

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]



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

L70200MH2002PLC136849

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCM1611P

(ii) (a) Name of the company

MAN INFRACONSTRUCTION

(b) Registered office address

12TH FLOOR,KRUSHAL COMMERCIAL COMPLEX, ABOVE
SHOPPERS STOP, G.M ROAD, CHEMBUR
MUMBAI
Maharashtra
400089

(c) *e-mail ID of the company

durgesh@maninfra.com

(d) *Telephone number with STD code

02242463999

(e) Website

www.maninfra.com

(iii) Date of Incorporation

16/08/2002

(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
1	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024
2	BSE LIMITED	1

(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 (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

(f) Specify the reasons for not holding the same

AGM is scheduled to be held on 09/08/2023

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	F	Construction	F1	Buildings	100

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MAN PROJECTS LIMITED	U45200MH2007PLC172365	Subsidiary	100
2	MANAJ INFRACONSTRUCTION +	U45202MH2009PLC191175	Subsidiary	64
3	MAN REALTORS AND HOLDING +	U45201MH1992PTC067019	Subsidiary	62.79
4	MANAJ TOLLWAY PRIVATE LIM +	U70100MH2011PTC224075	Subsidiary	100
5	MICL REALTORS PRIVATE LIMIT +	U70102MH2010PTC207043	Subsidiary	100
6	ATMOSPHERE REALTY PRIVATE +	U70102MH2007PTC166974	Associate	17.5
7	PLATINUMCORP AFFORDABLE +	U70103MH2019PTC329373	Associate	33.33
8	MICL Global, INC		Subsidiary	100
9	3090 Mcdonald Ave, LLC		Subsidiary	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	450,000,000	371,250,405	371,250,405	371,250,405
Total amount of equity shares (in Rupees)	900,000,000	742,500,810	742,500,810	742,500,810

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	450,000,000	371,250,405	371,250,405	371,250,405
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	900,000,000	742,500,810	742,500,810	742,500,810

(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)	0	0		

(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	49,706	371,200,699	371250405	742,500,810	742,500,810	
Increase during the year	0	3,250	3250	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		3,250	3250			
Dematerialization of shares						
Decrease during the year	3,250	0	3250	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	3,250		3250			
Dematerialization of shares						
At the end of the year	46,456	371,203,949	371250405	742,500,810	742,500,810	
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

INE949H01023

(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: 95%;" type="text"/>
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Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
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Transferor's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input style="width: 95%;" type="text"/>
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Transferee's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input style="width: 95%;" type="text"/>
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Type of transfer	<input style="width: 95%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input style="width: 95%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 95%;" type="text"/>
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Ledger Folio of Transferor		<input type="text"/>	
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) *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	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

(i) Turnover

7,977,903,365

(ii) Net worth of the Company

11,361,088,902.37

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	225,969,296	60.87	0	
	(ii) Non-resident Indian (NRI)	23,200,333	6.25	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	
	Total	249,169,629	67.12	0	0

Total number of shareholders (promoters)

13

(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	97,281,614	26.2	0	
	(ii) Non-resident Indian (NRI)	1,373,508	0.37	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	1,000	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	1,641,291	0.44	0	
7.	Mutual funds	6,030,000	1.62	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	14,171,058	3.82	0	
10.	Others Clearing Members, Director +	1,582,305	0.43	0	
	Total	122,080,776	32.88	0	0

Total number of shareholders (other than promoters)

72,292

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

72,305

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

25

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
3 SIGMA GLOBAL FUN +	ICICI BANK LTD SMS DEPT 1ST FLO +			110,000	0.03
QUADRATURE CAPITA +	JPMORGAN CHASE BANK N.A., IND +			141,270	0.04
CITY OF LOS ANGELES +	CITIBANK N.A. CUSTODY SERVICES +			40,267	0.01
EMERGING MARKETS S +	CITIBANK N.A. CUSTODY SERVICES +			53,471	0.01

