

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)

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

U70109KA2019PTC130430

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AATCA0250C

(ii) (a) Name of the company

AGP DC INFRA TWO PRIVATE L

(b) Registered office address

'Assetz House' No. 30,
Crescent Road,
Bengaluru
Bangalore
Karnataka
560001

(c) *e-mail ID of the company

agp.compliance@agpgroup.cc

(d) *Telephone number with STD code

8046674000

(e) Website

(iii) Date of Incorporation

06/12/2019

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

(e) Extended due date of AGM after grant of extension

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	0

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				

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	13,000,000	10,038,680	10,038,680	10,038,680
Total amount of equity shares (in Rupees)	130,000,000	100,386,800	100,386,800	100,386,800

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	13,000,000	10,038,680	10,038,680	10,038,680
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	130,000,000	100,386,800	100,386,800	100,386,800

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	3,700,000	3,011,600	3,011,600	3,011,600
Total amount of preference shares (in rupees)	370,000,000	301,160,000	301,160,000	301,160,000

Number of classes

3

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class A				
Number of preference shares	1,850,000	1,505,800	1,505,800	1,505,800
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	185,000,000	150,580,000	150,580,000	150,580,000

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class B				
Number of preference shares	1,628,000	1,316,933	1,316,933	1,316,933
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	162,800,000	131,693,300	131,693,300	131,693,300

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class C				
Number of preference shares	222,000	188,867	188,867	188,867
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	22,200,000	18,886,700	18,886,700	18,886,700

(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	1,000	0	1000	10,000	10,000	
Increase during the year	10,037,680	0	10037680	100,376,800	100,376,800	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	10,037,680	0	10037680	100,376,800	100,376,800	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						
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	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	10,038,680	0	10038680	100,386,800	100,386,800	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	3,011,600	0	3011600	301,160,000	301,160,000	0
i. Issues of shares	3,011,600	0	3011600	301,160,000	301,160,000	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	3,011,600	0	3011600	301,160,000	301,160,000	

ISIN of the equity shares of the company

(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	27/09/2021
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Date of registration of transfer (Date Month Year)		20/05/2021	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	999	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	01		
Transferor's Name	Thiruppathi		Somasundaram
	Surname	middle name	first name
Ledger Folio of Transferee	03		
Transferee's Name			AGP Data Centre Holdings Pte
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		20/05/2021	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	02		
Transferor's Name	Subbegowda	Hassan	Triveniyadav
	Surname	middle name	first name
Ledger Folio of Transferee	04		
Transferee's Name	Shetty	Laxman	Jagannatha
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)				04/02/2022			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		999		Amount per Share/ Debenture/Unit (in Rs.)		10	
Ledger Folio of Transferor				03			
Transferor's Name						AGP Data Centre Holdings Pte	
		Surname		middle name		first name	
Ledger Folio of Transferee				05			
Transferee's Name						IDCCO. Pte. Ltd.	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				04/02/2022			
Type of transfer		Debentures		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		1,007,292		Amount per Share/ Debenture/Unit (in Rs.)		100	
Ledger Folio of Transferor				01			
Transferor's Name						AGP Data Centre Holdings Pte	
		Surname		middle name		first name	
Ledger Folio of Transferee				02			
Transferee's Name						IDCCO. Pte. Ltd.	
		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	16,061,880	100	1,606,188,000
Total			1,606,188,000

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	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	1,606,188,000	0	1,606,188,000

(v) Securities (other than shares and debentures)

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

0

(ii) Net worth of the Company

395,591,000

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	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
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)	5,648,897	56.27	1,694,667	56.27
10.	Others National Infrastructure and Inves	4,389,782	43.73	1,316,933	43.73

	Total	10,038,679	100	3,011,600	100
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Total number of shareholders (promoters)

3

(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	1	0	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
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)	0	0	0	0
10.	Others	0	0	0	0
	Total	1	0	0	0

Total number of shareholders (other than promoters)

