

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

## Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

U75100MP2016SGC035528

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAEC1074P

(ii) (a) Name of the company

INDORE SMART CITY DEVELOP

(b) Registered office address

Smart City Office, Nehru Park Campus  
Indore  
Indore  
Madhya Pradesh  
452003

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

smartcityindore16@gmail.com

(d) \*Telephone number with STD code

07312535572

(e) Website

www.smartcityindore.org

(iii) Date of Incorporation

11/03/2016

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	State 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

Pre-fill

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(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	O	Public Services by Government agencies	O1	Administration relating to Executive, Legislation and other public service by	25.92
2	M	Professional, Scientific and Technical	M9	Other professional, scientific and technical activities	74.08

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MADHYA PRADESH URBAN DE +	U75110MP2015SGC034139	Holding	50
2	Indore Idea Factory Foundatio +	U93000MP2022NPL059110	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	200,000,000	200,000,000	200,000,000	200,000,000
Total amount of equity shares (in Rupees)	2,000,000,000	2,000,000,000	2,000,000,000	2,000,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares with Voting Rights				
Number of equity shares	200,000,000	200,000,000	200,000,000	200,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,000,000,000	2,000,000,000	2,000,000,000	2,000,000,000

(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			
Equity shares						
At the beginning of the year	200,000,000	0	200000000	2,000,000,000	2,000,000,000	

<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						
<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						
<b>At the end of the year</b>	200,000,000	0	200000000	2,000,000,0	2,000,000,0	
<b>Preference shares</b>						
<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						
<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						
<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)

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

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

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

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

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

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
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**

100,595,000

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

1,962,218,000

**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	50	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	99,999,990	50	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)	99,999,960	50	0	
10.	Others	0	0	0	
	<b>Total</b>	200,000,000	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

**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	0	0

**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	4	0	4	0	0
<b>B. Non-Promoter</b>	0	1	0	2	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	1	0	2	0	0
<b>C. Nominee Directors representing</b>	1	2	1	5	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	1	2	1	5	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	1	7	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)
Mr. Manish Singh	05277748	Nominee director	10	
Mr. Prakash Chandra J	09120765	Nominee director	10	
Mr. Shiv Kant Mudgal	07669930	Nominee director	10	
Mr. Vivek Sarotriya	08496974	Nominee director	10	
Mr. Nayan Chimanlal Pa	00252378	Director	0	
Mrs. Trapti Jain	07182298	Director	0	
Mrs. Pratibha Pal	07923882	Nominee director	0	
Mr. Ashwini Kumar	07598593	Nominee director	0	
Mr. Punit Dube	08566497	Nominee director	0	
Mr. Vijay Singh Solanki	09359727	Nominee director	0	
Mr. Gaurav Benal	09452848	Nominee director	0	
Mr. Rishav Gupta	AUYPG1556F	CEO	0	
Mr. Rachna Gaur	AVGPP8576R	CFO	0	
Mr. Anurag Kumar Saxe	BBFPS9525K	Company Secretar	0	31/05/2022

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Mr. Sanjay Mohase	07092076	Nominee director	09/11/2021	Cessation
Mr. Punit Dube	08566497	Nominee director	09/11/2021	Appointment
Mrs. Trapti Jain	07182298	Director	24/12/2021	Appointment
Mr. Vijay Singh Solanki	09359727	Nominee director	12/10/2021	Appointment
Mr. Gaurav Benal	09452848	Nominee director	29/12/2021	Appointment
Mrs. Sheetla Patle	AUYPG1556F	CEO	12/07/2021	Cessation
Mr. Rishav Gupta	CMPPB2400J	CEO	22/07/2021	Appointment

## 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
Adjourned 4th Annual General Meeting	15/09/2021	7	5	50
5th Annual General Meeting	15/09/2021	7	5	50

### B. BOARD MEETINGS

\*Number of meetings held

2

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/09/2021	8	5	62.5
2	27/12/2021	9	6	66.67

### C. COMMITTEE MEETINGS

Number of meetings held

4

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	12/09/2021	3	2	66.67
2	Audit Committee	27/12/2021	3	3	100
3	Stakeholders	12/09/2021	2	2	100
4	Nomination and Remuneration	27/12/2021	3	2	66.67

**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	07/09/2022
								(Y/N/NA)
1	Mr. Manish Singh	2	2	100	0	0	0	Yes
2	Mr. Prakash Chandra	2	0	0	0	0	0	Yes
3	Mr. Shiv Kant	2	2	100	2	2	100	Yes
4	Mr. Vivek Sarma	2	1	50	1	0	0	Not Applicable
5	Mr. Nayan Chandra	2	1	50	4	4	100	Yes
6	Mrs. Trapti Jain	1	1	100	2	2	100	Yes
7	Mrs. Pratibha	2	2	100	0	0	0	Yes
8	Mr. Ashwini Kumar	2	1	50	0	0	0	No
9	Mr. Punit Dubey	1	0	0	0	0	0	Yes
10	Mr. Vijay Singh	1	1	100	0	0	0	No
11	Mr. Gaurav Bhatnagar	2	0	0	0	0	0	Yes
12	Empty							

