

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]



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

U74120UP2013PTC054822

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCJ0251G

(ii) (a) Name of the company

JUBILANT ENPRO PRIVATE LIM

(b) Registered office address

SECTOR-16A, PLOT NO.1A
NOIDA
NOIDA
Uttar Pradesh
201301

(c) *e-mail ID of the company

corporate.enpro@jepl.com

(d) *Telephone number with STD code

01204361000

(e) Website

www.jubilantenpro.com/

(iii) Date of Incorporation

29/01/2013

(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 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 29/09/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	N	Support service to Organizations	N7	Other support services to organizations	99.12
2	G	Trade	G1	Wholesale Trading	0.88

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

*No. of Companies for which information is to be given 12

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	EOPL VENTURES PRIVATE LIMITED	U15127UP1991PTC043338	Subsidiary	93.78
2	JUBILANT AERONAUTICS PRIVATE LIMITED	U35303UP2010PTC046796	Subsidiary	100
3	JUBILANT OFFSHORE PRIVATE LIMITED	U35122UP2015PTC070963	Subsidiary	100
4	VB-Distribution Private Limited	U74999UP2019PTC114848	Subsidiary	100
5	JUBILANT RETAIL CONSOLIDATED PRIVATE LIMITED	U70100UP2009PTC043697	Subsidiary	100
6	IGOPL OFFSHORE PRIVATE LIMITED	U11101MH2008PTC183100	Subsidiary	100
7	ENPRO SECAN INDIA LIMITED	U31900DL1993PLC056196	Joint Venture	49.99
8	CSEP RESEARCH FOUNDATION	U74999DL2013NPL248687	Associate	24.5
9	CRAFT BREWERKZ PRIVATE LIMITED	U15549MH2016PTC281627	Associate	33.33

10	LARGUS ESTATES INDIA PRIVATE LIMITED	U70102KA2010PTC052709	Associate	50
11	VISTA INTELLIGENCE PRIVATE LIMITED	U72200WB2018PTC225201	Associate	20
12	SUPER MILK PRODUCTS PRIVATE LIMITED	U15201DL2015PTC280996	Associate	38.35

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	25,009,900	25,009,824	25,009,824	25,009,824
Total amount of equity shares (in Rupees)	250,099,000	250,098,240	250,098,240	250,098,240

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	25,009,900	25,009,824	25,009,824	25,009,824
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	250,099,000	250,098,240	250,098,240	250,098,240

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	10	2	2	2
Total amount of preference shares (in rupees)	1,000	200	200	200

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference shares				
Number of preference shares	10	2	2	2
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	1,000	200	200	200

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	25,009,824	25009824	250,098,240	250,098,240	
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	0	25,009,824	25009824	250,098,240	250,098,240	
Preference shares						

At the beginning of the year	2	0	2	200	200	
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	2	0	2	200	200	

ISIN of the equity shares of the company

(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	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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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"/>
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Ledger Folio of Transferor <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferor's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	Surname	middle name	first name
Ledger Folio of Transferee <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferee's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	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	40,700,000	100	4,070,000,000
Total			4,070,000,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	5,040,000,000	120,000,000	1,090,000,000	4,070,000,000

(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

1,569,177,052

(ii) Net worth of the Company

291,875,548

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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	25,009,824	100	2	100
10.	Others	0	0	0	0
	Total	25,009,824	100	2	100

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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	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	7	7
Members (other than promoters)	0	0
Debenture holders	1	4

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	3	2	3	2	0	0
B. Non-Promoter	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	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	3	2	3	2	0	0

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

6

(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)
Shyam Sunder Bhartia	00010484	Director	0	
Hari Shanker Bhartia	00010499	Director	0	
Priyavrat Bhartia	00020603	Managing Director	0	
Aashti Bhartia	02840983	Whole-time director	0	
Arjun Shanker Bhartia	03019690	Whole-time director	0	
Diwakar Agrawal	AWDPA6714C	Company Secretary	0	

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

4





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)
Akanksha Shukla	JOTPS8716F	Company Secretar	18/10/2022	Cessation
Priyansh Jain	AXDPJ2101P	Company Secretar	28/10/2022	Appointment
Priyansh Jain	AXDPJ2101P	Company Secretar	13/02/2023	Cessation
Diwakar Agrawal	AWDPA6714C	Company Secretar	14/02/2023	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

