

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

U40108KL1999PLC012749

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCP2455J

(ii) (a) Name of the company

PALAKKAD SMALL HYDRO COI

(b) Registered office address

DISTRICT PANCHAYATH BUILDING
PALAKKAD
Kerala
678001
India

(c) *e-mail ID of the company

pkdsmallhydro@gmail.com

(d) *Telephone number with STD code

04912505504

(e) Website

www.pshcl.in

(iii) Date of Incorporation

20/01/1999

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

(v) Whether company is having share capital

Yes No

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

Yes No

(b) CIN of the Registrar and Transfer Agent

U74900TN2015PTC101466

Pre-fill

Name of the Registrar and Transfer Agent

INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

2nd Floor Kences Towers , 1 Ramakrishna Street
North Usman Road T Nagar

(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 | 100 |

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

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

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|---------------------|------------|--|------------------|
| 1 | | | | |

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 | 15,000,000 | 12,524,387 | 12,524,387 | 12,524,387 |
| Total amount of equity shares (in Rupees) | 150,000,000 | 125,243,870 | 125,243,870 | 125,243,870 |

Number of classes

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| EQUITY SHARES | | | | |
| Number of equity shares | 15,000,000 | 12,524,387 | 12,524,387 | 12,524,387 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 150,000,000 | 125,243,870 | 125,243,870 | 125,243,870 |

(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 | 12,524,387 | 0 | 12524387 | 125,243,870 | 125,243,870 | |
| 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 | | | | 0 | 0 | |
| NIL | | | | | | |
| 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 | | | | 0 | 0 | |
| NIL | | | | | | |
| At the end of the year | 12,524,387 | 0 | 12524387 | 125,243,870 | 125,243,870 | |
| Preference shares | | | | | | |
| At the beginning of the year | 0 | 0 | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Issues of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Others, specify | | | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Redemption of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | | | |
| At the end of the year | 0 | 0 | 0 | 0 | 0 | |

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

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

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

(iv) *Debentures (Outstanding as at the end of financial year)

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|------------------------|-------------|
| Non-convertible debentures | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |
| Total | | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures | 0 | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) Securities (other than shares and debentures)

0

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

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

(i) Turnover

30,717,209

(ii) Net worth of the Company

231,360,349.85

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 | 80 | 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 LOCAL AUTHORITIES | 12,524,307 | 100 | 0 | |
| | Total | 12,524,387 | 100 | 0 | 0 |

Total number of shareholders (promoters)

35

(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)

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

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

| Details | At the beginning of the year | At the end of the year |
|--------------------------------|------------------------------|------------------------|
| Promoters | 35 | 35 |
| Members (other than promoters) | 0 | 0 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | Number of directors at the beginning of the year | | Number of directors at the end of the year | | Percentage of shares held by directors as at the end of year | |
|--|--|---------------|--|---------------|--|---------------|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |
| A. Promoter | 1 | 8 | 1 | 8 | 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 | 1 | 0 | 1 | 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 | 1 | 0 | 1 | 0 | 0 |
| Total | 1 | 9 | 1 | 9 | 0 | 0 |

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

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

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|--------------------|------------|---------------------|--------------------------------|--|
| THANDAYAN RAMAN | 00338855 | Director | 0 | |
| AYYAPPAN RAMAKRIS | 02628677 | Director | 0 | |
| REJI JOSE | 09044551 | Additional director | 0 | |
| ANITHA GEORGE | 09044804 | Additional director | 0 | |
| KALIKAYIL BINUMOL | 09044825 | Managing Director | 10 | |
| NEETHU | 09045927 | Additional director | 0 | |
| CHOORKUNNU KUPPA | 09055285 | Additional director | 0 | |
| SALINI SUKUMARAN | 09071062 | Additional director | 0 | |
| PAZHANIMALA ANILKU | 09044756 | Additional director | 0 | 06/09/2021 |
| PALLATHERY VASUDE | 08955401 | Nominee director | 0 | 21/06/2021 |
| PALLASSENA BALASL | BFXPA0174C | Company Secretar | 0 | |

