

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

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

U29130MH1993PLC071231

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACV1607P

(ii) (a) Name of the company

SHETH DEVELOPERS & REALTC

(b) Registered office address

Ground and 3rd Floor, Prius Infinity,
Paranjape B Scheme, Subhash Road, Vile Parle(East)
Mumbai
Mumbai City
Maharashtra
400057

(c) *e-mail ID of the company

cs@vivianamalls.com

(d) *Telephone number with STD code

02242602400

(e) Website

www.vivianamalls.com

(iii) Date of Incorporation

19/03/1993

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

(v) Whether company is having share capital

Yes No

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

Yes No

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD
SAKINAKA

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	F	Construction	F1	Buildings	100

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

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

Pre-fill All

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

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	62,000,000	52,941,175	52,941,175	52,941,175
Total amount of equity shares (in Rupees)	620,000,000	529,411,750	529,411,750	529,411,750

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	62,000,000	52,941,175	52,941,175	52,941,175
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	620,000,000	529,411,750	529,411,750	529,411,750

(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
Equity shares				
At the beginning of the year	52,941,175	529,411,750	529,411,750	
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	52,941,175	529,411,750	529,411,750	
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		14/08/2018		
Date of registration of transfer (Date Month Year)		21/01/2019		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred	2,643,400	Amount per Share/ Debenture/Unit (in Rs.)	10	
Ledger Folio of Transferor	21			
Transferor's Name	SHETH	NATWARLAL	JITENDRA	
	Surname	middle name	first name	
Ledger Folio of Transferee	22			
Transferee's Name	SHETH	NATWARLAL	ASHWIN	
	Surname	middle name	first name	

Date of registration of transfer (Date Month Year)		21/01/2019	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	444,900	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	34		
Transferor's Name	SHETH	JITENDRA	HIRAL
	Surname	middle name	first name
Ledger Folio of Transferee	21		
Transferee's Name	SHETH	NATWARLAL	JITENDRA
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		22/01/2019	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	444,900	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	21		
Transferor's Name	SHETH	NATWARLAL	JITENDRA
	Surname	middle name	first name
Ledger Folio of Transferee	22		
Transferee's Name	SHETH	NATWARLAL	ASHWIN
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="21/01/2019"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="3,088,300"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text" value="23"/>
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Transferor's Name	<input type="text" value="SHETH"/>	<input type="text" value="NATWARLAL"/>	<input type="text" value="VALLABH"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="22"/>
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Transferee's Name	<input type="text" value="SHETH"/>	<input type="text" value="NATWARLAL"/>	<input type="text" value="ASHWIN"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="01/02/2019"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="1,321,700"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text" value="36"/>
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Transferor's Name	<input type="text" value="SHETH"/>	<input type="text" value="VALLABH"/>	<input type="text" value="DEEPA"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="29"/>
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Transferee's Name	<input type="text" value="SHETH"/>	<input type="text" value="ASHWIN"/>	<input type="text" value="RENUKA"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="05/02/2019"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="1,321,700"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text" value="33"/>
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Transferor's Name	<input type="text" value="SHETH"/>	<input type="text" value="JITENDRA"/>	<input type="text" value="HARSHA"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="29"/>
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Transferee's Name	<input type="text" value="SHETH"/>	<input type="text" value="ASHWIN"/>	<input type="text" value="RENUKA"/>
	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	0	0	0
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			3,892,452,878
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			34,421,140
Deposit			0
Total			3,926,874,018

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**

1,769,675,024

(ii) Net worth of the Company

4,432,366,000

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	13,230,000	24.99	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)	13,770,000	26.01	0	
10.	Others	0	0	0	
	Total	27,000,000	51	0	0

Total number of shareholders (promoters)

6

(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)	25,941,175	49	0	
10.	Others	0	0	0	
	Total	25,941,175	49	0	0

Total number of shareholders (other than promoters)

