

Annual Return

Form No. MGT – 7

As on financial year ended on March 31, 2019

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules 2014]

I. Registration and Other Details :

i)	Corporate Identification Number (CIN) of the Company	L99999MH1949PLC007039		
	Global Location Number (GLN) of the Company	NIL		
	Permanent Account Number (PAN) of the Company	AAACP2567L		
ii)	(a) Name of the Company	Patel Engineering Limited		
	(b) Registered office address	Patel Estate Road, Jogeshwari (West), Mumbai – 400102		
	(c) Email ID of the Company	investors@pateleng.com		
	(d) Telephone number with STD code	022-26767500		
	(e) Website	www.pateleng.com		
iii)	Date of Incorporation	April 2, 1949		
iv)	Type of Company Category : Sub-Category of the Company:	Public Company Company limited by shares India Non-Government Company		
v)	Whether the Company is having share capital	Yes		
vi)	Whether shares listed on recognized Stock Exchange	Yes		
	(a) Details of stock exchanges where shares are listed	Sr. No.	Stock Exchange Name	Code
		1.	BSE Limited	A 1
		2.	National Stock Exchange of India Limited	A 1024
	(b) CIN of the Registrar and Transfer Agent	U67190MH1999PTC118368		
	Name of the Registrar and Transfer Agent Registered office of the Registrar and Transfer Agent	Link Intime India Private Limited C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai - 400083		
vii)	Financial Years from date To date	01-04-2018 31-03-2019		
viii)	Whether Annual General Meeting held			
	(a) If yes date of AGM	AGM is scheduled on 20 th September, 2019		
	(b) Due date of AGM	30-09-2019		
	(c) Whether any extension of AGM granted	NO		

II. Principal Business Activities of the Company :

Number of business activity: 2

Sr. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% total turnover of the company
1	F	Construction	F2	Roads, railways, Utility projects	93.30
2	L	Real Estate	L1	Real estate activities with own or leased property	6.70

III. Particulars of Holding, Subsidiary and Associate Companies (including joint ventures): 78

Sr. No.	Name and Address of the Company	CIN/FCRN	Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held
1.	Zeus Minerals Trading Pvt. Ltd.	U51909MH2007PTC167522	Subsidiary	100
2.	Patel Concrete & Quarries Pvt. Ltd.	U14200MH2008PTC178210	Subsidiary	100
3.	Friends Nirman Pvt. Ltd.	U70101MH2004PTC308856	Subsidiary	100
4.	Energy Design Pvt. Ltd.	U72900MH2009PTC193475	Subsidiary	100
5.	Patel Lands Ltd.	U70100MH2010PLC207028	Subsidiary	100
6.	Patel Engineering Infrastructure Ltd.	U45201MH2006PLC162858	Subsidiary	100
7.	Patel Engineers Pvt. Ltd.	U70100MH2005PTC157559	Subsidiary	100
8.	Patel Patron Pvt. Ltd.	U45200MH2005PTC158493	Subsidiary	100
9.	Pandora Infra Pvt. Ltd.	U45201MH2006PTC164318	Subsidiary	100
10.	Vismaya Constructions Pvt. Ltd.	U45400MH2007PTC171048	Subsidiary	100
11.	Bhooma Realities Pvt. Ltd.	U45400MH2007PTC171064	Subsidiary	100
12.	Hampus Infrastructure Limited	U74999RJ2018PTC060722	Subsidiary	100
13.	Shashvat land Projects Pvt. Ltd.	U70102MH2007PTC171886	Subsidiary	100
14.	Patel Energy Resources Ltd.	U40102TG2008PLC073509	Subsidiary	100
15.	Shreeanant Construction Pvt. Ltd.	U45200MH2005PTC158079	Subsidiary	100
16.	Apollo Buildwell Pvt. Ltd.	U45200MH2007PTC167521	Subsidiary	100
17.	Arsen Infra Pvt. Ltd.	U45201MH2006PTC164319	Subsidiary	100
18.	Lucina Realtors Pvt. Ltd.	U70109MH2007PTC166898	Subsidiary	100
19.	PBSR Developers Pvt. Ltd.	U45209TG2012PTC078886	Subsidiary	100
20.	Phedra Projects Pvt. Ltd.	U45201MH2006PTC164317	Subsidiary	100
21.	Patel Hydro Power Pvt. Ltd.	U40108UP2010PTC042685	Subsidiary	100
22.	Dirang Energy Pvt. Ltd.	U40101UP2008PTC049630	Subsidiary	100
23.	West Kameng Energy Pvt. Ltd.	U40101UP2008PTC048287	Subsidiary	100
24.	Digin Hydro Power Pvt. Ltd.	U40102UP2008PTC048202	Subsidiary	100
25.	Meyong Hydro Power Pvt. Ltd.	U40104UP2008PTC048337	Subsidiary	100

