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: L74210TG1990PLC011114 **Pre-fill**

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AABCM4757A

(ii) (a) Name of the company: MADHUCON PROJECTS LIMITE

(b) Registered office address

H.NO.1-7-70,
JUBLIPURA
KHAMMAM
Telangana
507003

(c) *e-mail ID of the company: CS*******ON.COM

(d) *Telephone number with STD code: 04*******01

(e) Website: www.madhucon.com

(iii) Date of Incorporation: 15/03/1990

(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	BSE LTD	1
2	NSE LTD	1,024

(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 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ◉ Yes ◯ No

(a) If yes, date of AGM 27/09/2024

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

(c) Whether any extension for AGM granted ◯ Yes ◉ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	F	Construction	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 13 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TN (DK) EXPRESSWAYS LIMITEI	U45200TG2006PLC048941	Subsidiary	0.13
2	TRICHY-THANJAVUR EXPRESS\	U45200TG2006PLC049815	Subsidiary	0.15

3	CHHAPRA-HAJIPUR EXPRESSW	U45209TG2010PLC068742	Subsidiary	0.08
4	BARASAT-KRISHNAGAR EXPRE	U45203TG2011PLC073469	Subsidiary	0.03
5	VIJAYAWADA-MACHILIPATNA	U45209AP2011PLC077676	Subsidiary	1.78
6	RAJAULI-BAKHTIYARPUR EXPR	U45203TG2012PLC080775	Subsidiary	4.8
7	MADURAI-TUTICORIN EXPRESS	U45203TG2006PLC050114	Subsidiary	54.12
8	NAMA HOTELS PRIVATE LIMITE	U55101TG2007PTC056818	Subsidiary	99.96
9	MADHUCON HEIGHTS PRIVATE	U45209TG2007PTC056733	Subsidiary	66.67
10	MADHUCON MEGA MALL PRIV	U45400TG2007PTC056734	Subsidiary	66.67
11	MADHUCON TOLL HIGHWAYS	U93000TG2008PLC060479	Subsidiary	0.01
12	MADHUCON INFRA LIMITED	U45200TG2006PLC049235	Subsidiary	94.89
13	RANCHI EXPRESSWAYS LIMITE	U45209TG2011PLC073568	Subsidiary	0.02

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	300,000,000	73,794,940	73,794,940	73,794,940
Total amount of equity shares (in Rupees)	300,000,000	73,794,940	73,794,940	73,794,940

Number of classes: 1

Class of Shares Equity Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	300,000,000	73,794,940	73,794,940	73,794,940
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	300,000,000	73,794,940	73,794,940	73,794,940

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	2,000,000	0	0	0
Total amount of preference shares (in rupees)	200,000,000	0	0	0

Number of classes: 1

Class of shares Redeemable Preference Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	2,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	200,000,000	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	Physical	DEMAT	Total			
At the beginning of the year	180,810	73,614,130	73794940	73,794,940	73,794,94(	
Increase during the year	0	0	0	0	0	0
i. Pubic 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						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	180,810	73,614,130	73794940	73,794,940	73,794,94(	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares) 0

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

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

☒ Nil

[Details being provided in a CD/Digital Media] ○ Yes ○ No ○ Not Applicable

Separate sheet attached for details of transfers ○ Yes ○ No

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

Date of the previous annual general meeting			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			

Transferee's Name			
	Surname	middle name	first name

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

Transferor's Name			
	Surname	middle name	first name

Ledger Folio of Transferee	

Transferee's Name			
	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
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 9,512,433,000

(ii) Net worth of the Company 5,244,101,000

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	31,178,335	42.25	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)	12,416,943	16.83	0	
10.	Others	0	0	0	
	Total	43,595,278	59.08	0	0

Total number of shareholders (promoters) 22

(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	27,521,311	37.29	0	
	(ii) Non-resident Indian (NRI)	473,985	0.64	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	20,000	0.03	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	979,384	1.33	0	
10.	Others HUF, Trusts	1,204,982	1.63	0	

	Total	30,199,662	40.92	0	0

Total number of shareholders (other than promoters) 19,692

Total number of shareholders (Promoters+Public/ Other than promoters) 19,714

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company 0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

