# 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**)

	n language   English Hindi  r the instruction kit for filing the form	n.							
I. R	EGISTRATION AND OTHER	RDETAILS							
(i) * (	Corporate Identification Number (C	IN) of the company		U24116	J24116AS1971SGC001339				
(	Global Location Number (GLN) of t	he company							
*	Permanent Account Number (PAN	) of the company		AABCA6913A					
(ii) (i	a) Name of the company			ASSAM PETRO CHEMICALS LTE					
(1	b) Registered office address								
	4 TH FLOOR, ORION PLACE BHANGAGARH G S ROAD GUWAHATI Assam 781005								
(0	c) *e-mail ID of the company			aplguw@assampetrochemical:					
(0	d) *Telephone number with STD co	ode		03612461470					
(6	e) Website			www.assampetrochemicals.co					
(iii)	Date of Incorporation			22/04/	1971				
iv)	Type of the Company	Category of the Comp	any		Sub-category of the C	Company			
	Public Company	Company limited	by share	?S	State Governr	nent Company			
v) Wi	hether company is having share ca	pital	Y	es (	○ No				
vi) *V	Whether shares listed on recognize	d Stock Exchange(s)	O Y	es (	<ul><li>No</li></ul>				
(	(b) CIN of the Registrar and Transfe	er Agent		U74140	0WB1994PTC062959	Pre-fill			
	Name of the Registrar and Transfe	er Agent							

	CD M	ANIACENATUT	CEDVICES DDV	ATELIANTED				
	CR IVI	ANAGEMENT	SERVICES PRIV	ATE LIMITED				
	Regis	stered office	address of the	Registrar and T	ransfer Agents	,		
	P-22 I KOLK	BONDAL ROA (ATA	D.				V-100	
(vii)	*Finan	ncial year Fro	om date 01/04	/2021	(DD/MM/YY	YY) To date	31/03/2022	(DD/MM/YYYY)
(viii)	*Whe	ther Annual	general meetir	g (AGM) held	•	Yes 🔘	No	
	(a) If	yes, date of a	AGM	30/09/2022				
	(b) Du	ue date of A	<b>GM</b>	30/09/2022				
	(c) W	hether any e	xtension for A	GM granted		O Yes	<ul><li>No</li></ul>	
II. P	RINC	CIPAL BU	SINESS AC	TIVITIES OF	THE COMP	ANY		
	*Nu	ımber of bus	iness activities	1				
S		Main Activity group code	Description of	Main Activity gro	Dup Business Activity Code	Description	of Business Activit	y % of turnover of the company

	group code		Code		company
1	С	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

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

*No. of Companies for which information is to be given		
no. of Companies for which information is to be given	12	Pre-fill All
,	1	

$\int$	S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
	1	PRAGJYOTISH FERTILIZERS & C	U24124AS2004SGC007344	Subsidiary	55.56
	2	OIL INDIA LIMITED	L11101AS1959GOl001148	Associate	48.68

## 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	750,000,000	497,174,808	497,174,808	497,159,708
Total amount of equity shares (in Rupees)	7,500,000,000	4,971,748,080	4,971,748,080	4,971,597,080

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Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	750,000,000	497,174,808	497,174,808	497,159,708
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	7,500,000,000	4,971,748,080	4,971,748,080	4,971,597,080

#### (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

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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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	205,171,200	291,988,508	497159708	4,971,597,0	4,971,597,	
Increase during the year	0	6,325	6325	0	0	0
i. Pubic 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

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	0,323	0323			
6,325	0	6325	0	0	О
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0	0	0	0	0	0
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6,325		6325			
205,164,875	291,994,833	497159708	4,971,597,0	4,971,597,	
0	0	0	0	0	
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	0 0 0 0 0 0 6,325 0 0 0 6,325 205,164,875	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0       0       0       0       0         0       0       0       0       0         0       0       0       0       0         0       0       0       0       0         0       0       0       0       0         6,325       6325       0       0         0       0       0       0       0         0       0       0       0       0         0       0       0       0       0         0       0       0       0       0         6,325       6325       0       0         205,164,875       291,994,833       497159708       4,971,597,0       4,971,597,0

