

**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]



# 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

L70200MH2007PLC166818

Pre-fill

Global Location Number (GLN) of the company

AACCD5174F

\* Permanent Account Number (PAN) of the company

VALOR ESTATE LIMITED

(ii) (a) Name of the company

(b) Registered office address

7th Floor, Resham Bhavan, Veer Nariman Road, Churchgate Chur  
chgate  
Mumbai  
Mumbai  
Maharashtra  
400002

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

J\*\*\*\*\*CO.IN

(d) \*Telephone number with STD code

02\*\*\*\*\*06

(e) Website

www.dbrealty.co.in

(iii) Date of Incorporation

08/01/2007

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

(v) Whether company is having share capital

☒ Yes ☐ No

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

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Ltd	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh  
roli (West ), 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

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

NA

## 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	L	Real Estate	L1	Real estate activities with own or leased property	100

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

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

44

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Neelkamal Realtors Suburban I	U70100MH2005PTC154506	Subsidiary	66
2	Neelkamal Shantinagar Proper	U45200MH2005PTC155150	Subsidiary	100
3	Esteem Properties Private Limi	U99999MH1995PTC086668	Subsidiary	100
4	DB View Infracon Private Limit	U45202MH2009PTC194183	Subsidiary	100
5	MIG (Bandra) Realtors and Buil	U45200MH2007PTC172150	Subsidiary	100
6	Horizontal Ventures Private Lir	U45100MH2007PTC173394	Subsidiary	92.85
7	Goregaon Hotel And Realty Pri	U55204MH2012PTC232397	Subsidiary	100
8	DB Contractors & Builders Priv	U45400MH2007PTC171057	Subsidiary	100
9	Vanita Infrastructures Private L	U45202MH2010PTC199461	Subsidiary	100
10	N. A. Estates Private Limited	U45200MH1996PTC100412	Subsidiary	100
11	Nine Paradise Erectors Private	U70102MH2008PTC187276	Subsidiary	100
12	Saifee Bucket Factory Private L	U27100MH1960PTC011822	Subsidiary	100
13	DB Man Realty Limited	U45400MH2008PTC186121	Subsidiary	100
14	Spacecon Realty Private Limite	U45203MH2007PTC176104	Subsidiary	100
15	Neelkamal Realtors Tower Priv	U70100MH2005PTC158322	Subsidiary	100
16	DB Hi-Sky Constructions Privat	U45202MH2007PTC175973	Associate	50
17	Shiva Buildcon Private Limited	U45201MH2006PTC165576	Subsidiary	100
18	Shiva Multitrade Private Limite	U51909MH2006PTC165575	Subsidiary	100
19	Shiva Realtors Suburban Privat	U45201MH2006PTC165577	Subsidiary	100
20	Pandora Projects Private Limite	U70101MH2014PTC255267	Joint Venture	49
21	Great View Buildcon Private Li	U70109MH2019PTC330828	Subsidiary	100
22	Conwood DB Joint Ventur		Subsidiary	90
23	ECC DB Joint Venture		Subsidiary	75
24	Turf Estate Joint Venture		Subsidiary	100

25	DB Realty and Shreepati Infras		Joint Venture	60
26	DBS Realty		Joint Venture	33.33
27	Dynamix Realty		Joint Venture	50
28	Lokhandwala Dynamix Balwas		Joint Venture	50
29	Evergreen Industrial Estate		Joint Venture	50
30	Shree Shantinagar Venture		Subsidiary	100
31	Suraksha DB Realty		Joint Venture	50
32	Sneh Developers		Joint Venture	49
33	Om Metal Consortium		Joint Venture	50
34	Mira Real Estate Developers		Subsidiary	100
35	Turf Estate Joint Venture LLP		Joint Venture	50
36	National Tiles		Joint Venture	99
37	Innovation Erectors LLP		Subsidiary	100
38	Ahmednagar Warehousing De		Joint Venture	50
39	Solapur Warehousing Develop		Joint Venture	50
40	Aurangabad Warehousing Dev		Joint Venture	50
41	Latur Warehousing Developer:		Joint Venture	50
42	Saswad Warehousing Develop		Joint Venture	50
43	Lokhandwala DB Realty LLP		Joint Venture	50
44	Godrej Residency Private Limit		Joint Venture	49.99

#### 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	925,000,000	537,789,378	537,789,378	537,789,378
Total amount of equity shares (in Rupees)	9,250,000,000	5,377,893,780	5,377,893,780	5,377,893,780

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	925,000,000	537,789,378	537,789,378	537,789,378
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	9,250,000,000	5,377,893,780	5,377,893,780	5,377,893,780

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	75,000,000	71,755,740	71,755,740	71,755,740
Total amount of preference shares (in rupees)	750,000,000	717,557,400	717,557,400	717,557,400

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
8% Redeemable Preference Shares				
Number of preference shares	75,000,000	71,755,740	71,755,740	71,755,740
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	750,000,000	717,557,400	717,557,400	717,557,400

(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	501	352,154,281	352154782	3,521,547.8	3,521,547.8	

<b>Increase during the year</b>	0	185,634,596	185634596	1,856,345,9	1,856,345,9	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	184,270,675	184270675	1,842,706,7	1,842,706,7	
v. ESOPs	0	1,363,921	1363921	13,639,210	13,639,210	
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>	501	537,788,877	537789378	5,377,893,7	5,377,893,7	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	5,740	71,750,000	71755740	717,557,400	717,557,400	
<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						
At the end of the year	5,740	71,750,000	71755740	717,557,40	717,557,40	

ISIN of the equity shares of the company

INE879I01012

(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

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**

87,249,000

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

57,537,277,000

**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	202,398,442	37.64	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0

3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	52,737,176	9.81	5,740	0.01
10.	Others	0	0	0	0
	<b>Total</b>	255,135,618	47.45	5,740	0.01

Total number of shareholders (promoters)

21

(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	108,577,545	20.19	0	0
	(ii) Non-resident Indian (NRI)	2,367,252	0.44	0	0
	(iii) Foreign national (other than NRI)	66	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	168,158	0.03	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	28,086,978	5.22	0	0
7.	Mutual funds	160,758	0.03	0	0

8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	52,737,176	9.81	71,750,000	99.99
10.	Others          Alternate Investment Fund,	90,555,827	16.84	0	0
	<b>Total</b>	282,653,760	52.56	71,750,000	99.99

