

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U40100TN2009PTC070860

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCB8702C

(ii) (a) Name of the company

BETA WIND FARM PRIVATE LIM

(b) Registered office address

Bascon Futura SV, 4th Floor,
No.10/1, Venkatanarayana Road, T.Nagar,
Chennai
Chennai
Tamil Nadu
600017

(c) *e-mail ID of the company

secretarial@orientgreenpower

(d) *Telephone number with STD code

04449015678

(e) Website

(iii) Date of Incorporation

27/02/2009

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

(v) Whether company is having share capital

☒ Yes

☐ No

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

☐ Yes

☒ No

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

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

(a) If yes, date of AGM

(b) Due date of AGM

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

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	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	ORIENT GREEN POWER COMP	L40108TN2006PLC061665	Holding	74

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	100,000,000	35,303,553	35,303,553	35,303,553
Total amount of equity shares (in Rupees)	1,000,000,000	353,035,530	353,035,530	353,035,530

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES OF RS. 10/- EACH				
Number of equity shares	100,000,000	35,303,553	35,303,553	35,303,553

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000,000	353,035,530	353,035,530	353,035,530

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	900,000,000	454,859,455	454,859,455	454,859,455
Total amount of preference shares (in rupees)	9,000,000,000	4,548,594,550	4,548,594,550	4,548,594,550

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
6% CUMULATIVE REDEEMABLE PREFERENCE SHARES				
Number of preference shares	900,000,000	454,859,455	454,859,455	454,859,455
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	9,000,000,000	4,548,594,550	4,548,594,550	4,548,594,550

(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	10,380,435	24,923,118	35303553	353,035,530	353,035,530	
Increase during the year	0	766,396	766396	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	766,396	766396			
Dematerialisation						
Decrease during the year	766,396	0	766396	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	766,396	0	766396			
Dematerialisation						
At the end of the year	9,614,039	25,689,514	35303553	353,035,530	353,035,530	
Preference shares						
At the beginning of the year	454,859,455	0	454859455	4,548,594,550	4,548,594,550	
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	454,859,455	0	454859455	4,548,594,550	4,548,594,550	

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: 100%;" type="text" value="30/09/2022"/>	
Date of registration of transfer (Date Month Year) <input style="width: 100%;" type="text"/>			
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" 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"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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

1,738,463,026

(ii) Net worth of the Company

-1,331,512,262

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)	26,124,534	74	454,859,455	100
10.	Others	0	0	0	0
	Total	26,124,534	74	454,859,455	100

Total number of shareholders (promoters)

1

(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)	9,179,019	26	0	0
10.	Others	0	0	0	0

	Total	9,179,019	26	0	0
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Total number of shareholders (other than promoters)

18

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

19

**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	1	1
Members (other than promoters)	18	18
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	0	0	0	0	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	2	0	2	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	1	3	1	3	0	0

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

6

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
VARALAKSHMI RANGA	07799268	Additional director	0	11/08/2023
GANAPATHI RAMACHANDRAN	00103623	Director	0	
RAJAPPA KANNAN	00366831	Whole-time director	0	
JAGATHPATHI KOTTE	02155868	Director	0	
SRINIVASA RAMANUJAM	AMIPG9642E	CFO	0	
KIRITHIKA	BNYPK9302F	Company Secretary	0	

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

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
AMRIT LAL SURI	00009532	Director	02/11/2022	Cessation
VARALAKSHMI RANGA	07799268	Additional director	02/11/2022	Appointment

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

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2022	19	6	80.92

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	18/05/2022	4	4	100
2	29/07/2022	4	4	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	02/11/2022	4	4	100
4	30/01/2023	4	4	100

