

FORM NO. MGT – 7

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

ANNUAL RETURN**I. REGISTRATION AND OTHER DETAILS:**

- (i) Corporate Identification Number (CIN) of the Company
- Global Location Number (GLN) of the Company
- Permanent Account Number (PAN) of the Company
- (ii) (a) Name of the Company
- (b) Registered Office Address
- (c) e – mail ID of the Company
- (d) Telephone Number with STD Code
- (e) Website
- (iii) Date of incorporation
- (iv) Type of Company

| Type of Company | Category of the Company | Sub-Category of the Company |
|-----------------|---------------------------|-------------------------------|
| Private Company | Company limited by shares | Subsidiary of Foreign 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
- (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:

| Sl No. | Main Activity group code | Description of Main Activity group | Business activity code | Description of business activity | % of turnover of the Company |
|--------|--------------------------|------------------------------------|------------------------|----------------------------------|------------------------------|
| 1. | G | Trade | G1 | Wholesale Trading | 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/FCLN | HOLDING/ SUBSIDIARY / ASSOCIATE / JOINT VENTURE | % of shares held |
|-------|-------------------------|----------|---|------------------|
| 1. | Pollinate Group Limited | | Holding | 99.99 |

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i) Share Capital

(a) Equity share capital

| Particulars | Authorized Share Capital | Issued Capital | Subscribed Capital | Paid up Capital |
|---|--------------------------|----------------|--------------------|-----------------|
| Total number of Equity shares | 500,000 | 25,195 | 25,195 | 25,195 |
| Total amount of equity shares (in Rupees) | 50,00,000 | 2,51,950 | 2,51,950 | 2,51,950 |

Number of classes: 1

| Class of Shares: | Authorized Share Capital | Issued Capital | Subscribed Capital | Paid up Capital |
|---|--------------------------|----------------|--------------------|-----------------|
| Number of Equity shares | 500,000 | 25,195 | 25,195 | 25,195 |
| Nominal Value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total Amount of equity shares (in rupees) | 50,00,000 | 2,51,950 | 2,51,950 | 2,51,950 |

(b) Preference Share capital

| Particulars | Authorized Share 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: | Authorized Share 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 | No. of shares | | | Total Nominal amount | Total Paid up amount | Total Premium |
|--|---------------|-------|--------|----------------------|----------------------|---------------|
| | Physical | Demat | Total | | | |
| Equity Shares:- | | | | | | |
| At the beginning of the year | 25,195 | 0 | 25,195 | 2,51,950 | 2,51,950 | |
| Increase during the year | | | | | | |
| i. Public Issue | 0 | 0 | 0 | 0 | 0 | |
| ii. Rights issue | 0 | 0 | 0 | 0 | 0 | |
| iii. Bonus issue | 0 | 0 | 0 | 0 | 0 | |
| iv. Private Placement / Preferential Allotment | 0 | 0 | 0 | 0 | 0 | |
| v. ESOPs | 0 | 0 | 0 | 0 | 0 | |
| vi. Sweat Equity shares allotted | 0 | 0 | 0 | 0 | 0 | |
| vii. Conversion of Preference shares | 0 | 0 | 0 | 0 | 0 | |
| viii. Conversion of Debentures | 0 | 0 | 0 | 0 | 0 | |
| ix. GDR / ADR | 0 | 0 | 0 | 0 | 0 | |
| x. Others, please specify: | 0 | 0 | 0 | 0 | 0 | |
| Decrease during the year | | | | | | |
| i. Buy-back of shares | 0 | 0 | 0 | 0 | 0 | |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | |
| iv. Others, specify | 0 | 0 | 0 | 0 | 0 | |
| At the end of the year | 25,195 | 0 | 25,195 | 2,51,950 | 2,51,950 | |
| Preference shares | | | | | | |
| At the beginning of the year | 0 | 0 | 0 | 0 | 0 | |
| Increase during the year | | | | | | |
| i. Issue of shares | 0 | 0 | 0 | 0 | 0 | |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 | 0 | |
| iii. Other, specify: | 0 | 0 | 0 | 0 | 0 | |
| Decrease during the year | | | | | | |
| i. Redemption of shares | 0 | 0 | 0 | 0 | 0 | |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | |
| iv. Others, specify: | 0 | 0 | 0 | 0 | 0 | |
| At the end of the year | 0 | 0 | 0 | 0 | 0 | |

(ii) Details of stock split / consolidation during the year (for each class of shares):- 0

| Class of shares | | | | |
|------------------------------|----------------------|--|--|--|
| 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) (Y/N) N
Separate sheet attached for details of transfers: (Y/N) N

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:

Date of registration 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 transferor:

| Transferor's name | | | |
|-------------------|---------|-------------|------------|
| | Surname | Middle name | First name |

Ledger folio of transferee:

| Transferee's name | | | |
|-------------------|---------|-------------|------------|
| | Surname | Middle name | First name |