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
DIMENSIONAL FUNDS	DEUTSCHE BANK AG, DB HOUSE H			16,658	0.01
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			645,643	0.17
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			18,171	0.01
EMERGING MARKETS	DEUTSCHE BANK AG, DB HOUSE H			23,629	0.01
ALASKA PERMANENT	DEUTSCHE BANK AG DB HOUSE, H			6,529	0
BNP PARIBAS ARBITRA	BNP PARIBAS HOUSE 1 NORTH AV			2	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			252	0
DIMENSIONAL WORL	CITIBANK N.A. CUSTODY SERVICES			54,514	0.02
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			15,520	0
WORLD EX U.S. CORE	CITIBANK N.A. CUSTODY SERVICES			30,854	0.01
WORLD EX U.S. TARGE	CITIBANK N.A. CUSTODY SERVICES			15,353	0
DFA INTERNATIONAL	STANDARD CHARTERED BANK SEC			12,298	0
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			20,147	0.01
SPDR S&P EMERG	HSBC SECURITIES SERVICES 11TH F			53,635	0.01
AMERICAN CENTURY	DEUTSCHE BANK AG, DB HOUSE H			158	0
EMERGING MARKETS	DEUTSCHE BANK AG, DB HOUSE H			33,398	0.01
AMERICAN CENTURY	DEUTSCHE BANK AG, DB HOUSE, H			41,698	0.01
CITY OF NEW YORK GF	HSBC SECURITIES SERVICES 11TH F			11,061	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			208	0
PREMIER INVESTMENT	C/O KOTAK MAHINDRA BANK LIM			100,000	0.03
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			196,555	0.05

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	13	13
Members (other than promoters)	71,368	72,292
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	1	1	1	1	5.76	35.4
B. Non-Promoter	2	4	1	4	0.01	0.03
(i) Non-Independent	2	1	1	1	0.01	0.02
(ii) Independent	0	3	0	3	0	0.01
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	3	5	2	5	5.77	35.43

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

9

(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)
PARAG KISHOR SHAH	00063058	Director	131,435,006	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MANAN PARAG SHAH	06500239	Managing Director	21,377,245	
BERJIS MINOO DESAI	00153675	Director	62,775	
KAMLESH SHIVJI VIKAR	00059620	Director	0	
DHARMESH RAJNIKANTH	01599899	Director	34,057	
KAVITA UPADHYAY BHARGAVA	08333952	Director	0	
ASHOK MANHARLAL MISHRA	03099844	Whole-time director	34,155	
ASHOK MANHARLAL MISHRA	ANWPM9357K	CFO	34,155	
DURGESH SUHAS DINDAS	AIGPD5534J	Company Secretary	4,125	

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

1

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)
SUKETU RAMESH SHARMA	00063124	Managing Director	01/12/2022	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	07/09/2022	72,304	79	72.41

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	19/05/2022	8	6	75
2	04/08/2022	8	8	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	10/11/2022	8	6	75
4	02/02/2023	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

15

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	19/05/2022	3	3	100
2	Audit Committee	04/08/2022	3	3	100
3	Audit Committee	10/11/2022	3	2	66.67
4	Audit Committee	02/02/2023	3	3	100
5	Stakeholder Representative	19/05/2022	3	2	66.67
6	Stakeholder Representative	04/08/2022	3	3	100
7	Stakeholder Representative	10/11/2022	3	2	66.67
8	Stakeholder Representative	02/02/2023	3	3	100
9	Nomination and Remuneration	19/05/2022	3	3	100
10	Nomination and Remuneration	02/02/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		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	PARAG KISHOR	4	3	75	3	2	66.67	
2	MANAN PARAG	4	3	75	6	5	83.33	
3	BERJIS MINO	4	4	100	7	7	100	
4	KAMLESH SH	4	3	75	6	5	83.33	

5	DHARMESH F	4	4	100	15	15	100	
6	KAVITA UPAD	4	4	100	4	4	100	
7	ASHOK MANI	4	4	100	1	1	100	

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MANAN P. SHAH	MANAGING DIF +	19,100,806	10,000,000	0	0	29,100,806
2	SUKETU R. SHAH	JOINT MANAGI +	15,173,387	0	0	0	15,173,387
3	ASHOK M. MEHTA	WHOLE-TIME D +	8,988,590	2,000,000	0	0	10,988,590
	Total		43,262,783	12,000,000	0	0	55,262,783

