

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

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	98.96
2	N	Support service to Organizations	N7	Other support services to organizations	0.53

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	122,000,000	122,000,000	122,000,000
Total amount of equity shares (in Rupees)	1,500,000,000	1,220,000,000	1,220,000,000	1,220,000,000

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	122,000,000	122,000,000	122,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,500,000,000	1,220,000,000	1,220,000,000	1,220,000,000

(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	Physical	DEMAT	Total			
At the beginning of the year	0	122,000,000	122000000	1,220,000,000	1,220,000,000	
Increase during the year	0	0	0	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 <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></div>						
At the end of the year	0	122,000,000	122000000	1,220,000,0	1,220,000,	

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></div>						
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 <div></div>						
At the end of the year	0	0	0	0	0	

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"/>	
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

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"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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(iv) *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
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

7,266,556,046

(ii) Net worth of the Company

1,772,013,000

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)	121,999,999	100	0	
10.	Others	0	0	0	
	Total	121,999,999	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
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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	2	0	2	0	0
(ii) Independent	0	1	0	1	0	0
C. Nominee Directors representing	0	0	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	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	3	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)
Mr. Joseph Conrad Agn	00010576	Director	1	
Mr. Suryakant Nanalal S	00011169	Director	0	
Ms. Harini Anand	09157265	Nominee director	0	
Mr. Rajeev Sardana	06648276	Director	0	
Mr. Shivalingam Pillai	AGGPP4497E	CFO	0	
Ms. Krithika Raghu	BXHPR5947Q	Company Secretar	0	
Mr. Santosh Gopalkrishn	AHDPG9627P	CEO	0	

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

3

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)
Ms. Harini Anand	09157265	Nominee director	16/07/2021	Appointment
Mr. Shivalingam Pillai	AGGPP4497E	CFO	01/02/2022	Appointment
Mr. Baiju Dawda	AGRPD5696C	CFO	28/01/2022	Cessation

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	16/07/2021	2	2	100

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/04/2021	3	3	100
2	24/07/2021	4	4	100
3	06/10/2021	4	4	100
4	27/10/2021	4	4	100
5	28/01/2022	4	4	100
6	21/03/2022	4	4	100

C. COMMITTEE MEETINGS

Number of meetings held

9

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	23/04/2021	3	3	100
2	Audit Committee	24/07/2021	3	3	100
3	Audit Committee	27/10/2021	3	3	100
4	Audit Committee	28/01/2022	3	3	100
5	Audit Committee	21/03/2022	3	3	100
6	Nomination and Remuneration Committee	23/04/2021	3	3	100
7	Nomination and Remuneration Committee	25/11/2021	3	3	100
8	Nomination and Remuneration Committee	28/01/2022	3	3	100
9	Risk Management Committee	24/09/2021	4	4	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	24/06/2022
								(Y/N/NA)
1	Mr. Joseph C...	6	6	100	9	9	100	Yes

2	Mr. Suryakant	6	6	100	8	8	100	Yes
3	Ms. Harini Anand	5	5	100	1	1	100	Yes
4	Mr. Rajeev Sardana	6	6	100	9	9	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

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Shivalingam Pillai	Chief Financial Officer	1,134,946	0	0	0	1,134,946
2	Mr. Baiju Dawda	Chief Financial Officer	4,410,213	0	0	0	4,410,213
3	Ms. Krithika Raghu	Company Secretary	0	0	0	120,000	120,000
4	Mr. Santosh Gopalkrishnan	Chief Executive Officer	13,434,535	0	0	0	13,434,535
	Total		18,979,694	0	0	120,000	19,099,694

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Suryakant Nandan	Director	0	0	0	545,000	545,000
2	Mr. Joseph Conrad	Director	0	0	0	545,000	545,000
3	Mr. Rajeev Sardana	Director	0	0	0	545,000	545,000
4	Ms. Harini Anand	Nominee Director	0	0	0	250,000	250,000
	Total		0	0	0	1,885,000	1,885,000

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

Heena Jaysinghani

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

20242

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. .. 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

JOSEPHCON
RAD AGNELO
DSOUZA
Digitally signed by
JOSEPHCONRAD
AGNELO DSOUZA
Date: 2022.08.10
17:28:52 +05'30'

DIN of the director

To be digitally signed by

KRITHIKA
RAGHU
Digitally signed by
KRITHIKARAGHU
Date: 2022.08.10
17:28:52 +05'30'

- ☒ 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

List of attachments

List of Shareholders_HSPL.pdf
MGT-8 HSPL 21-22.pdf

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

TO WHOMSOEVER IT MAY CONCERN

LIST OF SHAREHOLDERS AS ON MARCH 31, 2022:

Sr. No.	First Name	DP ID/Client Id	No. of Shares held	Class of Shares
1.	Housing Development Finance Corporation Limited	IN300126/ 10003955	12,19,99,999	Equity
2.	Joseph Conrad Agnelo D'Souza	IN300126/ 10527655	1	Equity
Total			12,20,00,000	

