

Draft Annual Return in Form MGT-7 for FY 2023-24

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 NA
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

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, 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

(b) Due date of AGM

30/09/2024

(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 06/08/2024

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	F1	Buildings	100

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

*No. of Companies for which information is to be given 9

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	63.93
4	MANAJ TOLLWAY PRIVATE LIM +	U70100MH2011PTC224075	Subsidiary	100
5	MICL REALTORS PRIVATE LIMIT +	U70102MH2010PTC207043	Subsidiary	100
6	ATMOSPHERE REALTY PRIVATE +	U70102MH2007PTC166974	Associate	30
7	ROYAL NETRA CONSTRUCTION +	U45202MH2009PTC194430	Associate	33.32
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)				

(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	46,456	371,203,949	371250405	742,500,810	742,500,810	
Increase during the year	0	4,717	4717	0	0	0
i. Public Issues	0	0	0	0	0	
ii. Rights issue	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	0	4,717	4717			
Dematerialization of shares						
Decrease during the year	4,717	0	4717	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	4,717		4717			
Dematerialization of shares						
At the end of the year	41,739	371,208,666	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 type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor				<input type="text"/>		
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)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Convertible Warrants	35,046,100	155	5,432,145,500	38.75	1,358,036,375
Total	35,046,100		5,432,145,500		1,358,036,375

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

(i) Turnover

7,083,301,000

(ii) Net worth of the Company

13,997,732,000

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	226,675,526	61.06	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	249,875,859	67.31	0	0

Total number of shareholders (promoters)

14

(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	82,832,590	22.31	0	
	(ii) Non-resident Indian (NRI)	1,725,039	0.46	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	13,178,381	3.55	0	
7.	Mutual funds	7,763,795	2.09	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	12,371,933	3.33	0	
10.	Others Clearing Members, Director	3,501,808	0.94	0	
	Total	121,374,546	32.68	0	0

Total number of shareholders (other than promoters)

89,014

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

89,028

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

80

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ALASKA PERMANENT	STANDARD CHARTERED BANK SEC			33,009	0.01
CITY OF NEW YORK GF	HSBC SECURITIES SERVICES 11TH F			542,702	0.15
EMERGING MARKETS	JP Morgan Chase Bank N.A, INDIA			506,716	0.14
EMERGING MARKETS	DEUTSCHE BANK AG, DB HOUSE H			34,849	0.01

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
FUNDPARTNER SOLUT +	HSBC SECURITIES SERVICES 11TH F +			69,000	0.02
INTERNATIONAL MON +	CITIBANK N.A. CUSTODY SERVICES +			3,042	0
SSGA SPDR ETFs EURC +	78, SIR JOHN ROGERSONS QUAY D +			14,072	0
STATE STREET MSCI E +	HSBC SECURITIES SERVICES 11TH F +			16,687	0
DFA AUSTRALIA LIMIT +	CITIBANK N.A. CUSTODY SERVICES +			7,950	0
FLORIDA RETIREMENT +	STANDARD CHARTERED BANK SEC +			177,200	0.05
ISHARES CORE MSCI E +	CITIBANK N.A. CUSTODY SERVICES +			479,112	0.13
UNITED NATIONS FOR +	CITIBANK N.A. CUSTODY SERVICES +			43,132	0.01
ANTARA INDIA EVERG +	ICICI BANK LTD SMS DEPT 1ST FLO +			3,659,647	0.99
COLLEGE RETIREMENT +	DEUTSCHE BANK AG DB HOUSE, H +			78,974	0.02
DFA INTERNATIONAL +	STANDARD CHARTERED BANK SEC +			12,298	0
EMERGING MARKETS I +	CITIBANK N.A. CUSTODY SERVICES +			30,963	0.01
EMERGING MARKETS +	CITIBANK N.A. CUSTODY SERVICES +			20,147	0.01
ISHARES CORE MSCI E +	CITIBANK N.A. CUSTODY SERVICES +			610,736	0.16
PLURIS FUND LIMITED +	ICICI BANK LIMITED EMPIRE COMP +			1,240,353	0.33
QUADRATURE CAPITA +	JP Morgan Chase Bank N.A, India S +			219,550	0.06
SPARTAN GROUP TRU +	CITIBANK N.A. CUSTODY SERVICES +			463	0
THE EMERGING MARK +	CITIBANK N.A. CUSTODY SERVICES +			287,717	0.08
AMERICAN CENTURY I +	HSBC SECURITIES SERVICES 11TH F +			2,440	0
BNP PARIBAS FINANC +	BNP PARIBAS HOUSE 1 NORTH AV +			2	0
CC&L Q EMERGIN +	HSBC SECURITIES SERVICES 11TH F +			54,713	0.01

