

FORM NO. MGT-7

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



Annual Return

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U65920MH2004PTC144182

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCH4278H

(ii) (a) Name of the company

HDFC SALES PRIVATE LIMITED

(b) Registered office address

165-166 BACKBAY RECLAMATION
H T PAREKH MARG
CHURCHGATE
Mumbai City
Maharashtra
400020

(c) *e-mail ID of the company

investorcare@hdfc.com

(d) *Telephone number with STD code

02261552400

(e) Website

www.hdfcsales.com

(iii) Date of Incorporation

23/01/2004

| (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 | K7 | Financial Advisory, brokerage and Consultancy Services | 75.8 |
| 2 | N | Support service to Organizations | N7 | Other support services to organizations | 23.37 |

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 | HOUSING DEVELOPMENT FINA | L70100MH1977PLC019916 | 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 | 150,000,000 | 67,000,000 | 67,000,000 | 67,000,000 |
| Total amount of equity shares (in Rupees) | 1,500,000,000 | 670,000,000 | 670,000,000 | 670,000,000 |

Number of classes

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|----------------------|--------------------|----------------|--------------------|-----------------|
| <input type="text"/> | | | | |

| | | | | |
|---|---------------|-------------|-------------|-------------|
| Number of equity shares | 150,000,000 | 67,000,000 | 67,000,000 | 67,000,000 |
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 1,500,000,000 | 670,000,000 | 670,000,000 | 670,000,000 |

(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 | | | | |
| At the beginning of the year | 67,000,000 | 670,000,000 | 670,000,000 | |
| Increase during the year | 0 | 0 | 0 | 0 |
| i. Public Issues | 0 | 0 | 0 | 0 |
| ii. Rights issue | 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 <div></div> | | | | |
| 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 <div></div> | | | | |
| At the end of the year | 67,000,000 | 670,000,000 | 670,000,000 | |
| | | | | |
| 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 <div></div> | | | | |
| 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 capital | 0 | 0 | 0 | 0 |
| iv. Others, specify <div></div> | | | | |
| At the end of the year | 0 | 0 | 0 | |

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

| Class of shares | | (i) | (ii) | (iii) |
|------------------------------|----------------------|-----|------|-------|
| Before split / Consolidation | Number of shares | | | |
| | Face value per share | | | |
| After split / Consolidation | Number of shares | | | |
| | Face value per share | | | |

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

| | | | | | |
|--|---------|---|---|--|------------|
| Date of the previous annual general meeting | | | | | |
| 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) <input type="text"/> | | | |
| 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 | | <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) *Indebtedness including debentures (Outstanding as at the end of financial year)

| Particulars | Number of units | Nominal value per unit | Total value |
|---|-----------------|------------------------|-------------|
| Non-convertible debentures | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |
| Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits | | | 0 |
| Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits | | | 0 |
| Deposit | | | 0 |
| Total | | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures | 0 | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) Securities (other than shares and debentures)

0

| Type of Securities | Number of Securities | Nominal Value of each Unit | Total Nominal Value | Paid up Value of each Unit | Total Paid up Value |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
| | | | | | |
| | | | | | |
| Total | | | | | |

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

5,060,095,000

(ii) Net worth of the Company

341,884,000

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) | 66,999,999 | 100 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 66,999,999 | 100 | 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 | 1 | 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 | |
| | Total | 1 | 0 | 0 | 0 |

Total number of shareholders (other than promoters)

1

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

2

**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) | 1 | 1 |
| 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 | 2 | 0 | 0 |
| (ii) Independent | 0 | 2 | 0 | 1 | 0 | 0 |
| C. Nominee Directors representing | 0 | 1 | 0 | 1 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Investing institutions | 0 | 1 | 0 | 1 | 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 | 0 | 4 | 0 | 4 | 0 | 0 |

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

7

(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) |
|------------------------|------------|---------------------|--------------------------------|--|
| Joseph Conrad Agnelo | 00010576 | Director | 1 | |
| Suryakant Nanalal Shro | 00011169 | Director | 0 | |
| Kulumani Gopalratnam | 00012579 | Director | 0 | 31/07/2020 |
| Rajeev Sardana | 06648276 | Additional director | 0 | |
| Ajay Sachdewa | ASBPS5709H | CEO | 0 | |
| Baiju Dawda | AGRPD5696C | CFO | 0 | |
| Krithika Raghu | BXHPR5947Q | Company Secretar | 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) |
|------------------------|----------|--|---|--|
| Mathew Joseph | 01033802 | Nominee director | 17/10/2019 | Cessation |
| Rajeev Sardana | 06648276 | Additional director | 20/11/2019 | Appointment |
| Suryakant Nanalal Shro | 00011169 | Director | 24/03/2020 | Re-appointment |
| Kulumani Gopalratnam | 00012579 | Director | 24/03/2020 | 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

