

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

U99999MH1986PLC040873

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACS8375H

(ii) (a) Name of the company

SURAJ ESTATE DEVELOPERS LI

(b) Registered office address

301, 3rd Floor, Aman Chambers, Veer Savarkar Marg,
Opp. Bengal Chemicals, Prabhadevi
Mumbai
Mumbai City
Maharashtra
400025

(c) *e-mail ID of the company

suraj@surajestate.com

(d) *Telephone number with STD code

02224460707

(e) Website

https://surajestate.com/

(iii) Date of Incorporation

10/09/1986

(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

(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

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	ACCORD ESTATES PVT LTD	U70100MH1987PTC044983	Subsidiary	98.37
2	SKYLINE REALTY PRIVATE LIMITE	U45201MH2006PTC164709	Subsidiary	100
3	ICONIC PROPERTY DEVELOPER	U70100MH2010PTC205955	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	60,000,000	33,250,000	33,250,000	33,250,000
Total amount of equity shares (in Rupees)	300,000,000	166,250,000	166,250,000	166,250,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs.5/-each				
Number of equity shares	60,000,000	33,250,000	33,250,000	33,250,000
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	300,000,000	166,250,000	166,250,000	166,250,000

(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	0	16,625,000	16625000	166,250,000	166,250,000	

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				0	0	
NA						
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				0	0	
NA						
At the end of the year	0	16,625,000	16625000	166,250,000	166,250,000	
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				0	0	
NA						
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				0	0	
NA						
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)				<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	70,000,000	10	700,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			700,000,000

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	975,400,000	400,000,000	675,400,000	700,000,000
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

2,460,131,106

(ii) Net worth of the Company

742,488,449

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	31,749,800	95.49	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)	1,500,000	4.51	0	
10.	Others NA	0	0	0	
	Total	33,249,800	100	0	0

Total number of shareholders (promoters)

6

(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	200	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)	0	0	0	
10.	Others	0	0	0	
	Total	200	0	0	0

Total number of shareholders (other than promoters)

1

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

7

**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	6	6
Members (other than promoters)	1	1
Debenture holders	2	1

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	2	1	2	1	83.23	11.66
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	0	0	0	0	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	83.23	11.66

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)
RAJAN MEENATHAKO	00634576	Managing Director	27,282,000	
RAHUL RAJAN JESU T	00318419	Whole-time director	392,000	
SUJATHA R THOMAS	02492141	Director	3,877,500	
MRUTYUNJAY MAHAP	03168761	Director	0	
SUNIL PANT	07068748	Director	0	
SATYENDRA SHRIDHA	08194706	Director	0	
SHREEPAL SHAH	BDFPS8177M	CFO	0	
SHIVIL KAPOOR	CQPPK0561B	Company Secretar	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

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	29/06/2022	7	7	100

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	30/05/2022	6	6	100
2	26/09/2022	6	6	100
3	10/01/2023	6	6	100
4	30/03/2023	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

23

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	30/05/2022	3	3	100
2	Audit Committee	26/09/2022	3	3	100
3	Audit Committee	10/01/2023	3	3	100
4	Audit Committee	30/03/2023	3	3	100
5	Stakeholder R	30/05/2022	3	3	100
6	Stakeholder R	10/01/2023	3	3	100
7	Stakeholder R	30/03/2023	3	3	100
8	Corporate Soc	30/05/2022	3	3	100
9	Corporate Soc	10/01/2023	3	3	100
10	Corporate Soc	30/03/2023	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	25/09/2023
								(Y/N/NA)
1	RAJAN MEEN	4	4	100	14	14	100	Yes
2	RAHUL RAJA	4	4	100	17	17	100	Yes

3	SUJATHA R T	4	4	100	9	9	100	Yes
4	MRUTYUNJA	4	4	100	10	10	100	No
5	SUNIL PANT	4	4	100	14	14	100	No
6	SATYENDRA	4	4	100	8	8	100	No

