

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

U11100MH2012PTC234446

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECC9599B

(ii) (a) Name of the company

SHAPOORJI PALLONJI OIL AND

(b) Registered office address

70, NAGINDAS MASTER ROAD
FORT
MUMBAI
Maharashtra
400023

(c) *e-mail ID of the company

compliance.spogl@shapoorji.c

(d) *Telephone number with STD code

02261155800

(e) Website

(iii) Date of Incorporation

14/08/2012

(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	B	Mining and quarrying	B5	Mining Support Services activities	100

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	Shapoorji Pallonji and Compar	U45200MH1943PTC003812	Holding	100
2	Shapoorji Pallonji Oil and Gas C	U11102MH2017PTC295437	Subsidiary	100
3	S.P. Engineering Services Pte. L		Subsidiary	99.98
4	Shapoorji Pallonji Bumi Armad	U11200MH2016PTC283882	Joint Venture	69.99
5	Shapoorji Pallonji Bumi Armad	U11102MH2010PTC209600	Joint Venture	51
6	SP Armada Oil Exploration Priv	U11100MH2011PTC225048	Joint Venture	51
7	Armada C7 Pte. Ltd.		Joint Venture	51
8	Armada D1 Pte Ltd.		Joint Venture	51
9	Armada 98/2 Pte. Ltd.		Joint Venture	70
10	Karapan Armada Madura Pte. L		Joint Venture	51

11	Armada Madura EPC Limited		Joint Venture	70
12	Shapoorji Pallonji Armada Oil & Gas	U40200MH2020PTC340867	Joint Venture	60
13	SP Armada Clean Energy Ventures	U45209MH2021PTC356852	Subsidiary	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	1,250,050,000	10,606,798	10,606,798	10,606,798
Total amount of equity shares (in Rupees)	12,500,500,000	106,067,980	106,067,980	106,067,980

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,250,050,000	10,606,798	10,606,798	10,606,798
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	12,500,500,000	106,067,980	106,067,980	106,067,980

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	125,500,000	106,443,000	106,443,000	106,443,000
Total amount of preference shares (in rupees)	12,550,000,000	10,644,300,000	10,644,300,000	10,644,300,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	125,500,000	106,443,000	106,443,000	106,443,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	12,550,000,000	10,644,300,000	10,644,300,000	10,644,300,000

(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	6	10,606,792	10606798	106,067,980	106,067,980	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	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	6	10,606,792	10606798	106,067,980	106,067,980	
Preference shares						

At the beginning of the year	8,270,000	86,395,000	94665000	9,466,500,0	9,466,500,0	
Increase during the year	0	11,778,000	11778000	1,177,800,0	1,177,800,0	0
i. Issues of shares	0	11,778,000	11778000	1,177,800,0	1,177,800,0	0
ii. Re-issue of forfeited shares	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	8,270,000	98,173,000	106443000	10,644,300,	10,644,300,	

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 style="width: 95%;" type="text"/>
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Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
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Transferor's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input style="width: 95%;" type="text"/>
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Transferee's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
--	--

Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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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	1,200	1000000	1,200,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			1,200,000,000

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	1,200,000,000	0	1,200,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

(i) Turnover

236,319,684.73

(ii) Net worth of the Company

11,100,039,460

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)	10,606,798	100	106,443,000	100
10.	Others	0	0	0	0
	Total	10,606,798	100	106,443,000	100

Total number of shareholders (promoters)

8

(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)**

8

**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	8	8
Members (other than promoters)	0	0
Debenture holders	0	3

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

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

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

7

(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)
SHAPOORJI PALLONJ	00010114	Director	0	
PALLON SHAPOORJI M	05229734	Director	0	
UMESH NARAIN KHAN	03634361	Director	0	
JAI LAXMIKANT MAVA	05260191	Director	0	
RAVI SHANKAR SRINI	02031400	Director	0	
VENKATA SETHURAM	AWAPS4761N	CFO	0	
SURABHI AGARWAL	ALEPJ7853P	Company Secretar	0	

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

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

5

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extraordinary General Meet	04/05/2020	7	2	99.99
Extraordinary General Meet	29/05/2020	7	3	99.99
Extraordinary General Meet	06/07/2020	7	3	99.99
Extraordinary General Meet	25/03/2021	7	3	99.99
Annual General Meeting	30/09/2020	7	3	99.99

