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**)

L40106DL1981PLC012228

Pre-fill

Form language Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

Globa

- * Perm
- (ii) (a) Na

(iii)

Global Location Number (GLN) of the	ne company			
Permanent Account Number (PAN)	of the company	AADCS	2469K	
(a) Name of the company		SPML I	NFRA LIMITED	
(b) Registered office address				
F-27/2, OKHLA INDUSTRIAL AREA PHASE-II, NEW DELHI Delhi 110020				
(c) *e-mail ID of the company		cs@spn	nl.co.in	
(d) *Telephone number with STD co	de	033400	91200	
(e) Website		www.s	oml.co.in	
Date of Incorporation		27/08/	1981	
Type of the Company	Category of the Company		Sub-category of the Co	ompany

(iv)	Type of the Company	Category of the Company		Sub-category of the Company
	Public Company	Company limited	l by shares	Indian Non-Government company
(v) Wh	ether company is having share ca	pital	Yes	○ No
(vi) *W	hether shares listed on recognized	d Stock Exchange(s)	• Yes	O No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	NATIONAL STOCK EXCHANGE	1
2	BSE LIMITED	1,024

(b) CIN of the Registrar and Trar	nsfer Agent		U20221WB	1982PTC034886	Pre-fill
Name of the Registrar and Tran	sfer Agent		L		
MAHESHWARI DATAMATICS PVT	LTD.				
Registered office address of the	Registrar and Tra	ansfer Agents			
23, R.N. Mukherjee Road 5th Floor					
(vii) *Financial year From date 01/02	/2021	(DD/MM/YYYY	') To date	31/03/2022	(DD/MM/YYYY)
(viii) *Whether Annual general meetir	ng (AGM) held		Yes 🔿	No	
(a) If yes, date of AGM	26/09/2022				
(b) Due date of AGM	30/09/2022				
(c) Whether any extension for A	GM granted) Yes	No	
II. PRINCIPAL BUSINESS AC	TIVITIES OF T	HE COMPAN	NY		

*Number of business activities 2

	Main Activity group code		Business Activity Code	Description of Business Activity	% of turnover of the company
1	E	Water supply, sewerage and waste management	E3	Waste collection, treatment and disposal activities, materials recovery and Other	80.26
2	F	Construction	F3	Demolition & site preparation, Electrical, plumbing & other Specialized construction	19.74

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

*No. of Companies for which information is to be given 21 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ALLAHABAD WASTE PROCESSI	U90000KA2010PLC118807	Subsidiary	95.02

2	BHAGALPUR ELECTRICITY DIST	U40300WB2013PTC193917	Subsidiary	99.99
3	DOON VALLEY WASTE MANAG	U90000KA2011PTC120218	Subsidiary	87.5
4	MATHURA NAGAR WASTE PRC	U90001KA2010PLC119486	Subsidiary	90.26
5	SPML INFRASTRUCTURE LIMITE	U45201KA2007PLC043613	Subsidiary	99.99
6	SPML UTILITIES LIMITED	U90000KA2008PLC046115	Subsidiary	99.99
7	SANMATI INFRADEVELOPERS F	U55103KA2006PTC040751	Subsidiary	75
8	PONDICHERRY SPECIAL ECONO	U45209KA2006PLC160225	Subsidiary	99.95
9	DELHI WASTE MANAGEMENT L	U74999KA2005PLC130126	Associate	49.39
10	BINWA POWER COMPANY PVT	U45202HP1990PTC029003	Associate	49.27
11	SPML ENERGY LIMITED	U40102KA2007PLC042238	Associate	27.31
12	BHILWARA JAIPUR TOLL ROAD	U45203RJ2010PTC031427	Associate	51
13	SPML BHIWANDI WATER SUPP	U41000MH2008PLC182757	Associate	44.94
14	SPML BHIWANDI WATER SUPP	U41000MH2008PLC182813	Associate	49.94
15	MADURAI MUNICIPAL WASTE I	U74999TN2008PTC066715	Associate	44.83
16	SPMLIL-AMRUTHA CONSTRUC	U45309KA2018PTC110677	Associate	36
17	MALVIYA NAGAR WATER SERV	U93000DL2012PTC273064	Joint Venture	26
18	MVV WATER UTILITY PRIVATE L	U41000DL2012PTC241599	Joint Venture	48.08
19	GURHA THERMAL POWER COM	U40109RJ2009SGC028694	Joint Venture	49.99
20	HYDRO-COMP ENTERPRISES (II	U74140KA2007PTC043739	Joint Venture	50
21	AURANGABAD CITY WATER UT	U41000MH2011PLC219120	Joint Venture	40.01

