

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
- Global Location Number (GLN) of the company
- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) *e-mail ID of the company
- (d) *Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (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 No
- (vi) *Whether shares listed on recognized Stock Exchange(s) Yes No

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(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 | K | Financial and insurance Service | K7 | Financial Advisory, brokerage and Consultancy Services | 84.15 |
| 2 | K | Financial and insurance Service | K8 | Other financial activities | 15.85 |

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 | 10,000,000 | 9,855,147 | 9,855,147 | 9,855,147 |
| Total amount of equity shares (in Rupees) | 100,000,000 | 98,551,470 | 98,551,470 | 98,551,470 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Equity shares | | | | |
| Number of equity shares | 10,000,000 | 9,855,147 | 9,855,147 | 9,855,147 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 100,000,000 | 98,551,470 | 98,551,470 | 98,551,470 |

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares | 30,000,000 | 0 | 0 | 0 |
| Total amount of preference shares (in rupees) | 300,000,000 | 0 | 0 | 0 |

Number of classes

1

| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Redeemable Preference shares | | | | |
| Number of preference shares | 30,000,000 | 0 | 0 | 0 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of preference shares (in rupees) | 300,000,000 | 0 | 0 | 0 |

(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 | 0 | 9,855,147 | 9855147 | 98,551,470 | 98,551,470 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 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 | 0 | 0 | 0 | 0 | 0 | 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 | 0 | 9,855,147 | 9855147 | 98,551,470 | 98,551,470 | |
| Preference shares | | | | | | |
| At the beginning of the year | 0 | 23,620,098 | 23620098 | 236,200,980 | 236,200,980 | |
| Increase during the year | 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 | | | | | | |
| | | | | | | |
| Decrease during the year | 0 | 23,620,098 | 23620098 | 236,200,980 | 236,200,980 | 0 |
| i. Redemption of shares | 0 | 23,620,098 | 23620098 | 236,200,980 | 236,200,980 | 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 | 0 | 0 | 0 | 0 | 0 | |

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 | | <input type="text"/> | |
| 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 | |

| | | | | | | | |
|--|--|--|--|----------------------|--|--|--|
| 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 | 0 | 0 | 0 |
| Total | | | 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 |
|-------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures | 0 | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 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 |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
| | | | | | |
| | | | | | |
| Total | | | | | |

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

(i) Turnover

49,234,547

(ii) Net worth of the Company

369,703,530

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 | 9,855,143 | 100 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |

| | | | | | |
|-----|---|-----------|-----|---|---|
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 9,855,143 | 100 | 0 | 0 |

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 | 4 | 0 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | |
| 10. | Others | 0 | 0 | 0 | |

| | | | | | |
|--|--------------|---|---|---|---|
| | Total | 4 | 0 | 0 | 0 |
|--|--------------|---|---|---|---|

Total number of shareholders (other than promoters)

4

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

7

**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) | 5 | 4 |
| 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 |
| A. Promoter | 1 | 0 | 1 | 0 | 0.39 | 0 |
| B. Non-Promoter | 1 | 3 | 1 | 3 | 0 | 0 |
| (i) Non-Independent | 1 | 1 | 1 | 1 | 0 | 0 |
| (ii) Independent | 0 | 2 | 0 | 2 | 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 | 2 | 3 | 0.39 | 0 |

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

7

(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) |
|-------------------|------------|--------------------|--------------------------------|--|
| NANDKISHORE HARKI | 00265330 | Managing Director | 38,370 | |
| MAYA HITESH GANDH | 00265471 | Whole-time directo | 1 | |
| JAYECHUND JINGREE | 00265671 | Director | 0 | 09/05/2022 |
| ASHOK TIKAMDAS KU | 00463526 | Director | 0 | |
| RAMESH CHANDRA G | 00202434 | Director | 0 | |
| DIAMOND ASHOK DAN | AHIPD7196B | CFO | 1 | |
| SIDDHESHWAR ARJUI | AWHPT1655R | Company Secretar | 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 | 21/05/2021 | 8 | 7 | 100 |