**Total number of shareholders (other than promoters)** 69,228

**Total number of shareholders (Promoters+Public/  
Other than promoters)** 69,249

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ABU DHABI INVESTME	JP Morgan Chase Bank N.A, INDIA			352,541	0.06
ALASKA PERMANENT	STANDARD CHARTERED BANK SEC			16,418	0
DOVETAIL INDIA FUNI	DBS BANK INDIA LTD FIRST FLOOR			75,000	0.01
EMERGING MARKETS I	CITIBANK N.A. CUSTODY SERVICES			38,436	0.01
ISHARES CORE MSCI E	CITIBANK N.A. CUSTODY SERVICES			686,899	0.13
QUADRATURE CAPITAL	JP Morgan Chase Bank N.A, India S			639,485	0.12
SPDR S&P EMERG	HSBC SECURITIES SERVICES 11TH F			96,806	0.02
STATE STREET GLOBAL	HSBC SECURITIES SERVICES 11TH F			183,497	0.03
CALIFORNIA STATE TE	HSBC SECURITIES SERVICES 11TH F			31,007	0.01
COPTHALL MAURITIUS	JP Morgan Chase Bank N.A, INDIA			3,155,284	0.59
DIMENSIONAL FUNDS	DEUTSCHE BANK AG, DB HOUSE H			13,078	0
EMERGING MARKETS C	CITIBANK N.A. CUSTODY SERVICES			459,239	0.08
EMERGING MARKETS	DEUTSCHE BANK AG, DB HOUSE H			36,106	0.01
EMINENCE GLOBAL FU	ORBIS FINANCIAL CORPORATION I			22,000	0
MORGAN STANLEY AS	CITIBANK N.A. CUSTODY SERVICES			4,454,978	0.83
SAINT CAPITAL FUND	C/O TRI-PRO ADMINISTRATORS LT			50,000	0
AYUSHMAT LTD	HDFC BANK LIMITED, CUSTODY OI			500,000	0.01

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
BVK PERSONALVORSC	JP Morgan Chase Bank N.A, INDIA			46,192	0.01
COLLEGE RETIREMENT	DEUTSCHE BANK AG DB HOUSE, H			61,435	0.01
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			78,555	0.01
EMERGING MARKETS	JP Morgan Chase Bank N.A, INDIA			10,994	0
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			82,406	0.01
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			8,633	0
SILVER STRIDE INDIA	CICICI BANK LTD EMPIRE COMPLEX,			125,000	0.02
TIMF HOLDINGS	CITIBANK N.A. CUSTODY SERVICES			1,000,000	0.19

**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	23	21
Members (other than promoters)	61,452	69,228
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>	2	0	2	0	0.44	0
<b>B. Non-Promoter</b>	0	4	0	4	0	0
(i) Non-Independent	0	1	0	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	4	2	4	0.44	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

**(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)
Vinod K. Goenka	00029033	Managing Director	1,832,108	
Shahid Usman Balwa	00016839	Managing Director	0	
Jagat Anil Killawala	00262857	Director	0	
Nabil Yusuf Patel	00298093	Director	0	
Mahesh M Gandhi	00165638	Director	0	
Maryam Khan	01263348	Director	0	
Atul Bhatnagar	AMKPB1134C	CFO	46	
Jignesh Hasmukhlal Sh	APUPS5209N	Company Secretar	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year** 0

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)

**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 5

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	30/09/2023	61,475	42	29.84
Postal Ballot Meeting	11/08/2023	59,283	311	55.25
Postal Ballot Meeting	11/01/2024	58,879	274	46.59
Postal Ballot Meeting	17/02/2024	63,856	287	45.15
Postal Ballot Meeting	09/03/2024	62,993	292	48.24

## B. BOARD MEETINGS

\*Number of meetings held

11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/05/2023	6	4	66.67
2	30/05/2023	6	5	83.33
3	17/07/2023	6	5	83.33
4	11/08/2023	6	5	83.33
5	01/11/2023	6	4	66.67
6	07/11/2023	6	6	100
7	17/01/2024	6	6	100
8	31/01/2024	6	5	83.33
9	09/02/2024	6	6	100
10	07/03/2024	6	5	83.33
11	13/03/2024	6	4	66.67

## C. COMMITTEE MEETINGS

Number of meetings held

13

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

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	30/05/2023	3	3	100
2	Audit Committee	17/07/2023	3	3	100
3	Audit Committee	11/08/2022	3	3	100
4	Audit Committee	07/11/2023	3	3	100
5	Audit Committee	31/01/2024	3	3	100
6	Nomination & I	11/08/2023	3	2	66.67
7	Nomination & I	31/01/2024	3	2	66.67
8	Stakeholders F	31/01/2024	3	3	100
9	CSR Committee	31/01/2024	3	3	100
10	Risk Management	30/05/2023	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	
								(Y/N/NA)
1	Vinod K. Goer	11	9	81.82	4	3	75	
2	Shahid Usman	11	11	100	9	9	100	
3	Jagat Anil Killa	11	11	100	13	13	100	
4	Nabil Yusuf Pa	11	9	81.82	0	0	0	
5	Mahesh M Ga	11	10	90.91	10	10	100	
6	Maryam Khan	11	5	45.45	2	0	0	

#### 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	Vinod K. Goenka	Managing Director	0	0	0	0	0
2	Shahid Usman Balmiki	Managing Director	0	0	0	0	0
	Total		0	0	0	0	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	Atul Bhatnagar	CFO	4,689,906	0	46,000	0	4,735,906
2	Jignesh Hasmukhlal	Company Secretary	4,640,497	0	40,000	0	4,680,497
	Total		9,330,403	0	86,000	0	9,416,403

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	Jagat Anil Killawala	Independent Director	0	0	0	480,000	480,000
2	Mahesh Manilal Galani	Independent Director	0	0	0	400,000	400,000
3	Maryam Khan	Independent Director	0	0	0	100,000	100,000
4	Nabil Yusuf Patel	Director	0	0	0	180,000	180,000
	Total		0	0	0	1,160,000	1,160,000

#### 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

Vicky M Kundaliya

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

10989

**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. 29.1 dated 28/05/2018

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

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

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

**To be digitally signed by**

Director

DIN of the director

0\*0\*6\*3\*

**To be digitally signed by**

- ☒ Company Secretary  
☐ Company secretary in practice

Membership number

Certificate of practice number

#### Attachments

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

Attach
Attach
Attach
Attach

#### List of attachments

List of Shareholders Preference Shares.pdf  
List of ROC Forms.pdf  
List of Committee.pdf  
Form\_MGT\_7 D B Realty 31-03-2023.pdf  
MGT 7 FII FPI Details 31-03-2024.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



