

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
400030

(c) *e-mail ID of the company

CO*****RA.IN

(d) *Telephone number with STD code

02*****00

(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, Vikh
roli (West), NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

28/09/2024

(b) Due date of AGM

30/09/2024

(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	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 26

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BIRMITRAPUR BARKOTE HIGHV	U45200DL2012PTC234342	Subsidiary	100
2	COCHIN BRIDGE INFRASTRUCT	U45200MH1999PLC122317	Subsidiary	97.66

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 SEAPORT INFRASTR	U74990MH2009PLC194663	Subsidiary	100
9	GAMMON ROAD INFRASTRUC	U74990MH2009PLC194822	Subsidiary	100
10	HARYANA BIOMASS POWER LI	U40102MH2007PLC173416	Subsidiary	100
11	INDIRA CONTAINER TERMINAL	U63032MH2007PTC174100	Subsidiary	74
12	MARINE PROJECT SERVICES LIM	U61100MH2007PLC168759	Subsidiary	100
13	PRAVARA RENEWABLE ENERG	U45202MH2008PLC185428	Subsidiary	100
14	SEGUE INFRASTRUCTURE PRO	U74900MH2010PTC210430	Subsidiary	100
15	SIDHI SINGRAULI ROAD PROJE	U74999DL2012PLC234738	Subsidiary	100
16	SIKKIM HYDRO POWER VENTU	U40100DL2005PLC257673	Subsidiary	100
17	SONY MONY DEVELOPERS PRIM	U45201MH2007PTC171899	Subsidiary	100
18	TADA INFRA DEVELOPMENT C	U45400MH2008PLC186002	Subsidiary	100
19	TIDONG HYDRO POWER LIMITI	U40101HP2007PLC030774	Subsidiary	51
20	VIJAYAWADA GUNDUGOLANL	U74990DL2012PTC232205	Subsidiary	100
21	YOUNGTHANG POWER VENTU	U40101HP2008PLC030953	Subsidiary	100
22	YAMUNANAGAR PANCHKULA	U74999DL2012PTC234340	Subsidiary	100
23	VIZAG SEAPORT PRIVATE LIMIT	U45203AP2001PTC038955	Associate	40.76
24	MODERN TOLLROADS PRIVATE	U45203MH2007PTC173503	Associate	40
25	ATSL INFRASTRUCTURE PROJE	U45400MH2007PLC169995	Associate	48.9
26	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	1,885,281,948	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	1,885,281,948	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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	2,505	941,828,219	941830724	1,883,661,4	1,883,661,	

Increase during the year	350	0	350	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	350		350			
Conversion of shares from physical mode to demat						
Decrease during the year	0	350	350	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		350	350			
Conversion of shares from physical mode to demat						
At the end of the year	2,855	941,827,869	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		
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			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

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			
	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

Particulars	Number of units	Nominal value per unit	Total value
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

-1,222,926,400

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	568,416,906	60.35	0	
	(ii) Non-resident Indian (NRI)	13,681,019	1.45	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	67,583,734	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)	98,146,265	10.42	0	
10.	Others	0	0	0	
	Total	747,830,924	79.4	0	0

Total number of shareholders (other than promoters) 119,116

**Total number of shareholders (Promoters+Public/
Other than promoters)** 119,117

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)	123,389	119,117
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	5	2	0	0
(i) Non-Independent	1	2	1	2	0	0
(ii) Independent	0	4	4	0	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	5	2	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 Mali	06641595	Whole-time director	1,972	
Homai Daruwalla	00365880	Director	541	29/06/2024
Mahendra Kumar Agra	02749002	Director	0	
Vinod Sahai	01184471	Director	0	
Sunilbhai Chhabaria	07162678	Director	0	
Subhrarabinda Birabar	03249632	Director	0	
Kaushal Shah	BJPPS0732J	Company Secretary	0	

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

0

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)

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	29/12/2023	123,389	30	21

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	19/04/2023	6	5	83.33
2	17/08/2023	6	6	100
3	23/10/2023	6	6	100
4	30/10/2023	6	5	83.33
5	14/12/2023	6	6	100
6	12/03/2024	6	6	100
7	18/03/2024	6	6	100
8	30/03/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

7

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	19/04/2023	4	3	75
2	Audit Committee	17/08/2023	4	4	100
3	Audit Committee	23/10/2023	4	4	100
4	Audit Committee	14/12/2023	5	5	100
5	Audit Committee	12/02/2024	4	4	100
6	Nomination & Remuneration Committee	30/10/2023	3	3	100
7	Stakeholders Forum	28/03/2023	5	5	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	28/09/2024
								(Y/N/NA)
1	Mineel Mali	8	8	100	6	6	100	Yes

2	Homai Daruwalla	8	8	100	7	7	100	No
3	Mahendra Kumar	8	8	100	7	7	100	Yes
4	Vinod Sahai	8	7	87.5	7	6	85.71	Yes
5	Sunilbhai Chhabaria	8	7	87.5	7	6	85.71	Yes
6	Subhrarabinda Biral	8	7	87.5	0	0	0	Yes
7	Empty	0	0	0	0	0	0	Not Applicable

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	Mineel Mali	Whole Time Director	1,560,000	0	0	1,027,000	2,587,000
	Total		1,560,000	0	0	1,027,000	2,587,000

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	Vinay Sharma	Chief Financial Officer	1,260,000	0	0	2,356,776	3,616,776
2	Kaushal Shah	Company Secretary	0	0	0		0
	Total		1,260,000	0	0	2,356,776	3,616,776

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	Homai Daruwalla	Independent Director	0	0	0	800,000	800,000
2	Mahendra Kumar Agarwal	Independent Director	0	0	0	800,000	800,000
3	Vinod Sahai	Independent Director	0	0	0	650,000	650,000
4	Sunilbhai Chhabaria	Independent Director	0	0	0		0
5	Subhrarabinda Biral	Non Executive Director	0	0	0	350,000	350,000
	Total		0	0	0	2,600,000	2,600,000

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. ... 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

DIGITALLY SIGNED BY
MINEEL
MADHUKA
R MALI
Date: 2016.01.17
16:23:45 +05'30'

DIN of the director

0*6*1*9*

To be digitally signed by

DIGITALLY SIGNED BY
VEERARAG
HAVAN
NARAYANAN
Date: 2016.01.17
16:23:45 +05'30'

- ☐ 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

List of attachments

Attach

Attach

Attach

Attach

AJRITL_MGT 8.pdf
Letter to ROC.pdf

Remove attachment

Modify

Check Form

Print Form

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

