

# 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
- Global Location Number (GLN) of the company
- \* Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- Welspun City,  
Village Versamedi, Taluka Anjar,  
Anjar  
Gujarat  
370110
- (c) \*e-mail ID of the company
- (d) \*Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (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	The 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

29/08/2022

(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	99.34

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

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

23

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Welspun Projects (Himmatnag)	U45200GJ2005PTC045753	Subsidiary	100
2	Welspun Projects (Kim Mandvi)	U45203GJ2005PTC047076	Subsidiary	100

3	Welspun Build-Tech Private Lir	U45200MH2008PTC178766	Subsidiary	100
4	Welspun Natural Resources Pri	U11201GJ2006PTC064142	Subsidiary	100
5	Welspun Delhi Meerut Express	U45203DL2016PTC291178	Subsidiary	100
6	ARSS Bus Terminal Private Lim	U63031DL2010PTC399922	Subsidiary	100
7	Dewas Waterprojects Works Pr	U74110DL2010PTC336664	Subsidiary	76
8	Grenoble Infrastructure Private	U45309DL2018PTC336572	Subsidiary	49
9	DME Infra Private Limited	U45202DL2018PTC337124	Subsidiary	100
10	Welspun Sattanathapuram Na	U45500DL2018PTC338889	Subsidiary	70
11	Welspun Road Infra Private Lin	U45209DL2018PTC339650	Subsidiary	100
12	Welspun Infraconstruct Privat	U41000DL2018PTC342566	Subsidiary	100
13	Welspun AuntaSimaria Project	U45309DL2017PTC324923	Subsidiary	74
14	Welsteel Enterprises Private Lir	U45201DL2018PTC335713	Subsidiary	49
15	Welspun Infracility Private Li	U45401DL2019PTC355068	Subsidiary	100
16	WelspunKaveri Infra Projects J'	U41000DL2021PTC380934	Subsidiary	100
17	WelspunKaveri Infra Projects J'		Subsidiary	0
18	Corbello Trading Private Limite	U51909DL2017PTC337834	Associate	49
19	Chikhali - Tarsod Highways Pri	U45201DL2016PTC337833	Associate	49
20	RGY Roads Private Limited	U45309DL2017PTC318149	Associate	49
21	MBL (GSY) Road Limited	U45202DL2016PLC299464	Associate	49
22	MBL (CGRG) Road Limited	U45201DL2016PLC299200	Associate	49
23	Adani Welspun Exploration Lir	U40100GJ2005PLC046554	Associate	35

#### 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	275,000,000	149,783,056	149,783,056	149,783,056
Total amount of equity shares (in Rupees)	2,750,000,000	1,497,830,560	1,497,830,560	1,497,830,560

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	275,000,000	149,783,056	149,783,056	149,783,056
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,750,000,000	1,497,830,560	1,497,830,560	1,497,830,560

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	234,095	148,629,961	148864056	1,488,640,5	1,488,640,	

<b>Increase during the year</b>	0	919,000	919000	18,415,560	18,415,560	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	919,000	919000	9,190,000	9,190,000	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				9,225,560	9,225,560	
Dematerialisation of Shares						
<b>Decrease during the year</b>	0	0	0	9,225,560	9,225,560	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				9,225,560	9,225,560	
Dematerialisation of Shares						
<b>At the end of the year</b>	234,095	149,548,961	149783056	1,497,830,5	1,497,830,	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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				0	0	
Not Applicable						
<b>Decrease during the year</b>	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				0	0	
Not Applicable						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE625G01013

(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"/>		
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)		<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

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	3,750	1000000	3,750,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
<b>Total</b>			3,750,000,000

**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
<b>Non-convertible debentures</b>	3,750,000,000	0	0	3,750,000,000
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>					

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

**(i) Turnover**

13,069,391,372

**(ii) Net worth of the Company**

16,629,592,234

**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	204	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)	80,124,799	53.49	0	
10.	Others	0	0	0	
	<b>Total</b>	80,125,003	53.49	0	0

**Total number of shareholders (promoters)**

5

**(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	47,956,144	32.02	0	
	(ii) Non-resident Indian (NRI)	1,753,392	1.17	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	3,008,267	2.01	0	
4.	Banks	24	0	0	
5.	Financial institutions	1,110,402	0.74	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	1,608,822	1.07	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	10,473,040	6.99	0	
10.	Others AIF, FPI, Unclaimed or Susp	3,747,962	2.5	0	
	<b>Total</b>	69,658,053	46.5	0	0

**Total number of shareholders (other than promoters)**

57,174

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

57,179

**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	5	5
Members (other than promoters)	51,620	57,174
Debenture holders	3	3

**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
<b>A. Promoter</b>	1	1	1	2	0	0
<b>B. Non-Promoter</b>	1	3	1	4	1.87	0
(i) Non-Independent	1	0	1	0	1.87	0
(ii) Independent	0	3	0	4	0	0
<b>C. Nominee Directors representing</b>	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	4	2	6	1.87	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

