

# FORM NO. MGT-7

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



सत्यमेव जयते

# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

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

L65100MH1987PLC374824

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACG6725H

(ii) (a) Name of the company

GFL LIMITED

(b) Registered office address

7th Floor, Ceejay House, Dr. Annie Besant Road, Worli, NA  
Mumbai  
Mumbai City  
Maharashtra  
400018

(c) \*e-mail ID of the company

divya.shrimali@inoxgroup.com

(d) \*Telephone number with STD code

02240323851

(e) Website

<https://www.gfllimited.co.in/>

(iii) Date of Incorporation

04/02/1987

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

(v) Whether company is having share capital

Yes  No

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

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited (BSE)	1
2	National Stock Exchange of India Limited (NSE)	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

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

(f) Specify the reasons for not holding the same

AGM will be held on 27th September, 2023

## 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	K	Financial and insurance Service	K8	Other financial activities	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	INOX INFRASTRUCTURE LIMITED	U45200MH2007PLC374004	Subsidiary	100
2	PVR INOX LIMITED	L74899MH1995PLC387971	Associate	16.16

#### 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	200,000,000	109,850,000	109,850,000	109,850,000
Total amount of equity shares (in Rupees)	200,000,000	109,850,000	109,850,000	109,850,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	200,000,000	109,850,000	109,850,000	109,850,000
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	200,000,000	109,850,000	109,850,000	109,850,000

###### (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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	753,100	109,096,900	109850000	109,850,000	109,850,000	
<b>Increase during the year</b>	0	100,100	100100	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		100,100	100100			
Dematerialization of shares held in physical form						
<b>Decrease during the year</b>	100,100	0	100100	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	100,100		100100			
Dematerialization of shares held in physical form						
<b>At the end of the year</b>	653,000	109,197,000	109850000	109,850,000	109,850,000	
<b>Preference shares</b>						

<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE538A01037

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

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text" value="26/09/2022"/>
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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

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
------------------	----------------------	--

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			
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
<b>Total</b>			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
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>					

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

**(i) Turnover**

32,243,000

**(ii) Net worth of the Company**

26,358,566,000

**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	70,518,121	64.19	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)	4,974,490	4.53	0	
10.	Others	0	0	0	
	<b>Total</b>	75,492,611	68.72	0	0

**Total number of shareholders (promoters)**

6

**(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	21,040,509	19.15	0	
	(ii) Non-resident Indian (NRI)	703,156	0.64	0	
	(iii) Foreign national (other than NRI)	334	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	100	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	1,000	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	3,865,477	3.52	0	
7.	Mutual funds	2,254,803	2.05	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	5,086,809	4.63	0	
10.	Others IEPF,NBFC,HUF,Clearing,LLF	1,405,201	1.28	0	
	<b>Total</b>	34,357,389	31.27	0	0

**Total number of shareholders (other than promoters)**

22,331

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

22,337

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

13

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CC&L Q EMERGIN	STANDARD CHARTERED BANK SEC			13,134	0.01
CC& L Q GLOBAL EQU	DEUTSCHE BANK AG, DB HOUSE H			17,469	0.02
BNS ASIA LIMITED	HSBC SECURITIES SERVICES 11TH F			256,232	0.23
CC&L Q GLOBAL S	STANDARD CHARTERED BANK SEC			6,266	0.01

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
BAVARIA INDUSTRIES	KOTAK MAHINDRA BANK LIMITED			760,646	0.69
CC&L Q INTERNA	DEUTSCHE BANK AG, DB HOUSE H			2,187	0
DOORDARSHI INDIA F	TOWER 3 WING B KOHINOOR CITY			110,652	0.1
PREMIER INVESTMENT	C/O KOTAK MAHINDRA BANK LIMI			2,409,867	2.19
CC & L Q GROUP GLOE	DEUTSCHE BANK AG, DB HOUSE H			11,207	0.01
SOCIETE GENERALE	SBI SG GLOBAL SECURITIES SERVIC			304	0
UBS FUND MANAGEM	STANDARD CHARTERED BANK Sec			43,249	0.04
CC&L Q INTERNA	STANDARD CHARTERED BANK SEC			3,760	0
GOVERNMENT PENSIC	CITIBANK N.A. CUSTODY SERVICES			230,504	0.22

