

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
- 29/1, M N KRISHNA ROA ROAD, NEAR LALBAGH WEST GATE, BASAVAN
AGUDI P.S. NA
BANGALORE.
Karnataka
560004
- (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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE	1
2	NSE	1,024

(b) CIN of the Registrar and Transfer Agent

U85110KA1994PLC016174

Pre-fill

Name of the Registrar and Transfer Agent

Canbank Computer Services Limited

Registered office address of the Registrar and Transfer Agents

218, 1st floor, J P Royale, 2nd Main, Sampige Road, Malleswaram, Bengaluru - 560 003.

(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

(f) Specify the reasons for not holding the same

AGM is scheduled on 07/08/2024

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	99.97
2	K	Financial and insurance Service	K3	Life/Non-life Insurance and Reinsurance activities	0.03

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	350,000,000	133,227,875	133,227,875	133,154,125
Total amount of equity shares (in Rupees)	700,000,000	266,455,750	266,455,750	266,308,250

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	350,000,000	133,227,875	133,227,875	133,154,125
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	700,000,000	266,455,750	266,455,750	266,308,250

(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			
Equity shares						
At the beginning of the year	1,466,230	131,687,895	133154125	266,308,250	266,308,250	
Increase during the year	0	211,220	211220	422,440	422,440	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	211,220	211220	422,440	422,440	
Dematerialization of Shares						
Decrease during the year	211,220	0	211220	422,440	422,440	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	
iv. Others, specify	211,220		211220	422,440	422,440	
Dematerialization of Shares						
At the end of the year	1,255,010	131,899,115	133154125	266,308,250	266,308,250	
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						
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						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE477A01020

(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) <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"/>			
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) *Debtentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debtentures	229,260	500000, 1000000, and 1000000	54,710,000,000
Partly convertible debtentures	0	0	0
Fully convertible debtentures	0	0	0
Total			54,710,000,000

Details of debtentures

Class of debtentures	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 debtentures	49,960,000,000	4,750,000,000	0	54,710,000,000
Partly convertible debtentures	0	0	0	0
Fully convertible debtentures	0	0	0	0

(v) Securities (other than shares and debtentures)

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**

35,230,552,000

(ii) Net worth of the Company

43,438,529,628

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	39,930,365	29.99	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	39,930,365	29.99	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	26,611,713	19.99	0	
	(ii) Non-resident Indian (NRI)	1,064,699	0.8	0	
	(iii) Foreign national (other than NRI)	3,000	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	3,475,527	2.61	0	

4.	Banks	1,854	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	33,239,501	24.96	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	28,409,470	21.34	0	
10.	Others Alternate Investment Fund	417,996	0.31	0	
	Total	93,223,760	70.01	0	0

Total number of shareholders (other than promoters)

96,917

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

96,918

**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)	103,826	96,917
Debenture holders	144	98

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	1	1	1	2	0	0
B. Non-Promoter	1	5	1	5	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	5	0	5	0	0
C. Nominee Directors representing	0	0	0	0	0	0

(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	6	2	7	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 11

(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)
SATYANARAYANA RA +	08607009	Director	0	
DEBASHISH MUKHER +	08193978	Director	0	
SHUBHALAKSHMI AA +	02599310	Director	0	
AJAI KUMAR	02446976	Director	0	
ARVIND NARAYAN YE +	07402047	Director	0	
ANUP SANKAR BHAT +	02719232	Director	0	
MURALI RAMASWAM +	08659944	Director	0	
SURESH SRINIVASAN +	10054487	Managing Director	100	
AJAY KUMAR SINGH	10194447	Whole-time director	0	29/04/2024
NILESH JAIN	AFSPJ7489P	Company Secretar	0	
APURAV AGARWAL	AHAPA4918J	CFO	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 10

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)
SATYANARAYANA +	08607009	Additional director	26/04/2023	Appointment
SATYANARAYANA +	08607009	Director	19/07/2023	Change in designation
AMITABH CHATTEJ +	09219651	Whole-time director	01/06/2023	Cessation
SATISH KUMAR KA +	01952165	Director	06/06/2023	Cessation
AJAY KUMAR SING +	10194447	Additional director	19/06/2023	Appointment
AJAY KUMAR SING +	10194447	Whole-time director	19/07/2023	Change in designation
MURALI RAMASWA +	08659944	Additional director	19/06/2023	Appointment
MURALI RAMASWA +	08659944	Director	19/07/2023	Change in designation
VEENA GANESH K/ +	AKRPK4488R	Company Secretary	16/09/2023	Cessation
NILESH JAIN	AFSPJ7489P	Company Secretary	27/09/2023	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	19/07/2023	89,522	54	30

