

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

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

L45203UP2007PLC033119

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCJ9042R

(ii) (a) Name of the company

JAYPEE INFRATECH LIMITED

(b) Registered office address

Sector-128
Noida
Uttar Pradesh
201304
India



(c) *e-mail ID of the company

sectl.dept@jalindia.co.in

(d) *Telephone number with STD code

01149828619

(e) Website

www.jaypeeinfratech.com

(iii) Date of Incorporation

05/04/2007

(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 Ltd.	1,024
2	BSE Ltd.	1

(b) CIN of the Registrar and Transfer Agent

U72400TG2003PTC041636

Pre-fill

Name of the Registrar and Transfer Agent

KARVY COMPUTERSHARE PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

46,,AVENUE, 4TH STREET,NO.1, BANJARA HILLS,
HYDERABAD.

(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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

Pre-fill

(e) Extended due date of AGM after grant of extension

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
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1	JAIPRAKASH ASSOCIATES LIM *	L14106UP1995PLC019017	Holding	60.98
2	JAYPEE HEALTHCARE LIMITED	U85191UP2012PLC053358	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	2,500,000,000	1,388,933,497	1,388,933,497	1,388,933,497
Total amount of equity shares (in Rupees)	25,000,000,000	13,889,334,970	13,889,334,970	13,889,334,970

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	2,500,000,000	1,388,933,497	1,388,933,497	1,388,933,497
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	25,000,000,000	13,889,334,970	13,889,334,970	13,889,334,970

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	50,000,000	0	0	0
Total amount of preference shares (in rupees)	5,000,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Redeemable Shares				
Number of preference shares	50,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	5,000,000,000	0	0	0

(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				
At the beginning of the year	1,388,933,497	13,889,334,970	13,889,334,970	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	1,388,933,497	13,889,334,970	13,889,334,970	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0

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

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>

Ledger Folio of Transferor				<input type="text"/>		
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>		
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	

Date of registration of transfer (Date Month Year)		<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor				<input type="text"/>		
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Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	

Ledger Folio of Transferee				<input type="text"/>		
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Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	Surname		middle name		first name	

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	2,119.5	1000000	2,119,500,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			104,096,047,501
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			1,205,378,000
Total			107,420,925,501

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	2,119,500,000	0	0	2,119,500,000
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**

0

(ii) Net worth of the Company

33,122,145,761

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		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)	847,000,000	60.98	0	
10.	Others	0	0	0	
	Total	847,000,000	60.98	0	0

Total number of shareholders (promoters)

1

(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	201,992,178	14.54	0	
	(ii) Non-resident Indian (NRI)	6,266,459	0.45	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	49,926,916	3.59	0	
5.	Financial institutions	67,671,391	4.87	0	
6.	Foreign institutional investors	22,470,192	1.62	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	172,919,403	12.45	0	
10.	Others TRUSTS	20,686,958	1.49	0	
	Total	541,933,497	39.01	0	0

Total number of shareholders (other than promoters)

132,572

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

132,573

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
DIMENSIONAL EMERG +	FIFC-11th FLR, G BLOCK'PLOT C-54 +		IN	5,488,982	0.4
THE EMERGING MARK +	FIFC-11th FLR, G BLOCK PLOT C-54 +		IN	3,812,775	0.27
EMERGING MARKETS (C +	FIFC-11th FLR, G BLOCK PLOT C-54 +		IN	3,134,506	0.23
COLONIAL FIRST STAT +	FIFC-11th FLR, G BLOCK PLOT C-54 +		IN	2,232,061	0.16
MLC MASTERKEY UNIT +	FIFC-11th FLR, G BLOCK PLOT C-54 +		IN	1,793,331	0.13
GMO IMPLEMENTATIC +	DB HOUSE'HAZARIMAL SOMANI M +		IN	1,644,357	0.12
THE PLATINUM MASTI +	'11TH FLR, BLDG NO.3, NESCO - IT +		IN	926,530	0.07
CITY OF NEW YORK GF +	DB HOUSE, HAZARIMAL SOMANI M +		IN	851,585	0.06