26.	Saskang Rong Energy Pvt. Ltd..	U40108MH2008PTC185929	Subsidiary	100
27.	Patel Thermal Energy Pvt. Ltd.	U40102TG2011PTC072720	Subsidiary	100
28.	PEL Power Limited	U40108TG2006PLC067638	Subsidiary	100
29.	PEL Port Pvt. Ltd.	U74999TG2008PTC066862	Subsidiary	100
30.	Jayshe Gas Power Pvt. Ltd.	U40300TG2010PTC071867	Subsidiary	100
31.	Patel Energy Projects Pvt. Ltd.	U40102TG2008PTC101411	Subsidiary	100
32.	Patel Energy Assignment Pvt. Ltd.	U40101TG2008PTC100513	Subsidiary	100
33.	Patel Energy Operations Pvt. Ltd.	U40102MH2008PTC184032	Subsidiary	100
34.	Patel Energy Ltd.	U70100MH1996PLC102612	Subsidiary	99.99
35.	Hera Realcon Pvt. Ltd.	U70109MH2007PTC166825	Subsidiary	97.13
36.	Patel KNR Infrastructures Ltd.	U45201MH2006PLC162856	Subsidiary	60
37.	Michigan Engineers Pvt. Ltd.	U45300MH1973PTC016515	Subsidiary	51
38.	Patel Engineering Lanka (Pvt.) Ltd.	N.A.	Subsidiary	100
39.	Patel Engineering (Mauritius) Ltd.	N.A.	Subsidiary	100
40.	Patel Engineering Inc.	N.A.	Subsidiary	100
41.	Patel Engineering (Singapore) Pte. Ltd.	N.A.	Subsidiary	100
42.	Waterfront Developers Ltd.	N.A.	Subsidiary	100
43.	Les Salines Development Ltd.	N.A.	Subsidiary	100
44.	La Bourgade Development Ltd.	N.A.	Subsidiary	100
45.	Ville Magnifique Development Ltd.	N.A.	Subsidiary	100
46.	Sur La Plage Development Ltd.	N.A.	Subsidiary	100
47.	PT PEL Mineral Resources	N.A.	Subsidiary	100
48.	PT Patel Engineering Indonesia	N.A.	Subsidiary	100
49.	Patel Mining (Mauritius) Ltd.	N.A.	Subsidiary	100
50.	Enrich Mining Vision Lda	N.A.	Subsidiary	100
51.	Patel Mining Privilege Lda.	N.A.	Subsidiary	100
52.	Patel Infrastructure, Lda	N.A.	Subsidiary	100
53.	Trend Mining Projects, Lda	N.A.	Subsidiary	100
54.	Accord Mines Venture, Lda	N.A.	Subsidiary	100
55.	Netcore Mining Operations, Lda	N.A.	Subsidiary	100
56.	Metalline Mine Works, Lda	N.A.	Subsidiary	100
57.	Patel Assignment Mozambique, Limitada,	N.A.	Subsidiary	100
58.	Chivarro Mines Mozambique, Lda	N.A.	Subsidiary	100
59.	Fortune Mines Concession, Lda	N.A.	Subsidiary	100
60.	Omni Mines Enterprises, Lda	N.A.	Subsidiary	100
61.	Quest Mining Activities, Lda	N.A.	Subsidiary	100

62.	Naulo Nepal Hydro Electric Pvt. Ltd.	N.A.	Subsidiary	90
63.	ASI Global LLC.	N.A.	Subsidiary	100
64.	ASI Constructors Inc., USA	N.A.	Subsidiary	66.37
65.	Patel Surya (Singapore) Pte Ltd.	N.A.	Subsidiary	60
66.	PT Surya Geo Minerals	N.A.	Subsidiary	100
67.	Patel Param Minerals Pte Ltd.	N.A.	Subsidiary	60
68.	Pt Patel Surya Minerals	N.A.	Subsidiary	60
69.	Patel Param Energy Pte Ltd.	N.A.	Subsidiary	60
70.	Pt Patel Surya Jaya	N.A.	Subsidiary	60
71.	Patel Param Natural Resources Pte Ltd.	N.A.	Subsidiary	60
72.	PT Surpat Geo Minerals	N.A.	Subsidiary	100
73.	Bellona Estate Developers Ltd.	U70200MH2007PLC166899	Associates	49
74.	Hitodi Infrastructure Limited	U74999RJ2017PLC059545	Associates	49
75.	Patel KNR Heavy Infrastructure Ltd.	U70102TG2006PLC049949	Associates	42
76.	PAN Realtors Private Limited	U70101DL2009PTC193609	Associates	37.57
77.	Raichur Sholapur Transmission Co. Pvt. Ltd.	U40108MH2009PTC220024	Associates	33.34
78.	ACP Tollways Pvt. Ltd.	U45400UP2011PTC047755	Associates	32