**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	14	6
Members (other than promoters)	21,540	22,331
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
<b>A. Promoter</b>	1	2	1	2	0.02	55.66
<b>B. Non-Promoter</b>	0	3	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	3	0	0
<b>C. Nominee Directors representing</b>	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	5	1	5	0.02	55.66

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

9

**(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)
DEVENDRA KUMAR JAIN	00029782	Managing Director	20,100	
PAVAN KUMAR JAIN	00030098	Director	46,308,012	
SIDDHARTH JAIN	00030202	Director	14,827,953	
SHANTI PRASHAD JAIN	00023379	Director	2,000	
VANITA BHARGAVA	07156852	Director	0	
SHASHI KISHORE JAIN	00443861	Director	0	
DEVENDRA KUMAR JAIN	AAAPJ4761D	CEO	20,100	
MUKESH PATNI	AAGPP5806K	CFO	0	
DIVYA SHRIMALI	EMDPS5805Q	Company Secretary	0	

**(ii) Particulars of change in director(s) 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)
MUKESH PATNI	AAGPP5806K	CFO	31/03/2023	Cessation
BHAVI SHAH	BPKPS0047D	Company Secretary	10/06/2022	Cessation
DIVYA SHRIMALI	EMDPS5805Q	Company Secretary	11/06/2022	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	26/09/2022	21,762	54	15.68

**B. BOARD MEETINGS**

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	06/05/2022	6	5	83.33
2	08/06/2022	6	4	66.67
3	05/08/2022	6	6	100
4	03/11/2022	6	6	100
5	01/02/2023	6	4	66.67

**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	06/05/2022	4	4	100
2	Audit Committee	08/06/2022	4	4	100
3	Audit Committee	05/08/2022	4	4	100
4	Audit Committee	03/11/2022	4	4	100
5	Audit Committee	01/02/2023	4	3	75
6	Stakeholder Relations	03/11/2022	3	2	66.67
7	Nomination and Remuneration	08/06/2022	3	2	66.67
8	Risk Management	11/07/2022	3	2	66.67
9	Risk Management	06/01/2023	3	2	66.67
10	Corporate Social Responsibility	05/08/2022	3	2	66.67

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	DEVENDRA K	5	4	80	9	8	88.89	
2	PAVAN KUMA	5	3	60	6	1	16.67	
3	SIDDHARTH J	5	3	60	1	1	100	
4	SHANTI PRAS	5	5	100	11	10	90.91	
5	VANITA BHAF	5	5	100	6	6	100	
6	SHASHI KISH	5	5	100	5	5	100	

**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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mukesh Patni	CFO	7,531,881	0	0	0	7,531,881
2	Bhavi Shah	Company Secre +	223,288	0	0	0	223,288
3	Divya Shrimali	Company Secre +	721,141	0	0	0	721,141
	Total		8,476,310	0	0	0	8,476,310

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PAVAN KUMAR JA +	Non- Executive +	60,000	0	0	0	60,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	SIDDHARTH JAIN	Non- Executive Dir	60,000	0	0	0	60,000
3	SHANTI PRASHAD	Independent Dir	220,000	0	0	0	220,000
4	VANITA BHARGAVA	Independent Dir	220,000	0	0	0	220,000
5	SHASHI KISHORE	Independent Dir	220,000	0	0	0	220,000
	Total		780,000	0	0	0	780,000

#### 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

(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

Dhrumil M. Shah

Whether associate or fellow

Associate  Fellow

Certificate of practice number

8978

**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

DIN of the director

**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 Attachment(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

GFL Limited_MGT7_SSH-C.pdf
GFL Limited_MGT7_SHT.pdf
GFL Limited_MGT7_FII FPI Details.pdf
GFL Limited _Committee Meetings FY 202

