

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 (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

U85110KA1996PTC020897

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACD6927A

(ii) (a) Name of the company

EMBASSY PROPERTY DEVELOP

(b) Registered office address

I FLOOR, EMBASSY POINT #150 INFANTRY ROAD NA
BANGALORE
Bangalore
Karnataka
560001

(c) *e-mail ID of the company

SE*****IA.C

(d) *Telephone number with STD code

08*****33

(e) Website

<https://www.embassyindia.cor>

(iii) Date of Incorporation

30/07/1996

(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 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 27/09/2024

(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	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 28

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	JV HOLDING PRIVATE LIMITED	U65993KA2008PTC045095	Holding	92.74
2	PUNE-DYNASTY PROJECTS PRIVATE LIMITED	U70101KA2007PTC041383	Subsidiary	100
3	World Crown Limited		Subsidiary	88.71
4	Saltire Developers Private Limited	U70102KA2006PTC038332	Subsidiary	100
5	Embassy International Riding School	U92100KA1997PTC022353	Subsidiary	99
6	Embassy Interiors Private Limited	U36100KA2015PTC080630	Subsidiary	100
7	Trafalgar Estate and Properties	U70200KA2008PTC047822	Subsidiary	60
8	Embassy Real Estate Properties	U70200KA2004PTC035123	Subsidiary	57
9	Embassy Real Estate Development	U70100KA2019PTC125712	Subsidiary	100
10	Mac Charles India Limited	L55101KA1979PLC003620	Subsidiary	73.41

11	EPDPL Co-living Private Limite	U45200KA2019PTC126110	Subsidiary	100
12	EPDPL Co-living Operations Pr	U45201KA2022PTC163114	Subsidiary	75
13	Embassy Maverick Malls Privat	U45205KA2010PTC054663	Subsidiary	64
14	Embassy Prism Ventures Privat	U70109KA2020PTC138875	Subsidiary	99.99
15	LJ Victoria Projects Private Lim	U70200KA2008PTC047769	Subsidiary	100
16	Strands Venture Private Limite	U70109KA2022PTC162826	Subsidiary	99.99
17	Virtuous Developments Private	U70109KA2022PTC162251	Subsidiary	99.99
18	Calatheas Developments Priva	U68100KA2023PTC172935	Subsidiary	100
19	Kanai Technology Parks Private	U72200KA2006PTC039056	Subsidiary	100
20	Serenesummit Realty Private L	U68100KA2024PTC186231	Subsidiary	100
21	Crimsoncove Developers Priva	U68100KA2024PTC186291	Subsidiary	100
22	Semusi Developers Private Lim	U68100KA2024PTC186218	Subsidiary	100
23	Bequest Property Developers P	U68100KA2024PTC186237	Subsidiary	100
24	ESNP Property Builders and De	U70100KA2020PTC136613	Subsidiary	99.99
25	Embassy Office Parks Manager	U70100KA2014PTC073362	Joint Venture	51
26	G.V Properties Private Limited	U45201KA2007PTC041384	Joint Venture	50
27	Aerodome Experiences Private	U92490KA2020PTC131901	Joint Venture	47
28	Winterfell Realty Private Limite	U45200KL2015FTC038987	Joint Venture	49

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	1,301,010,000	1,104,375,840	1,104,375,840	1,104,375,840
Total amount of equity shares (in Rupees)	13,010,100,000	11,043,758,400	11,043,758,400	11,043,758,400

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,301,010,000	1,104,375,840	1,104,375,840	1,104,375,840
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	13,010,100,000	11,043,758,400	11,043,758,400	11,043,758,400

(b) Preference share capital

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

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	1,101,229,011	1101229000	11,012,290,111	11,012,290,111	
Increase during the year	0	3,146,840	3146840	31,468,400	31,468,400	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 Scheme of Arrangement		3,146,840	3146840	31,468,400	31,468,400	0
Decrease during the year	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 						
At the end of the year	0	1,104,375,811	1104375840	11,043,758	11,043,758	
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)

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)	
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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			
	Surname	middle name	first name