Date of registration 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 transferor:

| Transferor's name | | | |
|-------------------|---------|-------------|------------|
| | Surname | Middle name | First name |

Ledger folio of transferee:

| | | | |
|-------------------|---------|-------------|------------|
| 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 | 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 debentures: 0

| Type of securities | Number of securities | Nominal value of securities | 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: Rs.4,36,43,751.00
(ii) Net worth of the Company: 2,10,53,242.00

VI. (a) SHARE HOLDING PATTERN (Promoter)

- i) Category-wise Share Holding

| SI No. | Category | Equity | | Preference | |
|--------|--|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/ Hindu Undivided Family | | | | |
| | i) Indian | 0 | 0 | 0 | 0 |
| | ii) Non – resident Indian (NRI) | 0 | 0 | 0 | 0 |
| | iii) Foreign national (other than NRI) | 0 | 0 | 0 | 0 |
| 2. | Government | | | | |
| | i) Central government | 0 | 0 | 0 | 0 |
| | ii) State Government | 0 | 0 | 0 | 0 |
| | iii) Government Companies | 0 | 0 | 0 | 0 |
| 3 | Insurance Companies | 0 | 0 | 0 | 0 |

| | | | | | |
|----|--------------------------------------|--------|-------|---|---|
| 4 | Banks | 0 | 0 | 0 | 0 |
| 5 | Financial Institutions | 0 | 0 | 0 | 0 |
| 6 | Foreign Institutional Investors | 0 | 0 | 0 | 0 |
| 7 | Mutual Funds | 0 | 0 | 0 | 0 |
| 8 | Venture Capital | 0 | 0 | 0 | 0 |
| 9 | Body Corporate (not mentioned above) | 25,194 | 99.99 | 0 | 0 |
| 10 | Others | 0 | 0 | 0 | 0 |
| | Total | | | 0 | 0 |

Total Number of shareholders (promoters): 1

(b) SHARE HOLDING PATTERN – Public/ Other than promoters

| SI No. | Category | Equity | | Preference | |
|--------|--|------------------|-------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/ Hindu Undivided Family | | | | |
| | i) Indian | 1 | 0.01 | 0 | 0 |
| | ii) Non – resident Indian (NRI) | 0 | 0 | 0 | 0 |
| | iii) Foreign national (other than NRI) | 0 | 0 | 0 | 0 |
| 2. | Government | | | | |
| | i) Central government | 0 | 0 | 0 | 0 |
| | ii) State Government | 0 | 0 | 0 | 0 |
| | iii) Government Companies | 0 | 0 | 0 | 0 |
| 3 | Insurance Companies | 0 | 0 | 0 | 0 |
| 4 | Banks | 0 | 0 | 0 | 0 |
| 5 | Financial Institutions | 0 | 0 | 0 | 0 |
| 6 | Foreign Institutional Investors | 0 | 0 | 0 | 0 |
| 7 | Mutual Funds | 0 | 0 | 0 | 0 |
| 8 | Venture Capital | 0 | 0 | 0 | 0 |
| 9 | Body Corporate (not mentioned above) | | | | |
| 10 | Others: | | | | |
| | Total | 1 | 0.01 | | |

Total number of shareholders (Other than promoters): 1

Total number of shareholders (Promoters + Public/Other than promoters): 2

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

| Details | At the beginning of the year | At the end of the year |
|--------------------------------|------------------------------|------------------------|
| Promoters | 1 | 1 |
| Members (Other than Promoters) | 1 | 1 |
| 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 | Number of Directors at the end of the year | Percentage of shares held by Directors as at the end |
|----------|---|--|--|
|----------|---|--|--|

| | year | | | | of the year | |
|--|-----------|---------------|-----------|---------------|-------------|---------------|
| | Executive | Non-Executive | Executive | Non-Executive | Executive | Non-Executive |
| A. Promoter | 0 | 0 | 0 | 0 | 0 | 0 |
| B. Non – Promoter | 1 | 2 | 1 | 2 | 0 | 0 |
| (i) Non-Independent | 1 | 2 | 1 | 2 | 0 | 0 |
| (ii) Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| C. Nominee Directors Representing | 0 | 0 | 0 | 0 | 0 | 0 |
| (i) Banks & FI's | 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 Shareholders | 0 | 0 | 0 | 0 | 0 | 0 |
| (v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 1 | 2 | 1 | 2 | 0 | 0 |

Number of Directors and Key Managerial personnel (who is not a Director) as on financial year end date: 3

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

| Name | DIN/PAN | Designation | Number of shares held | Date of cessation (after closure of financial year: if any) |
|---------------------|----------|-------------|-----------------------|---|
| RAVI SHANKAR | 00277044 | Director | 0 | 19/08/2021 |
| PADMAJA ALAGANANDAN | 02867269 | Director | 0 | |
| SASHI KUMAR GUMMA | 08825793 | Director | 0 | |