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	Rajan Meenathakor	Managing Director	6,375,000	0	0	0	6,375,000
2	Rahul Rajan Jesu T	Whole Time Director	5,625,000	0	0	0	5,625,000
	Total		12,000,000	0	0	0	12,000,000

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	SHIVIL KAPOOR	Company Secretary	1,650,000	0	0	0	1,650,000
2	SHREEPAL SHAH	CFO	2,440,000	0	0	0	2,440,000
	Total		4,090,000	0	0	0	4,090,000

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	Sujatha R Thomas	Director	0	0	0	1,700,000	1,700,000
2	Satyendra Shridhar	Independent Director	0	0	0	1,800,000	1,800,000
3	Mrutyunjay Mahapatra	Independent Director	0	0	0	1,800,000	1,800,000
4	Sunil Pant	Independent Director	0	0	0	1,800,000	1,800,000
	Total		0	0	0	7,100,000	7,100,000

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

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

Nitin Singhai

Whether associate or fellow

Associate Fellow

Certificate of practice number

12362

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

Rajan Meenathakoni
nil Thomas
Digitally signed by Rajan Meenathakoni
Thomas
Date: 2023.11.17
14:16:12 +0530'

DIN of the director

To be digitally signed by

Digitally signed by Shivil Kapoor
Date: 2023.11.17 15:25:33 +0530'

- Company Secretary
 Company secretary in practice

Membership number

Certificate of practice number

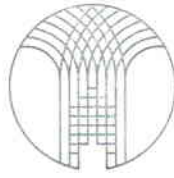
Attachments

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

List of shareholder and debenture holders.
MGT-8_SURAJ-2022-23.pdf
Meetings of Board and committees final.pdf

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



SURAJ

LIST OF SHAREHOLDERS AS ON 31ST MARCH, 2023

Sr. No	Name	Class of Shares	Face value of (Rs)	No. of shares	Amount (Rs)
1	Rajan Meenathakonil Thomas	Equity	5	2,72,82,000	13,64,10,000
2	Sujatha R Thomas	Equity	5	38,77,500	1,93,87,500
3	Rahul Rajan Jesu Thomas	Equity	5	3,92,000	19,60,000
4	Lavanya Rajan Thomas	Equity	5	76,500	3,82,500
5	Margarete Shwetha Thomas	Equity	5	1,21,800	6,09,000
6	Accord Estates Private Limited	Equity	5	15,00,000	75,00,000
7	Lovell Zahir Attari	Equity	5	200	1,000
	Total			3,32,50,000	16,62,50,000

For Suraj Estate Developers Limited

Rajan Meenathakonil Thomas
Chairman & Managing Director
DIN: 00634576



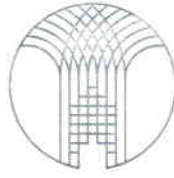
SURAJ ESTATE DEVELOPERS LIMITED

Aman Chambers, 3rd Floor, Century Bazaar, Prabhadevi, Mumbai, Maharashtra 400025

Call + 91 022 2437 7877 / +91 022 2436 0802 / +91 022 2432 7656 / +91 022 2436 3471

CIN no. U99999MH1986PLC040873

www.surajestate.com



SURAJ

LIST OF DEBENTURE HOLDERS AS ON 31ST MARCH, 2023

Sr. No	Name	No. of Debentures	Face value of (Rs)	Amount (Rs)
1	India Real Estate Investment Fund through its trustee, IDBI Trusteeship Services Limited	7,00,00,000	10	70,00,00,000
	Total	7,00,00,000		70,00,00,000

For Suraj Estate Developers Limited

X,
Rajan Meenathakonil Thomas
Chairman & Managing Director
DIN: 00634576



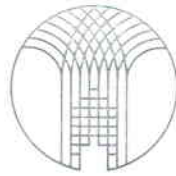
SURAJ ESTATE DEVELOPERS LIMITED

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CIN no. U99999MH1986PLC040873

www.surajestate.com



SURAJ

MEETINGS OF THE BOARD OF DIRECTORS HELD DURING F.Y. 2022-23

Sr. No	Date of Meeting	Total Number of directors associated as on the date of meeting	Number of directors Attended	% of attendance
01	30/05/2022	6	6	100
02	26/09/2022	6	6	100
03	10/01/2023	6	6	100
04	30/03/2023	6	6	100

