

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
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- AIRLINES HOUSE
113 GURUDWARA RAKABGANJ ROAD
NEW DELHI
Delhi
110001
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (iv)
- | Type of the Company | Category of the Company | Sub-category of the Company |
|---------------------|---------------------------|-----------------------------|
| Public Company | Company limited by shares | Union 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

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

(e) Extended due date of AGM after grant of extension

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	M	Professional, Scientific and Technical	M4	Architecture, engineering activities, technical testing and analysis activities	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	AIR INDIA LIMITED	U62200DL2007GOI161431	Holding	100

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

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,000,000,000	166,666,500	166,666,500	166,666,500
Total amount of equity shares (in Rupees)	10,000,000,000	1,666,665,000	1,666,665,000	1,666,665,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,000,000,000	166,666,500	166,666,500	166,666,500
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10,000,000,000	1,666,665,000	1,666,665,000	1,666,665,000

(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	9	166,666,491	166666500	1,666,665,0	1,666,665,	

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 <input type="text"/>						
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 <input type="text"/>						
At the end of the year	9	166,666,491	166666500	1,666,665,0	1,666,665,	
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 <input type="text"/>						
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)

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" value="29/12/2020"/>		
Date of registration of transfer (Date Month Year)	<input type="text" value="01/07/2020"/>		
Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text" value="1"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>

Ledger Folio of Transferor		56	
Transferor's Name	AMITABH		SINGH
	Surname	middle name	first name
Ledger Folio of Transferee		59	
Transferee's Name	S.	K.	SINGH
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		24/11/2020	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10

Ledger Folio of Transferor		36	
Transferor's Name	H.	R.	JAGANNATH
	Surname	middle name	first name
Ledger Folio of Transferee		60	
Transferee's Name	MEENAKSHI		KASHYAP
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		18/01/2021	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10

Ledger Folio of Transferor		57	
Transferor's Name	ARUN	KUMAR	BANSAL
	Surname	middle name	first name
Ledger Folio of Transferee		61	
Transferee's Name	DIVYA		MOHAN
	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

Particulars	Number of units	Nominal value per unit	Total value
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

11,600,186,795

(ii) Net worth of the Company

-22,183,460,994.28

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	
	(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	166,666,500	100	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	166,666,500	100	0	0

Total number of shareholders (promoters)

10

(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)

0

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

10

**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	10	10
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	0	2	0	2	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	2	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	2	0	2	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	0	4	0	4	0	0

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

7

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SHRI RAJIV BANSAL	00245460	Nominee director	1	12/01/2022
SHRI SATYENDRA KU	07728790	Nominee director	0	
SHRI VIMLENDRA ANA	08701559	Nominee director	0	
MS. MEENAKSHI MALL	08524108	Nominee director	1	12/01/2022
SHRI SUBRAMANIAN S	AAMPS0670E	CEO	0	31/05/2021
SHRI KAPIL ASERI	AACPA4759Q	CFO	0	09/11/2021
SHRI GAGAN BATRA	AHJPB1471C	Company Secretar	0	09/11/2021

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

5

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)
Shri VINOD SHANKER	07346490	Nominee director	11/09/2020	CESSATION
MS. MEENAKSHI MALL	08524108	Nominee director	11/09/2020	APPOINTMENT
SHRI ARUN KUMAR BA	AAEPB2568G	CEO	01/11/2020	APPOINTMENT
SHRI ARUN KUMAR BA	AAEPB2568G	CEO	31/12/2020	CESSATION
SHRI SUBRAMANIAN S	AAMPS0670E	CEO	01/01/2021	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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EGM	13/07/2020	10	5	99.99
15 AGM	29/12/2020	10	7	99.99
Adj. 15 AGM	23/02/2021	10	8	99.99

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/07/2020	4	4	100
2	27/08/2020	4	4	100
3	28/10/2020	4	4	100
4	18/11/2020	4	4	100
5	07/12/2020	4	4	100
6	16/02/2021	4	3	75
7	30/03/2021	4	4	100

