



# GP WIND (JANGI) PRIVATE LIMITED

A member of the Genting Group

Incorporated in India under Company No.U40300TG2010PTC070416

## Directors' Report for the Financial Year 2022 (01<sup>st</sup> January 2022 to 31<sup>st</sup> December 2022)

Your Directors have pleasure in presenting the Twelfth Annual Report of the Company together with the audited financial statements, for the period commencing from January 01, 2022 to December 31, 2022.

Your Directors have pleasure in reporting the salient features of the working of Company for the Financial Year 2022.

### **(1) Financials**

The financial results for the period commencing from January 01, 2022 to December 31, 2022 are set out in the Profit and Loss Accounts. The state of the Company's affairs as at December 31, 2022 is set out in the Balance Sheet.

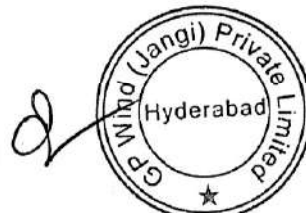
The financial highlights are as follows:

Particulars	Year ended December 31, 2022 (Rs. In Lacs)	Year ended December 31, 2021 (Rs. In Lacs)
Income from Operations	6,560	7,117
Other Income	886	953
Expenses	5,642	7,817
Profit/(Loss) before tax	1,802	253
Provision for Tax credit/(charge)	(575)	17
Profit/(Loss) after tax	1,228	270
Other Comprehensive (Loss)/Income	1	1
Total Comprehensive Income/(Loss)	1,229	271

The profit before tax is significantly higher during the current financial year due to lower depreciation charge 2% in 2022 as against 6% in 2021 as per the Electricity Act, 2003.

### **(2) Plant Performance:**

The Plant Performance during the Financial Year 2022 (01<sup>st</sup> January 2022 to 31<sup>st</sup> December 2022) are given below:



Registered & Correspondence Office:

2 Lakshmi Nilayam House Number 326 Begumpeta, G-3-1186/A/8, Hyderabad -500016, Telangana, India. Tel/Fax: +91 40 23307111

Email ID: ssundarrajan@gentingenergy.com

Website: gpwindjangi.in



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	FY 2022	FY 2021
1) The cumulative Energy Sold (MWh):	188,129	199,498
2) Plant Availability:	99.16%	98.76%
3) Plant Load Factor:	23.41%	24.81%
4) Average Wind Speed (m/s)	5.44	5.54

### **(3) Change in Nature of Business:**

There has been no change in the nature of business of the Company during the year under review.

### **(4) Board and Committees:**

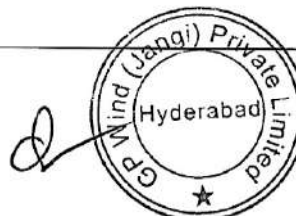
The Board was constituted with the following Directors as on 31st December, 2022:

S. No.	DIN	Name of Director	Designation	Date of Appointment
1	00037847	ONG TIONG SOON	Director	13/09/2010
2	03594693	SRINIVASAN SUNDAR RAJAN	Whole Time Director and CFO	29/07/2011
3	09613280	WONG YEE FUN	Director	24/06/2022
4	08051406	YAN FU NG	Director	25/01/2018

### **Composition of CSR Committee:**

The CSR Committee is constituted with following members of the Board:

S. No.	DIN	Name of Director
1	00037847	ONG TIONG SOON
2	03594693	SRINIVASAN SUNDAR RAJAN
3	08051406	YAN FU NG



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## **(5) Employees:**

The following persons are designated as the Key Managerial Personnel of the Company pursuant to sections 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- (a) Mr Srinivasan Sundar Rajan – Wholetime Director and Chief Financial Officer
- (b) Mr DevaragatlaDurga Prasad – Company Secretary

There has been no change in the KMP's during the year under review.

## **(6) Reporting of frauds by Auditors:**

During the year under review, the Statutory Auditors, Cost Auditors and Secretarial Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees, details of which need to be mentioned in the Report.

## **(7) Dividend:**

Due to accumulated book loss, your Directors are unable to recommend any dividend for the year under review.

## **(8) Transfer of unclaimed Dividend to Investor Education and Protection Fund:**

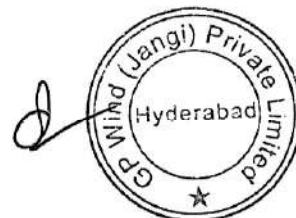
The provisions of Section 125(2) of the Companies Act, 2013 do not apply as dividend was not declared and paid in all previous years.

## **(9) Transfer to Reserves:**

Due to accumulated loss as at December 31, 2022, no amount has been transferred to Reserves.