**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

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ADITI GARG	CEO	0.19	0	0	0	0.19
2	SHEETLA PATLE	CEO	3.41	0	0	0	3.41
3	RISHAV GUPTA	CEO	8.66	0	0	0	8.66
4	RACHNA GAUR	CFO	9.97	0	0	0	9.97
5	ANURAG KUMAR S	CS	8.56	0	0	0	8.56
	Total		30.79	0	0	0	30.79

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

As per the sheet attached.

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

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

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

Yes  No

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

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

Name

Whether associate or fellow

Associate  Fellow

Certificate of practice number

**I/We certify that:**

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

**Declaration**

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

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

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

DIN of the director

**To be digitally signed by**

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

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

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

**List of attachments**

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**Remove attachment**

Modify

Check Form

Prescrutiny

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 BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL**  
**OF**  
**M/S INDORE SMART CITY DEVELOPMENT LIMITED**  
**AS ON 31/03/2022**

Sr. No.	DIN/PAN	Full Name	Designation in ISCDL	Representing Post/Department	Date of Appointment
1.	05277748	SHRI MANISH SINGH(IAS)	Chairman	District Collector, Indore	13-05-2020
2.	07923882	SMT. PRATIBHA PAL(IAS)	Executive Director	Commisioner, IMC	13-05-2020
3.	07598593	SHRI ASHWINI KUMAR	Nominee Director	Central Government Representative	09-08-2019
4.	07669930	SHRI SHIV KANT MUDGAL	Nominee Director	Joint Director, Directorate of T&CP, Indore	11-04-2019
5.	08496974	SHRI VIVEK SAROTRIYA	Nominee Director	Chief Executive Officer, IDA	01-07-2019
6.	08566497	SHRI PUNIT DUBE	Nominee Director	Chief Engineer, MPPKVCL	09-11-2021
7.	00252378	SHRI NAYAN CHIMANLAL PARIKH	Independent Director	-	22-02-2020
8.	07182298	SMT. TRAPTI JAIN	Independent Director	-	24-12-2021
9.	09120765	SHRI PRAKASH CHANDRA JAIN	Nominee Director	Officials of MPUDCL	23-03-2021
10	09359727	SHRI VIJAY SINGH SOLANKI	Nominee Director	Chief Engineer, Public Health and Engineering Department, Indore	12-10-2021
11	09452848	SHRI GAURAV BENAL	Nominee Director	Officials of MPUDCL	29-12-2021
12	BBFPS9525K	SHRI ANURAG KUMAR SAXENA	Company Secretary	-	02-09-2016
13	AVGPP8576R	SHRI RACHNA RACHNA	CFO(KMP)	-	29-09-2017
14	AUYPG1556F	SHRI RISHAV GUPTA	CEO(KMP)	-	22-07-2021



**Particulars of change in director(s) and Key managerial personnel during the year:**

Sr.No.	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)
1.	Mr. Sanjay Mohase	07092076	Nominee Director	09-11-2021	Cessation
2.	Mr. Punit Dube	08566497	Nominee Director	09-11-2021	Appointment
3.	Mrs. Trapti Jain	07182298	Nominee Director	24-12-2021	Appointment
4.	Mr. Vijay Singh Solanki	09359727	Nominee Director	12-10-2021	Appointment
5.	Mr. Gaurav Benal	09452848	Nominee Director	29-12-2021	Appointment
6.	Mrs. Sheetla Patle	AUYPG1556F	CEO(KMP)	12-07-2021	Cessation
7.	Mr. Rishav Gupta	CMPPB2400J	CEO(KMP)	22-07-2021	Appointment

  
PRATIBHA PAL, IAS  
(Executive Director)  
DIN: 07923882  
Indore Smart City Development Limited