B. BOARD MEETINGS

*Number of meetings held

4

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 11/05/2021 | 5 | 5 | 100 |
| 2 | 05/07/2021 | 5 | 5 | 100 |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 3 | 27/10/2021 | 5 | 5 | 100 |
| 4 | 09/02/2022 | 5 | 5 | 100 |

C. COMMITTEE MEETINGS

Number of meetings held

7

| 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 COMM | 11/05/2021 | 3 | 3 | 100 |
| 2 | AUDIT COMM | 05/07/2021 | 3 | 3 | 100 |
| 3 | AUDIT COMM | 27/10/2021 | 3 | 3 | 100 |
| 4 | AUDIT COMM | 09/02/2022 | 3 | 3 | 100 |
| 5 | NOMINATION | 11/05/2021 | 3 | 3 | 100 |
| 6 | NOMINATION | 09/02/2022 | 3 | 3 | 100 |
| 7 | INDEPENDEN | 09/02/2022 | 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 | |
| | | | | | | | | |
| 1 | NANDKISHOF | 4 | 4 | 100 | 4 | 4 | 100 | Yes |
| 2 | MAYA HITESI | 4 | 4 | 100 | 0 | 0 | 0 | Yes |
| 3 | JAYECHUND | 4 | 4 | 100 | 2 | 2 | 100 | No |
| 4 | ASHOK TIKAM | 4 | 4 | 100 | 7 | 7 | 100 | Yes |
| 5 | RAMESH CHA | 4 | 4 | 100 | 7 | 7 | 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

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-----------------|--------------|--------------|------------|-------------------------------|-----------|--------------|
| 1 | NANDKISHORE HAN | MANAGING DIR | 11,800,000 | 0 | 0 | 329,681 | 12,129,681 |
| 2 | MAYA HITESH GAN | WHOLE-TIME D | 0 | 0 | 0 | 1,320,000 | 1,320,000 |
| | Total | | 11,800,000 | 0 | 0 | 1,649,681 | 13,449,681 |

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 | DIAMOND ASHOK | CFO | 7,436,775 | 0 | 0 | 25,845 | 7,462,620 |
| 2 | SIDDHESHWAR AF | COMPANY SEC | 947,400 | 0 | 0 | 18,000 | 965,400 |
| | Total | | 8,384,175 | 0 | 0 | 43,845 | 8,428,020 |

Number of other directors whose remuneration details to be entered

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|-------------|--------------|------------|-------------------------------|---------|--------------|
| 1 | RAMESH CHANDR | INDEPENDENT | 0 | 0 | 0 | 50,000 | 50,000 |
| 2 | ASHOK TIKAMDAS | INDEPENDENT | 0 | 0 | 0 | 50,000 | 50,000 |
| | Total | | 0 | 0 | 0 | 100,000 | 100,000 |

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.

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 

DIN of the director

To be digitally signed by 

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

| |
|---------------|
| Attach |
| Attach |
| Attach |
| Attach |

List of attachments

| |
|--|
| List of Shareholders as on 31032022.pdf Indsec - MGT 8 - 2022.pdf |
|--|

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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

Company Secretaries

Ref.: _____

FORM NO. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **Indsec Securities and Finance Limited** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on **31st March, 2022**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with provisions of the Act and Rules made there under in respect of:

| Sr. No. | Particulars | Comments / Qualification / Reservation / Remarks |
|---------|---|---|
| 1 | Its status under the Act; | The status of the Company is an Unlisted Public Company Limited by Shares. |
| 2 | Maintenance of registers / records and making entries therein within the time prescribed therefore; | The Company has kept and maintained registers / records as required under the Act and Rules made there under and as explained by the management, the Company has made entries therein within the time prescribed under the Act. |
| 3 | Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time; | The Company has filed requisite forms and returns as prescribed under the Act and Rules made there under with the Registrar of Companies as applicable. It may be noted that the Company was not required to file any form with the Regional Director, Central Government, the Tribunal, Court or other authorities under the Companies Act, 2013. |



