

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]



सत्यमेव जयते

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
- Varasiddhi, 3rd Floor, No. 5BC-110 Service Road, 3rd Block
HRBR Layout NA
Bangalore
Bangalore
Karnataka
560012
- (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 |
|---------------------|---------------------------|-------------------------------|
| 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	K	Financial and insurance Service	K8	Other financial activities	97.76

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				

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	300,000	46,741	46,741	46,741
Total amount of equity shares (in Rupees)	30,000,000	4,674,100	4,674,100	4,674,100

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares of Rs.100 each				
Number of equity shares	300,000	46,741	46,741	46,741

Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	30,000,000	4,674,100	4,674,100	4,674,100

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	727,160	224,505	224,505	224,505
Total amount of preference shares (in rupees)	575,756,000	500,866,692	500,866,692	500,866,692

Number of classes

5

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series A Compulsorily convertible Preference Share				
Number of preference shares	198,500	55,606	55,606	55,606
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	19,850,000	5,560,600	5,560,600	5,560,600
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series B Compulsorily convertible Preference Share				
Number of preference shares	80,000	76,084	76,084	76,084
Nominal value per share (in rupees)	6,388	6,388	6,388	6,388
Total amount of preference shares (in rupees)	511,040,000	486,024,592	486,024,592	486,024,592
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series C Compulsorily convertible Preference Share				
Number of preference shares	397,160	60,148	60,148	60,148
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	39,716,000	6,014,800	6,014,800	6,014,800
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series One Compulsorily convertible Preference Share				
Number of preference shares	1,500	1,252	1,252	1,252
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	150,000	125,200	125,200	125,200

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series C1 Compulsorily convertible Preference Share				
Number of preference shares	50,000	31,415	31,415	31,415
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	5,000,000	3,141,500	3,141,500	3,141,500

(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	21,824	24,917	46741	4,674,100	4,674,100	
Increase during the year	0	2	2	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	0	2	2			
demat						
Decrease during the year	2	0	2	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	2	0	2			
demat						
At the end of the year	21,822	24,919	46741	4,674,100	4,674,100	
Preference shares						
At the beginning of the year	69,702	154,803	224505	500,866,692	500,866,692	
Increase during the year	12,291	0	12291	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	12,291		12291			
demat						
Decrease during the year	0	12,291	12291	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		12,291	12291			
demat						
At the end of the year	81,993	142,512	224505	500,866,692	500,866,692	

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"/>
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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
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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"/>		
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	22,270	100000,250000	3,119,057,501
Partly convertible debentures	0	0	0
Fully convertible debentures	5,078,388	10,100,100000	68,737,080
Total			3,187,794,581

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	1,479,000,000	2,561,000,000	920,942,499	3,119,057,501
Partly convertible debentures	0	0	0	0
Fully convertible debentures	68,737,080	0	0	68,737,080

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

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

(i) Turnover

2,498,329,153

(ii) Net worth of the Company

5,375,037,841

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	200	0.43	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	30,130	64.46	0	0
10.	Others	0	0	0	0
	Total	30,330	64.89	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	13	0.03	2,006	0.89
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	5,495	11.76	222,238	98.99
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	261	0.12
10.	Others Trust	10,903	23.33	0	0
	Total	16,411	35.12	224,505	100

Total number of shareholders (other than promoters)

22

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

25

**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)	22	22
Debenture holders	20	177

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	2	0	2	0	0.43	0
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	4	0	4	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	4	0	4	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	7	2	7	0.43	0

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

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(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)
STEVEN EDWIN HARI	02189073	Director	100	
BRAJESHKUMAR SIR	02292429	Director	100	
ANAND SUDARSHAN	00827862	Director	0	
TREASA MATHEW	02069587	Nominee director	0	
NIRAV AVINASHBHAI	05100337	Nominee director	0	01/04/2024
RAMANATHAN KUMA	06364297	Director	0	
DIVYA VENKATARAG	08997335	Nominee director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
ANKIT SINGHAL	09776472	Nominee director	0	
BRAHMANAND HEGD	02984527	Additional director	0	
PRAGATI MOUR	CCYPM9535L	Company Secretar	0	14/08/2024
TALIB AKHTER HUSA	ABEPL7060L	CFO	0	

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

4

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)
SUNIL SATYAPAL C	00016990	Director	01/09/2023	Cessation
BRAHMANAND HEC	02984527	Additional director	12/09/2023	Appointment
TALIB AKHTER HUS	ABEPL7060L	CFO	01/06/2023	Appointment
RAMANATHAN KUM	06364297	Director	05/07/2023	Change in designation

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

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

Number of meetings held

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	05/07/2023	15	7	52.39

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/05/2023	9	7	77.78
2	17/05/2023	9	8	88.89
3	19/07/2023	9	8	88.89

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	09/08/2023	9	9	100
5	22/11/2023	9	8	88.89
6	18/01/2024	9	8	88.89
7	14/02/2024	9	9	100
8	12/03/2024	9	5	55.56
9	21/03/2024	9	5	55.56

C. COMMITTEE MEETINGS

Number of meetings held

62

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 Committee	16/05/2023	3	3	100
2	Audit Committee	08/08/2023	3	3	100
3	Audit Committee	21/11/2023	3	3	100
4	Audit Committee	13/02/2024	3	3	100
5	Risk Committee	16/05/2023	5	5	100
6	Risk Committee	08/08/2023	5	5	100
7	Risk Committee	21/11/2023	5	4	80
8	Risk Committee	13/02/2024	5	5	100
9	Nomination & I	26/04/2023	3	3	100
10	Nomination & I	09/08/2023	3	3	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	
								05/07/2024
								(Y/N/NA)

1	STEVEN EDW	9	9	100	54	54	100	Yes
2	BRAJESHKUM	9	9	100	54	54	100	Yes
3	ANAND SUDA	9	5	55.56	5	4	80	No
4	TREASA MAT	9	7	77.78	1	0	0	No
5	NIRAV AVINA	9	8	88.89	6	6	100	Not Applicable
6	RAMANATHA	9	6	66.67	6	6	100	No
7	DIVYA VENKA	9	8	88.89	0	0	0	No
8	ANKIT SINGH	9	7	77.78	41	39	95.12	No
9	BRAHMANAN	5	4	80	5	5	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	STEVEN EDWIN H	Chief Executive	8,586,082	0	0	0	8,586,082
2	BRAJESHKUMAR S	Chief Operating	8,996,307	0	0	0	8,996,307
	Total		17,582,389	0	0	0	17,582,389

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	PRAGATI MOUR	Company Secre	1,654,428	0	0	0	1,654,428
2	TALIB AKHTER HU	Chief Finance O	7,573,990	0	0	0	7,573,990
	Total		9,228,418	0	0	0	9,228,418

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

PRAMOD S

Whether associate or fellow

Associate Fellow

Certificate of practice number

13335