**LIST OF SHAREHOLDERS AS ON 31.03.2024**

**B) 8% Redeemable Preference Shares**

DP ID Client ID/ Folio No.	Name of Shareholders	No.of Shares	Face Value	%
IN30059710331846	Konark Realtech Pvt. Ltd.	71750000	10	99.99
1	Conwood Construction & Developers Pvt. Ltd.	2870	10	0.05
2	K. M. Goenka, V. K. Goenka, V. K. Goenka Karta H.U.F, Pramod K. Goenka. Sunita Goenka, Shanita Jain – Partner of K. G. Enterprises	2870	10	0.05
<b>TOTAL</b>		<b>71755740</b>	<b>10</b>	<b>100.00</b>

**C) DEBENTURES: NIL**

**VALOR ESTATE LIMITED**

(Formerly known as D B Realty Limited)

Regd. Office: 7th Floor, Resham Bhavan, Veer Nariman Road, Churchgate, Mumbai-400 020 Tel: 91-22-49742706

Correspondence Add.: 4th Floor, Wing 15, Gate No.2, Ten BKC, off. N. Dharmadhikari Marg, Kalanagar, Bandra (East), Mumbai – 400 051

Website: [www.dbrealty.co.in](http://www.dbrealty.co.in) Email: [info@dbg.co.in](mailto:info@dbg.co.in) Tel: 91-22-35201670

CIN: L70200MH2007PLC166818

## LIST OF COMMITTEES

SR. NO.	TYPE OF MEMBERS	DATE OF MEETING	TOTAL NUMBER OF MEMBERS AS ON THE DATE OF TRHE MEETING	NUMBER OF MEMBERS ATTENDED	% OF ATTENDENC E
1	Audit Committee	30.05.2023	3	3	100
2	Audit Committee	17.07.2023	3	3	100
3	Audit Committee	11.08.2023	3	3	100
4	Audit Committee	07.11.2023	3	3	100
5	Audit Committee	31.01.2024	3	3	100
6	Finance & Investment Committee	28.12.2023	3	3	100
7	Stakeholders Relationship Committee	31.01.2024	3	3	100
8	Nomination & Remuneration Committee	11.08.2023	3	2	70
9	Nomination & Remuneration Committee	31.01.2024	3	2	70
10	CSR Committee	31.01.2024	3	3	100
11	Risk Management Committee	30.05.2023	3	2	70
12	Risk Management Committee	07.11.2023	3	3	100
13	Risk Management Committee	31.01.2024	3	3	100

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AS PER THE INFORMATION PROVIDED, FORMS AND RETURNS FILED BY THE COMPANY WITH THE REGISTRAR OF COMPANIES, DURING THE FINANCIAL YEAR ENDED 31.03.2024.

Sr. No.	Particulars	Form No.	SRN No.	Remark
1	Outstanding Dues to Micro or Small Enterprises supplier for period 01.04.2023 to 31.03. 2024	MSME 1	F95542098	Within Prescribed time
2	Return to the Registrar in Respect of declaration under Section 90 Significant Beneficial Owners	BEN 2	F94638525	Within Prescribed time
3	Return to the Registrar in Respect of declaration under Section 90 Significant Beneficial Owners	BEN 2	F94516283	Within Prescribed time
4	Return to the Registrar in Respect of declaration under Section 90 Significant Beneficial Owners	BEN 2	F94521630	Within Prescribed time
5	Return to the Registrar in Respect of declaration under Section 90 Significant Beneficial Owners	BEN 2	F94521432	Within Prescribed time
6	Return to the Registrar in Respect of declaration under Section 90 Significant Beneficial Owners	BEN 2	F94526522	Within Prescribed time
7	Return to the Registrar in Respect of declaration under Section 90 Significant Beneficial Owners	BEN 2	F94520517	Within Prescribed time
8	Onetime Return for disclosure of details of outstanding money of loan received by a company but not considered as deposits in terms of rule 2(1)(c) of the Companies (Acceptance of Deposits Rules, 2014	DPT 3	AA9006836	Within Prescribed time
9	Onetime Return for disclosure of details of outstanding money of loan received by a company but not considered as deposits in terms of rule 2(1)(c) of the Companies (Acceptance of Deposits Rules, 2014	DPT 3	AA3715033	Within Prescribed time
10	Return of Allotment 18.07.2023	PAS 6	AA3551956	Within Prescribed time
11	Return of Allotment 20.07.2023	PAS 6	AA3593681	Within Prescribed time
12	Return of Allotment 22.07.2023	PAS 6	AA3647114	Within Prescribed time
13	Return of Allotment 25.07.2023	PAS 6	AA3696494	Within Prescribed time
14	Return of Allotment 25.08.2023	PAS 6	AA4357873	Within Prescribed time
15	Return of Allotment 14.03.2024	PAS 6	AA7074978	Within Prescribed time
16	Annual Return f.y. 31.03.2023	MGT 7	F89146427	Within Late fees
17	Audited Financial Statement FY 31.03.2023	AOC 4	F70303706	Within Prescribed time
18	Change of Name	INC 24	AA6765530	Within Prescribed time
19	Person whose name is entered in the register of members of the company as a holder of shares does not hold the beneficial interest in such shares	MGT 6	F95643086	Within Prescribed time
20	Person whose name is entered in the register of members of the company as a holder of shares does not hold the beneficial interest in such shares	MGT 6	F61234183	Within Prescribed time
21	Annual General Meeting Resolution 30.09.2023	MGT 14	AA6247223	Within Late fees
22	Allotment of 15130000 Equity Shares on Conversion of Share warrants dated 18.07.2023	MGT 14	AA3694390	Within Prescribed time
23	Allotment of 7725000 Equity Shares on Conversion of Share warrants Dated 22.07.2023	MGT 14	AA3694488	Within Prescribed time
24	Allotment of 13,70,000 Equity Shares on Conversion of Share Warrants dated 25.07.2023	MGT 14	AA4379771	Within Prescribed time
25	Allotment of 72,62,300 Equity Shares on Conversion of Share Warrants dated 28.08.2023	MGT 14	AA4380446	Within Prescribed time
26	Allotment of 69,41,700 Equity Shares on Conversion of Share Warrants dated 30.08.2023	MGT 14	AA4519269	Within Prescribed time
27	Allotment of 18675000 Equity Shares on Conversion of Share warrants dated 20.07.2023	MGT 14	AA3695931	Within Late fees
28	Postal Ballot Resolution & Maryam Khan Re-appointment of Independent Director 16.09.2023	MGT 14	AA5428783	Within Prescribed time

