

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

L63010GJ1992PLC018106

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACG6975B

(ii) (a) Name of the company

GUJARAT PIPAVAV PORT LIM

(b) Registered office address

Pipavav Port At Post Rampara 2 via Rajula
Amreli
Amreli
Gujarat
365560

(c) *e-mail ID of the company

manish.agnihotri@apmterminal

(d) *Telephone number with STD code

02794242400

(e) Website

www.pipavav.com

(iii) Date of Incorporation

05/08/1992

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 Ltd	1
2	The 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, Serilli ngampally NA

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

Yes No

(f) Specify the reasons for not holding the same

AGM to be held on 4th August 2023

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	H	Transport and storage	H5	Services incidental to land, water & air transportation	100

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

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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Pipavav Railway Corporation L	U45200DL2000PLC151199	Associate	38.8

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	600,000,000	483,439,910	483,439,910	483,439,910
Total amount of equity shares (in Rupees)	6,000,000,000	4,834,399,100	4,834,399,100	4,834,399,100

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	600,000,000	483,439,910	483,439,910	483,439,910
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	6,000,000,000	4,834,399,100	4,834,399,100	4,834,399,100

(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	572,124	482,867,786	483439910	4,834,399,1	4,834,399,	
Increase during the year	0	98,600	98600	0	0	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	0	98,600	98600			
Increase due to conversion of physical shares into						
Decrease during the year	98,600	0	98600	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	98,600		98600			
Reduction in physical shares due to conversion into						
At the end of the year	473,524	482,966,386	483439910	4,834,399,1	4,834,399,	
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

INE517F01014

(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)				<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
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

9,169,500,000

(ii) Net worth of the Company

20,783,150,000

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)	212,738,931	44.01	0	
10.	Others	0	0	0	
	Total	212,738,931	44.01	0	0

Total number of shareholders (promoters)

1

(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	46,053,482	9.53	0	
	(ii) Non-resident Indian (NRI)	6,049,857	1.25	0	
	(iii) Foreign national (other than NRI)	75,000	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	11,536,246	2.39	0	

4.	Banks	23	0	0	
5.	Financial institutions	2,401,012	0.5	0	
6.	Foreign institutional investors	105,870,504	21.9	0	
7.	Mutual funds	92,759,928	19.19	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	3,549,627	0.73	0	
10.	Others AIF, NBFC, HUF, Clearing M +	2,405,300	0.5	0	
	Total	270,700,979	56.01	0	0

Total number of shareholders (other than promoters) 139,830

Total number of shareholders (Promoters+Public/
Other than promoters) 139,831

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

186

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
GOVERNMENT PENSIC +	Bankplasseñ 2 P O Box.1179 Sentr +			17,458,676	3.61
MATTHEWS INDIA FU +	FOUR EMBARCADERO CENTER SUI +			5,896,635	1.22
INVESCO GLOBAL EM +	PERPETUAL PARK PERPETUAL PAR +			4,159,919	0.86
SCHRODER INTERNAT +	5 RUE HOHENHOF L-1736 SENNIN +			4,039,700	0.84
ISHARES CORE MSCI E +	400 HOWARD STREET SAN FRANCI +			3,936,868	0.81
VANGUARD EMERGIN +	100 VANGUARD BOULEVARD MAL +			3,786,523	0.78
VANGUARD TOTAL IN +	100 VANGUARD BOULEVARD MAL +			3,569,539	0.74
VANGUARD INTERNAT +	100 VANGUARD BOULEVARD MAL +			3,484,656	0.72
EASTSPRING INVESTM +	SUITE 450.4TH FLOOR BARKLY WH +			3,176,868	0.66
CITY OF NEW YORK GI +	ONE CENTRE STREET NEW YORK N +			2,381,521	0.49
GENERAL ORGANIZAT +	PO BOX 2963 KING ABDULAZIZ RC +			2,279,870	0.47
CALIFORNIA STATE TE +	100 WATERFRONT PLACE WEST SA +			2,148,610	0.44
EMERGING MARKETS +	6300 Bee Cave Road Building One +			1,996,561	0.41

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACADIAN EMERGING I	260 FRANKLIN STREET BOSTON MA			1,935,083	0.4
BERNSTEIN FUND, INC	351 WEST CAMDEN STREET BALTI			1,926,424	0.4
INVESCO EMERGING M	DEUTSCHE BANK AG, DB HOUSE H			1,915,189	0.4
TATA INDIAN OPPORT	4th Floor 19 Bank Street Cybercity			1,813,974	0.38
VANGUARD FIDUCIAR	100 VANGUARD BOULEVARD MAL			1,674,438	0.35
MERCER QIF FUND PL	70 SIR JOHN ROGERSON'S QUAY D			1,657,413	0.34
SCHRODER SMALL CA	31 GRESHAM STREET LONDON			1,610,337	0.33
INVESCO GLOBAL SM	PERPETUAL PARK PERPETUAL PAR			1,587,161	0.33
INVESCO TRYGG LIV A	106 40 STOCKHOLM			1,209,430	0.25
VANGUARD FTSE ALL	100 VANGUARD BOULEVARD MAL			1,099,323	0.23
FLORIDA RETIREMENT	1801 HERMITAGE BLVD SUITE 100			995,425	0.21
AEGON INVESTMENT I	Europaweg 31-33 Groningen			981,460	0.2

