

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

L40100GJ2005PLC046553

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAFCA3788D

(ii) (a) Name of the company

ADANI TOTAL GAS LIMITED

(b) Registered office address

Adani Corporate House, Shantigram,
Near Vaishno Devi Circle, S. G. Highway, Khodiyar
Ahmedabad
Ahmedabad
Gujarat
382421



(c) *e-mail ID of the company

gunjan.taunk@adani.com

(d) *Telephone number with STD code

07927541988

(e) Website

www.adanigas.com

(iii) Date of Incorporation

05/08/2005

(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	1
2	National Stock Exchange of India Limited	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 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

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

AGM will be held on or before due date

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	D	Electricity, gas, steam and air condition supply	D2	Manufacture of gas, distribution of gaseous fuels	100

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

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

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NDIANOIL - ADANI GAS PRIVATE LIMITED	U40300DL2013PTC258690	Joint Venture	50
2	SMARTMETERS TECHNOLOGIES PRIVATE LIMITED	U31909GJ2019PTC110202	Joint Venture	50

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	5,099,500,000	1,099,810,083	1,099,810,083	1,099,810,083
Total amount of equity shares (in Rupees)	5,099,500,000	1,099,810,083	1,099,810,083	1,099,810,083

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	5,099,500,000	1,099,810,083	1,099,810,083	1,099,810,083
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	5,099,500,000	1,099,810,083	1,099,810,083	1,099,810,083

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	50,000	0	0	0
Total amount of preference shares (in rupees)	500,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference				
Number of preference shares	50,000	0	0	0
Nominal value per share (in rupees)	10		0	0
Total amount of preference shares (in rupees)	500,000	0	0	0

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	253,548	1,099,556,510,998,100,831		1,099,810,01,099,810,01,099,810,0		
Increase during the year	0	42,270	42,270	42,270	42,270	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	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	
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	
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	42,270	42,270	42,270	42,270	
Dematerialization of Shares						
Decrease during the year	42,270	0	42,270	42,270	42,270	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	42,270	0	42,270	42,270	42,270	
Dematerialization of Shares						
At the end of the year	211,278	1,099,598,810,998,100,831		1,099,810,01,099,810,01,099,810,0		
Preference shares						

At the beginning of the year	50,000	0	50000	500,000	500,000	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify	0	0	0	0	0	
Decrease during the year	50,000	0	50000	500,000	500,000	0
i. Redemption of shares	50,000	0	50000	500,000	500,000	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify	0	0	0			
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE399L01023

(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="12/07/2021"/>	
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) <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 <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferor's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	Surname	middle name	first name
Ledger Folio of Transferee <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferee's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than 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

32,063,600,000

(ii) Net worth of the Company

22,506,713,668

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	200,002	0.02	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)	411,331,740	37.4	0	
10.	Others Family Trust	411,131,738	37.38	0	
	Total	822,663,480	74.8	0	0

Total number of shareholders (promoters)

7

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	647,940	0.06	0	
	(iii) Foreign national (other than NRI)	10,000	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	56,735,694	5.16	0	
4.	Banks	516	0	0	
5.	Financial institutions	150	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	317,991	0.03	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,551,888	0.14	0	
10.	Others Clearing Member, HUF, IEPF +	217,882,424	19.81	0	
	Total	277,146,603	25.2	0	0

Total number of shareholders (other than promoters)

130,740

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

130,747

**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	7	7
Members (other than promoters)	162,548	130,740
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	2	0	2	0	0
B. Non-Promoter	0	6	0	6	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	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	0	8	0	8	0	0

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)
GAUTAM SHANTILAL / +	00006273	Director	1	
PRANAV VINOD ADAN +	00008457	Director	0	
JOSE IGNACIO SANZ S +	08705604	Director	0	
MAHESWAR SAHU	00034051	Director	0	
NARESH KUMAR NAY +	00045395	Director	0	
CHANDRA IYENGAR	02821294	Director	0	
GAURI SURENDRA TR +	06502788	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
OLIVIER MARC SABRIE	09375006	Additional director	0	
SURESH PRAKASH MURTHY	AALPM5994J	CEO	100	
PARAG ARVIND PARIKH	AABPP9147N	CFO	0	
GUNJAN MAHESHKUMAR	ADTPT5076H	Company Secretary	0	