Company Secretaries

Ref.: _____

| | | |
|---|---|---|
| 4 | Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed; | <p>The meetings of Board, Committees and the General Meetings were duly called, convened and held on the dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings have been properly recorded and signed in the Minute Book maintained for the purpose.</p> <p>The Company has duly complied with the provisions of the Act and Rules made there under in respect of passing of resolutions by circulation.</p> <p>The Company has not passed resolution by Postal Ballot during the year under review and hence no comment is invited in this respect.</p> |
| 5 | Closure of Register of Members / Security holders, as the case may be; | The Company was not required to and hence have not closed its Register of Member during the year under review. |
| 6 | Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; | The Company has not granted any advances / loans to its directors and/or persons or firms or companies in violation of section 185 of the Act. |
| 7 | Contracts/arrangements with related parties as specified in section 188 of the Act; | As explained by the management, the contracts / arrangements with related parties were entered in the ordinary course of business and at arm's length and hence the provisions of Section 188 of the Act are not attracted. There are no materially significant transactions made by the company with related parties which may have potential conflict with interest of the company at large. |
| 8 | Issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares / securities and issue of security certificate in all instances; | The Company has redeemed the Preference Shares in compliance with the provisions of the Act. There are no instances of issue or allotment, transmission or buy back of securities / alteration or reduction of share capital / conversion of shares / securities during the financial year under review. |



Company Secretaries

Ref.: _____

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| 9 | Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act; | As informed by the management, there were no instance of keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares and hence no comment is invited in respect of the same. |
| 10 | Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act; | The Company has not declared / paid any dividend during the financial year under review. As explained by the management and confirmed by the Auditors in their report, there are no unpaid / unclaimed dividend or any other amount which were required to be deposited to Investor Education and Protection Fund in accordance with Section 125 of the Act. |
| 11 | Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof; | The Company has complied with the provisions of signing of audited financial statement as per the provisions of section 134 of the Act and report of directors as per sub - sections (3), (4) and (5) thereof. |
| 12 | Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosure of Directors, key Managerial Personnel and remuneration paid to them; | <p>The Board of Directors of the Company is duly constituted.</p> <p>There was no incidence of new appointment of Key Managerial Person (KMP) /resignation of Director/ retirement / directors filling up casual vacancy during the financial year under review.</p> <p>The Company has complied with the provisions relating to disclosure of Director's interest.</p> <p>The Company has complied with the provisions of Payment of Directors Remuneration in agreement with the Provisions of Section 196 / 197 and Schedule V of the Companies Act, 2013.</p> <p>The Company has Key Managerial Personnel as required under section 203 of the Companies Act, 2013.</p> |



NILESH G. SHAH

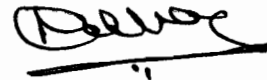
B.Com., LLB (G), F.C.S.

Company Secretaries

Ref.: _____

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| 13 | Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; | The Company has complied with the provisions of Section 139 of the Act relating to appointment. There was no casual vacancy in the office of Auditor during the year and hence no comment is invited in respect of the same. |
| 14 | Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; | The Company was not required to take any approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act and hence no comment is invited in respect of the same. |
| 15 | Acceptance/ renewal/ repayment of deposits; | As informed by the management and confirmed by the auditors in their report, the Company has not accepted / renewed / repaid any deposits and hence no comment is invited. |
| 16 | Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable; | The Company has complied with provisions of the Act & Rules made there under in respect of borrowings from its directors, members, public financial institutions, banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable. |
| 17 | Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act; | The Company has not made any loans and investments or provided guarantees or provided securities to other bodies corporate or persons in violation of provisions of Section 186 of the Act. |
| 18 | Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company; | The Company has not made any alteration of the provisions of the Memorandum and/ or Articles of Association of the Company during the financial year under review. |