SIN of the equity shares of	I of the equity shares of the company					
(ii) Details of stock spli	t/consolidation during the y	ear (for ea	ch class of	shares)	0	
Class of	f shares	(i)		(ii)	<u> </u>	(iii)
Before split /	Number of shares					
Consolidation	Face value per share					
After split /	Number of shares					
Consolidation	Face value per share					
of the first return a	es/Debentures Transfe t any time since the ind vided in a CD/Digital Media]	corporat	ion of the	e company)	No (	Not Applicable
	rached for details of transfers		as a separat	•	No ment or su	ıbmission in a CD/Digital
Date of the previous	annual general meeting	29/	11/2021			
Date of registration	of transfer (Date Month Ye	ear) 24/	09/2021			
Type of transfe	Equity Shares 1	- Equity,	2- Preferei	nce Shares,3	- Debent	ures, 4 - Stock
Number of Shares/ I Units Transferred	Debentures/			per Share/ re/Unit (in Rs	.) 10	
Ledger Folio of Tran	nsferor	0003				
Transferor's Name	KHAGESWAR				CHANG	MAI
	Surname		middle i	name		first name

Ledger Folio of Trans	sferee C100	02					
Transferee's Name	KALYAN	CHANGMAI					
	Surname	middle name first name					
Date of registration o	of transfer (Date Month Year)	•)					
Type of transfer 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock							
Number of Shares/ Debentures/ Units Transferred Amount per Share/ Debenture/Unit (in Rs.)							
Ledger Folio of Trans	sferor						
Transferor's Name							
·	Surname	middle name first name					
Ledger Folio of Trans	sferee						
Transferee's Name							
	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		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		
alue of	Total Paid up Value	

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

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

(i)	T	u	rn	O.	ν	e	r
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1,259,347,736

(ii) Net worth of the Company

5,237,588,539

#### VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equi	ty	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	177,000,000	35.6	0	
	(iii) Government companies	319,712,190	64.31	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	496,712,190	99.91	0	0

**Total number of shareholders (promoters)** 

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

S. No.	Category	Equi	ty	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	180,046	0.04	0		
	(ii) Non-resident Indian (NRI)	137	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	W. J.	
7.	Mutual funds	0	0	0		
8.	Venture capital	0	0	0		
9.	Body corporate (not mentioned above)	1,925	0	0		
10.	Others IEPF & Society	265,410	0.05	0		

	Total	447,518	0.09	0	0
Total nun	nber of shareholders (other than prome	oters) 276			
	ber of shareholders (Promoters+Public n promoters)	280			

# 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	3	4
Members (other than promoters)	284	276
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	2	0	2	0	0	0
B. Non-Promoter	0	1	0	1	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	1	0	1	0	0
C. Nominee Directors representing	0	10	0	11	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	10	0	11	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	11	2	12	0	0

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

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(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)
BIKUL CHANDRA DEK.	07774812	Director	0	
DEEPAKANANDA BHA	08739623	Director	0	09/06/2022
PRITAM RAY CHOUDH	08822190	Director	0	
ARUP JYOTI SARMAH	08830629	Director	0	
PRANATI GOSWAMI	08822172	Director	0	
KAVASERI ANANTHAN	08717563	Whole-time directo	0	
KAVASERI ANANTHAN	ADRPM9150B	CFO	0	
KISHORE KUMAR BAIS	08822204	Director	0	
TRIDIP BARUAH	08833074	Director	0	
HEMANTA GOGOI	09484718	Director	0	
RAJNESH GOGOI	09394422	Managing Director	0	
ADIL KHAN	09055275	Nominee director	0	24/05/2022
NEERA DAULAGUPU	07302422	Nominee director	0	
GOKUL CHANDRA SW	08545385	Director	0	
GAUTAM BARUA	01226582	Director	0	
UTTAM BAILUNG	AMYPB3982E	Company Secretar	59	