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CIN: L70200MH2007PLC166818

29	Change in name of the Company and subsequent amendment in the Memorandum of Association and Article of Association of the Company dated 11.01.2024	MGT 14	AA6757793	Within Prescribed time
30	Allotment of 2,50,00,000 Equity Shares on Conversion of Share Warrants dated 13.09.2023	MGT 14	AA5445485	Within Prescribed time
31	Allotment of 5,70,00,000 Equity Shares on Conversion of Share Warrants dated 14.09.2023	MGT 14	AA5369798	Within Prescribed time
32	Corporate Guarantee in favour of Capri Global Capital Limited ("Lender") to secure the loan of Rs. 450000000/- to be availed by Esteem Properties Pvt. Ltd., a wholly owned subsidiary of the Company 28.12.2023	MGT 14	AA6511757	Within Prescribed time
33	Financial Statements and Directors Report of the Company for the year ended 31st March, 2023	MGT 14	AA3178844	Within Prescribed time
34	Certified True Copy Of The Resolution passed at the Meeting Of The Board Of Directors Of D B Realty Limited Held On 17 <sup>th</sup> January, 2024	MGT 14	AA6870013	Within Late fees
35	Allotment of Equity Shares to pursuant to QIP dated 14.03.2024	MGT 14	AA7112415	Within Prescribed time
36	Certified true copy the Special Resolution Passed by way of Postal Ballot by Remote Evoting Process by Members of the Company on 17 <sup>th</sup> February, 2024, Result of which declared on 19 <sup>th</sup> February, 2024	MGT 14	AA6920292	Within Prescribed time
37	To approve Purchase of Shares of Bamboo Hotel and Global Centre (Delhi) Private Limited from Marine Drive Hospitality & Realty Private Limited and Goan Hotels & Realty Private Limited Related Parties on recommendation of Audit Committee	MGT 14	AA7023627	Within Late fees
38	Adoption of the Financial Statements and Report thereon passed through an Ordinary Resolution and the mechanism provided in the MCA Circular dated 28 <sup>th</sup> December, 2022 read with Circular dated 8 <sup>th</sup> April, 2020 along with other provisions of the Act and rules were duly complied with during Annual General Meeting & Re-appointment of Mr. Vinod Kumar Goenka (DIN: 0029033), who retires by rotation and being eligible, offers himself for re-appointment	MGT 14	AA6247223	Within Late fees
39	For Filing Report on Annual General Meeting held on 30.09.2023	MGT 15	F67536235	Within Prescribed time
40	Satisfaction of Charge ICICI Bank	CHG 4	AA6427255	Within Prescribed time
41	Satisfaction of Charge ICICI Bank	CHG 4	AA6381834	Within Prescribed time
42	Satisfaction of Charge Edelweiss Finvest Pvt. Ltd.	CHG 4	AA2816987	Within Late fees
43	Satisfaction of Charge Reliance Capital Limited	CHG 4	AA7542735	Within Late fees
44	Satisfaction of Charge Reliance Capital Limited	CHG 4	AA8201630	Within Late fees
45	Satisfaction of Charge Reliance Capital Limited	CHG 4	AA7953669	Within Late fees
46	Satisfaction of Charge ICICI Bank	CHG 4	AA6381834	Within Prescribed time
47	Satisfaction of Charge ICICI Bank	CHG 4	AA6427255	Within Prescribed time
48	Satisfaction of Charge IDBI Trusteeship Services Limited	CHG 4	AA2026821	Within Prescribed time
49	Satisfaction of Charge IDBI Trusteeship Services Limited	CHG 4	AA2027209	Within Prescribed time
50	Satisfaction of Charge HDFC Ltd.	CHG 4	AA6308514	Within Prescribed time
51	Satisfaction of Charge HDFC Ltd.	CHG 4	AA8159007	Within Prescribed time
52	Satisfaction of Charge Reliance Commercial Finance Ltd.	CHG 4	AA8206269	Within Late fees
53	Satisfaction of Charge Reliance Capital Limited	CHG 4	AA7953992	Within Late fees

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CIN: L70200MH2007PLC166818

Valor Estate Limited									
Details in respect of shares held by or on behalf of the FIIs/ FPIs.									
Sr. No	Name Of FII/FPI	FII/FPI	Folio No/DP Id	Pan No.	Address	Country Of Incorporation	Regn. No. with SEBI / RBI	No. of Share	% of share holding
1	ABU DHABI INVESTMENT AUTHORITY - MONSOON	FPI	IN30343810006004	AAACA4380N	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E.		INUEFP010817/CIRCULAR NO.533	342541	0.0637
2	ALASKA PERMANENT FUND	FPI	IN30152430058556	AADTA7800K	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI		INUSFP117816/ NA	16418	0.0031
3	DOVETAIL INDIA FUND CLASS 11 SHARES	FPI	IN30330710001592	AAGCD0792B	DBS BANK INDIA LTD FIRST FLOOR EXPRESS TOWERS NARIMAN POINT		INMUFP038118/NA	75000	0.0139
4	EMERGING MARKETS EX CHINA CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	FPI	IN30005410116787	AAGCE7053A	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0804-21/ NA	38436	0.0071
5	ISHARES CORE MSCI EMERGING MARKETS ETF	FPI	IN30005410109289	AAFCI3337N	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0388-19/ NA	686899	0.1277
6	QUADRATURE CAPITAL VECTOR SP LIMITED	FPI	IN30343810021660	AAACQ7172Q	JP Morgan Chase Bank N.A, India Sub Custody 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E.		INCYFP003521/CIRCULAR NO.533	639485	0.1189
7	SPDR S&P EMERGING MARKETS SMALL CAP ETF	FPI	IN30014220772140	AAHTS4805N	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI		INUSFP131616/A.P. (DIR SERIES) CIRCULAR NO 112	96806	0.018
8	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	FPI	IN30014220772391	AAJTS4147D	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI		INUSFP023316/A.P. (DIR SERIES) CIRCULAR NO 112	183497	0.0341
9	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM - NORTHERN TRUST INVESTMENTS, INC.	FPI	IN30014210798395	AAFFC0559D	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI		INUSFP064323/A.P. (DIR SERIES) CIRCULAR NO 112	31007	0.0058
10	COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	FPI	IN30343810000062	AAACC4303M	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E.		INMUFP001717/CIRCULAR NO. 533	3155284	0.5867
11	DIMENSIONAL FUNDS PLC - MULTI-FACTOR EQUITY FUND	FPI	IN30016710128022	AAFCD1235L	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INIRFP127115/NA	13078	0.0024
12	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAIDG)	FPI	IN30005410013410	AACCD1644G	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0314-16/N.A.	459239	0.0854
13	EMERGING MARKETS TARGETED VALUE FUND OF THE DIMENSIONAL FUNDS II PUBLIC LIMITED COMPANY	FPI	IN30016710100511	AABCE7501L	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INIRFP027716/NA	36106	0.0067
14	EMINENCE GLOBAL FUND PCC- EUBILIA CAPITAL PARTNERS FUND I	FPI	IN30362210073654	AAJCV2712Q	ORBIS FINANCIAL CORPORATION LTD 4 A, OCUS TECHNOPOLIS, GOLF CLUB ROAD, SECTOR-54 GURGAON		INMUFP015323/ NA	22000	0.0041
15	MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	FPI	IN30005410077067	AAECM3575F	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-SG-FP-2322-16/NA	4454978	0.8284
16	SAINT CAPITAL FUND	FPI	IN30362210021635	ABBCS0999P	C/O TRI-PRO ADMINISTRATORS LTD LEVEL 5, MAEVA TOWER, BANK STREET CYBERCITY, EBENE MAURITIUS		INMUFP073718/ NA	50000	0.0093
17	AYUSHMAT LTD	FPI	IN30012611272120	AARCA4582B	HDFC BANK LIMITED, CUSTODY OPERATION SEMPIRE PLAZA TWR-1, 4TH FLOOR, CHA NDAN NAGARLBS MARG,VIKHROLI WEST MUMBAI		INMUFP081518/ NA	500000	0.093
18	BVK PERSONALVORSORGE DES KANTONS ZURICH	FPI	IN30343810014327	AACTB5009N	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E.		INCHFP113016/CIRCULAR NO. 533	46192	0.0086
19	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	FPI	IN30016710049693	AAACC9040K	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI		INUSFP083617/NA	61435	0.0114
20	DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	FPI	IN30005410112036	AAJCD0004F	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0827-20/ NA	78555	0.0146