IV. Share Capital, Debenture 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	2,750,000,000	164,248,506	164,248,506	164,248,506
Total amount of equity shares (in Rupees)	2,750,000,000	164,248,506	164,248,506	164,248,506

Number of classes: 1

S. No.	Name	Designation	Gross Salary	Commission
Number of equity shares	2,750,000,000	164,248,506	164,248,506	164,248,506
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	2,750,000,000	164,248,506	164,248,506	164,248,506

(b) Preference Share capital

Class of shares (Preference Shares)	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	80	0	0	0
Nominal value per share (in rupees)	10,000,000	10,000,000	10,000,000	10,000,000
Total amount of equity shares (in rupees)	800,000,000	0	0	0

Number of classes: 1

Class of shares (Preference Shares)	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	80	0	0	0
Nominal value per share (in rupees)	10,000,000	10,000,000	10,000,000	10,000,000
Total amount of equity shares (in rupees)	800,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised capital
Total amount of unclassified	0

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

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total Premium
Equity shares				
At the beginning of the year	15,69,94,691	15,69,94,691	15,69,94,691	
Increase during the year	72,53,815	72,53,815	72,53,815	0
i. Public Issues	0	0	0	0
ii. Rights Issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOP	72,53,815	72,53,815	7253815	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ ADRs	0	0	0	0
x. Other Specify	0	0	0	0
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0

iv. Others, specify	0	0	0	0
At the end of the year	16,42,48,506	16,42,48,506	0	0
Preference shares	0	0	0	0
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify	0	0	0	0
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify	0	0	0	0
At the end of the year	0	0	0	0

(ii) Details of stock split/ consolidated during the year (for each class of shares): NIL

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

The details are available with the Company and can be obtained by the members upon request.

(iv) Indebtedness including debentures (Outstanding as at the end of the financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	1,138	10,00,000	1,13,80,00,000
Partly convertible debentures	0	0	0
Fully convertible debentures	6067671	1,000	6,06,76,71,015
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits	-	-	13,22,51,16,677
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits	-	-	2,63,52,56,436
Deposits	-	-	0
Total	-	-	23,06,60,44,128

Detail of Debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as the end of the year
Non-convertible debentures	1,600,000,000	0	46,20,00,000	1,13,80,00,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	5,923,530,000	14,41,41,015	0	6,06,76,71,015

v) Securities (other than shares and debentures): NA

V. Turnover and Net Worth of the Company

- i. Turnover: 20,69,89,00,000
- ii. Networth of the Company: 22,887,750,228

VI. (a) Shareholding Pattern - Promoters

S. No.	Category	Equity		Preference	
		No. of shares	Percentage	No. of shares	Percentage
1.	Individual / Hindu Undivided Family				
	(i) Indian	28,82,500	1.75	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government	0	0	0	0
	(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	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	2,90,86,149	17.71	0	0
10.	Others	0	0	0	0
	Total	3,19,68,649	19.46	0	0

Total number of shareholders (promoters): 6

(b) Share holding pattern – Public / Other than promoters

S. No.	Category	Equity		Preference	
		No. of shares	Percentage	No. of shares	Percentage
1.	Individual / Hindu Undivided Family				
	(i) Indian	2,80,26,261	17.06	0	0
	(ii) Non-resident Indian (NRI)	8,70,717	0.53	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	22,66,764	1.38	0	0
4.	Banks	7,52,11,986	45.79	0	0
5.	Financial institutions	3,10,019	0.19	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0

8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	36,91,953	2.25	0	0
10.	Others	2,19,02,157	13.34	0	0
	Total	13,17,24,489	80.54	0	0

Total number of shareholders (other than promoters):

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

VII. Number of Promoter, 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	9	6
Members (other than promoters)	58,813	57,871
Debenture holders	30	1

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 the directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	0	1	0	0.82	0.00
B. Non-Promoter	3	4	3	4	0.00	0.02
(i) Non-independent	3	0	3	0	0.00	0.00
(ii) Independent	0	4	0	4	0.00	0.02
C. Nominee Directors representing	0	0	0	0	0.00	0.00
(i) Banks & FIs	0	0	0	0	0.00	0.00
(ii) Investing institutions	0	0	0	0	0.00	0.00
(iii) Government	0	0	0	0	0.00	0.00
(iv) Small share holders	0	0	0	0	0.00	0.00
(v) Others	0	0	0	0	0.00	0.00
Total	4	4	4	4	0.82	0.02

