

# 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	<input type="text" value="L74950MH1982PLC028947"/>	<input type="button" value="Pre-fill"/>						
Global Location Number (GLN) of the company	<input type="text"/>							
* Permanent Account Number (PAN) of the company	<input type="text" value="AAACE1568L"/>							
(ii) (a) Name of the company	<input type="text" value="EPL LIMITED"/>							
(b) Registered office address	<input type="text" value="P.O.VASIND TALUKA SHAHAPUR,&lt;br/&gt;THANE&lt;br/&gt;Maharashtra&lt;br/&gt;421604&lt;br/&gt;India"/>							
(c) *e-mail ID of the company	<input type="text" value="complianceofficer@eplglobal.c"/>							
(d) *Telephone number with STD code	<input type="text" value="02224819000"/>							
(e) Website	<input type="text" value="www.eplglobal.com"/>							
(iii) Date of Incorporation	<input type="text" value="22/12/1982"/>							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Public Company</td><td>Company limited by shares</td><td>Subsidiary of Foreign Company</td></tr></tbody></table>		Type of the Company	Category of the Company	Sub-category of the Company	Public Company	Company limited by shares	Subsidiary of Foreign Company
Type of the Company	Category of the Company	Sub-category of the Company						
Public Company	Company limited by shares	Subsidiary of Foreign Company						
(v) Whether company is having share capital	<input checked="" type="radio"/> Yes	<input type="radio"/> No						
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes	<input type="radio"/> No						

(a) Details of stock exchanges where shares are listed

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

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD  
SAKINAKA

(vii) \*Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM 04/08/2022

(b) Due date of AGM 30/09/2022

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	100

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

\*No. of Companies for which information is to be given 20

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Epsilon Bidco Pte. Ltd.		Holding	51.91
2	EPL America, LLC		Subsidiary	100

3	Lamitube Technologies Limite		Subsidiary	100
4	Lamitube Technologies (Cypru		Subsidiary	100
5	EPL Packaging (Guangzhou) Li		Subsidiary	100
6	EPL Propack Philippines, Inc		Subsidiary	100
7	MTL De Panama S.A.		Subsidiary	100
8	EPL Propack UK Limited		Subsidiary	100
9	EPL Propack DE Mexico, S.A. De		Subsidiary	100
10	Tubopack de Colombia S.A.S.		Subsidiary	100
11	Laminate Packaging Colombia		Subsidiary	100
12	EPL Propack LLC		Subsidiary	100
13	EPL MISR for Advanced Packag		Subsidiary	75
14	EPL Poland sp. z o.o.		Subsidiary	100
15	Arista Tubes Inc		Subsidiary	100
16	EPL Packaging (Jiangsu) Limite		Subsidiary	100
17	EPL Deutschland GmbH & Co. l		Subsidiary	100
18	EPL Deutschland Management		Subsidiary	100
19	Creative Stylo Packs Private Li		Subsidiary	72.46
20	P.T. Lamipak Primula		Associate	30

#### 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	350,000,000	315,927,799	315,870,679	315,870,679
Total amount of equity shares (in Rupees)	700,000,000	631,855,598	631,741,358	631,741,358

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	350,000,000	315,927,799	315,870,679	315,870,679
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	700,000,000	631,855,598	631,741,358	631,741,358

**(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>	1,691,802	313,873,805	315565607	631,131,214	631,131,214	
<b>Increase during the year</b>	0	305,072	305072	906,132	906,132	48,506,448
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	305,072	305072	610,144	610,144	48,506,448
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				295,988	295,988	0
Demat shares increased						
<b>Decrease during the year</b>	0	0	0	295,988	295,988	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				295,988	295,988	
Physical shares decreased						
<b>At the end of the year</b>	1,691,802	314,178,877	315870679	631,741,358	631,741,358	

### Preference shares

<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

INE255A01020

(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"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
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"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input 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)

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

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee

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	500	1000000	500,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			500,000,000

**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	500,000,000	0	0	500,000,000
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**