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
SPDR S AND P EMERG	STATE STREET BANK AND TRUST C			304,143	0.02
EMERGING MARKETS S	FIFC-11th FLR, G BLOCK'PLOT C-54		IN	255,716	0.02
DIMENSIONAL FUND	DB HOUSE, HAZARIMAL SOMANI M		IN	242,196	0.02
ALASKA PERMANENT	DB HOUSE, HAZARIMAL SOMANI M		IN	203,286	0.01
MGI EMERGING MARK	DB HOUSE 'HAZARIMAL SOMANI M		IN	176,191	0.01
EMERGING MARKETS T	DB HOUSE'HAZARIMAL SOMANI M		IN	168,802	0.01
T.A. WORLD EX U.S. CO	FIFC-11th FLR, G BLOCK'PLOT C-54		IN	142,082	0.01
OLD WESTBURY SMALL	FIFC-11th FLR, G BLOCK'PLOT C-54		IN	133,928	0.01
JOHN HANCOCK FUNI	FIFC-11th FLR, G BLOCK'PLOT C-54		IN	132,566	0.01
GMO BENCHMARK - FI	40 ROWES WHARF BOSTON, MA 0			128,948	0.01
EMERGING MARKETS C	FIFC-11th FLR, G BLOCK'PLOT C-54		IN	125,677	0.01
JOHN HANCOCK VARI	FIFC-11th FLR, G BLOCK'PLOT C-54		IN	123,242	0.01
QUEENSLAND INVEST	FIFC-11th FLR, G BLOCK'PLOT C-54		IN	110,961	0.01
LOS ANGELES CITY EM	FIFC-11th FLR, G BLOCK'PLOT C-54		IN	87,278	0.01
WORLD EX U.S. TARGE	DIMENSIONAL PLACE 6300 BEE C/			86,176	0.01
WORLD EX U.S. CORE I	DIMENSIONAL PLACE 6300 BEE C/			75,399	0.01
MORGAN STANLEY (FI	61, RUE DE MONCEAU PARIS, 750			24,243	

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	1	1
Members (other than promoters)	129,281	132,573
Debenture holders	3	3

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	4	9	1	11	0	0
(i) Non-Independent	4	2	1	4	0	0
(ii) Independent	0	7	0	7	0	0
C. Nominee Directors representing	0	1	0	0	0	0
(i) Banks & FIs	0	1	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	4	10	1	11	0	0

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

14

(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)
Manoj Gaur	00008480	Managing Director	45,000	
Sunil Kumar Sharma	00008125	Director	75,000	
Sameer Gaur	00009496	Director	1,000	
Rakesh Sharma	00009952	Director	8,000	
Rekha Dixit	00913685	Director	1,000	
Basant Kumar Goswami	00003782	Director	4,000	
Sundaram Balasubramanian	02849971	Director	0	
Lalit Bhasin	00002114	Director	1,100	

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	29/12/2017			

B. BOARD MEETINGS

*Number of meetings held

3

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/05/2017	13	8	61.54
2	31/07/2017	13	11	84.62
3	20/02/2018	12	10	83.33

C. COMMITTEE MEETINGS

Number of meetings held

6

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	27/05/2017	3	3	100
2	Audit Committee	31/07/2017	3	3	100
3	Audit Committee	20/02/2018	3	2	66.67
4	Nomination and Remuneration Committee	27/05/2017	3	3	100
5	Nomination and Remuneration Committee	31/07/2017	3	3	100
6	CSR Committee	27/05/2017	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	21/12/2018
								(Y/N/NA)
1	Manoj Gaur	3	3	100	0	0	0	Yes
2	Sunil Kumar S	3	3	100	3	3	100	Yes
3	Sameer Gaur	3	1	33.33	0	0	0	No
4	Rakesh Sharn	3	3	100	3	3	100	Yes
5	Rekha Dixit	3	3	100	1	1	100	Yes
6	Basant Kumar	3	3	100	3	3	100	No
7	Sundaram Bal	3	1	33.33	0	0	0	No
8	Lalit Bhasin	3	1	33.33	1	1	100	No
9	Sham Lal Moh	3	2	66.67	2	1	50	No
10	Brij Bihari Tan	3	3	100	2	2	100	No
11	Shanti Sarup (2	2	100	0	0	0	No
12	Keshav Prasa	2	2	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rakesh Sharma		14,707,496	0	0	437,400	0
2	Rekha Dixit		6,338,077	0	0	162,000	0
3	Gaurav Jain		2,157,568	0	0	48,774	0
	Total		23,203,141	0	0	648,174	23,851,315