1

**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	11	6
Members (other than promoters)	1	1
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	0	4	0	3	0	22.49
B. Non-Promoter	0	2	0	2	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing	0	2	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	2	0	2	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	0	8	0	7	0	22.49

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)
ASHWIN NATWARLAL	00002053	Director	7,498,300	
CHINTAN ASHWIN SHI	03423785	Director	222,500	
MAULIK ASHWIN SHE	05274668	Additional director	222,400	
SHARAD NATHURAM I	06968835	Director	0	08/05/2019
DILIP DAYASHANKER	07093770	Director	0	08/05/2019
KISHORE GOTETY	00149116	Nominee director	0	
DINESH MEEL	06406897	Nominee director	0	08/07/2019
JAYSHREE AMOL TAC	ACDPT8679H	CFO	0	
PRIYADARSHINI GANC	AATPE6022B	Company Secretar	0	
MANOJ AGARWAL	ABNPA9068Q	CEO	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 8

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)
JITENDRA NATWARLA	00002047	Director	11/01/2019	Cessation
VALLABH NATWARLA	00002035	Director	11/01/2019	Cessation
SAKAR MAWANDIA	02963740	Nominee director	07/09/2018	Cessation
DINESH MEEL	06406897	Nominee director	10/09/2018	Appointment
DINESH MEEL	06406897	Nominee director	14/12/2018	Change in Designation
MAULIK ASHWIN SHE	05274668	Additional director	07/02/2019	Appointment
SUNIL VASUDEV SHR	ANOPS3819E	CEO	30/09/2018	Cessation
MANOJ AGARWAL	ABNPA9068Q	CEO	01/11/2018	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

3

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	14/08/2018	12	8	91.67
Extra Ordinary General Meeting	14/12/2018	12	9	91.67
Extra Ordinary General Meeting	12/02/2019	7	7	100

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	14/06/2018	8	6	75
2	06/07/2018	8	8	100
3	29/10/2018	8	6	75

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	06/12/2018	8	8	100
5	07/02/2019	7	6	85.71
6	11/02/2019	7	6	85.71
7	11/02/2019	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held

8

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	14/06/2018	3	3	100
2	Audit Committee	29/10/2018	3	3	100
3	Audit Committee	06/02/2019	3	3	100
4	Nomination and Remuneration	18/06/2018	3	3	100
5	Nomination and Remuneration	23/08/2018	3	3	100
6	Nomination and Remuneration	07/09/2018	3	3	100
7	Nomination and Remuneration	06/02/2019	3	3	100
8	Corporate Social Responsibility	18/06/2018	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	25/09/2019
								(Y/N/NA)
1	ASHWIN NAT	7	7	100	8	8	100	Yes
2	CHINTAN ASH	7	7	100	0	0	0	Yes
3	MAULIK ASH	2	2	100	0	0	0	Yes
4	SHARAD NAT	7	7	100	8	8	100	No

5	DILIP DAYAS	7	7	100	8	8	100	No
6	KISHORE GO	7	7	100	0	0	0	Yes
7	DINESH MEE	5	2	40	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

0

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

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Sunil Shroff	CEO	3,772,526	0	0	0	3,772,526
2	Ms. Priyadashini G.	Company Secre	1,226,507	0	0	0	1,226,507
3	Ms. Jayshree Taori	CFO	3,116,264	0	0	0	3,116,264
4	Mr. Manoj Agarwal	CEO	3,297,223	0	0	0	3,297,223
	Total		11,412,520	0	0	0	11,412,520

Number of other directors whose remuneration details to be entered

0

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

ASHISH KUMAR JAIN

Whether associate or fellow

Associate Fellow

Certificate of practice number

6124

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. ...

7

dated

16/05/2019

(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

ASHWIN
NATWARLA
L SHETH

DIN of the director

00002053

To be digitally signed by

PRIYADAR
SHINI
GANGESH

Company Secretary

Company secretary in practice

Membership number

24948

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

List of attachments

Attach

Attach

Attach

Attach

List of shareholders.pdf
MGT-8.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