

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]



Annual Return

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L51101HR2007PLC077999

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCI7129N

(ii) (a) Name of the company

YAARII DIGITAL INTEGRATED S

(b) Registered office address

Plot No. 448-451
Udyog Vihar, Phase-V
Gurgaon
Gurgaon
Haryana
122015

(c) *e-mail ID of the company

priyajain@indiabulls.com

(d) *Telephone number with STD code

01246681199

(e) Website

(iii) Date of Incorporation

24/07/2007

(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	BSE LIMITED	1
2	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM 13/11/2020

(b) Due date of AGM 31/12/2020

(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	F1	Buildings	100

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

*No. of Companies for which information is to be given 13

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SORIL Infra Resources Limited	L52190HR2005PLC077960	Subsidiary	64.71
2	Lucina Infrastructure Limited	U70109HR2006PLC077548	Subsidiary	100

3	Sentia Properties Limited	U45400HR2007PLC077310	Subsidiary	100
4	Albasta Wholesale Services Lin	U51101HR2008PLC077305	Subsidiary	100
5	Mahabala Infracon Private Lim	U70102HR2014PTC077948	Subsidiary	100
6	ASHVA STUD AND AGRICULTU	U74999HR2015PLC077307	Subsidiary	100
7	INDIABULLS LIFE INSURANCE C	U66000DL2007PLC171001	Subsidiary	100
8	Indiabulls General Insurance Li	U66000DL2018PLC328939	Subsidiary	100
9	Airmid Aviation Services Limite	U62200DL2007PLC166080	Subsidiary	0
10	Store One Infra Resources Limi	U33100HR2015PLC078058	Subsidiary	0
11	INDIABULLS ENTERPRISES LIM	U71290HR2019PLC077579	Subsidiary	100
12	INDIABULLS PHARMACARE LIM	U24290HR2019PLC077935	Subsidiary	0
13	INDIABULLS RURAL FINANCE P	U74140MH1993PTC074596	Subsidiary	0

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	400,000,000	89,325,569	89,325,569	89,325,569
Total amount of equity shares (in Rupees)	800,000,000	178,651,138	178,651,138	178,651,138

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share				
Number of equity shares	400,000,000	89,325,569	89,325,569	89,325,569
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	800,000,000	178,651,138	178,651,138	178,651,138

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	30,000,000	0	0	0
Total amount of preference shares (in rupees)	300,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Share				
Number of preference shares	30,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	300,000,000	0	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
Equity shares				
At the beginning of the year	89,325,569	178,651,138	178,651,138	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				

Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	89,325,569	178,651,138	178,651,138	

Preference shares

At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

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

0

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

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

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

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

Date of the previous annual general meeting	
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Date of registration of transfer (Date Month Year)	
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Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
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Ledger Folio of Transferor	
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Transferor's Name			
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	Surname	middle name	first name
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Ledger Folio of Transferee	
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Transferee's Name			
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	Surname	middle name	first name
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Date of registration of transfer (Date Month Year)	
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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.)	
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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) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			2,359,871,212
Deposit			0
Total			2,359,871,212

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

648,031

(ii) Net worth of the Company

16,182,972,219

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	150,000	0.17	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)	38,483,988	43.08	0	

10.	Others	0	0	0	
	Total	38,633,988	43.25	0	0

Total number of shareholders (promoters)

7

(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	19,976,299	22.36	0	
	(ii) Non-resident Indian (NRI)	729,993	0.82	0	
	(iii) Foreign national (other than NRI)	15,000	0.02	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	511	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	17,943,929	20.09	0	
7.	Mutual funds	4,968	0.01	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	11,807,926	13.22	0	
10.	Others (consists shares held by Cle	212,955	0.24	0	
	Total	50,691,581	56.76	0	0

Total number of shareholders (other than promoters)

