

# 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

L31100OR2016PLC025892

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AACCO3929R

(ii) (a) Name of the company

ORIENTELECTRICLIMITED

(b) Registered office address

UNITVIII,PLOTNO.7  
BHOINAGAR  
BHUBANESWAR  
Cuttack  
Orissa  
751012

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

hitesh.jain@orientelectric.com

(d) \*Telephone number with STD code

01140507000

(e) Website

www.orientelectric.com

(iii) Date of Incorporation

10/10/2016

(iv)(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	PublicCompany	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	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFINTECHNOLOGIESPRIVATELIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,  
Financial District, Nanakramguda, Serilingampally

(vii) \*Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM 29/07/2021

(b) Due date of AGM 30/09/2021

(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	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment, Transport equipment	100

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

\*No. of Companies for which information is to be given 0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

## 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	250,000,000	212,185,502	212,185,502	212,185,502
Total amount of equity shares (in Rupees)	250,000,000	212,185,502	212,185,502	212,185,502

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY SHARES</b>				
Number of equity shares	250,000,000	212,185,502	212,185,502	212,185,502
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	250,000,000	212,185,502	212,185,502	212,185,502

**(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
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	1,131,771	211,053,731	212,185,502	212,185,502	212,185,502	

<b>Increase during the year</b>	0	7,905	7905	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	7,905	7905	0	0	
<b>Total Shares Dematted during the year</b>						
<b>Decrease during the year</b>	7,905	0	7905	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	7,905	0	7905	0	0	
<b>Total Shares Dematted during the year</b>						
<b>At the end of the year</b>	1,123,866	211,061,636	212185502	212,185,502	212,185,502	
<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				0	0	
<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				0	0	
NA						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE142Z01019

**(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			
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

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**

20,326,039,604.63

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

4,556,593,586.88

**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	7,474,945	3.52	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)	74,258,349	35	0	
10.	Others	0	0	0	
	<b>Total</b>	81,733,294	38.52	0	0

**Total number of shareholders (promoters)**

17

**(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	24,385,087	11.49	0	
	(ii) Non-resident Indian (NRI)	1,301,196	0.61	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	1,438,931	0.68	0	
4.	Banks	151,960	0.07	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	19,577,419	9.23	0	
7.	Mutual funds	43,521,218	20.51	0	



8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	8,629,665	4.07	0	
10.	Others ALTERNATE INVESTMENT FUND	31,446,732	14.82	0	
	<b>Total</b>	130,452,208	61.48	0	0

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

46,190

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

46,207

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

111

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
VANGUARD EMERGING	100 VANGUARD BOULEVARD MAL			1,898,504	0.89
VANGUARD TOTAL INT	100 VANGUARD BOULEVARD MAL			1,707,530	0.8
AL MEHWAR COMMERC	DB HOUSE HAZARIMALSOMANI M			1,500,324	0.71
ASHOKA INDIA OPPOR	BLDG 3, NESCO - ITPARK NESCO			1,007,559	0.47
OMERS ADMINISTRAT	GBLOCK PLOT C-54 AND C-55, BKC			833,431	0.39
CAISSE DE DEPOT ET	TP DB HOUSE HAZARIMALSOMANI M			805,903	0.38
INDIA ACORN FUND LT	4th Floor 19 Bank Street Cybercity			756,588	0.36
ALPS/KOTAK INDIA GR	1290 BROADWAY SUITE 1100 DEN			680,679	0.32
VANGUARD FIDUCIAR	PARADIGM BMINDSPACE, MALAD			548,960	0.26
BNP PARIBAS ARBITR	NORTH AVENUE, MAKER MAXITY B			504,671	0.24
EAM EMERGING MARK	2711 Centerville Road Suite 400 W			488,600	0.23
RISING INDIA FOCUS	F4th Floor Ebene Skies Rue De L'Ins			451,360	0.21
GOVERNMENT PENSIO	O'Bankplassen 2 PO Box 1179 Sentr			445,000	0.21
ASHOKA INDIA EQUITY	INFINITY PARK GEN A.K. VAIDYA MA			403,310	0.19
FIDUCIAN INDIA FUND	LEVEL 4 1 YORK STREET SYDNEY N			379,297	0.18
VANGUARD FTSE ALL	100 VANGUARD BOULEVARD MAL			354,285	0.17
CALIFORNIA PUBLIC	400 Q STREET L PER ROOM 4800 SA			349,851	0.16