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

17

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)
NAZREEN AHMED	01773902	Nominee director	12/04/2021	Cessation
PANKAJ KUMAR DUTT	08822213	Director	12/04/2021	Cessation
OINAM SARANKUMAR	08632364	Nominee director	30/07/2021	Cessation
ATUL CHANDRA BARI	08730948	Managing Director	30/11/2021	Cessation
GOKUL CHANDRA SW	08545385	Additional director	12/04/2021	Appointment
GOKUL CHANDRA SW	08545385	Director	29/11/2021	Change in designation
GAUTAM BARUA	01226582	Additional director	12/04/2021	Appointment
GAUTAM BARUA	01226582	Director	29/11/2021	Change in designation
RAJNESH GOGOI	09394422	Managing Director	01/12/2021	Appointment
K J HILALY	07815829	Nominee director	12/04/2021	Appointment
K J HILALY	07815829	Nominee director	17/07/2021	Cessation
NEERA DAULAGUPU	07302422	Nominee director	30/07/2021	Appointment
ADIL KHAN	09055275	Nominee director	30/07/2021	Appointment
HEMANTA GOGOI	09484718	Additional director	31/01/2022	Appointment
KAILASH KARTHIK NA	08271296	Nominee director	29/11/2021	Cessation
KAVASERI ANANTHAN	08717563	Whole-time directo	31/03/2022	Cessation
(AVASERI ANANTHAN	08717563	CFO	31/03/2022	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	1	in a transfer to saving			
Type of meeting	Date of meeting	Total Number of Members entitled to	Attendance		
			Number of members attended	% of total shareholding	
ANNUAL GENERAL MEETI	29/11/2021	280	18	100	

#### **B. BOARD MEETINGS**

\*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date				
	of meeting		Number of directors attended	% of attendance		
1	12/04/2021	14	12	85.71		
2	30/07/2021	14	13	92.86		
3	17/08/2021	13	10	76.92		
4	01/11/2021	13	6	46.15		
5	30/11/2021	13	11	84.62		
6	31/01/2022	14	13	92.86		
7	16/02/2022	14	11	78.57		
8	04/03/2022	14	8	57.14		
9	26/03/2022	14.	10	71.43		

#### C. COMMITTEE MEETINGS

Number of meetings held

4

S. No.	Type of meeting	F .	Total Number of Members as		Attendance	
			on the date of the meeting	Number of members attended	% of attendance	
1	Audit Committe	27/07/2021	3	3	100	
2	Audit Committe	17/03/2022	3	3	100	
3	CSR Committe	26/06/2021	4 * * * * * * * * * * * * * * * * * * *	4	100	
4	CSR Committe	09/03/2022	4	4	100	

#### D. \*ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM
S. No.	of the director	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance		Meetings	% of attendance	30/09/2022 (Y/N/NA)
1	BIKUL CHANI	9	9	100	, <b>0</b>	0	0	Yes

2	DEEPAKANAI	9	8	88.89	4	4	100	Not Applicable
3	PRITAM RAY	9	9	100	0	0	0	<sup>2</sup> Yes
4	ARUP JYOTI :	9	7	77.78	0	0	0	No
5	PRANATI GO:	9	9	100	4	· 4	100	Yes
6	KAVASERI AI	9	9	100	2	1	50	Yes
7	KISHORE KU	9	8	88.89	0	0	0	Yes
8	TRIDIP BARU	9	7	77.78	0	0	0	Yes
9	HEMANTA GO	4	3	75	0	0	0	Yes
10	RAJNESH GC	5	5	100	0	0	0	Yes
11	ADIL KHAN	7	0	0	0	0	0	Not Applicable
12	NEERA DAUL	7	4	57.14	0	0	0	No
13	GOKUL CHAN	9	3	33.33	0	0	0	Yes
14	GAUTAM BAF	9	7	77.78	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

	S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	1	Rajnesh Gogoi	Managing Direct	943,985	0	0	0	943,985
, I		Total		943,985	0	0	0	943,985

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	Uttam Bailung	Company Secre	2,067,314	17,000	0	218,507	2,302,821
2	Kavaseri Ananthana	Chief Financial (	2,513,040	0	0	0	2,513,040
	Total		4,580,354	17,000	0	218,507	4,815,861

