

ANNUAL RETURN

Form No. MGT-7

[Pursuant to sub-section (1) of section 92 of 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 : L45200MH1999PLC118949
Global Location Number (GLN) of the Company : NIL
Permanent Account Number (PAN) of the Company : AAACG8904C
- ii. (a) Name of Company : Mahindra Lifespace Developers Limited
(b) Registered Office address : Mahindra Towers, 5th Floor, Worli, Mumbai- 400 018, Maharashtra, India
(c) E-mail ID of the Company : kulkarni.suhas2@mahindra.com
(d) Telephone number with STD code : 022 67478600 / 01
(e) Website : www.mahindralifespaces.com
- iii. Date of Incorporation : 16/03/1999

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
- vi. Whether shares listed on recognised Stock Exchange : Yes
- (a) Details of the Stock Exchange where shares of the Company are Listed

Sr.No	Stock Exchange name	Code
1	National Stock Exchange of India Limited (NSE)	MAHLIFE
2	BSE Ltd.	532313

- (b) CIN of the Registrar and Share Transfer Agent : U72400TG2017PTC117649
Name of the Registrar and Transfer Agent : KFin Technologies Private Limited
Registered office of the Registrar and Transfer Agent : Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana - 500032
- vii. Financial Year From date 01/04/2020 To date 31/03/2020
Whether Annual General Meeting Held : No

- (a) If yes, date of AGM : Scheduled on 28/08/2020
- (b) Due date of AGM : 30/09/2020
- (c) Whether extension for AGM Granted : Not applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Number of Activities : 1

Sr.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	95.71

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

No. of Companies for which information is to be given: 19

Sr.No	Name of the Company	CIN / FCRN	Holding/ Subsidiary / Associate / Joint Venture	% of shares held
1	Mahindra and Mahindra Limited	L65990MH1945PLC004558	Holding	51.48
2	Mahindra World City Developers Limited	U92490TN1997PLC037551	Subsidiary	89.00
3	Mahindra World City (Jaipur) Limited	U45209RJ2005PLC021207	Subsidiary	74.00
4	Mahindra Integrated Township Limited	U74140TN1996PLC068288	Subsidiary	97.14*
5	Mahindra Residential Developers Limited	U45200TN2008PLC066292	Subsidiary	97.14^
6	Mahindra Industrial Park Chennai Limited	U45209TN2014PLC098543	Subsidiary	53.40^
7	Mahindra Homes Private Limited	U70102MH2010PTC203618	Subsidiary	71.61
8	Mahindra Happinest Developers Limited	U70100MH2017PTC299424	Subsidiary	51.00
9	Mahindra Bloomdale Developers Limited (formerly known as Mahindra Bebanco Developers Limited)	U45203MH2008PLC183107	Subsidiary	100.00
10	Mahindra Infrastructure Developers Limited	U45201MH2001PLC131942	Subsidiary	100.00
11	Mahindra World City (Maharashtra) Limited	U45309MH2005PLC156225	Subsidiary	100.00
12	Knowledge Township Limited	U72900MH2007PLC173137	Subsidiary	100.00
13	Industrial Township (Maharashtra) Limited	U45203MH2008PLC184190	Subsidiary	100.00
14	Anthurium Developers Limited	U70109MH2010PLC203619	Subsidiary	100.00

15	Mahindra Industrial Park Private Limited (formerly known as Industrial Cluster Private Limited)	U70102MH2013PTC241512	Subsidiary	100.00
16	Deep Mangal Developers Private Limited@	U70102MH1989PTC051878	Subsidiary	100.00*
17	Mahindra Water Utilities Limited	U45205MH1999PLC121235	Subsidiary	98.99^
18	Moonshine Construction Private Limited	U45200MH1996PTC099607	Subsidiary	100.00\$
19	Mahindra Knowledge Park (Mohali) Limited	U00000PB2000PLC024091	Subsidiary	99.97\$

*Includes direct and indirect holding through subsidiary company.

^Indirect shareholding through subsidiary company.

\$ Includes direct and indirect holding through subsidiary company by way of equity shares and preference shares on which voting rights are accrued.

