

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

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

(f) Specify the reasons for not holding the same

AGM to be held on June 24, 2021

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	K5	Financial and Credit leasing activities	89.15
2	K	Financial and insurance Service	K8	Other financial activities	10.85

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	Tata Capital Limited	U65990MH1991PLC060670	Holding	100
2	Fincare Business Services Limit 	U74900KA2014PLC075614	Associate	0.78
3	Shriram Properties Limited	U72200TN2000PLC044560	Associate	1.5
4	TVS Supply Chain Solutions Lir 	U63011TN2004PLC054655	Associate	0.42

5	Fincare Small Finance Bank Lin	U67120GJ1995PLC025373	Associate	0.02
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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	2,500,000,000	1,629,931,981	1,629,931,981	1,629,931,981
Total amount of equity shares (in Rupees)	25,000,000,000	16,299,319,810	16,299,319,810	16,299,319,810

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share Capital				
Number of equity shares	2,500,000,000	1,629,931,981	1,629,931,981	1,629,931,981
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	25,000,000,000	16,299,319,810	16,299,319,810	16,299,319,810

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	3,000,000,000	0	0	0
Total amount of preference shares (in rupees)	30,000,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Share Capital				
Number of preference shares	3,000,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	30,000,000,000	0	0	0

(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
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Equity Shares	Physical	Demat	Total			
At the beginning of the year	0	1,629,931,981	1,629,931,981	16,299,319,810	16,299,319,810	
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 – NA	0	0	0	0	0	
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 - NA	0	0	0	0	0	
At the end of the year	0	1,629,931,981	1,629,931,981	16,299,319,810	16,299,319,810	
Preference shares	Physical	Demat	Total			
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 - NA	0	0	0	0	0	

Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	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 - NA	0	0	0	0	0	
At the end of the year	0	0	0	0	0	

ISIN of the Equity Shares of the Company

INE306N01016

(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	14/08/2020
Date of Registration of Transfer	14/08/2020
Type of Transfer	Equity Shares 1- Equity, 2- Preference Shares, 3- Debentures, 4- Stock
Number of Shares/ Debentures/ Units Transferred	1 Amount per Share/ Debenture/Unit (in Rs.) 10
Ledger Folio of Transferor	1205460000256347

Transferor's Name	<input type="text" value="Tata Capital Limited"/>	<input type="text" value="jointly with"/>	<input type="text" value="Mr. Kusal Roy"/>
	Surname	Middle Name	First Name
Ledger Folio of Transferee	<input type="text" value="1205460000257108"/>		
Transferee's Name	<input type="text" value="Tata Capital Limited"/>	<input type="text" value="jointly with"/>	<input type="text" value="Mr. Rakesh Bhatia"/>
	Surname	Middle Name	First Name

Date of Registration of Transfer	<input type="text" value="16/12/2020"/>		
Type of Transfer	<input type="text" value="Equity Shares"/>	1- Equity, 2- Preference Shares, 3- Debentures, 4- Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text" value="1"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
Ledger Folio of Transferor	<input type="text" value="1205460000222522"/>		
Transferor's Name	<input type="text" value="Tata Capital Limited"/>	<input type="text" value="jointly with"/>	<input type="text" value="Ms. Avan Doomasia"/>
	Surname	Middle Name	First Name
Ledger Folio of Transferee	<input type="text" value="1205460000222541"/>		
Transferee's Name	<input type="text" value="Tata Capital Limited"/>	<input type="text" value="jointly with"/>	<input type="text" value="Ms. Sarita Kamath"/>
	Surname	Middle Name	First Name

Date of Registration of Transfer	<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) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	55,458,015	Refer attached debt structure	195,716,766,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			195,716,766,000

Details of Debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	174,699,266,000	59,510,000,000	38,492,500,000	195,716,766,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

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

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

(i) Turnover

59,916,629,108

(ii) Net worth of the Company

65,832,178,593

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)	1,629,931,981	100	0	

10.	Others – NA	0	0	0	
	Total	1,629,931,981	100	0	0

Total number of shareholders (promoters)