9,811,242,495

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

7,926,361,737

**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	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 (Foreign Company)	163,973,866	51.91	0	
	<b>Total</b>	163,973,866	51.91	0	0

**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	28,193,907	8.93	0	
	(ii) Non-resident Indian (NRI)	1,839,580	0.58	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	19,022,391	6.02	0	
4.	Banks	12,236	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	46,039,177	14.58	0	
7.	Mutual funds	24,381,639	7.72	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	6,442,032	2.04	0	
10.	Others (Alternate Investment Func	25,965,851	8.22	0	

	<b>Total</b>	151,896,813	48.09	0	0
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**Total number of shareholders (other than promoters)**

63,934

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

63,935

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

110

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
SEI GLOBAL MASTER F	CITIBANK N.A. CUSTODY SERVICES			275,433	0.09
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			171,552	0.05
EMERGING MARKETS (	CITIBANK N.A. CUSTODY SERVICES			294,704	0.09
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			36,772	0.01
NATIONAL RAILROAD	CITIBANK N.A. CUSTODY SERVICES			393,561	0.12
UTAH STATE RETIREM	CITIBANK N.A. CUSTODY SERVICES			5,213	0
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES			4,123	0
NORTHERN TRUST CO	CITIBANK N.A. CUSTODY SERVICES			5,238	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			45,190	0.01
EP EMERGING MARKE	CITIBANK N.A. CUSTODY SERVICES			639,575	0.2
WORLD EX U.S. TARGE	CITIBANK N.A. CUSTODY SERVICES			18,871	0.01
WORLD EX U.S. CORE I	CITIBANK N.A. CUSTODY SERVICES			13,454	0
GOVERNMENT PENSIC	CITIBANK N.A. CUSTODY SERVICES			8,473,160	2.68
DALTON INDIA (MAST	CITIBANK N.A. CUSTODY SERVICES			316,446	0.1
NEUBERGER BERMAN	CITIBANK N.A. CUSTODY SERVICES			731,183	0.23
JOHN HANCOCK FUNI	CITIBANK N.A. CUSTODY SERVICES			5,314	0
HOSTPLUS POOLED S	CITIBANK N.A. CUSTODY SERVICES			1,113,581	0.35
QIC INTERNATIONAL E	CITIBANK N.A. CUSTODY SERVICES			862	0
NORTHERN TRUST CO	CITIBANK N.A. CUSTODY SERVICES			119,639	0.04
THE UNITE PENSION S	CITIBANK N.A. CUSTODY SERVICES			194,940	0.06

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
FIAM GROUP TRUST F	CITIBANK N.A. CUSTODY SERVICES			127,362	0.04
NEUBERGER BERMAN	CITIBANK N.A. CUSTODY SERVICES			1,833,318	0.58
JANA EMERGING MAR	CITIBANK N.A. CUSTODY SERVICES			376,322	0.12
DELA DEPOSITARY & A	CITIBANK N.A. CUSTODY SERVICES			14,384	0.05
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			47,792	0.01

**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)	52,649	63,934
Debenture holders	1	1

**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>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	1	8	1	7	0	0
(i) Non-Independent	1	5	1	4	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	8	1	7	0	0
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**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date** 11

**(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)
Mr. Amit Dixit	01798942	Director	0	
Mr. Animesh Agrawal	08538625	Director	0	
Mr. Aniket Damle	08538557	Director	0	
Mr. Anand Kripalu	00118324	Managing Director	0	
Mr. Anand Kripalu	AAAPK9657R	CEO	0	
Mr. Davinder Singh Brai	00068502	Director	0	
Mrs. Sharmila Abhay Ka	05018751	Director	0	
Mr. Uwe Ferdinand Roh	05225437	Director	0	
Mr. Dhaval Buch	00106813	Director	0	
Mr. Parag Kirtikumar Sh	AAKPS2651R	CFO	0	
Mr. Suresh Savaliya	AVHPS2093R	Company Secretar	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year** 9

