

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

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

U24100GJ2015PTC085247

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAGCG2049A

(ii) (a) Name of the company

GACL-NALCO ALKALIES & CHE

(b) Registered office address

GACL CORPORATE BUILDING
P.O. PETROCHEMICALS
VADODARA
Vadodara
Gujarat
391245

(c) *e-mail ID of the company

manish.mistry@gacl.co.in

(d) *Telephone number with STD code

02652222435

(e) Website

www.gnal.co.in

(iii) Date of Incorporation

04/12/2015

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	GUJARAT ALKALIES AND CHEM <input type="text"/>	L24110GJ1973PLC002247	Holding	60
2	NATIONAL ALUMINIUM CO LTI <input type="text"/>	L27203OR1981GOI000920	Associate	40

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	690,000,000	690,000,000	690,000,000	690,000,000
Total amount of equity shares (in Rupees)	6,900,000,000	6,900,000,000	6,900,000,000	6,900,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<input type="text"/>				

Number of equity shares	690,000,000	690,000,000	690,000,000	690,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	6,900,000,000	6,900,000,000	6,900,000,000	6,900,000,000

(b) Preference share capital

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

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	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				
At the beginning of the year	600,000,000	6,000,000,000	6,000,000,000	
Increase during the year	90,000,000	900,000,000	900,000,000	0
i. Public Issues	0	0	0	0
ii. Rights issue	90,000,000	900,000,000	900,000,000	
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0

vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify <input type="text"/>				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify <input type="text"/>				
At the end of the year	690,000,000	6,900,000,000	6,900,000,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify <input type="text"/>				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify <input type="text"/>				
At the end of the year	0	0	0	

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

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

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

Date of the previous annual general meeting		<input type="text"/>		
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		<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

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0		0
Partly convertible debentures	0		0
Fully convertible debentures	0		0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			10,698,773,045
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			10,698,773,045

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**

0

(ii) Net worth of the Company

6,851,038,039

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		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	276,000,000	40	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)	414,000,000	60	0	
10.	Others	0	0	0	
	Total	690,000,000	100	0	0

Total number of shareholders (promoters)

2

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

2

**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	2	2
Members (other than promoters)	0	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. Promoter	0	0	0	0	0	0
B. Non-Promoter	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	5	0	5	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	5	0	5	0	0
Total	0	5	0	5	0	0

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)
MR. MILIND SHIVARAM +	03632394	Nominee director	0	
MR. KALIKINKAR PANI +	08436491	Nominee director	0	
MR. GIRIJA SHANKAR +	06929759	Nominee director	0	
MR. SANJAY SUKHDE +	02025125	Nominee director	0	
MS. BINUTA PATRA	08840974	Nominee director	0	
MR. KETAN JAYANTKI +	AFKPS2409A	CEO	0	
MR. NALINI BIHARI TR +	AAMPT8950E	CFO	0	
MR. MANISH VINODCH +	ALQPM6555M	Company Secretar	0	

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

6

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. PREM KUMAR GE +	05323992	Nominee director	30/11/2020	CESSATION
MR. SUSHIL KUMAR P +	08124021	Nominee director	31/08/2020	CESSATION
MS. SONALI SAGAR JI +	08203177	Nominee director	31/08/2020	CESSATION
MR. MILIND SHIVARAM +	03632394	Nominee director	01/01/2021	APPOINTMENT
MR. GIRIJA SHANKAR +	06929759	Nominee director	01/09/2020	APPOINTMENT
MS. BINUTA PATRA	08840974	Nominee director	01/09/2020	APPOINTMENT

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

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 MEETI +	24/07/2020	2	2	100
EXTRA-ORDINARY GENE +	30/11/2020	2	2	100

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	20/05/2020	5	5	100
2	24/07/2020	5	5	100
3	28/10/2020	5	5	100
4	25/11/2020	5	5	100
5	28/01/2021	5	4	80
6	24/03/2021	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

