

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]



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. Be
ngal Chemicals, Prabhadevi NA
Mumbai
Mumbai City
Maharashtra
400025

(c) *e-mail ID of the company

SU*****TE.COM

(d) *Telephone number with STD code

02*****07

(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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh
roli (West), NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM 26/09/2024

(b) Due date of AGM 30/09/2024

(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	F1	Buildings	100

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

*No. of Companies for which information is to be given 3

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	100
2	SKYLINE REALTY PRIVATE LIM	U45201MH2006PTC164709	Subsidiary	100

3	ICONIC PROPERTY DEVELOPER	U70100MH2010PTC205955	Subsidiary	100
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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	44,361,111	44,361,111	44,361,111
Total amount of equity shares (in Rupees)	300,000,000	221,805,555	221,805,555	221,805,555

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	44,361,111	44,361,111	44,361,111
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	300,000,000	221,805,555	221,805,555	221,805,555

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	33,250,000	33250000	166,250,000	166,250,000	
Increase during the year	0	11,111,111	11111111	55,555,555	55,555,555	0
i. Public Issues	0	11,111,111	11111111	55,555,555	55,555,555	
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 <div></div>						
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 <div></div>						
At the end of the year	0	44,361,111	44361111	221,805,555	221,805,555	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE843S01025

(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

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	130,000,000	10	1,300,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			1,300,000,000

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	700,000,000	600,000,000	0	1,300,000,000
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**

3,707,950,724

(ii) Net worth of the Company

5,238,068,568

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	71.57	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	3.38	0	
10.	Others	0	0	0	
	Total	33,249,800	74.95	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	5,607,357	12.64	0	
	(ii) Non-resident Indian (NRI)	117,770	0.27	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	213,358	0.48	0	

4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	2,510,339	5.66	0	
7.	Mutual funds	435,250	0.98	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,495,496	3.37	0	
10.	Others Alternate Investment Fund	731,741	1.65	0	
	Total	11,111,311	25.05	0	0

Total number of shareholders (other than promoters)

59,514

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

59,520

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

13

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Bnp Paribas Financial	BNP PARIBAS HOUSE, 6TH FLOOR	23/05/2000	FR	638,494	1.44
Iegfl - Multi Opportun	1ST FLOOR, C/O APEX FUND & COI	23/02/2022	MU	399,719	0.9
Lc Pharos Multi Strate	HDFC BANK LIMITED CUSTODY OF	27/09/2021	SG	360,874	0.81
Societe Generale - Odi	SBI-SG GLOBAL SECURITIES SERVIC		FR	268,416	0.61
Bnp Paribas Financial	BNP PARIBAS HOUSE 1 NORTH AV	23/05/2000	FR	256,658	0.58
Bofa Securities Europe	CITIBANK N.A. CUSTODY SERVICES	25/09/2018	FR	238,220	0.54
India Emerging Giants	CO GFIN CORPORATE SERVICE LEV	20/10/2020	MU	100,000	0.22
Meru Investment Fund	ORBIS FINANCIAL CORPORATION I	30/05/2023	MU	88,908	0.2
Quadrature Capital Ve	JP Morgan Chase Bank N.A, India S	06/11/2020	KY	42,207	0.1
Ubs Principal Capital A	Securities Services, 3rd Floor 23-25	22/09/1995	SG	9,251	0.02
3 Sigma Global Fund	ICICI BANK LTD SMS DEPT 1ST FLO	24/12/2019	MU	5,000	0.01
Copthall Mauritius Inv	INDIA SUB CUSTODY 9th Floor, To	14/03/2013	MU	2,592	0.01
Aurigin Master Fund L	WALKERS CORPORATE LIMITED 19	26/09/2017	SG	100,000	0.22

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	59,520
Debenture holders	1	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	66.25	8.7
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	66.25	8.7

