

# FORM NO. MGT-7

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



सत्यमेव जयते

# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

- (i) \* Corporate Identification Number (CIN) of the company
- Global Location Number (GLN) of the company
- \* Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) \*e-mail ID of the company
- (d) \*Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (iv) 

Type of the Company	Category of the Company	Sub-category of the Company
Private 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

(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	H1	Land Transport via Road	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	PROSHIFT INFO MARKETING SE	U49231KA2023PTC172552	Subsidiary	100
2	SMARTSHIFT INFO MARKETING	U63999KA2023PTC182451	Subsidiary	100
3	PORTER GLOBAL TECHNOLOG		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	110,000,000	84,438,983	84,438,983	84,438,983
Total amount of equity shares (in Rupees)	1,100,000,000	844,389,830	844,389,830	844,389,830

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	110,000,000	84,438,983	84,438,983	84,438,983
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,100,000,000	844,389,830	844,389,830	844,389,830

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	3,064,778	2,889,014	2,889,014	2,889,014
Total amount of preference shares (in rupees)	326,277,800	305,335,400	305,335,400	305,335,400

Number of classes

10

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.001% Series A CCCPS				
Number of preference shares	107,150	107,150	107,150	107,150
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	10,715,000	10,715,000	10,715,000	10,715,000

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.01% Series B CCCPS				
Number of preference shares	363,250	363,250	363,250	363,250
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	36,325,000	36,325,000	36,325,000	36,325,000

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.01% Series B1 CCCPS				
Number of preference shares	281,150	281,150	281,150	281,150
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	28,115,000	28,115,000	28,115,000	28,115,000

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.01% Series B2 CCCPS				
Number of preference shares	63,577	63,577	63,577	63,577
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	6,357,700	6,357,700	6,357,700	6,357,700

Class of shares 0.01% Series B3 CCCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	23,021	17,821	17,821	17,821
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	2,302,100	1,782,100	1,782,100	1,782,100
Class of shares 0.01% Series B4 CCCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	21,219	21,219	21,219	21,219
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	2,121,900	2,121,900	2,121,900	2,121,900
Class of shares 0.01% Series C CCCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	315,788	315,788	315,788	315,788
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	31,578,800	31,578,800	31,578,800	31,578,800
Class of shares 0.01% Series C1 CCCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	339,533	339,533	339,533	339,533
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	33,953,300	33,953,300	33,953,300	33,953,300
Class of shares 0.01% Series D CCCPS and 0.01% Series E CCCP	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	1,548,090	1,377,866	1,377,866	1,377,866
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	154,809,000	137,786,600	137,786,600	137,786,600
Class of shares 0.001% Series X CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	2,000	1,660	1,660	1,660
Nominal value per share (in rupees)	10,000	10,000	10,000	10,000
Total amount of preference shares (in rupees)	20,000,000	16,600,000	16,600,000	16,600,000

**(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>	411,526	83,413,831	83825357	838,253,570	838,253,570	
<b>Increase during the year</b>	98,920	803,993	902913	6,136,260	6,136,260	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	98,920	514,706	613626	6,136,260	6,136,260	
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		289,287	289287			
Conversion from Physical share certificate to Demat						
<b>Decrease during the year</b>	289,287	0	289287	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	
iv. Others, specify	289,287		289287			
Conversion from Physical share certificate to Demat						
<b>At the end of the year</b>	221,159	84,217,824	84438983	844,389,830	844,389,830	
<b>Preference shares</b>						

<b>At the beginning of the year</b>	2,226,043	662,971	2889014	305,335,400	305,335,400	
<b>Increase during the year</b>	0	601,903	601903	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		601,903	601903			
Conversion from Physical share certificate to Dema						
<b>Decrease during the year</b>	601,903	0	601903	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	601,903		601903			
Conversion from Physical share certificate to Dema						
<b>At the end of the year</b>	1,624,140	1,264,874	2889014	305,335,400	305,335,400	

ISIN of the equity shares of the company

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

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

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

Date of the previous annual general meeting	<input type="text"/>
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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