Number of other directors whose remuneration details to be entered

	<del></del>						
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Deepakananda Bh	Independent Dir	0	0	0	68,000	68,000
2	Gautam Barua	Independent Dir	0	.0	0	104,000	104,000
3	Bikul Chandra Dek	Director	0	0	0	600,000	600,000
4	Hemanta Gogoi	Director	0	0	0	95,484	95,484
	Total	t to the attribution	0	0	0	867,484	867,484
3. If N	visions of the Compar  Io, give reasons/obser  ne respective observa  eport and form MGT-	vations tions have been ref	flected in the Secr	retarial Audit Repo	ort, Statutory Audit		
DETA	ILS OF PENALTIES /	PUNISHMENT IMP	OSED ON COMP	ANY/DIRECTORS	OFFICERS	Nil	
ame o	Name of	the court/	Name f Order section	e of the Act and	OPERICERS Details of penalty/unishment	Details of appeal including present	
ame o mpan ficers	f the concerne y/ directors/ Authority	the court/ ed Date of	Name f Order section penal	e of the Act and on under which	Details of penalty/	Details of appeal	
ame o ompan ficers	Name of concerne	the court/ ed Date of	Name f Order section penal	e of the Act and on under which	Details of penalty/	Details of appeal	
ame o pmpan judicers	f the y/ directors/ Name of concerne Authority  AILS OF COMPOUND  f the y/ directors/ Name of concern Authority	the court/ ad Date of DING OF OFFENCE the court/ ed Date of	f Order Name section penal	e of the Act and on under which	Details of penalty/	Details of appeal	status
ame o ompan ficers	f the y/ directors/ Name of concerne Authority  AILS OF COMPOUND  f the y/ directors/ Name of concern Authority	the court/ ad Date of Date of the court/ ed Date of	f Order Name section penal	e of the Act and punched provided in under which ised / punished p	Particulars of offence	Details of appeal including present	status
ame o mpan ficers  ) DET	f the y/ directors/ Name of concerned Authority  AILS OF COMPOUND  f the concern Authority  Name of concern Authority	the court/ ed Date of  Date of  Date of  Date of	f Order Section penal Section	e of the Act and in under which ised / punished ised / punished in the Act and ion under which ince committed in the act and ion under which ince committed in the act and ion under which ince committed in the act and ion under which ince committed in the act and ion under which ince committed in the act and ion under which ince committed in the act and ion under which ince act and ion under which is act and ion under which	Particulars of offence	Details of appeal including present  Amount of com Rupees)	status
mme or mpan icers	AILS OF COMPOUND  f the y/ directors/  Authority  Name of concern Authority  Name of concern Authority  Name of concern Authority	the court/ ed Date of  Date of  Date of  Date of  Date of	f Order section penal section	e of the Act and on under which ised / punished he of the Act and ion under which hace committed	Petails of penalty/ unishment  Particulars of offence  ed as an attachme	Details of appeal including present  Amount of com Rupees)	pounding (in
ame o mpan icers ) DET	AILS OF COMPOUND  f the concerned Authority  AILS OF COMPOUND  f the concerned Authority  whether complete list of the concerned Authority  The co	the court/ ed Date of Date of Date of Date of Date of	f Order section penal section	e of the Act and on under which ised / punished he of the Act and ion under which hace committed has been enclose	Petails of penalty/unishment  Particulars of offence  ed as an attachme	Details of appeal including present  Amount of com Rupees)	pounding (in
ame or mpan or mpan ficers	AILS OF COMPOUND  f the concerned Authority  AILS OF COMPOUND  f the concerned Authority  whether complete list of the concerned Authority  The co	the court/ed Date of D	FOrder Section penal section p	e of the Act and on under which ised / punished he of the Act and ion under which ince committed	Particulars of offence	Details of appeal including present  Amount of com Rupees)	pounding (in
ame or mpan ficers  DET, ame or mpan ficers	AILS OF COMPOUND  f the y/ directors/  AILS OF COMPOUND  f the y/ directors/  Authority  Name of concern Authority  Authority  Pether complete list of the list of	the court/ ed Date of Section (2) OF Section (2) OF Section (2) OF Section (3) OF Section (4) OF Section (5) OF Section (6) OF Se	FOrder Section penal Name section penal Name section of Order Name section offer Name section of Order	e of the Act and on under which ised / punished he of the Act and ion under which hace committed has been enclosed him by the beautiful has been enclosed ha	Particulars of offence  COMPANIES  Upees or more or tu	Details of appeal including present  Amount of com Rupees)	pounding (in