B. BOARD MEETINGS

*Number of meetings held

12

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/04/2023	9	9	100
2	20/05/2023	9	9	100
3	19/06/2023	8	8	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	19/07/2023	9	8	88.89
5	24/08/2023	9	8	88.89
6	31/08/2023	9	8	88.89
7	27/09/2023	9	9	100
8	17/10/2023	9	9	100
9	20/12/2023	9	8	88.89
10	22/12/2023	9	8	88.89
11	20/01/2023	9	8	88.89
12	19/03/2023	9	9	100

C. COMMITTEE MEETINGS

Number of meetings held

36

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	26/04/2023	5	5	100
2	Audit Committee	19/05/2023	5	5	100
3	Audit Committee	19/06/2023	5	5	100
4	Audit Committee	19/07/2023	5	4	80
5	Audit Committee	09/08/2023	5	4	80
6	Audit Committee	21/08/2023	5	5	100
7	Audit Committee	31/08/2023	5	5	100
8	Audit Committee	17/10/2023	5	5	100
9	Audit Committee	22/11/2023	5	4	80
10	Audit Committee	16/12/2023	5	5	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	
1	SATYANARAYAN	12	9	75	3	3	100	
2	DEBASHISH M	12	11	91.67	26	22	84.62	
3	SHUBHALAKSHI	12	12	100	30	29	96.67	
4	AJAI KUMAR	12	12	100	25	25	100	
5	ARVIND NARAYAN	12	11	91.67	19	18	94.74	
6	ANUP SANKAR	12	12	100	21	21	100	
7	MURALI RAM	9	9	100	10	10	100	
8	SURESH SRINIVAS	12	12	100	14	14	100	
9	AJAY KUMAR	10	9	90	12	9	75	

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SURESH SRINIVAS	Managing Director	16,500,000	0	0	1,080,000	17,580,000
2	AMITABH CHATTERJEE	Whole-time director	442,894	0	0	5,369	448,263
3	AJAY KUMAR SINGH	Whole-time director	2,182,917	0	0	77,267	2,260,184
	Total		19,125,811	0	0	1,162,636	20,288,447

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	APURAV AGARWAL	Chief Financial Officer	3,200,004	0	0	888,000	4,088,004
2	NILESH JAIN	Company Secretary	1,062,775	0	0	334,942	1,397,717
3	VEENA G KAMATH	Company Secretary	1,039,166	0	0	135,886	1,175,052

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
4	SHAMILA M	General Manager	415,320			102,886	518,206
	Total		5,717,265	0	0	1,461,714	7,178,979

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SATISH KUMAR K/	Director	0	0	0	110,000	110,000
2	SHUBHALAKSHMI	Director	0	0	0	1,200,000	1,200,000
3	AJAI KUMAR	Director	0	0	0	1,075,000	1,075,000
4	ANUP SANKAR BH	Director	0	0	0	985,000	985,000
5	ARVIND NARAYAN	Director	0	0	0	995,000	995,000
6	MURALI RAMASW/	Director	0	0	0	715,000	715,000
	Total		0	0	0	5,080,000	5,080,000

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

Whether associate or fellow Associate Fellow

Certificate of practice number

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

DIN of the director

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 Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

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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

CFHRO ---- ROC CS 2024

--/--/2024

The Registrar of Companies, Karnataka
II Floor, E Wing
Kendriya Sadan
Koramangala
Bangalore - 560 034

Respected Sir,

Sub: Filing of e-form MGT-7 – Annual Return for FY ended 31/03/2024 – Clarifications

Ref: CIN No. L85110KA1987PLC008699

With reference to the subject we wish to submit that the Company has herewith filed the e-form MGT-7 (Annual Return) for submitting the detailed information as required under the said e-Form. With this letter we are submitting few details which are related to the details/particulars provided in the E-form.