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 MEENATHAKK	00634576	Managing Director	27,282,000	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAHUL RAJAN JESU	00318419	Whole-time director	392,000	
SUJATHA R THOMAS	02492141	Director	3,877,500	
MRUTYUNJAY MAHAJAN	03168761	Director	0	
SUNIL PANT	07068748	Director	0	
SATYENDRA SHRIDHAR	08194706	Director	0	
SHREEPAL SHAH	BDFPS8177M	CFO	0	
SHIVIL KAPOOR	CQPPK0561B	Company Secretary	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
Annual General Meeting	25/09/2023	7	7	100
Extra ordinary General Meeting	30/05/2023	7	6	99.99

B. BOARD MEETINGS

*Number of meetings held

10

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01/05/2023	6	6	100
2	26/05/2023	6	6	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	11/07/2023	6	6	100
4	18/07/2023	6	6	100
5	18/09/2023	6	6	100
6	22/11/2023	6	6	100
7	06/12/2023	6	6	100
8	22/12/2023	6	6	100
9	15/01/2024	6	6	100
10	12/02/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

36

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	01/05/2023	3	3	100
2	Audit Committee	11/07/2023	3	3	100
3	Audit Committee	18/09/2023	3	3	100
4	Audit Committee	22/11/2023	3	3	100
5	Audit Committee	06/12/2023	3	3	100
6	Audit Committee	15/01/2024	3	3	100
7	Audit Committee	12/02/2024	3	3	100
8	Nomination and Remuneration Committee	11/07/2023	4	4	100
9	Nomination and Remuneration Committee	12/02/2024	4	4	100
10	Stakeholder Relationship Committee	11/07/2023	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	26/09/2024
								(Y/N/NA)
1	RAJAN MEEN	10	10	100	24	24	100	Yes
2	RAHUL RAJA	10	10	100	33	33	100	Yes
3	SUJATHA R T	10	10	100	22	22	100	Yes
4	MRUTYUNJA	10	10	100	7	7	100	No
5	SUNIL PANT	10	10	100	14	14	100	No
6	SATYENDRA	10	10	100	10	10	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	Shreepal Shah	Chief Financial Officer	3,125,000				3,125,000
2	Shivil Kapoor	Company Secretary	2,250,003				2,250,003
	Total		5,375,003	0	0	0	5,375,003

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- * A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

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

Digitally signed by
Rajan Meenathakoniil Thomas
Date: 2024.11.25
19:44:52 +05'30'

DIN of the director

06*47*

To be digitally signed by

Digitally signed by
Shivil Kapoor
Date: 2024.11.25
19:45:46 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

1*8*5

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

Shareholder list 31 March 2024.pdf
List of debentureholder.pdf
Details of meetings of committees and Boas
MGT-8-Suraj Estate-2024_Final.pdf

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



DETAILS OF MEETINGS OF BOARD AND COMMITTEES DURING FINANCIAL YEAR 2023-24

Board Meetings				
S.No.	Date of Meeting	No. of Director associated as on the date of meeting	No. of Director attended	% of attendance
1	01.05.2023	6	6	100
2	26.05.2023	6	6	100
3	11.07.2023	6	6	100
4	18.07.2023	6	6	100
5	18.09.2023	6	6	100
6	22.11.2023	6	6	100
7	06.12.2023	6	6	100
8	22.12.2023	6	6	100
9	15.01.2024	6	6	100
10	12.02.2024	6	6	100

Committee Meetings					
S.No.	Type of meeting	Date of Meeting	No. of Director entitled to attend meeting	No. of Director attended	% of attendance
1	Audit Committee meeting	01.05.2023	3	3	100
2	Audit Committee meeting	11.07.2023	3	3	100
3	Audit Committee meeting	18.09.2023	3	3	100
4	Audit Committee meeting	22.11.2023	3	3	100
5	Audit Committee meeting	06.12.2023	3	3	100
6	Audit Committee meeting	15.01.2024	3	3	100
7	Audit Committee meeting	12.02.2024	3	3	100
8	Nomination and Reumeration Committee Meeting	11.07.2023	4	4	100
9	Nomination and Reumeration Committee Meeting	12.02.2024	4	4	100
10	Stakeholder Relationship Committee Meeting	11.07.2023	3	3	100