PLACE: 31/03/22  
DATE: INDORE

**LIST OF EQUITY SHARES**  
**OF**  
**M/s INDORE SMART CITY DEVELOPMENT LIMITED**  
**As on 31/03/2022**

S. No.	Folio No.	Name of shareholder	Address	Type of Shares	No. of Shares	Nominal Amt. per Share (In Rs.)	Holdin g Percentage	Share issued again: t
1	16	Shri Manish Singh, IAS	House No.2, Amra Kunj, Walmi Road Chuna Bhatti, Nahar Kinare, Huzur, R.S. Nagar Bhopal Madhya Pradesh India - 462016	Equity	10	10	50%	
2	02	M/s Indore Municipal Corporation	M.G.Road, Nagar Palika Nigam, Indore,MP	Equity	9,99,99,960	10		
3	18	Smt. Bhavya Mittal, IAS		Equity	10	10		
4	13	Shri Vivek Shrotriya, IAS	B-2, Flat No. 801, I.D.A Scheme No. 140, Indore, Madhya Pradesh, 452018	Equity	10	10		
5	14	Shri Shiv Kant Mudgal	B-24,Rajdeep Royal,E-8,Trilanga, Bhopal, M.P.	Equity	10	10		
6	06	M/s Madhya Pradesh Urban Development Co. Limited	C/O Urban Administration & Development Department Palika Bhawan, 6 No. Bus Stop, Shivaji Nagar Bhopal MP	Equity	9,99,99,990	10	50%	
7	17	Shri Prakash Chandra Jain	140-B, Bijli Nagar, Bicholi Hapsi Road, Kanadia, Kanadia, Indore, Madhya Pradesh, 452016	Equity	10	10		
<b>Total</b>					<b>20,00,00,000</b>		<b>100%</b>	

**PRATIBHA PAL, IAS**

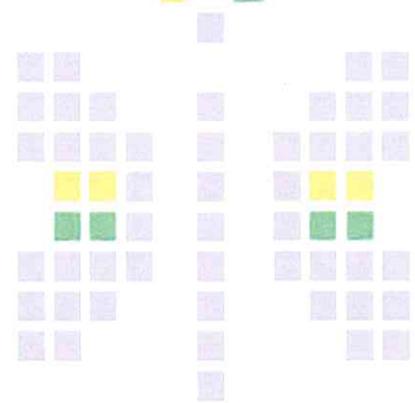
**(Executive Director)**

**DIN: 07923882**

**Indore Smart City Development Limited**

**PLACE: INDORE**

**DATE: 31/03/2022**



**SHAREHOLDING OF PROMOTERS**

**of**

**M/s INDORE SMART CITY DEVELOPMENT LIMITED**

**As on financial year ended on 31/03/2022**

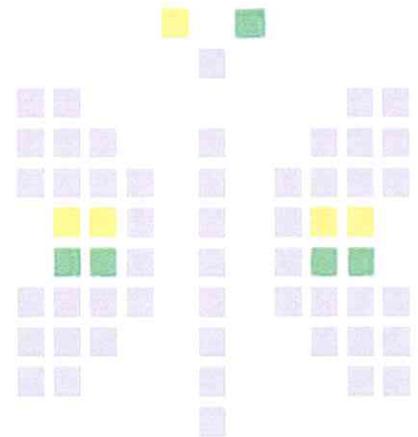
SN	Name of Promoters	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	*Shri Manish Singh, IAS	10	0.00	-	10	0.00	-	-
2	Indore Municipal Corporation	9,99,99,960	50.00	-	9,99,99,960	50.00	-	-
3	* Smt Aditi Garg, IAS	10	0.00	-	-	-	-	-
	*Smt. Bhavya Mittal	-	-	-	10	0.00	-	-
4	* Shri Vivek Sarotriya	10	0.00	-	10	0.00	-	-
5	* Shri Shiv Kant Mudgal	10	0.00	-	10	0.00	-	-
6	Madhya Pradesh Urban Development Co. Limited	9,99,99,990	50.00	-	9,99,99,990	50.00	-	-
	**Shri Prakash Chandra Jain	10	0.00	-	10	0.00	-	-

\*Shares are held as Nominee of Indore Municipal Corporation.

\*\* Shares are held as Nominee of Madhya Pradesh Urban Development Co. Limited.

  
PRATIBHA PAL, IAS  
(Executive Director)  
DIN:07923882  
Indore Smart City Development Limited

PLACE: INDORE  
DATE: 31/03/2022



**LIST OF TRANSFER OF EQUITY SHARES OF**

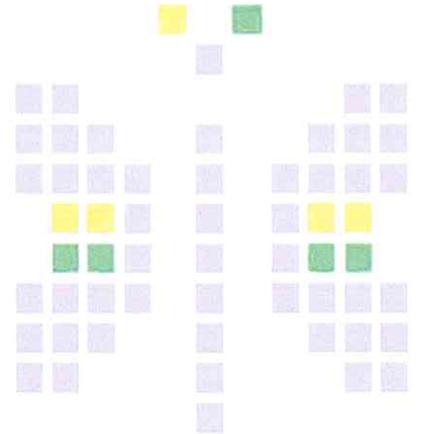
**M/s INDORE SMART CITY DEVELOPMENT LIMITED DURING F.Y 2021-22**

Sr No.	Date	Folio No. of Transfer or	Name of Transferor	Folio No. of Transferee	Name of Transferee	Dist. No.	No. of Shares
1.	12.09.2021	16	Smt. Aditi Garg, IAS	18	Smt. Bhavya Mittal, IAS	49971 to 49980	10