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	DURGESH DINGAN +	COMPANY SEC +	3,221,814	0	0	0	3,221,814
	Total		3,221,814	0	0	0	3,221,814

Number of other directors whose remuneration details to be entered

0

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

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

HIMANSHU S. KAMDAR

Whether associate or fellow

Associate Fellow

Certificate of practice number

3030

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:

- 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.
- 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

DIN of the director

To be digitally signed by

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

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

MAN INFRACONSTRUCTION LIMITED					
IX (C) - List of Committee meetings					
During the financial year 2022-23, the following Committee meetings were held					
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	19/05/2022	3	3	100
2	Audit Committee	04/08/2022	3	3	100
3	Audit Committee	10/11/2022	3	2	66.67
4	Audit Committee	02/02/2023	3	3	100
5	Stakeholder Relationship Committee	19/05/2022	3	2	66.67
6	Stakeholder Relationship Committee	04/08/2022	3	3	100
7	Stakeholder Relationship Committee	10/11/2022	3	2	66.67
8	Stakeholder Relationship Committee	02/02/2023	3	3	100
9	Nomination and Remuneration Committee	19/05/2022	3	3	100
10	Nomination and Remuneration Committee	02/02/2023	3	3	100
11	Risk Management Committee	19/05/2022	3	3	100
12	Risk Management Committee	02/02/2023	3	3	100
13	Corporate Social Responsibility Committee	19/05/2022	3	2	66.67
14	Corporate Social Responsibility Committee	10/11/2022	3	3	100
15	Corporate Social Responsibility Committee	02/02/2023	3	3	100

For Man Infraconstruction Limited

Durgesh Dingankar
Company Secretary
Membership No.: F7007

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Man Infraconstruction Limited** (the "Company") as required to be maintained under the Companies Act, 2013 (the "Act") and the rules made thereunder for the financial year ended on 31st March, 2023. 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 provisions of the Act & Rules made thereunder in respect of:
 - 1. its status under the Act;
 - 2. maintenance of registers/records and making entries therein within the time prescribed therefor;
 - 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies within the prescribed time;
 - 4. calling/ convening/ holding meetings of Board of Directors, Audit Committee, Nomination & Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Risk Management Committee, Independent Director's meeting and the meetings of the members of the Company 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. signing of audited financial statements as per the provisions of Section 134 of the Act and report of directors is as per sub - sections (3) and (5) thereof;
 - 6. closure of Register of Members;
 - 7. advances/ loans to persons or firms or companies referred in Section 185 of the Act;
 - 8. contracts/ arrangements with related parties as specified in Section 188 of the Act;
 - 9. constitution/ re-appointment/ disclosures of the Directors and Key Managerial Personnel and the remuneration paid to them;
 - 10. declaration and payment of dividend;

11. transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;
 12. borrowings from banks and modification and satisfaction of charges in that respect, wherever applicable;
 13. appointment of auditors as per the provisions of Section 139 of the Act.
- C. during the aforesaid financial year, the Company was not required to comply with provisions of the Act & Rules made thereunder in respect of:
1. filing of forms and returns as stated in the annual return, with the Regional Director, Central Government, the Tribunal, Court or any other authorities within/ beyond the prescribed time;
 2. issue or allotment or transfer or transmission of shares or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all said instances;
 3. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
 4. appointment/ filling up casual vacancies of the directors and Key Managerial Personnel;
 5. re-appointment and filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;
 6. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
 7. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
 8. acceptance/ renewal/ repayment of deposits;
 9. borrowings from its directors, members, public financial institutions and others.

**For RATHI & ASSOCIATES
COMPANY SECRETARIES**

**HIMANSHU S. KAMDAR
PARTNER
MEM NO. FCS: 5171
COP No: 3030
UDIN:**

**Date:
Place: Mumbai**