

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

L45201GJ1994PLC023920

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCM4107C

(ii) (a) Name of the company

WELSPUN ENTERPRISES LIMITED

(b) Registered office address

Welspun City,
Village Versamedi, Taluka Anjar,
Anjar
Gujarat
370110

(c) *e-mail ID of the company

companysecretary_wel@welspun.com

(d) *Telephone number with STD code

02266136000

(e) Website

www.welspunenterprises.com

(iii) Date of Incorporation

20/12/1994

(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 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

31/08/2021

(b) Due date of AGM

30/09/2021

(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	99.82

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

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

22

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	WELSPUN NATURAL RESOURC +	U11201GJ2006PTC064142	Subsidiary	100
2	WELSPUN PROJECTS (HIMMAT +	U45200GJ2005PTC045753	Subsidiary	100

3	WELSPUN PROJECT(KIM MANC +)	U45203GJ2005PTC047076	Subsidiary	100
4	ARSS BUS TERMINAL PRIVATE I +)	U63031OR2010PTC012372	Subsidiary	100
5	WELSPUN DELHI MEERUT EXP +)	U45203DL2016PTC291178	Subsidiary	100
6	DEWAS WATERPROJECTS WOF +)	U74110DL2010PTC336664	Subsidiary	76
7	WELSPUN BUILD-TECH PRIVAT +)	U45200MH2008PTC178766	Subsidiary	100
8	WELSPUN AUNTA-SIMARIA PR +)	U45309DL2017PTC324923	Subsidiary	74
9	MBL (CGRG) ROAD LIMITED	U45201DL2016PLC299200	Joint Venture	49
10	MBL (GSY) ROAD LIMITED	U45202DL2016PLC299464	Joint Venture	49
11	RGY ROADS PRIVATE LIMITED	U45309DL2017PTC318149	Joint Venture	49
12	CORBELLO TRADING PRIVATE I +)	U51909DL2017PTC337834	Joint Venture	49
13	CHIKHALI-TARSOD HIGHWAYS +)	U45201DL2016PTC337833	Joint Venture	49
14	WELSTEEL ENTERPRISES PRIVA +)	U45201DL2018PTC335713	Subsidiary	49
15	DME INFRA PRIVATE LIMITED	U45202DL2018PTC337124	Subsidiary	100
16	GRENOBLE INFRASTRUCTURE I +)	U45309DL2018PTC336572	Joint Venture	49
17	WELSPUN SATTANATHAPURAI +)	U45500DL2018PTC338889	Subsidiary	70
18	WELSPUN ROAD INFRA PRIVAT +)	U45209DL2018PTC339650	Subsidiary	100
19	WELSPUN INFRACONSTRUCT F +)	U41000DL2018PTC342566	Subsidiary	100
20	ADANI WELSPUN EXPLORATIO +)	U40100GJ2005PLC046554	Associate	35
21	WELSPUN INFRA FACILITY PRIV +)	U45401DL2019PTC355068	Subsidiary	100
22	WELSPUN-KAVERI INFRAPROJE +)	U41000DL2021PTC380934	Subsidiary	70

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	148,864,056	148,864,056	148,864,056
Total amount of equity shares (in Rupees)	2,750,000,000	1,488,640,560	1,488,640,560	1,488,640,560

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	275,000,000	148,864,056	148,864,056	148,864,056
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,750,000,000	1,488,640,560	1,488,640,560	1,488,640,560

(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			
Equity shares						
At the beginning of the year	236,015	148,222,041	148458056	1,484,580,5	1,484,580,	

Increase during the year	0	406,000	406000	4,079,200	4,079,200	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	406,000	406000	4,060,000	4,060,000	
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	
x. Others, specify				19,200	19,200	
Dematerialisation of Shares						
Decrease during the year	0	0	0	19,200	19,200	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				19,200	19,200	
At the end of the year	236,015	148,628,041	148864056	1,488,640,5	1,488,640,	
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						
<input type="text"/>						
At the end of the year	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.)	
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	100000	375,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			375,000,000

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
Non-convertible debentures	0	375,000,000	0	375,000,000
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