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Pramod Kumar Agg	Chief Financial C	2,554,839	0	0	0	0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Mohinder Paul Khar	Company Secre	2,442,493	0	0	61,080	0
3	Suman Lata	Company Secre	407,334	0	0	8,760	0
	Total		5,404,666	0	0	69,840	5,474,506

Number of other directors whose remuneration details to be entered

12

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Brij Bihari Tandon	Director	0	0	0	160,000	0
2	Basant Kumar Gosv	Director	0	0	0	160,000	0
3	Shanti Sarup Gupta	Director	0	0	0	40,000	0
4	Anand Bordia	Director	0	0	0	160,000	0
5	Sham Lal Mohan	Director	0	0	0	120,000	0
6	Keshav Prasad Rau	Director	0	0	0	40,000	0
7	Lalit Bhasin	Director	0	0	0	80,000	0
8	Rakesh Sharma	Director	0	0	0	80,000	0
9	Manoj Gaur	Managing Direct	0	0	0	80,000	0
10	Sunil Kumar Sharm	Director	0	0	0	200,000	0
11	Rekha Dixit	Director	0	0	0	40,000	0
12	Ram Bahadur Singh	Director	0	0	0	40,000	0
	Total		0	0	0	1,200,000	1,200,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

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

Name

Whether associate or fellow

Associate Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 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

DIN of the director

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

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

List of attachments

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

Point wise clarification/additional information on various items in Form MGT-7

1. The Company is undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code 2016 (Insolvency Code) in terms of order dated August 9, 2017 passed by Hon'ble National Company Law Tribunal (NCLT), Allahabad Bench. Further, the Hon'ble Supreme Court of India, in disposal of Writ Petition (Civil) No. 744/2017 filed by some of the home-buyers has revived the period prescribed under Insolvency Code by another 180 days w.e.f. the date of the order, i.e. 9th August, 2018 and did direct the IRP to follow the provisions of Insolvency Code afresh in all respects. As per terms of Section 20 of Insolvency Code, the management and operations of the Company are being managed by IRP/ RP on a Going Concern Basis.

2. **Point No. I (vi) (b):**

CIN OF REGISTRAR AND TRANSFER AGENTS UNDER I. REGISTRATION AND OTHER DETAILS

MGT-7 is being filed for the financial year ending 31st March, 2018 and therefore, we have mentioned the name Karvy Computershare Pvt. Ltd having CIN U72400TG2003PTC041636 as it existed on the said date. However, it is clarified that the said Company has since been amalgamated into KarvyFintech Pvt. Ltd. having CIN U72100TG2017PTC117649.

3. **Point No. II**

PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

The Company has negative revenue for the year ended 31st March, 2018 primarily on account of change in balance cost to complete, pursuant to independent consultants' report on balance cost to complete as at 31st July, 2017. Consequently, the figure of turnover has been shown as "0" under the category "**Real estate activities with own or leased property**" whereas the exact figure is Rs. (—)73,96,08,195.

4. **Point No. VIII (B)(i).**

DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL AS ON THE CLOSURE OF FINANCIAL YEAR

The following Independent Directors of the Company have submitted their resignations on the dates indicated against their names, after the closure of financial year as mentioned below: —

1.	Brij Bihari Tandon	:	17/08/2018
2.	Shanti Sarup Gupta	:	17/08/2018
3.	S. Balasubramanian	:	24/08/2018
4.	Keshav Prasad Rau	:	09/09/2018
5.	B.K. Goswami	:	10/09/2018
6.	Lalit Bhasin	:	12/09/2018
7.	Sham Lal Mohan	:	17/09/2018

Pursuant to Section 28(1) (j) of Insolvency Code, the IRP placed these resignations before the Committee of Creditors of the Company for its acceptance. However, the resolution was considered to be rejected since the requisite majority of the members did not vote on the item.

