

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
- (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
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	K8	Other financial activities	100

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

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

Pre-fill All

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

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	21,000,000	18,000,700	18,000,700	18,000,700
Total amount of equity shares (in Rupees)	210,000,000	180,007,000	180,007,000	180,007,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	21,000,000	18,000,700	18,000,700	18,000,700

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	210,000,000	180,007,000	180,007,000	180,007,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	96,000,000	71,269,526	71,269,526	71,269,526
Total amount of preference shares (in rupees)	960,000,000	712,695,260	712,695,260	712,695,260

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	96,000,000	71,269,526	71,269,526	71,269,526
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	960,000,000	712,695,260	712,695,260	712,695,260

(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	200	18,000,400	18000600	180,006,000	180,006,000	
Increase during the year	0	200	200	2,000	2,000	9,538
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	
iv. Private Placement/ Preferential allotment	0	100	100	1,000	1,000	9,538
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	100	100	1,000	1,000	0
Converted to demat						
Decrease during the year	100	0	100	1,000	1,000	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	100	0	100	1,000	1,000	
Converted to Demat						
At the end of the year	100	18,000,600	18000700	180,007,000	180,007,000	

Preference shares						
At the beginning of the year	11,661,396	33,982,613	45644009	456,440,090	456,440,090	
Increase during the year	1,200,000	30,706,155	31906155	319,061,550	319,061,550	1,448,119,240
i. Issues of shares	0	15,182,630	15182630	151,826,300	151,826,300	1,448,119,240
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify	1,200,000	15,523,525	16723525	167,235,250	167,235,250	
CCD Conversion and demat						
Decrease during the year	6,280,638	0	6280638	62,806,380	62,806,380	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	6,280,638	0	6280638	62,806,380	62,806,380	
Converted to demat						
At the end of the year	6,580,758	64,688,768	71269526	712,695,260	712,695,260	

ISIN of the equity shares of the company

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

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"/>
	Surname	middle name	first name

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

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	20,295	100000	4,953,833,333
Partly convertible debentures	0	0	0
Fully convertible debentures	307,500	1000	307,500,000
Total			5,261,333,333

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	7,133,190,800	1,708,000,000	3,887,357,467	4,953,833,333
Partly convertible debentures	0	0	0	0
Fully convertible debentures	662,500,000	500,000,000	855,000,000	307,500,000

(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

3,808,953,339

(ii) Net worth of the Company

5,932,738,785.14

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	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	0	0	0	0
	Total	0	0	0	0

Total number of shareholders (promoters)

0

(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	18,000,000	100	1,466,961	2.06
	(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)	700	0	69,802,565	97.94
10.	Others	0	0	0	0

	Total	18,000,700	100	71,269,526	100
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Total number of shareholders (other than promoters)

11

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

11

**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	0	0
Members (other than promoters)	9	11
Debenture holders	27	18

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	2	5	1	5	0.11	10.85
(i) Non-Independent	2	4	1	3	0.11	10.85
(ii) Independent	0	1	0	2	0	0
C. Nominee Directors representing	0	2	0	4	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	2	0	3	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	1	0	0
(v) Others	0	0	0	0	0	0
Total	2	7	1	9	0.11	10.85

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)
DHRUV KUMAR KHAIT	00002584	Director	9,000,000	
PIYUSH KUMAR KHAIT	00002579	Director	9,000,000	
GANESH VENKATESH	02656783	Nominee director	0	
MICHAEL JUDE FERNANDEZ	00064088	Director	0	
BINDU ANANTH	02456029	Director	0	
ARUN KUMAR NAYYAL	06804277	Managing Director	0	
DEEPA BACHU	07397729	Nominee director	0	
RAMAKRISHNAN SUBRAMANIAM	02192747	Additional director	0	
SURESH JAYARAMAN	03033110	Additional director	0	
DEEPAK GOSWAMI	AGAPG3406C	CFO	0	
TANUSHRI YEWALE	AIMPY5503E	Company Secretary	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)
PRANAV KUMAR	07896173	Director	08/12/2022	RESIGNATION
MAHESH KRISHNAMURTHY	02574801	Nominee director	05/12/2022	RESIGNATION
AMIT MEHTA	07089427	Director	13/05/2022	RESIGNATION
DEEPA BACHU	07397729	Additional director	08/12/2022	APPOINTMENT
RAMAKRISHNAN SUBRAMANIAM	02192747	Additional director	27/03/2023	APPOINTMENT
SURESH JAYARAMAN	03033110	Additional director	27/03/2023	APPOINTMENT
PIYUSH KUMAR KHAIT	00002579	Managing Director	08/12/2022	CHANGE IN DESIGNATION
ARUN KUMAR NAYYAL	06804277	Whole-time director	12/12/2022	CHANGE IN DESIGNATION
DEEPA BACHU	07397729	Nominee director	12/12/2022	CHANGE IN DESIGNATION
GANESH RENGASWAMI	02656783	Director	08/12/2022	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