Sir, we wish to submit before your good offices the following facts:

1. **Para IV (i):** Total paid up share capital, as on 31/03/2024, comprises of 13,31,54,125 number of equity Shares of Rs.2/- each aggregating to Rs.266,308,250/- which excludes 73,750 number of forfeited shares amounting to Rs.0.23 Lakh.
2. **Para (IV) (iv):** Debentures (Outstanding as at the end of financial year): The non-convertible debentures include 2,000 debentures of Rs.5 lakh each, 34,360 debentures of Rs.10 lakh each and 193,500 debentures of Rs.1 lakh each.
3. **Para V (i):** Turnover: The amount of Turnover mentioned in E-Form MGT-7 is Rs. 3523,05,52,000/- i.e. total revenue from the operations. Other income of the Company is Rs.163,83,652 /-.
4. **Para VIII B (i):** Details of directors and Key managerial personnel as on the closure of financial year: The definition of Key Managerial Personnel, in terms of Section 2(51) of the Companies Act, 2013 has provided for appointment of such other Officer, not more than one level below the directors who is in whole-time employment, designated as Key Managerial Personnel by the Board and such other officer as may be prescribed.

In the light of the definition of Key Managerial Personnel, the Board in its meeting held on 28/04/2018 had designated Smt. Shamila M, General Manager reporting to the Managing Director, as an Key Managerial Personnel of the Company. The options available for designation of KMPs in MGT-7 are CEO, CFO, CS, Managing Director, Whole-time Director and Manager. As she does not come under any of the designations available in MGT-7, her details are not shown under point VIII B (i) "Details of directors and Key managerial personnel as on the closure of financial year". Hence, this clarification. Further, we wish to inform that she has opted for voluntary retirement w.e.f. May 27, 2023, after office hours.

5. **Para IX (C):** Additional information on Committee Meetings held during the Financial Year is attached as annexure.

6. **X. Remuneration of Directors and Key Managerial Personnel:**
Shri. Amitabh Chatterjee, Whole Time Director of the Company (resigned w.e.f 01/06/2023), and Shri. Ajay Kumar Singh, Whole Time Director of the Company, appointed w.e.f. 19/06/2023 were deputed by Canara Bank. Hence, the gross salary payable to them is reimbursed to Canara Bank.
7. **Para XIII:** Complete list of shareholders and debenture-holders as on 31/03/2024 will be submitted separately in the validated excel file.
8. We wish to inform that the Company has filed all the ROC forms within due date except the following:

Form DIR-12 for Appointment of Shri Murali Ramaswami as Additional Director: The due date of filing was 18/07/2023 and the same was filed on 21/07/2023. The delay was due to technical error on MCA for associating the DSC of the Appointee Director

Form IEPF-1 filed for the transfer of unclaimed and unpaid deposit and interest thereon to IEPF Fund: The Company had filed E form IEPF 1 vide SRN F89455307 dated 04/01/2024 and the Company had transferred Rs.1,98,320/- to the IEPF Authority towards Unclaimed and Interest on Deposit vide Challan No. SRN X63758346 dated 05/01/2024 .

Further, once the deposit amount is transferred the Company has to upload the investor wise details in excel format on IEPF website using the login credentials provided in the acknowledgment (SRN F89455307) with in seven (7) days from the date of filing of the above E-form IEPF 1.

However, due to technical problem with the login credentials provided in the acknowledgment, we were unable to upload the excel file in IEPF portal as we were receiving an error stating "Invalid user ID/password". In this regard, we have raised several complaints on MCA portal. The help desk team had advised to upload the excel again by using a default password "Iepf@123". However, the same error "Invalid user ID/password" was reflecting while uploading the excel file.

Further, we received a mail from MCA on 20/02/2024 that the form has been treated as "Invalid and Transaction cancelled" as the excel sheet was not uploaded. Therefore, we had filed the E-form CRF requesting for marking the above-mentioned SRN F89455307 as active for enabling us to upload the investor wise details on MCA portal. As advised by MCA have filed fresh Form IEPF -1 on 12/06/2024. Further, we have raised the ticket with MCA for linking the payment challan to the fresh Form IEPF-1. Post that we received reply from MCA for uploading the investor-wise details and the same was uploaded on 14/06/2024. **Company is awaiting the approval from MCA.**

We request you to kindly take the above clarifications and MGT-8 on record.

Thanking you and with regards,

Yours faithfully,
For Can Fin Homes Limited

Sd
Nilesh Jain
DGM & Company Secretary

Encl: Annexure

Committee Meetings

Number of meetings held- 36 (Thirty-Six)

Details of 10 Audit Committee meetings are filled in the e-form MGT-7. The details of remaining Committee Meetings are as follows:

Sr. 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 Meeting	20-12-2023	5	5	100
2.	Audit Committee Meeting	20-01-2024	5	5	100
3.	Audit Committee Meeting	13-03-2024	5	5	100
4.	Stakeholder Relationship Committee	26-04-2023	5	5	100
5.	Stakeholder Relationship Committee	21-08-2023	5	5	100
6.	Stakeholder Relationship Committee	15-12-2023	5	4	80
7.	Stakeholder Relationship Committee	13-03-2024	5	5	100
8.	Nomination, Remuneration & HR Committee	26-04-2023	4	4	100
9.	Nomination, Remuneration & HR Committee	19-05-2023	4	4	100
10.	Nomination, Remuneration & HR Committee	06-06-2023	3	3	100
11.	Nomination, Remuneration & HR Committee	19-06-2023	3	3	100
12.	Nomination, Remuneration & HR Committee	19-07-2023	4	3	75
13.	Nomination, Remuneration & HR Committee	14-09-2023	4	4	100
14.	Nomination, Remuneration & HR Committee	27-09-2023	4	4	100
15.	Nomination, Remuneration & HR Committee	22-11-2023	4	3	75
16.	Nomination, Remuneration & HR Committee	06-03-2024	4	4	100
17.	Corporate Social Responsibility Committee	24-08-2023	5	4	80
18.	Corporate Social Responsibility Committee	07-02-2024	5	5	100
19.	Corporate Social Responsibility Committee	19-03-2024	5	5	100
20.	Risk Management Committee	19-05-2023	8	8	100
21.	Risk Management Committee	21-08-2023	8	8	100
22.	Risk Management Committee	15-12-2023	8	7	87.5
23.	Risk Management Committee	06-03-2024	8	8	100
24.	IT Strategy Committee	15-09-2023	6	6	100
25.	IT Strategy Committee	14-12-2023	6	5	83.33
26.	IT Strategy Committee	27-02-2024	6	6	100

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, secretarial records and secretarial books and related papers of M/s Can Fin Homes Limited (the Company) having CIN: L85110KA1987PLC008699 as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on 31.03.2024 (2023-24). 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 including the clarifications provided by the Company to the Registrar of Companies, Karnataka on the particulars provided in the Form MGT 7;

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 generally complied with provisions of the Act & Rules made there under in respect of:
 1. Its status under "the Act".
 2. Maintenance of registers and records & making entries therein within the time prescribed therefor.
 3. Filing of forms and returns during the financial year with the Registrar of Companies, except in some cases as mentioned in the clarification letter provided by the Company as an attachment to the said MGT 7 and for reasons mentioned therein. There was no requirement of filing of forms and returns with Regional Director, Central Government, Tribunal, Court or other authorities.
 4. Calling, convening and 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 and resolutions have been properly recorded in the Minute Books and Registers maintained for the purpose and the same have been signed appropriately.

5. The Company fixed 30.06.2023 and 29.12.2023 as 'Record Date' for determining entitlement of the members to Dividend for the financial year ended 31.03.2023 and for interim dividend on 20.012.2023 declared by the Company.
6. The Company has not provided any advances, loans to its directors and or persons of firms or companies referred in Section 185 of the Act.
7. The Company has entered into contract and arrangements with related parties as specified in section 188 of the Act.
8. The Company has issued security certificates on transmissions or loss of security certificates as mentioned in the form MGT 7 for the aforesaid Financial Year.
9. There were no instances of 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.
10. The Company has made declaration and payment of dividend including transfer of unpaid, unclaimed dividend and other amounts as applicable to the Investor Education and Protection Fund in accordance with the applicable provisions of the Act, to the extent notified.
11. The Company has complied with signing of audited financial statements as per the provisions of section 134 of the Act and Report of Directors is as per sub-section (3), (4) and (5) thereof.
12. There were changes in the Board structure during the financial year and the details of the same are as provided in form MGT 7 for FY 2023-24.
13. The Company has appointed Auditors as per the provisions of sections 139 of the Act and there was no need for appointment of auditor to fill casual vacancy during the year under review.

14. There were no transactions/instances in the Company requiring obtainment of any approval(s) from the Central Government, Tribunal Regional Director, Registrar, Court or Such other authorities under the various provisions of “the Act”.
15. The Company being a Housing Finance Company has accepted public deposits and has complied with requisite provisions of the “Act” to the extent applicable.
16. The Company has borrowed loans from financial institutions and banks and has complied with relevant provisions to the extent applicable.
17. The Company being a housing finance Company the provisions of section 186 of the Act are not applicable.
18. The Company has not made any alterations of the clauses of the Memorandum and of the clauses of the Articles of Association of the Company during the FY 2022-23.

For **PSRA & Associates**

Place: Bangalore
Date: ____2024
UDIN: _____
PRC No: 3622/2023

Phaniraj H S
Partner
C.P.No: 9559