14,101,941,824

(ii) Net worth of the Company

15,900,861,081

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)	74,724,799	50.2	0	
10.	Others	0	0	0	
	Total	74,725,003	50.2	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	46,198,888	31.03	0	
	(ii) Non-resident Indian (NRI)	1,844,110	1.24	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	90,194	0.06	0	
4.	Banks	24	0	0	
5.	Financial institutions	3,418,867	2.3	0	
6.	Foreign institutional investors	15,445	0.01	0	
7.	Mutual funds	2,030,000	1.36	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	8,048,235	5.41	0	
10.	Others AIF, FPI, NBFCs, Trust Emplc +	12,493,290	8.39	0	
	Total	74,139,053	49.8	0	0

Total number of shareholders (other than promoters)

51,620

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

51,625

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

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
T.A. WORLD EX U.S. CC +	CITIBANK N.A. CUSTODY SERVICES +			15,445	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	5	5
Members (other than promoters)	50,732	51,625
Debenture holders	0	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
A. Promoter	1	1	1	1	0	0
B. Non-Promoter	1	3	1	3	1.36	0
(i) Non-Independent	1	0	1	0	1.36	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	2	4	2	4	1.36	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)
Mr. Balkrishan Goenka	00270175	Whole-time director	84	
Mr. Rajesh Mandawera	00007179	Director	120	
Mr. Sandeep Garg	00036419	Managing Director	2,031,000	
Mr. Mohan Tandon	00026460	Director	0	
Dr. Aruna Sharma	06515361	Director	0	
Mr. Raghav Chandra	00057760	Director	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. Ved Tiwari	ABLPT8011A	CEO	01/04/2020	Appointment
Mr. Akhil Jindal	AFOPJ4203P	CFO	30/04/2020	Appointment
Mr. Akhil Jindal	AFOPJ4203P	CFO	18/05/2020	Cessation
Mr. Sridhar Narasimhan	ADMPN0903C	CFO	18/05/2020	Appointment
Mr. Balkrishan Goenka	00270175	Director	29/05/2020	Change in designation
Mr. Balkrishan Goenka	00270175	Whole-time director	30/06/2020	Change in designation
Mr. Ved Tiwari	ABLPT8011A	CEO	03/12/2020	Cessation
Mr. Sridhar Narasimhan	ADMPN0903C	CFO	19/02/2021	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	30/06/2020	51,543	55	4.99

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	11/04/2020	8	8	100
2	06/05/2020	8	8	100
3	26/05/2020	8	8	100
4	01/06/2020	8	8	100
5	30/07/2020	8	8	100
6	28/10/2020	8	8	100
7	28/01/2021	8	8	100
8	22/02/2021	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

10

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	01/06/2020	4	4	100
2	Audit Committee	30/07/2020	4	4	100
3	Audit Committee	28/10/2020	4	4	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
4	Audit Committee	25/01/2021	4	4	100
5	Audit Committee	28/01/2021	4	3	75
6	Nomination & Remuneration	25/05/2020	3	2	66.67
7	Nomination & Remuneration	28/01/2021	3	2	66.67
8	Share Transfer	03/11/2020	4	4	100
9	Corporate Social Responsibility	21/07/2020	4	3	75
10	Corporate Social Responsibility	24/03/2021	4	2	50

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	Mr. Balkrishan Goel	8	8	100	0	0	0	
2	Mr. Rajesh Mehta	8	7	87.5	9	4	44.44	
3	Mr. Sandeep Garg	8	8	100	3	2	66.67	
4	Mr. Mohan Talwar	8	8	100	10	10	100	
5	Dr. Aruna Sharma	8	8	100	8	8	100	
6	Mr. Raghav Chandra	8	8	100	8	8	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	Mr. Balkrishan Goel	Whole Time Director	75,000,000	27,308,629	0	0	102,308,629
2	Mr. Sandeep Garg	Managing Director	36,000,000	0	9,805,000	0	45,805,000
	Total		111,000,000	27,308,629	9,805,000	0	148,113,629

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	Mr. Sridhar Narshim	Chief Financial Officer	17,550,219	0	0	0	17,550,219
2	Ms. Priya Pakhare	Company Secretary	1,827,425	0	0	0	1,827,425
	Total		19,377,644	0	0	0	19,377,644

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Mohan Tandon	Independent Director	0	0	0	1,204,000	1,204,000
2	Mr. Raghav Chandr	Independent Director	0	0	0	1,159,000	1,159,000
3	Dr. Aruna Sharma	Independent Director	0	0	0	1,161,500	1,161,500
	Total		0	0	0	3,524,500	3,524,500

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

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

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

Attach
Attach
Attach
Attach

List of attachments

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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