Whether associate or fellow Associate 

Associate Fellow

Certificate of practice	number	3844					
				_			
/We certify that: (a) The return states the (b) Unless otherwise expanded during the financial year)	ressly stated to the co						of the
		Declaration	· •				
I am Authorised by the B	oard of Directors of th	e company vide reso	lution no	10	dated	30/08/2022	
(DD/MM/YYYY) to sign to in respect of the subject							•
	ted in this form and in er of this form has be						
2. All the required	attachments have bee	en completely and leg	gibly attached to	o this form.			
Note: Attention is also punishment for fraud,						t, 2013 which pr	ovide for
To be digitally signed b	у .						
Director	RAJNES H GOGOI	A common medical comm					
DIN of the director	09394422	2					
To be digitally signed I	DY UTTAM OF BAILUNG DAI	ptally signed by TAM BAILUNG de: 2022.11.15 40:31 +05:30*					
<ul><li>Company Secretary</li></ul>							
Company secretary in	n practice						•
Membership number	7254	Certificate	of practice num	nber			]

# 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 Shareholders\_list\_Assam-Petro-31-03-202 Share-transfer-Assam-Petro-2022.pdf Form-MGT-8-Assam-Petro-2022.pdf Attach Attach Attach Remove attachment

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

Check Form

Modify



# Narayan Sharma & Associates

Narayan Sharma B.Com (Hons.), FCS

Practicing Company Secretaries
Master Enclave, Udayachal Path, Besides IOCL Petrol Pump,
Christian Basti, G.S. Road, Guwahati, Assam, PIN: 781005
Phone: +91 361 2963127, +91 9435018319 (M)

Email: csnarayansharma@gmail.com

#### Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

#### CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of Assam Petro Chemicals Ltd, ("the Company") (CIN: U24116AS1971SGC001339) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March 2022. In our opinion and to the best of my information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- **A.** The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
  - 1. its status under the Act;
  - 2. maintenance of registers/records & making entries therein within the time prescribed therefore;
    - (except for the maintenance of updated fixed assets register)
  - 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within & beyond the prescribed time with applicable additional fees;
    - (except that the company was required to prepare and file consolidated financial statements being a holding company of Pragjyotish Fertilizer and Chemicals Limited)
  - 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 have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
  - 5. closure of Register of Members / Security holders, as the case may be, if any.
  - 6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;





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(Being a finance related matter we have relied upon the Audit Report in the matter)

7. contracts/arrangements with related parties as specified in section 188 of the Act;

(The company did not enter into any such activities during the reporting period)

- 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;
- 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 did not enter into any such activities during the reporting period)

 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 did not declare any dividend during the reporting period)

- 11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub sections (3), (4) and (5) thereof;
- 12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13. appointment/ reappointment/-filling-up-casual-vacancies of auditors as per the provisions of section 139 of the Act;
- 14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the
- 15. acceptance/renewal/repayment of deposits;

(The Company did not accept or renew any deposit)

- 16. borrowings from its-directors, members, public-financial-institutions, banks and others and creation/-modification/-satisfaction-of-charges in that respect, wherever applicable;
- 17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;





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(Being a finance related matter we have relied upon the Audit Report and disclosure made by the company in its Directors report in the matter)

18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

(The Company did not alter its MoA and/or AoA during the year under review)

Note: The transactions/events which were not applicable or were not entered by the company during the reporting period have been specifically mentioned as such or have been strike through.

Date: 14th November, 2022

Place: Guwahati

For, Narayan Sharma & Associates
Practicing Company Secretaries

CS Narayan Sharma

(Proprietor) FCS No.: 5117, CP No.:3844

UDIN: F005117D001698567