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
INTEGRATEDCOREST	'80 RAFFLESPLACEUOBPLAZA 2 1			321,702	0.15
SOCIETEGENERALE - OJEEVANSEVAEXTNBUILDINGSVR				274,763	0.13
ABSDIRECTEQUITYFU	23-25, MAHATMA GANDHI ROAD F			236,050	0.11
ISHARESINDIASCM	'IFSCOURTTWENTYEIGHTCYBERC			213,046	0.1
CITYOFNEWYORKGR	ONECENTRESTREETNEWYORK N			179,915	0.08
ACADIAN EMERGING M	260 FRANKLIN STREET BOSTON M			159,618	0.08
ISHARESCOREMSCIE	'JPMORGANHOUSEIFSCDUBLIN			159,064	0.07
KOTAKFUNDS-INDIA	'16BOULEVARD D'AVRANCHESL 1			129,317	0.06

**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	18	18
Members (other than promoters)	31,018	46,190
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>	0	1	0	1	0	1.61
<b>B. Non-Promoter</b>	1	4	1	4	0	0
(i) Non-Independent	1	1	1	1	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	1.61

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

**(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)
CHANDRA KANT BIRLA	00118473	Director	3,405,893	
DESH DEEPAK KHETRI	02362633	Director	0	
RAKESH INDERSAIN K	00266132	Managing Director	100	
RANGANATHAN ANAND	03091352	Director	0	
PRADEEP CHANDRA K	05345536	Director	0	
ALKA MAREZBAN BHA	00114067	Director	0	
SAIBAL SENGUPTA	<del>ATPSGP</del>	CFO	5,000	
HITESH KUMAR JAIN	<del>ASPIASH</del>	Company Secretary	2	

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

0

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)

**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 METIN	07/08/2020	39,667	84	47.44

**B. BOARD MEETINGS**

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/04/2020	6	6	100
2	01/06/2020	6	6	100
3	27/07/2020	6	6	100
4	28/10/2020	6	6	100
5	29/01/2021	6	5	83.33
6	24/03/2021	6	6	100

**C. COMMITTEE MEETINGS**

Number of meetings held

14

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	27/04/2020	4	4	100
2	Audit Committee	01/06/2020	4	4	100
3	Audit Committee	27/07/2020	4	4	100
4	Audit Committee	28/10/2020	4	4	100
5	Audit Committee	29/01/2021	4	3	75
6	Risk Management	01/06/2020	4	4	100
7	Risk Management	28/10/2020	4	4	100
8	Nomination & Remuneration	27/04/2020	4	4	100
9	Nomination & Remuneration	01/06/2020	4	4	100
10	Nomination & Remuneration	28/10/2020	4	3	75

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	29/07/2021
								(Y/N/NA)
1	CHANDRA KANT B	6	6	100	3	2	66.67	Yes
2	DESH DEEPA KH	6	6	100	12	12	100	Yes
3	RAKESH INDERSA	6	6	100	2	2	100	Yes
4	RANGANATHAN A	6	6	100	12	12	100	Yes
5	PRADEEP CHAND	6	6	100	11	11	100	Yes
6	ALKA MAREZ	6	5	83.33	12	10	83.33	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAKESH INDERSA	MANAGING DIR	30,176,109	0	0	3,130,764	33,306,873
	Total		30,176,109	0	0	3,130,764	33,306,873

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	SAIBAL SENGUPTA	CHIEF FINANCIAL	17,091,045	0	0	572,604	17,663,649
2	HITESH KUMAR JAIN	COMPANY SEC	3,668,357	0	0	148,116	3,816,473
	Total		20,759,402	0	0	720,720	21,480,122