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			
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
<b>Total</b>			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
<b>Non-convertible debentures</b>	0	0	0	0
<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>					

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

**(i) Turnover**

27,317,710,000

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

4,741,767,259

**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	37,533,120	44.45	1,660	0.06
	(ii) Non-resident Indian (NRI)	11,333,360	13.42	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)	0	0	0	0
10.	Others	0	0	0	0
	<b>Total</b>	48,866,480	57.87	1,660	0.06

**Total number of shareholders (promoters)**

3

**(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	2,498,906	2.96	34,250	1.19
	(ii) Non-resident Indian (NRI)	8,000	0.01	0	0
	(iii) Foreign national (other than NRI)	0	0	1,291	0.04
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	913,120	1.08	1,981,741	68.6
9.	Body corporate (not mentioned above)	32,152,477	38.08	869,834	30.11
10.	Others Partnership Firm	0	0	238	0.01
	<b>Total</b>	35,572,503	42.13	2,887,354	99.95

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

69

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

72

**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	3	3
Members (other than promoters)	52	69
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	42.98	0
<b>B. Non-Promoter</b>	0	3	0	3	0	0
(i) Non-Independent	0	3	0	3	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	0	1	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
<b>Total</b>	<b>2</b>	<b>4</b>	<b>2</b>	<b>4</b>	<b>42.98</b>	<b>0</b>

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)
Uttam Digga	06818363	Whole-time director	17,966,560	
Pranav Goel	02336277	Whole-time director	19,566,560	
Manoj Bhat	05205447	Director	0	31/07/2024
Shailesh Lakhani	03567739	Nominee director	0	
Amrita Agarwal	07526644	Director	0	31/07/2024
Vaidhedhi Ravindran	08163327	Director	0	
Pankaj Kumar Shroff	BALPS6020G	CFO	330,000	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Siddharth Sharma	BMVPS7398F	Company Secretar	23,280	30/05/2024

**(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

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	01/08/2023	43	10	83.91

**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	12/04/2023	6	6	100
2	08/07/2023	6	6	100
3	01/08/2023	6	6	100
4	05/09/2023	6	6	100
5	02/11/2023	6	6	100
6	07/02/2024	6	6	100
7	06/03/2024	6	5	83.33

**C. COMMITTEE MEETINGS**

Number of meetings held

20

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	Allotment Com	12/06/2023	2	2	100
2	Allotment Com	07/11/2023	2	2	100
3	Allotment Com	04/01/2024	2	2	100
4	Allotment Com	28/03/2024	2	2	100
5	Remuneration	24/04/2023	4	3	75
6	Remuneration	24/05/2023	4	3	75
7	Remuneration	01/08/2023	4	4	100
8	Corporate Soc	28/03/2024	2	2	100
9	Management C	05/05/2023	3	3	100
10	Management C	12/06/2023	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	09/08/2024
								(Y/N/NA)
1	Uttam Digga	7	7	100	17	17	100	Yes
2	Pranav Goel	7	7	100	20	19	95	Yes
3	Manoj Bhat	7	7	100	3	3	100	Not Applicable
4	Shailesh Lakh	7	7	100	3	3	100	Yes
5	Amrita Agarwa	7	7	100	0	0	0	Not Applicable
6	Vaidhedhi Rav	7	6	85.71	3	1	33.33	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	Uttam Digga	Whole-time Dire	11,100,000				11,100,000
2	Pranav Goel	Whole-time Dire	11,100,000				11,100,000
	Total		22,200,000				22,200,000

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Pankaj Kumar Shro	Chief Financial C	16,842,442	0	0	0	16,842,442
2	Siddharth Sharma	Company Secre	3,823,086	0	0	0	3,823,086
	Total		20,665,528	0	0	0	20,665,528

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

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.  
 (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.  
 (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

**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:

- 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

**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 Shareholder.pdf
Smartshift MGT 8- 2023-24_SLSPL.pdf
List of Transfers.pdf
List of Meeting_SLSPL.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**