5. **Point No. IX**

MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/ COMMITTEES OF THE BOARD OF DIRECTORS

In view of the facts contained in Para 1 above, by virtue of and with effect from the date of Order of Hon'ble NCLT, i.e. 9th August, 2017 the Board and the powers of Directors stood suspended and pursuant to the provisions of Section 17 of Insolvency Code, are being exercised by the Interim Resolution Professional who was appointed by Hon'ble NCLT vide the aforesaid Order to carry the functions as mandated under the Insolvency Code. Further, Hon'ble Supreme Court of India also, vide order dated 11th September, 2017, directed the Interim Resolution Professional to forthwith takeover the management of the Company. Consequently, the provisions with respect to holding minimum number of meetings of the Board or its committees such as the Audit Committee or Nomination and Remuneration Committee, the maximum gap between two meetings and the requirements of regular attendance of the directors in the meetings are deemed to have been complied with keeping in view the fact that the functions of the Board are being exercised by IRP/RP in compliance with the directions contained in the Orders of Hon'ble NCLT and Hon'ble Supreme Court of India as well as in view of the provisions of the Insolvency Code.

6. **Point No. X:**

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Smt. Rekha Dixit and Shri Rakesh Sharma relinquished the office of Whole-time Director w.e.f. 30.06.2017 and continued as Non-executive Directors w.e.f. 01.07.2017. Shri Gaurav Jain resigned from the office of Whole-time Director w.e.f. 04.05.2017.

7. **Point No. XI.**

MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

Section 238 of the Insolvency Code states that the provisions of the Code shall have effect, notwithstanding anything inconsistent therewith contained in any other law for the time being in force or any instrument having effect by virtue of any such law. Consequently, in respect of such provisions of the Companies Act, 2013 which are directly or indirectly in conflict with the provisions of Insolvency Code, all efforts have been made to make the compliance with the provisions of the Companies Act.

From: MCA21 Administrator <MCAADM@MCA.GOV.IN>
To: <JPINFRATECH.INVESTOR@JALINDIA.CO.IN>

Date: Wednesday, July 13, 2022 01:32PM
Subject: Approval of SRN F07224579 dated 18.06.2022

Dear Sir/Madam,

This is to inform you that the eform GNL-2 submitted on the MCA portal in respect of JAYPEE INFRATECH LIMITED vide SRN F07224579 dated 18/06/2022 has been APPROVED. This is an acknowledgment for the same.

In case of any further query or for all future communication of this request, please use your Service Request Number as the reference and raise a ticket at <http://www.mca.gov.in/DCAPortalWeb/dca/MyMCALogin.do?method=setDefaultProperty&mode=46>.

This is a MCA21 system generated mail for your information and necessary action. Please do not reply to this mail.

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Thank you

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NEHA JAIN & ASSOCIATES

Address : 4/255, Chiranjiv Vihar, Ghaziabad-201002

Ph no-+919971665809

E.mail id – nehajainpcs@gmail.com

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 Jaypee Infratech Limited having CIN L45203UP2007PLC033119 (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended as on 31st March 2018.

The Company is under Corporate Insolvency Resolution Process (CIRP) vide Order dated 9th August 2017 of the Hon'ble NCLT, Allahabad Bench. As per Section 17(1)(b) of Insolvency Bankruptcy Code, the powers of the Board shall stand suspended and shall vest in Interim Resolution Professional(IRP)/Resolution Professional(RP). Accordingly, the NCLT appointed Shri Anuj Jain (RP) and vested with powers of management of the Company's affair till completion of CIRP. Further, the Hon'ble Supreme Court of India, in disposal of Writ Petition (Civil) No. 744/2017 filed by some of the home-buyers has revived the period prescribed under Insolvency Code by another 180 days w.e.f. the date of the order, i.e. 9th August, 2018 and did direct the IRP to follow the provisions of Insolvency Code afresh in all respects.