B. BOARD MEETINGS

*Number of meetings held

17

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	22/04/2020	5	5	100
2	27/04/2020	5	2	40
3	04/05/2020	5	2	40
4	29/05/2020	5	2	40
5	12/06/2020	5	2	40
6	02/07/2020	5	2	40
7	05/07/2020	5	5	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
8	30/07/2020	5	2	40
9	31/08/2020	5	2	40
10	10/09/2020	5	3	60
11	05/10/2020	5	5	100
12	02/11/2020	5	2	40

C. COMMITTEE MEETINGS

Number of meetings held

2

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	CSR Committee	10/09/2020	2	2	100
2	CSR Committee	31/03/2021	2	2	100

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	SHAPOORJI I	17	3	17.65	0	0	0	No
2	PALLON SHA	17	3	17.65	0	0	0	No
3	UMESH NARA	17	17	100	2	2	100	Yes
4	JAI LAXMIKA	17	17	100	0	0	0	Yes
5	RAVI SHANKA	17	8	47.06	2	2	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

0

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

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Venkata Sethurama	Chief Financial C	18,408,810	0	0	0	18,408,810
2	Surabhi Agarwal	Company Secre	804,000	0	0	0	804,000
	Total		19,212,810	0	0	0	19,212,810

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

Magia Halwai & Associates

Whether associate or fellow

Associate Fellow

Certificate of practice number

19186

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:

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

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

To be digitally signed by

Director

Srinivasan Ravi shankar
 Digitally signed by Srinivasan Ravi shankar
 Date: 2022.03.30 18:54:09 +05'30'

DIN of the director

02031400

To be digitally signed by

SURABHI AGARWAL
 Digitally signed by SURABHI AGARWAL
 Date: 2022.03.30 18:00:14 +05'30'

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

MGT-8-SPOG-2020-21_signed.pdf SPOGPL_List of shareholders_31032021.p SPOGPL_List of Debenture Holders LH_3 SPOG_Board meetings_FY 31032021.pdf Note and ROC Mumbai AGM Extension No

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

Form No. MGT-8
of

Shapoorji Pallonji Oil and Gas Private Limited

*[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 **Shapoorji Pallonji Oil and Gas Private Limited (CIN: U11100MH2012PTC234446)** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under ("the Rules") for the financial year ended March 31, 2021. 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 had complied with the provisions of the Act & Rules made there under, to the extent applicable to the Company, in respect of:
1. its status under the Act as a private limited company;
 2. maintenance of the required registers / records and making entries therein within the time prescribed therefor;
 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 the prescribed time;



Address: Office No. 1229, 12th Floor, Navjivan Commercial Premises Co-op Hsg. Soc. (Gate No. 2), Lamington Road, Mumbai Central, Mumbai - 400008.

Emails: sitansh.mha@gmail.com : rohith.mha@gmail.com

Mob: +91 8169 822 764 : +91 9820 722 963 : **Landline:** +91 22 4970 2955

Magia Halwai & Associates

Company Secretaries

4. calling / convening / holding meetings of Board of Directors, its Committees and the meetings of the Members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed;
5. closure of Register of Members;
6. as per the information provided to us, the Company has provided corporate guarantees and / or security and / or loans / advances to companies in which directors are interested as referred in section 185 of the Companies Act 2013 (**'the Act'**), in compliance with the provisions of said Section. However, as per the information provided to us, the Company has not provided corporate guarantees/loans / advances to directors or firms in which directors are interested;
7. as per the information and confirmation provided to us, the Company was not required to comply with the provisions of Section 188 of the Act in terms of contracts / arrangements with related parties, since the same were at arms' length and in ordinary course of business;
8. as per the information provided to us, during the financial year, the Company has not made any buy back of securities / redemption of preference shares or debenture / reduction of share capital / conversion of shares / securities. However, the Company had issued / allotted the securities directly in demat mode during the year under review, and accordingly, the requirement of delivery of the relevant securities certificates was not applicable to the Company. Further, as per the information provided to us, there were no instances of transfer / transmission of securities of the Company during the financial year under review.



Address: Office No. 1229, 12th Floor, Navjivan Commercial Premises Co-op Hsg. Soc. (Gate No. 2), Lamington Road, Mumbai Central, Mumbai - 400008.