## **(10) Insurance:**

All 51 Wind Turbines Generators have been insured under Industrial All Risk Policy which covers the risk for material damage and loss of profits.





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## **(11) Opportunities and Threats:**

### **Opportunities**

Renewable power Generation has assumed increased significance considering the depletion of Conventional energy sources like coal, oil etc, reserves of which are fast dwindling and the stringent Environment pollution norms to minimise the damage to Environment. Wind power generation capacity in India has significantly increased in recent years. the total installed wind power capacity was 42 GW, the fourth largest installed wind power capacity in the world. Wind power capacity is mainly spread across the Southern, Western and Northern regions. India is expected to install nearly 20.2 GW of wind power capacity between 2021-2025. Wind power age represents 10% of India's absolute introduced power limit.

Renewable Power obligation has become mandatory for all Power Off takers and Renewable power is given the priority or Must Run status. Being Green Power they get the CDM benefits also. With advancement in Technology more efficient Wind Turbines are developed and the reduction in the Capital cost has made the Wind Power Generation more attractive. Gujarat is one of the states with higher wind potential in India and encourages Renewable power Generation with long term PPA's. GP Wind Jangi has got this locational advantage. The WTG's are Vestas make who are pioneers in developing this Technology. The Operation & Maintenance of these WTG's are done by OEM thus enduring high Availability of the machines.

### **Threats**

- Unpredictable wind patterns.
- Tariff structure is uniform and over the period of Power Purchase Agreement but costs are subject to escalation.
- Wake effect due to commissioning of new wind farms in nearby areas.
- Accidents caused by natural disasters, like floods during monsoon, lightning strike and earth quakes.

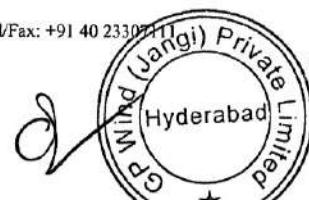
## **(12) Material Changes and Commitment if any affecting the Financial Position:**

There are no material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which their financial statements relate and the date of the report.

## **(13) Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:**

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The information pertaining to continuous improvements and modifications works carried out during the financial year 2021 as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is as follows:

SCADA Server GP Wind SCADA sever upgraded from DL 380 Generation 5 to DL 380 Generation 10.- Considering the obsolescence and lack of OEM support for Hardware & Software this upgradation increases the Reliability of the system. Old system was having internal hard disk based backup only, which leads to data loss incase of any crashes in Server. However the upgraded system is with VMWare platform and external tape backup.

## **(14) Risk Management:**

The Genting Group has comprehensive Risk Management Policy. The potential risks have been identified and effective control measures have been taken to prevent the occurrence and mitigate the impact. Company has effective internal financial controls that ensure an orderly and efficient conduct of its business including adherence to Company's policies, safe guarding of its asset, prevention and detection of fraud and error, accuracy and completeness of the accounting record and timely preparation and reporting of reliable financial information. There are adequate controls relating to strategic, operational, environmental and quality related aspect. While these controls have been effective throughout the year, these are reviewed on a periodic basis for changes/modifications if required.

## **(15) Corporate Social Responsibility ("CSR"):**

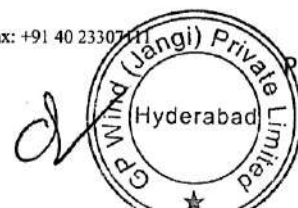
In pursuance of the provisions of the Companies Act, 2013 and CSR Policy of the Company, the Company is required to spend two percent (2%) of the average net profits of the Company for the three-immediately preceding financial years. The Company has made an overall loss for the three preceding three financial years. Therefore, the Company does not have any obligation towards CSR for FY 2022.

## **(16) Loans, Guarantees or Investments:**

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review.

## **(17) Contracts or Arrangements with Related Parties:**

Particulars of the Related Party Transactions under the provisions of section 188 of the Companies Act, 2013 which are at arm's length and in ordinary course of business annexed hereto and marked as Annexure B and forming part of this respect.





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## **(18) Company's Policy relating to Director's appointment and their Remuneration:**

The Board of Directors of the Company is duly constituted with proper balance of Executive, Non-Executive Directors.

## **(19) Board and Committee Meetings**

The Board met 6 times during the year on following dates

1. 74<sup>th</sup> Board Meeting on 25 February 2022.
2. 75<sup>th</sup> Board Meeting on 13 May 2022.
3. 76<sup>th</sup> Board Meeting on 24 June 2022.
4. 77<sup>th</sup> Board Meeting on 12 August 2022.
5. 78<sup>th</sup> Board Meeting on 21 October 2022.
6. 79<sup>th</sup> Board Meeting on 14 November 2022.