C. COMMITTEE MEETINGS

Number of meetings held

11

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	Audit Committee	18/05/2022	3	3	100
2	Audit Committee	29/07/2022	3	3	100
3	Audit Committee	02/11/2022	3	3	100
4	Audit Committee	30/01/2023	3	3	100
5	Stakeholders Forum	03/04/2022	3	3	100
6	Nomination and Remuneration Committee	18/05/2022	3	3	100
7	Nomination and Remuneration Committee	02/11/2022	3	3	100
8	Investment/Board	21/09/2022	3	2	66.67
9	Investment/Board	30/09/2022	3	2	66.67
10	Investment/Board	12/10/2022	3	3	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	29/09/2023
								(Y/N/NA)
1	VARALAKSHMI	1	1	100	1	1	100	Not Applicable
2	GANAPATHI P	4	4	100	11	9	81.82	Yes
3	RAJAPPA KAI	4	4	100	11	11	100	Yes
4	JAGATHPATHI	4	4	100	7	7	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	SRINIVASA RAMA	CFO (KMP)	2,000,000	0	0	100,000	2,100,000
2	Kirithika	Company Secre	0	0	0	0	0
	Total		2,000,000	0	0	100,000	2,100,000

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AMRIT LAL SURI	DIRECTOR	0	0	0	30,000	30,000
2	GANAPATHI RAMA	DIRECTOR	0	0	0	40,000	40,000
3	VARALAKSHMI RA	DIRECTOR	0	0	0	10,000	10,000
	Total		0	0	0	80,000	80,000

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
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(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 ARAVAMUDHAN MOHAN KUMAR

Whether associate or fellow ☐ Associate ☒ Fellow

Certificate of practice number 19145

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. ... 06 dated 20/04/2023

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

- 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

JAGATHPATI Digitally signed by
JAGATHPATI
KOTTESWARI
Date: 2023.11.25
16:52:52 +05'30'

DIN of the director

02155868

To be digitally signed by



- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

Attach
Attach
Attach
Attach

List of attachments

List of Committee meetings31032023.pdf
List of Shareholders 31032023.pdf
List of transfers.pdf
Signed-Form MGT-8_Beta wind.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



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	Audit Committee	18/05/2022	3	3	100
2	Audit Committee	29/07/2022	3	3	100
3	Audit Committee	02/11/2022	3	3	100
4	Audit Committee	30/01/2023	3	3	100
5	Nomination and Remuneration Committee	18/05/2022	3	3	100
6	Nomination and Remuneration Committee	02/11/2022	3	3	100
7	Stakeholders Relationship Committee	03/04/2022	3	3	100
8	Investment/Borrowing/Banking Committee	21/09/2022	3	2	66.67
9	Investment/Borrowing/Banking Committee	30/09/2022	3	2	66.67
10	Investment/Borrowing/Banking Committee	12/10/2022	3	3	100
11	Investment/Borrowing/Banking Committee	25/03/2023	3	3	100

//Certified True Copy//
For Beta Wind Farm Private Limited

M. Kirithika
Company Secretary
Membership No. F9811

BETA WIND FARM PRIVATE LIMITED

Regd. Office : "Bascon Futura SV" 4th Floor, No. 10/1, Venkatanarayana Road, T. Nagar, Chennai - 600017, India
Ph : (91-44) 4901 5678 Fax: (91-44) 4901 5655
CIN: U40100TN2009PTC070860

LIST OF EQUITY SHAREHOLDERS AS ON 31.03.2023

S. No	Name of the Share Holder	No. of Shares	Percentage
1	Orient Green Power Company Limited	2,61,24,534	74.000%
2	Asahi India Glass Limited	3,22,924	0.915%
3	Hexaware Technologies Limited	1,40,958	0.399%
4	Madras Engineering Industries Private Limited	494,851	1.402%
5	Madura Coats Private Limited	19,33,914	5.478%
6	Tractors and Farm Equipment Limited	4,91,503	1.392%
7	Ascent Circuits Private Limited	3,63,426	1.029%
8	Nilkamal Limited	2,25,370	0.638%
9	Cognizant Technology Solutions India Private Limited	9,36,918	2.654%
10	Agile Electric Sub Assembly Private Limited	72,149	0.204%
11	Sundram Fasteners Limited	12,28,233	3.479%
12	Malladi Drugs and Pharmaceuticals Limited	5,80,756	1.645%
13	Lucas TVS Limited	4,11,255	1.165%
14	Delphi-TVS Technologies Limited (Formerly known as Delphi-TVS Diesel Systems Limited)	4,17,092	1.181%
15	Abi-ShowaTech (India) Private Limited (Formerly known as Abi-ShowaTech (India) Limited)	5,04,340	1.429%
16	Turbo Energy Private Limited	4,50,457	1.276%
17	Wheels India Limited	2,25,370	0.638%
18	Igarashi Motors India Limited	1,88,762	0.535%
19	Kansai Nerolac Paints Limited	1,90,741	0.540%
Total		3,53,03,553	100.00%