FOR HDFC SALES PRIVATE LIMITED



**KRITHIKA RAGHU
COMPANY SECRETARY**

MEMBERSHIP NO. : A51700

May 25, 2022



Heena Jaysinghani & Co.
Company Secretaries

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE
For the financial year ended March 31, 2022

HDFC Sales Private Limited

CIN of the Company: U65920MH2004PTC144182

Paid up Capital: Rs. 122,00,00,000

I have examined the registers, records and books and papers of **HDFC SALES PRIVATE LIMITED** (the Company) having CIN: U65920MH2004PTC144182 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2022. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to us by the company, its officers and agents, I 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 and Rules made thereunder in respect of the matters as reported hereunder:
1. Its status under the Act being unlisted Private Limited Company is active;
 2. The Company has maintained registers/ records and made entries therein within the time prescribed thereof;
 3. The Company has filed all forms and returns as required, with the Registrar of Companies, ~~Regional Director, Central Government, the Tribunal, Court or other authorities~~ within/beyond the prescribed time as applicable.
 4. The Company has called / convened / held meetings of Board of Directors, its committees, if any and the meetings of the members of the company within due dates as stated in the Annual Return in respect of which meetings, proper notices (including shorter notice) were given in compliance with the applicable provisions of the Act and Secretarial Standards, and the

Contact Details

Add: Off. 22, Ishwar Bhavan, Nr. Centre Plaza, Mumbai- 4000097
Email Id: heena.jaysinghani@hycadvisory.com; **Phone No:** +91 9769273834
Website: www.hycadvisory.com





Heena Jaysinghani & Co.
Company Secretaries

proceedings including the circular resolutions ~~and resolution passed by postal ballot, if any,~~ have been properly recorded in the Minute Book / registers maintained for the purpose and the same have 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 period under review;
6. The Company has not granted any advance or loan 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 arms' length basis;
8. The Company does not have preference shares and the Company has not issued or allotted or transferred any shares in physical mode or transmitted or has not done buy back of securities / alteration or reduction of share capital / conversion of shares/ securities and issued new share certificates in any instance during the period under review;
9. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
10. During the period under review, the Company through its Board of Directors has declared a maiden interim dividend at the rate of Re. 0.70 per equity share on 12,20,00,000 equity shares, for the financial year 2021-22 and has recommended to the Shareholders, final dividend at the rate of Rs. 2.05 per equity share on 12,20,00,000 equity shares, for the financial year 2021-22.
11. 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;

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;





Heena Jaysinghani & Co.
Company Secretaries

12. During the period under review, ~~change in constitution of the board, appointment/ re-appointment/ retirement / filing of casual vacancies/~~ disclosures of board / 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 were duly constituted with proper balance of Non-executive Directors including Independent Director:
1. the Board of Directors vide Circular Resolution passed by the Directors on June 12, 2021, approved the appointment of Ms. Harini Anand (DIN:09157265) as an Additional, Non-Executive Director of the Company w.e.f. June 12, 2021.
 2. the shareholders of the Company vide its Annual General Meeting held on July 16, 2021:
 - re-appointed Mr. Conrad D'Souza (DIN: 00010576) and Mr. Rajeev Sardana (DIN: 06648276) as the directors of the Company liable to retire by rotation
 - appointed Ms. Harini Anand (DIN: 09157265) as Non-Executive Director of the Company w.e.f. July 16, 2021
 3. the Board of Directors of the Company vide its Meeting held on January 28, 2022, approved the appointment of Mr. Shivalingam Pillai (ICAI Membership Number 108439), as Chief Financial Officer (CFO) of the Company with effect from February 1, 2022 in place of Mr. Baiju Dawda who has resigned to act as CFO of the Company effective from January 28, 2022.
13. The members at their Annual General Meeting held on July 16, 2021, re-appointed Mr. Conrad D'Souza (Din: 00010576) and Mr. Rajeev Sardana (DIN: 06648276), as the Directors of the Company, who retired by rotation and being eligible, offered themselves for re-appointment.
14. The Company has made appointment/ re-appointment/ filing up casual vacancies of auditors as per provisions of Section 138, 139 and 204 of the Act;
15. 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 as may be applicable;
16. The Company has neither accepted nor renewed deposits and therefore no repayment is required to be made;
17. The Company has not borrowed money from its directors, members, public financial institutions and banks;





Continuation Sheet

Heena Jaysinghani & Co.
Company Secretaries

18. The Company has not given any loans or made investment or given any guarantees or provided any security to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
19. There was no alteration of the provisions of the Memorandum and/ or Articles of Association of the Company during the year under review.



Date: 21/07/2022
Place: Mumbai

For Heena Jaysinghani & Co.
Company Secretaries
UDIN: F011432D000665613

Heena Jaysinghani
M.NO.: F11432 / COP: 20242