Sr. No	Name Of FII/FPI	FII/FPI	Folio No/DP Id	Pan No.	Address	Country Of Incorporation	Regn. No. with SEBI / RBI	No. of Share	% of share holding
21	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B	FPI	IN30343810016679	AAAAE3543M	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E.		INUSFP172517/CIRCULAR NO 533	10994	0.002
22	EMERGING MARKETS SOCIAL CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	FPI	IN30005410017712	AABCE6264C	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0315-16/N.A.	82406	0.0153
23	EMERGING MARKETS SUSTAINABILITY CORE EQUITY FUND OF DIMENSIONAL FUNDS PLC	FPI	IN30005410117128	AAGCE7671Q	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-IR-FP-0883-21/ NA	8633	0.0016
24	SILVER STRIDE INDIA GLOBAL FUND	FPI	IN30134820310744	ABKCS6202N	ICICI BANK LTD EMPIRE COMPLEX, 1ST FLOOR, SMS DEPT 414, S. B. MARG, LOWER PAREL (WEST) MUMBAI, MAHARASHTRA		INMUFP025223/ NA	125000	0.0232
25	TIMF HOLDINGS	FPI	IN30005410098167	AAFCT0480M	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-MU-FP-0009-14/NA	1000000	0.1859
26	ZEAL GLOBAL OPPORTUNITIES FUND	FPI	IN30134820112114	AACCW2342L	ICICI BANK LTD SMS DEPT 1ST FLOOR EMPIRE COMPLEX 414 S B MARG LOWER PAREL MUMBAI MAHARASHTRA		INMUFP062918/ NA	40000	0.0074
27	BOFA SECURITIES EUROPE SA - ODI	FPI	IN30005410109545	AAICB3737G	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-FR-FP-0973-19/ NA	3209590	0.5968
28	DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	FPI	IN30005410118856	AAJCD1010H	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0176-22/ NA	194940	0.0362
29	GRIFFIN GROWTH FUND VCC	FPI	IN30152430053744	AAJCG2504M	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR, 23-25, MAHATMA GANDHI ROAD FORT, MUMBAI		INSGFP067921/ NA	3101131	0.5766
30	INTECH TECHNOLOGY DMCC	FPI	IN30362210065847	AAGCI7862M	ORBIS FINANCIAL CORPORATION LTD. 4 A, OCUS TECHNOPOLIS SECTOR 54, GOLF CLUB ROAD GURGAON		INUEFP090022/ NA	25000	0.0046
31	INTERNATIONAL MONETARY FUND	FPI	IN30005410112315	AAAJI0586P	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-2878-16/ NA	2477	0.0005
32	ISHARES MSCI EM SMALL CAP UCITS ETF	FPI	IN30005410105132	AADCJ3486J	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-IR-FP-2571-16/NA	27575	0.0051
33	MINERVA EMERGING OPPORTUNITIES FUND LIMITED	FPI	IN30362210037101	AANCM4356M	C/O APEX FUND SERVICES (MAURITIUS) LTD, 4TH FLOOR 19 BANK STREET, CYBERCITY EBENE MAURITIUS 72201		INMUFP047620/ NA	155077	0.0288
34	NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL CAP INDEX FUND- NON LENDING	FPI	IN30005410085015	AACTN1585B	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0952-15/NA	72291	0.0134
35	NOVA GLOBAL OPPORTUNITIES FUND PCC - TOUCHSTONE	FPI	IN30362210071597	AAICN7211R	ORBIS FINANCIAL CORPORATION LTD 4 A OCUS TECHNOPOLIS, GOLF CLUB ROAD, SECTOR-54, GURGAON		INMUFP002223/ NA	20000	0.0037
36	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX SECURITIES LENDING FUND	FPI	IN30014220772439	AAHTS6002P	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI		INUSFP022916/A.P. (DIR SERIES) CIRCULAR NO 112	7332	0.0014
37	STERN GLOBAL FUND VCC - STERN MULTI STRATEGY FUND	FPI	IN30371911115822	ABICS1197G	63 MARKET STREET, 04-02, BANK OF SINGAPORE CENTRE SINGAPORE - 048942		INSGFP031522/ NA	400000	0.0744
38	UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NATIONS JOINT STAFF PENSION FUND	FPI	IN30005410016882	AAAJU0522D	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-1673-15/NA	24961	0.0046
39	VIKASA INDIA EIF I FUND- SHARE CLASS P	FPI	IN30362210081967	AAJCV6531B	ORBIS FINANCIAL CORPORATION LTD 4A OCUS TECHNOPOLIS GOLF CLUB ROAD, SECTOR-54 GURGAON		INMUFP055123/ NA	147783	0.0275
40	AADHYAA INTERNATIONAL DMCC	FPI	IN30134820271428	AAXCA7158D	ICICI BANK LIMITED 1ST FLOOR, SMS DEPT, EMPIRE COMPLEX 414, S. B. MARG, LOWER PAREL (WEST) MUMBAI, MAHARASHTRA		INUEFP109822/ NA	10038	0.0019
41	DFA GLOBAL SUSTAINABILITY CORE EQUITY FUND	FPI	IN30152430053007	AADTD7668L	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI		INCAFP015221/ NA	4252	0.0008