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)
Mr. Qi Yang	08538615	Director	19/04/2021	Cessation
Mr. Amit Jain	06917608	Director	26/04/2021	Cessation
Mr. Dhaval Buch	00106813	Additional director	19/04/2021	Appointment
Mr. Sudhanshu Vats	05234702	Managing Director	31/08/2021	Cessation
Mr. Sudhanshu Vats	AAIPV1080F	CEO	31/08/2021	Cessation
Mr. Anand Kripalu	00118324	Additional director	18/08/2021	Appointment
Mr. Anand Kripalu	AAAPK9657R	CEO	18/08/2021	Appointment
Mr. Anand Kripalu	00118324	Managing Director	18/08/2021	Change in Designation
Mr. Dhaval Buch	00106813	Director	04/08/2021	Change in Designation

## 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

2

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	04/08/2021	53,809	67	60.62
NCLT Convened Meeting	05/01/2022	59,650	49	59.99

### 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	19/04/2021	10	8	80
2	20/05/2021	8	8	100
3	02/07/2021	8	7	87.5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	29/07/2021	8	8	100
5	10/11/2021	8	8	100
6	09/02/2022	8	8	100
7	29/03/2022	8	8	100

### C. COMMITTEE MEETINGS

Number of meetings held

17

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	03/05/2021	3	3	100
2	Audit Committee	20/05/2021	3	3	100
3	Audit Committee	29/07/2021	3	3	100
4	Audit Committee	10/11/2021	3	3	100
5	Audit Committee	09/02/2022	3	3	100
6	Audit Committee	15/03/2022	3	3	100
7	Stakeholders' Meeting	29/07/2021	3	3	100
8	Nomination and Remuneration Committee	20/05/2021	4	3	75
9	Nomination and Remuneration Committee	02/07/2021	4	4	100
10	Nomination and Remuneration Committee	29/07/2021	4	4	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	04/08/2022
								(Y/N/NA)
1	Mr. Amit Dixit	7	7	100	5	4	80	No
2	Mr. Animesh A	7	7	100	12	12	100	Yes

3	Mr. Aniket Dar	7	6	85.71	5	5	100	Yes
4	Mr. Anand Krip	3	3	100	2	1	50	Yes
5	Mr. Davinder S	7	7	100	12	12	100	Yes
6	Mrs. Sharmila	7	7	100	7	7	100	Yes
7	Mr. Uwe Ferdi	7	7	100	7	6	85.71	Yes
8	Mr. Dhaval Bu	7	7	100	8	7	87.5	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Sudhanshu Vats	MD & CEO (upto	6,625,000	0	18,303,796	7,287,500	32,216,296
2	Mr. Anand Kripalu	MD & CEO (from	26,602,258	0	0	17,501,290	44,103,548
	Total		33,227,258	0	18,303,796	24,788,790	76,319,844

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	Mr. Parag Shah	CFO	21,960,962	0	0	4,517,922	26,478,884
2	Mr. Suresh Savaliya	Company Secre	5,055,190	0	0	1,785,518	6,840,708
	Total		27,016,152	0	0	6,303,440	33,319,592

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	Mr. Davinder Singh	Director	0	3,025,000	0	475,000	3,500,000
2	Mrs. Sharmila Abha	Director	0	2,150,000	0	350,000	2,500,000
3	Mr. Uwe Ferdinand	Director	0	2,175,000	0	325,000	2,500,000
	Total		0	7,350,000	0	1,150,000	8,500,000

**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

Dharmesh Zaveri

Whether associate or fellow

Associate  Fellow

Certificate of practice number

4363

**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

ANAND  
THIRUMALACHAR  
HAR KRIPALU  
Digitally signed by ANAND THIRUMALACHAR KRIPALU Date: 2022.08.22 20:44:08 +05'30'

DIN of the director

### To be digitally signed by

SURESH  
KANUBHAI  
SAVALIYA  
Digitally signed by SURESH KANUBHAI SAVALIYA Date: 2022.08.22 20:44:42 +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 31 March 2022-  
List of debentureholders as on 31 March 20  
List of FII's as on 31 March 2022.pdf  
Form No MGT- 8-EPL\_2022\_Signed.pdf  
Note to attach to MGT 7.pdf  
Annexure Details of Committee Meetings\_

**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**

22 August 2022

The Registrar of Companies,  
100, Everest,  
Marine Drive,  
Mumbai- 400002.

