

# 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

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

NO.202, MAKER TOWER, 'E', 20TH FLOOR,  
CUFFE PARADE, COLABA,  
MUMBAI  
Maharashtra  
400005

(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

Registered office address of the Registrar and Transfer Agents

(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	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	SBICAP SECURITIES LIMITED	U65999MH2005PLC155485	Subsidiary	100
2	SBICAP TRUSTEE COMPANY LI	U65991MH2005PLC158386	Subsidiary	100
3	SBICAP VENTURES LIMITED	U67190MH2005PLC157240	Subsidiary	100
4	SBI PENSION FUNDS PRIVATE L	U66020MH2007GOI176787	Associate	20
5	STATE BANK OF INDIA		Holding	100
6	SBICAP (UK) LTD.		Subsidiary	100
7	SBICAP (SINGAPORE) LTD		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	100,000,000	58,033,711	58,033,711	58,033,711
Total amount of equity shares (in Rupees)	1,000,000,000	580,337,110	580,337,110	580,337,110

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY SHARE OF RS. 10</b>				
Number of equity shares	100,000,000	58,033,711	58,033,711	58,033,711
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000,000	580,337,110	580,337,110	580,337,110

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,000,000	0	0	0
Total amount of preference shares (in rupees)	100,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	1,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	100,000,000	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
<b>Equity shares</b>				

<b>At the beginning of the year</b>	58,033,711	580,337,110	580,337,110	
<b>Increase during the year</b>	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify	0	0	0	
0				
<b>Decrease during the year</b>	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				
<b>At the end of the year</b>	58,033,711	580,337,110	580,337,110	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify	0	0	0	
0				
<b>Decrease during the year</b>	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	
At the end of the year	0	0	0	

(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	28/09/2015
Date of registration of transfer (Date Month Year)	15/07/2015
Type of transfer	Equity Shares 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock

Number of Shares/ Debentures/ Units Transferred		6		
Ledger Folio of Transferor		77		
Transferor's Name	Kumar		Rajnish	
	Surname	Amount per Share/ Debenture/Unit (in Rs.)	10	first name
Ledger Folio of Transferee		81		
Transferee's Name	Gupta	Kumar	Parveen	
	Surname	middle name	first name	
Date of registration of transfer (Date Month Year)		28/08/2015		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred		1		
Ledger Folio of Transferor		71		
Transferor's Name	Kulkarni		Avinash	
	Surname	Amount per Share/ Debenture/Unit (in Rs.)	10	first name
Ledger Folio of Transferee		82		
Transferee's Name	Sadanandan		Narayanan	
	Surname	middle name	first name	
Date of registration of transfer (Date Month Year)		23/10/2015		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock		

Number of Shares/ Debentures/ Units Transferred		1		
Ledger Folio of Transferor		76		
Transferor's Name	Babu		B. Ramesh	
	Surname	Amount per Share/ Debenture/Unit (in Rs.)	10	first name
Ledger Folio of Transferee		83		
Transferee's Name	Vyas	Madan	Neeraj	
	Surname	middle name	first name	
Date of registration of transfer (Date Month Year)		23/10/2015		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred		12		
Ledger Folio of Transferor		79		
Transferor's Name	Shrivastava	Chandra	Ramesh	
	Surname	Amount per Share/ Debenture/Unit (in Rs.)	10	first name
Ledger Folio of Transferee		84		
Transferee's Name	Monga	Kumar	Vijay	
	Surname	middle name	first name	
Date of registration of transfer (Date Month Year)		01/12/2015		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock		

Number of Shares/ Debentures/ Units Transferred		6			
Ledger Folio of Transferor		81			
Transferor's Name	Gupta		Kumar	Parveen	
	Surname		middle name	first name	
Ledger Folio of Transferee		85			
Transferee's Name	Purandare		Vasant	Varsha	
	Surname		middle name	first name	
Date of registration of transfer (Date Month Year)					
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred				Amount per Share/ Debenture/Unit (in Rs.)	10
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) \*Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			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
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
<b>Total</b>					

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

6,495,144,763

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

10,418,943,557

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	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	58,033,687	99.99995864	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	24	0.00004136	0	
	<b>Total</b>	58,033,711	100	0	0

**Total number of shareholders (promoters)**

9

**(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	0	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	
	<b>Total</b>	0	0	0	0

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

0

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

9

**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)	8	8
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>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	0	6	0	5	0	0
(i) Non-Independent	0	2	0	1	0	0
(ii) Independent	0	4	0	4	0	0
<b>C. Nominee Directors representing</b>	1	3	1	3	0	0
(i) Banks & FIs	1	3	1	3	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
<b>Total</b>	1	9	1	8	0	0