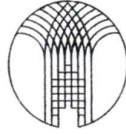
SURAJ ESTATE DEVELOPERS LIMITED

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CIN no. U99999MH1986PLC040873

www.surajestate.com



SURAJ

11	Stakeholder Relationship Committee Meeting	12.02.2024	3	3	100
12	Corporate Social Responsibility Committee Meeting	11.07.2024	3	3	100
13	Corporate Social Responsibility Committee Meeting	12.02.2024	3	3	100
14	IPO Committee Meeting	01.05.2023	3	3	100
15	IPO Committee Meeting	10.07.2023	3	3	100
16	IPO Committee Meeting	18.07.2023	3	3	100
17	IPO Committee Meeting	24.07.2023	3	3	100
18	IPO Committee Meeting	06.12.2023	3	3	100
19	IPO Committee Meeting	12.12.2023	3	3	100
20	IPO Committee Meeting	14.12.2023	3	3	100
21	IPO Committee Meeting	15.12.2023	3	3	100
22	IPO Committee Meeting	21.12.2023	3	3	100
23	IPO Committee Meeting	22.12.2023	3	3	100
24	IPO Committee Meeting	27.12.2023	3	3	100
25	Borrowing Committee Meeting	06.04.2023	3	3	100
26	Borrowing Committee Meeting	27.04.2023	3	3	100
27	Borrowing Committee Meeting	01.06.2023	3	3	100
28	Borrowing Committee Meeting	30.09.2023	3	3	100
29	Borrowing Committee Meeting	02.11.2023	3	3	100
30	Borrowing Committee Meeting	23.11.2023	3	3	100
31	Borrowing Committee Meeting	21.12.2023	3	3	100
32	Borrowing Committee Meeting	30.01.2024	3	3	100
33	Borrowing Committee Meeting	29.02.2024	3	3	100
34	Borrowing Committee Meeting	29.02.2024	3	3	100
35	Borrowing Committee Meeting	29.02.2024	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



Independent Directors Meeting					
S.N o.	Type of meeting	Date of Meeting	No. of Director entitled to attend meeting	No. of Director attende d	% of attnedan ce
1	Independent Director Meeting	12.12.2023	3	3	100

For Suraj Estate Developers Limited

Rajan
Meenathakonil
Thomas

Digitally signed by Rajan
Meenathakonil Thomas
Date: 2024.11.25
19:23:47 +05'30'

Rajan Meenathakonil Thomas
Chairman & Managing Director
DIN: 00634576

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LIST OF DEBENTURE HOLDERS

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	13,00,00,000	10	130,00,00,000
	Total	13,00,00,000		130,00,00,000

For Suraj Estate Developers Limited

Rajan
Meenathakonil
Thomas

Digitally signed by Rajan
Meenathakonil Thomas
Date: 2024.11.25 19:03:02
+05'30'

Rajan Meenathakonil Thomas
Chairman & Managing Director
DIN: 00634576

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FORM NO. MGT-8

[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 of **SURAJ ESTATE DEVELOPERS LIMITED** having CIN: **U99999MH1986PLC040873** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on March 31, 2024. In our opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me/ us 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 complied with provisions of the Act & Rules made there under in respect of:
1. Its status under the Act;


The Company is a listed company, the category and sub-category of the company is limited by shares and Indian Non-government Company as per portal of Ministry of Corporate Affairs. Further the CIN of company has not been updated and showing CIN: U99999MH1986PLC040873.


2. Maintenance of registers/records & making entries therein within the time prescribed therefore;

The Company has maintained registers/records and made entries therein within the time prescribed under the act.



 nksinghaics@gmail.com

 +91 83558 48040
+91 98679 24698

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

3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;

As per information and details provided by the company the company has filed requisite forms and returns as prescribed under the act and rules made there under with the register of companies, regional director, central government, the tribunal, court or other authorities within the prescribed time, as applicable or additional fees in case of delay.

4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any.

