

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

E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, NA
Mumbai
Mumbai City
Maharashtra
400033

(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
	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

(b) CIN of the Registrar and Transfer Agent

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 (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	F	Construction	F1	Buildings	57.55
2	L	Real Estate	L2	Real estate activities on fee or contract basis	42.45

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TATA SONS PRIVATE LIMITED	U99999MH1917PTC000478	Holding	100
2	TRIL Roads Private Limited	U45400MH2007PTC174567	Subsidiary	100
3	TRIL Urban Transport Private L	U45400MH2007PTC285814	Subsidiary	100
4	Hampi Expressway Private Lim	U74999MH2015PTC263720	Subsidiary	100
5	International Infrabuild Private	U70102DL2015PTC287497	Subsidiary	26
6	Dharamshala Ropeway Limited	U74900MH2015PLC264224	Subsidiary	74

7	Uchit Expressways Private Limi	U45203MH2016PTC286692	Subsidiary	100
8	Durg Shivnath Expressways Pri	U45203CT1997PTC012220	Subsidiary	100
9	Matheran Ropeway Private Lin	U60210MH2000PTC130072	Subsidiary	70
10	Tril Bengaluru Real Estate One	U70109KA2020PTC133737	Subsidiary	100
11	TRIL Bengaluru Consultants Pri	U74110KA2020PTC133740	Subsidiary	100
12	TRIL Bengaluru Real Estate Fiv	U68200KA2023PLC175417	Subsidiary	100
13	TRIL Bengaluru Real Estate Six	U68200KA2023PLC175510	Subsidiary	100
14	TRIL Real Estate Balewadi Limit	U68200KA2023PLC175373	Subsidiary	100
15	TRIL IT4 Private Limited	U74120MH2014PTC251684	Subsidiary	100
16	Tata Housing Development Co	U45300MH1942PLC003573	Subsidiary	99.98
17	Concept Developers & Leasing	U45400MH1969PLC014375	Subsidiary	100
18	HL Promoters Private Limited	U45200DL2013PTC254832	Subsidiary	100
19	THDC Management Services Li	U74999MH2000PLC128720	Subsidiary	100
20	Technopolis Knowledge Park L	U70101MH1997PLC110915	Joint Venture	50
21	Ardent Properties Private Limit	U45200MH2007PTC262414	Subsidiary	100
22	Kriday Realty Private Limited	U45400MH2011PTC224084	Subsidiary	100
23	Princeton Infrastructure Privat	U45201DL2005PTC135768	Subsidiary	100
24	Promont Hillside Private Limite	U45400MH2012PTC227897	Subsidiary	100
25	Promont Hilltop Private Limite	U45209MH2012PTC236134	Subsidiary	100
26	Synergizers Sustainable Found	U85191MH2012NPL231069	Subsidiary	100
27	Tata Value Homes Limited	U45400MH2009PLC195605	Subsidiary	100
28	Smart Value Homes (Peenya Pr	U45400MH2013PTC241108	Subsidiary	100
29	Smart Value Homes (Boisar) Pr	U45209MH2012PTC234893	Subsidiary	100
30	HLT Residency Private Limited	U45400DL2013PTC254807	Subsidiary	100
31	Arrow Infraestate Private Limit	U70109HR2007PTC115818	Subsidiary	51

32	SAS Realtech Private Limited	U68100DL2023PTC423928	Subsidiary	100
33	Pune Solapur Expressways Priv	U74120PN2009PTC164629	Joint Venture	50
34	Mikado Realtors Private Limite	U74899MH2006PTC291666	Subsidiary	74
35	Industrial Minerals and Chemica	U24100MH1968PTC014142	Subsidiary	74
36	TRIL Constructions Limited	U45201MH2007PLC171985	Associate	19.54
37	Kolkata-One Excelton Private L	U45400MH2013PTC249956	Subsidiary	51
38	Land Kart Builders Private Limi	U70200UP2016PTC082780	Subsidiary	51
39	Sector 113 Gatevida Developpe	U45202DL2011PTC277182	Subsidiary	51
40	Pune IT City Metro Rail Limited	U45100PN2019PLC182766	Subsidiary	74
41	Gurgaon Realtech Limited	U70109HR2006PLC115817	Subsidiary	51
42	Gurgaon Constructwell Private	U45200HR2007PTC115816	Subsidiary	51
43	Infopark Properties Limited	U70109TN2021PLC147646	Subsidiary	51