2

| 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 | 26/07/2019 | 2 | 2 | 100 |
| Extra-Ordinary General Meeting | 29/03/2020 | 2 | 2 | 100 |

B. BOARD MEETINGS

*Number of meetings held

5

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 02/05/2019 | 4 | 3 | 75 |
| 2 | 29/07/2019 | 4 | 3 | 75 |
| 3 | 31/10/2019 | 3 | 3 | 100 |
| 4 | 24/01/2020 | 4 | 4 | 100 |
| 5 | 28/03/2020 | 4 | 4 | 100 |

C. COMMITTEE MEETINGS

Number of meetings held

7

| 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 | 02/05/2019 | 3 | 2 | 66.67 |
| 2 | Audit Committee | 29/07/2019 | 3 | 2 | 66.67 |
| 3 | Audit Committee | 31/10/2019 | 3 | 3 | 100 |
| 4 | Audit Committee | 24/01/2020 | 3 | 3 | 100 |
| 5 | Nomination and Remuneration Committee | 02/05/2019 | 3 | 2 | 66.67 |
| 6 | Nomination and Remuneration Committee | 24/01/2020 | 3 | 2 | 66.67 |
| 7 | Risk Management Committee | 31/10/2019 | 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 | 31/07/2020 |
| | | | | | | | | (Y/N/NA) |
| 1 | Joseph Conrad | 5 | 5 | 100 | 5 | 5 | 100 | Yes |
| 2 | Suryakant Narayan | 5 | 5 | 100 | 6 | 6 | 100 | Yes |
| 3 | Kulumani Gopinathan | 5 | 3 | 60 | 7 | 4 | 57.14 | Yes |
| 4 | Rajeev Sardar | 2 | 2 | 100 | 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

0

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/Sweat equity | Others | Total Amount |
|--------|-------|-------------|--------------|------------|---------------------------|--------|--------------|
| 1 | | | | | | | 0 |
| | Total | | | | | | |

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 | Ajay Sachdewa | Chief Executive | 0 | 0 | 0 | 4,674,566 | 4,674,566 |

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|-------------------------|--------------|------------|-------------------------------|-----------|-----------------|
| 2 | Baiju Dawda | Chief Financial Officer | 2,856,983 | 0 | 0 | 0 | 2,856,983 |
| 3 | Krithika Raghu | Company Secretary | 0 | 0 | 0 | 120,000 | 120,000 |
| | Total | | 2,856,983 | 0 | 0 | 4,794,566 | 7,651,549 |

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 | Suryakant Nanalal S | Director | 0 | 0 | 0 | 240,000 | 240,000 |
| 2 | Kulumani Gopalratn | Director | 0 | 0 | 0 | 160,000 | 160,000 |
| 3 | Joseph Conrad Agn | Director | 0 | 0 | 0 | 200,000 | 200,000 |
| 4 | Rajeev Sardana | Director | 0 | 0 | 0 | 40,000 | 40,000 |
| 5 | Mathew Joseph | Nominee Director | 0 | 0 | 0 | 60,000 | 60,000 |
| | Total | | 0 | 0 | 0 | 700,000 | 700,000 |

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

N L Bhatia

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

422

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.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 13 dated 23/10/2017

(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

JOSEPH
CONRAD
DSOUZA

DIN of the director

00010576

To be digitally signed by

KRITHIKA
RAGHU

☒ Company Secretary

☐ Company secretary in practice

Membership number

51700

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**

HSPL MGT-8.pdf
HSPL - List of Shareholders.pdf
Attachment to MGT-7.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

HDFC Sales Private Limited**Attachment to Form MGT-7****I. (vi)(b)**

a) CIN of the Registrar and Transfer Agent: **U67190MH1999PTC118368**

Name of the Registrar and Transfer Agent: **Link Intime India Private Limited**

Registered office address of the Registrar and Transfer Agent: **C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai-400083**

V. TURNOVER AND NET WORTH OF THE COMPANY (AS DEFINED IN THE COMPANIES ACT, 2013)

(i) Turnover: 50,600.95 lakhs

(ii) Net worth of the Company: 3,418.84 lakhs

VI. (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 | 1* | 0.00 | 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) | 0 | 0 | 0 | 0 |
| 10. | Others, specify | 0 | 0 | 0 | 0 |
| | Total | 1* | 0.00 | 0 | 0 |

* Beneficial owner of the Share is Housing Development Finance Corporation Limited (promoter entity).

