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]

Name of the Registrar and Transfer Agent



Annual Return

| | language | n. | | | |
|-----------------|--|-------------------------|---------|----------------------|------------------|
| I. RE | EGISTRATION AND OTHER | DETAILS | | | |
| (i) * C | orporate Identification Number (CI | N) of the company | U99999 | MH1986PLC040298 | Pre-fill |
| G | lobal Location Number (GLN) of the | ne company | | | |
| * P | ermanent Account Number (PAN) | of the company | AAACS7 | '914E | |
| (ii) (a |) Name of the company | | SBI CAP | ITAL MARKETS LIMITEC | |
| (b |) Registered office address | | | , | |
| | NO.202, MAKER TOWER, 'E', 20TH FLO CUFFE PARADE, COLABA, MUMBAI Maharashtra 400005 | OOR, | | | |
| (c) | *e-mail ID of the company | | cs@sbic | aps.com | |
| (d |) *Telephone number with STD co | de | 0222217 | 78566 | |
| (e |) Website | | www.sb | icaps.com | |
| (iii) | Date of Incorporation | | 02/07/1 | 986 | |
| (iv) | Type of the Company | Category of the Company | | Sub-category of the | Company |
| | Public Company | Company limited by sh | ares | Indian Non-Gov | vernment company |
| (v) Wh | ether company is having share ca | pital | Yes (|) No | |
| (vi) * W | hether shares listed on recognized | d Stock Exchange(s) | Yes (| No | |
| (b | o) CIN of the Registrar and Transfe | er Agent | | | Pre-fill |

| | Regis | stered office | address of the | Registrar and Tra | ansfer Agents | | | |
|--------|--------|--------------------------------|------------------|--------------------|------------------------|----------------|----------------------|------------------------------|
| | | | | | | | | |
| (vii) | *Finar | ncial year Fro | om date 01/04 | /2018 | (DD/MM/YYY | Y) To date | 31/03/2019 | (DD/MM/YYYY) |
| (viii) | *Whe | ther Annual | general meetin | g (AGM) held | • | Yes 🔘 | No | J |
| | (a) If | yes, date of | AGM | 30/09/2019 | | | | |
| | (b) Di | ue date of A0 | GM | 30/09/2019 | | | | |
| | (c) W | hether any e | xtension for A | GM granted | | Yes | No | |
| II. F | PRINC | CIPAL BU | SINESS AC | TIVITIES OF T | HE COMPA | NY | | |
| | *Nu | umber of bus | iness activities | 1 | | | | |
| S | S.No | Main Activity group code | Description of | Main Activity grou | Business Activity Code | Description of | of Business Activity | % of turnover of the company |

| | group code | | Oode | | company |
|---|------------|---------------------------------|------|---|---------|
| 1 | К | 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 | 7 | 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 LII | U65991MH2005PLC158386 | Subsidiary | 100 |
| 3 | SBICAP VENTURES LIMITED | U67190MH2005PLC157240 | Subsidiary | 100 |
| 4 | SBI PENSION FUNDS PRIVATE L | U66020MH2007GOI176787 | Associate | 20 |
| 5 | SBICAP (SINGAPORE) LIMITED | | Subsidiary | 100 |
| 6 | SBICAP (UK) LIMITED | | Subsidiary | 100 |
| 7 | STATE BANK OF INDIA | | Holding | 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 | Authoricad | Icabilai | Subscribed capital | Paid up capital |
|---|---------------|-------------|--------------------|-----------------|
| 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

| | Authoricad | ICapital | 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 |
|-----------------|------------------|----------------------|-------------------------|---------------|
| Equity shares | | | | |

| At the beginning of the year | 58,033,711 | 580,337,110 | 580,337,110 | |
|---|------------|-------------|-------------|---|
| Increase during the year | 0 | 0 | 0 | 0 |
| i. Pubic 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 | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 |
| i. Buy-back of shares | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | |
| At the end of the year | 58,033,711 | 580,337,110 | 580,337,110 | |
| Preference shares | | | | |
| At the beginning of the year | 0 | 0 | 0 | |
| Increase during the year | 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 | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 |