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	8,000,000,000	3,114,870,989	3,114,870,989	3,114,870,989
Total amount of equity shares (in Rupees)	80,000,000,000	31,148,709,890	31,148,709,890	31,148,709,890

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	8,000,000,000	3,114,870,989	3,114,870,989	3,114,870,989
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	80,000,000,000	31,148,709,890	31,148,709,890	31,148,709,890

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	2,117,307,621	2,117,307,698	21,173,076	21,173,076	
Increase during the year	0	997,563,291	997,563,291	9,975,632,9	9,975,632,9	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	997,563,291	997,563,291	9,975,632,9	9,975,632,9	
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				0	0	
Not Applicable						
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	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
Not Applicable						
At the end of the year	0	3,114,870,9	3114870989	31,148,709,	31,148,709	
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"/>
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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

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	78,250	10,00,000, 1,00,000	13,450,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			13,450,000,000

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	15,250,000,000	7,200,000,000	9,000,000,000	13,450,000,000
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

1,256,400,000

(ii) Net worth of the Company

79,837,951,000

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	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)	3,114,870,989	100	0	
10.	Others	0	0	0	
	Total	3,114,870,989	100	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	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)**

7

**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)	0	0
Debenture holders	28	25

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
(i) Non-Independent	1	2	1	2	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	1	5	1	5	0	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)
SANJAY DUTT	05251670	Managing Director	0	
BANMALI AGRAWALA	00120029	Director	0	
SANDHYA KUDTARKA	00021947	Director	0	
PRABHAKAR PANDA	02860918	Director	0	
SUDIP MULLICK	06942241	Director	0	
RASHMI JAIN	AFLPJ0963M	Company Secretary	0	
SANJAY DUTT	AAQPD9159F	CEO	0	
DILIP AGARWAL	06868556	CFO	0	
ANKUR DALWANI	10091697	Director	0	14/05/2024

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

5

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)
DILIP AGARWAL	06868556	CFO	21/07/2023	Appointment
ARAVIND MAIYA	AJVPM8530F	CFO	24/04/2023	Cessation
SANJAY DUTT	05251670	CEO	01/04/2023	Appointment
SUDIP MULLIK	06942241	Director	16/06/2023	Change in designation
ANKUR DALWANI	10091697	Director	16/06/2023	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

2

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	21/07/2023	7	6	99.99
Extra Ordinary General Meeting	16/06/2023	7	6	99.99

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	06/04/2023	6	6	100
2	25/05/2023	6	6	100
3	21/07/2023	6	5	83.33
4	02/08/2023	6	6	100
5	12/09/2023	6	6	100
6	03/11/2023	6	6	100
7	12/02/2024	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

9

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	06/04/2023	4	4	100
2	Audit Committee	25/05/2023	4	4	100
3	Audit Committee	02/08/2023	4	4	100
4	Audit Committee	03/11/2023	4	4	100
5	Audit Committee	12/02/2024	4	4	100
6	Nomination and Remuneration Committee	25/05/2023	3	3	100
7	Risk Management Committee	18/07/2023	3	3	100
8	Risk Management Committee	02/01/2024	3	3	100

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
9	Stake Holder F	24/05/2023	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	02/08/2024
								(Y/N/NA)
1	SANJAY DUTT	7	7	100	8	8	100	Yes
2	BANMALI AGARWAL	7	5	71.43	1	1	100	Yes
3	SANDHYA KUMAR	7	7	100	9	9	100	No
4	PRABHAKAR	7	7	100	6	6	100	Yes
5	SUDIP MULLI	7	7	100	8	8	100	Yes
6	ANKUR DALVI	7	7	100	0	0	0	Not Applicable

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	Sanjay Dutt	Managing Director	93,264,005	0	0	0	93,264,005
	Total		93,264,005	0	0	0	93,264,005

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	Arvind Maiya	CFO	1,607,286	0	0	0	1,607,286
2	Dilip Agarwal	CFO	20,000,000	0	0	0	20,000,000
3	Rashmi Jain	Company Secretary	5,546,880	0	0	0	5,546,880
	Total		27,154,166	0	0	0	27,154,166

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Banmali Agrawa	Director	120,000	0	0	0	120,000
2	Ms. Sandhya Shaile	Independent Dir	1,460,000	0	0	0	1,460,000
3	Mr. Prabhakar Pand	Independent Dir	1,320,000	0	0	0	1,320,000
4	Mr. Sudip Mullick	Independent Dir	1,440,000	0	0	0	1,440,000
5	Mr. Ankur Dalwani	Director	140,000	0	0	0	140,000
	Total		4,480,000	0	0	0	4,480,000

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

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

D.A.Kamat & Co.