Place: Mumbai
Date: 30.06.2022
UDIN: F004554D000548636



Nilesh G. Shah
Proprietor
Company Secretary in Practice
C.P. No.: 2631



INDSEC SECURITIES & FINANCE LIMITED
 301/302, "215 Atrium", A Wing,
 Andheri Kurla Road, Chakala,
 Andheri (East), Mumbai – 400 093
 CIN: U67120MH1993PLC073185

LIST OF SHAREHOLDERS AS ON MARCH 31, 2022

| SR. NO. | DP ID | CLIENT ID | SHAREHOLDER'S NAME - REGISTERED OWNER | SHAREHOLDER'S NAME - BENEFICIAL OWNER | TYPE OF SHARE | NUMBER OF SHARES | AMOUNT PER SHARE (FACE VALUE) | ADDRESS | TOWN /CITY | STATE | PIN CODE |
|---------|----------|-----------|---|---|---------------|------------------|-------------------------------|--|------------|-------------|----------|
| 1 | IN300062 | 10000254 | National Securities Depositories Limited (Demat Shares) | KARUNA N GUPTA | 1 | 3,926,709 | 10 | 8, DARSHAN, 16 FRIENDS C.H.S. LTD., 6TH N.S. ROAD, VILE PARLE (WEST) | MUMBAI | MAHARASHTRA | 400056 |
| 2 | IN300062 | 10005363 | National Securities Depositories Limited (Demat Shares) | NANDKISHORE H GUPTA | 1 | 38,370 | 10 | 8, DARSHAN, 16 FRIENDS C.H.S. LTD., 6TH N.S. ROAD, VILE PARLE (WEST) | MUMBAI | MAHARASHTRA | 400056 |
| 3 | IN300062 | 10017752 | National Securities Depositories Limited (Demat Shares) | NANDKISHORE H GUPTA (HUF) (KARTA - NANDKISHORE H GUPTA) | 1 | 5,890,064 | 10 | 8, DARSHAN, 16 FRIENDS C.H.S. LTD., 6TH N.S. ROAD, VILE PARLE (WEST) | MUMBAI | MAHARASHTRA | 400056 |
| 4 | IN300062 | 10022940 | National Securities Depositories Limited (Demat Shares) | MAYA HITESH GANDHI | 1 | 1 | 10 | FLAT NO. 902, IMUR CHS LIMITED, OFF J.P.ROAD, NEAR APNA BAZAR, SAHAKAR NAGAR, ANDHERI (WEST) | MUMBAI | MAHARASHTRA | 400053 |
| 5 | IN300062 | 10023573 | National Securities Depositories Limited (Demat Shares) | YOGESH DWARKANATH KOKATAY | 1 | 1 | 10 | 7/3, GUJAR NIWAS, G. S. LANE, PAREL | MUMBAI | MAHARASHTRA | 400012 |
| 6 | IN300062 | 10023557 | National Securities Depositories Limited (Demat Shares) | DIAMOND ASHOK DAND | 1 | 1 | 10 | 17/5 AZAD NAGAR,R.A. KIDWAI ROAD, WADALA WEST | MUMBAI | MAHARASHTRA | 400031 |
| 7 | IN300062 | 10023565 | National Securities Depositories Limited (Demat Shares) | DARSHITA SHAH | 1 | 1 | 10 | B-502, SADGURU CHS, LADY FATIMA ROAD, POISAR | MUMBAI | MAHARASHTRA | 400067 |

For Indsec Securities and Finance Limited

Nandkishore Gupta
 Nandkishore Gupta
 Managing Director
 DIN: 00265330

Siddheshwar Thorat
 Siddheshwar Thorat
 Company Secretary
 Mem. No.: A57378



Date: June 30, 2022
 Place: Mumbai