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 in respect of:
 1. Its status under the Act;
 2. Maintenance of registers/records & making entries therein within the time prescribed therefor;
 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;



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, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

Application for grant of 3 months' extension for holding Annual General Meeting upto 31st December 2018 was submitted with the Registrar of Companies vide SRN H05424098 dated 29th day of August 2018 in view of urgency arising from the Order of Hon'ble Supreme Court dated 9-8-2018 recommencing the Corporate Insolvency Resolution Process (CIRP) afresh in all respects for another 180 days from the point of appointment of Insolvency Resolution Professional and requiring completion of CIRP within prescribed period under the Code. The extension of three months was granted to the Company by the Ministry of Corporate Affairs-Office of the Registrar of Companies, Kanpur vide its Letter dt. 6th day of September 2018. Accordingly, the 11th AGM of the Company was held within the extended period of three months, i.e. on 21st day of December 2018.

5. Closure of Register of Members / Security holders, as the case may be.
6. 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;
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;
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
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;
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;
12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;



MCA vide its Letter No. SRN G10080273/2/2016-CL-VII dated 31st day of August 2017 has rejected and closed Company application for appointment and payment of remuneration to Smt. Rekha Dixit as Whole-time Director for the period of 3 years w.e.f. 01.06.2016 to 31.05.2019 under Section 196 and 197 r/w Schedule V of Companies Act 2013.

Section 197 has been amended vide Notification No. S.O. 4823 dated 12.09.2018. In accordance with the provisions of amended Section 197, shareholders have approved the Special Resolution passed pursuant to the provisions of Section 197 read with sub-section (9) and (10) thereof and applicable Rules in 11th Annual General Meeting.

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
M/s Dass Gupta & Associates, Chartered Accountants were appointed as Statutory Auditors of the Company for a term of five consecutive years to hold office from conclusion of the 10th Annual General Meeting (AGM) held on 29th day of December 2017 till the conclusion of 15th AGM to be held in the year 2022, subject to ratification at every AGM. However, MCA vide notification dated 7th day of May 2018 has done away with the requirement of ratification at every AGM.
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

Subsequent to inspection under Companies Act 2013, the Company has received two Show Cause Notices from the Registrar of Companies dated 29th day of November 2017 u/s 125 of the Companies Act 1956 (For the FY ended 31.03.2014) and u/s 266F of the Companies Act 2013 (For the FY ended 31.03.2011). The Company has submitted its reply. Subsequently, vide Letter dated 16th March 2018, the Company has informed the Registrar of Companies that it is opting to compound the offence and requested not to proceed with filing the prosecution against the Company.

The Company filed Compounding applications u/s 125 and 266F of the Companies Act, 2013. The Compounding fee u/s 266F has been deposited and order passed the Regional Director, MCA. The Compounding Application u/s 125 is under process.

15. Acceptance/ renewal/ repayment of deposits;
On an application seeking extension of time for repayment of outstanding fixed deposits, the Hon'ble NCLT, Allahabad Bench has granted extension of time to repay the deposits and interest thereon vide its various Orders. However, vide order dated 26th September, 2018, Hon'ble NCLT has closed the



application on the basis that in view of commencement of CIRP, the application is not necessary during moratorium period. Earlier, Hon'ble Supreme Court in its final order dated 9-8-2018 in the matter of Writ Petition (Civil) No. 744/2017 filed by some of the home-buyers, has formed the view that preferential payment to a particular class of creditors is impermissible during CIRP. As per Section 5(7) of IBC, Financial Creditors includes Fixed Deposit holders.

