

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company	<input type="text" value="L74899DL1998PLC093073"/>	<input type="button" value="Pre-fill"/>						
Global Location Number (GLN) of the company	<input type="text"/>							
* Permanent Account Number (PAN) of the company	<input type="text" value="AAACP8148D"/>							
(ii) (a) Name of the company	<input type="text" value="PETRONET LNG LIMITED"/>							
(b) Registered office address	<input type="text" value="FRIST FLOORWORLD TRADE CENTRE
BABAR ROAD
NEW DELHI
Delhi
110001"/>							
(c) *e-mail ID of the company	<input type="text" value="investors@petronetlng.com"/>							
(d) *Telephone number with STD code	<input type="text" value="01123472645"/>							
(e) Website	<input type="text" value="www.petronetlng.com"/>							
(iii) Date of Incorporation	<input type="text" value="02/04/1998"/>							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Public Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table>	Type of the Company	Category of the Company	Sub-category of the Company	Public Company	Company limited by shares	Indian Non-Government company	
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	<input checked="" type="radio"/> Yes <input type="radio"/> No							
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes <input type="radio"/> No							

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BOMBAY STOCK EXCHANGE	1
2	NATIONAL STOCK EXCHANGE	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

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 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM 10/09/2020

(b) Due date of AGM 30/09/2020

(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	D	Electricity, gas, steam and air condition supply	D2	Manufacture of gas, distribution of gaseous fuels	93

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

*No. of Companies for which information is to be given 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ADANI PETRONET (DAHEJ) PO	U63012GJ2003PTC041919	Associate	26
2	PETRONET LNG FOUNDATION	U85320DL2017NPL315422	Subsidiary	100

3	India LNG Transport Co. (No. 4)		Associate	26
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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	3,000,000,000	1,500,000,088	1,500,000,088	1,500,000,088
Total amount of equity shares (in Rupees)	30,000,000,000	15,000,000,880	15,000,000,880	15,000,000,880

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	3,000,000,000	1,500,000,088	1,500,000,088	1,500,000,088
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	30,000,000,000	15,000,000,880	15,000,000,880	15,000,000,880

(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

Equity shares				
At the beginning of the year	1,500,000,088	15,000,000,880	15,000,000,880	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
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				
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				
At the end of the year	1,500,000,088	15,000,000,880	15,000,000,880	
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				

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				
At the end of the year	0	0	0	

(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	27/08/2019		
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	<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"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			10,121.64
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			10,121.64

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	6,000	0	6,000	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**

3,545,200

(ii) Net worth of the Company

1,095,297

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	750,000,000	50	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	750,000,000	50	0	0

Total number of shareholders (promoters)

4

(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	144,360,306	9.62	0	
	(ii) Non-resident Indian (NRI)	5,824,262	0.39	0	
	(iii) Foreign national (other than NRI)	4,350	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	58,956	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	477,878	0.03	0	
6.	Foreign institutional investors	439,621,904	29.31	0	
7.	Mutual funds	116,492,165	7.77	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	12,611,846	0.84	0	
10.	Others IEPF, NBFC, QIB,AIF,TRUST,C	30,548,421	2.04	0	
	Total	750,000,088	50	0	0

Total number of shareholders (other than promoters)

311,150

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

311,154

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

758

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
As per annexure attac					

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

**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	4	4
Members (other than promoters)	308,010	311,150
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	4	0	4	0	0
B. Non-Promoter	3	5	2	6	0	0
(i) Non-Independent	3	1	2	1	0	0
(ii) Independent	0	4	0	5	0	0
C. Nominee Directors representing	0	1	0	1	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	1	0	1	0	0
Total	3	10	2	11	0	0

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

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(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)
Dr. M. M. Kutty	01943083	Director	0	01/05/2020
Shri. Prabhat Singh	03006541	Managing Director	0	14/09/2020
Shri. V.K. Mishra	08125144	Whole-time director	0	
Shri D. Rajkumar	00872597	Nominee director	800	20/07/2020
Shri Shashi Shanker	06447938	Nominee director	800	
Shri Sanjiv Singh	05280701	Nominee director	4,000	01/07/2020
Shri Ashutosh Karnatak	03267102	Additional director	0	06/05/2020
Shri Sanjeev Kumar	03600655	Additional director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Dr. Jyoti Kiran Shukla	03492315	Director	0	
Shri Sidhartha Pradhan	06938830	Director	0	
Shri Sunil Kumar Srivas	02809123	Director	0	
Dr. Siddhartha Shekhar	06873925	Director	0	
Shri Arun Kumar	03570776	Director	0	
Shri Rajan Kapur	AAIPK0926B	Company Secretar	0	