The previous Annual General Meeting of the Company was held on 13 June 2022.

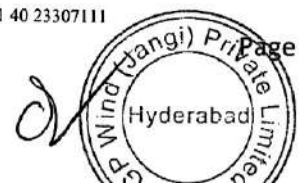
## **(20) Directors Responsibility Statement:**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submit its Responsibility Statement:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the Directors had prepared the annual accounts on a going concern basis; and

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- (e) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively. The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 are furnished in Annexure C.

## **(21) Subsidiaries, Joint Venture or Associate Companies:**

The Company does not have any subsidiary. The Company does not hold any shares in a Joint Venture or an Associate company.

## **(22) Deposits:**

The Company has neither accepted nor renewed any deposits during the year under review.

## **(23) Auditors**

### **Statutory Auditors and Auditors' Report**

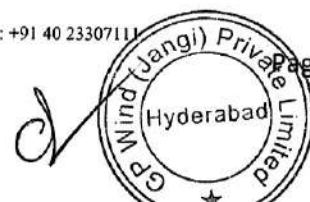
M/s Brahmayya & Co., Chartered Accountants (ICAI Registration Number 000511S) were appointed as Statutory Auditors of the Company to hold office from the conclusion of 10<sup>th</sup> Annual General Meeting held on 19 June 2020 until the conclusion of 15<sup>th</sup> Annual General Meeting to be held in the year 2025.

Auditors report is unmodified i.e., it does not contain any qualification, reservation or adverse remark.

### **Secretarial Auditors**

Pursuant to provisions of section 204 of the Companies act, 2013 and Companies (Appointment and Remuneration Managerial Personnel) Rules, 2014, the Company has appointed Mr M Rama Krishna, practicing Company secretary, (Certificate of Practice Number 4296) to undertake the Secretarial Audit of the Company.

The Company has annexed to this Board Report as Annexure II, a Secretarial Report given by Secretarial Auditor.





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## Cost Auditors

As per the requirement of the Central Government and pursuant to provisions of section 148 of the Companies Act, 2013 read with (Audit and Auditors) Rules, 2014, the Company Cost Records for the year ended December 31, 2021 has been audited by Cost Auditors M/s SR Associates, Cost Accountants.

The Cost Audit Report along with Annexures as approved by the Board has been filed before the due date with Ministry of Corporate Affairs (MCA), Government of India on 27.06.2022 vide SRN: F09797853.

## **(24) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal Act, 2013**

The Company has not received any sexual harassment complaint. The Company has less than 10 employees and therefore Internal Committee is not required to be constituted under Sexual Harassment of Women at Workplace (Preventive, Prohibition and Redressal) Act, 2013.

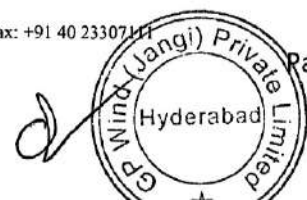
## **(25) General:**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions/events during the year under review:

- Issue of equity shares
- Significant or material orders passed by regulators or Courts or tribunals which impact the going concern status of the Company's operation in future.

## **(26) Acknowledgements:**

The Directors wish to thank the Company's Bankers, Debenture Holders, Debenture Trustee, Registrar, Depositories, Rating Agencies, National Stock Exchange, Solicitors, Consultants, Contractors and Vendors, Business Associates, Gujarat UrjaVikas Nigam Limited, Central and State Government Departments and Auditors for their continuing co-operation and support.







# GP WIND (JANGI) PRIVATE LIMITED

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By ORDER OF THE BOARD

**Ng Yan Fu**

**(Director)**

Place: Kuala Lumpur

Date: February 14, 2023

DIN: 08051406



**Srinivasan Sundar Rajan**

**(Whole Time Director and CFO)**

Place: Hyderabad, India

Date: February 14, 2023

DIN: 03594693

Annexure C  
Form No. MGT-9

**EXTRACT OF ANNUAL RETURNAS ON THE FINANCIAL YEAR ENDED ON DEC'22**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I.REGISTRATION AND OTHER DETAILS:**

<b>i.</b>	CIN	U40300TG2010PTC070416
<b>ii.</b>	Registration Date	13-09-2010
<b>iii.</b>	Name of the Company	GP Wind (Jangi) Private Limited
<b>iv.</b>	Category / Sub-Category of the Company	Company Limited by Shares / Subsidiary of foreign Company
<b>v.</b>	Address of the Registered office and contact details	2 Lakshmi Nilayam House Number 326 Begumpeta, 6-3-1186/A/8, Hyderabad - 500016, Telangana, India
<b>vi.</b>	Whether listed company	Yes / <del>No</del>
<b>vii.</b>	Name, Address and Contact details of Registrar and Transfer Agent, if any	XL Softech Systems Ltd, 3, Sagar Society, Road No.2, Banjara Hills, Hyderabad, Telangana, India PIN-500 034