C. COMMITTEE MEETINGS

Number of meetings held

7

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	21/07/2020	3	3	100
2	AUDIT	27/08/2020	3	3	100
3	AUDIT	28/10/2020	2	2	100
4	AUDIT	18/11/2020	3	3	100
5	AUDIT	07/12/2020	3	3	100
6	AUDIT	16/02/2021	3	3	100
7	AUDIT	30/03/2021	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	13/12/2021
								(Y/N/NA)
1	SHRI RAJIV B	7	7	100	4	4	100	Yes
2	SHRI SATYEN	7	7	100	7	7	100	Yes
3	SHRI VIMLEN	7	6	85.71	7	7	100	Yes
4	MS. MEENAK	5	5	100	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

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Hajib Raghava	CEO	1,627,665				1,627,665
2	Shri Arun Kumar Ba	CEO	1,620,095			6,000	1,626,095
3	Shri Subramanian S	CEO	880,344			8,100	888,444
4	Shri Kapil Aseri	CFO	2,306,614			21,600	2,328,214
	Total		6,434,718			35,700	6,470,418

Number of other directors whose remuneration details to be entered

0

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

JIWAN PARKASH SAINI (J.P. SAINI & ASSOCIATES)

Whether associate or fellow

Associate Fellow

Certificate of practice number

2100

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

Vikram Digitally signed by
Vikram Dev Dutt
Dev Dutt Date: 2022.03.23
14:58:16 +05'30'

DIN of the director

To be digitally signed by

SAKSHI Digitally signed by
SAKSHI MEHTA
MEHTA Date: 2022.03.23
14:52:15 +05'30'

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

List of attachments

List of Shareholders as on 31032021.pdf
Approval letter for extension of AGM 2020
Form MGT 8 AIESL 31032021.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



AI ENGINEERING SERVICES LIMITED

(Formerly known as Air-India Engineering Services Limited)

Regd. Office: 113, Gurudwara Rakabganj Road, New Delhi-110001, India

CIN: U74210DL2004GOI125114

List of Shareholders of AI Engineering Services Limited (AIESL) as on 31.03.2021

S. No.	Name	Number of Equity Shares held	Percentage Shareholding (%)
1.	Air India Ltd.	16,66,66,491	99.99
2.	Shri Rajiv Bansal	1	0.01
3.	Shri Vinod Hejmadi	1	0.01
4.	Smt. S.K Singh	1	0.01
5.	Smt. Amrita Sharan	1	0.01
6.	Ms. Meenakshi Mallik	1	0.01
7.	Smt. Meenakshi Kashyap	1	0.01
8.	Smt. Kalpana Rao	1	0.01
9.	Shri Nirbhik Narang	1	0.01
10.	Smt. Divya Mohan	1	0.01

Note 1: The entire equity share capital of AIESL is held by Air India Ltd., a Government of India Company, through its nominees who hold one share each as on 31.03.2021.

Note 2: The above status is as on closure of FY 2020-21 i.e., as on 31.03.2021.



सत्यमेव जयते

GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies
4th Floor, IFCI Tower 61, New Delhi, Delhi, India, 110019

DATED : 20-09-2021

IN THE MATTER OF M/S AI ENGINEERING SERVICES LIMITED CIN U74210DL2004GOI125114

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2021 and the Annual general meeting of the company is due to be held on 30-09-2021 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN T43661867 on 16-09-2021 requesting for an extension of time for the purpose of holding AGM on the following grounds

Extension of AGM is allowed for three months.

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 3 months 0 days is considered.

ORDER

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 3 months 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.