7

(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	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)	0	0	0	
10.	Others – NA	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

7

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

0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

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	7	7
Members (other than promoters)	0	0
Debenture holders	98,465	97,895

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	4	1	4	0	0
(i) Non-Independent	1	2	1	2	0	0
(ii) Independent	0	2	0	2	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	1	4	1	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)
Rajiv Sabharwal	00057333	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Farokh Nariman Subeda	00028428	Director	0	
Anuradha Eknath Thaku	06702919	Director	0	
Varsha Vasant Puranda	05288076	Director	0	
Sarosh Amaria	08733676	Managing Director	0	
Jaykumar Shah	BAFPS1280Q	CFO	0	
Sonali Punekar	AFDPG1940D	Company Secretar	0	

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

8

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)
Kusal Roy	02268654	Managing Director	04/05/2020	Cessation
Sarosh Amaria	08733676	Additional director	05/05/2020	Appointment
Sarosh Amaria	08733676	Managing Director	05/05/2020	Change in designation
Sarosh Amaria	08733676	Director	14/08/2020	Change in designation
Sarosh Amaria	08733676	Managing Director	14/08/2020	Change in designation
Jaykumar Shah	BAFPS1280Q	CFO	14/08/2020	Appointment
Avan Doomasia	AAAPD3599F	Company Secretar	30/11/2020	Cessation
Sonali Punekar	AFDPG1940D	Company Secretar	01/12/2020	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	14/08/2020	7	6	99.99

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	10/04/2020	5	5	100
2	28/05/2020	5	5	100
3	27/06/2020	5	5	100
4	17/07/2020	5	5	100
5	14/08/2020	5	5	100
6	31/08/2020	5	5	100
7	05/10/2020	5	5	100
8	11/11/2020	5	4	80
9	27/11/2020	5	5	100
10	10/12/2020	5	4	80
11	12/01/2021	5	4	80
12	04/02/2021	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

48

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	27/06/2020	3	3	100
2	Audit Committee	27/07/2020	3	3	100
3	Audit Committee	31/08/2020	3	3	100
4	Audit Committee	10/11/2020	3	3	100
5	Audit Committee	04/02/2021	3	3	100
6	Stakeholders Forum	04/02/2021	3	3	100
7	Nomination and Remuneration Committee	10/04/2020	3	3	100
8	Nomination and Remuneration Committee	24/06/2020	3	3	100

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
9	Nomination an	14/08/2020	3	3	100
10	Nomination an	20/10/2020	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	
1	Rajiv Sabharwal	12	12	100	41	38	92.68	
2	Farokh Nariman	12	12	100	10	10	100	
3	Anuradha Ekn	12	11	91.67	44	44	100	
4	Varsha Vasan	12	10	83.33	46	40	86.96	
5	Sarosh Amaria	11	11	100	36	36	100	

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Kusal Roy	Managing Director	2,646,351	0	854,505	167,731	3,668,587
2	Sarosh Amaria	Managing Director	27,553,442	0	6,378,869	1,060,638	34,992,949
	Total		30,199,793	0	7,233,374	1,228,369	38,661,536

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Jaykumar Shah	Chief Financial Officer	4,404,986	0	0	190,570	4,595,556
2	Sonali Puneekar	Company Secretary	1,666,975	0	0	70,602	1,737,577
	Total		6,071,961	0	0	261,172	6,333,133

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Farokh N Subedar	Director	0	2,500,000	0	600,000	3,100,000
2	Anuradha E Thakur	Director	0	2,500,000	0	1,710,000	4,210,000
3	Varsha Purandare	Director	0	2,500,000	0	1,560,000	4,060,000
	Total		0	7,500,000	0	3,870,000	11,370,000

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

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

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Jigyasa N. Ved

Whether associate or fellow

Associate Fellow

Certificate of practice number

6018

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