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	CHANDRA KANT B	NON- EXECUTIVE	0	4,500,000	0	700,000	5,200,000
2	DESH DEEPA KH	NON- EXECUTIVE	0	2,250,000	0	1,550,000	3,800,000
3	RANGANATHAN A	INDEPENDENT	0	2,000,000	0	1,600,000	3,600,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
4	PRADEEP CHANDRIN	INDEPENDENT	0	1,700,000	0	1,550,000	3,250,000
5	ALKA MAREZBAN	INDEPENDENT	0	1,700,000	0	1,350,000	3,050,000
	Total		0	12,150,000	0	6,750,000	18,900,000

#### 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

(In case of 'No', submit the details separately through the method specified in instruction kit)

#### 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

Neelesh Kumar Jain

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

5233

**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

RAKESH  
INDERSAIN  
KHANNA  
Digitally signed by  
RAKESH INDERSAIN  
KHANNA  
Date: 2021.09.09  
16:54:31 +05'30'

DIN of the director

00266132

**To be digitally signed by**

HITESH  
KUMAR  
JAIN  
Digitally signed by  
HITESH KUMAR  
JAIN  
Date: 2021.09.09  
17:15:02 +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

Attach

Attach

Attach

Attach

**List of attachments**

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**

To,  
Registrar of Companies  
Ministry of Corporate Affairs

**Sub: Clarifications on certain details filled in Form MGT-7 for the financial year 2020-21**

Dear Sir,

We hereby wish to clarify the following details filled in Form MGT-7 for the financial year 2020-21:

**1. Point VI (a): Shareholding Pattern – Total Number of Shareholders (Promoters) and Point No. VII: Number of Promoters, Members, Debenture Holders**

One of the Promoter Group members named Hindusthan Charity Trust was not holding any shares of the Company as on March 31, 2021, but is part of the Promoter Group as per definition of Promoter as defined under Section 2(69) of Companies Act, 2013 and definition of Promoter Group as defined under Regulation 2(1)(zb) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

In Point VI(a) of the attached Form MGT-7, details of total number of shares held and the Total Number of Shareholders holding these shares (in Promoter category) to be filled. While in Point VII, the requirement is to fill the **Total Number of Promoter**, Members (Other than Promoters), and Debenture Holders. Since Hindusthan Charity Trust was not holding any shares of the Company as on March 31, 2021, therefore its name is not included in the total number of entities in Promoter Group holding shares of the Company in Point VI(a) but included in Point VII, as the **Total Number of Promoters** and accordingly the number of promoter shareholders category in Point VI(a) is shown as 17 while in Point VII as 18.

**2. Point VI (b): SHARE HOLDING PATTERN - Public/Other than promoters:**

Following category of shareholders are covered under Others Category (at Point 10), since the said categories were not available in the format:

Category	No. of Shares
Alternate Investment Funds	27,91,673
NBFC Registered With RBI	2,000
Trusts	3,64,686
Clearing Members	1,98,236
Societies	2,17,43,600
Qualified Institutional Buyer	57,89,299
IEPF	5,57,238
<b>Total</b>	<b>3,14,46,732</b>



**3. Point VI (c): Details of Foreign institutional investors' (FIIs) holding shares of the company:**

As on March 31, 2021, there were total of 111 Foreign Institutional Investors (FII's) in Foreign Portfolio Investors category, holding shares of the Company. Details of 25 FII's has been filled in Form MGT-7. Due to space restriction in Form MGT-7, details of remaining 86 FII's are as follows:

<b>Name of the FII</b>	<b>Address</b>	<b>Number of shares Held</b>	<b>% of shares held</b>
Emerging Markets Small Capitalization Equity Index Non-Lendable Fund	400 Howard Street San Francisco CA 94105	323640	0.15
The Emerging Markets Small Cap Series of the DFA Investment Trust Company	6300 Bee Cave Road Building One Austin Texas 78746 USA	264168	0.12
Emerging Markets Small Capitalization Equity Index Fund	400 Howard Street San Francisco CA 94105	262103	0.12
Emerging Markets Core Equity Portfolio (The Portfolio) of DFA Investment Dimensions Group Inc. (DFAI DG)	6300 Bee Cave Road Building One Austin Texas 78746 USA	218209	0.10
California State Teachers Retirement System - AQR Capital Management, LLC 1	Deutsche Bank AG, DB House, Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	191630	0.09
New York State Common Retirement Fund	Office of the State Comptroller 110 State Street 14 <sup>th</sup> Floor Albany NY	177768	0.08
Samsung India Small and MidCap Focus Securities Master Investment Trust (Equity)	26 Gukjegeumyung-Ro 8-Gil Yeongdeungpo-Gu Seoul Korea	140000	0.07
Teachers' Retirement System of the State of Illinois - Acadian Asset Management LLC	2815 West Washington Street Springfield Illinois	136784	0.06
State Street Global Small Cap Equity Ex-U.S. Index Non-Lending Series Fund	One Lincoln Street Boston MA	131814	0.06
IOOF Investment Management Limited as Responsible Entity for the Multimix Wholesale International Shares Trust - EAM Global Investors LLC	Level 6 161 Collins Street Melbourne VIC	124906	0.06
Northern Trust Collective Emerging Markets Small Cap Index Fund- Non Lending	50 S Lasalle Street Chicago Illinois	122111	0.06

Goldman Sachs (Singapore) PTE. – ODI	Standard Chartered Bank Securities Services Operations 3 <sup>rd</sup> Floor, 23-25, M.G Road Fort, Mumbai, India	116358	0.05
SEI Trust Company, as Trustee on behalf of Acadian all Country World EX US Equity CIT Fund	HSBC Securities Services 11th Floor, Bldg 3, Nesco - It Park Nesco Complex, W.E. Highway Goregaon (East), Mumbai	112545	0.05
UBS Fund Management (Switzerland) AG on behalf of SIHL Institutional Fund - Aktien Emerging Markets	Aeschenplatz 6	106399	0.05
SPDR S and P Emerging Markets ETF	State Street Financial Center One Lincoln Street Boston MA	91260	0.04
National Railroad Retirement Investment Trust	2001 K Street NW Suite 1100 Washington DC	88235	0.04
College Retirement Equities Fund - Stock Account	730 Third Avenue New York	86384	0.04
Acadian Emerging Markets Equity Fund	200 Clarendon St 52 <sup>nd</sup> Floor Boston Massachusetts	81605	0.04
Copthall Mauritius Investment Limited - ODI Account	C/O Cim Corporate Services Ltd LES Cascades Building Edith Cavell Street Port Louis	77589	0.04
Florida Retirement System - AQR Capital Management, LLC	1801 Hermitage Blvd Suite 100 Tallahassee Florida	77533	0.04
BNS Asia Limited	One Raffles Quay North Tower Level 20	74886	0.04
Oregon Public Employees Retirement System Managed Through Acadian Asset Management	350 Winter St Ne Salem Oregon	72860	0.03
Vanguard Fiduciary Trust Company Institutional Total International Stock Market Index Trust	JP Morgan Chase Bank N.A. India Sub Custody 6 <sup>th</sup> Floor, Paradigm B Mindspace, Malad W, Mumbai	65369	0.03
SPDR S and P Emerging Markets Small Cap ETF	One Lincoln Street Boston MA	65218	0.03
Russell Investment Company PLC - Acadian Emerging Markets Equity UCITS II	78 Sir John Rogerson's Quay Dublin	61128	0.03

