

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of 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

L65922RJ2011PLC034297

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAJCA2237M

(ii) (a) Name of the company

AAVAS FINANCIERS LIMITED

(b) Registered office address

201-202, 2nd Floor, South End Square
Mansarovar Industrial Area, Jaipur - 302020
Jaipur
Jaipur
Rajasthan
302020

(c) *e-mail ID of the company

sharad.pathak@aavas.in

(d) *Telephone number with STD code

01414659239

(e) Website

www.aavas.in

(iii) Date of Incorporation

23/02/2011

(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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

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 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

19/07/2023

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

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	100

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

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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	AAVAS FINSERV LIMITED	U65929RJ2017PLC059623	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	85,000,000	79,056,874	79,056,874	79,056,874
Total amount of equity shares (in Rupees)	850,000,000	790,568,740	790,568,740	790,568,740

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	85,000,000	79,056,874	79,056,874	79,056,874
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	850,000,000	790,568,740	790,568,740	790,568,740

(b) Preference share capital

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

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(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	Physical	DEMAT	Total			
At the beginning of the year	0	78,936,451	78936451	789,364,510	789,364,510	

Increase during the year	0	120,423	120423	1,204,230	1,204,230	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	120,423	120423	1,204,230	1,204,230	
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 <div></div>						
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 <div>NIL</div>				0	0	
At the end of the year	0	79,056,874	79056874	790,568,740	790,568,740	
Preference shares						
At the beginning of the year	0	0	0	0	0	
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 <div>NIL</div>				0	0	
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
NIL						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE216P01012

(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		
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.)

Ledger Folio of Transferor							
Transferor's Name							
	Surname		middle name		first name		
Ledger Folio of Transferee							
Transferee's Name							
	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.)				
Ledger Folio of Transferor							
Transferor's Name							
	Surname		middle name		first name		
Ledger Folio of Transferee							
Transferee's Name							
	Surname		middle name		first name		

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	9,339	1990 Debentures having	15,808,461,542
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			15,808,461,542

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	18,534,000,000	0	2,725,538,458	15,808,461,542
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

16,083,016,964.2

(ii) Net worth of the Company

32,696,599,240.12

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	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)	30,946,062	39.14	0	
10.	Others	0	0	0	
	Total	30,946,062	39.14	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	6,570,783	8.31	0	
	(ii) Non-resident Indian (NRI)	270,775	0.34	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	2,980,029	3.77	0	
4.	Banks	3,383	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	30,695,363	38.83	0	
7.	Mutual funds	5,670,628	7.17	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	590,785	0.75	0	
10.	Others AIF , Trust, Clearing Membe	1,329,066	1.68	0	
	Total	48,110,812	60.85	0	0

Total number of shareholders (other than promoters)

60,385

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

60,388

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

190

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
SMALLCAP WORLD FUND	DEUTSCHE BANK AG DB HOUSE, H			6,318,330	7.99
GOVERNMENT OF SINGAPORE	CITIBANK N.A. CUSTODY SERVICES			1,893,270	2.39
NOMURA INDIA INVESTMENT	CITIBANK N.A. CUSTODY SERVICES			1,331,581	1.68
FIRST SENTIER INVESTMENT	DEUTSCHE BANK AG, DB HOUSE H			1,256,935	1.58
KOTAK FUNDS - INDIA	HSBC SECURITIES SERVICES 11TH F			1,242,790	1.57
WASATCH EMERGING	DEUTSCHE BANK AG, DB HOUSE H			802,305	1.01
AL MEHWAR COMMERCIAL	HSBC SECURITIES SERVICES 11TH F			684,789	0.87
ABU DHABI INVESTMENT	JPMORGAN CHASE BANK N.A. IND			1,046,068	1.32
MASSACHUSETTS INVESTMENT	CITIBANK N.A. CUSTODY SERVICES			523,459	0.67
UTI INDIA DYNAMIC EQUITY	CITIBANK N.A. CUSTODY SERVICES			506,245	0.64
VANGUARD TOTAL IN	JPMORGAN CHASE BANK N.A. IND			485,003	0.61
WASATCH EMERGING	DEUTSCHE BANK AG DB HOUSE, H			475,366	0.6
COMMONWEALTH OF MASSACHUSETTS	DEUTSCHE BANK AG DB HOUSE, H			447,732	0.57
PACIFIC ASSETS TRUST	JPMORGAN CHASE BANK N.A. IND			412,495	0.52
VANGUARD EMERGING	JPMORGAN CHASE BANK N.A. IND			408,872	0.52
FIRST SENTIER INVESTMENT	DEUTSCHE BANK AG, DB HOUSE H			387,331	0.49
FIRST SENTIER INVESTMENT	DEUTSCHE BANK AG, DB HOUSE H			386,001	0.49