9

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	SHARE ALLO	01/01/2021	2	2	100
2	CSR COMMIT	24/07/2020	2	2	100
3	CSR COMMIT	24/03/2021	2	2	100
4	PROJECT CO	20/05/2020	4	4	100
5	PROJECT CO	24/07/2020	4	4	100
6	PROJECT CO	28/10/2020	4	4	100
7	PROJECT CO	27/11/2020	4	4	100
8	PROJECT CO	28/01/2021	4	4	100
9	PROJECT CO	24/03/2021	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	
1	MR. MILIND S	2	2	100	0	0	0	
2	MR. KALIKIN	6	6	100	8	8	100	
3	MR. GIRIJA S	4	4	100	4	4	100	
4	MR. SANJAY	6	6	100	5	5	100	
5	MS. BINUTA F	4	3	75	1	1	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

0

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

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MR. KETAN JAYAN	CEO	3,104,116	0	0	37,359	3,141,475
2	MR. NALINI BIHAR	CFO	840,000	0	0	582,308	1,422,308
3	MR. MANISH VINO	COMPANY SEC	0	0	0	57,260	57,260
	Total		3,944,116	0	0	676,927	4,621,043

Number of other directors whose remuneration details to be entered

0

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

NIRAJ TRIVEDI

Whether associate or fellow

Associate Fellow

Certificate of practice number

3123

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.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

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:

- 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.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

Attach
Attach
Attach
Attach

List of attachments

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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

LIST OF SHAREHOLDERS AS ON 31.03.2021

Sr. No.	Name and Address of the Shareholders	Number of Equity Shares held	Nominal Value per Share	Total Nominal Amount (Rs.)	DP ID / CLIENT ID
1	Gujarat Alkalies and Chemicals Limited, P.O. Petrochemicals -391346, Dist. Vadodara.	41,40,00,000	10	414,00,00,000	IN300484 / 12329359
2	National Aluminium Company Limited, Nalco Bhavan, Nayapalli, Bhubaneswar – 751013	27,60,00,000	10	276,00,00,000	IN301330 / 22226484
	Total	69,00,00,000		690,00,00,000	

FOR GACL-NALCO ALKALIES & CHEMICALS PRIVATE LIMITED

(MANISH MISTRY)
COMPANY SECRETARY

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, books and papers of **GACL-NALCO ALKALIES & CHEMICALS PRIVATE LIMITED** (CIN: U24100GJ2015PTC085247) (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, 2021**. 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 period the Company has complied with provisions of the Act & Rules made there under in respect of:
 1. Its status under the Act;
 2. Maintenance of registers / records & making entries therein within the time prescribed therefor;
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, ~~Regional Director, Central Government, the Tribunal, Court or other authorities~~ within / ~~beyond~~ the prescribed time; except in two cases i.e E-form CHG-1 and E-Form DPT-3, of which for Form DPT -3, the Company has filed the Form CFSS-2020, under the MCA General Circular No. 12/2020 dated 30th March, 2020 i.e. Companies Fresh Start Scheme (CFSS), 2020, for grant of immunity from prosecution under the Companies Act, 2013 and has obtained the Immunity Certificate under CFSS, 2020, on 25.06.2021 and for Form CHG-1 additional fees was paid;
 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. - **Not Applicable.**
6. Advances / loans to its directors and / or persons or firms or companies referred in section 185 of the Act; - **Not applicable for the year under review.**
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~~ / credit of securities in DEMAT form to accounts of Shareholders 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; - **Not applicable for the year under review.**
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; - **Not applicable for the year under review.**
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/resignation/ filling up casual vacancies~~ / disclosures of the Directors, Key Managerial Personnel and remuneration paid to them;
13. Appointment / reappointment / filling up casual vacancies of auditors as per the provisions of section 139 of the Act; **Not applicable for the year under review.**
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; - **Not applicable for the year under review.**
15. Acceptance/ renewal / repayment of deposits; - **Not applicable for the year under review.**

16. Borrowings from its ~~directors, members, public financial institutions~~, banks and others and ~~creation~~ / modification / ~~satisfaction~~ of charges in that respect, wherever applicable;
17. Loans and investments or guarantees' given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act; - **Not applicable for the year under review.**
18. Alteration of the provisions of the Memorandum and / or Articles of Association of the Company.

Place: Vadodara

Date:

Signature :

Name of PCS : **NIRAJ TRIVEDI**

C. P. No. : 3123

P. R. No. :1014/2020

UDIN :