

# FORM NO. MGT-7

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

U45200MH2006PLC161268

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCJ6721D

(ii) (a) Name of the company

JSW INFRASTRUCTURE LIMITED

(b) Registered office address

JSW Centre , Bandra Kurla Complex  
Bandra (East)  
Mumbai  
Mumbai City  
Maharashtra  
400071

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

infra.mumbai@jsw.in

(d) \*Telephone number with STD code

02242861000

(e) Website

www.jsw.in

(iii) Date of Incorporation

21/04/2006

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,  
Financial District, Nanakramguda, Serilingampally

(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	H	Transport and storage	H5	Services incidental to land, water & air transportation	100

## 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	JSW JAIGARH PORT LIMITED	U45205MH2007PLC166784	Subsidiary	100
2	SOUTH WEST PORT LIMITED	U45203GA1997PLC002369	Subsidiary	74
3	JSW DHARAMTAR PORT PRIVA	U93030MH2012PTC236083	Subsidiary	100
4	NANDGAON PORT PRIVATE LIM	U93030MH2011PTC224380	Subsidiary	100
5	JSW SHIPYARD PRIVATE LIMITE	U63032MH2008PTC177642	Subsidiary	100
6	JSW MANGALORE CONTAINER	U74900GA2014PTC007400	Subsidiary	100
7	MASAD MARINE SERVICES PRIV	U74120MH2014PTC258571	Subsidiary	100

8	JSW PARADIP TERMINAL PRIVATE LIMITED	U74999MH2015PTC262561	Subsidiary	93.24
9	PARADIP EAST QUAY COAL TERMINAL PRIVATE LIMITED	U74999MH2016PTC280001	Subsidiary	93.24
10	JSW SALAV PORT PRIVATE LIMITED	U74999MH2015PTC263447	Subsidiary	100
11	JAIGARH DIGNI RAIL LIMITED	U60232MH2015PLC264711	Subsidiary	63
12	SOUTHERN BULK TERMINALS PRIVATE LIMITED	U45201GA2004PTC014790	Subsidiary	100
13	ENNORE COAL TERMINAL PRIVATE LIMITED	U63090GA2006PTC014791	Subsidiary	100
14	ENNORE BULK TERMINAL PRIVATE LIMITED	U63090GA2014PTC014789	Subsidiary	90
15	MANGALORE COAL TERMINAL PRIVATE LIMITED	U63013GA2016PTC014788	Subsidiary	100
16	JSW TERMINAL (MIDDLE EAST) PRIVATE LIMITED		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	1,033,285,150	60,709,992	60,709,992	60,709,992
Total amount of equity shares (in Rupees)	10,332,851,500	607,099,920	607,099,920	607,099,920

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,033,285,150	60,709,992	60,709,992	60,709,992
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10,332,851,500	607,099,920	607,099,920	607,099,920

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	80,000,000	0	0	0
Total amount of preference shares (in rupees)	800,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	80,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	800,000,000	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
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	0	60,709,992	60709992	607,099,920	607,099,920	
<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				0	0	
Nil						
<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				0	0	
Nil						
<b>At the end of the year</b>	0	60,709,992	60709992	607,099,920	607,099,920	
<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				0	0	
Nil						
<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				0	0	
Nil						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

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

0

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

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

Date of the previous annual general meeting		<input style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 100px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 100px;" 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	2,712	1000000	2,712,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			2,712,000,000

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
<b>Non-convertible debentures</b>	4,880,000,000	0	2,168,000,000	2,712,000,000
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>	<input type="text"/>		<input type="text"/>		<input type="text"/>

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

(i) Turnover

3,202,589,000

(ii) Net worth of the Company

11,025,123,000

**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	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)	3,424,336	5.64	0	
10.	Others Trust	56,504,524	93.07	0	
	<b>Total</b>	59,928,860	98.71	0	0

**Total number of shareholders (promoters)**

5

**(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	284	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 Trust	780,848	1.29	0	
	<b>Total</b>	781,132	1.29	0	0

**Total number of shareholders (other than promoters)**

2

**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	5	5
Members (other than promoters)	2	2
Debenture holders	2	2

## VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	2	5	2	4	0	0
(i) Non-Independent	2	2	2	1	0	0
(ii) Independent	0	3	0	3	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	5	2	4	0	0