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	22	22
Members (other than promoters)	19,682	19,692
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
A. **Promoter**	1	0	1	0	0.03	0
B. Non-Promoter	2	3	3	4	0	0
(i) Non-Independent	2	0	3	0	0	0
(ii) Independent	0	3	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	3	3	4	4	0.03	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(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)
SEETHAIAH NAMA	00784491	Managing Director	23,802	
RAMADAS KASARANI	02182093	Director	0	
POTLA MADHAVA RA	00385838	Director	0	
CHINTHAPALLI LAKSI	06942473	Director	0	
GEETA BATTULA	10205129	Director	0	
KOTHAPALLI VENKAT	09713108	Director	420	
MOHAMMAD SHAFI	07178265	Whole-time directo	0	
SAMBA SIVA RAO JA:	09526475	Director	0	
KOTHAPALLI VENKAT	ADFPK1635B	CFO	0	
MALLA REDDY DARG	AAHPD7475M	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 5

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)
SAMBA SIVA RAO .	09526475	Additional director	28/06/2023	Appointment
GEETA BATTULA	10205129	Additional director	28/06/2023	Appointment
SAMBA SIVA RAO .	09526475	Director	29/09/2023	Change in designation
GEETA BATTULA	10205129	Director	29/09/2023	Change in designation
KOTHAPALLI VENK	09713108	Director	29/09/2023	Change in designation

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	29/09/2023	19,697	44	56.2

B. BOARD MEETINGS

*Number of meetings held 6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	13/05/2023	6	5	83.33
2	16/05/2023	6	5	83.33
3	11/06/2023	6	6	100
4	12/08/2023	8	7	87.5
5	11/11/2023	8	8	100
6	10/02/2024	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held 11

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 Committ	13/05/2023	3	2	66.67
2	Audit Committ	16/05/2023	3	2	66.67
3	Audit Committ	12/08/2023	3	2	66.67
4	Audit Committ	11/11/2023	3	3	100
5	Audit Committ	10/02/2024	4	3	75
6	Nomination & I	28/06/2023	3	3	100
7	Stakeholders F	13/05/2023	3	2	66.67
8	Stakeholders F	12/08/2023	3	2	66.67
9	Stakeholders F	11/11/2023	3	3	100

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
10	Stakeholders F	10/02/2024	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	27/09/2024 (Y/N/NA)
1	SEETHAIAH N	6	6	100	1	1	100	Yes
2	RAMADAS KA	6	6	100	6	6	100	Yes
3	POTLA MADH	6	4	66.67	11	6	54.55	Yes
4	CHINTHAPAL	6	4	66.67	11	8	72.73	No
5	GEETA BATT	3	3	100	1	1	100	No
6	KOTHAPALLI	6	6	100	0	0	0	Yes
7	MOHAMMAD	6	6	100	4	4	100	No
8	SAMBA SIVA	3	3	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: 2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Seethaiah Nama	Managing Direct	6,000,000	0	0	0	6,000,000
2	Mohammad Shafi	Whole-time Dire	3,600,000	0	0	0	3,600,000
	Total		9,600,000	0	0	0	9,600,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered: 2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Venkateswarlu Koth	Director cum CF	2,553,000	0	0	0	2,553,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Malla Reddy Dargal	Company Secre	1,440,000	0	0	0	1,440,000
	Total		3,993,000	0	0	0	3,993,000

Number of other directors whose remuneration details to be entered 4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Samba Siva Rao Ja	Director (F&A)	2,400,000	0	0	0	2,400,000
2	Ramadas Kasarnen	Independent Dir	0	0	0	95,000	95,000
3	P. Madhava Rao	Independent Dir	0	0	0	50,000	50,000
4	Ch. Lakshimi Kuma	Independent Dir	0	0	0	65,000	65,000
	Total		2,400,000	0	0	210,000	2,610,000

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: Vendra Madhumita

Whether associate or fellow: (●) Associate ( ) Fellow

Certificate of practice number: 19626

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. .. 15 dated 18/05/2024 (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 compiled 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: KOTHAPALLI VENKATESWARLU — Digitally signed by KOTHAPALLI VENKATESWARLU Date: 2024.11.26 15:26:55 +05'30'

DIN of the director: 0*7*3*0*

To be digitally signed by: VENDRA MADHUMITA — Digitally signed by VENDRA MADHUMITA Date: 2024.11.26 17:16:21 +05'30'

( ) Company Secretary
(●) Company secretary in practice

Membership number: 5*9*5 Certificate of practice number: 1*6*6

Attachments

List of 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

Attach

Attach

Attach

Attach

MGT 8_MPL 2024.pdf

Remove attachment

Modify | Check Form | Prescrutiny | Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company