1

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

4

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	2	3
Members (other than promoters)	0	1
Debenture holders	3	3

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	2	0	6	0	0
B. Non-Promoter	0	0	0	0	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	0	0	0	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	0	2	0	6	0	0

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

6

(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)
BEN CAMERON MELV	00283128	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
AMBALIKA BANERJI	02274593	Director	0	
VINOD PREMCHAND C	02632824	Director	0	
JOHN RANDALL FREE	09511076	Director	0	
YANIV GHITIS	09513321	Director	0	
JONATHAN PAUL WAL	09513818	Director	0	

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

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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)
BEN CAMERON MELV	00283128	Additional director	05/03/2022	Appointment
AMBALIKA BANERJI	02274593	Additional director	05/03/2022	Appointment
VINOD PREMCHAND C	02632824	Additional director	05/03/2022	Appointment
JOHN RANDALL FREE	09511076	Additional director	05/03/2022	Appointment
YANIV GHITIS	09513321	Additional director	05/03/2022	Appointment
JONATHAN PAUL WAL	09513818	Additional director	05/03/2022	Appointment
SOMASUNDARAM THI	07016259	Director	07/03/2022	Cessation
TRIVENIYADAV HASSA	07671956	Director	07/03/2022	Cessation
BEN CAMERON MELV	00283128	Director	07/03/2022	Change in designation
AMBALIKA BANERJI	02274593	Director	07/03/2022	Change in designation
VINOD PREMCHAND C	02632824	Director	07/03/2022	Change in designation
JOHN RANDALL FREE	09511076	Director	07/03/2022	Change in designation
YANIV GHITIS	09513321	Director	07/03/2022	Change in designation
JONATHAN PAUL WAL	09513818	Director	07/03/2022	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

6

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EXTRA ORDINARY GENERAL MEETING	01/06/2021	2	2	100
EXTRA ORDINARY GENERAL MEETING	16/08/2021	2	2	100
ANNUAL GENERAL MEETING	27/09/2021	2	2	100
EXTRA ORDINARY GENERAL MEETING	28/01/2022	2	2	100
EXTRA ORDINARY GENERAL MEETING	02/03/2022	2	2	100
EXTRA ORDINARY GENERAL MEETING	07/03/2022	3	3	100

B. BOARD MEETINGS

*Number of meetings held

13

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/04/2021	2	2	100
2	20/05/2021	2	2	100
3	23/06/2021	2	2	100
4	12/08/2021	2	2	100
5	02/09/2021	2	2	100
6	10/11/2021	2	2	100
7	11/11/2021	2	2	100
8	03/12/2021	2	2	100
9	27/01/2022	2	2	100
10	04/02/2022	2	2	100
11	02/03/2022	2	2	100
12	05/03/2022	2	2	100

C. COMMITTEE MEETINGS

Number of meetings held

0

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					

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	30/11/2022
								(Y/N/NA)
1	BEN CAMERON	1	1	100	0	0	0	Yes
2	AMBALIKA BANERJEE	1	1	100	0	0	0	Yes
3	VINOD PREMJI	1	1	100	0	0	0	Yes
4	JOHN RANDALL	1	1	100	0	0	0	No
5	YANIV GHITIS	1	1	100	0	0	0	No
6	JONATHAN PEARSON	1	1	100	0	0	0	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							0
	Total						

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

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 provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

The Form MGT-8 has captured the relevant details.

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

SHASHIKANTH NADIG

Whether associate or fellow

Associate Fellow

Certificate of practice number

20499

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.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

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

BEN SALMON
Digitally signed by BEN SALMON
Date: 2023.04.03 17:57:11 +05'30'

DIN of the director

To be digitally signed by

SHASHIKA NTH NADIG
Digitally signed by SHASHIKANTH NADIG
Date: 2023.04.04 11:19:48 +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

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List of attachments

- Board Meeting details.pdf
- Shareholders List.pdf
- AGM Extension.pdf
- MGT-8.pdf**

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