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ISHARES CORE MSCI E	CITIBANK N.A. CUSTODY SERVICES			383,985	0.48
FIRST SENTIER INVEST	DEUTSCHE BANK AG, DB HOUSE H			368,792	0.47
LOS ANGELES CITY EM	CITIBANK N.A. CUSTODY SERVICES			362,991	0.45
EMPLOYEES RETIREME	HSBC SECURITIES SERVICES 11TH F			344,307	0.43
ISHANA CAPITAL MAS	STANDARD CHARTERED BANK Sec			312,782	0.4
SPIRIT SUPER	CITIBANK N.A. CUSTODY SERVICES			308,628	0.39
WASATCH INTERNATIO	DEUTSCHE BANK AG DB HOUSE, H			305,439	0.39
THE NOMURA TRUST /	STANDARD CHARTERED BANK Sec			301,768	0.38

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)	50,245	60,385
Debenture holders	6	6

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	1	3	1	3	1.55	0
(i) Non-Independent	1	0	1	0	1.55	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	5	0	5	0	0.68
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	5	0	5	0	0.68

(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	1	8	1	8	1.55	0.68

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(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)
Sandeep Tandon	00054553	Director	0	
Kalpna Iyer	01874130	Director	7,608	
Soumya Rajan	03579199	Director	0	
Sushil Kumar Agarwal	03154532	Managing Director	1,226,986	03/05/2023
Ramachandra Kasargod	01715073	Nominee director	93,440	
Vivek Vig	01117418	Nominee director	449,257	
Nishant Sharma	03117012	Nominee director	0	
Manas Tandon	05254602	Nominee director	0	
Kartikeya Dhruv Kaji	07641723	Nominee director	0	
Sachinderpalsingh Jiten	ACVPB7041B	CEO	0	
Ghanshyam Rawat	ACDPR6745A	CFO	655,336	
Sharad Pathak	BAOPP5646N	Company Secretar	7,716	

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

2

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)
Sushil Kumar Agarwal	03154532	CEO	02/02/2023	Cessation as CEO
Sachinderpalsingh Jiten	ACVPB7041B	CEO	02/02/2023	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

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	21/07/2022	56,492	61	44.68

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	05/05/2022	9	9	100
2	28/07/2022	9	9	100
3	20/10/2022	9	9	100
4	02/02/2023	9	8	88.89

C. COMMITTEE MEETINGS

Number of meetings held

75

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	05/05/2022	4	4	100
2	Audit Committee	28/07/2022	4	4	100
3	Audit Committee	20/10/2022	4	3	75
4	Audit Committee	02/02/2023	4	4	100
5	Nomination and Remuneration	04/05/2022	3	3	100
6	Nomination and Remuneration	27/07/2022	3	3	100
7	Nomination and Remuneration	01/02/2023	3	3	100
8	Stakeholder Relationship	04/05/2022	4	4	100
9	Stakeholder Relationship	27/07/2022	4	3	75

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
10	Stakeholder R	19/10/2022	4	3	75

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	19/07/2023
								(Y/N/NA)
1	Sandeep Tanc	4	4	100	13	11	84.62	Yes
2	Kalpana Iyer	4	4	100	7	7	100	Yes
3	Soumya Rajar	4	4	100	11	11	100	Yes
4	Sushil Kumar	4	4	100	63	63	100	Not Applicable
5	Ramachandra	4	4	100	8	8	100	Yes
6	Vivek Vig	4	4	100	13	10	76.92	Yes
7	Nishant Sharn	4	4	100	53	51	96.23	Yes
8	Manas Tandon	4	3	75	48	47	97.92	Yes
9	Kartikeya Dhru	4	4	100	7	7	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sushil Kumar Agarv	Managing Direct	19,599,504	0	0	13,856,304	33,455,808
	Total		19,599,504	0	0	13,856,304	33,455,808

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	Sachinderpalsingh	CEO	1,961,088	0	0	0	1,961,088