Yours faithfully,
KAMNA SHARMA
DROC
Registrar of Companies
RoC - Delhi

Mailing Address as per record available in Registrar of Companies office:

AI ENGINEERING SERVICES LIMITED
AIRLINES HOUSE, 113 GURUDWARA RAKABGANJ ROAD, NEW DELHI,
Delhi, India, 110001



Note: This letter is to be generated only when the application is approved by RoC office

CERTIFICATE IN 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]

We have examined the registers, records and books and papers of **AI ENGINEERING SERVICES LIMITED** (the Company) having its registered office at Airlines House, 113, Gurudwara Road, New Delhi-110001 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, 2021. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company 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 therefor;
3. filing of forms and returns as stated in the annual return, with the Registrar of Companies Regional Director, Central Government, the Tribunal Court or other authorities is within the prescribed time. Delay in filing of some e-forms with ROC was noted but the same was regulated on payment of additional fees by the company;
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 , if any, have been properly recorded in the Minute Book/ registers maintained for the purpose and the same have been signed except the following :

a) The annual accounts of the company relating to FY 2019-20 were adopted by members in adjourned AGM on Feb 23, 2021.

5. closure of Register of Members/ Security holders, as the case may be.
6. advances/ loans to its directors and/ or persons or firms or companies referred in section 185 of the Act, if any ;
7. contracts/ arrangements with related parties as specified in section 188 of the Act; (First and Second proviso of Section 188 shall not apply to -
 - a. A Government Company in respect of contracts or arrangements entered into by it with any other Government company;
 - b. A Government Company, other than a listed company, in respect of contracts or arrangements other than those referred to in clause (a), in case such company obtains

approval of the Ministry or Department of the Central Government which is administratively in charge of the company, or, as the case may be, the State Government before entering into such contract or arrangement, Vide Notification No. [G.S.R463\(E\)](#) Dated 5th June, 2015.

8. issue or allotment or transferor/ 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'.
10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section125 of the Act; (No dividend is declared or paid by the company as applicable to IEPF under the Act)
11. signing of audited financial statement as per the provisions of section134 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 except the following;

a) The company did not have any woman Director during the period till 10.09.2020 in its Board of directors.

b) Company has not appointed Independent directors pursuant to sub section 4& 5 of section 149 of Companies Act, 2013, hence no meeting of independent directors could be held during the period under audit. Since, the company has not appointed independent directors, the company has not complied with the provisions of section 177(2) and 178 of Companies Act, 2013 read with Rule 6 of Companies (Meetings of Board and its Power) Rules, 2014 as regard the appointment of Independent directors in composition of the Audit Committee.

c) Company has not constituted Remuneration and Nomination Committee of the Board pursuant to 178of Companies Act, 2013 read with Rule 6 of Companies (Meetings of Board and its Power) Rules, 2014 as it meets the prescribe criteria as mentioned in Rule 6.

However, the Company being a wholly owned subsidiary of Air India as at 31st March, 2021, is exempted from the requirement of appointing Independent Director and constitution of Nomination and Remuneration Committee under the Companies Act, 2013, vide MCA Notifications dated 05th July, 2017 and 13th July, 2017 respectively.

(d)Risk Management Policy:

Provisions of Section 134(3)(n) of Companies Act, 2013 provides that there shall be attached to financial statements laid before a company in general meeting, a report by its Board of Directors, which shall include—

a statement indicating development and implementation of a risk management policy for the company including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the company.

The Company has to comply the provision relating to development of Risk Management Policy.

13. Statutory auditors have been appointed by CAG under the provisions of section 139 of the Act as the company is a government company;
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 Act, if any;
15. acceptance/ renewal/ repayment of deposits; (Not applicable)
16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect.

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. ; (Section 186 shall not apply to following Government Companies Vide Notification No. G.S.R.463(E) Dated 5th June, 2015 :-

a Government company, other than a listed company, in case such company obtains approval of the Ministry or Department of the Central Government which is administratively in charge of the company, or, as the case may be, the State Government before making any loan or giving any guarantee or providing any security or making any investment under the section).

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



Signature
Jiwan Parkash Saini
J P Saini & Associates
Company Secretary
M. No. : F 3671
C.P. No. : 2100

Date: Feb 23, 2022
UDIN: **F003671C002681962**

Place: New Delhi

Note: The qualification, reservation or adverse remarks; if any, has been stated at the relevant place(s).