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	14
Members (other than promoters)	72,292	89,014
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	35.35
B. Non-Promoter	1	4	1	4	0.01	0.09
(i) Non-Independent	1	1	1	1	0.01	0.08
(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	2	5	2	5	5.77	35.44

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	131,235,006	

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 DESA	00153675	Director	297,775	
DHARMESH RAJNIKA	01599899	Director	34,057	
KAVITA UPADHYAY B	08333952	Director	0	
ASHOK MANHARLAL	03099844	Whole-time director	34,155	
ASHOK MANHARLAL	03099844	CFO	34,155	
KSHITIJA GUNWANT	10202871	Director	0	
DURGESH SUHAS DII	AIGPD5534J	Company Secretar	4,125	

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

5

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)
KSHITIJA GUNWAN	10202871	Additional director	25/07/2023	Appointment
KSHITIJA GUNWAN	10202871	Director	17/10/2023	Change in Designation
KAVITA BHASKAR	08333952	Director	13/02/2024	Re-appointment for further term
KAMLESH SHIVJI V	00059620	Director	10/08/2023	Cessation
DHARMESH RAJNI	01599899	Director	31/03/2024	Retirement on completion of 2

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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	09/08/2023	67,535	66	69.41
EXTRA-ORDINARY GENE	23/12/2023	79,716	62	68.91

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
1	09/05/2023	7	7	100
2	25/07/2023	7	7	100
3	06/11/2023	7	6	85.71
4	29/11/2023	7	6	85.71
5	05/02/2024	7	7	100
6	22/03/2024	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

20

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 COMM +	09/05/2023	3	3	100
2	AUDIT COMM +	25/07/2023	3	3	100
3	AUDIT COMM +	06/11/2023	3	3	100
4	AUDIT COMM +	05/02/2024	3	3	100
5	STAKEHOLDE +	09/05/2023	3	3	100
6	STAKEHOLDE +	22/06/2023	3	3	100
7	STAKEHOLDE +	05/07/2023	3	3	100
8	STAKEHOLDE +	25/07/2023	3	3	100
9	STAKEHOLDE +	06/11/2023	3	3	100
10	STAKEHOLDE +	05/02/2024	3	3	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	
1	PARAG KISHK	6	6	100	3	3	100	
2	MANAN PAR/A	6	6	100	10	10	100	
3	BERJIS MINO	6	5	83.33	10	10	100	
4	DHARMESH F	6	6	100	20	20	100	
5	KAVITA UPAL	6	6	100	4	4	100	
6	ASHOK MANH	6	6	100	8	8	100	
7	KSHITIJA GUI	4	3	75	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MANAN PARAG SH	MANAGING DIR	22,500,000	35,000,000	0	0	57,500,000
2	ASHOK MANHARL	WHOLE-TIME D	10,500,000	2,500,000	0	0	13,000,000
	Total		33,000,000	37,500,000	0	0	70,500,000

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 SUHAS	COMPANY SEC	3,853,934	0	0	0	3,853,934
	Total		3,853,934	0	0	0	3,853,934

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

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:

- 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

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