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 | 4 | 0 | 3 | 0 | 0.00* |
| (i) Non-Independent | 0 | 2 | 0 | 2 | 0 | 0.00* |
| (ii) Independent | 0 | 2 | 0 | 1 | 0 | 0 |
| C. Nominee Directors representing | 0 | 1 | 0 | 1 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Investing institutions | 0 | 1 | 0 | 1 | 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 | 0 | 5 | 0 | 4 | 0 | 0.00* |

* One Share is held by a non-executive non-independent director, the beneficial owner of which is Housing Development Finance Corporation Limited.

VIII (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) |
|--|------------|---------------------|--------------------------------|--|
| Mr. Joseph Conrad Agnelo D'Souza | 00010576 | Director | 1* | - |
| Mr. Suryakant Nanalal Shroff | 00011169 | Director | 0 | - |
| Mr. Kulumani Gopalratnam Krishnamurthy | 00012579 | Director | 0 | 31/07/2020 |
| Mr. Rajeev Sardana | 06648276 | Additional director | 0 | - |
| Mr. Ajay Sachdewa | ASBPS5709H | CEO | 0 | - |
| Mr. Baiju Dawda | AGRPD5696C | CFO | 0 | - |
| Ms. Krithika Raghu | BXHPR5947Q | Company Secretary | 0 | - |

* Beneficial owner of the Share is Housing Development Finance Corporation Limited.

IX. (D) ATTENDANCE OF DIRECTORS

| Sr. No. | Name of the director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on 31/07/2020 (Y/N/NA) |
|---------|----------------------|---|--------------------------|-----------------|---|--------------------------|-----------------|--|
| | | No. of Meetings which director was entitled to attend | No. of Meetings attended | % of attendance | No. of Meetings which director was entitled to attend | No. of Meetings attended | % of attendance | |
| 5. | Mr. Mathew Joseph | 2 | 2 | 100 | 1 | 1 | 100 | NA |

X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: **NIL**

Number of CEO, CFO and Company secretary whose remuneration details to be entered: 3

| Sr. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|---------|---------------------|-------------------------|------------------|------------|----------------------------|-------------------------|-------------------------|
| 1. | Mr. Ajay Sachdewa* | Chief Executive Officer | 0 | 0 | 0 | 46,74,566 ^{\$} | 46,74,566 ^{\$} |
| 2. | Mr. Baiju Dawda | Chief Financial Officer | 28,56,983 | 0 | 0 | 0 | 28,56,983 |
| 3. | Ms. Krithika Raghu* | Company Secretary | 0 | 0 | 0 | 1,20,000 [#] | 1,20,000 [#] |
| | Total | | 28,56,983 | 0 | 0 | 47,94,566 | 76,51,549 |

* Employees of Housing Development Finance Corporation Limited (HDFC).

Being the deputation cost paid to HDFC, as mutually agreed.

\$ Being the amount recovered by HDFC from the Company, in respect of the remuneration paid by HDFC to the Chief Executive Officer during the financial year 2019-20.

For HDFC Sales Private Limited



Krithika Raghu
Company secretary

September 10, 2020



N L BHATIA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

Tel. : 91-022-2510 0718
Tel. : 91-022-2510 0698
E-mail : navnitlb@hotmail.com
brupadhyay@hotmail.com
Website : www.nlba.in

Form No. MGT-8

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

For the financial year ended March 31, 2020

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

HDFC Sales Private Limited

CIN of the Company: U65920MH2004PTC144182

Paid Up Capital: Rs. 67,00,00,000/-

We have examined the registers, records and books and papers of **HDFC Sales Private 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 March 31, 2020. 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 being unlisted Private Limited Company is active;
 2. The Company has maintained registers/records & has made entries therein within the time prescribed;
 3. The Company has filed all forms and returns with the Registrar of Companies, ~~Regional Director, Central Government, the Tribunal, Court or other authorities,~~ within the prescribed time;
 4. The Company has called/convened/held meetings of Board of directors, its committees and the members of the Company within the due dates as stated in the annual return in respect of which meetings, proper notices was given and the proceedings including the circular resolution ~~and resolution passed by postal ballot, if any,~~ have been properly recorded in the Minutes Book/registers maintained for the purpose and same has been signed. The Company was not required to pass any resolution by Postal Ballot.
 5. The Company has not closed its register of members/security holders during the financial year 2019-20.
 6. The Company has not given any advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;