| i. Redemption of shares | | 0 | 0 | 0 | 0 |
|--|----------------------------|-------------------------|-------------------------------------|---------------|----------------------|
| ii. Shares forfeited | 0 | 0 | 0 | 0 | |
| iii. Reduction of share capita | 0 | 0 | 0 | 0 | |
| iv. Others, specify | | | | | |
| | | | | | |
| 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 o | f shares | (i) | (ii) | | (iii) |
| Before split / | Number of shares | | | | |
| Consolidation | Face value per share | | | | |
| After split / | Number of shares | | | | |
| Consolidation | Face value per share | | | | |
| | vided in a CD/Digital Med | | | No | lot Applicable |
| · | sfer exceeds 10, option fo | | , G | | sion in a CD/Digital |
| Date of the previous | s annual general meetir | ng 27/09/2018 | | | |
| Date of registration | of transfer (Date Month | n Year) 28/08/2018 | 3 | | |
| Type of transfe | er Equity Shares | 1 - Equity, 2- Prefe | rence Shares,3 | - Debentures, | , 4 - Stock |
| Number of Shares/ Units Transferred | Debentures/ 1 | | nt per Share/ hture/Unit (in Rs. |) 10 | |
| Ledger Folio of Tran | nsferor | 82 | | | |

| Transferor's Name | Sadanandan | | | Narayanan | |
|--|--------------------------|--------|--|-----------------------|---|
| | Surname | | middle name | first name | |
| | Julianie | | illidale name | ilist liaille | |
| Ledger Folio of Trans | sferee | 95 | | | |
| Transferee's Name | Singh | | | Vivek | 7 |
| | | | | | |
| | Surname | | middle name | first name | |
| Date of registration o | f transfer (Date Month \ | Year) | 28/08/2018 | | |
| Type of transfer | Equity Shares | 1 - Eq | uity, 2- Preference Shares,3 - | Debentures, 4 - Stock | |
| Number of Shares/ D Units Transferred | Debentures/ | | Amount per Share/ Debenture/Unit (in Rs.) | 10 | |
| Ledger Folio of Trans | sferor [8 | 83 | | | |
| Transferor's Name | Vyas | | | Neeraj | |
| | Surname | | middle name | first name | |
| Ledger Folio of Trans | sferee | 92 | | | |
| Transferee's Name | Singh | | Prakash | Shree | |
| | Surname | | middle name | first name | |
| Date of registration o | f transfer (Date Month \ | Year) | 28/08/2018 | | |
| Type of transfer | Equity Shares | 1 - Eq | uity, 2- Preference Shares,3 - | Debentures, 4 - Stock | |
| Number of Shares/ D Units Transferred | Debentures/ 1 | | Amount per Share/ Debenture/Unit (in Rs.) | 10 | |
| Ledger Folio of Transferor 81 | | | | | |

| Transferor's Name | Das | | Biswaketan | | | |
|---|----------------------------|--|-------------------------|--|--|--|
| | Surname | middle name | first name | | | |
| Ledger Folio of Trans | sferee 91 | | | | | |
| Transferee's Name | Sistla | Shanmukhi | Uma | | | |
| | Surname | middle name | first name | | | |
| Date of registration of transfer (Date Month Year) 28/08/2018 | | | | | | |
| Type of transfer | Equity Shares 1 - | Equity, 2- Preference Shares,3 | - Debentures, 4 - Stock | | | |
| Number of Shares/ D Units Transferred | Debentures/ | Amount per Share/ Debenture/Unit (in Rs.) | 10 | | | |
| Ledger Folio of Trans | sferor 90 | • | | | | |
| Transferor's Name | Navinchandra | | Amin | | | |
| | Surname | middle name | first name | | | |
| Ledger Folio of Trans | sferee 94 | | | | | |
| Transferee's Name | Vattipalli | | Sivakumar | | | |
| | Surname | middle name | first name | | | |
| Date of registration o | f transfer (Date Month Yea | ar) 28/08/2018 | | | | |
| Type of transfer | Equity Shares 1 - | Equity, 2- Preference Shares,3 | - Debentures, 4 - Stock | | | |
| Number of Shares/ D Units Transferred | Debentures/ 1 | Amount per Share/ Debenture/Unit (in Rs.) | 10 | | | |
| Ledger Folio of Transferor 80 | | | | | | |