Ledger Folio of Transferee	
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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	27,670	572051.46	15,828,663,800
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			15,828,663,800

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	20,460,256,200	0	4,631,592,400	15,828,663,800
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

5,430,700,000

(ii) Net worth of the Company

23,939,960,000

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	78,811,940	7.14	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)	1,025,563,900	92.86	0	
10.	Others	0	0	0	
	Total	1,104,375,840	100	0	0

Total number of shareholders (promoters)

10

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	

	Total	0	0	0	0
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Total number of shareholders (other than promoters)

0

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

10

**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	10	10
Members (other than promoters)	0	0
Debenture holders	22	21

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	3	1	3	1	2.74	2.26
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	3	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	3	4	3	4	2.74	2.26

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)
JITENDRA MOHANDA	00027674	Managing Director	5,231,610	
NARPAT SINGH CHOI	00027580	Whole-time director	381	13/08/2024
KARAN VIRWANI	03071954	Director	25,000,381	
ADITYA VIRWANI	06480521	Whole-time director	25,000,381	
GOPINATH AMBADITHI	00046798	Director	0	
TANYA JOHN	06641106	Director	0	
SARTAJ SEWA SINGH	01820913	Director	0	
DEVIKA PRIYADARSINI	BGNPP6102L	Company Secretary	0	

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

3

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)
CHANDRA DAS SINGH	00304798	Director	30/05/2023	Cessation
SARTAJ SEWA SINGH	01820913	Director	28/07/2023	Appointment
SARTAJ SEWA SINGH	01820913	Director	29/09/2023	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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	29/09/2023	10	6	60
Extra-Ordinary General Meeting	15/05/2023	10	3	30
Extra-Ordinary General Meeting	30/03/2024	10	3	30

B. BOARD MEETINGS

*Number of meetings held

6

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	7	6	85.71
2	28/07/2023	6	6	100
3	27/09/2023	7	3	42.86
4	08/11/2023	7	6	85.71
5	09/02/2024	7	6	85.71
6	30/03/2024	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held

28

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	28/07/2023	3	3	100
3	Audit Committee	12/09/2023	3	2	66.67
4	Audit Committee	08/11/2023	3	3	100
5	Audit Committee	09/02/2024	3	3	100
6	Management &	30/03/2024	3	3	100
7	Management &	05/04/2023	3	2	66.67
8	Management &	12/05/2023	3	3	100
9	Management &	30/05/2023	3	3	100
10	Management &	22/06/2023	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	27/09/2024
								(Y/N/NA)
1	JITENDRA MO	6	3	50	0	0	0	Yes
2	NARPAT SING	6	5	83.33	0	0	0	Not Applicable
3	KARAN VIRW	6	4	66.67	19	14	73.68	Yes
4	ADITYA VIRW	6	5	83.33	26	25	96.15	Yes
5	GOPINATH A	6	6	100	28	22	78.57	Yes
6	TANYA JOHN	6	6	100	11	11	100	Yes
7	SARTAJ SEW	4	4	100	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Jitendra Virwani	Managing Director	60,042,602	0	0	0	60,042,602
2	Narpat Singh Chora	Whole-time Director	22,485,710	0	0	0	22,485,710
3	Aditya Virwani	Whole-time Director	26,866,791	0	0	0	26,866,791
	Total		109,395,103	0	0	0	109,395,103

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	Devika Priyadarsini	Company Secretary	1,190,000	0	0	0	1,190,000
	Total		1,190,000	0	0	0	1,190,000

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

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

Prakash M

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

9681

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. ... 13 dated 28/05/2024

(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

ADITYA VIRWAN
Digitally signed by ADITYA VIRWAN
Date: 2024.11.21 21:40:41 +05'30'

DIN of the director

0*4*0*2*

To be digitally signed by

DEVIKA PRIYADAR SINI
Digitally signed by DEVIKA PRIYADAR SINI
Date: 2024.11.21 21:41:16 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number 4*4*5

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 and NCD holders.pdf
EPDPL_Form MGT-8_FY 2023-24-sd.pdf
List of Meeting.pdf
Intimation to ROC under Rule 9.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