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	200,000,000	39,425,276	39,425,276	39,425,276
Total amount of equity shares (in Rupees)	400,000,000	78,850,552	78,850,552	78,850,552

Number of classes

Class of Shares EQUITY SHARE	Authorised capital	Icapital	Subscribed capital	Paid up capital
Number of equity shares	200,000,000	39,425,276	39,425,276	39,425,276
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	400,000,000	78,850,552	78,850,552	78,850,552

1

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	7,500,000	3,404,930	3,404,930	3,404,930
Total amount of preference shares (in rupees)	750,000,000	340,493,000	340,493,000	340,493,000

Number of classes

Class of shares 0% Compulsorily Convertible Preference Shares		Icapital	Subscribed capital	Paid up capital
Number of preference shares	7,500,000	3,404,930	3,404,930	3,404,930
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	750,000,000	340,493,000	340,493,000	340,493,000

1

(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	157,781	36,492,495	36650276	73,300,552	73,300,552	

	1	1		1	1	,
Increase during the year	0	2,775,000	2775000	5,553,000	5,553,000	133,200,000
i. Pubic 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	2,775,000	2775000	5,550,000	5,550,000	133,200,000
v. ESOPs	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				3,000	3,000	
Converted into demat				0,000	3,000	
Decrease during the year	0	0	0	3,000	3,000	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				3,000	3,000	
converted into demat				3,000	3,000	
At the end of the year	157,781	39,267,495	39425276	78,850,552	78,850,552	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	3,404,930	3404930	340,493,000	340,493,00	0
i. Issues of shares	0	3,404,930	3404930	340,493,000	340,493,00	
ii. Re-issue of forfeited shares	0	0	0	0	0	
iii. Others, specify						
NIL				0	0	
Decrease during the year	0	0	0	0	0	0
			I		l	l

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify					•	
NIL				0	0	
At the end of the year	0	3,404,930	3404930	340,493,000	340,493,00	

ISIN of the equity shares of the company

INE937A01023

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

0

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

\boxtimes	Nil						
	[Details being provided in a CD/Digital Media]) Y	es	0	No	\bigcirc	Not Applicable
	Separate sheet attached for details of transfers) Y	es	\bigcirc	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)							
Type of transfe	r 1 - E	quity, 2- Preference Shares,3 -	Debentures, 4 - Stock				
Number of Shares/ E Units Transferred	Debentures/	Amount per Share/ Debenture/Unit (in Rs.)					
Ledger Folio of Trans	sferor						
Transferor's Name							
	Surname	middle name	first name				
Ledger Folio of Trans	sferee	_					
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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	5,406,767	1000	5,406,767,000

Particulars	Nominal value per unit	Total value
Total		5,406,767,000

Details of debentures

Class of debentures	Outstanding as at the beginning of 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	5,453,517,000	0	46,750,000	5,406,767,000

(v) Securities (other than shares and debentures)

Type of Securities	Nominal Value of each Unit	Paid up Value of each Unit	Total Paid up Value
Total			

0

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

8,530,969,000

(ii) Net worth of the Company

3,316,497,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equ	Equity		ence
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	4,672,800	11.85	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0