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. Loans 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 ;
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

The Resolution Professional had filed a petition in NCLT u/s 66, 67, 48(1)c and 44 of insolvency Bankruptcy Code 2016 against Jaiprakash Associates Limited and the Directors of the Company in respect of creation of security in favor of Banks for the Loans granted to Jaiprakash Associates Limited(the Holding Company). The National Company Law Tribunal (NCLT), Allahabad Bench, vide its Order dated May 16, 2018 has passed the Order for release and discharge of security interest created by the Company on 758 acres of land in favour of the Lenders of Jaiprakash Associates Limited (JAL) and has further said that the properties mortgaged shall be deemed to be vested in the Company from the date of Order. The lenders of JAL & JAL have since filed an appeal against the said Order before Hon'ble NCLAT. The Hon'ble NCLAT vide its order dated May 24, 2018 has directed that the order dated May 16, 2018 passed by the adjudicating Authority, Allahabad Bench shall remain stayed.

19. The Certificate(MGT-8) is issued by the Practicing Company Secretary with the following disclaimer that :

- Maintenance of Secretarial record is the complete responsibility of the management of the Company. Our responsibility is to express an opinion on the available secretarial records based on our Audit.
- I have done the Audit to the best of my knowledge and capability on the basis of records and information shared and disclosed by the Company. I have followed the Audit practices and process as were appropriate, pursuant to the provisions of Section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014, to obtain reasonable assurance



about the correctness of the contents of the Secretarial records. We believe that the process and practices we followed provide a reasonable basis for our opinion.

- We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
- The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
- The MGT-8 is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which management has conducted the affairs of the Company.

Place: Ghaziabad
Date : 16.02.2019



Signature:

Name : Neha Jain
Practicing Company Secretary
Membership No.-30822
C.P. No.-14344

JAYPEE INFRATECH LIMITED
List of FPI Shareholders as on 31/03/2018

SLNO	DPID	FOLIO/CL-ID	NAME/JOINT NAME(S)/ADDRESS	ADDRESS	COUNTRY OF INCORPORATION	HOLDING	% TO EQT
1	IN300054	10040054	DIMENSIONAL EMERGING MARKETS VALUE FUND	CITIBANK N.A. CUSTODY SERVICES FIFC-11th FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA-EAST, MUMBAI 400051	INDIA	5488982	0.40
2	IN300054	10013268	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA I NVESTMENT TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICES FIFC-11th FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA-EAST, MUMBAI 400051	INDIA	3812775	0.27
3	IN300054	10013410	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFO LIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAI DG)	CITIBANK N.A. CUSTODY SERVICES FIFC-11th FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA-EAST, MUMBAI 400051	INDIA	3134506	0.23
4	IN300054	10009159	COLONIAL FIRST STATE INVESTMENTS LIMITED AS RESPON SIBLE ENTITY FOR THE COMMONWEALTH SPECIALIST FUND	CITIBANK N.A. CUSTODY SERVICES FIFC-11th FLR, G BLOCK 4 PLOT C-54 AND C-55, BKC BANDRA-EAST, MUMBAI 400051	INDIA	2232061	0.16
5	IN300054	10090470	MLC MASTERKEY UNIT TRUST MLC- PLATINUM GLOBAL FUND	CITIBANK N.A. CUSTODY SERVICES	INDIA	1793331	0.13



5	IN300054	10090470	MLC MASTERKEY UNIT TRUST MLC- PLATINUM GLOBAL FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400051	INDIA	1793331	0.13
6	IN300167	10107195	GMO IMPLEMENTATION FUND A SERIES OF GMO TRUST	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	INDIA	1644357	0.12
7	IN300142	10614454	THE PLATINUM MASTER PORTFOLIO LTD.	HSBC SECURITIES SERVICES 11TH FLR, BLDG NO.3, NESCO - IT PARK NESCO COMPLEX, W E HIGHWAY GOREGAON EAST, MUMBAI 400063	INDIA	926530	0.07
8	IN300167	10030167	CITY OF NEW YORK GROUP TRUST	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INDIA	851585	0.06
9	IN300167	10045319	SPDR S AND P EMERGING MARKETS SMALL CAP ETF	Not available	OTHERS	304143	0.02
10	IN300054	10017712	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF D FA INVESTMENT DIMENSIONS GROUP INC.	0 CITIBANK N.A. CUSTODY SERVICES FIFC-11th FLR, G BLOCK	INDIA	255716	0.02