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

7

### (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)
NIRMAL KUMAR JAIN	00019442	Director	0	
KANTILAL NARANDAS	00019414	Director	0	
ARUN MAHESHWARI	01380000	Managing Director	0	
AMEETA CHATTERJEE	03010772	Director	0	
LALIT CHANDANMAL S	05335938	Whole-time director	0	
KALYAN COOMAR JEN	01833487	Director	0	
GAZAL QURESHI	AACPQ7721L	Company Secretary	0	

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

1

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)
TARINI JINDAL HANDA	00506432	Director	30/10/2020	Cessation

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS****A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	05/08/2020	7	5	7
Extra-Ordinary General Meeting	28/08/2020	7	6	99.99

**B. BOARD MEETINGS**

\*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/05/2020	7	6	85.71
2	30/07/2020	7	7	100
3	30/10/2020	6	5	83.33
4	10/02/2021	6	6	100

**C. COMMITTEE MEETINGS**

Number of meetings held

17

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 COMM	29/05/2020	4	4	100
2	AUDIT COMM	30/07/2020	4	4	100
3	AUDIT COMM	30/10/2020	4	3	75

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
4	AUDIT COMM	10/02/2021	4	4	100
5	NRC COMMIT	29/05/2020	4	4	100
6	NRC COMMIT	30/07/2020	4	4	100
7	CSR COMMIT	29/05/2020	3	3	100
8	CSR COMMIT	30/10/2020	3	2	66.67
9	COMPENSAT	30/07/2020	3	3	100
10	FINANCE CO	22/06/2020	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	06/08/2021
								(Y/N/NA)
1	NIRMAL KUM	4	4	100	9	9	100	Yes
2	KANTILAL NA	4	4	100	14	14	100	Yes
3	ARUN MAHES	4	4	100	8	8	100	Yes
4	AMEETA CHA	4	3	75	9	7	77.78	Yes
5	LALIT CHAND	4	4	100	8	8	100	Yes
6	KALYAN COC	4	4	100	9	9	100	No

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ARUN MAHESHWAR	JT. MANAGING	40,880,243			1,037,400	41,917,643
2	LALIT SINGHVI	WHOLE-TIME D	17,590,546			555,120	18,145,666
	Total		58,470,789	0	0	1,592,520	0

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	LALIT SINGHVI	CHIEF FINANCIAL	17,590,546			555,120	18,145,666
2	GAZAL QURESHI	COMPANY SECRETARY	2,316,638			90,900	2,407,538
	Total		19,907,184			646,020	0

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NIRMAL KUMAR JAIN	DIRECTOR	0	0	0	260,000	260,000
2	AMEETA CHATTERJEE	DIRECTOR	0	0	0	200,000	200,000
3	KALYAN COOMAR	DIRECTOR	0	0	0	260,000	260,000
	Total		0	0	0	720,000	0

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

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

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

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

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

Yes  No

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

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

Name

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**I/We certify that:**

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

**Declaration**


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

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

- 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**

List of Shareholders Debentureholders.pdf
MGT8 _JSWIL_ 2021 .pdf
Remuneration Clarification.pdf
Committee Meetings.pdf

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Modify
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Check Form
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Prescrutiny
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Submit
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**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

Cont...

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**C. COMMITTEE MEETINGS**

<b>S No.</b>	<b>Type of Meeting</b>	<b>Date of Meeting</b>	<b>Total no. of members on the date of meeting</b>	<b>Attendance</b>	
				<b>Number of members attended</b>	<b>% of attendance</b>
11.	FINANCE COMMITTEE	24/09/2020	3	3	100
12.	FINANCE COMMITTEE	03/11/2020	3	3	100
13.	FINANCE COMMITTEE	09/12/2020	3	3	100
14.	FINANCE COMMITTEE	24/12/2020	3	3	100
15.	FINANCE COMMITTEE	05/01/2021	3	3	100
16.	FINANCE COMMITTEE	18/02/2021	3	3	100
17.	FINANCE COMMITTEE	18/03/2021	3	3	100