| Transferor's Name | Saxena | | Kumar | Rajiv | | |
|---|------------------------|-------------------------------|--|-------------------------|--|--|
| | Surname | | middle name | first name | | |
| Ledger Folio of Trans | sferee | 93 | | | | |
| Transferee's Name | Patro | | Mohan | P.M. | | |
| | Surname | | middle name | first name | | |
| Date of registration of transfer (Date Month Year) 21/02/2019 | | | | | | |
| Type of transfer | Equity Shares | 1 - E | quity, 2- Preference Shares,3 | - Debentures, 4 - Stock | | |
| Number of Shares/ Debentures/ Units Transferred | | | Amount per Share/ Debenture/Unit (in Rs.) | | | |
| Ledger Folio of Trans | sferor | 85 | | | | |
| Transferor's Name | Purandare | | | Varsha | | |
| | Surname | | middle name first name | | | |
| Ledger Folio of Trans | sferee | Dema | t | | | |
| Transferee's Name | Chadha | | | Sanjiv | | |
| | Surname | | middle name | first name | | |
| Date of registration o | f transfer (Date Montl | h Year) | | | | |
| Type of transfer 1 - Ed | | quity, 2- Preference Shares,3 | - Debentures, 4 - Stock | | | |
| Number of Shares/ D Units Transferred | Debentures/ | | Amount per Share/ Debenture/Unit (in Rs.) | | | |
| Ledger Folio of Trans | sferor | | | | | |

| Transferor's Name | | | |
|-----------------------|--------------------------|------------------------------|---------------|
| | Surname | midd l e name | first name |
| Ledger Folio of Trans | sferee | | |
| Transferee's Name | | | |
| | Surname | middle name | first name |
| (iv) *Indebtedness ir | ncluding debentures (Out | standing as at the end of fi | nancial 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 |
| Total | | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of the | _ | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|--|---|--------------------------|---------------------------------------|
| | 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)

| _ | | |
|------|--|--|
| ln – | | |
| • | | |
| | | |

| | | | | | Total Paid up Value |
|------------|------------|-----------|-------|-----------|---------------------|
| Securities | Securities | each Unit | Value | each Unit | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| Total | | | | | |
| | | | | | |

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

| (i) | T | u | rn | 0 | ve | r |
|-----|---|---|----|---|----|---|
|-----|---|---|----|---|----|---|

2,484,838,560

(ii) Net worth of the Company

19,194,194,567

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equ | Equity | | ence |
|--------|---|------------------|------------|------------------|------------|
| | | 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 | 100 | 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 | Shares held by eight nominees o | 24 | 0 | 0 | | |
|-----|--------|---------------------------------|------------|-----|---|---|--|
| | | Total | 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 | |
| | Tota | 0 | 0 | 0 | 0 |

| Total number of shareholders (other than promo | oters) 0 |
|--|----------|
| Total number of shareholders (Promoters+Public | 2/ |
| 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 | 9 | 9 |
| Members (other than promoters) | 0 | 0 |
| 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 | 0 | 0 | 0 | 0 | 0 | 0 |
| B. Non-Promoter | 0 | 3 | 0 | 3 | 0 | 0 |
| (i) Non-Independent | 0 | 1 | 0 | 1 | 0 | 0 |
| (ii) Independent | 0 | 2 | 0 | 2 | 0 | 0 |
| C. Nominee Directors representing | 2 | 3 | 2 | 3 | 0 | 0 |
| (i) Banks & FIs | 2 | 3 | 2 | 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 |
| Total | 2 | 6 | 2 | 6 | 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) |
|--------------------|----------|------------------|--------------------------------|--|
| Shri Rajnish Kumar | 05328267 | Nominee director | 0 | |

