

# 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

U74999MH2014PTC306120

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAGCR8772D

(ii) (a) Name of the company

SMARTSHIFT LOGISTICS SOLUT

(b) Registered office address

No A-501, A-502, B-504, B-505 and B-506, 5th Floor Universal Business Park, Chandivali, And heri (E) NA  
Mumbai  
Mumbai City  
Maharashtra  
400072

(c) \*e-mail ID of the company

corporate@porter.in

(d) \*Telephone number with STD code

08044104410

(e) Website

www.porter.in

(iii) Date of Incorporation

20/03/2014

(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

## 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	H	Transport and storage	H1	Land Transport via Road	100

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

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

**Pre-fill All**

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Porter Technologies DMCC		Subsidiary	100
2	Porter Global Technologies Pte		Subsidiary	100

## 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	110,000,000	83,825,357	83,825,357	83,825,357
Total amount of equity shares (in Rupees)	1,100,000,000	838,253,570	838,253,570	838,253,570

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital

Number of equity shares	110,000,000	83,825,357	83,825,357	83,825,357
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,100,000,000	838,253,570	838,253,570	838,253,570

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	3,064,778	2,889,014	2,889,014	2,889,014
Total amount of preference shares (in rupees)	326,277,800	305,335,400	305,335,400	305,335,400

Number of classes

10

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.001% Series A CCCPS				
Number of preference shares	107,150	107,150	107,150	107,150
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	10,715,000	10,715,000	10,715,000	10,715,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.01% Series B CCCPS				
Number of preference shares	363,250	363,250	363,250	363,250
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	36,325,000	36,325,000	36,325,000	36,325,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.01% Series B1 CCCPS				
Number of preference shares	281,150	281,150	281,150	281,150
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	28,115,000	28,115,000	28,115,000	28,115,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.01% Series B2 CCCPS				
Number of preference shares	63,577	63,577	63,577	63,577
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	6,357,700	6,357,700	6,357,700	6,357,700

Class of shares 0.01% Series B3 CCCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	23,021	17,821	17,821	17,821
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	2,302,100	1,782,100	1,782,100	1,782,100
Class of shares 0.01% Series B4 CCCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	21,219	21,219	21,219	21,219
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	2,121,900	2,121,900	2,121,900	2,121,900
Class of shares 0.01% Series C CCCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	315,788	315,788	315,788	315,788
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	31,578,800	31,578,800	31,578,800	31,578,800
Class of shares 0.01% Series C1 CCCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	339,533	339,533	339,533	339,533
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	33,953,300	33,953,300	33,953,300	33,953,300
Class of shares 0.01% Series D CCCPS and 0.01% Series E CCCP	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	1,548,090	1,377,866	1,377,866	1,377,866
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	154,809,000	137,786,600	137,786,600	137,786,600
Class of shares 0.001% Series X CCPS	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	2,000	1,660	1,660	1,660
Nominal value per share (in rupees)	10,000	10,000	10,000	10,000
Total amount of preference shares (in rupees)	20,000,000	16,600,000	16,600,000	16,600,000

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	139,019	906,216	1045235	10,452,350	10,452,350	
<b>Increase during the year</b>	273,707	82,507,615	82781322	827,801,220	827,801,220	
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	67,150	82,506,415	82573565	825,735,650	825,735,650	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	206,557	0	206557	2,065,570	2,065,570	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	
x. Others, specify	0	1,200	1200	0	0	0
Conversion from Physical share certificate to Dema						
<b>Decrease during the year</b>	1,200	0	1200	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	1,200	0	1200	0	0	
Conversion from Physical share certificate to Dema						
<b>At the end of the year</b>	411,526	83,413,831	83825357	838,253,570	838,253,570	
<b>Preference shares</b>						

<b>At the beginning of the year</b>	2,226,043	662,971	2889014	305,335,400	305,335,400	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	2,226,043	662,971	2889014	305,335,400	305,335,400	

ISIN of the equity shares of the company

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

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	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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"/>
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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"/>
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Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
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	0	0	0
<b>Total</b>			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
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>					