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

11

| 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) |
|--------------------|------------|--|---|--|
| SANTHAKUMARI KUTTI | 07428562 | Managing Director | 27/01/2021 | Cessation |
| PARIYAMTHODIKKALAI | 07428575 | Director | 27/01/2021 | Cessation |
| CHAVATHAKKATTIL R | 07437671 | Director | 27/01/2021 | Cessation |
| APPUKUTTAN GEETHA | 07448269 | Director | 27/01/2021 | Cessation |
| OUSEPH ADATHIKKUL | 07516777 | Director | 27/01/2021 | Cessation |
| ACHUTHAN NAIR CHE | 07516960 | Director | 27/01/2021 | Cessation |
| NARAYANA DAS THAM | 07517023 | Director | 27/01/2021 | Cessation |
| NARAYANA DAS THAM | AZBPT9954C | CFO | 27/01/2021 | Cessation |
| KALIKAYIL BINUMOL | 09044825 | Additional director | 27/01/2021 | Change in Designation to Managing Director |
| CHOORKUNNU KUPP | 09055285 | Additional director | 27/01/2021 | Appointed as CFO also |
| PRASAD MATHEW | 07608179 | Nominee director | 03/09/2020 | 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

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 GENERAL MEETING | 26/05/2020 | 35 | 7 | 93.32 |
| ANNUAL GENERAL MEETING | 30/09/2020 | 35 | 13 | 93.92 |

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 | 26/05/2020 | 10 | 5 | 50 |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 2 | 15/07/2020 | 10 | 6 | 60 |
| 3 | 31/07/2020 | 10 | 9 | 90 |
| 4 | 08/09/2020 | 10 | 4 | 40 |
| 5 | 23/10/2020 | 10 | 5 | 50 |
| 6 | 10/11/2020 | 10 | 7 | 70 |
| 7 | 11/12/2020 | 10 | 6 | 60 |
| 8 | 27/01/2021 | 10 | 9 | 90 |
| 9 | 18/03/2021 | 10 | 8 | 80 |

C. COMMITTEE MEETINGS

Number of meetings held

0

| 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 | THANDAYAN | 9 | 8 | 88.89 | 0 | 0 | 0 | Yes |
| 2 | AYYAPPAN R | 9 | 7 | 77.78 | 0 | 0 | 0 | Yes |
| 3 | REJI JOSE | 2 | 2 | 100 | 0 | 0 | 0 | Yes |
| 4 | ANITHA GEO | 2 | 2 | 100 | 0 | 0 | 0 | Yes |
| 5 | KALIKAYIL BI | 2 | 2 | 100 | 0 | 0 | 0 | Yes |
| 6 | NEETHU | 2 | 1 | 50 | 0 | 0 | 0 | Yes |

| | | | | | | | | |
|----|-------------|---|---|-------|---|---|---|-----|
| 7 | CHOORKUNN | 2 | 2 | 100 | 0 | 0 | 0 | Yes |
| 8 | SALINI SUKU | 2 | 2 | 100 | 0 | 0 | 0 | Yes |
| 9 | PAZHANIMAL | 2 | 2 | 100 | 0 | 0 | 0 | No |
| 10 | PALLATHERY | 9 | 2 | 22.22 | 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

1

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-------------------|-----------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | Kalikayil Binumol | Managing Direct | 0 | 0 | 0 | 1,000 | 1,000 |
| | Total | | 0 | 0 | 0 | 1,000 | 1,000 |

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

1

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|--------------------|---------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | Pallassena Balasub | Company Secre | 258,666 | 0 | 0 | 0 | 258,666 |
| | Total | | 258,666 | 0 | 0 | 0 | 258,666 |