Sr. No	Name Of FII/FPI	FII/FPI	Folio No/DP Id	Pan No.	Address	Country Of Incorporation	Regn. No. with SEBI / RBI	No. of Share	% of share holding
42	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	FPI	IN30343810017116	AAAAE5365K	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E.		INUSFP176217/CIRCULAR NO 533	143426	0.0267
43	LEGAL & GENERAL EMERGING MARKETS EX CHINA SMALL CAP COLLECTIVE INVESTMENT TRUST FUND	FPI	IN30005410128119	AACTL4748C	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0118-24/ NA	21443	0.004
44	NORTHERN TRUST COLLECTIVE EMERGING MARKETS EX CHINA INVESTABLE MARKET INDEX FUND - NON- LENDING	FPI	IN30005410117072	AADTN8346F	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0886-21/ NA	2748	0.0005
45	SPDR PORTFOLIO EMERGING MARKETS ETF	FPI	IN30014220772123	AAGTS4584D	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI		INUSFP131416/A.P. (DIR SERIES) CIRCULAR NO 112	81659	0.0152
46	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	FPI	IN30014220772422	AAITS0342K	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI		INUSFP022816/A.P. (DIR SERIES) CIRCULAR NO 112	20277	0.0038
47	UTAH STATE RETIREMENT SYSTEMS	FPI	IN30005410023614	AAATU2901Q	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-2719-16/N.A.	8066	0.0015
48	VIKASA INDIA EIF I FUND - ZODIAC GLOBAL OPPORTUNITY FUND	FPI	IN30362210052615	AAICV1977E	4TH FLOOR 19 BANK STREET CYBERCITY EBENE MAURITIUS		INMUFP054921/ NA	110000	0.0205
49	WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	FPI	IN30005410074905	AABCW4402G	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0317-16/NA	24477	0.0046
50	AG DYNAMIC FUNDS LIMITED	FPI	IN30362210031679	AASCA8490R	ORBIS FINANCIAL SERVICES LTD 4A, OCUS TECHNOPSIS SECTOR 54, GOLF CLUB ROAD GURGAON		INMUFP075019/UNDER GENERAL PERMISSION	575000	0.1069
51	BNP PARIBAS FINANCIAL MARKETS	FPI	IN30179910081740	AAGFB5324G	BNP PARIBAS, CUSTODY OPERATIONS BNP PARIBAS HOUSE, 6TH FLOOR 1 NORTH AVENUE,MAKER MAXITY BKC,BANDRA EAST,MUMBAI		INFRFP085515/ NA	2029936	0.3775
52	COEUS GLOBAL OPPORTUNITIES FUND	FPI	IN30179910090404	AAHCC4837H	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST MUMBAI		INMUFP077918/ NA	400000	0.0744
53	DOVETAIL INDIA FUND CLASS 5 SHARES	FPI	IN30330710001339	AAGCD0792B	DBS BANK INDIA LTD FIRST FLOOR EXPRESS TOWERS NARIMAN POINT		INMUFP241517/ NA	150000	0.0279
54	DOVETAIL INDIA FUND CLASS 6 SHARES	FPI	IN30330710001347	AAGCD0792B	DBS BANK INDIA LTD FIRST FLOOR EXPRESS TOWERS NARIMAN POINT		INMUFP241617/ NA	193798	0.036
55	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	FPI	IN30005410097678	AAECE9320Q	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0240-18/NA	28844	0.0054
56	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	FPI	IN30014210779541	AAATP5186E	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI		INUSFP130016/A.P. DIR SER CIR NO 112	14578	0.0027
57	RESONANCE OPPORTUNITIES FUND	FPI	IN30330710002823	AAFCR4798A	SUITE 320, 3RD FLOOR NG TOWER, EBENE CYBERCITY MAURITIUS		INMUFP215716/ NA	312356	0.0581
58	SOCIETE GENERALE - ODI	FPI	IN30378610007557	AABCS7484C	SBI-SG GLOBAL SECURITIES SERVICES PL JEEVAN SEVA EXTENSION BUILDING GROUND FLOOR S V ROAD SANTACRUZ WEST MUMBAI		INFRFP100119/ NA	72524	0.0135
59	WORLD EX U.S. TARGETED VALUE PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	FPI	IN30005410074841	AABCW4401F	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0216-16/NA	19709	0.0037
60	ASTORNE CAPITAL VCC - ARVEN	FPI	IN30330710004370	AAZCA1579J	#19-96, THE CENTRAL 8 EU TONG SEN STREET SINGAPORE		INSGFP045823/ NA	307597	0.0572
61	DFA AUSTRALIA LIMITED AS RESPONSIBLE ENTITY FOR DIMENSIONAL EMERGING MARKETS SUSTAINABILITY TRUST	FPI	IN30005410115497	AADTD8454E	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-AU-FP-0519-21/ NA	22759	0.0042
62	DFA INTERNATIONAL VECTOR EQUITY FUND	FPI	IN30152430049709	AABTD3519Q	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI		INCAFP268815/ NA	7948	0.0015
63	DIMENSIONAL WORLD EX U.S. CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	FPI	IN30005410115788	AAICD6956H	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0614-21/ NA	111082	0.0207