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Ghanshyam Rawat	CFO	15,577,536	0	0	8,355,698	23,933,234
3	Sharad Pathak	Company Secre	2,845,012	0	1,528,675	414,604	4,788,291
	Total		20,383,636	0	1,528,675	8,770,302	30,682,613

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sandeep Tandon	Independent Dir	2,400,000	0	0	0	2,400,000
2	Kalpana Iyer	Independent Dir	2,400,000	0	0	0	2,400,000
3	Soumya Rajan	Independent Dir	2,400,000	0	0	0	2,400,000
4	Ramachandra Kasa	Nominee Directo	2,400,000	0	31,469,275	0	33,869,275
5	Vivek Vig	Nominee Directo	2,400,000	0	0	0	2,400,000
6	Nishant Sharma	Nominee Directo	0	0	0	0	0
7	Manas Tandon	Nominee Directo	0	0	0	0	0
8	Kartikeya Dhruv Kaj	Nominee Directo	0	0	0	0	0
	Total		12,000,000	0	31,469,275	0	43,469,275

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

Shashikant Tiwari

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

13050

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. ...

11

dated

08/06/2018

(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

08697657

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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

Form MGT-8_AAVAS.pdf
Committee Meetings.pdf
Details of Fils and their Holdings.pdf
Clarification letter.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

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

We have examined the registers, records and books and papers of M/s Aavas Financiers 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 March 31, 2023. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we 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 & Rules made there under in respect of:

1. its status under the Act;
2. maintenance of registers/records & making entries therein within the time prescribed therefore;
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;

During the financial year ended on March 31, 2023, the Company was not required to file any forms and returns with the Regional Director, Central Government, the Tribunal or Court or other authorities.

4. calling/ convening/ holding meetings of Board of Directors or its Committees 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 have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. closure of Register of Members / Security holders, as the case may be.

During the financial year ended on March 31, 2023, the company was not required to close the Register of Member or any other Security holders.

6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

During the financial year ended on March 31, 2023, the company has not made any advances/ loans to its directors and/ or persons or firms or companies referred in section 185 of the Act.

7. contracts/arrangements with related parties as specified in section 188 of the Act;

During the financial year ended on March 31, 2023, the Company has entered into transactions with related parties pursuant to Section 2(76) read with Section 188 of the Companies Act, 2013, in the ordinary course of business and at arm's length basis, therefore, the provisions of section 188 of the Act were not attracted.



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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 certificates in all instances;

During the financial year ended on March 31, 2023, the Company has not made any

- Transfer or Transmission or Buy back of securities;
- Redemption of preference shares;
- Reduction of share capital and;
- Conversion of share /securities.

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.

During the financial year ended on March 31, 2023, the company was not required to keep in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provision of the Act.

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;

During the financial year ended on March 31, 2023, the Company has not declared/paid dividend. Further, the company was not required to make any transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the 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;

12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

During the financial year ended on March 31, 2023, there was no appointment, retirement, filing up of casual vacancies of the Directors.

Further, during the financial year ended on March 31, 2023, there was no re-appointments, retirement, filling up casual vacancies of Key Managerial Personnel.

13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

During the financial year ended on March 31, 2023, the Company has not made any appointment / re-appointment / filing up casual vacancies of auditors as per the provisions of section 139 of the Act.

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;

During the financial year ended on March 31, 2023, the Company was not required to take any approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

15. acceptance/ renewal/ repayment of deposits;

During the financial year ended on March 31, 2023, the company has not made any acceptance and was not required to make any renewal/ repayment of deposits.

16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

During the financial year ended on March 31, 2023, the company has not made any borrowings from its director and members.

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 ;

During the financial year ended on March 31, 2023, the Company has not given any loan, any guarantee or provided securities to other bodies corporate or persons falling under the provisions of section 186 of the Act

18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

During the financial year ended on March 31, 2023, the Company has not made any alteration of the Memorandum and/ or Articles of Association of the Company.

