

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

- (i) \* Corporate Identification Number (CIN) of the company
- Global Location Number (GLN) of the company
- \* Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- 301-306, 3rd Floor, ABHIJEET -V,  
Opp. Mayor's Bungalow, Law Garden Road, Mithakhali  
Ahmedabad  
Ahmedabad  
Gujarat  
380006
- (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

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,  
Financial District, Nanakramguda, Serilingampally

(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	K1	Banking activities by Central, Commercial and Saving banks	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	FINCARE BUSINESS SERVICES L	U74900GJ2014PLC132578	Holding	78.58

## 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	300,000,000	220,779,720	220,779,720	220,779,720
Total amount of equity shares (in Rupees)	3,000,000,000	2,207,797,200	2,207,797,200	2,207,797,200

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	300,000,000	220,779,720	220,779,720	220,779,720
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,000,000,000	2,207,797,200	2,207,797,200	2,207,797,200

**(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
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	0	63,610,481	63610481	636,104,810	636,104,810	
<b>Increase during the year</b>	0	157,169,239	157169239	1,571,692,390	1,571,692,390	1,597,241,440
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	9,982,759	9982759	99,827,590	99,827,590	1,597,241,440
iii. Bonus issue	0	147,186,480	147186480	1,471,864,800	1,471,864,800	0
iv. Private Placement/ Preferential allotment	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 <input type="text"/>						
<b>Decrease during the year</b>	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 <input type="text"/>						
<b>At the end of the year</b>	0	220,779,720	220779720	2,207,797,2	2,207,797,;	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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 <input type="text"/>						
<b>Decrease during the year</b>	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 <input type="text"/>						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE519Q01017

(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		08/11/2021	
Date of registration of transfer (Date Month Year)			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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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

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	11,000	181818.1818	2,000,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			2,000,000,000

**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	2,000,000,000	0	0	2,000,000,000
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**

14,458,702,558

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

11,073,358,951

**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)	173,489,568	78.58	0	
10.	Others	0	0	0	
	<b>Total</b>	173,489,568	78.58	0	0

**Total number of shareholders (promoters)**

1

**(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	5,095,760	2.31	0	
	(ii) Non-resident Indian (NRI)	20,000	0.01	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	3,747,660	1.7	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)	30,423,145	13.78	0	
10.	Others            AIF , Society and Trust	8,003,587	3.63	0	



	<b>Total</b>	47,290,152	21.43	0	0
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**Total number of shareholders (other than promoters)**

153

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

154

**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)	111	153
Debenture holders	940	913

**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>	1	6	1	7	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	5	0	6	0	0
<b>C. Nominee Directors representing</b>	0	2	0	3	0	0.07
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	2	0	3	0	0.07
(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	8	1	10	0	0.07

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

13

**(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)
SUNIL SATYAPAL GUL	00016990	Director	0	
ALOK PRASAD	00080225	Director	0	
RAJEEV YADAV	00111379	Managing Director	336	
AARTHI SIVANANDH	00140141	Director	0	
SAMEER YOGESH NA	00157693	Nominee director	162,213	
DIVYA SEHGAL	01775308	Nominee director	0	
DHIRAJ PODDAR	01946905	Nominee director	0	
PRAMOD KABRA	02252403	Director	0	
VINAY BAIJAL	07516339	Director	0	
VARUN SABHLOK	07704720	Director	0	30/08/2022
NANDA SAMEER DAVE	08673208	Director	0	
KEYUR GOPALBHAI D	ACOPD0302Q	CFO	245,946	
SHEFALY KOTHARI	AMIPK2156M	Company Secretary	0	

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

7

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)
ANISHA MOTWANI	06943493	Director	15/04/2021	Cessation
AARTHI SIVANANDH	00140141	Director	28/04/2021	Appointment
NANDA SAMEER DAVE	08673208	Director	21/06/2021	Appointment
DHIRAJ PODDAR	01946905	Nominee director	27/09/2021	Appointment
RAVINDRAN LAKSHMAN	07631421	Nominee director	05/10/2021	Cessation
DIVYA SEHGAL	01775308	Nominee director	13/10/2021	Appointment
VINAY BAIJAL	07516339	Director	01/02/2022	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

