------------------------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------------|--------------------------------------------------------------------------|------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------|--|
| Name of the company/ directors/ officers | Name of the concorned Authority | Date of Order | e of Order Name of the Act and section under which penalised / punished | | Details of appeal (if any) including present status | |
| | | | | | | |
| (B) DETAILS OF CO | MPOUNDING O | F OFFENCES 🖂 | Nil | | | |
| Name of the company/ directors/ officers | Name of the co concerned Authority | urt/ Date of Order | Name of the Act an section under which offence committed | iParticulars of | Amount of compounding (in Rupees) | |
| | | | | | | |
| XIII. Whether comp | lete list of share | eholders, debenture | holders has been encl | osed as an attachm | ent | |
| Ye | s No | | | | | |
| | | | | | | |
| XIV. COMPLIANCE | OF SUB-SECTI | ON (2) OF SECTION | 92, IN CASE OF LISTE | D COMPANIES | | |
| In case of a listed co more, details of com | mpany or a com pany secretary ir | pany having paid up s n whole time practice o | hare capital of Ten Cro certifying the annual retu | re rupees or more or t urn in Form MGT-8. | urnover of Fifty Crore rupees or | |
| Name | ľ | MANSI DAMANIA | | | | |
| Whether associate | e or fellow | ○ Associ | iate Fellow | | | |
| Certificate of pra | ctice number | 8120 | | | | |
| | | | | | | |
| | expressly stated | | the closure of the finan here in this Return, the | | rrectly and adequately. ed with all the provisions of the | |
| the case of a first ret securities of the com (d) Where the annua exceeds two hundre | turn since the da npany. al return disclose d, the excess co | te of the incorporation s the fact that the num | of the company, issued ber of members, (excepts who under second pr | any invitation to the pot in case of a one per | the last return was submitted or public to subscribe for any rson company), of the company sub-section (68) of section 2 of | |
| | | Dec | claration | | | |
| I am Authorised by t | he Board of Dire | ctors of the company | vide resolution no | 09 | dated 01/09/2017 | |
| | | | quirements of the Compidental thereto have be | | the rules made thereunder rther declare that: | |
| 1 Whatever is | e stated in this fo | orm and in the attachm | ente thereto is true cor | rect and complete and | d 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 | PRASHANT Belafin signed by PRASHANT MAIR KUMAR / CHOUSEY CHOUSEY CHOUSEY CHOUSEY 052-06-39 | | | | | |
|----------------------------------------|--------------------------------------------------------------------------------------------------|--------------------------------|-------------|-----------------------------------------------------------------------------|--|--|
| DIN of the director | 08072225 | | | | | |
| To be digitally signed b | MANSI Digitally signed by MANSI DAMANIA DAMANIA DAMANIA DAMANIA Date: 2020 12.17 13:32:38 +05307 | | | | | |
| Company Secretary | | | | | | |
| Company secretary in | practice | | | | | |
| Membership number | 7447 | Certificate of practice number | | 8120 | | |
| | | | | | | |
| Attachments | | | | List of attachments | | |
| 1. List of share | holders, debenture holders | A | ttach | Fermi_List of Shareholders 31032020.pdf | | |
| 2. Approval lett | er for extension of AGM; | A | ttach | MGT-8_FermiSolarfarms_2019-2020.pdf UDIN generation_Fermi Solarfarms.pdf | | |
| 3. Copy of MG | Г-8; | A | ttach | | | |
| 4. Optional Atta | achement(s), if any | A | ttach | | | |
| | | | | Remove attachment | | |
| N | lodify Check I | 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

EQUITY SHAREHOLDERS OF FERMI SOLARFARMS PRIVATE LIMITED AS ON MARCH 31, 2020

| Ledger Folio no. for Equity Shares/ Client ID/ DP ID | Name of the holders | Father's Name/Spouse Name | Type of Equity Shares | Number of shares held of Rs.10 each | Date of becoming a member | Address |
|---------------------------------------------------------------|--------------------------------------------------------------------------------------------------|---------------------------------|-----------------------------|-------------------------------------------|---------------------------------|----------------------------------------------------------------------------------------------------------------------|
| Client ID: 11933503/ DP ID: IN301604 | Avaada Energy Private Limited (Formerly known as Giriraj Renewables Private Limited) | NA | Equity | 1,616,983 | 31.08.2017 | 406, 4th Floor, Hubtown Solaris, N.S.Phadke Marg, Near East West flyover, Andheri (East), Mumbai- 400069 |
| 07 | Mrs. Sindoor Mittal (Nominee of Avaada Energy Private Limited) | NA | Equity | 1 | 31.07.2019 | 701, 7th Floor, Shubham Bldg. Gandhi Gram Road, Mumbai - 400049 |
| | | | 1,616,984 | | | |

COMPULSORY CONVERTIBLE DEBENTUREHOLDERS OF FERMI SOLARFARMS PRIVATE LIMITED AS ON MARCH 31, 2020

| Client ID/ DP ID | Name of the holders | Father's Name/Spouse Name | Type of Debentures | | Date of becoming a holder | Address |
|---------------------------------------------|--------------------------------------------------------------------------------------------------|---------------------------------|-----------------------------------------|---------|---------------------------------|----------------------------------------------------------------------------------------------------------------------|
| Client ID: 11933503 / DP ID: IN301604 | Avaada Energy Private Limited (Formerly known as Giriraj Renewables Private Limited) | NA | Compulsory Convertible Debentures | 759,282 | | 406, 4th Floor, Hubtown Solaris, N.S.Phadke Marg, Near East West flyover, Andheri (East), Mumbai- 400069 |
| | • | • | 759,282 | | | |



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 **FERMI SOLARFARMS PRIVATE 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 **March 31, 2020**. 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 therefore;
 - 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 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**;
 - 6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act: **Not applicable during the reporting period**;
 - 7. contracts/arrangements with related parties are as specified in section 188 of the Act;
 - 8. issue and 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/Compulsorily Convertible Debentures into Equity Shares—and issue of share certificates in all instances;



- 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/ retirement/ resignation/ filling up casual vacancies/ disclosures of the Directors and Key Managerial Personnel;
- 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;
- 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 the compliance of provisions of section 186 of the Act;
- 18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company: **Not applicable during the period under review**

For JMJA & Associates LLP,
Practising Company Secretaries
Peer Review Certificate No. 980/2020

MANSI Digitally signed by MANSI DAMANIA

DAMANIA Date: 2020.12.05
21:12:17 +05'30'

CS Mansi Damania Designated Partner FCS: 7447 | COP: 8120 UDIN: F007447B001415777

Place: Mumbai

Date: December 05, 2020