

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

L74210TG1994PLC017356

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACR9627B

(ii) (a) Name of the company

RAMKY INFRASTRUCTURE LIM

(b) Registered office address

Ramky Grandiose, 15th Floor,
Sy No 136/2 & 4, Gachibowli,
Hyderabad
Telangana
500032

(c) *e-mail ID of the company

secr@ramky.com

(d) *Telephone number with STD code

04023015000

(e) Website

www.ramkyinfrastructure.com

(iii) Date of Incorporation

13/04/1994

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

(v) Whether company is having share capital

Yes

No

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

Yes

No

(a) Details of stock exchanges where shares are listed

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

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	F	Construction	F3	Demolition & site preparation, Electrical, plumbing & other Specialized construction	100

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

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

23

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MDDA-RAMKY ISBUS TERMINA +	U45202TG2003PLC041549	Subsidiary	100
2	VISAKHA PHARMACITY LIMITE +	U24239TG2004PLC042855	Subsidiary	51

3	RAMKY ELSAMEX HYDERABAD +	U45203TG2007PLC054825	Subsidiary	100
4	RAMKY TOWERS LIMITED	U45209TG2007PLC054907	Subsidiary	51
5	RAMKY ENCLAVE LIMITED	U45200TG2007PLC056183	Subsidiary	100
6	RAMKY - MIDC AGRO PROCESS +	U01119TG2008PLC057808	Subsidiary	100
7	SRINAGAR BANIHAL EXPRESSV +	U45200TG2010PLC070676	Subsidiary	99.98
8	RAMKY MULTI PRODUCT INDU +	U45209TG2010PLC071635	Subsidiary	100
9	SEHORE KOSMI TOLLWAYS LIM +	U45209TG2011PLC076271	Subsidiary	100
10	HOSPET CHITRADURGA TOLLV +	U45203TG2011PLC077823	Subsidiary	100
11	FRANK LLOYD TECH MANAGEI +	U74120TG2010PLC071143	Subsidiary	76
12	PANTNAGAR CETP PRIVATE LIM +	U90000TN2012PTC083881	Subsidiary	100
13	HYDERABAD STPS' LIMITED	U45209TG2022PLC158919	Subsidiary	100
14	EVER BLOOMING ECO SOLUTIC +	U45400TG2023PLC169925	Subsidiary	100
15	ECO CARBON ENGINEERING SC +	U38110TS2024PLC181539	Subsidiary	100
16	Gwalior Bypass Projects Limite +	U70109DL2006PLC150027	Associate	26
17	Ramky Infrastructure Limited & +		Joint Venture	100
18	Ramky – VSM (J.V.)		Joint Venture	75
19	Ramky WPIL (JV)		Joint Venture	100
20	Ramky – Elsamex (J.V.)		Joint Venture	100
21	Ramky – SMC (J.V.)		Joint Venture	70
22	Somdatt Builders – Ramky (J.V.) +		Joint Venture	100
23	ADIPL Ramky JV		Joint Venture	50

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	73,000,000	69,197,791	69,197,791	69,197,791
Total amount of equity shares (in Rupees)	730,000,000	691,977,910	691,977,910	691,977,910

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10 each				
Number of equity shares	73,000,000	69,197,791	69,197,791	69,197,791
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	730,000,000	691,977,910	691,977,910	691,977,910

(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)	0	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	36,122	69,161,669	69197791	691,977,910	691,977,910	

Increase during the year	0	0	0	24,010	24,010	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				24,010	24,010	0
Dematerialization						
Decrease during the year	0	0	0	24,010	24,010	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				24,010	24,010	
Dematerialization						
At the end of the year	36,122	69,161,669	69197791	691,977,910	691,977,910	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

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"/>
Date of registration of transfer (Date Month Year)	<input type="text"/>
Type of transfer	<input type="text"/> 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<input type="text"/> Amount per Share/ Debenture/Unit (in Rs.) <input type="text"/>

Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name		<input type="text"/>		<input type="text"/>		<input type="text"/>	
		Surname		middle name		first name	

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

(iv) * Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	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

20,331,903,840

(ii) Net worth of the Company

12,591,424,201

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	43,304,599	62.58	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)	5,000,000	7.23	0	
10.	Others	0	0	0	
	Total	48,304,599	69.81	0	0

Total number of shareholders (promoters)

12

(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	13,811,024	19.96	0	
	(ii) Non-resident Indian (NRI)	229,389	0.33	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	424,363	0.61	0	
7.	Mutual funds	31,224	0.05	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	5,964,204	8.62	0	
10.	Others (Directors, Clearing Membe +)	432,988	0.63	0	
	Total	20,893,192	30.2	0	0

Total number of shareholders (other than promoters)