Number of other directors whose remuneration details to be entered

12

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|---------------------|-------------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | Ouseph Adathikudi | Director | 0 | 0 | 0 | 2,000 | 2,000 |
| 2 | Narayanadas Thanr | Director | 0 | 0 | 0 | 2,500 | 2,500 |
| 3 | Ayyappan Ramakris | Director | 0 | 0 | 0 | 3,500 | 3,500 |
| 4 | Pariyamthodikkalanr | Director | 0 | 0 | 0 | 1,500 | 1,500 |
| 5 | Chavathakkattil Rac | Director | 0 | 0 | 0 | 1,500 | 1,500 |
| 6 | Appukuttan Geetha | Director | 0 | 0 | 0 | 1,000 | 1,000 |
| 7 | Achuthan Nair Cher | Director | 0 | 0 | 0 | 2,000 | 2,000 |
| 8 | Anitha George | Additional Direct | 0 | 0 | 0 | 1,000 | 1,000 |
| 9 | Choorkunnu Kuppai | Additional Direct | 0 | 0 | 0 | 1,000 | 1,000 |
| 10 | Neethu | Additional Direct | 0 | 0 | 0 | 500 | 500 |
| 11 | Reji Jose | Additional Direct | 0 | 0 | 0 | 1,000 | 1,000 |

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|------------------|---------------------|--------------|------------|-------------------------------|--------|-----------------|
| 12 | Salini Sukumaran | Additional Director | 0 | 0 | 0 | 1,000 | 1,000 |
| | Total | | 0 | 0 | 0 | 18,500 | 18,500 |

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

1) The Company had no independent directors during the financial year 2020-21.
2) Audit Committee and Nomination and Remuneration Committees were not properly constituted during the financial year 2020-21.

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

NEERAJ VASUDEVAN

Whether associate or fellow

Associate Fellow

Certificate of practice number

18645

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

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

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

- 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
KALIKAYIL BINUMOL
Date: 2021.10.25
11:32:45 +0530'

DIN of the director

To be digitally signed by

Digitally signed by
ANAGHA LAKSHMY P B
Date: 2021.10.25
11:34:28 +0530'

- 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

List of attachments

-
-
-
-

SHAREHOLDING PATTERN.pdf
MGT-8_PSHCL FINAL.pdf

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



Palakkad Small Hydro Company Limited

(A Company Promoted by District Panchayat, Palakkad)

Regd. Office : District Panchayat Buildings, Palakkad - 678 001 Ph : 0491-2505504

GST No: 32AADCP2455J1ZJ. CIN No. U40108KL1999PLC012749, TAN No. CHNP00990D, PAN No. AADCP2455J


E-mail : pkdsmallhydro@gmail.com, www.pshcl.in

LIST OF SHAREHOLDERS AS ON 31.03.2021

| | | | |
|----|---|-----------------|------------------------|
| | District Panchayat, Palakkad (Meenvallom) | 7338754 | 7,33,87,540.00 |
| | District Panchayat, Palakkad (Palakkuzhi) | 4350000 | 4,35,00,000.00 |
| | | 11688754 | 11,68,87,540.00 |
| | Block Panchayath (Meenvallom) | | |
| 1 | Sreekrishnapuram Block | 10000 | 1,00,000.00 |
| 2 | Pattambi Block Panchayat, | 60000 | 6,00,000.00 |
| 3 | Palakkad Block Panchayat, | 32500 | 3,25,000.00 |
| 4 | Alathur Block Panchayat, | 10000 | 1,00,000.00 |
| 5 | Ottapalam Block Panchayath | 10000 | 1,00,000.00 |
| 6 | Mannarkkad Block Panchayath | 20000 | 2,00,000.00 |
| 7 | Kuzhalmannam Block Panchayath | 25000 | 2,50,000.00 |
| | | 167500 | 16,75,000.00 |
| | Block Panchayath (Palakkuzhi) | | |
| 1 | Alathur Block Panchayat,(PMHP) | 330000 | 33,00,000.00 |
| 2 | Nemmara Block Panchayath (PMHP) | 100000 | 10,00,000.00 |
| | | 430000 | 43,00,000.00 |
| | Grama Panchayath Shares (Meenvallom) | | |
| 1 | Vandazhi Grama Panchayat, | 10000 | 1,00,000.00 |
| 2 | Elavancherry Grama Panchayat, | 10000 | 1,00,000.00 |
| 3 | Vaniyamkulam Grama Panchayat, | 30000 | 3,00,000.00 |
| 4 | Nalleppilli Grama Panchayat, | 10000 | 1,00,000.00 |
| 5 | Elappully Grama Panchayat, | 10000 | 1,00,000.00 |
| 6 | Karimba Grama Panchayat, | 10000 | 1,00,000.00 |
| 7 | Vilayur Grama Panchayat, | 10000 | 1,00,000.00 |
| 8 | Karakurissi Grama Panchayat, | 10000 | 1,00,000.00 |
| 9 | Thachampara Grama Panchayat, | 10000 | 1,00,000.00 |
| 10 | Kongad Grama Panchayat, | 10000 | 1,00,000.00 |
| 11 | Erimayur Grama Panchayat, | 10000 | 1,00,000.00 |
| 12 | Mundur Grama Panchayat, | 10000 | 1,00,000.00 |
| 13 | Akathethara Grama Panchayath | 10000 | 1,00,000.00 |
| 14 | Pudur Grama Panchayath | 10000 | 1,00,000.00 |
| 15 | Polpully Grama Panchayath | 12733 | 1,27,330.00 |
| 16 | Malampuzha Grama Panchayath | 25320 | 2,53,200.00 |
| | | 198053 | 19,80,530.00 |
| | Grama Panchayath Shares (Palakkuzhi) | | |
| 1 | Vandazhi Grama Panchayat,(PMHP) | 20000 | 2,00,000.00 |
| 2 | Kizhakkencherry Grama Panchayath (PMHP) | 20000 | 2,00,000.00 |
| | | 40000 | 4,00,000.00 |