Whether associate or fellow

Associate Fellow

Certificate of practice number

4965

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

Sanjay
Dutt
Digitally signed by Sanjay Dutt
Date: 2024.09.10
11:31:15 +05'30'

DIN of the director

0*2*1*7*

To be digitally signed by

RASHM
I JAIN
Digitally signed by RASHMI JAIN
Date: 2024.09.10
11:31:51 +05'30'

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

Attach
Attach
Attach
Attach

List of attachments

TRIL_MFT-7-NCD Annexure-signed.pdf TRIL_MFT-7-List of shareholder and Debe MGT-8_TRIL_FY 2023-24_Signed.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



Form No. 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

We have examined the registers, records and books and papers of **TATA REALTY AND INFRASTRUCTURE LIMITED** (the Company), CIN: U70102MH2007PLC168300 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March 2024. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers, and agents, we certify that:

- A. The Annual Return 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 there under in respect of:
 1. During the year under review, the Company continues to remain a High Value Debt Listed Public Company, limited by shares;
 2. The Company has maintained and made necessary entries into the statutory records and registers of the Company as on 31st March, 2024;
 3. The Company has filed all the forms and returns, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time.
 4. The Company has duly called/ convened/ held meetings of the Board of Directors, Committee meetings of the members and General Meetings of the Company as stated in the annual return in respect of which proper notices were given and the proceedings of the meetings have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed. In compliance with the provisions of the Companies Act, 2013, the 17th Annual General Meeting of the Company for the Financial Year 2023-24 was held on Friday, 2nd August, 2024 through video-conferencing/ other audio-visual means;

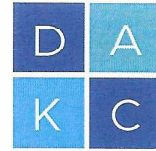
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Email: office@csdakamat.com

B/208, Shreedham Classic, S.V. Road, Goregaon (West),
Mumbai 400 104
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D.A.KAMAT & CO
Partners in Compliance

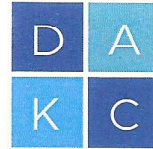
Continuation Sheet

5. During the year under review, the Company was not required to close its Register of Members;
6. The Company has not made Inter-corporate Loans and Investments to the entities in which directors and/or persons or firms or companies referred in section 185 of the Act during the financial year under review;
7. The Company has complied with all the provisions related to contracts/arrangements with related parties as specified in section 188 of the Act;
8. During the year under review, the Company has not undertaken any ~~issue or~~ transfer or transmission or buy back of Equity Shares/or redemption of preference shares or/ reduction of share capital/ conversion of shares/ securities, but has undertaken the following alteration of share capital as stated below;

(a) The Company has allotted and redeemed Non- convertible Debentures as per the details mentioned below:

ISIN	Date of Allotment	Date of Redemption	No. of securities issued	Face Value	Issue Size (Rs.)
Issue of Debentures					
INE371K08227	7 th August, 2023	6 th August, 2026	51,000	1,00,000	5,10,00,00,000
INE371K08219	7 th August, 2023	6 th August, 2026	21,000	1,00,000	2,10,00,00,000
Redemption of Debentures					
INE371K08193	25 th April, 2022	26 th May, 2023	3,000	10,00,000	3,00,00,00,000
INE371K08201	2 nd June, 2022	9 th June, 2023	2,000	10,00,000	2,00,00,00,000