Number of Directors and Key Managerial Personnel (who is not director) as on financial year end date: 10

(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: if any)
Mr. Rupen Patel	00025983	Managing Director	1352600	
Mr. Khizer Ahmed	00032567	Director	26500	
Mr. S. Jambunathan	00063729	Director	50	
Ms. Geetha Sitaraman	07138206	Director	0	
Mr. Barendra Bhoi	08197173	Director	0	
Mr. C. K. Singh	00196978	Whole-time Director	200	
Ms. Kavita Shirvaikar	ABBPR1695J	CFO	0	
Ms. Kavita Shirvaikar	07737376	Whole-time Director	0	
Mr. Sunil Sapre	05356483	Whole-time Director	0	
Ms. Shobha Shetty	AAQPS3031B	Company Secretary	200	

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

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)
Mr. K. Ramasubramanian	01623890	Independent Director	06-08-2018	Cessation
Mr. Barendra Bhoi	08197173	Additional Director	14-08-2018	Appointed as Additional Director
Mr. Barendra Bhoi	08197173	Independent Director	14-08-2018	Change in designation to Independent Director

IX. Meeting of Members/ Class of Members/ Board/ Committees of the Board of Directors

A. Members/ Class/ Requisitioned/ NCLT/ Court Convened Meetings

Number of meetings held:

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	27-09-2018	59,852	55	

B. Board Meetings

Number of meetings held:

S. No.	Date of meeting	Total number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28-05-2018	8	7	87.50
2	14-08-2018	7	5	71.43
3	14-11-2018	8	6	75.00
4	12-02-2019	8	6	75.00

C. Committee Meetings

Number of meetings held:

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	28-05-2018	4	3	75.00
2	Audit Committee	14-08-2018	4	3	75.00
3	Audit Committee	14-11-2018	4	3	75.00
4	Audit Committee	12-02-2019	4	4	100.00
5	Nomination & Remuneration Committee	14-08-2018	4	3	75.00
6	Nomination & Remuneration Committee	14-11-2018	4	3	75.00
7	Stakeholders Relationship Committee	28-05-2018	3	2	66.66
8	CSR Committee	28-05-2018	3	2	66.66

D. Attendance of Directors

S. No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		No. of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	No. of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1.	Mr. Rupen Patel	4	4	100.00	7	7	100.00	
2.	Mr. Khizer Ahmed	4	4	100.00	8	8	100.00	
3.	Mr. S Jambunathan	4	1	25.00	7	1	14.26	
4.	Mr. K Ramasubramanian	1	1	100.00	2	2	100.00	NA
5.	Ms. Geetha Sitaraman	4	4	100.00	5	5	100.00	
6.	Mr. C. K. Singh	4	2	50.00	0	0	0.00	

7.	Ms. Kavita Shirvaikar	4	4	100.00	1	1	100.00
8.	Mr. Sunil Sapre	4	2	50.00	0	0	0.00
9.	Mr. Barendra Bhoi	2	2	100.00	0	0	0.00

X. Remuneration of Directors and Key Managerial Personnel

Number of Managing Director, Whole-time Director and/or Manager whose remuneration details to be entered: 4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity	Others	Total Amount
1.	Mr. Rupen Patel	Managing Director	3,78,92,544	0	0	17,02,080	3,95,94,624
2.	Ms. Kavita Shirvaikar	Whole-time Director	1,55,07,933	0	0	8,40,000	1,63,47,933
3.	Mr. C K Singh	Whole-time Director	1,50,48,356	0	0	8,10,000	1,58,58,356
4.	Mr. Sunil Sapre	Whole-time Director	5826189	0	0	3,78,000	62,04,189

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.	Ms. Kavita Shirvaikar	CFO	0	0	0	0	0
2.	Ms. Shobha Shetty	Company Secretary	30,22,635	0	0	1,98,000	32,20,635

Number of other directors whose remuneration details to be entered: NIL

XI. Matters Related To Certification of Companies 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

B. If No, give reasons/ observations- NA

XII. Penalty and Punishment – Details thereof

(A) Details of Penalties / Punishments imposed on Company/ Directors/ Officers: NIL

(B) Details of Compounding of Offences: NIL

XIII. Whether complete list of shareholders, debenture holders has been enclosed as attachment:

The details are available with the Company and can be obtained by the members upon request.

XIV. Compliance of Sub-Section (2) of Section 92, incase of listed companies

In case of a listed company or 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

Form MGT-8 will be obtained from the Company's Secretarial Auditor for FY 2018-19