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



**(i) Turnover**

17,535,794,403

**(ii) Net worth of the Company**

5,183,896,071

**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	37,533,120	44.78	1,660	0.06
	(ii) Non-resident Indian (NRI)	11,333,360	13.52	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
	<b>Total</b>	48,866,480	58.3	1,660	0.06

**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	1,833,280	2.19	20,222	0.7
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	1,291	0.04
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	60,000	0.07	71,066	2.46
9.	Body corporate (not mentioned above)	33,065,597	39.45	2,794,537	96.73
10.	Others Partnership Entity	0	0	238	0.01
	<b>Total</b>	34,958,877	41.71	2,887,354	99.94

**Total number of shareholders (other than promoters)**

52

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

55

**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	3	3
Members (other than promoters)	40	52
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
<b>A. Promoter</b>	2	0	2	0	43.29	0
<b>B. Non-Promoter</b>	0	3	0	3	0	0
(i) Non-Independent	0	3	0	3	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	0	1	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
<b>Total</b>	<b>2</b>	<b>4</b>	<b>2</b>	<b>4</b>	<b>43.29</b>	<b>0</b>

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)
Pranav Goel	02336277	Whole-time director	19,566,560	
Uttam Digga	06818363	Whole-time director	17,966,560	
Manoj Bhat	05205447	Director	0	
Shailesh Lakhani	03567739	Nominee director	0	
Amrita Agarwal	07526644	Director	0	
Vaidhedhi Ravindran	08163327	Director	0	
Pankaj Kumar Shroff	BALPS6020G	CFO	200,000	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Siddharth Sharma	BMVPS7398F	Company Secretary	0	

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

0

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)

**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	22/06/2022	43	11	69.83

**B. BOARD MEETINGS**

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/04/2022	6	5	83.33
2	20/05/2022	6	5	83.33
3	17/06/2022	6	5	83.33
4	29/07/2022	6	6	100
5	23/11/2022	6	5	83.33
6	20/03/2023	6	5	83.33

**C. COMMITTEE MEETINGS**

Number of meetings held

12

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	Management	20/05/2022	3	3	100
2	Management	17/06/2022	3	3	100
3	Management	29/07/2022	3	3	100
4	Management	23/11/2022	3	3	100
5	Management	02/12/2022	3	3	100
6	Management	19/01/2023	3	3	100
7	Management	20/03/2023	3	3	100
8	Allotment Com	05/07/2022	2	2	100
9	Allotment Com	02/03/2023	2	2	100
10	Allotment Com	29/03/2023	2	2	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	01/08/2023
								(Y/N/NA)
1	Pranav Goel	6	6	100	12	12	100	Yes
2	Uttam Digga	6	6	100	10	10	100	Yes
3	Manoj Bhat	6	6	100	2	2	100	Yes
4	Shailesh Lakh	6	5	83.33	2	2	100	Yes
5	Amrita Agarwa	6	4	66.67	0	0	0	Yes
6	Vaidhedhi Rav	6	4	66.67	2	1	50	Yes

**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	Pranav Goel	Whole Time Dire	10,040,531			15,000,000	25,040,531
2	Uttam Digga	Whole Time Dire	10,006,996			15,000,000	25,006,996
	Total		20,047,527	0	0	30,000,000	50,047,527

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	Pankaj Kumar Shro	Chief Financial C	7,752,640			8,500,000	16,252,640
2	Siddharth Sharma	Company Secre	2,100,000				2,100,000
	Total		9,852,640			8,500,000	18,352,640

Number of other directors whose remuneration details to be entered

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 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

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**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:

- 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.
- 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

UTTAM DIGGA  
Digitally signed by UTTAM DIGGA  
 Date: 2023.09.21 18:28:21 +05'30'

DIN of the director

**To be digitally signed by**

SIDDHARTH SHARMA  
Digitally signed by SIDDHARTH SHARMA  
 Date: 2023.09.21 18:28:03 +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

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

List of Shareholders MGT 7 31032023.pdf Smartshift MGT 8- 2022-23.pdf List of Transfers.pdf List of Meetings.pdf
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**Remove attachment**

**Modify**

**Check Form**

**Prescrutiny**

**Submit**

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**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**