I. MEETING OF BOARD OF DIRECTORS:

The Board of Directors of the company have met 10 times during the financial year ended March 31 2024, on the following dates: May 01, 2023, May 26, 2023, July 11, 2023, July 18, 2023, September 18, 2023, November 22, 2023, December 12, 2023, December 22, 2013, January 15, 2024 and February 12, 2024, in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the Minutes book/registers maintained for the purpose and same have been signed. The maximum interval between any two meetings was not more than 120 days.

II. COMMITTEE MEETINGS:

A. Audit Committee:

During the financial year under review, the Members of the Audit committee have 7 times on the following dates: May 01, 2023, July 11, 2023, September 18, 2023, November 22, 2023, December 06, 2023, January 15, 2024 and February 12, 2024. For all the Audit committee meetings held during the year, proper notices were given and the proceedings have been properly recorded in the minute's book/registers maintained for the purpose and the same have been signed.

B. Nomination and Remuneration Committee:

During the financial year under review, the Members of the Nomination and Remuneration committee have met 2 times on the following dates: July 11, 2023, and February 12, 2024. For all the Nomination and Remuneration committee meetings held during the year, proper notices were given and the proceedings have been properly recorded in the Minutes book/registers maintained for the purpose and the same have been signed.

C. Stakeholder Relationship Committee:

During the financial year under review, the Members of the stakeholder Relationship committee have met 2 times on the following dates: July 11, 2023, and February 12,



2024. For all the Stakeholder Relationship Committee meetings held during the year, proper notices were given and the proceedings have been properly recorded in the Minutes book/registers maintained for the purpose and the same have been signed.

D. Corporate Social Responsibility Committee:

During the financial year under review, the Members of the Corporate Social Responsibility committee have met 2 times on the following dates: July 11, 2023, and February 12, 2024. For all the Corporate Social Responsibility Committee meetings held during the year, proper notices were given and the proceedings have been properly recorded in the Minutes book/registers maintained for the purpose and the same have been signed.

E. Independent Directors Meeting:

Pursuant to the exemption provided under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has complied with the provisions of Corporate Governance Report for the financial year ended 31st March 2024. Consequently, a separate meeting of Independent Directors was held on December 12, 2024 during the year.

F. IPO Committee

During the financial year under review, the Members of the IPO Committee have met 11 times during the financial year ended March 31 2024, on the following dates: May 01, 2023, July 10, 2023, July 18, 2023, July 24, 2023, December 06, 2023, December 12, 2023, December 14, 2023, December 15, 2023, December 21, 2023, December 22, 2023 and December 27, 2023. Proper notice was given and the proceedings have been properly recorded in the Minutes book/registers maintained for the purpose and the same has been signed for the said meeting.

G. BORROWING Committee

During the financial year under review, the Members of the Borrowing Committee have met 11 times during the financial year ended March 31 2024, on the following dates: April 06, 2023, April 27 2023, June 01, 2023, September 30, 2023, November 02, 2023, November 23, 2023, December 21, 2023, January 30, 2024, February 29, 2024, February 29, 2024 and February 29, 2024. Proper notice was given and the proceedings have been properly recorded in the Minutes book/registers maintained for the purpose and the same has been signed for the said meeting.

III. Meetings of the Members:

During the year under review the Annual General Meeting of the Members of the Company was, held on Friday, September 29, 2023. And one Extra Ordinary General meeting was held Tuesday, May 30 2023, for which Proper notices were given and the proceedings have been properly recorded in the Minutes book/registers maintained for the purpose and the same have been signed for the said meetings.

5. Closure of Register of Members/Security holders, as the case may be



The Register of Member and Share Transfer books of the company was not required to close during the year under review.

6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

During the year the company has not granted any/advances loans to its directors and/or persons or firms or companies referred in section 185 of the act.

7. Contracts/arrangements with related parties as specified in section 188 of the Act;

During the financial year, transactions entered into with related parties were in the ordinary course of business and at arms' length basis as specified under section 188 of the Act.

8. Issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/ alteration or reduction of share capital conversion of shares/ securities and issue of security certificates in all instances:

Detail of issue of Equity shares:

During the year ended 31st March 2024, the Company has completed Initial Public Offering (IPO) of ₹ 4,000.00 Million (Fresh Issue) comprising of 11,111,111 equity shares of ₹ 5 each at an issue price of ₹ 360 per share. The equity shares of the Company have been listed on National Stock Exchange Limited and BSE Limited (hereinafter referred as "Stock Exchanges") w. e. f. December 26, 2023.

Detail of issue of debentures:

In 2023-24 the Company raised an aggregate amount of 600 Mn by way of issue of 6,00,00,000 unlisted, secured, rated, redeemable, non-convertible debentures (NCDs) of face value of 10/- each on private placement basis.

9. There were no transactions necessitating the company to keep in abeyance;

10. Declaration / payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

- The Company was not required to deposit any amount in a separate account as no dividend was declared during the year.
- The Company was not required to post any dividend warrants, as no dividend was declared during the financial year.
- There was no occasion for the Company to transfer any amount of unpaid/unclaimed dividend/ other amounts as applicable to Investor Education and Protection Fund in accordance with section 125 of the Acts.



11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

The financial statements of the Company for financial year 2023-24 were signed as per the provisions of section 134 (1) of the Companies Act 2013 and the preparation and signing of report of directors was as per sub - section (3) (4) (5) & (6) of Section 134 of thereof;

12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

During the financial year under review, the Company has complied with all the applicable provisions of the Act and rules made there under with regards to constitution/ appointment reappointments/ retirement/ filling up casual vacancies / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

All directors have disclosed their nature of interest / concern in Form MBP-I and the same have been recorded in the minutes of Board meetings

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

The Company has complied with the provision of section 139 of the act relating to appointment of auditors.

14. Approvals was required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

During the year the company was not required to take any approval from Central Government, Tribunal, and Regional Director, Registrar, Court or such other authorities except the Initial public offer, the necessary approval was taken in compliance of the act.

15. Accepted /renewal/repayment of any fixed deposits during the year;

The company has not accepted/renewed/repaid any deposits as contemplated under section 73 of the act.

16. Borrowings from its Directors, members, public financial institutions, banks and others except Body Corporate/s and creation/modification/satisfaction of charges in that respect as applicable;

During the financial year ended on March 31, 2024, the Company has borrowed from its directors, members, public financial institution, banks and others in compliance with the provision of Act. And the company has filed form for creation, modification and



satisfaction of charges whenever required.

17. Loan and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;

During the financial year ended on March 31, 2024, the Company has given loan or made any investments or given any guarantee or provided securities to bodies corporate or persons failing under Section 186 of the Act.

18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

During the financial year ended on March 31, 2024, the Company has altered Authorized Capital provision of the Memorandum of Association; however, there was no change in the provision of the Articles of Association of the company.

19. Other under the provisions of the Companies Act 2013

Proper books of account as required by law have been kept by the Company in so far as it appears from our examination of those books except for the matters stated in the paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Companies (Audit & Auditors) Rule, 2014, The feature of recording audit trail (edit log) facility was not enabled in the accounting software for the period from 1st April, 2023 to 10th April, 2023.

Note: This Report is to be read with our letter of even date which is annexed as Annexure A to Form MGT-8 and forms an integral part of this report.

**FOR N. K. SINGHAI & ASSOCIATES
COMPANY SECRETARIES**


NITIN K SINGHAI
PROPRIETOR
FCS No: 9841
COP No: 12362
Peer review Certificate no. 2213/2022
UDIN: F009841F002573446



Date: 22/11/2024

Place: Mumbai

Annexure A to Form MGT-8

To

**Suraj Estate Developers Limited
(U99999MH1986PLC040873)**

Our Certificate on the Annual Return (Form MGT-8) of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices we followed provide a reasonable basis for our opinion.
3. The Compliance of the provisions of Companies Act, 2013, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of records on test basis.

**FOR N. K. SINGHAI & ASSOCIATES
COMPANY SECRETARIES**


NITIN K SINGHAI
PROPRIETOR
FCS No: 9841
COP No: 12362



Peer review Certificate no. 2213/2022

UDIN: F009841F002573446

Date: 22/11/2024

Place: Mumbai