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|--------------------------|------------|--------------------|--------------------------------|--|
| Shri Dinesh Kumar Khai | 06737041 | Nominee director | 1 | |
| Smt. Bharati Rao | 01892516 | Nominee director | 0 | |
| Shri Narayan K. Seshac | 00053563 | Director | 0 | |
| Shri Ananth Narayan Go | 05250681 | Director | 0 | |
| Shri T. L. Palani Kumar | 00177014 | Director | 0 | |
| Shri Sanjiv Chadha | 08368448 | Managing Director | 6 | |
| Smt. Uma Shanmukhi S | 08165959 | Whole-time directo | 1 | |
| Shri Sivakumar Vattipall | AAUPV2426P | CFO | 1 | 26/06/2019 |
| Shri Amit Shah | AOVPS4317R | Company Secretar | 0 | |
| Shri Sanjiv Chadha | AADPC0312J | CEO | 0 | |

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

11

| 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 Ananth Narayan Go | 05250681 | Director | 29/11/2018 | Appointment |
| Shri Sanjiv Chadha | 08368448 | Managing Director | 21/02/2019 | Appointment |
| Smt. Uma Shanmukhi S | 08165959 | Whole-time directo | 12/07/2018 | Appointment |
| Smt. Aruna Jayanthi | 00817860 | Director | 27/09/2018 | Cessation |
| Smt. Varsha Purandare | 05288076 | Managing Director | 31/12/2018 | Cessation |
| Shri Biswa Ketan Das | 08067282 | Director | 15/06/2018 | Cessation |
| Shri Navinchandra Amir | ACJPA7794A | CFO | 30/06/2018 | Cessation |
| Shri Sivakumar Vattipall | AAUPV2426P | CFO | 12/07/2018 | Appointment |
| Smt. Uma Shanmukhi S | AKCPS6950M | CEO | 01/01/2019 | Appointment |
| Smt. Uma Shanmukhi S | AKCPS6950M | CEO | 11/02/2019 | Cessation |
| Shri Sanjiv Chadha | AADPC0312J | CEO | 21/02/2019 | Appointment |

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held 8

| Type of meeting | Date of meeting | Total Number of Members entitled to | Attend | dance |
|-----------------------------|-----------------|-------------------------------------|----------------------------|----------------------------|
| | | attend meeting | Number of members attended | % of total shareholding |
| xtra-Ordinary General Meeti | 13/04/2018 | 9 | 5 | 99.99 |
| Extra-Ordinary General Mee | 23/04/2018 | 9 | 6 | 99.99 |
| Extra-Ordinary General Mee | 12/07/2018 | 9 | 5 | 99.99 |
| Extra-Ordinary General Mee | 30/07/2018 | 9 | 5 | 99.99 |
| Extra-Ordinary General Mee | 29/11/2018 | 9 | 6 | 99.99 |
| Extra-Ordinary General Mee | 21/02/2019 | 9 | 7 | 99.99 |
| Extra-Ordinary General Mee | 22/03/2019 | 9 | 7 | 99.99 |
| Annual General Meeting | 27/09/2018 | 9 | 6 | 99.99 |

B. BOARD MEETINGS

| *Number of meetings held | 10 |
|--------------------------|----|
| rambor of mootings note | 10 |

| S. No. | Date of meeting | Total Number of directors associated as on the date | | |
|--------|-----------------|---|------------------------------|-----------------|
| | | of meeting | Number of directors attended | % of attendance |
| 1 | 23/04/2018 | 8 | 5 | 62.5 |
| 2 | 12/07/2018 | 8 | 6 | 75 |
| 3 | 20/07/2018 | 8 | 7 | 87.5 |
| 4 | 30/07/2018 | 8 | 4 | 50 |
| 5 | 28/08/2018 | 8 | 5 | 62.5 |
| 6 | 03/11/2018 | 7 | 5 | 71.43 |
| 7 | 18/12/2018 | 8 | 7 | 87.5 |
| 8 | 18/01/2019 | 7 | 6 | 85.71 |
| 9 | 21/02/2019 | 8 | 6 | 75 |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | | | | | |
|--------|-----------------|--|------------------------------|-----------------|--|--|--|
| l | | | Number of directors attended | % of attendance | | | |
| 10 | 22/03/2019 | 8 | 6 | 75 | | | |