**(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)
Mr. Balkrishan Goenka	00270175	Whole-time director	84	
Mr. Rajesh Mandawewa	00007179	Director	120	
Ms. Dipali Goenka	00007199	Director	0	
Mr. Mohan Tandon	00026460	Director	0	
Dr. Aruna Sharma	06515361	Director	0	
Dr. Anoop Kumar Mittal	05177010	Director	0	
Mr. Raghav Chandra	00057760	Director	0	
Mr Sandeep Garg	00036419	Managing Director	2,800,000	
Mr. Sanjay Kumar Sulta	ALRPS3091H	CFO	0	
Ms. Priya Pakhare	ABCPU2894B	Company Secretary	101	

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

8

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)
Mr. Anoop Kumar Mittal	05177010	Additional director	16/06/2021	Appointment as Additional Director
Ms. Dipali Goenka	00007199	Additional director	16/06/2021	Appointment as Additional Director
Mr. Anoop Kumar Mittal	05177010	Director	31/08/2021	Change in Designation from additional director
Ms. Dipali Goenka	00007199	Director	31/08/2021	Change in Designation from additional director
Mr. Akhil Jindal	AFOPJ4203P	CFO	08/08/2021	Appointment
Mr. Akhil Jindal	AFOPJ4203P	CFO	11/10/2021	Cessation
Mr. Sanjay Kumar Sulta	ALRPS3091H	CFO	11/10/2021	Appointment
Mr. Sandeep Garg	00036419	Managing Director	31/03/2022	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	31/08/2021	61,121	56	51.88

### B. BOARD MEETINGS

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/06/2021	8	8	100
2	29/07/2021	8	7	87.5
3	18/08/2021	8	7	87.5
4	21/09/2021	8	7	87.5
5	28/10/2021	8	7	87.5
6	23/12/2021	8	7	87.5
7	02/02/2022	8	8	100

### C. COMMITTEE MEETINGS

Number of meetings held

22

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	21/04/2021	4	3	75
2	Audit Committee	09/06/2021	4	3	75
3	Audit Committee	16/06/2021	4	3	75
4	Audit Committee	29/07/2021	3	3	100

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
5	Audit Committee	21/09/2021	3	3	100
6	Audit Committee	28/10/2021	3	3	100
7	Audit Committee	02/02/2022	3	3	100
8	Nomination and Remuneration	08/06/2021	3	2	66.67
9	Nomination and Remuneration	29/07/2021	3	3	100
10	Nomination and Remuneration	21/09/2021	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	29/08/2022
								(Y/N/NA)
1	Mr. Balkrishan	7	5	71.43	0	0	0	Yes
2	Mr. Rajesh Ma	7	7	100	5	0	0	Yes
3	Ms. Dipali Goel	7	4	57.14	4	2	50	Yes
4	Mr. Mohan Ta	7	7	100	18	18	100	Yes
5	Dr. Aruna Sha	7	7	100	13	13	100	Yes
6	Dr. Anoop Kur	7	7	100	7	7	100	Yes
7	Mr. Raghav Cl	7	7	100	7	7	100	No
8	Mr Sandeep G	7	7	100	9	9	100	Yes

**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	Mr. Balkrishan Goel	Whole Time Director	75,000,000	25,041,860	0	0	100,041,860
2	Mr. Sandeep Garg	Managing Director	58,300,000	0	69,921,000	0	128,221,000
	Total		133,300,000	25,041,860	69,921,000	0	228,262,860

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Akhil Jindal	Interim Chief Financial Officer	0	0	0	0	0
2	Mr. SanjayKumar S	Chief Financial Officer	3,586,000	0	0	0	3,586,000
3	Ms. Priya Pakhare	Company Secretary	2,209,000	0	0	0	2,209,000
	Total		5,795,000	0	0	0	5,795,000

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Mohan Tandon	Independent Director	0	0	0	1,455,000	1,455,000
2	Mr. Raghav Chandr	Independent Director	0	0	0	1,380,000	1,380,000
3	Dr. Aruna Sharma	Independent Director	0	0	0	1,290,000	1,290,000
4	Dr. Anoop Kumar M	Independent Director	0	0	0	1,050,000	1,050,000
	Total		0	0	0	5,175,000	5,175,000

#### 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

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**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

DIPALI  
Digitally signed by  
DIPALI BALKRISHAN  
BALKRISHA GOENKA  
Date: 2022.10.27  
21:12:17 +0530'  
N GOENKA

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

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

List of Debentureholders_31032022.pdf
Notes_Attachments.pdf
Transfer List.pdf
<b>MGT-8 WEL 2022 SD.pdf</b>

**Remove attachment**

**Modify**

**Check Form**

**Prescrutiny**

**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**