MEETING OF COMMITTEES HELD DURING F.Y. 2022-23

Sr. No	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Number of members attended	% of attendance
01	Audit Committee	30/05/2022	3	3	100
		26/09/2022	3	3	100
		10/01/2023	3	3	100
		30/03/2023	3	3	100
02	Stakeholder Relation Committee	30/05/2022	3	3	100
		10/01/2023	3	3	100
		30/03/2023	3	3	100
03	Corporate Social Responsibility Committee	30/05/2022	3	3	100
		10/01/2023	3	3	100
		30/03/2023	3	3	100
04	Nomination and Remuneration Committee	30/05/2022	4	4	100
		10/01/2023	4	4	100
		30/03/2023	4	4	100
05	Borrowing Committee	23/06/2022	3	3	100
		02/08/2022	3	3	100
		05/08/2022	3	3	100
		06/08/2022	3	3	100
		30/08/2022	3	3	100
		06/12/2022	3	3	100
		30/12/2022	3	3	100
		06/02/2023	3	3	100
		15/03/2023	3	3	100

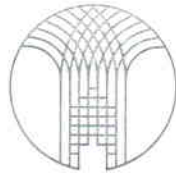
SURAJ ESTATE DEVELOPERS LIMITED

Aman Chambers, 3rd Floor, Century Bazaar, Prabhadevi, Mumbai, Maharashtra 400025

Call + 91 022 2437 7877 / +91 022 2436 0802 / +91 022 2432 7656 / +91 022 2436 3471

CIN no. U99999MH1986PLC040873

www.surajestate.com



S U R A J

MEETING OF INDEPENDENT DIRECTORS HELD DURING F.Y. 2022-23

Sr. No	Type of Meeting	Date of Meeting	Total Number of Directors as on the date of the meeting	Number of Directors attended	% of attendance
1	Independent Directors	10/01/2023	3	3	100

For Suraj Estate Developers Limited

X,

Rajan Meenathakonil Thomas
Chairman & Managing Director
DIN: 00634576



SURAJ ESTATE DEVELOPERS LIMITED

Aman Chambers, 3rd Floor, Century Bazaar, Prabhadevi, Mumbai, Maharashtra 400025

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Form No. MGT-8

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers as per available records and as per the records provided by the Management of **SURAJ ESTATE DEVELOPERS LIMITED** having CIN: **U99999MH1986PLC040873** (hereinafter referred as "the Company") as required to be maintained under the Companies Act, 2013, as may be applicable, and the Rules made thereunder (hereinafter collectively referred as "the Act") for the financial year ended on March 31, 2023 (hereinafter referred as "the year" or "financial year"). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I 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 generally and regularly complied with the provisions of the Act, and rules made thereunder in respect of:

1. The Company is an Unlisted Public Limited Company.
2. The Company has kept and maintained all the registers as required under the Act and had made entries therein.
3. (a) The Company has filed the forms and returns as required under the Act, with the Registrar of Companies (Roc) within the time prescribed under the Act or with additional fees in case of delay.

(b) No forms or returns were filed with the Regional Director, Central Government, Company Law Board/The Tribunal, other Court or other authorities under the Act.

