

# 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

U63090DL2003PLC120790

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAECA6186G

(ii) (a) Name of the company

AIR INDIA AIR TRANSPORT SER

(b) Registered office address

AIRLINES HOUSE  
113 GURUDWARA RAKABGANJ ROAD  
NEW DELHI  
Delhi  
110001

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

P.Bharwani@airindia.in

(d) \*Telephone number with STD code

01123422000

(e) Website

(iii) Date of Incorporation

09/06/2003

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Union Government Company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(b) CIN of the Registrar and Transfer Agent

Pre-fill

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

(e) Extended due date of AGM after grant of extension

## 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	N	Support service to Organizations	N7	Other support services to organizations	100

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	AIR INDIA LIMITED	U62200DL2007GOI161431	Holding	100

## 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	1,000,000,000	138,424,200	138,424,200	138,424,200
Total amount of equity shares (in Rupees)	10,000,000,000	1,384,242,000	1,384,242,000	1,384,242,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,000,000,000	138,424,200	138,424,200	138,424,200
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10,000,000,000	1,384,242,000	1,384,242,000	1,384,242,000

(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)				

(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	138,424,200	1,384,242,000	1,384,242,000	

<b>Increase during the year</b>	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				
<b>Decrease during the year</b>	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				
<b>At the end of the year</b>	138,424,200	1,384,242,000	1,384,242,000	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	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				
<b>Decrease during the year</b>	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		07/12/2017	
Date of registration of transfer (Date Month Year)		06/09/2017	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	48		

Transferor's Name	ASHWANI		LOHANI
	Surname	middle name	first name
Ledger Folio of Transferee	52		
Transferee's Name	RAJIV		BANSAL
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	12/12/2017
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	52
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Transferor's Name	RAJIV		BANSAL
	Surname	middle name	first name

Ledger Folio of Transferee	53
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Transferee's Name	PRADEEP	SINGH	KHAROLA
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	
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Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
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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

**(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			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
<b>Total</b>			<b>0</b>

**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)**

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

6,455,743,174

(ii) Net worth of the Company

2,055,335,956

#### 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	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	138,424,200	100	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	
	<b>Total</b>	138,424,200	100	0	0

Total number of shareholders (promoters)

10

**(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	
	<b>Total</b>	0	0	0	0

Total number of shareholders (other than promoters)

0

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

10

**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	10	10
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
<b>A. Promoter</b>	0	1	0	1	0	0
<b>B. Non-Promoter</b>	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	3	0	3	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	2	0	2	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	1	0	1	0	0
<b>Total</b>	<b>0</b>	<b>4</b>	<b>0</b>	<b>4</b>	<b>0</b>	<b>0</b>

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

6

**(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)
SHRI PRADEEP SINGH	05347746	Nominee director	1	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SHRI VINOD SHANKEF	07346490	Nominee director	1	
MS GARGI KAUL	07173427	Nominee director	0	
SHRI SATYENDRA KU	07728790	Nominee director	0	
SMT POONAM BALRAJ	ACEPB0883C	Company Secretar	0	
SHRI JANASWAMY VE	ADPPJ4047G	CFO	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)
SHRI ASHWANI LOHAJ	01023747	Nominee director	23/08/2017	CESSATION
SHRI RAJIV BANSAL	00245460	Nominee director	23/08/2017	APPOINTMENT
SHRI RAJIV BANSAL	00245460	Nominee director	12/12/2017	CESSATION
SHRI PRADEEP SINGH	05347746	Nominee director	12/12/2017	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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ADJOURNED 13TH ANNUA	25/04/2017	10	10	100
14TH ANNUAL GENERAL I	07/12/2017	10	7	100
ADJOURNED 14TH ANNUA	20/02/2018	10	6	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

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	19/05/2017	4	2	50
2	15/09/2017	4	3	75
3	07/12/2017	4	4	100
4	13/12/2017	4	4	100
5	17/01/2018	4	3	75
6	27/03/2018	4	3	75

### C. COMMITTEE MEETINGS

Number of meetings held

6

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	6th Audit Com	15/09/2017	3	2	66.67
2	3rd CSR Comr	07/12/2017	4	4	100
3	7th Audit Comr	07/12/2017	3	3	100
4	8th Audit Comr	13/12/2017	3	3	100
5	9th Audit Comr	27/03/2018	4	2	50
6	4th CSR Comr	27/03/2018	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	
1	SHRI PRADEI	3	3	100	3	2	66.67	Yes
2	SHRI VINOD S	6	4	66.67	6	5	83.33	Yes
3	MS GARGI KA	6	4	66.67	6	6	100	Yes
4	SHRI SATYEN	6	5	83.33	3	1	33.33	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