CC&L Q Emerging Markets Equity Fund	1111 West Georgia St Suite 2200 Vancouver B C Canada	60503	0.03
Public Employees Retirement System of Ohio	277 East Town Street Columbus Oh 43215 USA	59756	0.03
State Street MSCI Emerging Markets Small Cap Index Non-Lending Common Trust Fund	One Lincoln Street Boston MA	59080	0.03
FIS Group Collective Investment Trust - FIS Group Non-US International Small Cap Fund	12 Gill Street Suite 2600 Woburn MA	58277	0.03
Diversified Trust Company Common Trust International Equity Fund	6075 Poplar Avenue Suite 900 Memphis Tennessee USA	56874	0.03
Wisdomtree India Investment Portfolio, Inc.	C/O Cim Global Business 33 Edith Cavell Street Port Louis	54881	0.03
The Board of Regents of the University of Texas System-Acadian Asset Management	401 Congress Avenue Suite 2800 Austin Texas	54264	0.03
Vanguard Total World Stock Index Fund	100 Vanguard Boulevard Malvern PA	53418	0.03
The Nomura Trust and Banking Co., Ltd. RE Nomura - Acadian Global Emerging Markets Equity Fund Mother Fund	2-2-2 Otemachi Chiyoda-Ku Tokyo	52014	0.02
Morgan Stanley Asia (Singapore) PTE. - ODI	Citibank N.A. Custody Services FIFC- 11th FLR, G Block Plot C-54 And C-55, BKC Bandra - East, Mumbai	51491	0.02
Teachers Retirement System of the City of New York	55 Water Street New York	48329	0.02
ISHARES EMSC Mauritius Co	International Financial Services IFS Court Twentyeight Cybercity Ebene	47080	0.02
Sunsuper Superannuation Fund	30 Little Cribb Street Milton Qld	45919	0.02
Buma-Universal-Fonds I	Theodor-Heuss-Allee 70 Frankfurt Am Main Hessen	42646	0.02
Emerging Markets Core Equity Fund of Dimensional Funds ICVC	20 Triton Street Regents Place London NW1 3BF UK	38871	0.02
Ishares MSCI EM Small Cap UCITS ETF	JP Morgan House IFSC Dublin 1	34633	0.02

Emerging Markets Social Core Equity Portfolio of D FA Investment Dimensions Group Inc.	6300 Bee Cave Road Building One Austin Texas 78746 USA	34148	0.02
Emerging Markets Small Capitalization Equity Index Fund B	400 Howard Street San Francisco Ca 94105	32585	0.02
Hillsdale Global Small Cap Equity Fund	Standard Chartered Bank Securities Services, 3 <sup>rd</sup> Floor 23-25 M.G. Road Fort, Mumbai	32400	0.02
Florida Retirement System - Acadian Asset Manageme NT, Inc.	1801 Hermitage Blvd Suite 100 Tallahassee Florida	30913	0.01
Pub Equities Emerging Markets 2	Uetlibergstrasse 231 Zurich	30517	0.01
Mercer QIF Fund PLC- Mercer Investment Fund 1	70 Sir John Rogerson's Quay Dublin 2	29920	0.01
Kotak Global Funds	C/O Cim Fund Services Ltd 33 Edith Cavell Street Port Louis Mauritius	29000	0.01
Sei Trust Company, As Trustee on behalf of the Acadian Emerging Markets Equity CIT Fund	1 Freedom Valley Drive Oaks Pennsylvania	28722	0.01
Virginia Retirement System managed by Acadianasset Management	1200 East Main Street Richmond Virginia	28637	0.01
Acadian All Country World EX US Fund	260 Franklin Street Boston Massachusetts	26068	0.01
Pub Equities Emerging Markets 1	Uetlibergstrasse 231 Zurich	25405	0.01
Opseu Pension Plan Trust Fund	1 Adelaide Street East Suite 1200	24127	0.01
State Street MSCI Emerging Markets Small Cap Index Securities Lending Fund	One Lincoln Street Boston MA	22650	0.01
Emerging Markets Sustainability Core 1 Portfolio	Citibank N.A. Custody Services FIFC- 11 <sup>th</sup> FLR, G Block Plot C-54 And C-55, BKC Bandra - East, Mumbai	20792	0.01
Acadian Emerging Markets Equity II Fund LLC	260 Franklin Street Boston Massachusetts	20656	0.01
State Of Wisconsin Investment Board - Acadianemerg Ing Equity	121 East Wilson Street Madison Wisconsin PO Box 7842	20542	0.01
Stichting Depository APG Emerging Markets Equity Pool	Oude Lindestraat 70	19081	0.01