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EXTRA-ORDINARY GENERAL MEETING 	18/05/2022	2	2	100
EXTRA-ORDINARY GENERAL MEETING 	14/11/2022	2	2	100
EXTRA-ORDINARY GENERAL MEETING 	17/02/2023	2	2	100
ANNUAL GENERAL MEETING 	30/09/2022	2	2	100

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	12/04/2022	5	4	80
2	05/05/2022	5	3	60
3	23/08/2022	5	4	80
4	18/10/2022	5	3	60
5	02/01/2023	5	2	40
6	07/02/2023	5	3	60

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
7	13/03/2023	5	2	40

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	29/09/2023
								(Y/N/NA)
1	Shyam Sunde	7	3	42.86	0	0	0	Yes
2	Hari Shanker t	7	4	57.14	0	0	0	No
3	Priyavrat Bhar	7	4	57.14	0	0	0	No
4	Aashti Bhartia	7	6	85.71	0	0	0	No
5	Arjun Shanker	7	4	57.14	0	0	0	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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Priyavrat Bhartia	Managing Director	58,339,044	0	0	0	58,339,044
2	Aashti Bhartia	Whole Time Director	19,839,048	0	0	0	19,839,048
3	Arjun Shanker Bhar	Whole Time Director	45,000,000	0	0	0	45,000,000
	Total		123,178,092	0	0	0	123,178,092

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	Akanksha Shukla	Company Secre	293,860	0	0	0	293,860
2	Priyansh Jain	Company Secre	167,328	0	0	0	167,328
3	Diwakar Agrawal	Company Secre	106,376	0	0	0	106,376
	Total		567,564	0	0	0	567,564

Number of other directors whose remuneration details to be entered

0

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

PAWAN KUMAR MAHUR

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

16961

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. ...

05

dated

04/09/2023

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

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

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

To be digitally signed by

Director

DIN of the director

03019690

To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

51647

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 31032023.pdf
MGT-8.pdf
List of Debentureholders 31032023.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

LIST OF SHAREHOLDERS as on 31.03.2023

A. LIST OF EQUITY SHAREHOLDERS

S.NO.	NAME OF SHAREHOLDERS	NO. OF EQUITY SHARES	FACE VALUE (RS.)	TOTAL NOMINAL AMOUNT (RS.)	% OF HOLDING
1	Jubilant Securities Private Limited	1,25,04,912	10	12,50,49,120.00	50.00%
2	Jubilant Capital Private Limited	1,25,04,912	10	12,50,49,120.00	50.00%
TOTAL EQUITY SHARE CAPITAL (A)		2,50,09,824		25,00,98,240.00	100.00%

B. LIST OF PREFERENCE SHAREHOLDERS

6 % Non Cumulative Non Convertible Redeemable Preference Shares of Rs. 100/- each

1	Jubilant Securities Private Limited	1	100	100.00	50.00%
2	Jubilant Capital Private Limited	1	100	100.00	50.00%
TOTAL PREFERENCE SHARE CAPITAL (B)		2		200.00	100.00%
TOTAL SHARE CAPITAL (A+B)		2,50,09,826		25,00,98,440.00	

Certified True Copy
For Jubilant Enpro Private Limited

(Diwakar Agrawal)
Company Secretary
M.No.- A51647

Office Address: Plot No. 1A,
Sector 16A, Noida - 201301

A Jubilant Bhartia Company

OUR VALUES



Jubilant Enpro Private Limited

Registered Office:
Plot No. 1-A, Sector 16-A,
Noida-201 301, UP, India
Tel: +91 120 4361000
Email: corporate.enpro@jepl.com
www.jubilantenpro.com
CIN: U74120UP2013PTC054822



List of Debentureholders as on 31.03.2023

S.NO.	NAME OF DEBENTUREHOLDERS	NO. OF DEBENTURES	FACE VALUE (RS.)	TOTAL NOMINAL AMOUNT (RS.)	% OF HOLDING
A. Debentures- 0.01% UNSECURED OPTIONALLY CONVERTIBLE DEBENTURES (OCDS)					
1	Jubilant Consumer Private Limited	3,95,00,000	100	3,95,00,00,000.00	97.05
2	Jubilant Motorworks (South) Private Limited	1,45,000	100	1,45,00,000.00	0.36
3	Jubilant Autoworks Private Limited	8,70,000	100	8,70,00,000.00	2.14
4	Jubilant Sports Cars Private Limited	1,85,000	100	1,85,00,000.00	0.45
	Total (A)	4,07,00,000		4,07,00,00,000.00	100.00