Insurance companies	0	0	0	0
Banks	0	0	0	0
Financial institutions	0	0	0	0
Foreign institutional investors	0	0	0	0
Mutual funds	0	0	0	0
Venture capital	0	0	0	0
Body corporate (not mentioned above)	9,052,400	22.96	3,404,930	100
Others	0	0	0	0
Tota	13,725,200	34.81	3,404,930	100
	Banks Financial institutions Foreign institutional investors Mutual funds Venture capital Body corporate (not mentioned above) Others	Banks0Banks0Financial institutions0Foreign institutional investors0Mutual funds0Venture capital0Body corporate (not mentioned above)9,052,400Others0	Banks00Banks00Financial institutions00Foreign institutional investors00Mutual funds00Venture capital00Body corporate (not mentioned above)9,052,40022.96Others00	Banks000Banks000Financial institutions000Foreign institutional investors000Mutual funds000Venture capital000Body corporate (not mentioned above)9,052,40022.963,404,930Others0000

Total number of shareholders (promoters)

14

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

S. No.	Category	Equi	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	12,674,069	32.15	0	0	
	(ii) Non-resident Indian (NRI)	1,050,554	2.66	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	0	
2.	Government					
	(i) Central Government	0	0	0	0	
	(ii) State Government	0	0	0	0	
	(iii) Government companies	0	0	0	0	
3.	Insurance companies	0	0	0	0	
4.	Banks	1,155,406	2.93	0	0	
5.	Financial institutions	0	0	0	0	
6.	Foreign institutional investors	228	0	0	0	
7.	Mutual funds	0	0	0	0	

8.	Venture capital	0	0	0	0
	Body corporate (not mentioned above)	10,819,819	27.44	0	0
10.	Others 0	0	0	0	0
	Total	25,700,076	65.18	0	0

Total number of shareholders (other than promoters)

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

10,852	
10,866	

1

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

			L	
Name of the FII	Address	v	Number of shares held	% of shares held
QUADRATURE CAPITA	JPMORGAN CHASE BANK N.A., INC		228	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	12	14
Members (other than promoters)	7,333	10,852
Debenture holders	8	7

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	2	0	1	1	3.86	3.39
B. Non-Promoter	0	3	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	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	2	3	1	5	3.86	3.39

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)
SUBHASH CHAND SE	00464390	Whole-time directo	1,523,280	
SUSHIL KUMAR SETH	00062927	Director	1,334,660	
PREM SINGH RANA	00129300	Director	0	
SRIVATSAN SIVASHAI	02720714	Director	0	
PAVITRA JOSHI SINGI	08355578	Director	0	
CHARAN SINGH	09238002	Director	0	
MANOJ KUMAR DIGG <i>I</i>	ACNPD0513A	CFO	0	
SWATI AGARWAL	ARFPA9003P	Company Secretar	0	

(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	change in decignation/	Nature of change (Appointment/ Change in designation/ Cessation)
SUSHIL KUMAR SETH	00062927	Director	06/04/2021	CHANGE IN DESIGNATION
DINESH KUMAR GOYA	02576453	Director	01/07/2021	CESSATION
SRIVATSAN SIVASHAN	02720714	Additional director	08/06/2021	APPOINTMENT
CHARAN SINGH	09238002	Additional director	07/07/2021	APPOINTMENT
SRIVATSAN SIVASHAN	02720714	Director	29/09/2021	CHANGE IN DESIGNATION
CHARAN SINGH	09238002	Director	29/09/2021	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			Attendance		
		attend meeting	Number of members attended	% of total shareholding	
ANNUAL GENERAL MEETI	29/09/2021	8,751	63	24.1	
EXTRA ORDINARY GENER	21/02/2022	12,329	34	25.06	

B. BOARD MEETINGS

*Number of meetings held 1

held 10

S. No.	Date of meeting	Total Number of directors associated as on the date		
		of meeting	Number of directors attended	% of attendance
1	06/04/2021	5	5	100
2	08/06/2021	5	5	100
3	29/06/2021	6	6	100
4	07/07/2021	5	5	100
5	12/08/2021	6	6	100
6	11/11/2021	6	4	66.67
7	18/11/2021	6	5	83.33
8	20/01/2022	6	6	100
9	14/02/2022	6	6	100
10	07/03/2022	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held			9			
	S. No.	Type of meeting		Total Number of Members as	Attendance	
		meeting Date of meeting t		Number of members attended	% of attendance	