| | | | |
|---|--|--|------------------------|
| | Total Share Contribution Meenvallom | | 7,70,43,070.00 |
| | Total Share Contribution Palakkuzhi | | 4,82,00,000.00 |
| | Total | | 12,52,43,070.00 |
| 1 | Adv.K.Santhakumari, President, Palakkad District Panchayath | | 100.00 |
| 2 | Sri.T.K.Narayanadas, Vice President, District Panchayath, Palakkad | | 100.00 |
| 3 | Sri.Sudhakaran, PWD Standing Committee Chairman, District Panchayath | | 100.00 |
| 4 | Smt.Geetha, Development Standing Committee, District Panchayath | | 100.00 |
| 5 | Sri.Achuthan, Member , District Panchayath, Palakkad | | 100.00 |
| 6 | Sri.Ouseph, Member District Panchayath, Palakkad | | 100.00 |
| 7 | Smt.Binumol, Member, District Panchayath, Palakkad | | 100.00 |
| 8 | Sri. Radhakrishnan, Member, District Panchayath, Palakkad | | 100.00 |
| | Total Share | | 12,52,43,870.00 |

For PALAKKAD SMALL HYDRO COMPANY LIMITED



Mrs. Kalikayil Binumol
Managing Director
(DIN: 09044825)



CS. Pallassena Balasubramanian Anagha Lakshmy
Company Secretary
Membership No : 60270

Place: Palakkad
Date: 06.09.2021

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]

I have examined the registers, records and books and papers of **M/s. PALAKKAD SMALL HYDRO COMPANY LIMITED (CIN: U40108KL1999PLC012749)** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2021. 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 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 the following:
- 1) The status of the company was a Public Company Limited by Shares (ACTIVE Compliant).
 - 2) All registers and records are properly maintained during the financial year under report. All the entries are made within the prescribed time during the financial year under report.
 - 3) The Company has filed forms and returns as stated in Annual Return to Registrar of Companies/other authorities as given in annexure-I.
 - 4) With respect to calling/ convening/ holding meetings of Board of Directors or its committees as stated in the Annual Return, the Company has conducted 9 (Nine) Board meetings during the financial year under report. The maximum gap between two Board meetings did not exceed 120 days. There were no Audit Committee meetings and Nomination and Remuneration Committee meetings called, convened or conducted during the financial year under report as the Company has not properly constituted Audit Committee and Nomination and Remuneration Committee. Annual general meeting was conducted on 30th day of September 2020 as stated in the annual return in respect of which meetings, proper notices were given and, have been properly recorded in the General meeting Minute Book/registers maintained for the purpose and the same have been signed. An Extra ordinary General meeting was conducted on 26th day of May 2020 for which proper notices were given and, have been properly recorded in the General meeting Minute Book/registers maintained for the purpose and the same have been signed.



