

# 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

U45400RJ2016PLC056040

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAGCG5388Q

(ii) (a) Name of the company

GR PHAGWARA EXPRESSWAY I

(b) Registered office address

GR HOUSE, HIRAN MAGRI  
SECTOR-11  
UDAIPUR  
Udaipur  
Rajasthan  
312002

(c) \*e-mail ID of the company

SP\*\*\*\*\*@IT.COM

(d) \*Telephone number with STD code

02\*\*\*\*\*70

(e) Website

www.grpel.com

(iii) Date of Incorporation

21/09/2016

(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

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N  
anakramguda, Serili ngampally NA

(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	F2	Roads, railways, Utility projects	100

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

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

**Pre-fill All**

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

## 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	20,300,000	20,300,000	20,300,000	20,300,000
Total amount of equity shares (in Rupees)	203,000,000	203,000,000	203,000,000	203,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	20,300,000	20,300,000	20,300,000	20,300,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	203,000,000	203,000,000	203,000,000	203,000,000

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	0	20,300,000	20300000	203,000,000	203,000,000	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <input type="text"/>						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
<b>At the end of the year</b>	0	20,300,000	20300000	203,000,000	203,000,000	

### Preference shares

<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <input type="text"/>						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify <input type="text"/>						
<b>At the end of the year</b>	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)

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		01/08/2023	
Date of registration of transfer (Date Month Year)		08/08/2023	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	10	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	Not Applicable		
Transferor's Name	Agarwal	Kumar	Vinod
	Surname	middle name	first name
Ledger Folio of Transferee	Not Applicable		

Transferee's Name	<input type="text" value="Agarwal"/>	<input type="text"/>	<input type="text" value="Lokesh"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="01/03/2024"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="10"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text" value="Not Applicable"/>
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Transferor's Name	<input type="text" value="Agarwal"/>	<input type="text"/>	<input type="text" value="Lokesh"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="Not Applicable"/>
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Transferee's Name	<input type="text" value="Chhikara"/>	<input type="text"/>	<input type="text" value="Sunil"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="01/03/2024"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input type="text" value="10"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
---	---------------------------------	---	---------------------------------

Ledger Folio of Transferor	<input type="text" value="Not Applicable"/>
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Transferor's Name	<input type="text" value="Agarwal"/>	<input type="text" value="Nandan"/>	<input type="text" value="Devki"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="Not Applicable"/>
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Transferee's Name	Jain	Chandra	Ramesh
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	01/03/2024
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	10	Amount per Share/ Debenture/Unit (in Rs.)	10
---	----	---	----

Ledger Folio of Transferor	Not Applicable
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Transferor's Name	Agarwal		Mahendra
	Surname	middle name	first name

Ledger Folio of Transferee	Not Applicable
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Transferee's Name	Sawant	Pratap	Harshael
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	01/03/2024
--	------------

Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	---------------	--

Number of Shares/ Debentures/ Units Transferred	10	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	Not Applicable
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Transferor's Name	Agarwal		Purshottam
	Surname	middle name	first name

Ledger Folio of Transferee	Not Applicable
----------------------------	----------------

Transferee's Name	<input type="text" value="Singh"/>	<input type="text" value="Kumar"/>	<input type="text" value="Amit"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="01/03/2024"/>
--	---

Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input type="text" value="10"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
---	---------------------------------	---	---------------------------------

Ledger Folio of Transferor	<input type="text" value="Not Applicable"/>
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Transferor's Name	<input type="text" value="Agarwal"/>	<input type="text"/>	<input type="text" value="Ajendra"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="Not Applicable"/>
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Transferee's Name	<input type="text" value="Bhura"/>	<input type="text" value="Lal"/>	<input type="text" value="Bajrang"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="01/03/2024"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input type="text" value="10"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
---	---------------------------------	---	---------------------------------

Ledger Folio of Transferor	<input type="text" value="Not Applicable"/>
----------------------------	---

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

Ledger Folio of Transferee	<input type="text" value="Not Applicable"/>
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Transferee's Name	Agarwal		Ajendra
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	01/03/2024
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	20,299,940	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	Not Applicable
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Transferor's Name	G R Infraprojects Limited		
	Surname	middle name	first name

Ledger Folio of Transferee	Not Applicable
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Transferee's Name	Bharat Highways InvIT		
	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	990	825600	817,344,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			817,344,000

**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	888,525,000	0	71,181,000	817,344,000
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**

335,222,391.02

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

1,291,715,000

**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	60	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 Infrastructure Investment Trust	20,299,940	100	0	
	<b>Total</b>	20,300,000	100	0	0

**Total number of shareholders (promoters)**

7

**(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	0	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	

	<b>Total</b>	0	0	0	0
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**Total number of shareholders (other than promoters)**

0

**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	7	7
Members (other than promoters)	0	0
Debenture holders	2	2

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	1	0	1	0	0
<b>B. Non-Promoter</b>	0	2	0	2	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	0	3	0	3	0	0

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

6

**(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)
VIKAS AGARWAL	03113689	Director	0	02/04/2024
VARUN BHASIN	03262761	Director	0	02/04/2024
KULDEEP JAIN	09307480	Director	0	02/04/2024
HEENA TALESARA	ATRPT7908E	Company Secretar	0	
VIKAS AGARWAL	ADDDPA4162F	CEO	0	02/04/2024
KULDEEP JAIN	AGEPJ3814H	CFO	0	02/04/2024