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

4

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)
Olivier Marc Sabrie	09375006	Additional director	09/12/2021	Appointment
JOSE IGNACIO SANZ SANCHEZ	08705604	Director	12/07/2021	Change in Designation
GAURI SURENDRA TRIVEDI	06502788	Director	12/07/2021	Change in Designation
ALEXIS ANDRE MARIE	08563003	Director	31/10/2021	Resignation

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
AGM	12/07/2021	195,075	86	94.75

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	04/05/2021	8	8	100
2	12/07/2021	8	8	100
3	04/08/2021	8	8	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	28/10/2021	8	8	100
5	13/12/2021	8	7	87.5
6	02/02/2022	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

18

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 Meetings	04/05/2021	4	4	100
2	Audit Meetings	04/08/2021	4	4	100
3	Audit Meetings	28/10/2021	4	4	100
4	Audit Meetings	13/12/2021	4	4	100
5	Audit Meetings	02/02/2022	4	4	100
6	Nomination & I	04/05/2021	5	5	100
7	Nomination & I	28/10/2021	5	5	100
8	Stakeholders'	04/05/2021	4	4	100
9	Stakeholders'	04/08/2021	4	4	100
10	Stakeholders'	28/10/2021	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	
								(Y/N/NA)
1	GAUTAM SHA	6	5	83.33	0	0	0	
2	PRANAV VIN	6	6	100	10	10	100	
3	JOSE IGNACI	6	6	100	10	10	100	

4	MAHESWAR S	6	6	100	15	15	100	
5	NARESH KUM	6	6	100	13	13	100	
6	CHANDRA IYI	6	6	100	13	13	100	
7	GAURI SURE	6	6	100	10	10	100	
8	OLIVIER MAR	2	2	100	0	0	0	

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	SURESH PRAKASH	CEO	46,596,388	0	0	3,501,440	50,097,828
2	PARAG ARVIND P	CFO	25,071,742	0	0	2,990,054	28,061,796
3	GUNJAN TAUNK	CS	1,415,570	0	0	215,992	1,631,562
	Total		73,083,700	0	0	6,707,486	79,791,186

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MAHESWAR SAHL	Director	0	2,000,000	0	850,000	2,850,000
2	NARESH KUMAR M	Director	0	2,000,000	0	800,000	2,800,000
3	NARESH KUMAR M	Director	0	2,000,000	0	800,000	2,800,000
4	GAURI SURENDRA	Director	0	2,000,000	0	725,000	2,725,000
	Total		0	8,000,000	0	3,175,000	11,175,000

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

ASHWIN SHAH

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

1640

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

00008457

To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

23346

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

ADANI TOTAL GAS LIMITED

LIST OF ANNEXURES ATTACHED TO MGT-7 FOR FINANCIAL YEAR 2020-21

Sr. No.	Particulars	Annexure No.
1.	Point IX (C) - Meetings of Members/Class of Members/Board/Committees of the Board of Directors C - Committee Meetings	Annexure – 1
2.	Point (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)	Annexure – 2
3.	Point XIV - Compliance of sub-section (2) of Section 92, in case of Listed Companies in Form MGT - 8	Annexure – 3

IX - C - Committee Meetings**No. Of Meetings Held**

18

SN	Type of Meeting	Date of Meeting	Total number of Members as on date of Meeting	Attendance	
				Number of members attended	%age of Attendance
1	Audit Meetings	4-May-2021	4	4	100
2	Audit Meetings	4-Aug-2021	4	4	100
3	Audit Meetings	28-Oct-2021	4	4	100
4	Audit Meetings	13-Dec-2021	4	4	100
5	Audit Meetings	2-Feb-2022	4	4	100
6	Nomination & Remuneration Committee	4-May-2021	5	5	100
7	Nomination & Remuneration Committee	28-Oct-2021	5	5	100
8	Stakeholders' Relationship Committee	4-May-2021	4	4	100
9	Stakeholders' Relationship Committee	4-Aug-2021	4	4	100
10	Stakeholders' Relationship Committee	28-Oct-2021	4	4	100
11	Stakeholders' Relationship Committee	2-Feb-2022	4	4	100
12	Corporate Social Responsibility Committee	4-May-2021	4	4	100
13	Corporate Social Responsibility Committee	28-Oct-2021	4	4	100
14	Risk Management Committee	28-Oct-2021	4	4	100
15	Risk Management Committee	2-Feb-2022	7	7	100
16	Corporate Responsibility Committee	2-Feb-2022	3	3	100
17	Public Consumer Committee	2-Feb-2022	3	3	100
18	Legal,Regulatory & Tax Committee	2-Feb-2022	3	3	100