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Continuation Sheet

INE371K08151	12 th November, 2020	10 th November, 2023	4,000	10,00,000	4,00,00,00,000
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- (b) During the year under review, the Company has approved allotment of 99,75,63,291 (Ninety Nine Crore Seventy Five Lakhs Sixty Three Thousand Twenty Nine Hundred One) Equity Shares of Rs. 10/- each to Tata Sons Private Limited (TSPL) in respect of which the subscription amount of Rs. 20/- (including Rs. 10/- as premium per shares) per equity shares aggregating to Rs. 1995,12,65,820/- (Rupees One Thousand Nine Hundred Ninety Five Crore Twelve Lakhs Sixty Five Thousand Eight Hundred Twenty only) on Right Issue basis was received by the Company.
9. During the year under review, the Company has neither declared dividend or Bonus Shares, nor kept in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
10. The Company was not required to transfer unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;
11. The Company has complied with signing of the Audited Financial Statements and Directors Report as per the applicable provisions of the Companies Act, 2013, for the Financial Year ending 31st March, 2024;
12. During the year under review, the Company has complied with the provisions related to constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them including the changes as per the provisions of the Companies Act, 2013 and the same has been mentioned in the e-Form MGT-7;
13. The Company in its Fifteenth Annual General Meeting held on Wednesday, 14th September, 2022 had appointed M/s. B S R & Co. LLP, Chartered Accountants (ICAI Firm Registration No.: 101248W/W-100022) as a Statutory Auditors of the





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Continuation Sheet

Company, to hold office for a period of five years from the conclusion of the Fifteenth Annual General Meeting until the conclusion of the Twentieth Annual General Meeting of the Company to be held in the year 2027.

14. During the year under review there was no other approvals required by the Company from the Regulatory/Statutory Authorities under various provisions of the Act, except as stated in this report.
15. During the year under review, the Company has not accepted/ renewed/ repayment of deposits under the provisions of Section 73 to 75 of the Companies Act, 2013;
16. During the year under review, the Company has complied with the provisions of Section 179 and 180 of the Companies Act, 2013 in respect of all the borrowed funds from public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. The Board was not required to constitute Corporate Social Responsibility Committee during the year under review as the Company have incurred loss in last three Financial Years.
18. During the year under review, the Company has not altered its Memorandum of Association, but the Company has altered its Articles of Association passed by the members at its 16th Annual General Meeting held on Friday, 21st July, 2023 to meet the requirement of SEBI (Issue and Listing of Non- Convertible Securities) (Amendment) Regulations, 2023 ("SEBI NCS Regulations").

Place: Mumbai
Date: 09/09/2024

Signature:

Name of the Company Secretary in Practice: D. A. Kamat

CP No: 4965

UDIN: F003843F001180205

PRN No.: 1714/2022





List of Shareholders as on March 31, 2024:

Sr. No.	Name of the Shareholder	Total No. of Equity Shares held (each of Rs. 10 each, fully paid up)	Total Shareholding as % of total no. of equity shares
1	Tata Sons Private Limited	3,11,48,70,983	100
2	Tata Sons Private Limited jointly with Ms. Zenobia Bhatena	1	0.00
3	Tata Sons Private Limited jointly with Mr. Girish Valecha	1	0.00
4	Tata Sons Private Limited jointly with Ms. Prachi Rajee	1	0.00
5	Tata Sons Private Limited jointly with Mr. Chetan Nage	1	0.00
6	Tata Sons Private Limited jointly with Mr. Nikhil Kumar	1	0.00
7	Tata Sons Private Limited jointly with Mr. Eruch Kapadia	1	0.00
Total		3,11,48,70,989	100.00

Note: The above Equity Shares and Debentures are in electronic mode and are freely tradable without any recourse to the Company. Therefore, the details of transfer of Equity Shares and Debentures issued by the Company for the period ending March 31, 2024, are not provided. However, the Company has provided the List of Equity Shareholders and Debenture Holders as on March 31, 2024.

For, Tata Realty and Infrastructure Limited

RASHMI
I JAIN

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by RASHMI JAIN
Date: 2024.09.09
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Rashmi Jain

Company Secretary

(ICSI Membership No: A18978)

Address: E Block, Voltas Premises, T. B. Kadam Marg,
Chinchpokli, Mumbai – 400 033

TATA REALTY AND INFRASTRUCTURE LIMITED

CIN: U70102MH2007PLC168300

E Block, Voltas Premises, T. B. Kadam Marg, Chinchpokli, Mumbai – 400 033 India.