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

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

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

Number of other directors whose remuneration details to be entered

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

1.The Company has not appointed Independent Directors as required under the provisions of Section 149(4) of the Companies Act, 2013 read with Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and hence no meeting of the Independent Directors could be held during

**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

HUSAIN YUSUFALI WAGH

Whether associate or fellow

Associate  Fellow

Certificate of practice number

12153

**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  
HEJMADI

DIN of the director

07346490

**To be digitally signed by**

POONAM  
BALARAM  
BHARWANI

- 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

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**List of attachments**

AIATSL-SHAREHOLDERS-31032018.pdf  
 AIATSL-EXTN APPR-201718.pdf  
 MGT-8-2017-18 FINAL.pdf

**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**



सत्यमेव जयते

**GOVERNMENT OF INDIA**  
**MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies  
4th Floor, IFCI Tower 61, New Delhi, Delhi, India, 110019

DATED : 23-11-2018

IN THE MATTER OF M/S AIR INDIA AIR TRANSPORT SERVICES LIMITED CIN U63090DL2003PLC120790

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2018 and the Annual general meeting of the company is due to be held on 30-11-2018 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN H27785666 on 14-11-2018 requesting for an extension of time for the purpose of holding AGM on the following grounds

Extension is allowed for one month further.

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 1 month 0 days is considered.

**ORDER**

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 1 month 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.



Yours faithfully,

**KAMAL HARJANI**

Registrar of Companies

RoC - Delhi

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Mailing Address as per record available in Registrar of Companies office:

AIR INDIA AIR TRANSPORT SERVICES LIMITED  
AIRLINES HOUSE, 113 GURUDWARA RAKABGANJ ROAD, NEW DELHI,  
Delhi, India, 110001



Note: This letter is to be generated only when the application is approved by RoC office





सत्यमेव जयते

**GOVERNMENT OF INDIA  
MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies  
4th Floor, IFCI Tower 61, New Delhi, Delhi, India, 110019

DATED : 13-09-2018

IN THE MATTER OF M/S AIR INDIA AIR TRANSPORT SERVICES LIMITED CIN U63090DL2003PLC120790

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

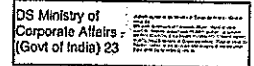
The Company has closed its accounting year on 31-03-2018 and the Annual general meeting of the company is due to be held on 30-09-2018 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN H07768005 on 06-09-2018 requesting for an extension of time for the purpose of holding AGM on the following grounds

extension is allowed for 2 months.

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 2 months 0 days is considered.

**ORDER**

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 2 months 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.



Yours faithfully,

**KAMAL HARJANI**

Registrar of Companies

RoC - Delhi

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Mailing Address as per record available in Registrar of Companies office:

AIR INDIA AIR TRANSPORT SERVICES LIMITED  
AIRLINES HOUSE, 113 GURUDWARA RAKABGANJ ROAD, NEW DELHI,  
Delhi, India, 110001



Note: This letter is to be generated only when the application is approved by RoC office

**AIR INDIA AIR TRANSPORT SERVICES LIMITED**  
 Regd Office:Airlines House,113 Gurudwara Rakabganj Road, New Delhi 110 001  
 CIN : U63090DL2003PLC120790

**LIST OF SHAREHOLDERS AS ON 31<sup>st</sup> MARCH, 2018**

Name of Shareholder	Ledger Folio Number	Number of Shares Held	Address of Shareholder
Air India Limited	8	138424191	Airlines House, 113 Gurudwara Rakabganj Road, New Delhi 110 001
<b>NOMINEES OF AIR INDIA LIMITED</b>			
Shri Pradeep Singh Kharola	53	1	4 Railway Officers Enclave, S P Marg, Chanakyapuri, New Delhi 110 021
Shri Pankaj Srivastava	39	1	F3/19,Vasant Vihar, New Delhi 110 057
Shri Vinod Hejmadi	49	1	D-1/13 Air India Colony, Vasant Vihar, New Delhi 110 057
Shri S S Uberoi	45	1	D1/18 Air India Colony, Vasant Vihar, New Delhi 110 067
Shri A Jayachandran	46	1	D-1/16 Vasant Vihar, New Delhi 110 057
Shri Pankaj Kumar	44	1	93 Vigyan Vihar, Delhi 110 092
Smt Kalpana Rao	35	1	F502, Marathon Cosmos, LBS Marg, Mulund-West, Mumbai 400 080
Smt Aruna Gopalakrishnan	47	1	B501, Golden Sq,Vidyanagri Marg, Santacruz-East, Mumbai 400 098
Shri Ajay Thakur	50	1	684, 2nd Floor,Kamaljit Sandhu Block, Asiad Village, Siri Fort, New Delhi 110 049