20,739

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

20,751

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

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

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	13	12
Members (other than promoters)	16,745	20,739
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	0	1	0	2.41	0
B. Non-Promoter	1	5	1	5	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	1	0	1	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	6	2	6	2.41	0

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

9

(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)
YANCHARLA RATHNA	00009810	Managing Director	1,674,480	
RAVI PRASAD POLIM	07872103	Whole-time director	0	13/08/2024
ANANTAPURGUGGIL	01729114	Director	0	
SASTRY GANGADHAI	01890172	Director	0	
RAVIKUMAR REDDY S	00372731	Director	0	
ESHWAR REDDY PUF	01892327	Director	0	
ALLAM RAMA DEVI	07120218	Director	0	
MAHPARA ALI	06645262	Nominee director	0	13/08/2024
KESAVA DATTA NANI	AFXPN3760L	Company Secretar	0	

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

10

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)
MURAHARI REDDY	01865148	Director	10/08/2023	Cessation
AJAY KUMAR MAS	AFDPM4533L	CFO	29/08/2023	Cessation
ESHWAR REDDY P	01892327	Additional director	09/11/2023	Appointment
RAVIKUMAR REDD	00372731	Director	12/11/2023	Expiry of First term as Indeper
SASTRY GANGADH	01890172	Director	12/11/2023	Expiry of First term as Indeper
RAVIKUMAR REDD	00372731	Director	13/11/2023	Re-appointed as Independent
SASTRY GANGADH	01890172	Director	13/11/2023	Re-appointed as Independent
ESHWAR REDDY P	01892327	Director	28/01/2024	Change of Designation from A
VASUDEV CHIVUKI	AAMPC7438G	CFO	30/08/2023	Appointment
VASUDEV CHIVUKI	AAMPC7438G	CFO	04/03/2024	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 MEETI	20/09/2023	16,811	54	59.8

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2023	8	7	87.5
2	10/08/2023	8	7	87.5
3	29/08/2023	7	6	85.71

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	09/11/2023	8	7	87.5
5	22/12/2023	8	8	100
6	27/12/2023	8	6	75
7	31/01/2024	8	8	100
8	12/02/2024	8	8	100
9	04/03/2024	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

17

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	30/05/2023	3	3	100
2	Audit Committee	10/08/2023	3	3	100
3	Audit Committee	09/11/2023	3	3	100
4	Audit Committee	23/01/2024	4	4	100
5	Audit Committee	12/02/2024	4	4	100
6	Audit Committee	29/03/2024	4	4	100
7	Nomination and Remuneration	10/08/2023	3	3	100
8	Nomination and Remuneration	29/08/2023	3	3	100
9	Nomination and Remuneration	09/11/2023	3	3	100
10	Corporate Social Responsibility	30/05/2023	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	

1	YANCHARLA	9	9	100	6	6	100	
2	RAVI PRASAD	9	6	66.67	2	2	100	
3	ANANTAPUR	9	9	100	15	15	100	
4	SASTRY GANGAD	9	9	100	10	10	100	
5	RAVIKUMAR	9	9	100	14	14	100	
6	ESHWAR REDDY	5	5	100	4	4	100	
7	ALLAM RAMA	9	9	100	0	0	0	
8	MAHPARA AL	9	8	88.89	0	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAVI PRASAD POL	Whole-time Dire	3,419,000	0	0	961,000	0
	Total		3,419,000	0	0	961,000	0

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AJAY MASAND	Chief Financial C	2,290,000	0	0	0	0
2	VASUDEV CHIVUK	Chief Financial C	5,600,000	0	0	0	0
3	KESAVA DATTA N	Company Secre	1,240,000	0	0	0	0
	Total		9,130,000	0	0	0	0

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ANANTAPURGUG	(Non-Executive a	0	0	0	740,000	0
2	RAVIKUMAR REDD	Independent Dir	0	0	0	730,000	0
3	SASTRY GANGAD	Independent Dir	0	0	0	650,000	0
4	ESHWAR REDDY R	Independent Dir	0	0	0	410,000	0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
5	ALLAM RAMA DEV	Independent Dir	0	0	0	560,000	0
6	MURAHARI REDDY	Independent Dir	0	0	0	190,000	0
7	MAHPARA ALI	Nominee Directo	0	0	0	490,000	0
	Total		0	0	0	3,770,000	0

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

(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

VENKATA SATYA SESA SURYANARAYANA RAO NEDUNURI

Whether associate or fellow

Associate Fellow

Certificate of practice number

2886

I/We certify that:

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

Declaration

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

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

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

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

To be digitally signed by

Director

DIN of the director

00009810

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

61331

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

Attach
Attach
Attach
Attach

List of attachments

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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