S. No.	Type of meeting		Total Number of Members as		Attendance
		Date of meeting	on the date of	Number of members attended	% of attendance
1	AUDIT COMM	29/06/2021	4	4	100
2	AUDIT COMM	12/08/2021	4	4	100
3	AUDIT COMM	11/11/2021	4	4	100
4	AUDIT COMM	20/01/2022	4	4	100
5	AUDIT COMM	14/02/2022	4	4	100
6	NOMINATION	06/04/2021	3	3	100
7	NOMINATION	08/06/2021	3	3	100
8	NOMINATION	07/07/2021	3	3	100
9	STAKEHOLDE		3	3	100

D. *ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM
S. No.	Name of the director	Number of Meetings which director was	Number of Meetings	% of	attendance director was Me	Montings	% of attendance	held on
			attended					26/09/2022
								(Y/N/NA)
1	SUBHASH CH	10	8	80	1	1	100	No
2	SUSHIL KUM	10	9	90	5	5	100	Yes
3	PREM SINGH	10	10	100	8	8	100	Yes
4	SRIVATSAN S	8	8	100	2	2	100	Yes
5	PAVITRA JOS	10	8	80	8	8	100	Yes
6	CHARAN SIN	7	7	100	4	4	100	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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUBHASH CHAND	WHOLE TIME D	9,398,803	0	0	640,000	10,038,803
	Total		9,398,803	0	0	640,000	10,038,803
lumber o	of CEO, CFO and Comp	bany secretary who	se remuneration d	etails to be entered	1	2	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MANOJ KUMAR DI	CFO	8,586,017	0	0	0	8,586,017
2	SWATI AGARWAL	COMPANY SEC	776,916	0	0	0	776,916
	Total		9,362,933	0	0	0	9,362,933
umber o	of other directors whose	remuneration deta	ils to be entered	1		0	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A.	Whether the company has made compliances and disclosures in respect of applicable	Yes	\bigcirc	No
	provisions of the Companies Act, 2013 during the year	100	\bigcirc	140

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

2

	Name of the court/ concerned Authority	Date of Order		Details of penalty/ punishment	Details of appeal (if any) including present status
SPML Infra Ltd	National Stock Exc	17/05/2021	SEBI (LODR) Regul	450000	Penalty has been paid
SPML Infra Ltd	National Stock Exc	20/08/2021	SEBI (LODR) Regul	340000	Penalty has been paid along w
(B) DETAILS OF CO	MPOUNDING OF OF	FENCES 🕅 N	il 🗌		

Name of the	Name of the court/ concerned Authority	ISACTION LINGAR WHICH	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	TUMUL MAHESWARI
Whether associate or fellow	Associate Fellow
Certificate of practice number	5554

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. ..

30/07/2014

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 compiled 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.

11

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

SUBHASH	Digitally signed by SUBHASH CHAND
CHAND	SETHI
SETHI	Date: 2022.10.28 17:17:06 +05'30'

DIN of the director

To be digitally signed by

00464390							
Tumul Maheshwari	Copies Specify Transitionations (Copies Specify Transitionations) Copies Specify Transitions Copies Specify Transitions (Copies Specify Transitions) (Copies Specify Transitions) (C						

• Company secretary in practice Certificate of practice number Membership number 16464 5554 Attachments List of attachments 1. List of share holders, debenture holders Shareholders_List.pdf Attach List of Debentureholder.pdf 2. Approval letter for extension of AGM; Attach Preference_Shareholders_List.pdf MGT_8.pdf 3. Copy of MGT-8; Attach 4. Optional Attachement(s), if any Attach **Remove attachment** Prescrutiny Submit Modify Check Form

Company Secretary

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