**(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
Annual General Meeting	01/08/2023	7	2	99.9

**B. BOARD MEETINGS**

\*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/05/2023	3	3	100
2	11/05/2023	3	3	100
3	12/06/2023	3	3	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	04/08/2023	3	3	100
5	03/11/2023	3	3	100
6	04/12/2023	3	3	100
7	30/01/2024	3	3	100
8	20/02/2024	3	3	100
9	01/03/2024	3	3	100

### C. COMMITTEE MEETINGS

Number of meetings held

0

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					

### 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	25/05/2024
								(Y/N/NA)
1	VIKAS AGARWAL	9	9	100	0	0	0	No
2	VARUN BHASIN	9	9	100	0	0	0	No
3	KULDEEP JAIN	9	9	100	0	0	0	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

0

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

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Heena Talesara	Company Secre	819,600	0	0	0	819,600
	Total		819,600	0	0	0	819,600

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

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:

- 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.
- 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 Sunil Chhikara  
Date: 2024.07.22 10:09:43 +05'30'

DIN of the director

**To be digitally signed by**   
Digitally signed by Heena Talesara  
Date: 2024.07.22 10:09:43 +05'30'

- Company Secretary  
 Company secretary in practice

Membership number  Certificate of practice number



**Attachments**

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

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

**List of attachments**

List of Shareholders on 31032024.pdf List of Debenture Holder 31032024.pdf MGT-8 GR Phagwara Expressway Limited

<b>Remove attachment</b>
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Modify
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Check Form
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Prescrutiny
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Submit
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**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**

List of Debentureholders of G R Infraprojects Limited as on 31.03.2024

First Name	Middle Name	Last Name	Reference Number	Number of debentures	Total amount of debentures
		ICICI PRUDENTIAL MEDIUM TERM BOND FUND	IN303786-10003971	500	412800000
		ICICI PRUDENTIAL CREDIT RISK FUND	IN303786-10003963	490	404544000

**List of Shareholders of GR Phagwara Expressway Limited as on 31st March 2024**

First Name	Middle Name	Last Name	Folio No.	DP ID- Client ID Account Number	Number of shares held	Class of shares
		BHARAT HIGHWAYS INVIT	Not Applicable	IN301348-20340011	2,02,99,940	Equity Share
AJENDRA		AGARWAL	Not Applicable	IN301151-22820996	10	Equity Share
BAJRANG	LAL	BHURA	Not Applicable	IN301436-94072245	10	Equity Share
SUNIL		CHHIKARA	Not Applicable	IN301436-94290599	10	Equity Share
AMIT	KUMAR	SINGH	Not Applicable	IN301549-32312496	10	Equity Share
RAMESH	CHANDRA	JAIN	Not Applicable	IN302679-32930832	10	Equity Share
HARSHAEL	PRATAP	SAWANT	Not Applicable	IN304295-15359619	10	Equity Share

**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 **GR PHAGWARA EXPRESSWAY LIMITED** (CIN: U45400RJ2016PLC056040) as required to be maintained under the Companies Act, 2013 ("Act") and the rules made thereunder for the financial year ended on March 31, 2024. 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 complied with provisions of the Act & Rules made there under:
1. The Company has maintained its active status under the Act during the year;
  2. The Company has maintained its registers/records & has made entries therein within the time prescribed;
  3. The Company has filed necessary forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
  4. The Company has duly called, convened & held 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 proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
  5. The Company has complied with the provisions related to closure of Register of Members / Security holders, as the case may be, during the year.
  6. The Company has not given any advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
  7. The Company has entered into contracts/arrangements with related within the preview of section 188 of the Act in compliance with the said provisions;
  8. There was no Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares / alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances, except as mentioned in the table below:

S. No.	Transferor	Transferee	No. of shares transferred	Date of transfer
1.	Mr. Vinod Kumar Agarwal	Mr. Lokesh Agarwal	10	08/08/2023
2.	Mr. Lokesh Agarwal	Mr. Sunil Chhikara	10	01/03/2024
3.	Mr. Devki Nandan Agarwal	Mr. Ramesh Chandra Jain	10	01/03/2024
4.	Mr. Mahendra Agarwal	Mr. Harshael Pratap Sawant	10	01/03/2024
5.	Mr. Purshottam Agarwal	Mr. Amit Kumar Singh	10	01/03/2024
6.	Mr. Ajendra Agarwal	Mr. Bajrang Lal Bhura	10	01/03/2024
7.	Mr. Vikas Agarwal	Mr. Ajendra Agarwal	10	01/03/2024
8.	G R Infraprojects Limited	Bharat Highways InvIT	20299940	01/03/2024



9. There were no transaction necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the year;
10. There was no 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 during the year;
11. The Company has complied with the provision related to 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;
12. The Company has duly complied with provisions related to constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. The Company has duly complied with provisions related to appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. The Company has no instance requiring approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. The Company has neither accepted any deposit nor was required to repay any deposit during the year;
16. The Company has complied with the provisions in relations to the borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. The Company is engaged in the business of providing infrastructural facilities and accordingly the provisions of section 186 (except subsection (1) of Section 186) of the Act are not applicable to the company;
18. The Company has not altered the provisions of the Memorandum and/ or Articles of Association of the Company.

**For S P MOUD & ASSOCIATES**  
**COMPANY SECRETARIES**  
**UNIQUE CODE: S2023RJ906400**

Surya  
Prakash  
Moud

Digitally signed by  
Surya Prakash Moud  
Date: 2024.07.18  
19:13:36 +05'30'

**CS SURYA PRAKASH MOUD**  
**PROPRIETOR**  
**M. No.: F12943 COP No.: 26437**  
**ICSI-PR No.: 3005/2023**

**Place: Udaipur**  
**Date: 18/07/2024**  
**UDIN: F012943F000771811**