- 5) There were no instances where the Company was required to close its Register of Members during the year under report.
- 6) As per the information provided, the Company has not given any advances or loans to its directors and/ or persons or firms or Companies referred in section 185 of the Act.
- 7) As per the information provided to us, the Company has not entered into any contracts/arrangements falling within the purview of Section 188 of the Act.
- 8) There was no issue or allotment or transfer or transmission or buy back of securities during the Financial Year under report. There was no instance of alteration or reduction of share capital/ conversion of shares/ securities during the Financial Year under report. Hence there were no instances of issuing security certificates.
- 9) There was no transaction necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
- 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) The Company has complied with the provision relating to 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) During the Financial Year under report, the Company has appointed the following Directors.

| Sl.No | Name of the Director | DIN | Designation |
|-------|--|----------|--|
| 1 | Mr. Pallathery Vasudevan Krishnadas | 08955401 | Nominee Director |
| 2 | Mrs. Kalikayil Binumol | 09044825 | Additional Director Cum Managing Director |
| 3 | Mr. Choorkunnu Kuppan Chamunni | 09055285 | Additional Director Cum CFO |
| 4 | Mr. Pazhanimala Anilkumar | 09044756 | Additional Director |
| 5 | Mrs. Anitha George | 09044804 | Additional Director |
| 6 | Mrs. Reji Jose | 09044551 | Additional Director |
| 7 | Mrs. Salini Sukumaran | 09071062 | Additional Director |
| 8 | Mrs. Neethu | 09045927 | Additional Director |



There following Directors resigned during the Financial Year.

| Sl.No | Name of the Director | DIN | Designation |
|-------|-----------------------------------|----------|-------------------|
| 1 | Mr.Prasad Mathew | 07608179 | Nominee Director |
| 2 | Adv. K.Santhakumari Kuttyraman | 07428562 | Managing Director |
| 3 | Mr. Narayana Das Thannikunnath | 07517023 | Director cum CFO |
| 4 | Mr. Pariyamthodikkalam Sudhakaran | 07428575 | Director |
| 5 | Mr. Chavathakkattil Radhakrishnan | 07437671 | Director |
| 6 | Mrs. Appukuttan Geetha | 07448269 | Director |
| 7 | Mr. Ouseph Adathikkudi Thummar | 07516777 | Director |
| 8 | Mr. Achuthan Nair Chenthathil | 07516960 | Director |

Mrs. Pallassena Balasubramanian Anagha Lakshmy, was appointed as Company Secretary (Membership Number: 60270) cum Key Managerial Personnel with effect from 08th September 2020. The Company is liable to appoint Independent director pursuant to section 149(6) but has not appointed the Independent Director during the year under report. There was no change in sitting fee paid to the Directors.

- 13) The Company has appointed OA N.R Neelakantan, Chartered Accountant, (Membership Number: 206046), Palakkad during the Financial Year 2019-20 to hold the office from the Financial Year 2019-20 till 2023-24 as per section 139 of the Act. There were no instances of casual vacancy of the auditor during the financial year under report.
- 14) The Company had no instances requiring approvals of the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.
- 15) The Company has not invited/accepted any deposits falling within the purview of Section 73 of the Act during the financial year. However there are certain outstanding unsecured loans as on the closure date of the financial year.
- 16) During the year under report, the Company has borrowed unsecured loan from Palakkad District Panchayath (Local Authority) with an option to convert the unsecured loan amount into Equity Shares on a future date. The Company has not borrowed from its public financial institutions, banks and others. The Company also has not borrowed from its directors. Hence creation of charge was not required.
- 17) The Company has not made any loans to any persons within the meaning of Section 186 of the Companies' Act, 2013 and has also not given any guarantees/securities or made any investment within the meaning of that Section.



18) During the year under scrutiny, the Company has not altered any of the provision of its Memorandum and Article of Association.