C. COMMITTEE MEETINGS

Number of meetings held 24

| | | | | | |
|--------|-----------------|-----------------|---|-------------------|-----------------|
| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of | Number of members | Attendance |
| | | | the meeting | attended | % of attendance |
| 1 | Committee of I | 23/04/2018 | 5 | 3 | 60 |
| 2 | Committee of I | 20/08/2018 | 5 | 5 | 100 |
| 3 | Committee of I | 03/11/2018 | 5 | 4 | 80 |
| 4 | Committee of I | 18/01/2019 | 4 | 4 | 100 |
| 5 | Committee of I | 22/03/2019 | 5 | 4 | 80 |
| 6 | Audit Committe | 23/04/2018 | 3 | 2 | 66.67 |
| 7 | Audit Committe | 12/07/2018 | 3 | 2 | 66.67 |
| 8 | Audit Committe | 20/07/2018 | 3 | 3 | 100 |
| 9 | Audit Committe | 03/11/2018 | 3 | 3 | 100 |
| 10 | Audit Committe | 18/01/2019 | 3 | 3 | 100 |

D. *ATTENDANCE OF DIRECTORS

| | of the director | | Board Meetings | | Co | Whether attended AGM | | |
|-----------|-----------------|--------------------|----------------|------|--------------------|----------------------|-----------------|------------|
| S. No. | | | Meetings | % of | | Meetings | % of attendance | held on |
| | | entitled to attend | attended | | entitled to attend | attended | atteridance | 30/09/2019 |
| | | | | | | | | (Y/N/NA) |
| 1 | Shri Rajnish K | 10 | 2 | 20 | 0 | 0 | 0 | No |
| 2 | Shri Dinesh Kı | 10 | 10 | 100 | 23 | 23 | 100 | No |
| 3 | Smt. Bharati R | 10 | 5 | 50 | 18 | 15 | 83.33 | No |
| 4 | Shri Narayan I | 10 | 10 | 100 | 24 | 24 | 100 | No |
| 5 | Shri Ananth N | 4 | 4 | 100 | 3 | 3 | 100 | No |

| | 6 | Shri T. L. Pala | 10 | 6 | 60 | 7 | 4 | 57.14 | No |
|---|---|-----------------|----|---|-------|---|---|-------|-----|
| | 7 | Shri Sanjiv Ch | 2 | 2 | 100 | 0 | 0 | 0 | Yes |
| , | 8 | Smt. Uma Sha | 9 | 8 | 88.89 | 0 | 0 | 0 | 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

4

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|---------------------|-----------------|--------------|------------|-------------------------------|--------|-----------------|
| | | | | | | | |
| 1 | Smt. Varsha Puranc | Managing Direct | 3,602,815.48 | | | | 3,602,815.48 |
| 2 | Shri Sanjeev Chadh | Managing Direct | 498,007.8 | | | | 498,007.8 |
| 3 | Shri Biswa Ketan Da | Whole-time Dire | 674,145.55 | | | | 674,145.55 |
| 4 | Smt. Uma Shanmuk | Whole-time Dire | 2,954,502.18 | | | | 2,954,502.18 |
| | Total | | 7,729,471.01 | 0 | 0 | | 7,729,471.01 |