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Mob: +91 8169 822 764 : +91 9820 722 963 : **Landline:** +91 22 4970 2955

Magia Halwai & Associates

Company Secretaries

9. there were no instances necessitating the Company to keep 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;
10. as per the information provided to us, the Company has not declared any dividend including interim dividend during the financial year, hence there was no need to open and deposit dividend amount in the separate Bank Account;
11. signing of audited financial statement as per the provisions of Section 134 of the Act and report of Directors is as per sub- sections (3), (4) and (5) thereof.
12. constitution / appointment / re-appointments / retirement / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. However, the Company was not required to fill any casual vacancy.
13. Appointment / re-appointment / of auditors as per the provisions of section 139 of the Act;
14. except for the approvals obtained by the Company from the Registrar of Companies in terms of amendment of Memorandum and Articles of Association of the Company, there were no instances requiring approvals to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the provisions of the Act during the financial year under review.
15. as per the information provided to us, the Company has not invited / accepted / renewed / repaid any deposits falling within the purview of Section 73 of the Act during the 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 and required;



Address: Office No. 1229, 12th Floor, Navjivan Commercial Premises Co-op Hsg. Soc. (Gate No. 2), Lamington Road, Mumbai Central, Mumbai - 400008.

Emails: sitansh.mha@gmail.com : rohith.mha@gmail.com

Mob: +91 8169 822 764 : +91 9820 722 963 : **Landline:** +91 22 4970 2955

Magia Halwai & Associates

Company Secretaries

17. As per the information and confirmation provided to us, the provisions of Section 186 are not applicable to loans and / or guarantee given and / or providing of securities to other bodies corporate since the Company is into infrastructure business. However, the investments made by the Company are within the limits approved and in accordance with the provisions of section 186 of the Act;
18. instances of alteration of provisions of the Memorandum and Articles of Association of the Company.

Place: Mumbai

Date: 25th January, 2022



Rohit Halwai
(Partner)
Magia Halwai & Associates,
Company Secretaries (A Peer Reviewed Firm)
ACS: 25957
C.P.NO.: 19186
UDIN: A025957C002293959

Address: Office No. 1229, 12th Floor, Navjivan Commercial Premises Co-op Hsg. Soc. (Gate No. 2), Lamington Road, Mumbai Central, Mumbai - 400008.

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LIST OF SHAREHOLDERS OF SHAPOORJI PALLONJI OIL AND GAS PRIVATE LIMITED AS ON 31.03.2021

Sr. No.	Name of Shareholder	Type of Shares	Demat/ Physical	ISIN	No. of shares	Value per share(Rs.)	Total Value (Rs.)
1	Shapoorji Pallonji And Company Private Limited	Equity	Demat	INE784X01013	10,606,792	10	106,067,920.00
2	Shapoorji Pallonji And Company Private Limited jointly with R. M. Nentin	Equity	Physical	NA	1	10	10.00
3	Shapoorji Pallonji And Company Private Limited jointly with F. K. Bhatena	Equity	Physical	NA	1	10	10.00
4	Shapoorji Pallonji And Company Private Limited jointly with Kekoo Colah	Equity	Physical	NA	1	10	10.00
5	Shapoorji Pallonji And Company Private Limited jointly with Adil Khambata	Equity	Physical	NA	1	10	10.00
6	Shapoorji Pallonji And Company Private Limited jointly with Ardeshir Daruwalla	Equity	Physical	NA	1	10	10.00
7	Shapoorji Pallonji And Company Private Limited jointly with Kerman Master	Equity	Physical	NA	1	10	10.00
	Total Equity shares				10,606,798		106,067,980.00
1	Shapoorji Pallonji And Company Private Limited	Preference	Physical	NA	300,000	100	30,000,000.00
2	Shapoorji Pallonji And Company Private Limited	Preference	Physical	NA	1,970,000	100	197,000,000.00
3	Shapoorji Pallonji And Company Private Limited	Preference	Physical	NA	3,000,000	100	300,000,000.00

Shapoorji Pallonji Oil and Gas Private Limited

Corporate Office: SP Centre, 41/44, Minoos Desai Marg, Colaba, Mumbai - 400 005.

Regd. Office: 70, Nagindas Master Road, Fort, Mumbai - 400 023.

Administrative Office: Forbes Building, 2nd Floor, West Wing, Charanjit Rai Marg, Fort, Mumbai - 400 001. INDIA.