For Chandrasekaran Associates

Company Secretaries

FRN: P1988DE002500**Peer Review Certificate No.: 1428/2021****Shashikant Tiwari****Partner****Membership No. F11919****Certificate of Practice No.: 13050****UDIN: F011919E000194376****Date: 26.04.2023****Place: Delhi**

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

S. No.	Type of Meeting	Date of Meeting	Total Number of Members as on the date of Meeting	Attendance	
				Number of Members attended	% of attendance
1	Audit Committee	05-05-2022	4	4	100
2	Audit Committee	28-07-2022	4	4	100
3	Audit Committee	20-10-2022	4	3	75
4	Audit Committee	02-02-2023	4	4	100
1	Nomination and Remuneration Committee	04-05-2022	3	3	100
2	Nomination and Remuneration Committee	27-07-2022	3	3	100
3	Nomination and Remuneration Committee	01-02-2023	3	3	100
1	Stakeholder Relationship Committee	04-05-2022	4	4	100
2	Stakeholder Relationship Committee	27-07-2022	4	3	75
3	Stakeholder Relationship Committee	19-10-2022	4	3	75
4	Stakeholder Relationship Committee	01-02-2023	4	4	100
1	Corporate Social Responsibility Committee	04-05-2022	4	4	100
2	Corporate Social Responsibility Committee	19-10-2022	4	4	100
3	Corporate Social Responsibility Committee	01-02-2023	4	4	100
1	Risk Management Committee	04-05-2022	4	4	100
2	Risk Management Committee	28-07-2022	4	4	100
3	Risk Management Committee	19-10-2022	4	4	100
4	Risk Management Committee	01-02-2023	4	3	75
1	Asset and Liability Management Committee	04-05-2022	5	5	100
2	Asset and Liability Management Committee	13-05-2022	5	4	80
3	Asset and Liability Management Committee	27-07-2022	5	4	80
4	Asset and Liability Management Committee	19-10-2022	5	5	100
5	Asset and Liability Management Committee	09-12-2022	5	4	80
6	Asset and Liability Management Committee	01-02-2023	5	5	100
1	IT Strategy Committee	20-07-2022	3	3	100
2	IT Strategy Committee	17-01-2023	3	3	100
1	Customer Service and Grievance Redressal Co	14-04-2022	4	4	100
2	Customer Service and Grievance Redressal Co	20-07-2022	4	4	100
3	Customer Service and Grievance Redressal Co	31-10-2022	4	4	100
4	Customer Service and Grievance Redressal Co	31-01-2023	4	4	100
1	Executive Committee	08-04-2022	4	4	100
2	Executive Committee	20-04-2022	4	4	100
3	Executive Committee	31-05-2022	4	4	100
4	Executive Committee	30-06-2022	4	4	100
5	Executive Committee	24-07-2022	4	4	100
6	Executive Committee	28-07-2022	4	4	100
7	Executive Committee	03-08-2022	4	4	100
8	Executive Committee	03-09-2022	4	4	100
9	Executive Committee	15-09-2022	4	4	100
10	Executive Committee	21-09-2022	4	4	100
11	Executive Committee	22-09-2022	4	4	100
12	Executive Committee	03-10-2022	4	4	100
13	Executive Committee	10-10-2022	4	4	100
14	Executive Committee	12-10-2022	4	4	100
15	Executive Committee	13-10-2022	4	4	100
16	Executive Committee	17-10-2022	4	4	100
17	Executive Committee	20-10-2022	4	4	100

18	Executive Committee	28-10-2022	4	4	100
19	Executive Committee	31-10-2022	4	4	100
20	Executive Committee	08-11-2022	4	4	100
21	Executive Committee	12-11-2022	4	4	100
22	Executive Committee	29-11-2022	4	4	100
23	Executive Committee	30-11-2022	4	4	100
24	Executive Committee	01-12-2022	4	4	100
25	Executive Committee	02-12-2022	4	4	100
26	Executive Committee	13-12-2022	4	4	100
27	Executive Committee	22-12-2022	4	4	100
28	Executive Committee	27-12-2022	4	4	100
29	Executive Committee	30-12-2022	4	4	100
30	Executive Committee	31-12-2022	4	4	100
31	Executive Committee	09-01-2023	4	4	100
32	Executive Committee	31-01-2023	4	4	100
33	Executive Committee	03-02-2023	6	6	100
34	Executive Committee	10-02-2023	6	6	100
35	Executive Committee	15-02-2023	6	6	100
36	Executive Committee	22-02-2023	6	6	100
37	Executive Committee	23-02-2023	6	6	100
38	Executive Committee	24-02-2023	6	6	100
39	Executive Committee	27-02-2023	6	6	100
40	Executive Committee	01-03-2023	6	5	83.33
41	Executive Committee	08-03-2023	6	5	83.33
42	Executive Committee	14-03-2023	6	6	100
43	Executive Committee	22-03-2023	6	6	100
44	Executive Committee	29-03-2023	6	6	100