4

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	08/11/2021	134	9	79.46
EXTRA ORDINARY GENERAL MEETING	20/04/2021	117	15	91.28
EXTRA ORDINARY GENERAL MEETING	01/05/2021	117	17	91.46
EXTRA ORDINARY GENERAL MEETING	24/02/2022	152	22	85.97

**B. BOARD MEETINGS**

\*Number of meetings held

21

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	09/04/2021	9	8	88.89
2	21/04/2021	8	7	87.5
3	28/04/2021	8	8	100
4	04/05/2021	9	9	100
5	08/05/2021	9	8	88.89
6	31/05/2021	9	9	100
7	14/06/2021	9	9	100
8	21/06/2021	9	8	88.89
9	14/07/2021	10	8	80
10	14/08/2021	10	8	80
11	17/08/2021	10	9	90
12	19/08/2021	10	8	80

**C. COMMITTEE MEETINGS**

Number of meetings held

48

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	28/04/2021	6	5	83.33
2	Audit Committee	28/05/2021	6	6	100
3	Audit Committee	14/06/2021	6	6	100
4	Audit Committee	11/08/2021	7	7	100
5	Audit Committee	14/08/2021	7	6	85.71
6	Audit Committee	17/08/2021	7	7	100
7	Audit Committee	12/10/2021	7	7	100
8	Audit Committee	26/10/2021	7	6	85.71
9	Audit Committee	13/11/2021	7	7	100
10	Audit Committee	06/12/2021	7	5	71.43

**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	27/09/2022
								(Y/N/NA)
1	SUNIL SATYA	21	20	95.24	40	40	100	No
2	ALOK PRASAD	21	21	100	33	32	96.97	Yes
3	RAJEEV YADAV	21	20	95.24	20	20	100	No
4	AARTHI SIVAN	19	13	68.42	9	7	77.78	No
5	SAMEER YOGESH	21	16	76.19	17	15	88.24	Yes
6	DIVYA SEHGAL	6	2	33.33	2	0	0	No
7	DHIRAJ PODDAR	7	5	71.43	7	6	85.71	Yes
8	PRAMOD KAPUR	21	14	66.67	23	17	73.91	No
9	VINAY BAIJAL	21	18	85.71	27	26	96.3	Yes
10	VARUN SARKAR	21	21	100	30	29	96.67	Not Applicable

11	NANDA SAME	13	12	92.31	18	14	77.78	No
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**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	RAJEEV YADAV	MANAGING DIR	38,570,000	0	31,891,576	0	70,461,576
	Total		38,570,000	0	31,891,576	0	70,461,576

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	KEYUR GOPALBH	CHIEF FINANCI	13,731,400	0	6,173,118	0	19,904,518
2	SHEFALY KOTHAR	COMPANY SEC	3,160,671	0	617,312	0	3,777,983
	Total		16,892,071	0	6,790,430	0	23,682,501

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	Alok Prasad	Independent Dir	0	0	0	2,000,000	2,000,000
2	Sameer Nanavati	Nominee Directo	0	0	0	2,000,000	2,000,000
3	Sunil Gulati	Independent Dir	0	0	0	2,000,000	2,000,000
4	Aarhi Sivanandh	Independent Dir	0	0	0	1,650,000	1,650,000
5	Varun Sabhlok	Independent Dir	0	0	0	2,000,000	2,000,000
6	Vinay Baijal	Independent Dir	0	0	0	2,000,000	2,000,000
7	Nanda Dave	Independent Dir	0	0	0	1,500,000	1,500,000
	Total		0	0	0	13,150,000	13,150,000

**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

Umesh G. Parikh, Partner of Parikh Dave & Associates

Whether associate or fellow

Associate  Fellow

Certificate of practice number

2413

**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

RAJEEV YADAV  
Digitally signed by  
RAJEEV YADAV  
Date: 2022.11.24  
17:40:17 +05'30'

DIN of the director

00111379

### To be digitally signed by

UMESH GOVINDPRA SAD PARIKH  
Digitally signed by  
UMESH GOVINDPRA SAD PARIKH  
Date: 2022.11.24  
17:52:17 +05'30'

- Company Secretary  
 Company secretary in practice

Membership number

4152

Certificate of practice number

2413

### Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

### List of attachments

Board and Committee Meeting details.pdf  
Comparison report- shares transfer FSFB.p  
Debentures comparison report\_2021-22-c  
MGT-8.pdf  
Clarification Note.pdf  
UDINMGT7outstandingdebentures.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**