**II.PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

<b>Sr. No.</b>	<b>Name and Description of main products / services</b>	<b>NIC Code of the Product/ service</b>	<b>% to total turnover of the company</b>
1	Wind Power Generation	35106	100%
2			
3			

### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	GREEN SYNERGY HOLDINGS PTE LTD, 77 ROBINSON ROAD 13-00 ROBINSON 77, SINGAPORE		Holding	99.99%	
2.					
3.					
4.					

### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter</b>									
<b>1) Indian</b>									
a) Individual/ HUF									
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp									
e) Banks / FI									
f) Any Other									
Sub-total(A)(1):-									
<b>2) Foreign</b>									
g) NRIs-Individuals									
h) Other-Individuals									
i) Bodies Corp.	0	251,683,000	251,683,000	100	251,683,000	0	251,683,000	100	0%
j) Banks / FI									
k) Any Other....									
Sub-total (A)(2):-	0	251,683,000	251,683,000	100	251,683,000	0	251,683,000	100	0%

<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIIIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total (B)(1)									
<b>2. Non Institutions</b>									
a) Bodies Corp. (i) Indian (ii) Overseas									
b) Individuals  (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh  (ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh									
c) Others(Specify)									
Sub-total (B)(2)									
Total Public Shareholding (B)=(B)(1)+ (B)(2)									
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)		251,683,000	251,683,000	100	251,683,000	0	251,683,000	100	0%

**ii.Shareholding of Promoters**

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged /	No. of Shares	% of total Shares of the company	% of Shares Pledged / numbered to total shares	
1.	GREEN SYNERGY HOLDINGS PTE. LTD	251,682,998	99.99	100	251,682,998	99.99	100	0
2.	GP RENEWABLES PTE. LTD.	02	.01	100	02	.01	100	0
3.								
	<b>Total</b>	251,683,000	100	100	251,683,000	100	100	0

**iii.Change in Promoters' Shareholding ( please specify, if there is no change**

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	251,683,000	100	251,683,000	100
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL		NIL	
	At the End of the year	251,683,000		251,683,000	100

## V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtedness</b>
Indebtedness at the beginning of the financial year				
<b>i) Principal Amount</b>	2,400,000,000			2,400,000,000
<b>ii) Interest due but not paid</b>	<i>NIL</i>	<i>NIL</i>	<i>NIL</i>	<i>NIL</i>
<b>iii) Interest accrued but not due</b>	88,191,781			88,191,781
<b>Total (i+ii+iii)</b>	2,488,191,781	<i>NIL</i>	<i>NIL</i>	2,488,191,781
Change in Indebtedness during the financial year				
- Addition	<i>NIL</i>	<i>NIL</i>	<i>NIL</i>	<i>NIL</i>
- Reduction	205,000,000			205,000,000
<b>Net Change</b>	<i>NIL</i>	<i>NIL</i>	<i>NIL</i>	<i>NIL</i>
Indebtedness at the end of the financial year				
<b>i) Principal Amount</b>	2,195,000,000	<i>NIL</i>	<i>NIL</i>	2,195,000,000
<b>ii) Interest due but not paid</b>	<i>NIL</i>			<i>NIL</i>
<b>iii) Interest accrued but not due</b>	80,658,717			80,658,717
<b>Total (i+ii+iii)</b>	2,275,658,717	<i>NIL</i>	<i>NIL</i>	2,275,658,717

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager ( Mr S Sundar Rajan WTD)				Total Amount
1.	Gross salary  (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961  (b) Value of perquisites u/s 17(2) Income-tax Act, 1961  (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	7,743,299				7,743,299
		NIL				NIL
		NIL				NIL
2.	Stock Option	NIL				NIL
3.	Sweat Equity	NIL				NIL
4.	Commission - as % of profit - others, specify...	NIL				NIL
5.	Others, please specify	NIL				NIL
6.	Total (A)	7,743,299				7,743,299
	Ceiling as per the Act	60 lakhs plus .01% of the effective capital in excess of Rs 250 crores				60 lakhs plus .01% of the effective capital in excess of Rs 250 crores

