

FORM NO. MGT-7

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



सत्यमेव जयते

Annual Return

(other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L45203MH2001PLC131728

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCG8641H

(ii) (a) Name of the company

AJR INFRA AND TOLLING LIMIT

(b) Registered office address

THIRD FLOOR, PLOT NO.3/8, HAMILTON HOUSE,
J N HERADIA MARG, BALLARD ESTATE
MUMBAI
Mumbai City
Maharashtra
400033

(c) *e-mail ID of the company

compliances@ajrinfra.in

(d) *Telephone number with STD code

02267487200

(e) Website

www.ajrinfra.in

(iii) Date of Incorporation

23/04/2001

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

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

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
	A(BSE and NSE)	1,025

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 29/12/2023

(b) Due date of AGM 30/09/2023

(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

F63066872

Pre-fill

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

30/12/2023

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	F	Construction	F2	Roads, railways, Utility projects	0

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

*No. of Companies for which information is to be given 29

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
------	---------------------	------------	--	------------------

1	HARYANA BIOMASS POWER LI	U40102MH2007PLC173416	Subsidiary	100
2	COCHIN BRIDGE INFRASTRUCT	U45200MH1999PLC122317	Subsidiary	100
3	CHITTOOR INFRA COMPANY PR	U74990MH2010PTC210401	Subsidiary	100
4	EARTHLINK INFRASTRUCTURE	U74990MH2010PTC210405	Subsidiary	100
5	GAMMON LOGISTICS LIMITED	U45309MH2007PLC171578	Subsidiary	100
6	GAMMON PROJECTS DEVELOP	U45200MH2006PLC159107	Subsidiary	100
7	GAMMON RENEWABLE ENERG	U74990MH2009PLC194805	Subsidiary	100
8	GAMMON ROAD INFRASTRUC	U74990MH2009PLC194822	Subsidiary	100
9	GAMMON SEAPORT INFRASTR	U74990MH2009PLC194663	Subsidiary	100
10	INDIRA CONTAINER TERMINAL	U63032MH2007PTC174100	Subsidiary	74
11	MARINE PROJECT SERVICES LI	U61100MH2007PLC168759	Subsidiary	100
12	PATNA HIGHWAY PROJECTS LI	U74999DL2009PLC197265	Subsidiary	100
13	PRAVARA RENEWABLE ENERG	U45202MH2008PLC185428	Subsidiary	100
14	RAS CITIES AND TOWNSHIPS P	U70102TG2005PTC047148	Subsidiary	100
15	RAJAHMUNDY GODAVARI BR	U45203MH2008PLC185941	Subsidiary	99.78
16	SEGUE INFRASTRUCTURE PRO.	U74900MH2010PTC210430	Subsidiary	100
17	SIDHI SINGRAULI ROAD PROJE	U74999DL2012PLC234738	Subsidiary	100
18	SIKKIM HYDRO POWER VENTU	U40100DL2005PLC257673	Subsidiary	100
19	SONY MONY DEVELOPERS PRIN	U45201MH2007PTC171899	Subsidiary	100
20	TADA INFRA DEVELOPMENT C	U45400MH2008PLC186002	Subsidiary	100
21	TIDONG HYDRO POWER LIMIT	U40101HP2007PLC030774	Subsidiary	100
22	VIJAYAWADA GUNDUGOLANU	U74990DL2012PTC232205	Subsidiary	100
23	YOUNGTHANG POWER VENTU	U40101HP2008PLC030953	Subsidiary	100
24	YAMUNANAGAR PANCHKULA	U74999DL2012PTC234340	Subsidiary	100
25	BIRMITRAPUR BARKOTE HIGHW	U45200DL2012PTC234342	Subsidiary	100

26	VIZAG SEAPORT PRIVATE LIMIT	U45203AP2001PTC038955	Associate	40.76
27	MODERN TOLLROADS PRIVATE	U45203MH2007PTC173503	Associate	40
28	ATSL INFRASTRUCTURE PROJE	U45400MH2007PLC169995	Associate	48.9
29	ELGAN INDIA MARTRADE PRIV	U60210AP2004PTC044374	Associate	30

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	1,250,000,000	942,640,974	942,640,974	941,830,724
Total amount of equity shares (in Rupees)	2,500,000,000	1,885,281,948	1,885,281,028	1,883,661,448

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,250,000,000	942,640,974	942,640,974	941,830,724
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	2,500,000,000	1,885,281,948	1,885,281,028	1,883,661,448

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	2,603	941,828,121	941830724	1,883,661,4	1,883,661,	
Increase during the year	5	103	108	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	5	103	108			
Conversion of shares from physical mode to demat						
Decrease during the year	103	5	108	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	103	5	108			
Conversion of shares from physical mode to demat						
At the end of the year	2,505	941,828,219	941830724	1,883,661,4	1,883,661,	
Preference shares						