(T) +91 22 6115 5800 (F) +91 22 6115 5801 www.sp-oilandgas.com

CIN: U11100MH2012PTC234446



4	Shapoorji Pallonji And Company Private Limited	Preference	Physical	NA	3,000,000	100	300,000,000.00
5	Shapoorji Pallonji And Company Private Limited	Preference	Demat	INE784X03019	86,395,000	100	8,639,500,000.00
6	Shapoorji Pallonji And Company Private Limited	Preference	Demat	INE784X03027	7,338,000	100	733,800,000.00
7	Shapoorji Pallonji And Company Private Limited	Preference	Demat	INE784X03035	3,940,000	100	394,000,000.00
8	Shapoorji Pallonji And Company Private Limited	Preference	Demat	INE784X03043	500,000	100	50,000,000.00
	Total Preference shares	Preference			106,443,000	100	10,644,300,000
	Total	Equity and Preference			117,049,798		10,750,367,980

FOR AND ON BEHALF OF SHAPOORJI PALLONJI OIL AND GAS PRIVATE LIMITED

Surabhi Agarwal

SURABHI AGARWAL
COMPANY SECRETARY
(M. No- 31754)

Shapoorji Pallonji Oil and Gas Private Limited

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List of Debenture Holders as on 31st March 2021

Table A

Name of the Company	Shapoorji Pallonji Oil and Gas Private Limited
Type of Securities	Secured, Unrated and Unlisted Non-Convertible Debentures
Nominal Amount per security (in Rs.)	1,000,000
Total Numbers of debenture holders	3

Table B

Sr. No.	Name of Debenture Holders	Address of Debenture Holders	ISIN	Number of Non-Convertible Debentures	Total amount (In Rs. Crores)
<i>(1)</i>	<i>(2)</i>	<i>(3)</i>	<i>(5)</i>	<i>(6)</i>	<i>(7)</i>
1.	Investment Opportunities IV Pte. Limited (Business)	39 Robinson Road #15-03 Robinson Point Singapore 068911	INE784X07010	128	12.8
2.	Investment Opportunities V Pte. Limited (Business)	39 Robinson Road #15-03 Robinson Point Singapore 068911	INE784X07010	472	47.2
3.	Ratefin Investments Limited (Business)	5th Floor Ebene Esplanade. 24 Bank Street, Cybercity Ebene 72201, Mauritius	INE784X07010	600	60
	Total			1200	120

FOR SHAPOORJI PALLONJI OIL AND GAS PRIVATE LIMITED

Surabhi Agarwal

SURABHI AGARWAL
COMPANY SECRETARY
(M. No- 31754)

Shapoorji Pallonji Oil and Gas Private Limited

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BOARD MEETINGS OF SHAPOORJI PALLONJI OIL AND GAS PRIVATE LIMITED:

S No.	Date of Meeting	Total No. of Directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
13	15/12/2020	5	3	60
14	02/02/2021	5	3	60
15	18/02/2021	5	3	60
16	25/03/2021	5	2	40
17	31/03/2021	5	3	60

Shapoorji Pallonji Oil and Gas Private Limited

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NOTE

MCA vide **Office Memorandum No. CL-II-03/252/2021-0/o DGCoA-MCA dated 23.09.2021** (enclosed) advised Registrar of Companies to extend time for holding of Annual General Meeting (AGM) for a period of two Months beyond the due date by which companies are required to conduct their AGMs for the financial year 2020-21 ended on 31st March 2021. Accordingly, respective ROCs issued extension Orders dated 23.09.2021.

Shapoorji Pallonji Oil and Gas Private Limited (“the Company”) has availed the extension granted by Registrar of Companies (ROC), Mumbai vide Order Notification dated 23.09.2021 (enclosed). Accordingly, the Company has held its AGM on 29.11.2021 (29 November 2021).

For and on behalf of Shapoorji Pallonji Oil and Gas Private Limited

Surabhi Agarwal

Surabhi Agarwal
Company Secretary
(M No.- A31754)

भारत सरकार
कारपोरेट कार्य मंत्रालय
कंपनी रजिस्ट्रार का कार्यालय
100, "एवरेस्ट", मरिन ड्राईव, मुंबई - 400002
दूरभाष / TELE : 2281 2627, 2281 2645, 2281 3760
फैक्स / FAX : 2281 1977



GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS
OFFICE OF THE REGISTRAR OF COMPANIES
100, "EVEREST", MARINE DRIVE,
MUMBAI - 400 002
Website : www.mca.gov.in
e-Mail ID : roc.mumbai@mca.gov.in

Order: Extension of time for holding of Annual General Meeting (AGM) for the financial year ended on 31.03.2021 in terms of third proviso to section 96(1) of Companies Act, 2013 (the Act).