CC&L Q International Equity Fund	1111 West Georgia Street Suite 2300 Vancouver British Columbia	18427	0.01
American Century ETF Trust- Avantis Emerging Market S Equity ETF	Deutsche Bank Ag, Db House, Hazarimal Somani Marg, P.O.Box No. 1142, Fort Mumbai	17474	0.01
Fidelity Rutland Square Trust II Strategic Adviser S Emerging Markets Fund as managed by Acadian Asset Management LLC	245 Summer Street Boston MA	16547	0.01
Bvk Personalvorsorge Des Kantons Zurich	Stampfenbachstrasse 63 8006 Zurich	16058	0.01
Employees Retirement System of Texas - Self Manage D Portfolio	200 East 18th Street Austin Texas	14499	0.01
Alaska Permanent Fund	801 West 10th Street Juneau Alaska	14249	0.01
State Street Global All Cap Equity EX-US Index Portfolio	One Lincoln Street Boston MA	13712	0.01
The Boeing Company Employee Savings Plans Master Trust	Citibank N.A. Custody Services FIFC- 11 <sup>th</sup> FLR, G Block Plot C-54 And C-55, BKC Bandra - East, Mumbai	12948	0.01
World Ex U.S. Core Equity Portfolio of DFA Investment Dimensions Group Inc.	6300 Bee Cave Road Building One Austin Texas 78746 USA	12332	0.01
SSGA SPDR ETFS Europe I Public Limited Company - S PDR MSCI Emerging Markets Small Cap UCITS ETF	78 Sir John Rogersons Quay Dublin 2	11612	0.01
Vanguard ESG International Stock ETF	JP Morgan Chase Bank N.A. India Sub Custody 6th Floor, Paradigm B Mindspace, Malad W, Mumbai	11571	0.01
CC& L Q Global Equity Fund	1111 West Georgia Street Suite 2300 Vancouver British Columbia	11330	0.01
Polus Global Fund	3 <sup>rd</sup> Floor Nexteracom Tower III Office 01 Ebene Cybercity	9332	0.00
CC & L Q Group Global Equity Fund	1111 West Georgia Street Suite 2300 Vancouver British Columbia	8429	0.00
Dimensional Funds PLC - Multi- Factor Equity Fund	25/28 North Wall Quay Dublin 1	7479	0.00

Elara India Opportunities Fund Limited	4 <sup>th</sup> Floor 19 Bank Street Cybercity Ebene	7000	0.00
Cox Enterprises, Inc. Master Trust	HSBC Securities Services 11 <sup>th</sup> Floor, Bldg 3, Nesco - It Park Nesco Complex, W.E. Highway Goregaon (East), Mumbai	5796	0.00
Credit Suisse (Singapore) Limited - ODI	Citibank N.A. Custody Services FIFC- 11 <sup>th</sup> FLR, G Block Plot C-54 And C-55, BKC Bandra - East, Mumbai	5089	0.00
Dovetail India Fund Class 9 Shares	DBS Bank Limited, Ground Floor Express Towers, Block III Backbay Reclamation Nariman Point, Mumbai	4934	0.00
DFA International Core Equity Fund	Suite 1520 - 1500 West Georgia Street Vancouver British Columbia	4291	0.00
SPDR MSCI ACWI IMI ETF	One Lincoln Street Boston MA	3820	0.00
Utah State Retirement Systems	540 East 200 South Salt Lake City Utah	3362	0.00
Public Employees Retirement Association of New Mex ICO	33 Plaza LA Prensa Santa FE New Mexico	3208	0.00
American Century ETF Trust - Avantis Emerging Mark ETS Equity Fund	Deutsche Bank Ag, Db House, Hazarimal Somani Marg, P.O. Box No. 1142, Fort Mumbai	3194	0.00
Northern Trust Common All Country World EX-US Investable Market Index Fund-Non Lending	50 South Lasalle Street Chicago Illinois	2998	0.00
Vanguard Investment Series PLC - Vanguard ESG Emer Ging Markets All Cap Equity Index Fund	HSBC Securities Services 11th Floor Bldg 3 Nesco IT Park Nesco Complex W E Highway Goregaon East Mumbai	1862	0.00
Dovetail India Fund Class 5 Shares	4th Floor 19 Bank Street Cybercity Ebene	1500	0.00
Dimensional Emerging Core Equity Market ETF of Dimensional ETF Trust	Citibank N.A. Custody Services FIFC- 11 <sup>th</sup> FLR, G Block Plot C-54 And C-55, BKC Bandra - East, Mumbai	338	0.00

