

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

U40300DL2018PTC338280

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AARCA2636G

(ii) (a) Name of the company

AVAADA SOLARISE ENERGY PR

(b) Registered office address

910/19, Suryakiran, Kasturba Gandhi Marg,
New Delhi
New Delhi
Delhi
110001

(c) *e-mail ID of the company

avaadasolarise@avaada.com

(d) *Telephone number with STD code

01168172100

(e) Website

<https://avaada.com/solarise/>

(iii) Date of Incorporation

05/09/2018

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

(v) Whether company is having share capital

Yes No

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

Yes No

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	99.56

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	AVAADA 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	44,000,000	42,850,000	42,850,000	42,850,000
Total amount of equity shares (in Rupees)	440,000,000	428,500,000	428,500,000	428,500,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	44,000,000	42,850,000	42,850,000	42,850,000

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	440,000,000	428,500,000	428,500,000	428,500,000

(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)				

(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	42,849,999	42850000	428,500,000	428,500,000	
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 <input type="text"/>						
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 <input type="text"/>						
At the end of the year	1	42,849,999	42850000	428,500,000	428,500,000	
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 <input type="text"/>						
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 <input type="text"/>						
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	4,990	960000	4,790,400,000
Partly convertible debentures	0	0	0
Fully convertible debentures	128,490,000	10	1,284,900,000
Total			6,075,300,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	4,990,000,000	0	199,600,000	4,790,400,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	1,284,900,000	0	0	1,284,900,000

(v) Securities (other than shares and debentures)

0

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

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

(i) Turnover

943,363,384

(ii) Net worth of the Company

428,462,746

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)	42,849,999	100	0	
10.	Others	0	0	0	
	Total	42,850,000	100	0	0

Total number of shareholders (promoters)

2

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	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	2	2
Members (other than promoters)	0	0
Debenture holders	6	6

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	2	0	2	0	0
(i) Non-Independent	0	2	0	2	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	2	0	2	0	0

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

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)
RAJESH BIHARI DWIV	09133422	Director	0	
GOPAL GOEL	09133443	Director	0	
AADISHRI VINAY SAH	FFBPS6915F	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)
RAJESH BIHARI DWIV	09133422	Director	26/09/2022	Change in designation
GOPAL GOEL	09133443	Director	26/09/2022	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	Attendance	
			Number of members attended	% of total shareholding
EXTRA ORDINARY GENE	18/05/2022	2	2	100
ANNUAL GENERAL MEETI	26/09/2022	2	2	100

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	14/04/2022	2	2	100
2	18/05/2022	2	2	100
3	30/05/2022	2	2	100
4	22/07/2022	2	2	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	12/08/2022	2	2	100
6	26/09/2022	2	2	100
7	11/11/2022	2	2	100
8	09/02/2023	2	2	100
9	28/03/2023	2	2	100

C. COMMITTEE MEETINGS

Number of meetings held

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					

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	RAJESH BIHA	9	9	100	0	0	0	No
2	GOPAL GOEL	9	9	100	0	0	0	No

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

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

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

Number of other directors whose remuneration details to be entered

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

MANSI DAMANIA

Whether associate or fellow

Associate Fellow

Certificate of practice number

8120

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

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

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

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

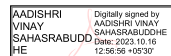
To be digitally signed by

Director

 Digitally signed by
GOPAL GOEL
Date: 2023.10.16
12:56:42 +05'30'

DIN of the director

To be digitally signed by

 Digitally signed by
AADISHRI VINAY
SAHASRABUDDHE
Date: 2023.10.16
12:56:58 +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 Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

List of shareholders and Debentureholders MGT-8_2022-23_SolariseEPL.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