**Percentage of issued share capital has been rounded off to three decimals*

//Certified True Copy//
For Beta Wind Farm Private Limited



M. Kirithika
Company Secretary
Membership No. F9811

BETA WIND FARM PRIVATE LIMITED

Regd. Office : "Bascon Futura SV" 4th Floor, No. 10/1, Venkatanarayana Road, T. Nagar, Chennai - 600017, India
 Ph : (91-44) 4901 5678 Fax: (91-44) 4901 5655
 CIN: U40100TN2009PTC070860

**LIST OF PREFERENCE SHAREHOLDERS AS ON 31.03.2023**

S. No	Name of the Share Holder	No. of Shares	Percentage
1	Orient Green Power Company Limited	45,48,59,455	100.00%
	Total	45,48,59,455	100.00%

//Certified True Copy//
For Beta Wind Farm Private Limited

Company Secretary
Membership No. F9811

BETA WIND FARM PRIVATE LIMITED

Regd. Office : "Bascon Futura SV" 4th Floor, No. 10/1, Venkatanarayana Road, T. Nagar, Chennai - 600017, India

Ph : (91-44) 4901 5678 Fax: (91-44) 4901 5655

CIN: U40100TN2009PTC070860



Details of share transfer for the FY 2022- 2023

Date of Transfer	Transferor Name	Transferee Name	No of Shares Transferred
01.04.2022	Tractors and Farm Equipment Limited	Madras Engineering Industries Private Limited	95,000
01.04.2022	Tractors and Farm Equipment Limited	Ascents Circuits Private Limited	20,000
01.04.2022	Tractors and Farm Equipment Limited	Abi-showatech (India) Private Limited	1,00,000

//Certified True Copy//
For Beta Wind Farm Private Limited

M. Kirithika
Company Secretary
Membership No. F9811

BETA WIND FARM PRIVATE LIMITED

Regd. Office : "Bascon Futura SV" 4th Floor, No. 10/1, Venkatanarayana Road, T. Nagar, Chennai - 600017, India
Ph : (91-44) 4901 5678 Fax: (91-44) 4901 5655
CIN: U40100TN2009PTC070860



FORM NO. MGT-8

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

*[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. **BETA WIND FARM PRIVATE LIMITED** (CIN: **U40100TN2009PTC070860**) (the "Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the Financial Year 01.04.2022 to 31.03.2023. 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 (01.04.2022 to 31.03.2023) 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. During the Financial Year under review, the status of the Company was Deemed Public Limited Company and it has not changed. The Company is Active-Complaint.
2. The Company has maintained all the prescribed registers/records and made entries therein within time prescribed as per the provisions of the Act.

During the Financial Year under review, the Company has filed various forms and returns with the Registrar of Companies, Chennai/Ministry of Corporate Affairs within/beyond the prescribed filing time.

3. Meetings of Board of Directors, its Committees and the meetings of the members of the Company were held on or before the due date as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minutes Book and registers maintained for the purpose and the same have been duly signed.
4. The Company had closed its Register of Members and Share Transfer books during the Financial Year under review and has duly complied with the provisions of the Act.

During the Financial Year under review, the Register of Members and Share Transfer Books was closed from Saturday, September 24, 2022 to Friday, September 30, 2022 (both days inclusive).

5. During Financial Year under review the Company has granted Advances/Loans falling under the purview of Section 185 of the Act.

During the Financial Year under review, no advances/loans were granted to its directors and/or persons or firms or companies referred in section 185 of the Act.