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

ISIN of the equity shares of the company

INE181G01025

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

0

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

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

☒ Nil

[Details being provided in a CD/Digital Media]

☐ Yes

☐ No

☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes

☐ No

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

Date of the previous annual general meeting				<input style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)				<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>		
Ledger Folio of Transferor		<input style="width: 400px;" type="text"/>			
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>		
	Surname	middle name	first name		
Ledger Folio of Transferee		<input style="width: 400px;" type="text"/>			
Transferee's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>		
	Surname	middle name	first name		
Date of registration of transfer (Date Month Year)				<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>		

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

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

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

Details of debentures

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

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

0

(ii) Net worth of the Company

-9,820,468,662

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	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)	193,999,800	20.6	0	
10.	Others	0	0	0	
	Total	193,999,800	20.6	0	0

Total number of shareholders (promoters)

1

(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	467,606,344	49.65	0	
	(ii) Non-resident Indian (NRI)	14,801,740	1.57	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	3,000	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	67,585,734	7.18	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)	197,766,958	21	0	
10.	Others Limited Liability Partnership	67,148	0.01	0	
	Total	747,830,924	79.41	0	0

Total number of shareholders (other than promoters)

123,389

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

123,390

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	1	1
Members (other than promoters)	127,799	123,389
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	1	6	1	5	0	0
(i) Non-Independent	1	2	1	1	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	6	1	5	0	0

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

7

(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)
Mineel MLI	*****95	Whole-time director	1,972	
Homai Daruwalla	*****80	Director	541	
Mahendra Kumar Agra	*****02	Director	0	
Vinod Sahai	*****71	Director	0	
Sunilbhai Chhabaria	*****78	Director	0	
Subhrarabinda Birabar	*****32	Director	0	
Kaushal Jaykumar Sha	BJ*****2J	Company Secretary	0	

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

3

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)
Chayan Bhattacharjee	*****40	Director	26/07/2022	Cessation
Jaysingh Ashar	*****68	Director	26/11/2022	Cessation
Subhrarabinda Birab	*****32	Director	26/11/2022	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
Extraordinary General Meet	28/04/2022	130,045	30	26.44
Extraordinary General Meet	12/08/2022	126,889	30	20.77
Annual General Meeting	29/12/2022	125,262	30	21.5

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	06/04/2022	7	7	100
2	20/07/2022	7	6	85.71
3	01/09/2022	6	6	100
4	26/11/2022	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

3

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	01/09/2022	4	4	100
2	Nomination and Remuneration	26/11/2022	4	4	100
3	Stakeholders Forum	30/03/2023	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	29/12/2023
								(Y/N/NA)
1	Mineel MLI	4	4	100	2	2	100	Yes
2	Homai Daruwa	4	4	100	3	3	100	Yes
3	Mahendra Kur	4	4	100	3	3	100	Yes
4	Vinod Sahai	4	4	100	2	2	100	Yes
5	Sunilbhai Chh	4	4	100	1	1	100	Yes
6	Subhrarabinda	1	1	100	0	0	0	No

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Mineel Mali	Whole Time Dir	0	0	0	0	0
	Total		0	0	0	0	0

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Vinay Sharma	CFO	1,260,000	0	0	2,356,776	3,616,776
2	Mr. Kaushal Shah	Company Secre	0	0	0	0	0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		1,260,000	0	0	2,356,776	3,616,776

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ms. Homai Daruwal	Independent Dire	0	0	0	350,000	350,000
2	Mr. Mahendra Kuma	Independent Dir	0	0	0	350,000	350,000
3	Mr. Vinod Sahai	Independent Dir	0	0	0	250,000	250,000
4	Mr. Sunilbhai Chhat	Independent Dir	0	0	0	250,000	250,000
5	Mr. Subhrarabinda I	Non-Executive D	0	0	0	0	0
6	Mr. Jaysingh Ashar	Non-Executive D	0	0	0	250,000	250,000
7	Mr. Chayan Bhattach	Non-Executive D	0	0	0	50,000	50,000
	Total		0	0	0	1,500,000	1,500,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

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

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

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

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

Name

Akansha Rathi

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

10134

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. ...

15

dated

14/02/2015

(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

MINEEL
MADHUKA
R MALI
Digitally signed by
MINEEL MADHUKA
MALI
Date: 2015.02.27
12:12:22 +0530

DIN of the director

*****95

To be digitally signed by

AKANSHA
ASHISH
RATHI
Digitally signed by
AKANSHA ASHISH
RATHI
Date: 2015.02.27
14:35:24 +0530

☐ Company Secretary

☒ Company secretary in practice

Membership number

Certificate of practice number

10134

Attachments

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

Attach**Attach****Attach****Attach****List of attachments**

Approval letter for extension of AGM.pdf
AJRMGT8FY202223Signed.pdf
Letter to ROC 27022024.pdf

Remove attachment

Modify

Check Form

Prescribing

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