Dear Sir,

**Sub.: Clarification to Annual Return (Form MGT7) being filed for FY 2021-22.**

Please note the following clarifications in respect of the Annual Return (Form MGT7) being filed for FY 2021-22.

**1 Sr. No. VI (c) - Details of Foreign institutional investors' (FIIs) holding shares of the company**

A separate list with details of total 110 Foreign Institutional Investor (FIIs) and Foreign Portfolio Investment (FPIs) shareholders as an annexure is attached to the Form MGT7.

**2 Sr. No. VII - Number of Promoters, Members, Debenture Holders.**

Total number of debenture holders has been shown as 1 (one) in Form MGT7 as Axis Mutual Fund Trustee Limited, the debenture holder through its different schemes holds all the three Series (A, B & C) of total 500 NCDs under a Common PAN i.e. AACTA5925A. A separate statement showing list of the debenture holder is attached to Form MGT7.

**3 Sr. No. VIII B (i) - Details of directors and Key managerial personnel as on the closure of financial year.**

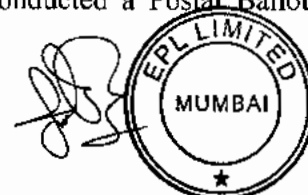
Mr. Parag Shah resigned from the services of the Company wef close business hours on 31 March 2022 and ceased to be the Chief Financial Officer and Key Managerial personnel of the Company.

Mr. Sudhanshu Vats resigned from the services of the Company wef close business hours on 31 August 2021 and ceased to be the Director, Managing Director, Chief Executive Officer and KMP of Company.

**4 Sr. No. IX - Meetings of Members / Class of Members / Board/ Committees of The Board of Directors**

**A. Members / Class / Requisitioned / NCLT / Court Convened Meetings**

Apart from holding the Annual General Meeting on 4 August 2021 and the NCLT convened meeting on 5 January 2022, the company also conducted a Postal Ballot through its Postal Ballot Notice dated 18 August 2021.



### C. Committee Meetings

A separate list with details of all the 17 meetings of the Committees held during FY 2021-22 is attached to Form MGT7.

#### 5 Sr. No. X - Remuneration of Directors and Key Managerial Personnel.

Sudhanshu Vats, former MD and CEO: He has exercised 290076 Vested Options on 24 August 2021 at exercise price of Rs. 161 per Option / Share, and the Company had allotted equal number of equity shares of face value of Rs. 2 each as fully paid-up on 25 August 2021. Based on fair market value as on relevant date as per Income Tax Act, the Company has determined Rs. 1,83,03,796 as perquisite value which is mentioned in the MGT7.

During the year 15,26,718 options granted to Mr. Anand Kripalu, Managing Director & CEO and KMP of the Company. Said Options will vest in phased manner over a period of five years as per the provisions of the Employees Stock Options Scheme 2022. There was no any vesting and exercise during and as at end of the financial year 2021-22 and therefore there was no any perquisite value determined.

42,982 Options granted to the Company Secretary during the FY21. Said Options have been Vested every year during period of five year. There was no any exercise during and as at end of the financial year 2021-22.

274809 Options granted to the Chief Financial Officer during the FY21. Said Options have been Vested every year during period of five year. Since the CFO has ceased as such wef 31 March 2022, appropriate effect will be given as per provisions of the Employees Stock Options Scheme 2022.

Kindly take the above clarifications on record.

Thanking you

Yours' faithfully  
For EPL Limited



Suresh Savaliya  
SVP - Legal & Company Secretary