IV. SHARE CAPITAL, DEBENTURE AND OTHER SECURITIES OF THE COMPANY

I. SHARE CAPITAL

(a) Equity share capital

Particulars	Authorized capital	Issued capital	Subscribed capital	Paid-up capital
Total number of equity shares	115,000,000	51,412,451	51,361,388	51,361,388
Total amount of Equity Shares (in Rupees)	1,150,000,000	514,124,510	513,613,880	513,613,880

Number of Classes: 0

Class of Shares Equity Shares	Authorized capital	Issued capital	Subscribed capital	Paid-up capital
Number of Equity Shares	115,000,000	51,412,451	51,361,388	51,361,388
Nominal value per share (in rupees)	10	10	10	10
Total amount of Equity Shares (in rupees)	1,150,000,000	514,124,510	513,613,880	513,613,880

(b) Preference share capital

Particulars	Authorized 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 Equity Shares	Authorized capital	Issued capital	Subscribed capital	Paid-up capital
Number of Preference Shares	0	0	0	0
Nominal value per share (in	0	0	0	0

rupees)				
Total amount of Preference Shares (in rupees)	0	0	0	0

(c) Unclassified Share Capital

Particulars	Authorised Share Capital
Total amount of unclassified shares	60,000,000

(d) Break -Up of the 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	51,349,088	513,490,880	513,490,880	0
Increase during the year	12,300	123,000	123,000	0
i. Public issue	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. ESOPs	12,300	123,000	123,000	0
vi. Sweat Equity shares allotted	0	0	0	0
vii. Conversion of preference shares	0	0	0	0
viii. Conversion of debentures	0	0	0	0
ix. GDRs/ ADRs	0	0	0	0
x. Others, 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	51,361,388	513,613,880	513,613,880	0
Preference Shares				
At the beginning of the year	0	0	0	0
Increase during the year	0	0	0	0
I. Issue 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/consolidation during the year (for each class of shares): Nil

III. Details of Shares /Debenture Transfer since closure date of last financial year (or in case of first return at any time since the incorporation of the Company)

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

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

Particulars	Number of units	Nominal value per unit	Total value (in Rs.)
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits	0	0	87,85,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			1,18,30,28,543
Deposits	0	0	0
Total			1,19,18,13,543

Details of Debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

V. Securities (other than shares and debentures) : Not Applicable

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

i. Turnover	Rs. 4,39,88,46,635/-
ii. Net worth of the Company	Rs. 14,96,28,64,868.95/-

VI. (a) SHAREHOLDING PATTERN- Promoters

Sr. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family	0	0	0	0
	(i) Indian	0	0	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)	26,439,850	51.47	0	0
10	Others, specify	0	0	0	0
11	Total	26,439,850	51.47	0	0

Total number of shareholders (promoters): 1

(b) SHAREHOLDING PATTERN- Public / Other than promoters

Sr. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	8,796,390	17.13	0	0.00
	(ii) Non-Resident Indian (NRI)	504,770	0.98	0	0.00
	(iii) Foreign National (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government			0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies			0	0.00
3	Insurance Companies	1,453,632	2.83	0	0.00
4	Banks	12,817	0.02	0	0.00
5	Financial institutions	8,085	0.02	0	0.00
6	Foreign Institutional Investors	2,346,625	4.57	0	0.00
7	Mutual Funds	5,145,286	10.02	0	0.00
8	Venture Capital	0	0.00	0	0.00
9	Body Corporate (not mentioned above)	1,562,844	3.04	0	0.00
10	Others, specify			0	0.00
	➤ Foreign portfolio Investors	4,541,394	8.84	0	0.00
	➤ Trusts	58,904	0.11	0	0.00
	➤ Alternative Investment Funds	81,813	0.16	0	0.00
	➤ Overseas Corporate Bodies	11	0.00	0	0.00
	➤ Clearing members	197,623	0.38	0	0.00
	➤ GDR	43,040	0.08	0	0.00
	➤ Unit Trust of India	250	0.00	0	0.00
	➤ IEPF	168,054	0.33	0	0.00
	Total (10)	50,901,089	9.91	0	0.00
	Grand Total	24,921,538	48.52	0	0.00

Total number of shareholders (other than promoters): 58,186

Total number of shareholders (Promoters + Public/ other than promoters): 58,187

**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)	59,322	58,186
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANGERIAL 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						
(i) Non- Independent	1	2	1	2	0.01	0.32
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing						
(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	0.01	0.32

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)
Arun Kumar Nanda	00010029	Director	166,212	---
Bharat Shah	00136969	Director	0	---
Amrita Verma Chowdhury	02178520	Director	0	---
Ameet Hariani	00087866	Director	0	---
Anish Shah	02719429	Director	0	---
Sangeeta Prasad	02791944	Managing Director & Chief Executive Officer	7,500	30/06/2020
Suhas Kulkarni	AACP7794F	Company Secretary	5,073	---
Vimal Agarwal	ADRPA0775G	Chief Financial Officer	0	---

(ii) Particulars of change in director(s) and Key Managerial Personnel during the year: 4