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

12

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)
Shri Arun Kumar	03570776	Additional director	09/04/2019	Appointment
Shri Arun Kumar	03570776	Director	27/08/2019	Change in designation
Shri Ashutosh Karnatak	03267102	Additional director	07/08/2019	Appointment
Shri Sanjiv Singh	05280701	Additional director	27/08/2019	Change in designation
Shri B. C. Tripathi	01657366	Additional director	01/08/2019	Cessation
Dr. T. Natarajan	00396367	Nominee director	22/08/2019	Cessation
Shri Ashutosh Karnatak	03267102	Additional director	28/08/2019	Cessation
Shri Ashutosh Karnatak	03267102	Additional director	29/08/2019	Appointment
Shri. Rajender Singh	06435374	Whole-time directo	20/07/2019	Cessation
Shri D. Rajkumar	00872597	Additional director	27/08/2019	Change in designation
Shri Sunil Kumar Srivas	02809123	Additional director	27/08/2019	Change in designation
Dr. Siddhartha Shekhar	06873925	Additional director	27/08/2019	Change in designation

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

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

Number of meetings held

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 Meeting	27/08/2019	306,462	182	50.28

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	09/04/2019	14	12	85.71
2	15/05/2019	14	14	100
3	07/08/2019	13	12	92.31
4	29/10/2019	13	11	84.62
5	08/11/2019	13	11	84.62
6	14/01/2020	13	11	84.62
7	10/02/2020	13	13	100

C. COMMITTEE MEETINGS

Number of meetings held

24

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	14/05/2019	4	4	100
2	Audit Committee	15/05/2019	4	4	100
3	Audit Committee	07/08/2019	4	4	100
4	Audit Committee	26/08/2019	4	4	100
5	Audit Committee	29/10/2019	4	3	75
6	Audit Committee	10/02/2020	4	4	100
7	Nomination & I	23/04/2019	4	4	100
8	Nomination & I	22/07/2019	4	4	100
9	Nomination & I	25/09/2019	4	4	100

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
10	Nomination &	16/10/2019	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	10/09/2020
								(Y/N/NA)
1	Dr. M. M. Kutt	7	7	100	0	0	0	Not Applicable
2	Shri. Prabhat S	7	7	100	6	6	100	Yes
3	Shri. V.K. Mish	7	7	100	7	7	100	Yes
4	Shri D. Rajkun	7	5	71.43	0	0	0	Not Applicable
5	Shri Shashi Sh	7	6	85.71	1	1	100	Yes
6	Shri Sanjiv Sir	7	7	100	11	8	72.73	Not Applicable
7	Shri Ashutosh	5	5	100	0	0	0	Not Applicable
8	Shri Sanjeev k	4	2	50	0	0	0	Yes
9	Dr. Jyoti Kiran	7	6	85.71	19	17	89.47	Yes
10	Shri Sidhartha	7	7	100	18	18	100	Yes
11	Shri Sunil Kum	7	7	100	17	17	100	Yes
12	Dr. Siddhartha	7	6	85.71	3	3	100	Yes
13	Shri Arun Kum	7	7	100	7	7	100	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

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Prabhat Singh	MD & CEO	15,636,737	2,250,000	0	107,508	17,994,245
2	Shri Rajender Singh	Whole-time Dire	11,875,603	2,250,000	0	153,945	14,279,548
3	Shri R.K. Garg	Whole-time Dire	471,006	0	0	0	471,006
4	Shri Subhash Kuma	Whole-time Dire	274,187	0	0	0	274,187
5	Shri V. K. Mishra	Whole-time Dire	9,354,375	2,157,534	0	90,910	11,602,819
	Total		37,611,908	6,657,534	0	352,363	44,621,805

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Rajan Kapur	Company Secre	4,856,928	0	0	243,198	5,100,126
	Total		4,856,928	0	0	243,198	5,100,126

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	Dr. Jyoti Kiran Shuk	Independent Dir	0	850,000	0	520,000	1,370,000
2	Shri Arun Kumar	Independent Dir	0	0	0	320,000	320,000
3	Shri Sidhartha Prad	Independent Dir	0	745,206	0	500,000	1,245,206
4	Shri Sunil Kumar Sr	Independent Dir	0	349,315	0	620,000	969,315
5	Shri Siddhartha She	Independent Dir	0	349,315	0	340,000	689,315
	Total		0	2,293,836	0	2,300,000	4,593,836

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

A. N. Kukreja

Whether associate or fellow

Associate Fellow

Certificate of practice number

2318

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

VINOD
KUMAR
MISHRA
Digitally signed by
VINOD KUMAR
MISHRA
Date: 2020.11.09
13:24:36 +05'30'

DIN of the director

08125144

To be digitally signed by

RAJAN
KAPUR
Digitally signed by
RAJAN KAPUR
Date: 2020.11.09
13:25:44 +05'30'

Company Secretary

Company secretary in practice

Membership number

10674

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

MGT 8.pdf
Share Transfer Details.pdf
Clarificatory notes.pdf
NCDs details.pdf
Secretarial Audit Report.pdf
Details of Fils.pdf
Details of committee meetings.pdf

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