1. Whereas sub-section (1) of section 96 of the companies Act, 2013 (the Act) provides, inter-alia, that every company, other than a One-person Company, shall in each year hold in addition to any other meetings, a general meeting as its Annual General Meeting (AGM) and shall specify the meeting as such in the notices calling it, and not more than fifteen months shall elapse between the date of one AGM of a company and that of the next;
2. And whereas, the first proviso to sub-section (1) of section 96 of the Act provides that in case of the first AGM, it shall be held within a period of nine months from the date of closing of the first financial year of the company and in any other case, within a period of six months, from the date of closing of the financial year.
3. And whereas, the third proviso to section 96(1) of the Act provides that the Registrar may, for any special reason, extend the time within which any Annual General Meeting, other than the first Annual General Meeting, shall be held, by a period not exceeding three months.
4. And whereas, various representations have been received from the Companies, Industry bodies and Professional Institutes pointing out that several companies are finding it difficult to hold their AGM for the financial year ended on 31.03.2021 due to the difficulties faced in view of the Covid-19 Pandemic.
5. And whereas, the representations have been considered and the undersigned is of the considered opinion that due to such unprecedented special reason, the time within which the AGM for the financial year ended on 31.03.2021 is required to be held as per provision of sub-section (1) of the section 96 ought to be extended in terms of the third proviso to section 96(1).

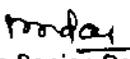
6. Now, therefore in terms of power vested with the undersigned under the third proviso to sub-section (1) of the section 96 of the Act, I hereby extend the time to hold the AGM, other than the first AGM for the financial year ended on 31.03.2021 for companies within the jurisdiction of this office, which are unable to hold their AGM for such period within the due date of holding the AGM by a period of **Two Months** from the due date by which the AGM ought to have been held in accordance with the provisions of sub-section (1) to section 96 of the Act, without requiring the companies to file applications for seeking such extension by filling the prescribed FORM No.GNL-1.

Explanation I: It is hereby clarified that the extension granted under this order shall also cover the:

- i. Pending applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which are yet to be approved.
- ii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, which were rejected.
- iii. Applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period less than Two Months.

Explanation II: It is also clarified that the extension granted under this order shall not cover the applications filed in form GNL-1 for the extension of AGM for the financial year ended on 31.03.2021, where the extension approved was for a period of more than Two Months.

Place : Mumbai
Date : 23.09.2021


(Mano Ranjan Das)
REGISTRAR OF COMPANIES
MAHARASHTRA, MUMBAI

Government of India
Ministry of Corporate Affairs
Office of the Director General of Corporate Affairs
CL-II-03/252/2021-O/o DGCoA-MCA

Kota House Annexe,
1, Shahjahan Road,
New Delhi-110011.

Dated 23.09.2021

OFFICE MEMORANDUM

Subject: Extension of time for holding of Annual General Meeting (AGM) for the Financial year ended on 31.03.2021

1. The Central Government has received representations seeking extension of time for holding Annual General Meeting (AGM) for the financial year 2020-21 ending on 31st March 2021 citing many difficulties faced due to second wave of Covid-19 and consequent lockdowns etc.
2. Accordingly, it has been decided to advise the Registrar of Companies (RoCs) to accord approval for extension of time for a period of two Months beyond the due date by which companies are required to conduct their AGMs for the financial year 2020-21 ended on 31st March 2021.
3. Kindly find enclosed a copy of the standard template for the order to be issued by RoCs under third proviso to sub-section (1) of section 96 of the Companies Act, 2013 (the Act) for granting extension of time for conducting of AGM for the Financial Year 2020-21 ended on 31.03.2021 .
4. Please take this action with utmost urgency and issue order before the close of the office today and forward the copy of the order to this office before for consolidation and uploading it on the MCA21 website. Also display this order on the Notice Board of your respective offices.
5. This issues with approval of the Competent Authority.

Encl: As above


(Gaurav)
Deputy Director

To

1. All RDs
2. All ROCs