**EQUITY SHAREHOLDERS OF AVAADA SOLARISE ENERGY PRIVATE LIMITED
AS ON MARCH 31, 2023**

Ledger Folio no. of Equity Shares/ Client ID/ DP ID	Name of the holder	Father's Name/Spouse Name	Type of Shares	Number of shares held of Rs. 10/- each	Date of becoming a member	Address
Client ID: 10876377/ DP ID: IN303270	Avaada Energy Private Limited	NA	Equity Share	42,849,999	05.09.2018	406, 4th Floor, Hubtown Solaris, N. S. Phadke Marg, Andheri (East), Mumbai- 400069
03	Mr. Vineet Mittal jointly with Avaada Energy Private Limited	Late Shri. Rajkumar Mittal	Equity Share	1	09.05.2019	Plot No 30 E, H B Gawde Marg, Juhu Koliwada, Juhu, Mumbai- 400049
Total				42,850,000		

**DEBENTUREHOLDERS OF AVAADA SOLARISE ENERGY PRIVATE LIMITED
AS ON MARCH 31, 2023**

A) FULLY CONVERTIBLE DEBENTURHOLDERS AS ON MARCH 31, 2023

Ledger Folio no. of Security Holders/ Client ID/ DP ID	Name of the holder	Father's Name/Spouse Name	Type of Debenture	Number of securities held of Rs. 10/- each	Date of becoming a debenture holder	Address
Client ID: 10876377/ DP ID: IN303270	Avaada Energy Private Limited	NA	Compulsarily convertible debentures	128,490,000	23.05.2019	406, 4th Floor, Hubtown Solaris, N. S. Phadke Marg, Andheri (East), Mumbai- 400069
Total				128,490,000		

B) NON-CONVERTIBLE DEBENTURHOLDERS AS ON MARCH 31, 2023

Ledger Folio no. of Security Holders/ Client ID/ DP ID	Name of the holder	Father's Name/Spouse Name	Type of Debenture	Number of securities held of Rs. 9,60,000/- each	Address
DP ID: IN301549/ Client ID: 52276773	NIF Infrastructure Finance Limited	NA	6.75% Secured, Rated, Listed Redeemable, Non-convertible Debenture	1,515	3rd Floor, UTI Tower, North Wing GN Block, Bandra Kurla Complex, Mumbai- 400051
DP ID: IN300484/ Client ID: 10820765	Axis Bank Limited	NA	6.75% Secured, Rated, Listed Redeemable, Non-convertible Debenture	1,350	Treasury Ops Non SLR Desk Corp Off, Axis House Level 4 South BLK Wadia, International Centre, P B Marg, Worli, Mumbai- 400025
DP ID: IN300126/ Client ID: 10001816	HDFC Bank Limited	NA	6.75% Secured, Rated, Listed Redeemable, Non-convertible Debenture	1,230	HDFC Bank Ltd, Custody Services, Lodha - I Think Techno Campus, Off Fir 8, Next to Kanjurmarg Str, Kanjurmarg East, Mumbai- 400042
DP ID: IN301348/ Client ID: 20000065	ICICI Bank Ltd	NA	6.75% Secured, Rated, Listed Redeemable, Non-convertible Debenture	545	Treasury Middle Office Group, 2nd Floor, North Tower, East Wing, ICICI Bank Tower, BKC, Bandra (East), Mumbai- 400051
DP ID: IN302814/ Client ID: 10666442	Kotak Infrastructure Debt Fund Ltd	NA	6.75% Secured, Rated, Listed Redeemable, Non-convertible Debenture	350	27 BKC, Plot No C/27, G Block, Bandra Kurla Complex, Bandra East, Mumbai- 400051
Total				4,990	

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 PRACTISE

We have examined the registers, records and books and papers of **AVAADA SOLARISE ENERGY 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, 2023**. 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: Register of Non-Convertible Debenture ('NCD') holders was last closed on March 16, 2023 (Record Date) for payment of quarterly interest to NCD holders on March 31, 2023;
 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; **Not applicable during the reporting period;**
 8. ~~issue and allotment or transfer or transmission or buy back of securities partial redemption of face value of preference shares or debentures on quarterly basis of /alteration or reduction of share capital/conversion of shares/Compulsorily Convertible Debentures into Equity Shares and issue of share certificates in all instances~~ 4,990- 6.75% Secured, Rated, Listed Redeemable, non- convertible debentures listed on BSE's debt market such that its nominal value is Rs.9,60,000 as on March 31, 2023.