Certified True Copy

For Jubilant Enpro Private Limited

(Signature)

(Diwakar Agrawal)

Company Secretary

Mem. No.: A51647

Office Add: Plot No. 1A, Sector 16A,

Noida- 201301, U.P.



A Jubilant Bhartia Company

OUR VALUES



Jubilant Enpro Private Limited

Registered Office:

Plot No. 1-A, Sector 16-A,

Noida-201 301, UP, India

Tel: +91 120 4361000

Email: corporate.enpro@jepl.com

www.jubilantenpro.com

CIN: U74120UP2013PTC054822



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

I have examined the registers, records and books and papers of Jubilant Enpro 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 ('Relevant Financial Year'). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers, and agents, I certify that:

- A. The Annual Return states the facts as at the close of the Relevant Financial Year correctly and adequately.
- B. During the Relevant Financial Year, the Company has complied with provisions of the Act & Rules made there under in respect of:

1) Its status under the Act;

It is a Non- Government, private Company limited by shares and registered under the Companies Act, 1956 vide Corporate Identification number U74120UP2013PTC054822 in India.

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

The Company has maintained and prepared all the records and registers within the time prescribed as per the Act.

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

The Company has filed all forms and returns as stated in the annual return, with the Registrar of Companies or other authorities within the prescribed time wherever required, under applicable provisions of the Act.

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;

The Company has duly called, convened, held meetings of Board of Directors 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 have been properly recorded in the Minutes Book and Registers maintained for the purpose and the same have been signed within such timelines as prescribed under the Act.



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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 Relevant Financial Year.

6) Advances/ loans to its Directors and /or persons or firms or companies referred in Section 185 of the Act;

During the year under review the Company has not given any advances/loans to its Directors and/or persons or firms or Companies referred to under Section 185 of the Companies Act, 2013.

7) Contracts/arrangements with related parties as specified in Section 188 of the Act;

During the year all related party transactions entered under review are in ordinary course of business and at arm length basis. The Company takes all the necessary approval as per Section 188 of the Companies Act, 2013.

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;

The Company has complied with the applicable provisions of the Act & Rules made thereunder with respect to issuance, allotment, and redemption of Optionally Convertible Debentures of the Company, as took place during the Relevant financial year. However, there was no transfer or transmission or buyback of securities and there was no alteration or reduction of share capital or conversion of shares or securities by the Company during the Relevant Financial Year.

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;

The Company has not kept in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.

10) Declaration/payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;

The Company has not declared any dividend during the Relevant Financial Year

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 for the relevant financial year are signed as per the provisions of Section 134 of the Act and the Report of Board of Directors is in compliance with Section 134(3) & 134(5) 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;

During the Relevant Financial Year, the Company complied with the applicable provisions of the Act & Rules made thereunder with respect to the constitution and 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;

During the year, the Company has complied with 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;



During the Relevant Financial Year, the Company has taken approval(s) from the Registrar of Companies or such other authorities, wherever required, under the various provisions of the Act.

15) Acceptance/ renewal/ repayment of deposits;

The Company has not accepted, renewed, and repaid any Deposits during the Relevant Financial Year.

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

During the year, the Company has complied with all the applicable provisions of the Act with respect to the borrowings.

Further, the Company was not required to modify any charge during the Relevant Financial Year.

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;

The Company has complied with the applicable provisions of the Act with respect of loans or investments or guarantees given to other bodies corporate or persons falling under the provisions of Section 186 of the Act.

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

The Company has not altered any of the clauses or article of its Memorandum or Article of Association during the Relevant Financial Year.

For Pawan Mahur & Associates
(Practicing Company Secretaries)

(Pawan Kumar Mahur)

Proprietor

FCS: 8462

COP No.: 16961

UDIN: F008462E001708864

Place: New Delhi

Date: 07/11/2023