TRANSFER DATE	TYPE	SH/DB	AMTPERSH	FOLIO	SELLER NAME	FOLIO	BUYER NAME
07/05/2021	1	9000	000001	00010220	UNNATI PUPADHYAYA	ND000001	NATIONAL SECURITY DE
11/05/2021	1	20	000001	00010409	NILESH SUCHAK	CD000001	CENTRAL DEPOSITORY S
09/07/2021	1	2000	000001	00010392	NAYANABEN RAMESHCHAN	ND000001	NATIONAL SECURITY DE
23/08/2021	1	3000	000001	00010172	ASHOK SACHDEVA	ND000001	NATIONAL SECURITY DE
27/08/2021	1	24000	000001	00010299	YOGESHH MEHRA	CD000001	CENTRAL DEPOSITORY S
20/09/2021	1	2000	000001	00010127	VANDANA MAHESHWARI	CD000001	CENTRAL DEPOSITORY S
14/12/2021	1	2000	000001	00010098	JAYANTIBHAI PATEL	CD000001	CENTRAL DEPOSITORY S
31/01/2022	1	250	000001	00010638	SHWETA DHIREN GALA	CD000001	CENTRAL DEPOSITORY S

ASHWIN SHAH

FCS

COMPANY SECRETARY

21, DOLLY COMPLEX,

STADIUM CIRCLE, NAVRANGPURA

AHMEDABAD – 380009

TELEFAX: 079 26467747

ashwinfcs@yahoo.co.in**DRAFT 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

I have examined the registers, records and books and papers of Adani Total Gas Limited (Formerly known as Adani Gas 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 31st March, 2022. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I 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 [Para 1, 2, 3, 4, 5, 7, 10, 11, 12, 13, 16, & 17 of Certificate as per Rule 11(2) of the Companies (Management and Administration) Rules, 2014]
1.	Its status under the Act; [Para 1]
2.	Maintenance of registers/ records & making entries therein within the time prescribed therefore; [Para 2]
3.	Filing of forms and returns, with the Registrar of Companies within the prescribed time except filing of certain forms with additional fees; [Para 3]
4.	Calling, Convening and holding meetings of Board of Directors and its committees and the meetings of the members of the Company as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings have been properly recorded

		in the Minute Book/ Registers maintained for the purpose and the same have been signed; [Para 4]
	5.	Closure of Register of Members [Para 5]
	6.	The contracts or arrangements with related parties as specified in Section 188 of the Act; [Para 7]
	7.	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; [Para 10]
	8.	Signing of audited financial statement as per the provisions of Section 134 of the Act and Report of Directors is as per sub-section (3),(4) and (5) thereof; [Para 11]
	9.	Constitution, appointment, re-appointment, disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them; Further there was no case of retirement or filling up casual vacancies; [Para 12]
	10.	Appointment of Statutory Auditors as per provisions of Section 139 of the Act. Further there was no case of reappointment or filling of casual vacancies; [Para 13]
	11.	Borrowings from banks and Inter corporate loan and creation, modification of charges in that respect, wherever applicable. Further there was no borrowing from directors, members, public financial institutions or others. [Para 16]
	12.	Investments falling under the provisions of Section 186 of the Act; Further there were no instances of loans or guarantees given or providing of securities to other bodies corporate or persons. [Para 17]
C		During the aforesaid financial year, reporting requirements are not required as either there were no such instances arises or provisions are not applicable to the Company [Para 6, 8, 9, 14, 15 & 18 of Certificate as per Rule 11(2) of the Companies (Management and Administration) Rules, 2014] :
	1.	Advances/ loans to its Directors and /or persons or firms or Companies referred in Section 185 of the Act; [Para 6]
	2.	There was no case of transfer of shares, issue or allotment or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities; [Para 8]

	3.	Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares; [Para 9]
	4.	Approval required to be taken from Central Government, Tribunal, Regional Director, court or such other authorities under the various provisions of the Act [Para 14]
	5.	Acceptance/ renewal/ repayment of deposit [Para 15]
	6.	Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company [Para 18]

Place: Ahmedabad

Date:

UDIN:

**CS Ashwin Shah
Company Secretary
C. P. No. 1640
Quality Reviewed 2021
PRC:1930/2022**