**Correspondence Address:**C/o Secretarial Division,Headquarters,21<sup>st</sup> Floor,Air India Limited,Air India Building,Nariman Point,Mumbai 400 021 Tele No.022 22796524 Fax No.022 22023686

## HUSAIN WAGH & CO.

### COMPANY SECRETARIES

701, R.K. Residency, Plot 105, Sector 28, Nerul (W), Navi Mumbai-400706

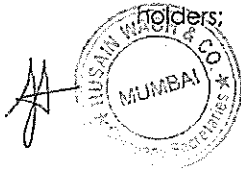
Mob: 9221037911; e-mail: husainwagh@gmail.com

#### FORM NO. MGT-8

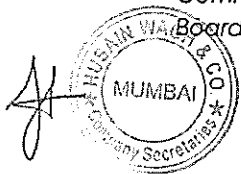
[Pursuant to Section 92 (2) of the Companies Act, 2013 and rule 11 (2) of Companies (Management and Administration) Rules, 2014]

We have examined the registers, records and books and papers of **AIR INDIA AIR TRANSPORT SERVICES LIMITED** [CIN-U63090DL2003PLC120790] ('Company') as required to be maintained under the Companies Act, 2013 ('the Act'); and the Rules made thereunder for the Financial Year ended on 31<sup>st</sup> March, 2018. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its Officers and Agents, we certify that:

- A The Annual Return states the facts as at the close of the aforesaid Financial Year correctly and adequately.
- B During the aforesaid Financial Year, the Company has complied with the provisions of the Act and Rules made thereunder in respect of the following subject to the reporting made hereunder:
1. its status under the Act as a Public Limited Company;
  2. maintenance of registers/records & making entries therein within the time prescribed therefor;
  3. filing of forms and returns are not stated in the Annual Return, however the Company has filed the forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities, as the case may be, within / beyond the prescribed time;
  4. the calling/ convening/ holding Meetings of Board of Directors or its Committees 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 have been properly recorded in the Minute Book/Registers maintained for the purpose and the same have been signed;
  5. the Company was not required to close its Register of Members / Security



6. there were no instances of the advances/loans given to its Directors and/or persons or firms or companies referred in section 185 of the Companies Act, 2013;
7. contracts/arrangements with related parties as specified in section 188 of the Act were in the ordinary course of business and on an arm's length basis;
8. there were no instances of issue or allotment or transmission of securities or buy back of securities/ redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities, except instance of transfer of shares and the Company had issued the share certificates in all instances wherever required;
9. there were no transactions necessitating the Company to keep in abeyance the right to dividend, right shares, and bonus shares pending registration or Transfer of Shares;
10. there were no instances of declaration / payment of any dividend or transfer of any amount to the Investor Education and Protection Fund in accordance with Section 125 of the Act;
11. signing of audited financial statement as per the provisions of section 134 of the Act and Report of Directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution/ appointment/ re-appointments/ retirement/ resignation / filling up casual vacancies / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them except the following:
  - i. *The Company has not appointed Independent Directors as required under the provisions of Section 149(4) of the Companies Act, 2013 read with Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and hence, no meeting of the Independent Directors could be held during the Audit Period.*
  - ii. *Since the Company has not appointed Independent Directors, the Company has not complied with the provisions of Section 177(2) and Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 as regards the composition of the Audit Committee, the Nomination and Remuneration Committee and the Corporate Social Responsibility Committee of the Board;*



13. the appointment of auditors as per the provisions of section 139 of the Act;
14. except for the extension of time for the purpose of holding the Annual General Meeting from Registrar of Companies, Delhi, under Section 96 of the Act, no approvals were required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. the Company has not accepted/ renewed/ repaid deposits;
16. the Company has not borrowed from its directors, members, public financial institutions, banks and others and hence, creation/ modification/ satisfaction of charges were not applicable;
17. loans and investments made or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. there was no alternation of the Memorandum of Association and Articles of Association of the Company during the year.

For Husain Wagh & Co.  
Company Secretaries



Husain Wagh  
(Proprietor)  
(ICSI Unique Code S2013MH227200)  
C.P. No. : 12153  
ACS: 32996

Place: Mumbai  
Date: 28<sup>th</sup> December, 2018