#### 4. Point IX (C): Committee Meetings:

During the financial year 2020-21, total 14 meetings (excluding one separate meeting of Independent Director) of the various Committees of the Board of Directors were held. Details of 10 Committee Meetings are filled in the Form MGT-7. Due to space restriction in Form MGT-7, details of remaining 4 Committee Meetings and 1 Independent Director's Meeting which were held during the financial year 2020-21, are as follows:

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
11	Corporate Social Responsibility Committee	01/06/2020	3	3	100
12	Corporate Social Responsibility Committee	29/01/2021	3	3	100
13	Stakeholder Relationship Committee	01/06/2020	3	3	100
14	Stakeholder Relationship Committee	29/01/2021	3	2	66.67

Further, during the financial year 2020-21, one meeting of Independent Director was also held without the presence of Executive Directors and Management Personnel. Since there was no separate table in Form MGT-7 for filling up the details of Independent Directors' meeting therefore the details of the aforesaid meeting of Independent Directors are provided hereunder:

S. No.	Type of meeting	Date of meeting	Total Number of Independent Directors as on the date of the meeting	Attendance	
				Number of Independent Directors Attended	% of attendance
1	Independent Directors Meeting	27/10/2020	3	3	100

#### 5. Point X: Remuneration of Directors and Key Managerial Personnel:

During the financial year 2018-19 the Company has, as part of its Long Term Incentive Programme, introduced 'Orient Electric Employee Stock Option Scheme - 2019' (ESOP Scheme – 2019), and has granted following Stock Options to the Managing Director & CEO and Chief Financial Officer of the Company, having an exercise price equivalent to the closing market price of the shares of the Company on the immediate previous trading day:

S. No.	Name	Designation	No. of Stock Options Granted
1	Mr. Rakesh Khanna	Managing Director & CEO	5,13,138
2	Mr. Saibal Sengupta	Chief Financial Officer	1,65,048

In Point X, while filling up the **Number** of ESOPs held by the Managing Director and Chief Financial Officer, granted during the financial year 2018-19, in their respective remuneration details, it is taking it in terms of total amount and not the number of Stock Options. Aforesaid Stock Options are not yet vested as on March 31, 2021. It is only after vesting, the option holders would get the

right to exercise for allotment of shares of the Company by paying the exercise amount. Therefore, details of aforementioned Stock Options could not be filled up in the Form and are being provided hereinabove.

You are requested to consider the above clarifications related to corresponding information filled in this e-Form MGT-7 and take note of the same.

Thanking you  
For **Orient Electric Limited**

Hitesh Kumar Jain  
**Company Secretary**  
**FCS: 6241**



**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]

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and papers of **ORIENT ELECTRIC 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, 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 (**wherever applicable**) 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 within/beyond the prescribed time;
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 and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. Closure of Register of Members / Security holders, as the case may be.
6. The Company has not made any Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. Contracts/arrangements with related parties as specified in section 188 of the Act;
8. Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates 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 section 125 of the Act;
11. 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. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
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;
15. The Company has not Accepted/ renewed/ repaid any deposits from public;
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. The company has not made 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;
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

Place: New Delhi

Date: 08.09.2021



Signature:

A handwritten signature in black ink, appearing to read "Neelesh Kumar Jain", written over a horizontal line.

**Neelesh Kumar Jain**

**NKJ & Associates**

**C.P. No.: 5233**

**M. No.: 5593**

**UDIN: F005593C000922245**