Tel. 91 22 6661 4444 Fax: 91 22 6661 4452 email id – trlsec@tatarealty.in

Website: www.tatarealty.in



List of Debenture as on March 31, 2024:

ISIN: INE371K08169			
Sr. No.	Name of the Debenture Holder	No. of Debentures Held	Total Nominal Amount
1	AXIS MUTUAL FUND TRUSTEE LIMITED	800	80,00,00,000
2	IL&FS INFRASTRUCTURE DEBT FUND SERIES-2A	500	50,00,00,000
3	TATA MUTUAL FUND	500	50,00,00,000
4	IL&FS INFRASTRUCTURE DEBT FUND SERIES-2B	450	45,00,00,000
5	TATA BALANCED ADVANTAGE FUND	250	25,00,00,000
6	IL&FS INFRASTRUCTURE DEBT FUND SERIES 3B	200	20,00,00,000
7	MAHINDRA MANULIFE LOW DURATION FUND	140	14,00,00,000
8	IL&FS INFRASTRUCTURE DEBT FUND SERIES 2C	100	10,00,00,000
9	MAHINDRA MANULIFE ULTRA SHORT DURATION FUND	50	5,00,00,000
10	MAHINDRA MANULIFE SHORT DURATION FUND	10	1,00,00,000
Total		3,000	300,00,00,000

ISIN: INE371K08185			
Sr. No.	Name of the Debenture Holder	No. of Debentures Held	Total Nominal Amount
1	SBI MAGNUM LOW DURATION FUND	1,000	1,00,00,00,000
2	ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED	650	65,00,00,000
3	AXIS MUTUAL FUND TRUSTEE LIMITED	400	40,00,00,000
4	TATA MUTUAL FUND - TATA ULTRA SHORT TERM FUND	250	25,00,00,000
5	NIPPON LIFE INDIA TRUSTEE LTD	250	25,00,00,000
6	UTI ULTRA SHORT DURATION FUND	250	25,00,00,000
7	MAHINDRA MANULIFE LOW DURATION FUND	200	20,00,00,000
8	ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED	100	10,00,00,000
9	INVESCO INDIA ULTRA SHORT DURATION FUND	100	10,00,00,000
10	MAHINDRA MANULIFE AGGRESSIVE HYBRID FUND	50	5,00,00,000
Total		3,250	325,00,00,000

ISIN: INE371K08227			
Sr. No.	Name of the Debenture Holder	No. of Debentures Held	Total Nominal Amount
1	ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED	36,000	1,00,00,00,000
2	ICICI PRUDENTIAL ULTRA SHORT TERM FUND	10,000	65,00,00,000
3	AXIS MUTUAL FUND TRUSTEE LIMITED	5,000	40,00,00,000
Total		51,000	5,10,00,00,000

TATA REALTY AND INFRASTRUCTURE LIMITED

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ISIN: INE371K08219			
Sr. No.	Name of the Debenture Holder	No. of Debentures Held	Total Nominal Amount
1	ICICI PRUDENTIAL ALL SEASONS BOND FUND	11,000	1,00,00,00,000
2	ICICI PRUDENTIAL ULTRA SHORT TERM FUND	10,000	65,00,00,000
Total		21000	2,10,00,00,000

Note: The above Equity Shares and Debentures are in electronic mode and are freely tradable without any recourse to the Company. Therefore, the details of transfer of Equity Shares and Debentures issued by the Company for the period ending March 31, 2024, are not provided. However, the Company has provided the List of Equity Shareholders and Debenture Holders as on March 31, 2024.

For, Tata Realty and Infrastructure Limited

RASHMI JAIN
Digitally signed
by RASHMI JAIN
Date:
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Rashmi Jain

Company Secretary

(ICSI Membership No: A18978)

Address: E Block, Voltas Premises, T. B. Kadam Marg,
Chinchpokli, Mumbai – 400 033

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Since, different values cannot not be captured in a single type of transaction, detailed table is mentioned w.r.t

Point IV (iv) Debentures outstanding as at end of financial Year:

Particulars	No. of units	Nominal Value	Total Value
Non-Convertible Debentures	6250	10,00,000	625,00,00,000
Non-Convertible Debentures	72000	1,00,000	720,00,00,000
Total			1345,00,00,000

For, Tata Realty and Infrastructure Limited

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by RASHMI JAIN
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2024.09.09
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Rashmi Jain

Company Secretary

(ICSI Membership No: A18978)

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