6

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	28/06/2022	9	6	66.67
Extra Ordinary General Mee	10/06/2022	9	4	44.44
Extra Ordinary General Mee	21/06/2022	9	5	55.55
Extra Ordinary General Mee	26/10/2022	9	4	44.44
Extra Ordinary General Mee	01/12/2022	9	4	44.44
Extra Ordinary General Mee	12/12/2022	10	6	60

B. BOARD MEETINGS

*Number of meetings held

16

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/04/2022	9	7	77.78
2	18/05/2022	8	5	62.5
3	26/05/2022	8	7	87.5
4	08/06/2022	8	5	62.5
5	30/06/2022	8	4	50
6	11/07/2022	8	6	75
7	20/07/2022	8	6	75
8	09/08/2022	8	7	87.5
9	24/08/2022	8	6	75
10	08/11/2022	8	7	87.5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
11	30/11/2022	8	7	87.5
12	08/12/2022	7	3	42.86

C. COMMITTEE MEETINGS

Number of meetings held

25

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	22/04/2022	5	4	80
2	Nomination and Remuneration	22/04/2022	5	4	80
3	Risk Management	22/04/2022	6	3	50
4	Audit Committee	26/05/2022	5	4	80
5	Audit Committee	20/07/2022	7	5	71.43
6	Risk Management	20/07/2022	4	3	75
7	Nomination and Remuneration	26/07/2022	5	3	60
8	Audit Committee	09/08/2022	5	4	80
9	Nomination and Remuneration	21/10/2022	5	4	80
10	Audit Committee	08/11/2022	5	4	80

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 12/06/2023 (Y/N/NA)
		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	DHRUV KUMAR	16	12	75	5	5	100	Yes
2	PIYUSH KUMAR	16	15	93.75	21	21	100	Yes
3	GANESH VENKAT	16	8	50	15	10	66.67	No
4	MICHAEL JUDITH	16	9	56.25	18	16	88.89	No

5	BINDU ANANTH	16	12	75	17	16	94.12	No
6	ARUN KUMAR NAYAK	16	16	100	8	8	100	Yes
7	DEEPA BACHU	4	2	50	5	1	20	No
8	RAMAKRISHNAN	1	1	100	0	0	0	No
9	SURESH JAYARAM	1	1	100	0	0	0	Yes
10	Empty	0	0	0	0	0	0	Not Applicable

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	PIYUSHKUMAR KHANNA	Managing Director	3,257,395				3,257,395
2	ARUN KUMAR NAYAK	Managing Director	63,217,710		1,640,832		64,858,542
	Total		66,475,105	0	1,640,832		68,115,937

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	DEEPAK GOSWAMI	CFO	16,601,344		405,923		17,007,267
2	TANUSHRI YEWAL	COMPANY SECRETARY	2,482,236		20,000		2,502,236
	Total		19,083,580		425,923		19,509,503

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	BINDU ANANTH	DIRECTOR	0			2,400,000	2,400,000
2	DEEPA BACHU	DIRECTOR	0			800,000	800,000
3	PIYUSH KUMAR KHANNA	CHAIRMAN	0			1,000,000	1,000,000
	Total		0			4,200,000	4,200,000

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

SACHIN DEDHIA

Whether associate or fellow

Associate Fellow

Certificate of practice number

9427

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 

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

List of attachments

MGT-8 - Neogrowth - 2023.pdf
Audited Financials FY 2022-23.pdf
List of Shareholders and Debenture Holder
Other Attachments - Attendance of Directo

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