4. a) The Company has called and convened FOUR (4) meetings of the Board of Directors on 30/05/2022, 26/09/2022, 10/01/2023 and 30/03/2023 as stated in the Annual Return in respect of which meetings notices were given to all the Directors. Further, details of business transacted in Board Meetings have been incorporated in the Minutes Book maintained for the purpose and the same has been signed;



nksinghaics@gmail.com



+91 83558 48040
+91 98679 24698



1203-04 Excel-plaza, 90 feet road,
Pant Nagar Ghatokopar (East) Mumbai-77

- b)** The Company has called and convened the Annual General Meeting of the Members of the Company for the financial year ended March 31, 2022 within time on Wednesday, 29 June, 2022 in respect of which meeting notices were given to all the Members. There was no other meeting of the Members convened. Further, details of business transacted in the General Meeting have been incorporated in the Minutes Book maintained for the purpose and the same has been signed;
- c)** The Company has called and convened Four (4) Meeting of Members of Audit Committee on 30/05/2022, 26/09/2022, 10/01/2023 and 30/03/2023, in respect of which notices were given to all the Members of Audit Committee. Further, details of business transacted in the Meeting of Audit Committee of the Company have been incorporated in the Minutes Book maintained for the purpose and the same has been signed;
- d)** The Company has called and convened Three (3) Meeting of Members of Stakeholder Relationship Committee on 30/05/2022, 10/01/2023 and 30/03/2023, in respect of which notices were given to all the Members of Stakeholder Relationship Committee. Further, details of business transacted in the Meeting of Stakeholder Relationship Committee of the Company have been incorporated in the Minutes Book maintained for the purpose and the same has been signed; and
- e)** The Company has called and convened Three (3) Meeting of Members of Corporate Social Responsibility Committee on 30/05/2022, 10/01/2023 and 30/03/2023, in respect of which notices were given to all the Members of Corporate Social Responsibility Committee. Further, details of business transacted in the Meeting of Corporate Social Responsibility Committee of the Company have been incorporated in the Minutes Book maintained for the purpose and the same has been signed; and
- f)** The Company has called and convened Three (3) Meeting of Members of Nomination and remuneration Committee on 30/05/2022, 10/01/2023 and 30/03/2023, in respect of which notices were given to all the Members of Nomination and remuneration Committee. Further, details of business transacted in the Meeting of Nomination and remuneration Committee of the Company have been incorporated in the Minutes Book maintained for the purpose and the same has been signed; and
- g)** The Company has called and convened Nine (9) Meeting of Members of Borrowing Committee on 23/06/2022, 02/08/2022, 05/08/2022, 06/08/2022, 30/08/2022, 06/12/2022, 30/12/2022, 06/02/2023, and 15/03/2023, in respect of which notices were given to all the Members of Borrowing Committee. Further, details of business transacted in the Meeting of Borrowing Committee of the Company have been incorporated in the Minutes Book maintained for the purpose and the same has been signed; and
- h)** The Company has called and convened One (1) Meeting of Members of Independent Directors on 10/01/2023 in respect of which notices were given to all the independent directors. Further, details of business transacted in the Meeting of independent directors have been incorporated in the Minutes Book maintained for the purpose and the same has been signed;
- 5.** The Company was not required to close its Register of Members;
- 6.** As per the details provided by the Management, the Company has given any advance or loans to its Directors and/or persons or firms or Companies referred in Section 185 of the Act.



7. As per the details provided by the Management all the related party transactions were entered in accordance with the provision of Sec 188 of the Act read with rules made there under.
8.
 - a) There was no alteration or reduction in share capital of the Company;
 - b) In compliance with the provision of Section 71 the company has redeemed 6754 non-convertible Debentures of face Value of Rs. 1,00,000/- each issued to ICONIC PROPERTY DEVELOPERS PRIVATE LIMITED. Further the Company has not issued any Equity, Preference Shares or Debentures/convertible securities during the Auditor period.
 - c) The Company has not bought back any shares.
9. There were no transactions necessitating the Company to keep in abeyance the Rights to Dividend, Rights Shares and Bonus Shares pending registration of transfer of Shares.
10. The Company has not declared any dividend hence; no dividend was required to be paid to the Members. Further, the Company was not required to transfer any amount to the Investor Education and Protection Fund since there was no unpaid/unclaimed dividend, application money due for refund, matured deposits, matured debentures and the interest accrued thereon.
11. The Audited Financial Statement and Directors' Report of the Company for the financial year 2022-23 was signed as per the provisions of Section 134 of the Act.
12. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors as required under section 149 of the companies Act, 2013.
13. Pursuant to provisions of Section 184(1) of the Act, the Company has received disclosure of interest from Directors in Form MBP-1 and noting of the said disclosures has been taken in the Board Meeting.
14. M/s. Bhuwania & Agrawal Associates, Chartered Accountant, Mumbai (Firm Registration No. 1014 83W) were appointed as a Statutory Auditors, of the Company, in the AGM held on 29th September, 2018 to hold office up to the conclusion Annual General Meeting to be held for the financial year 2022-23.
15. The Company was not required to obtain any approvals of the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act. Further the company has filed compounding application for violation of section 383A of the companies act 1956/ section 203 of companies act on 08.05.2023.
16. The Company has not accepted or renewed any Deposits which falls under the provisions of Chapter V of the Act.