(ii) Particulars of change in Directors and Key Managerial personnel during the year: 3

| 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) |
|-------------------------|----------|--|--|--|
| ALEXANDRA LOUISE SELLER | 07439343 | Director | Cessation | 06/07/2020 |
| SASHI KUMAR GUMMA | 08825793 | Additional Director | Appointment | 15/09/2020 |
| SASHI KUMAR GUMMA | 08825793 | Director | Change in designation | 15/10/2020 |

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETING:

Number of meetings held: 1

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance | |
|-----------------|-----------------|--|------------|-------------------------|
| | | | Number | % of total shareholding |
| AGM | 15/10/2020 | 2 | 2 | 100 |
| | | | | |

B. BOARD MEETINGS:

Number of Meetings held: 3

| S. No. | Date of meeting | Total No. of Directors on the Date of Meeting | Attendance | |
|--------|-----------------|---|---------------------------|-----------------|
| | | | No. of Directors attended | % of Attendance |
| 1. | 06/07/2020 | 2 | 2 | 100 |
| 2 | 15/09/2020 | 3 | 3 | 100 |
| 3 | 07/01/2021 | 3 | 3 | 100 |
| | | | | |

C. COMMITTEE MEETINGS: 0

Number of Committee meetings held:

| S. No. | Type of Meeting | Date of meeting | Total No. of Members as on the Date of Meeting | Attendance | |
|--------|-----------------|-----------------|--|-------------------------|-----------------|
| | | | | No. of Members attended | % of Attendance |
| | | | | | |
| | | | | | |
| | | | | | |

D. ATTENDANCE OF DIRECTORS

| Sl. No. | Name of the Director | Board of Meetings | | | Committee Meetings (Taking all the Committee Meetings together of which a Director is a member) | | | Whether attended last AGM held on (Y/N) |
|---------|----------------------|---|-----------------------------|-----------------|---|-----------------------------|-----------------|--|
| | | No of Meeting which the director was entitled to attend | Number of meetings attended | % of attendance | No of Meeting which the director was entitled to attend | Number of meetings attended | % of attendance | |
| 1. | RAVI SHANKAR | 1 | 1 | 100 | 0 | 0 | 0 | |
| 2 | PADMAJA ALAGANANDAN | 3 | 3 | 100 | 0 | 0 | 0 | |
| 3 | SASHI KUMAR GUMMA | 2 | 2 | 100 | 0 | 0 | 0 | |

X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL- NIL

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

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/Sweat Equity | Others | Total Amount |
|--------|------|-------------|--------------|------------|---------------------------|--------|--------------|
| 1. | | | | | | | |
| | | | | | | | |

Number of CEO, CFO, and Company Secretary whose remuneration details to be entered: 0

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/Sweat Equity | Others | Total Amount |
|--------|-------|-------------|--------------|------------|---------------------------|--------|--------------|
| | | | | | | | |
| | Total | | | | | | |

Number of other Directors whose remuneration details to be entered: 0

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat Equity | Others | Total Amount |
|--------|-------|-------------|--------------|------------|-------------------------------|--------|--------------|
| | | | | | | | |
| | Total | | | | | | |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURE

A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year(Y/N): Y

B. If No, Give reasons / observations

XII. PENALTIES AND PUNISHMENT DETAILS THEREOF: NIL

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY / DIRECTORS / OFFICERS:

| Name of the Company/Directors/ Officers | Name of the court or concerned | Date of order | Name of the Act and section under which penalized / 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 or concerned | Date of order | Name of the Act and section under which penalized / punished | Details of penalty / punishment | Details of appeal (if any) including present status |
|---|--------------------------------|---------------|--|---------------------------------|---|
| | | | | | |
| | | | | | |

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:

Whether Fellow or Associate:

Associate Fellow

Certificate of practice number:

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 authorized 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

DIN of the Director

To be digitally signed by

- Company Secretary
- Company Secretary in practice

Membership Number

Certificate of Practice Number

LIST OF SHAREHOLDERS AS ON 31ST MARCH, 2021

POLLINATE ENERGY INDIA PRIVATE LIMITED

CIN: U74140KA2013FTC069686

Registered Office: Girija complex #1, First floor, Devasandra Main Road,
Ayappanagar, K R Puram,
Bangalore 560036

'Equity Shares of Rs.10/- each'

| Folio No. | Name of the shareholder | Father's Name / Husband's Name | No. of shares | Address |
|------------------|--------------------------------|---------------------------------------|----------------------|--|
| 01 | Pollinate Group Limited | NA | 25,194 | PO Box 1032 Fitzroy North VIC 3068 Australia |
| 03 | Mallika Ghosh | Samit Ghosh | 1 | Pairi Daeza, 550, 5th Cross, Borwell Road, Whitefield Bangalore-560066 |
| | Total | | 25,195 | |