**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**



**GFL Limited****Committee Meetings held during Financial Year 2022-23**

Sr.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	06-05-2022	4	4	100
2	Audit Committee	08-06-2022	4	4	100
3	Audit Committee	05-08-2022	4	4	100
4	Audit Committee	03-11-2022	4	4	100
5	Audit Committee	01-02-2023	4	3	75
6	Stakeholder Relationship Committee	03-11-2022	3	2	66.67
7	Nomination and Remuneration Committee	08-06-2022	3	2	66.67
8	Risk Management Committee	11-07-2022	3	2	66.67
9	Risk Management Committee	06-01-2023	3	2	66.67
10	Corporate Social Responsibility Committee	05-08-2022	3	2	66.67
11	Corporate Social Responsibility Committee	06-12-2022	3	2	66.67

For GFL Limited



Divya Shrimali

Company Secretary

Membership No.A45803

Address: Flat No-06 Plot No 108/1 Namrata Park, Cuf Nagar, Near Birmole Hospital, Panvel, MH - 410206

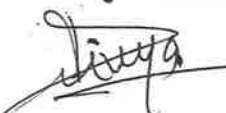


**GFL Limited**

**Details in respect of shares held by or on behalf of the FIs/ FPIs.**

Sr. No	Name Of FI/FPI	FI/FPI	Folio No/DP Id	Pan No.	Address	Country Of Incorporation	Regn. No. with SEBI / RBI	No. of Share	% of share holding
1	CC&L Q EMERGING MARKETS EQUITY FUND	FPI	IN30152430049602	AABTC7446B	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001		INCAFP153415/ NA	13134	0.012
2	CC& L Q GLOBAL EQUITY FUND	FPI	IN30016710141503	AABTC7448R	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001		INCAFP073217/NA.	17469	0.0159
3	BNS ASIA LIMITED	FPI	IN30014210541516	AACCT1805H	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI 400063		INSGFP176215/A.P.(DIR SERIES) CIRCULAR NO. 112	256232	0.2333
4	CC&L Q GLOBAL SMALL CAP EQUITY FUND	FPI	IN30152430054171	AACTC9839K	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 M.G. ROAD FORT, MUMBAI 400001		INCAFP097921/ NA	6266	0.0057
5	BAVARIA INDUSTRIES GROUP AG	FPI	IN30317320238372	AAICB3913A	KOTAK MAHINDRA BANK LIMITED KOTAK INFINITI BLDG N. 21 2ND FLR ZONE I CUSTODY SERVS INFINITY PARK GEN A.K.VAIDYA MARG MALAD E MUMBAI 400097		INGEFP006720/ NA	760646	0.6924
6	CC&L Q INTERNATIONAL EQUITY FUND	FPI	IN30016710141511	AABTC7445C	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001		INCAFP073617/NA.	2187	0.002
7	DOORDARSHI INDIA FUND LP .	FPI	IN30371911093321	AAAFD2556L	TOWER 3 WING B KOHINOOR CITY MALL KOHINOOR CITY KIROL ROAD KURLA WEST MUMBAI 400070		INUSFP019721/ NA	110652	0.1007
8	PREMIER INVESTMENT FUND LIMITED	FPI	IN30317320000220	AACCP9387L	C/O KOTAK MAHINDRA BANK LIMITED KOTAK INFINITI, BLDG.NO.21, 6TH FLR ZONE IV,CUSTODY SERVS, INFINITY PARK GEN, AK VAIDYA MARG, MALAD E, MUMBAI 400097		INMUFP067016/.	2409867	2.1938
9	CC & L Q GROUP GLOBAL EQUITY FUND	FPI	IN30016710143046	AABTC7447A	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001		INCAFP133117/NA	11207	0.0102
10	SOCIETE GENERALE	FPI	IN30378610000836	AABCS7484C	SBI SG GLOBAL SECURITIES SERVICES PL JEEVAN SEVA ANNEXE BUILDING, A WING GR FLOOR, S V ROAD SANTACRUZ WEST, MUMBAI 400054		INFRFP020917/A.P.(DIR SERIES) CIRCULAR NO 53	304	0.0003
11	UBS FUND MANAGEMENT (SWITZERLAND) AG ON BEHALF OF SIHL INSTITUTIONAL FUND - AKTIEN EMERGING MARKETS.	FPI	IN30152430035748	AAAAU2392J	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI 400001		INCHFP052214/.	43249	0.0394
12	CC&L Q INTERNATIONAL SMALL CAP EQUITY FUND	FPI	IN30152430054106	AACTC9790M	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 M.G. ROAD FORT, MUMBAI 400001		INCAFP098021/ NA	3760	0.0034
13	GOVERNMENT PENSION FUND GLOBAL	FPI	IN30005410076881	AACCN1454E	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098		IN-NO-FP-1305-16/NA	230504	0.2098