17. A) The Company has made Investment in other bodies corporate in compliance with the provisions of Section 186 of the Act.;

B) As explained by the Management, the Company has given loan or provided guarantees or provided securities to other bodies corporate or persons in compliance with the provisions of Section 186 of the Act.

C) Based on the audit procedures carried on by me and as per the information and explanations given to me, the Company has provided loans or advances in nature of loan, or stood guarantee, or provided security to any other entity as below:

(Rs in Lakhs)				
Particulars	Guarantees	Security	Loans	Advances in nature of loan
Aggregate amount during the year				
Subsidiaries	-	-	7,706.83	-
Others	-	-	-	27.07
Balance outstanding as at balance sheet date				
Subsidiaries	22,500.00	-	5,731.42	-
Others	-	-	-	27.96

*Advances in nature of loan to others includes loans/advances given to employees.

(D) According to the information and explanations given to us and procedure performed by us, we report that company has raised loan during the year on the pledge of securities held in its subsidiaries, associates or joint ventures as per details below:

Nature of loan Taken	Name of Lender	Sanctioned Amount	Disbursed Amount as on 31.03.2023	Name of the subsidiary	Relationship	Details of security pledged
Term Loan	Axis Finance Ltd Term Loan	4,650.00 lakhs	2,200.00 lakhs	Accord Estates Private Limited	Company is holding 98.38 % of shares	Mortgage of property located at CTS 924 B
Term Loan	Tata Capital Housing Finance Ltd	140,00.00 lakhs	9,500.00 lakhs	Uditi Premises Private Limited	Company is holding 9 % of shares, however, is ultimate step to subsidiary	Mortgage of property located at FP 70

18. The Company has not altered the provisions of the Articles of Association of the Company nor Memorandum of Association during the financial year.

Place: Mumbai
Date: 15/11/2023
UDIN: F009841E001905482



FOR N. K. SINGHAI & ASSOCIATES
COMPANY SECRETARIES

Nitin Kumar Singhai
NITIN KUMAR SINGHAI
PROPRIETOR

FCS NO.: 9841, CPNO.:12362

MINISTRY OF CORPORATE AFFAIRS**RECEIPT****G.A.R.7****SRN :** F81074510**Service Request Date :** 17/11/2023**Payment made into :** Indian Bank**Received From :**

Name : SHIVIL KAPOOR
Address : 124F Panchsheel 3
Oberoi Mall, Malad East
Mumbai, Maharashtra
IN - 400097

Entity on whose behalf money is paid

CIN: U99999MH1986PLC040873
Name : SURAJ ESTATE DEVELOPERS LIMITED
Address : 301, 3rd Floor, Aman Chambers, Veer Savarkar Marg,
Opp. Bengal Chemicals, Prabhadevi
Mumbai, Maharashtra
India - 400025

Full Particulars of Remittance**Service Type:** eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee for Form MGT-7 for the financial year ending on 2023	Normal	600.00
Total		600.00

Mode of Payment: Internet Banking - Indian Bank**Received Payment Rupees:** Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)