51,790

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

51,797

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

30

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
STEADVIEW CAPITAL	C/O KOTAK MAHINDRA BANK LIM			8,253,187	9.24
TIMF HOLDINGS	C/o Multiconsult Limited Les Casca			3,147,424	3.52
ABG CAPITAL	C/O KOTAK MAHINDRA BANK LIM			2,557,748	2.86
TOSCA MASTER	PO BOX 309 UGLAND HOUSE GEC			892,500	1
APTUS GLOBAL FINAN	64 St James's Street Nottingham N			815,000	0.91
ANTARA INDIA EVERG	C/O KOTAK MAHINDRA BANK LIM			577,521	0.65
NOMURA SINGAPORE	HSBC SECURITIES SERVICES 11TH F			396,006	0.44
BNP PARIBAS ARBITRA	BNP PARIBAS HOUSE 1 NORTH AV			374,759	0.42
RAISONNEUR CAPITAL	CNR SILICON AVE AND BANK ST 97			300,000	0.34
MERRILL LYNCH MARK	CITIBANK N.A. CUSTODY SERVICES			257,500	0.29
POLUS GLOBAL FUND	3RD FLOOR NEXTERACOM TOWER			110,000	0.12
EMERGING MARKETS C	6300 Bee Cave Road Building One			50,548	0.06
THE EMERGING MARK	6300 Bee Cave Road Building One			41,160	0.05
GLOBAL STRONG GRO	4th Floor Raffles Tower 19 Cyberc			35,000	0.04
SPDR S AND P EMERG	STATE STREET FINANCIAL CENTER			29,044	0.03
ELARA INDIA OPPORT	4th Floor 19 Bank Street Cybercity			25,000	0.03
CITRINE FUND LIMITED	4TH FLOOR RAFFLES TOWER 19 C			20,000	0.02
DIMENSIONAL EMERG	6300 Bee Cave Road Building One			12,975	0.01
CITY OF NEW YORK GF	ONE CENTRE STREET NEW YORK N			11,530	0.01
SPARROW ASIA DIVER	CO HAREL MALLAC GLOBAL SERVI			10,000	0.01
EMERGING MARKETS C	20 Triton Street Regents Place Lor			4,751	0.01
DFA INTERNATIONAL	SUITE 1520 - 1500 WEST GEORGIA			4,740	0.01
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES			4,301	0
DIMENSIONAL FUNDS	25/28 NORTH WALL QUAY DUBLIN			4,112	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
WORLD EX U.S. TARGE	6300 Bee Cave Road Building One			3,287	0

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	7	7
Members (other than promoters)	50,794	51,790
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	5	1	5	0	0.01
(i) Non-Independent	1	1	1	1	0	0.01
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	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	1	5	1	5	0	0.01

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)
SHAMSHER SINGH AH	00017480	Director	0	
PRAVEEN KUMAR TRI	02167497	Director	0	
AJIT KUMAR MITTAL	02698115	Director	10,000	
GOPALAKRISHNA GU	06407040	Director	0	
GYAN SUDHA MISRA	07577265	Director	0	
MANVINDER SINGH W	07988213	Whole-time director	0	
SAURABH GARG	ABJPG5088Q	CFO	0	
PRIYA JAIN	AHJPJ1547P	Company Secretary	0	

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

1

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
PRAVEEN KUMAR TRI	02167497	Director	30/09/2019	Change in Designation

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	30/09/2019	51,019	115	65.49

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/04/2019	6	5	83.33
2	14/08/2019	6	6	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	14/11/2019	6	5	83.33
4	14/02/2020	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

12

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	23/04/2019	3	3	100
2	Audit Committee	14/08/2019	3	3	100
3	Audit Committee	14/11/2019	3	3	100
4	Audit Committee	14/02/2020	3	3	100
5	NRC Committee	14/08/2019	3	3	100
6	Stakeholder Relationship	08/04/2019	3	3	100
7	Stakeholder Relationship	03/07/2019	3	3	100
8	Stakeholder Relationship	07/10/2019	3	3	100
9	Stakeholder Relationship	06/01/2020	3	3	100
10	CSR Committee	14/02/2020	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	13/11/2020
								(Y/N/NA)
1	SHAMSHER S	4	4	100	8	8	100	Yes
2	PRAVEEN KU	4	4	100	1	1	100	Yes
3	AJIT KUMAR	4	4	100	8	8	100	Yes
4	GOPALAKRIS	4	4	100	4	4	100	Yes

5	GYAN SUDHA	4	4	100	9	9	100	Yes
6	MANVINDER	4	3	75	7	7	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

0

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

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Priya Jain	Company Secre	2,165,277	0	0	0	2,165,277
	Total		2,165,277	0	0	0	2,165,277

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	SHAMSHER SINGH	Independent Dir	0	0	0	200,000	200,000
2	Gyan Sudha Mishra	Independent Dir	0	0	0	200,000	200,000
3	Gurrappa Gopalakri	Independent Dir	0	0	0	200,000	200,000
4	PRAVEEN KUMAR	Independent Dir	0	0	0	200,000	200,000
	Total		0	0	0	800,000	800,000

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

Neha Gupta

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

17685

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. ...

01

dated

23/04/2014

(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

07988213

To be digitally signed by



- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number 19925

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

YAARII Digital Integrated_MGT-8.pdf

YAARII DIGITAL INTEGRATED SERVICE

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