GENERATED ON : 08/08/2023

  
**Certified True Copy**  
**For GFL Limited**  
**GFL LIMITED**  
 Company Secretary

Ref No: \_\_\_\_\_/2023-24

**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]*

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**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and papers of **GFL LIMITED** (“the Company”) as required to be maintained under the Companies Act, 2013 (“the Act”) and the rules made thereunder for the financial year ended on **31<sup>st</sup> March, 2023**. 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/or 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. The Company has maintained registers/records & made entries therein within the time prescribed therefor.
  3. The Company has filed forms and returns with the Registrar of Companies and/or other authorities within the prescribed time;
  4. The Company has called and convened the meetings of Board of Directors, its committees and the meetings of the members of the Company on due dates as stated in the annual return in respect of which proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed.
  5. The Company was not required to close its Register of Members during the financial year 2022-23.
  6. The Company has not given any advances/loans to its directors and/or persons or firms or Companies referred in Section 185 of the Act;
  7. The Company has complied with provisions of Section 188 relating to the contracts/ arrangements entered with related parties.
  8. During the financial year:
    - a. The Company has neither issued nor allotted any securities during the year.
    - b. The Company had received requests for transmission and transfer of shares and the same were processed within prescribed time, except those rejected on technical grounds.

- c. The Company has received requests for issue of duplicate share certificate(s) and the same was duly complied as per the Act.
  - d. The Company has not done any buy back of securities or alteration or reduction of share capital or conversion of shares or securities. The Company has not issued any preference shares or debentures.
9. The Company was not required to keep in abeyance the rights to dividend pending registration of transfer of shares.
10. During the financial year:
  - a. The company has not declared dividend.
  - b. The company has transferred unpaid/unclaimed dividend amounts to the Investor Education and Protection Fund in accordance with Section 125 of the Act.
11. The Company has complied with the signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
12. During the financial year:
  - a. The Board of Directors of the Company were duly constituted.
  - b. No changes in the composition of the Board of Directors took place.
  - c. Necessary disclosures have been given by Directors.
  - d. provisions relating to remuneration and sitting fees paid to the Directors and Key Managerial personnel were duly complied.
13. The Company has complied with the appointment of auditors as per the provisions of Section 139 of the Act;
14. The Company was not required to take any approval from Central Government, Tribunal, Registrar, Court or such other authorities under the various provisions of the Act;
15. The Company has not accepted any amount which comes under purview of the term "Deposit" as per Companies (Acceptance of Deposit) Rules, 2014 during the financial year 2022-23;
16. The company has borrowed funds from its Directors and Banks and complied with the provisions of the Act including creation / modification and satisfaction of charges wherever applicable.
17. The Company has complied with the provisions of Section 186 of the Act;

18. The Company has not altered the provisions of the Memorandum and/ or Articles of Association of the Company.

**For Dhrumil M. Shah & Co. LLP  
Practicing Company Secretaries  
ICSI URN: L2023MH013400  
PRN: 3147/2023**

**Place: Mumbai  
Date: \_\_\_\_\_, 2023**

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**Dhrumil M. Shah  
Partner  
FCS 8021 | CP 8978  
UDIN:**