Sr. No	Name Of FII/FPI	FII/FPI	Folio No/DP Id	Pan No.	Address	Country Of Incorporation	Regn. No. with SEBI / RBI	No. of Share	% of share holding
64	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	FPI	IN30016710156689	AACCD1506B	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INUKFP032216/ NA	42483	0.0079
65	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	FPI	IN30343810016687	AAAAE3545P	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E.		INUSFP172617/CIRCULAR NO 533	297777	0.0554
66	EMERGING MARKETS TARGETED VALUE PORTFOLIO	FPI	IN30005410100216	AAFCE2416E	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0735-18/NA	14432	0.0027
67	INDIA OPPORTUNITIES GROWTH FUND LTD - PINEWOOD STRATEGY	FPI	IN30152430029831	AACCI5037L	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI		INMUFP226415/.	80000	0.0149
68	JOHN HANCOCK FUNDS II EMERGING MARKETS FUND	FPI	IN30005410080999	AAATJ9049G	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-1649-15/NA	6371	0.0012
69	METZLER ASSET MANAGEMENT GMBH FOR MI-FONDS L25	FPI	IN30016710150434	AAETM2305C	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INGEFP046018/NA	80000	0.0149
70	SSGA SPDR ETFs EUROPE I PUBLIC LIMITED COMPANY - SPDR MSCI ACWI IMI UCITS ETF	FPI	IN30016710121406	AAUCS9625C	78, SIR JOHN ROGERSON&apos;S QUAY DUBLIN 2, IRELAND		INIRFP025114/NA	3021	0.0006
71	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	FPI	IN30005410013268	AAATD7768G	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0339-16/NA	178250	0.0331
72	WORLD ALLOCATION 60/40 FUND OF DIMENSIONAL FUNDS PLC	FPI	IN30005410121203	AADCW2104P	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-IR-FP-0335-22/ NA	9383	0.0017
73	DFA INTERNATIONAL CORE EQUITY FUND	FPI	IN30152430049717	AABTD3438N	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI		INCAFP268915/ NA	26394	0.0049
74	DIMENSIONAL EMERGING MARKETS SUSTAINABILITY CORE 1 ETF OF DIMENSIONAL ETF TRUST	FPI	IN30005410123673	AAJCD5348J	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-1032-22/ NA	8229	0.0015
75	FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX FUND	FPI	IN30343810011537	AAATF4143K	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E.		INUSFP242515/CIRCULAR NO.533	8592	0.0016
76	ISHARES MSCI INDIA SMALL-CAP ETF	FPI	IN30005410109248	AABTI7440P	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0362-19/ NA	198504	0.0369
77	NEXPACT LIMITED	FPI	IN30362210005821	AAFCN0208F	ORBIS FINANCIAL SERVICES LTD 4A, OCUS TECHNOPOLIS SECTOR 54, GOLF CLUB ROAD GURGAON		INMUFP270115/ NA	1235589	0.2298
78	NOVA GLOBAL OPPORTUNITIES FUND PCC - BLUESTONE	FPI	IN30134820321755	AAICN9069R	3RD FLOOR, RUE DU SAVOIR, 355 NEX, EBENE, MAURITIUS 72201		INMUFP035223/ NA	425000	0.079
79	PERDU PETROCHEMICALS TRADING L.L.C	FPI	IN30362210063845	AAMCP9006E	ORBIS FINANCIAL CORPORATION LIMITED 4A OCUS TECHNOPOLIS GOLF CLUB ROAD SECTOR 54 GURGAON		INUEFP065622/ NA	100000	0.0186
80	SOMERVILLE TRADING ENTERPRISES, LLC	FPI	IN30343810027371	ABMCS4995G	JPMorgan Chase Bank, N.A. India Sub Custody 9th Floor,Tower A Block 9, NKP Western Express Highway,Goregaon E.		INUSFP004424/CIRCULAR NO. 533	518806	0.0965
81	SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS SPARTAN TOTAL INTERNATIONAL INDEX POOL	FPI	IN30005410110233	AAYS7736D	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI		IN-US-FP-0317-20/ NA	352	0.0001
82	SSGA SPDR ETFs EUROPE I PUBLIC LIMITED COMPANY - SPDR MSCI EMERGING MARKETS SMALL CAP UCITS ETF	FPI	IN30016710121383	AAUCS9527P	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INIRFP026114/NA	15399	0.0029
83	VANGUARD GLOBAL EX-U.S. REAL ESTATE INDEX FUND	FPI	IN30016710084460	AABTV3103G	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI		INUSFP067717/NA	523733	0.0974

Valor Estate Limited

Details of shares/debentures transfers from				01/04/2023	To	31/03/2024	Closure Date :	31-03-2023
TRANSFER DATE	TYPE	SH/DB	AMTPERSH	FOLIO	SELLER NAME		FOLIO	BUYER NAME
22/05/2023	1	1	000010	00000035	MAYUR JAMNADAS VORA		ND000001	NATIONAL SECURITY DE



# V. M. KUNDALIYA & ASSOCIATES

## COMPANY SECRETARIES

### FORM MGT-8

(Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of the Companies (Management and Administration) Rules, 2014)

### CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **VALOR ESTATE LIMITED (Formerly known as "D B REALTY LIMITED")** (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, 2024. 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 (Form MGT-7) 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 & Rules made thereunder in respect of:
  1. Its status under the Act:- Public Limited Listed Company, Limited by Shares.
  2. For the Financial Year under review, the Company has maintained Statutory Registers and has made necessary entries therein.
  3. During the year under review, the Company has filed required Forms and returns with Registrar of Companies within the prescribed time limit except in few cases where Forms were filed with payment of additional fees. During the year under review, the Company has changed Its Name and have filed required Form and obtained necessary approvals from Central Government. However, the Company was not required to file any form with Regional Director, the Tribunal, court or other authorities.
  4. Calling, convening and holding meetings of the Board of Directors and its committees and the meetings of the Members of the Company on due dates as stated in the Annual Return in respect of the which meetings, proper notices were given and the proceedings therein have been properly recorded in the Minutes Book and the same have been signed. Further, the Company has passed resolutions by Circular Resolution and Postal Ballot and the necessary compliances for the same has been complied with.
  5. The Company has closed its Register of Members during the Financial Year under Review and proper notice for the same were given for due compliance.
  6. As per the Audited Financial Statement and Audit Report for the Financial Year ended 31<sup>st</sup> March, 2024, the Company has complied with the provisions of Section 185 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
  7. As per the information provided, Contracts/arrangements with related parties were in the ordinary course of business and on the arm's length basis as specified in the provisions of Section 188 of the Act.
  8. There was no buy back of securities or Reduction of Share Capital and there were no debentures in the Company. However, during the year under review the Company made the following allotments:
    - i. The Company converted 4,29,00,000 warrants issued in the Round-1 into equity shares at issue price of Rs. 43.15/- upon exercise of conversion option by Promoters Group on various dates. Further, the Company converted 10,57,04,000 warrants issued in the Round -2 into equity shares at issue price of Rs. 77.25 each, upon exercise of conversion option by Promoters Group and Investors (Non Promoter Group) on various dates.
    - ii. The Company issued and allotted 13,63,921 Equity shares @ Rs. 41.45/- per share to eligible employees upon their exercise of options granted under the "D B Realty Limited - Employee Stock Option Plan 2022.