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date** 11

**(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)
Smt. Arundhati Bhattacharya	02011213	Nominee director	0	
Shri V. G. Kannan	03443982	Nominee director	1	30/07/2016
Smt. Bharati Rao	01892516	Nominee director	0	
Shri Narayan K. Seshachandran	00053563	Director	0	
Shri Ashok Kini	00812946	Director	0	
Smt. Aruna Jayanthi	00817860	Director	0	
Shri Devijit Singh	02275778	Director	0	
Dr. Dharmendra Bhandarkar	00041829	Director	0	
Smt. Varsha Purandare	05288076	Managing Director	6	
Shri P. Karthikeyan	AAIPK6626L	CFO	0	31/05/2016
Shri Amit Shah	AOVPS4317R	Company Secretary	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year** 8

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)
Shri Rajnish Kumar	05328267	Managing Director	26/05/2015	Cessation
Shri P.K. Gupta	02895343	Managing Director	15/07/2015	Appointment
Shri P. K. Sarkar	01082282	Director	28/09/2015	Cessation
Smt. Aruna Jayanthi	00817860	Director	28/09/2015	Cessation
Smt. Aruna Jayanthi	00817860	Director	28/09/2015	Appointment
Shri P.K. Gupta	02895343	Managing Director	02/11/2015	Cessation
Smt Varsha Purandare	05288076	Managing Director	01/12/2015	Appointment
Shri Nilesh Shah	AAAPS6612C	Company Secretar	30/06/2015	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

4

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 Mee	15/07/2015	9	7	77.77
Extra-Ordinary General Mee	30/11/2015	9	6	66.66
Extra-Ordinary General Mee	30/12/2015	9	7	77.77
Extra-Ordinary General Mee	28/09/2015	9	5	55.55

### B. BOARD MEETINGS

\*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/04/2015	10	7	70
2	15/07/2015	10	7	70

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	31/07/2015	10	5	50
4	28/08/2015	10	5	50
5	23/10/2015	9	7	77.77777778
6	01/12/2015	9	7	77.77777778
7	22/01/2016	9	7	77.77777778
8	29/03/2016	9	5	55.55555556

### C. COMMITTEE MEETINGS

Number of meetings held

21

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	Committee of I	29/04/2015	4	3	75
2	Committee of I	01/07/2015	4	2	50
3	Committee of I	14/09/2015	4	4	100
4	Committee of I	23/10/2015	4	4	100
5	Committee of I	22/01/2016	4	4	100
6	Committee of I	29/03/2016	4	3	75
7	Audit Committ	29/04/2015	5	3	60
8	Audit Committ	15/07/2015	5	5	100
9	Audit Committ	31/07/2015	5	4	80
10	Audit Committ	23/10/2015	5	4	80

### 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	22/09/2016
								(Y/N/NA)
1	Smt. Arundhat	8	2	25	0	0	0	No
2	Shri V. G. Kan	8	6	75	20	18	90	No
3	Smt. Bharati R	8	4	50	4	2	50	No
4	Shri Narayan I	8	7	87.5	21	18	85.71428571	Yes
5	Shri Ashok Kir	8	5	62.5	8	6	75	No
6	Smt. Aruna Ja	8	2	25	13	4	30.76923077	No
7	Shri Devinjit S	8	8	100	8	8	100	No
8	Dr. Dharmend	8	7	87.5	8	7	87.5	No
9	Smt. Varsha P	3	3	100	4	4	100	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Rajnish Kumar	Managing Direct	164,670	0	0	472,951	637,621
2	Shri P.K. Gupta	Managing Direct	808,101.2	0	0	52,555	860,656.2
3	Smt Varsha Purand	Managing Direct	1,062,285	0	0	65,150	1,127,435
	Total		2,035,056.2	0	0	590,656	2,625,712.2

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri P. Karthikeyan	CFO	2,037,000	0	0	0	2,037,000
2	Shri Amit Shah	Company Secre	1,554,062	0	0	0	1,554,062
3	Shri Nilesh Shah	Company Secre	3,013,707.12	0	0	0	3,013,707.12

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		6,604,769.12	0	0	0	6,604,769.12

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shri Narayan K. Ses	Director	0	0	0	445,000	445,000
2	Smt. Bharati Rao	Director	0	0	0	130,000	130,000
3	Smt Aruna Jayanthi	Director	0	0	0	110,000	110,000
4	Shri Devijit Singh	Director	0	0	0	320,000	320,000
5	Dr. Dharmendra Bh	Director	0	0	0	280,000	280,000
6	Shri Ashok Kini	Director	0	0	0	215,000	215,000
7	Shri P.K.Sarkar	Director	0	0	0	25,000	25,000
	Total		0	0	0	1,525,000	1,525,000

#### 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

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

**List of attachments**

Signed MGT-8.pdf shareholding pattern 31.3.16.pdf list of committee meetings.pdf details of Equity share transfers.pdf
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<b>Remove attachment</b>
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Modify
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Check Form
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Prescrutiny
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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**