			PLOT C-54 AND C-55, BKC BANDRA-EAST, MUMBAI 400051			
11	IN300167	10068378	DIMENSIONAL FUND ADVISORS EMERGING MARKET STRATEGY	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INDIA	242196 0.02
12	IN300167	10021055	ALASKA PERMANENT FUND	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INDIA	203286 0.01
13	IN300167	10109545	MGI EMERGING MARKETS EQUITY FUND-DIMENSIONAL FUND ADVISORS LTD.	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	INDIA	176191 0.01
14	IN300167	10100511	EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENS IONAL FUNDS II PUBLIC LIMITED COMPANY	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	INDIA	168802 0.01
15	IN300054	10025384	T.A. WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA IN VESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC-11th FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA-EAST, MUMBAI	INDIA	142082 0.01



16	IN300054	10029483	OLD WESTBURY SMALL & MID CAP STRATEGIES FUND - DIMENSIONAL FUND ADVISORS	400051 CITIBANK N.A. CUSTODY SERVICES FIFC-11th FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA-EAST, MUMBAI 400051	INDIA	133928	0.01
17	IN300054	10080999	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400051	INDIA	132566	0.01
18	IN300167	10132588	GMO BENCHMARK - FREE FUND, A SERIES OF GMO TRUST	Not available	OTHERS	128948	0.01
19	IN300054	10040616	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	0 CITIBANK N.A. CUSTODY SERVICES FIFC-11th FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA-EAST, MUMBAI 400051	INDIA	125677	0.01
20	IN300054	10078971	JOHN HANCOCK VARIABLE INSURANCE TRUST EMERGING MARKETS VALUE TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400051	INDIA	123242	0.01
21	IN300054	10084844	QUEENSLAND INVESTMENT TRUST NO 2	CITIBANK N.A. CUSTODY SERVICES	INDIA	110961	0.01



			FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400051				
22	IN300054	10009298	LOS ANGELES CITY EMPLOYEES RETIREMENT SYSTEM	CITIBANK N.A. CUSTODY SERVICES	INDIA	87278	0.01
				FIFC-11th FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA-EAST, MUMBAI 400051			
23	IN300054	10074841	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVE STMENT DIMENSIONS GROUP INC.	Not available	OTHERS	86176	0.01
				0			
24	IN300054	10074905	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTM ENT DIMENSIONS GROUP INC.	Not available	OTHERS	75399	0.01
				0			
25	IN300054	10092254	MORGAN STANLEY (FRANCE) S.A.	Not available	OTHERS	24243	0.00
				0			
26	IN300054	10023614	UTAH STATE RETIREMENT SYSTEMS	CITIBANK N.A. CUSTODY SERVICES	INDIA	22560	0.00
				FIFC-11th FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA-EAST, MUMBAI 400051			



27	IN300054	10032536	CITY OF LOS ANGELES FIRE AND POLICE PENSION PLAN	CITIBANK N.A. CUSTODY SERVICES FIFC-11th FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA-EAST, MUMBAI 400051	INDIA	20982	0.00
28	IN300167	10145558	GMO GLOBAL EQUITY ALLOCATION INVESTMENT FUND, A SU B-FUND OF GMO FUNDS PLC	Not available	OTHERS	15227	0.00
29	IN300054	10077083	MORGAN STANLEY MAURITIUS COMPANY LIMITED	0 CITIBANK N A, CUSTODY SERVICES FIFC-11TH FLR, G BLOCK PLOT C-54 AND C-55,BKC BANDRA - EAST, MUMBAI 400051	INDIA	4462	0.00
30	IN301524	30022422	EMERGING INDIA FOCUS FUNDS	Standard Chartered Bank, CRESCENZO INDIA Securities Services, 3rd Floor C-38/39 G-Block, BKC Bandra (East) Mumbai India 400051		2000	0.00
TOTAL:						22470192	1.62