# V. M. KUNDALIYA & ASSOCIATES

## COMPANY SECRETARIES

- iii. The Board of Directors on 14th March, 2024 by way of Circular Resolution have approved and allotted 3,56,66,675 Equity Shares pursuant to Qualified Institutional Placement.
- iv. Further, share transfer/~~transmission~~ were done by the Registrar and Share Transfer Agent M/s. Link Intime India Private Limited who issued the Share Certificates in all instances as required.
- v. Also, the Company has 8% Non-Cumulative Redeemable Preference Shares as a part of paid up capital of the Company.
9. As per the information, documents and explanation provided by the Company, its officers and agents, there was no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
10. During the year under review, the Company has not declared any dividend, and the Company was not required to transfer of unpaid / unclaimed dividend.
11. Signing of the audited Financial Statements is as per the provisions of Section 134 of the Act and the report of directors is as per sub-sections (3), (4) and (5) thereof.
12. Constitution, appointment, reappointments, retirement, filling up casual vacancies, disclosures of Directors, Key Managerial Personnel and the remuneration paid to them,:-  
The changes and the particulars of the composition of the Board and KMP's are reported in the Annual Return (Form MGT-7); During the year under review, the remuneration was paid to Directors/KMPs as stated in the Annual Return (Form MGT-7).
13. M/s. N A Shah Associates LLP, Chartered Accountants (FRN: 116560W/W100149) were appointed as the Statutory Auditors of the Company in the 15<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2021 for the term of five years i.e till the conclusion of 20<sup>th</sup> AGM.
14. Approvals wherever required were taken from Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.
  - i. As already reported in our previous year's Report that the Company and its erstwhile and current Directors & Company Secretaries have filed the consolidated Settlement application before SEBI on 26th December, 2022. The same got rejected by SEBI vide letter dated 14th June, 2023 and with respect to the appeal filed against the Administrative Warning Letter (Impugned Order) dated 10th November, 2022 wherein the Securities Appellate Tribunal ("SAT") has ruled against the Company in its Order dated 13th February, 2023, the Company has not explored any remedies in this matter during the year under review.
  - ii. As already reported in our previous year's Report, the Company had received a Show Cause Notice (SCN) dated 2nd January, 2023 from SEBI along with various KMPs/Non Independent Directors for the relevant period as specified for alleged violations of Sections as stated in it. The Company and its few Directors/ KMPs has duly replied to the said Show Cause Notice in the range of 25th May, 2023 to 7th June, 2023.

Additionally, the Company and its Executive Directors filed an Appeal bearing no. 528 of 2023 before the Hon'ble SAT, seeking a stay on the proceedings initiated vide SCN. The Hon'ble SAT vide its order dated 26th July, 2023 allowed the aforesaid appeal and issued directions to SEBI to defer the hearing scheduled before the Ld. Quasi-Judicial Authority of SEBI and directed the same to be scheduled subsequent to the conclusion of the hearing before the Hon'ble SAT.

The appeal before the Hon'ble SAT was pending for the final adjudication. Further, in light of the order of the Hon'ble SAT dated 5th February, 2024, the interim relief in the matter is to be continued till the next date of hearing, SAT has listed the matter for hearing on 24th June, 2024. Further, in light of the directions of the Hon'ble SAT, the hearing before SEBI pending for adjudication and pursuant to the SAT Hearing the Company has requested SEBI to schedule a hearing post 24th June, 2024.

- iii. During the year under review, the Hon'ble NCLT, Mumbai passed an Order dated 4<sup>th</sup> July, 2023

 **V. M. KUNDALIYA & ASSOCIATES**  
COMPANY SECRETARIES

admitting the Company Petition filed by the Financial Creditor, Bank of India (BOI) for loan of Rs.225 crores availed by Pune Buildtech Private Limited (PBPL/Borrower) from Bank of India (BOI) in which the Company is a guarantor and security provider under Section 7 of the Insolvency and Bankruptcy Code, 2016. Immediately, an appeal was filed against the aforesaid Order in Hon'ble NCLAT, Delhi and the Hon'ble NCLAT granted a stay on the order dated 4<sup>th</sup> July, 2023, vide its order dated 6<sup>th</sup> July, 2023.

Pursuant to the said Order, PBPL, has undertaken to pay the entire dues of the bank as per the proposal submitted by it, within 90 days. An affidavit was filed with NCLAT on 3<sup>rd</sup> October, 2023, with respect to submission of fixed deposit of an amount of ₹387,44,00,000 (in favour of Pay and Accounts Officer as per the NCLAT order dated 6<sup>th</sup> July, 2023).

Further, an amount of ₹10,00,00,000 was deposited in a No-Lien account with BOI. The Borrower and BOI have filed Consent Terms with NCLAT pursuant to the One Time Settlement and the CIRP proceedings were closed against PBPL and the Company vide Order of the Hon'ble NCLAT dated 22<sup>nd</sup> March, 2024.

15. The Company has not accepted, renewed and repaid any deposits.
16. As per the Audited Financial Statements for the aforesaid Financial Year, during the year under review, the Company has not borrowed from Banks, Public Financial Institution. However, the Company has borrowed from others and have given guarantee / provided security for loan taken by other body corporates. During the year under review, the Company has filed requisite forms for creation/modification/satisfaction of charges.
17. As per the Audited Financial Statements for the aforesaid Financial Year, as the Company is engaged in the business of providing Infrastructural facilities, the provisions of Section 186 [except for sub-section (1)] of the Act are not applicable to the Company.
18. During the year under review, the Company has altered the provisions of Memorandum of Association and Articles of Association of the Company relating to Name Change of the Company.

**For V. M. Kundaliya & Associates  
Company Secretaries**

VICKY MADHAVDAS KUNDALIYA  
Digitally signed by  
VICKY MADHAVDAS  
KUNDALIYA  
Date: 2024.11.27  
18:58:32 +05'30'

**Vicky M. Kundaliya**

**Proprietor**

**FCS-7716/C. P. No. 10989**

**UDIN: F007716F002916701**

**Peer Review Certificate No. 1245/2021**

**ICSI Unique Code: S2012MH183100**

**Place: Mumbai**

**Date: 27<sup>th</sup> November, 2024**