**PRATIBHA PAL, IAS**  
(Executive Director)  
DIN: 07923882  
Indore Smart City Development Limited

PLACE: **INDORE**  
DATE: **31/03/2022**



## **Draft 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**

We have examined the registers, records and books and papers of **M/S INDORE SMART CITY DEVELOPMENT LIMITED, CIN - U75100MP2016SGC035528** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31<sup>st</sup> March, 2022**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we 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 the provisions of the Act and Rules made there under, in respect of:
  - 1. its status under the Act i.e. Public Limited Company, Limited by shares;
  
  - 2. maintenance of registers and records and making entries therein within the time prescribed therefore;
  
  - 3. filing of forms and returns are not stated in the annual return, however the Company has filed the forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time with additional fee wherever applicable, wherever required;
  
  - 4. Calling, convening and holding meetings of Board of Directors 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 (including shorter notice) and the proceedings have been properly recorded in the Minute Book and registers maintained for the purpose and the same have been signed, however date of entry of Board Minutes for one meeting was entered in minutes beyond period of 30 days. Further The Company needs to hold at least four Board and Audit Committee meetings during the year but only two Board meeting and Audit committee meeting has been convened during the year which falls under the non compliance of section 173 and section 177 of the Companies Act, 2013 . Further the Company is required to hold meeting of Board with maximum gap of 90 days as per the Articles of Association of the Company and in March 2022 quarter no meeting was held. The last meeting of Board was held on 27.12.2021.

Further, Adjourned Annual General Meeting for the FY 2019-20, which was required to be held on or before 31.12.2020, was held on 15.09.2021 for the adoption of Financial Statements for the FY 2019-20 and 05<sup>th</sup> Annual General Meeting for the FY 2020-21, which was required to be held on or before 30.11.2021(Due to MCA notification for AGM Extension 2021), was called on 15.09.2021, this AGM was adjourned due to non-availability of comments from Comptroller and Auditor - General of India on Financial Statement, Auditor Report etc. for the Financial Year 2020-21 and adjourned AGM for FY 2020-21 was held on 07.09.2022. Both the Annual General Meetings for FY 2019-20 and 2020-21 were held beyond statutory time period and falling under the non compliance of section 137 of the Act;

5. The Company was not required to close its Register of Members;
6. The Company has not given any advance or loan to its directors and/or persons or firms or companies referred in Section 185 of the Act, however being Government Company section 185 is not applicable;
7. No contracts and arrangements as specified in the provisions of Section 188 of the Act, has been executed with the related parties, but as per the explanation given, Company has executed the transactions in the ordinary course of business on the arm's length basis with the related parties;
8. There were no issue or allotment 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 securities certificates in

- any such instances however there were instances of transfer of shares during the year under review, which were noted and effected by the Board;
9. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares;
  10. The Company has not declared any dividend and is not required to transfer 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 has been done 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 Board is constituted and disclosures have been made by directors complied with the requirements relating to appointment/ re-appointments/ retirements/ filling up casual vacancies/ key managerial personnel and provisions relating to the remuneration paid to them subject to following discrepancies:-
    - a. The post of Nominee of Mayor (Indore Municipal Corporation) is vacant as Mr. Shankar Yadav ceased to be a Director w.e.f. 19.02.2020 due to dissolution of Mayor-in-Council of Indore Municipal Corporation;
    - b. Composition of Audit Committee and Nomination & Remuneration Committee is duly constituted with proper balance of Executive Directors, Non-Executive Directors. However, cessation of Non-executive Director, Shri Sanjay Mohase the Stakeholders Relationship Committee has only two Directors at the end of financial year 2021-22.
    - c. Company has not constituted various other committees as mentioned in clause no. 12.15 Articles of Association of the Company.
  13. Appointment/re-appointment/filling up casual vacancies of auditors were as per the provisions of Section 139 of the Act, wherever required;
  14. There were no instances in our knowledge which require 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 not accepted, renewed or repaid any deposits during the year;

16. Borrowings from its directors, members and banks, if any, are within the limit of section 180 (1)(c) and the Company was not required for creating, modifying and satisfying the charge on its assets during the year as no such transaction taken place;
17. As per the explanation and information given to us, there were no transactions relating to loan and guarantee falling under the provisions of Section 186 of the Act during the year However, the Company has made investment in M/s Indore Idea Factory Foundation of Rs.10,00,000/- (Rs. Ten Lakhs Only) which resulted into its wholly owned subsidiary;
18. The company has not altered the provisions of the Memorandum and Articles of Association of the Company.

For, **P.S. Tripathi & Associates**  
Company Secretaries

**Place: Indore**  
**Date:**  
**UDIN:**

**Pratik Tripathi**  
**(Partner)**  
**C.P. No.: 5358**

--End of the Report--