## List of Shareholders

First Name	Middle Name	Last Name	Folio Number	DP ID-Client Id	Account Number	Number of Shares held	Class of Shares
Sajjan Jindal	Family	Trust		IN301330 - 21761205		56,504,513	Equity share
Siddeshwari Tradex	Private	Limited		IN300118 - 11562946		1,712,168	Equity share
JSL		Limited		IN300118 - 11614010		1,712,168	Equity share
JSW Infrastructure	Employees Welfare	Trust		IN301330 - 21491366		780,848	Equity share
Hiren		Deshpande		IN300214 - 16082106		284	Equity share
Everbest	Consultancy Services	Private Limited		IN301330 - 21740437		10	Equity share
Reynold	Traders	Private Limited		IN300888 - 14551488		1	Equity share

List of Debentureholders

First Name	Middle Name	Last Name	Reference Number	Number of debentures	Total amount of debentures
Credit Suisse	AG Singapore	Branch	INE880J08021	1356	1356000000
DB International	Asia Limited		INE880J08021	1356	1356000000

**Remuneration Clarification****III. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:****A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

(Amount in ₹)

Sl. No.	Particulars of Remuneration	*Arun Maheshwari (Jt. Managing Director & CEO)	Lalit Singhvi (Whole-time Director)
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	<b>3,96,54,416</b>	<b>1,75,90,546</b>
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	<b>12,25,827</b>	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5	Others please specify	-	-
6	Employers Contribution towards PF	<b>10,37,400</b>	5,55,120
	Total (A)	4,19,17,643	1,81,45,666
	Ceiling as per the Act	*NA	2,50,00,000

\* Arun Maheshwari is in receipt of remuneration from South West Port Limited (subsidiary company of the Company), where he is holding an office or place of profit. As there is no remuneration paid from the Company, ceiling as per the Act is not applicable.

**C. Remuneration To Key Managerial Personnel Other Than MD/Manager/WTD:**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		*Ms. Gazal Qureshi (Company Secretary)	Mr. Lalit Singhvi (Chief Financial Officer /Whole-time Director)	Total (₹)
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	23,16,638	1,75,90,546	1,99,07,184
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5	Others please specify	-	-	-
6	Employers Contribution towards PF	90,900	5,55,120	6,46,020
	Total	24,07,538	1,81,45,666	2,05,53,204

\*Ms. Gazal Qureshi is in receipt of salary from subsidiary company, she is holding a position in secretarial department.

For JSW Infrastructure Limited

**Gazal Qureshi**  
Company Secretary

**Address:** 2/94, Kadri Park, 1st Floor, S V Road, Irla, Vile Parle (West), Mumbai-400056



## 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

I have examined the registers, records and books and papers of **JSW INFRASTRUCTURE LIMITED (CIN U45200MH2006PLC161268)** (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, 2021. 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 ie. Non-government public company;
  2. maintenance of registers/records & making entries therein within the time prescribed thereof;
  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 the prescribed time;
  4. calling/ convening/ holding meetings of Board of Directors or its committees, 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 have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
  5. The Company was not required to close Register of Members / Security holders;
  6. The Company has not made any advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
  7. The Company has not entered into any Contract or arrangement with related parties as specified in section 188 of the Act except those entered on Arm's Length Basis and Ordinary Course of Business;
  8. The Company has not issued or made allotment or transfer or transmission or buy back of securities/ redemption of preference shares / alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances; The Company has fully redeemed 2,168 Series A NCD's in compliance with the Act and Rules.
  9. The Company has not kept in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
  10. The Company has not made any 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/ cessation/ disclosures of the Directors, Key Managerial Personnel and the



remuneration paid to them is in accordance with the provisions of the Act.

13. The auditors of the company were appointed for the period of 5 years from financial year 2017-18 in compliance with the provisions of section 139 of the Act.
14. No approvals are required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.;
15. There was no acceptance/ renewal/ repayment of deposits;
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; The Company is engaged in infrastructure activity hence exempted from compliance of provisions of section 186 [except sub-section (1)] of the Companies Act, 2013].
18. The Company has not altered of the provisions of the Memorandum and/ or Articles of Association of the Company.

Place: Mumbai  
Date: October 1, 2021  
UDIN: A018352C001066608



For **Meghana Mhatre & Associates**

  
Meghana Mhatre  
(Proprietor)  
C.P. No. 7499