

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

L45202GJ2007PLC049808

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAKCS5538G

(ii) (a) Name of the company

SADBHAV INFRASTRUCTURE P

(b) Registered office address

SADBHAV HOUSE,OPP.LAW GARDEN POLICE CHOWKI,
ELLISBRIDGE,AHMEDABAD
AHMEDABAD
Gujarat
380006

(c) *e-mail ID of the company

investor@sadbhavinfra.co.in

(d) *Telephone number with STD code

07926463384

(e) Website

www.sadbhavinfra.co.in

(iii) Date of Incorporation

18/01/2007

(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	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(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 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2022

(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	100

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

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

18

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SADBHAV ENGINEERING LIMIT	L45400GJ1988PLC011322	Holding	69.76
2	AHMEDABAD RING ROAD INFF	U45203GJ2006PLC048981	Subsidiary	100

3	MAHARASHTRA BORDER CHECK	U45201GJ2009PLC056327	Subsidiary	51
4	ROHTAK-HISSAR TOLLWAY PRIVATE	U45203GJ2013PTC074446	Subsidiary	100
5	ROHTAK-PANIPAT TOLLWAY PRIVATE	U45202GJ2010PTC059322	Subsidiary	100
6	SADBHAV BANGALORE HIGHWAY PRIVATE	U45202GJ2016PTC094257	Subsidiary	100
7	SADBHAV NAINITAL HIGHWAY PRIVATE	U45309GJ2016PLC091777	Subsidiary	100
8	SADBHAV RUDRAPUR HIGHWAY PRIVATE	U45203GJ2016PLC091774	Subsidiary	100
9	SADBHAV UNA HIGHWAY LIMITED	U45500GJ2016PLC092589	Subsidiary	100
10	SADBHAV JODHPUR RING ROAD PRIVATE	U45309GJ2018PTC100367	Subsidiary	100
11	SADBHAV VIDARBHA HIGHWAY PRIVATE	U45500GJ2017PLC097040	Subsidiary	100
12	SADBHAV UDAIPUR HIGHWAY PRIVATE	U45309GJ2017PLC097508	Subsidiary	100
13	SADBHAV BHAVNAGAR HIGHWAY PRIVATE	U45309GJ2016PLC092557	Subsidiary	100
14	SADBHAV KIM EXPRESSWAY PRIVATE	U45309GJ2018PTC101800	Subsidiary	100
15	SADBHAV HYBRID ANNUITY PRIVATE	U45500DL2018PLC335787	Subsidiary	100
16	SADBHAV INFRA SOLUTIONS PRIVATE	U45309GJ2018PTC101821	Subsidiary	100
17	SADBHAV MAINTENANCE INFRA PRIVATE	U45309GJ2018PTC101832	Subsidiary	100
18	SADBHAV PIMA PRIVATE LIMITED	U45309GJ2018PTC101396	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	403,000,000	352,225,216	352,225,216	352,225,216
Total amount of equity shares (in Rupees)	4,030,000,000	3,522,252,160	3,522,252,160	3,522,252,160

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				

Number of equity shares	403,000,000	352,225,216	352,225,216	352,225,216
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	4,030,000,000	3,522,252,160	3,522,252,160	3,522,252,160

(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	3	352,225,213	352225216			
Increase during the year	0	0	0	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 <input type="text"/>						
Decrease during the year	0	0	0	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 <input type="text"/>						
At the end of the year	3	352,225,213	352225216	0	0	
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 <input type="text"/>						
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 <input type="text"/>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

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

Date of registration of transfer (Date Month Year)

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

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee

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	55,000	80253	4,413,889,000
Partly convertible debentures	0		0
Fully convertible debentures	0		0
Total			4,413,889,000

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	3,500,000,000	5,500,000,000	4,586,100,000	4,413,900,000
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

2,042,095,965.58

(ii) Net worth of the Company

16,316,890,976.3

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	2,027,484	0.58	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)	245,721,252	69.76	0	
10.	Others	0	0	0	
	Total	247,748,736	70.34	0	0

Total number of shareholders (promoters)

3

(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	59,990,457	17.03	0	
	(ii) Non-resident Indian (NRI)	2,312,644	0.66	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	9,500,951	2.7	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	14,378,596	4.08	0	
10.	Others Foreign Portfolio Investor, f	18,293,832	5.19	0	

	Total	104,476,480	29.66	0	0
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Total number of shareholders (other than promoters) 41,408

Total number of shareholders (Promoters+Public/ Other than promoters) 41,411

**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	3	3
Members (other than promoters)	16,759	41,411
Debenture holders	9	14

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	1	0	1	0	0.23
B. Non-Promoter	1	4	1	4	0.12	0
(i) Non-Independent	1	1	1	1	0.12	0
(ii) Independent	0	3	0	3	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	5	1	5	0.12	0.23

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

(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)
VASISTHA PATEL	00048324	Managing Director	440,000	
SHASHIN VISHNUBHA	00048328	Director	814,110	
NITINKUMAR RAMESH	00466330	Director	1,811	
SANDIP VINODKUMAR	00449028	Director	1,885	
ARUNBHAI SHANKERL	06365699	Director	1,885	
DAKSHA NIRANJAN SI	00376899	Director	0	
HARDIK JIGNESHKUM	ALSPM8166C	Company Secretar	0	
PRADIP KUMAR AGAR	ADAPA2229G	CFO	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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Mee	15/09/2021	33,358	57	71.21
Annual General Meeting	29/09/2021	36,507	46	70.74

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	29/04/2021	6	6	100
2	28/06/2021	6	5	83.33
3	12/08/2021	6	5	83.33
4	16/08/2021	6	5	83.33
5	13/11/2021	6	5	83.33
6	12/02/2022	6	6	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	COMMITTEE	29/04/2021	3	3	100
2	COMMITTEE	28/06/2021	3	3	100
3	COMMITTEE	12/08/2021	3	3	100
4	COMMITTEE	16/08/2021	3	3	100
5	COMMITTEE	13/11/2021	3	3	100
6	COMMITTEE	12/02/2022	3	3	100
7	NOMINATION	12/08/2021	3	3	100
8	CSR Committee	28/06/2021	3	2	66.67
9	CSR Committee	31/03/2022	3	3	100
10	Independent D	12/02/2022	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	VASISTHA PA	6	3	50	12	9	75	
2	SHASHIN VIS	6	5	83.33	5	5	100	
3	NITINKUMAR	6	6	100	18	18	100	
4	SANDIP VINC	6	6	100	15	15	100	
5	ARUNBHAI SI	6	6	100	15	15	100	
6	DAKSHA NIR,	6	6	100	0	0	0	

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	Vasistha Patel	Managing Director	3,250,000	0	0	0	3,250,000
	Total		3,250,000	0	0	0	3,250,000

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	Hardik Modi	Company Secretary	0	0	0	0	0
2	PRADIP KUMAR A	Chief Financial Officer	6,048,249	0	0	0	6,048,249
	Total		6,048,249	0	0	0	6,048,249

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	SANDIP VINODKUMAR	Independent Director	0	0	0	90,000	90,000
2	ARUNBHAI SHANKAR	Independent Director	0	0	0	90,000	90,000
3	DAKSHA NIRANJAN	Independent Director	0	0	0	90,000	90,000
4	SHASHIN VISHNUPATI	Non-Executive Director	0	0	0	75,000	75,000
5	NITINKUMAR RAMAN	Non-Executive Director	0	0	0	90,000	90,000
	Total		0	0	0	435,000	435,000

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

RAVI KAPOOR

Whether associate or fellow

Associate Fellow

Certificate of practice number

2407

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