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	1	1
Members (other than promoters)	120,404	139,830
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	6	1	6	0	0
B. Non-Promoter	0	4	0	5	0	0
(i) Non-Independent	0	0	0	0	0	0

(ii) Independent	0	4	0	5	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	1	0	1	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	11	1	12	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 15

(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)
Tejpreet Singh Chopra	00317683	Director	0	
Hina Shah	06664927	Director	0	
Samir Chaturvedi	08911552	Director	0	
Monica Widhani	07674403	Director	0	
Matangi Gowrishankar	01518137	Director	0	
Ranjitsinh Barad IAS	07559958	Nominee director	0	21/06/2023
Jonathan Richard Goldr	09311803	Director	0	
Timothy John Smith	08526373	Director	0	
Soren Brandt	00270435	Director	0	
Julian Bevis	00146000	Director	0	
Keld Pedersen	07144184	Director	0	
Maarten Degryse	08925380	Director	0	
Girish Aggarwal	07974838	Managing Director	0	
Santosh Breed	AAPPB3531Q	CFO	80	
Manish Agnihotri	AAOPA2305G	Company Secretar	5	

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

6

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)
Avantika Singh Aulakh I	07549438	Nominee director	21/09/2022	Cessation
Jakob Friis Sorensen	08593830	Managing Director	01/01/2023	Cessation
Matangi Gowrishankar	01518137	Additional director	03/08/2022	Appointment
Matangi Gowrishankar	01518137	Director	31/10/2022	Change in Designation
Girish Aggarwal	07974838	Managing Director	01/01/2023	Appointment
Ranjitsinh Barad IAS	07559958	Nominee director	08/02/2023	Appointment

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	03/08/2022	137,604	38	44.01

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	18/05/2022	12	10	83.33
2	03/08/2022	13	12	92.31
3	09/11/2022	12	11	91.67
4	08/02/2023	13	11	84.62

C. COMMITTEE MEETINGS

Number of meetings held

16

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	17/05/2022	4	3	75
2	Audit Committee	02/08/2022	4	4	100
3	Audit Committee	07/11/2022	4	4	100
4	Audit Committee	07/02/2023	4	4	100
5	Nomination & Remuneration	20/04/2022	3	3	100
6	Nomination & Remuneration	09/11/2022	4	4	100
7	Nomination & Remuneration	19/01/2023	4	3	75
8	Stakeholders Meeting	07/02/2023	3	2	66.67
9	Corporate Social Responsibility	01/06/2022	3	3	100
10	Corporate Social Responsibility	21/09/2022	4	4	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	Tejpreet Singh	4	4	100	4	2	50	
2	Hina Shah	4	3	75	9	8	88.89	
3	Samir Chaturvedi	4	4	100	11	11	100	
4	Monica Widha	4	4	100	4	4	100	
5	Matangi Gowri	3	2	66.67	2	2	100	
6	Ranjitsinh Barve	1	0	0	0	0	0	
7	Jonathan Rich	4	4	100	3	3	100	
8	Timothy John	4	4	100	0	0	0	
9	Soren Brandt	4	4	100	8	8	100	
10	Julian Bevis	4	4	100	7	7	100	
11	Keld Pedersen	4	3	75	0	0	0	

12	Maarten Degre	4	4	100	4	4	100	
13	Girish Aggarwal	1	1	100	3	3	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Jakob Friis Sorensen	Managing Director	24,240,000	0	0	27,270,000	51,510,000
2	Girish Aggarwal	Managing Director	5,150,000	0	0	0	5,150,000
	Total		29,390,000	0	0	27,270,000	56,660,000

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Santosh Breed	CFO	11,330,000	0	0	3,430,000	14,760,000
2	Manish Agnihotri	Company Secretary	8,200,000	0	0	1,320,000	9,520,000
	Total		19,530,000	0	0	4,750,000	24,280,000

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Tejpreet Singh Chohan	Chairman	0	1,650,000	0	500,000	2,150,000
2	Hina Shah	Director	0	830,000	0	850,000	1,680,000
3	Samir Chaturvedi	Director	0	830,000	0	1,150,000	1,980,000
4	Monica Widhani	Director	0	550,000	0	800,000	1,350,000
5	Matangi Gowrishankar	Director	0	0	0	300,000	300,000
6	Pradeep Mallick	Director	0	270,000	0	0	270,000
	Total		0	4,130,000	0	3,600,000	7,730,000

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

Himanshu Kamdar

Whether associate or fellow

Associate Fellow

Certificate of practice number

3030

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

To be digitally signed by

- Company Secretary
 Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

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List of attachments

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