**B. Remuneration to other directors:**

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u> · Fee for attending Board and Committee meetings · Commission · Others, please specify					
	Total (1)					
	<u>Other Non-Executive Directors</u> · Fee for attending Board Committee meetings · Commission · Others, please specify	NIL				NIL
	Total (2)	NIL				NIL
	Total (B)=(1+2)					
	Total Managerial Remuneration	7,743,299				7,743,299
	Overall Ceiling as per the Act	NA				NA

**C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD**

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961  (b) Value of perquisites u/s 17(2) Income-tax Act, 1961  (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		240,000		240,000
2.	Stock Option				
3.	Sweat Equity				
4.	Commission - as % of profit - others, specify...				
5.	Others, please specify				
6.	Total		240,000		240,000



**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
<b>A. Company</b>					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				
<b>B. Directors</b>					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				
<b>C. Other Officers In Default</b>					
Penalty	NIL				
Punishment	NIL				
Compounding	NIL				

**Annexure B****Form No.AOC-2**

(Pursuant to clause(h) of the sub section (3) of section 134 of the Companies Act,2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of the material contracts or arrangements or transactions not at arm's length basis or not in the ordinary course of business: Nil
2. Details of the material contracts or arrangements or transactions at arm's length basis or in the ordinary course of business:

Name of the related party and nature of relationship	Ascend Solutions Sdn Bhd	Green Synergy Holdings Pte Ltd	S Sundar Rajan	D Durga Prasad
	Fellow subsidiary	Holding Company	Key Managerial Person	Key Managerial Person
Nature of the Contracts/agreements/transactions	Technical services	Reimbursement of expenses	Whole-time Director	Company Secretary
Duration of the contracts/arrangements/transactions	NIL	NIL	36 Months	Continuous
Salient terms of the contracts/arrangements/transactions including the value, if any	Rs 187,256	Rs 92,801	Rs 7,743,299	Rs 240,000
Dates of approval by Board	14-02-2023	14-02-2023	12-08-2020	01-09-2018
Amount paid as advances, if any	Nil	Nil	Nil	Nil

Form No. MR-3 SECRETARIAL AUDIT REPORT

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> December 2022**

To,  
The Members  
GP WIND (JANGI) PRIVATE LIMITED (CIN: U40300TG2010PTC070416)  
Hyderabad

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GP WIND (JANGI) PRIVATE LIMITED (CIN: U40300TG2010PTC070416)** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the GP WIND (JANGI) PRIVATE LIMITED (CIN: U40300TG2010PTC070416) books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> December, 2022 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the company GP WIND (JANGI) PRIVATE LIMITED (CIN: U40300TG2010PTC070416) according to the provisions of:

- (i) The Companies Act, 2013 (the Act) (applicable Sections as on date) and the Rules made there under that Act;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment;
- (v) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(vi) The industry specific laws that are applicable to the company are as follows:

- (a) Electricity Act, 2003;
- (b) Central Electricity Authority (Measures relating to Safety and Electric Supply) Regulations, 2010;
- (c) Central Electricity Authority (Safety Requirements for Construction, Operation and Maintenance of Electrical Plants and Electric Lines) Regulations 2011;
- (d) The Air (Prevention and Control of Pollution) Act, 1981; and
- (e) The Environment (Protection) Act, 1986.

I have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards SS-1 and SS-2 with respect to meetings of the board of directors and general meetings respectively issued and notified by The Institute of Company Secretaries of India which came into force w.e.f. 1st July, 2015 under the provisions of section 118(10) of the Act.
- ii) The Listing Agreements entered into by the Company with National Stock Exchange.
- iii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.
- iv) The Micro, Small & Medium Enterprises Development Act 2006. And the rules and regulations made there under

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

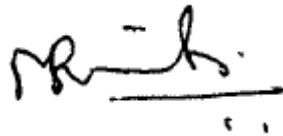
I further report that

There were changes in the composition of the Board of Directors during the period under review and the company complied with provisions.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As a general practice of the Board, decisions are taken on unanimous consent.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.



M. RAMA KRISHNA  
Company Secretary  
ACS NO: 4296 C P NO: 11311  
UDIN: A004296D003129121

Place: Hyderabad  
Date: February 09, 2023

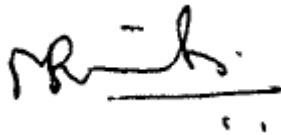
Note: This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.

'Annexure A'

To  
The Members  
GP WIND (JANGI) PRIVATE LIMITED (CIN: U40300TG2010PTC070416)  
Hyderabad

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.



M. RAMA KRISHNA  
Company Secretary  
ACS NO: 4296 C P NO: 11311  
UDIN: A004296D003129121

Place: Hyderabad  
Date: February 09, 2023