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)
Jayant Manmadkar	ABSPM9835G	Chief Financial Officer	30/04/2019	Cessation
Shailesh Haribhakti	00007347	Director	26/07/2019	Cessation
Vimal Agarwal	ADRPA0775G	Chief Financial Officer	26/07/2019	Appointment
Amrita Verma Chowdhury	02178520	Non-Executive Independent Director	13/08/2019	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 the Meeting	Attendance	
			Number of members attended	% of Total shareholding
Annual General Meeting	26/07/2020	58,874	78	52.26

B. BOARD MEETINGS

Number of Meetings held: 9

Sr.No	Date of Meeting	Total Number of Members entitled to attend the Meeting	Attendance	
			Number of members attended	% of Attendance
1	15/04/2019	6	6	100
2	22/04/2019	6	6	100
3	12/06/2019	6	6	100
4	26/07/2019	6	6	100
5	12/09/2019	6	5	83.33
6	21/10/2019	6	5	83.33
7	13/12/2019	6	5	83.33
8	27/01/2020	6	6	100
9	07/02/2020	6	5	83.33

C. COMMITTEE MEETINGS

Number of Meetings held: 15

Sr.No	Type of Meeting	Date of Meeting	Total Number of Members entitled to attend the Meeting	Attendance	
				Number of members attended	% of Attendance
1	Audit Committee	22/04/2019	4	4	100
2	Audit Committee	26/07/2019	4	4	100
3	Audit Committee	12/09/2019	3	2	66.67
4	Audit Committee	21/10/2019	3	2	66.67
5	Audit Committee	27/01/2020	4	3	75.00
6	Nomination & Remuneration Committee	22/04/2019	4	4	100
7	Nomination & Remuneration Committee	26/07/2019	4	4	100
8	Nomination & Remuneration Committee	21/10/2019	4	3	75.00
9	Nomination & Remuneration Committee	07/02/2020	4	3	75.00
10	Nomination & Remuneration Committee	17/02/2020	4	3	75.00
11	Corporate Social Responsibility Committee	22/04/2019	3	3	100
12	Corporate Social Responsibility Committee	21/10/2019	3	3	100
13	Committee for Land Acquisition	27/01/2020	3	3	100
14	Stakeholder Relationship Committee	21/10/2019	3	3	100
15	Committee for investment in residential Joint Ventures / Large Format Developments	27/01/2020	3	3	100

X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 1

(Rs. In Lakhs)

Sr.No	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity	Others	Total Amount
1	Ms. Sangeeta Prasad	Managing Director & CEO	285.48	0	0	18.83	304.31

Number of CEO, CFO and Company Secretary whose remuneration details to be entered: 3

(Rs. In lakhs)

Sr. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity	Others	Total Amount
1	Mr. Suhas Kulkarni	Company Secretary	105.93	0	0	12.76	118.69
2	Mr. Jayant Manmadkar	Chief Financial Officer	38.68	0	0	14.17	52.85
3	Mr. Vimal Agarwal	Chief Financial Officer	96.32	0	0	4.51	100.83
Total			240.93	0	0	31.44	272.37

Number of other directors whose remuneration details to be entered: 5

Sr. No.	Name	Designation	Gross Salary	Commission #	Stock Option / Sweat Equity	Others (Sitting fees for Board and Committee meetings)	Total Amount
1	Mr. Arun Kumar Nanda	Director	0	0	0	1,140,000	1,140,000
2	Mr. Shailesh Haribhakti	Director	0	0	0	520,000	520,000
3	Mr. Bharat Shah	Director	0	0	0	1,230,000	1,230,000
4	Mr. Ameet Hariani	Director	0	0	0	1,210,000	1,210,000
5	Ms. Amrita Chowdhury	Director	0	0	0	720,000	720,000
Total			0	0	0	4,820,000	4,820,000

In view of loss in the FY 2019-20 and at the request made by all Non-Executive Directors, the Board of Directors at its meeting held on 14th May, 2020, has determined that no commission be paid to the Non-Executive Non-Independent Chairman and to Non-Executive Independent Directors for the financial year ended on 31st March, 2020

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- A. Whether the Company has made compliances and disclosure in respect of applicable provisions of the Companies Act, 2013 during the year : Yes
- B. If No, give reasons/observations: Not applicable

XII. PENALTY AND PUNISHMENT- DETAILS THEREOF

- (A) DETAILS of Penalties/Punishment imposed on Company/ Directors/Officers: **NIL**
- (B) DETAILS of Compounding of Offences - Not applicable

XIII. WHETHER COMPLETE LIST OF SHAREHOLDERS, DEBENTURE HOLDERS HAS BEEN ENCLOSED AS AN ATTACHEMENT

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

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, INCASE OF LISTED COMPANIES

In case of a listed company or 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 2019-20.

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 his Return, the Company has complied with all the provisions of the Act during the financial year.