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 Navinchandra / | CFO | 633,720.86 | | | | 633,720.86 |
| 2 | Shri Sivakumar Vatt | CFO | 1,829,938.78 | | | | 1,829,938.78 |
| 3 | Shri Amit Shah | Company Secre | 3,371,492.46 | | | | 3,371,492.46 |
| | Total | | 5,835,152.1 | | | | 5,835,152.1 |

Number of other directors whose remuneration details to be entered

5

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-----------------------|-----------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1 | Shri Narayan K. Ses | Director | 0 | | | 610,000 | 610,000 |
| 2 | Smt. Aruna Jayanth | Director | 0 | | | 80,000 | 80,000 |
| 3 | Shri Ananth Naraya | Director | 0 | | | 145,000 | 145,000 |
| 4 | Shri T. L. Palani Kuı | Director | 0 | | | 210,000 | 210,000 |
| 5 | Smt. Bharati Rao | Nominee Directo | 0 | | | 350,000 | 350,000 |
| | Total | | 0 | 0 | 0 | 1,395,000 | 1,395,000 |

| provisions of the B. If No, give reason | e Companies Act, 2 | 2013 during the year | closures in respect of app | Yes | () No | |
|---|--|----------------------|---|-----------------------------------|---|--|
| | | | | | | |
| II. PENALTY AND P | | | N COMPANY/DIRECTOF | RS /OFFICERS 🔀 | Nil | |
| Name of the concerned company/ directors/ 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 CO | MPOUNDING OF | OFFENCES 🖂 | Nil | | | |
| Name of the company/ directors/ officers | Name of the cour concerned Authority | t/ Date of Order | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in Rupees) | |
| | | | | | | |
| XIII. Whether comp • Ye | | iolders, debenture | holders has been enclo | sed as an attachm | ent | |
| XIV. COMPLIANCE | OF SUB-SECTIO | N (2) OF SECTION | 92, IN CASE OF LISTED | COMPANIES | | |
| | | | hare capital of Ten Crore certifying the annual retur | | turnover of Fifty Crore rupees or | |
| Name | D. | A. Kamat & Co | | | | |
| Whether associate | e or fellow | | iate | | | |
| Certificate of pra | ctice number | 4965 | | | | |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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 Aut | horised by the Boar | rd of Dire | ctors of the com | npany vide resolut | ion no | 10 | dat | ed | 15/07/2015 | |
|--|---|------------|--|--------------------|-------------|---|------------|---------|-----------------|------------|
| | YYYY) to sign this ct of the subject ma | | | | | | | | | er |
| 1. | Whatever is stated the subject matter | | | | | | | | | |
| 2. | All the required att | achments | have been cor | mpletely and legib | ly attached | to this form. | | | | |
| | ttention is also dra nent for fraud, pur | | | | | | | | t, 2013 which p | rovide for |
| To be di | gitally signed by | | | | | | | | | |
| Director | | | SANJIV Digitally signed be SANJIV CHADHA Date: 2019.12.20 CHADHA 18:43:46+05'30' | oy A 0 | | | | | | |
| DIN of the | ne director | | 08368448 | | | | | | | |
| To be d | igitally signed by | | AMIT NARENDR A SHAH A SHAH Bate: 2019 12.20 18:45:57 +05'30' | | | | | | | |
| Com | oany Secretary | | | | | | | | | |
| Com | oany secretary in pr | ractice | | | | | | | | |
| Member | ship number 18 | 8027 | | Certificate of | practice nu | ımber | | | | |
| | | | | | | | | | | |
| | Attachments | | | | | | | List | of attachments | |
| | 1. List of share ho | olders, de | penture holders | ; | A | ttach | Shareholdi | | tern.pdf | |
| 2. Approval letter for extension of AGM; | | | | | | Attach MGT 8.pdf Committee Meetings Details.pdf | | | | |
| | 3. Copy of MGT-8 | 3; | | | Α | ttach | Share Tran | ister D | etalis.pdf | |
| | 4. Optional Attach | nement(s) | , if any | | A | ttach | | | | |
| | | | | | | | | Rem | nove attachmer | nt |

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

Check Form

Modify

Prescrutiny

Submit