7. The Company has entered into transactions with related parties. All the transactions with related parties are in the ordinary course of business and on an arm's length basis.
8. There were ~~issue/transfer/transmission/buy back~~ of securities/~~redemption of debentures/alteration or reduction~~ of share capital/~~conversion of shares/securities/transfer/transmission~~ during the financial year 2019-20 as under:

Pursuant to the receipt of approval of the members of the Company at the Extra-ordinary General Meeting held on March 29, 2020, the Authorised Share Capital of the Company was increased from Rs. 70,00,00,000/- (Rupees Seventy crore) comprising 7,00,00,000 (Seven crore) equity shares of Rs. 10/- each to Rs. 150,00,00,000/- (Rupees One Hundred and Fifty crore) comprising 15,00,00,000 (Fifteen Crore) equity shares of Rs. 10/- each.

At its meeting held on March 28, 2020 and subject to the receipt of approval by the members to increase the authorized share capital, the Board of Directors approved an issue of 7,04,16,668 Equity Shares of Rs. 10/- each aggregating to 70,41,66,680/- (Rupees Seventy Crore Forty One lac Sixty Six thousand Six Hundred and Eighty Only) to Housing Development Finance Corporation Limited by way of Rights Issue.

9. There were no instances requiring the Company to keep 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.
10. During the year under review, the Board has not recommended final Dividend for the financial year 2018-19 and interim dividend for the financial year 2019-20.

No amount is lying with the Company in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years and which requires to be transferred to Investor Education and Protection Fund.

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. During the financial year under review, change in constitution of the board, appointment/ re-appointment /~~retirement~~ / ~~filing of casual vacancies~~ / disclosures of directors/ key managerial personnel and the remuneration paid to them is in compliance with the provisions of the Companies Act, 2013.

The Board of Directors of the Company is duly constituted with a proper balance of ~~Executive Directors~~, Non-Executive Directors including one Independent Director.

During the period under review, Mr. S N Shroff was re-appointed as an Independent Director of the Company with effect from March 24, 2020, Mr. K G Krishnamurthy was re-appointed as a Non Executive Director of the Company with effect from March 24, 2020 and Mr. Rajeev Sardana was appointed as an Additional Director of the Company with effect from November 20, 2019.



13. The Company has made appointment/~~reappointment~~/~~filling of casual vacancies~~ of auditor Messrs B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) as per the provisions of section 139 of Companies Act, 2013 for a period of 5 years, to hold office as such until the conclusion of the Twentieth AGM.
14. The Company was not required to obtain approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. The Company has neither accepted nor renewed deposits and therefore no repayment is required to be made;
16. The Company has not borrowed money from Directors, Members, public financial Institutions and banks.
17. The Company has not given any loans and made investment or given any guarantee or provided any security to other bodies corporate or person falling under the provisions of Section 186 of the Act.
18. There is an alteration of the provisions of the Memorandum of the Company during the financial year, owing to the increase in the Authorized Share Capital.

Place: Mumbai

Date: 09th September, 2020

For M/s N L Bhatia & Associates

Practising Company Secretaries

UIN: P1996MH055800

UDIN: F001176B000687609



N.L. Bhatia

N.L. Bhatia

Managing Partner

FCS: 1176

CP No.: 422

TO WHOMSOEVER IT MAY CONCERN

LIST OF SHAREHOLDERS AS ON MARCH 31, 2020:

| Sr. No. | First Name | DP ID/Client Id | No. of Shares held | Class of Shares |
|--------------|---|-----------------------|--------------------|-----------------|
| 1. | Housing Development Finance Corporation Limited | IN300126/ 10003955 | 6,69,99,999 | Equity |
| 2. | Joseph Conrad Agnelo D'Souza | IN300126/ 10527655 | 1 | Equity |
| Total | | | 6,70,00,000 | |

FOR HDFC SALES PRIVATE LIMITED



**KRITHIKA RAGHU
COMPANY SECRETARY**

**MEMBERSHIP NO. : A51700
ADDRESS : C/202, REDWOODS, NEAR SWAPNA NAGARI,
MULUND (WEST), MUMBAI 400080**

July 3, 2020