6. According to information and explanations made, the Company has entered into transactions falling within the purview of Section 188 of the Act in respect of Related Party Transactions during Financial Year under review which are in the ordinary course of business and at arm's length basis and has duly complied with the provisions of Section 188 of the Act. The Related party transactions are disclosed in Form AOC-2 and Note No. 39 of the Financial Statements.
7. Issue and Allotment/Transfer and issue of Security certificates
 - a) During the Financial Year under review, there has been a share transfer on 01-04-2022 from the shareholder M/s. Tractors and Farm Equipment Limited to M/s. Madras Engineering Private Limited (95,000 equity shares), M/s. Ascents Circuits Private Limited (20,000 equity shares) and M/s. Abishowatech (India) Private Limited (1,00,000 equity shares) respectively.
 - b) There were no instances of Issue or allotment 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.
 - c) During the Financial Year under review, the company has dematerialised 7,66,396 equity shares.
8. There were no such transactions necessitating the Company to keep in abeyance rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
9. During the Financial Year under review, the Company has not declared any dividend and the Company was not required to transfer any unpaid/unclaimed dividend/other amounts to the Investor Education and Protection Fund in accordance with Section 125 of the Act.
10. The audited financial statements of the Company was approved and signed in the Board Meeting held on 20-04-2023 as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof.
11. During the Financial Year under review, the following changes took place in the composition of Board of Directors and KMP(s):
 - a) Maj. Gen. A. L. Suri (Retd.) (DIN: 00009532) resigned from his directorship from the Company w.e.f 02-11-2022.
 - b) Mrs. Varlakshmi Renganathan (DIN: 07799268) was appointed as the Additional Director of the Company. However, as on the date of this certificate, she was resigned from the Board w.e.f. 11-08-2023.

During the Financial Year under review, required Disclosures by the Directors/ Key Managerial Personnel were obtained and Remuneration paid to them were duly made in compliance of the provisions of the Companies Act, 2013.

12. The Auditors were duly appointed for a second term as per the provisions of Section 139 of the Act for a term of 5 years vide 13th Annual General Meeting dated 30th September 2022 from the conclusion of 13th Annual General Meeting till the conclusion of 18th Annual General Meeting of the Company and there was no casual vacancy of Auditors during the Financial Year under review.
13. According to the Information and Explanations given to us, the Company was not required to obtain any approvals from the Central Government, Tribunal, Regional Director, Court on matters which required such approvals from the said authorities during the Financial Year under review.
14. According to the Information and Explanations given to us, the Company did not accept/renew any Deposits during the Financial Year.
15. According to information and explanation given to us, the Company has complied with the provisions of the Act and Rules made there under in respect of Satisfaction of Charge, Borrowings from its Holding Company, Public Financial Institutions, Banks and others, wherever applicable and the Borrowings made are within the Limits approved by the Board of Directors/Shareholders.
16. During the Financial Year under review, the Company has not altered its Memorandum or Articles of Association.
17. During the Financial Year under review, M/s. Sundar Srini & Sridhar, an independent Chartered Accountant firm, resigned as the internal auditor of the company w.e.f. 20-05-2022 and subsequently, Mr. T. Bakeerathan was appointed as the internal auditor of the company w.e.f. 29-07-2022 to handle the internal audit of the company.
18. Audit Report contains qualification stating, “The Company has not measured the liability in accordance with the principles of IND AS 109 Financial instruments and has not accrued for interest costs, on the 6% Cumulative Redeemable Preference Shares issued to its holding company”.

Board has given justification that the aforesaid 6% Cumulative Redeemable Preference Shares issued by the Company, together with related Securities Premium, has been treated as long term borrowings and accordingly regrouped from Share Capital and Reserves & Surplus. However, considering the terms of the covenants on other outstanding obligations of the Company with its lenders and also considering the substance of the transaction, the company has not adjusted the borrowings in accordance with principle of IND AS 109 and has not accrued for finance costs.

19. The company is in the process of setting up adequate systems and processes commensurate with the size and operations of the company to monitor, report deviations, if any, to the Board, take corrective actions and ensure compliance with applicable laws, rules, regulations and guidelines.

20. The Company is yet to facilitate demat facility for its Redeemable Preference shares; however there were no transfers of the said class of shares during the period under review.

For Mohan Kumar & Associates

ARAVAMUDHAN
MOHAN
KUMAR

Digitally signed
by
ARAVAMUDHAN
MOHAN KUMAR
Date: 2023.11.24
18:23:05 +05'30'

Place: Chennai
Date: 24-11-2023

A. Mohan Kumar
Practicing Company Secretary
Membership Number: FCS 4347
Certificate of Practice Number: 19145
Peer Review Certificate No. 2205/2022
UDIN: F004347E002309826