For NEERAJ VASUDEVAN & ASSOCIATES


NEERAJ VASUDEVAN
PRACTICING COMPANY SECRETARY
FCS 10614 CP 18645

Place: Palakkad

Date: 07/09/2021

UDIN: F010614C000916145

Annexure I

| SL No. | Forms filed and Purpose | SRN | Section of the Companies Act 2013 | Whether filed within due date or not | Additional fees paid or not |
|--------|--|-----------|-----------------------------------|--------------------------------------|---|
| 1. | DIR-12 Appointment of Mr. Pallathery Vasudevan Krishnadas as the Nominee Director | R71788541 | 161 | Yes | No |
| 2. | DIR-12 Appointment and Resignation of Directors | T02941581 | 161 & 168 | Yes | No |
| 3. | DIR-12 Change in Designation of Mrs. Kalikayil Binumol to Managing Director and Mr. Choorkunnu Kuppan Chammuni to Chief Financial Officer | T02972743 | 170,196, 197 & 203 | Yes | No |
| 4. | DIR-12 Change in Designation (regularization) of Mr. Thandayan Raman Ajayan & Mr. Ayappan Ramakrishnan from Additional Directors to Directors of the Company | R71777635 | 152 & 160 | No | Not Applicable as filed under CFSS Scheme |
| 5. | MGT-14 Filing of Board Resolution for borrowing unsecured loan from District Panchayath, Palakkad | T01061878 | 179 & 180 | No | Yes |



| | | | | | |
|-----|---|-----------|------------------------|-----|-----|
| 6. | MGT-14 Filing of Special Resolution for Conversion of unsecured loan from District Panchayath Palakkad to Equity Shares | T04156188 | 42,62 & 179 | No | Yes |
| 7. | DIR-12 Appointment of Mrs. Pallassena Balasubramanian Anagha Lakshmy as the Company Secretary cum Key Managerial Personnel of the Company | R57655284 | 203 | Yes | No |
| 8. | MGT-14 Appointment of Mrs. Kalikayil Binumol as the Managing Director and Mr. Choorkunnu Kuppan Chammuni as the Chief Financial Officer of the Company. | T06639215 | 170,179, 196,197 & 203 | No | Yes |
| 9. | MR-1 Appointment of Mrs. Kalikayil Binumol as the Managing Director | T06679708 | 196 & 197 | Yes | No |
| 10. | DIR-12 Resignation of Mr. Prasad Mathew from the post of Nominee Director | R64374796 | 168 | Yes | No |
| 11. | PAS-6 Reconciliation of Share Capital Audit Report for the period 01.04.2020 to 30.09.2020 | R85776102 | 29(1A) | No | Yes |
| 12. | PAS-6 Reconciliation of Share Capital Audit Report for the period 01.10.2020 to 31.03.2021 | T23379886 | 29(1A) | Yes | No |
| 13. | MGT-14 Filing of Board Resolution for Political Party Contribution | R71777932 | 182 & 179 | Yes | No |



| | | | | | |
|-----|--|-----------|---------------|----|---|
| 14. | MGT-14 Filing of Board Resolution of Pallassena Balasubramanian Anagha Lakshmy and Approval of Financial Statements and Boards Report for the Financial Year 2019-20 | R71778468 | 134,179 & 203 | No | Not Applicable as filed under CFSS Scheme |
| 15. | ADT-1 Appointment of CA N.R Neelakantan to hold the office from the Financial Year 2019-20 till 2023-24. | R39146253 | 139 | No | Not Applicable as filed under CFSS Scheme |
| 16. | MGT-14 Conversion of unsecured loan into Equity | R69339331 | 117 | No | Not Applicable as filed under CFSS Scheme |
| 17. | AOC-4 XBRL Filing of Audited Financial statements and other related documents for the financial year 2019-20 in XBRL format | R80475429 | 134 | No | Not Applicable as filed under CFSS Scheme |
| 18. | MGT-7 Annual Return for the financial year 2019-20 | R80908718 | 92 | No | Not Applicable as filed under CFSS Scheme |
| 19. | DPT-3 Particulars of transactions by a company not considered as deposit as per rule 2 (1) (c) of the Companies | R79562138 | 73 | No | Not Applicable as filed under CFSS Scheme |

For NEERAJ VASUDEVAN & ASSOCIATES

Neeraj Vasudevan
NEERAJ VASUDEVAN
PRACTISING COMPANY SECRETARY
FCS 19814 CP 18645

Place: Palakkad
Date: 07/09/2021
UDIN: F010614C000916145