

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]



सत्यमेव जयते

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

L65100MH2009PLC268160

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECR4127Q

(ii) (a) Name of the company

INDOSTAR CAPITAL FINANCE L

(b) Registered office address

One World Center, 20th Floor, Tower 2A,
Jupiter Mills Compound, Senapati Bapat Marg,
Mumbai
Mumbai City
Maharashtra
400012

(c) *e-mail ID of the company

icf.legal@indostarcapital.com

(d) *Telephone number with STD code

02243157000

(e) Website

www.indostarcapital.com

(iii) Date of Incorporation

21/07/2009

(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 Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM 29/09/2022

(b) Due date of AGM 30/09/2022

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

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 3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BCP V Multiple Holdings Pte Lt		Holding	56.2
2	INDOSTAR HOME FINANCE PRI	U65990MH2016PTC271587	Subsidiary	100

3	INDOSTAR ASSET ADVISORY PI	U67100MH2013PTC240676	Subsidiary	100
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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	152,500,000	136,079,295	136,079,295	136,079,295
Total amount of equity shares (in Rupees)	1,525,000,000	1,360,792,950	1,360,792,950	1,360,792,950

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	152,500,000	136,079,295	136,079,295	136,079,295
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,525,000,000	1,360,792,950	1,360,792,950	1,360,792,950

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	12,500,000	0	0	0
Total amount of preference shares (in rupees)	125,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	12,500,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	125,000,000	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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	26	123,730,303	123730329	1,237,303,2	1,237,303,	
Increase during the year	12,068,966	280,026	12348992	123,489,920	123,489,92	3,440,410,48
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	280,000	280000	2,800,000	2,800,000	61,100,000
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	12,068,966	0	12068966	120,689,660	120,689,660	3,379,310,48
viii. Conversion of Debentures	0	0	0	0	0	
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	26	26	260	260	
dematerialization of shares during the year ended						
Decrease during the year	26	0	26	260	260	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	26	0	26	260	260	
dematerialization of shares during the year ended 3						
At the end of the year	12,068,966	124,010,329	136079295	1,360,792,9	1,360,792,	
Preference shares						
At the beginning of the year	0	12,068,966	12068966	120,689,660	120,689,660	
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	12,068,966	12068966	120,689,660	120,689,660	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	0	12,068,966	12068966	120,689,660	120,689,660	
Conversion of CCPS into Equity Shares						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE896L01010

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	15,859	0	14,809,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			14,809,000,000

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	17,808,000,000	7,459,000,000	10,458,000,000	14,809,000,000
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

10,421,838,929.48

(ii) Net worth of the Company

28,667,993,894.02

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	2,313,005	1.7	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	119,085,221	87.51	0	
10.	Others	0	0	0	
	Total	121,398,226	89.21	0	0

Total number of shareholders (promoters)

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(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	8,478,443	6.23	0	
	(ii) Non-resident Indian (NRI)	281,870	0.21	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	2,062,365	1.52	0	

4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	1,712,901	1.26	0	
7.	Mutual funds	97,055	0.07	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,862,445	1.37	0	
10.	Others Trusts, Foreign Nationals, C	185,990	0.14	0	
	Total	14,681,069	10.8	0	0

Total number of shareholders (other than promoters)

80,966

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

80,970

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
DOVETAIL INDIA FUND	DBS BANK INDIA LTD FIRST FLOOR			14,000	0.01
QUADRATURE CAPITAL	JPMORGAN CHASE BANK N.A., INC			3,195	0
DOVETAIL INDIA FUND	DBS BANK INDIA LTD FIRST FLOOR			2,000	0
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			6,767	0
UTAH STATE RETIREMENT	CITIBANK N.A. CUSTODY SERVICES			2,429	0
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			5,858	0
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			2,324	0
ALASKA PERMANENT FUND	DEUTSCHE BANK AG DB HOUSE, H			3,856	0
EMERGING MARKETS	CITIBANK N.A. CUSTODY SERVICES			5,718	0
SOCIETE GENERALE	SBI SG GLOBAL SECURITIES SERVICE			215,354	0.15
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES			2,144	0
COHESION MK BEST ID	STANDARD CHARTERED BANK SEC			1,200,000	0.88
WORLD EX U.S. CORE	CITIBANK N.A. CUSTODY SERVICES			2,569	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS	DEUTSCHE BANK AG, DB HOUSE H			5,766	0
NOMURA SINGAPORE	HSBC SECURITIES SERVICES 11TH F			91,182	0.06
SOCIETE GENERALE - (SBI-SG GLOBAL SECURITIES SERVIC			149,739	0.16
ECP III FVCI PTE LTD	DBS BANK INDIA LTD FIRST FLOOR			2,313,005	1.7

**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	4		4	
Members (other than promoters)	83,018		80,966	
Debenture holders	72		112	

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	7	2	7	0.23	0
(i) Non-Independent	1	4	2	4	0.23	0
(ii) Independent	0	3	0	3	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	7	2	7	0.23	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(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)
DHANPAL ARVIND JHA	02018124	Director	1,000	
RAMACHANDRAN SRI	00136697	Whole-time director	317,460	17/04/2022
BOBBY KANUBHAI PA	00019437	Director	0	
HEMANT KAUL	00551588	Director	0	
NAINA KRISHNA MUR	01216114	Director	0	
VIBHOR KUMAR TALR	08768297	Director	0	
ADITYA HEMANT JOSI	08684627	Director	0	
MUNISH DAYAL	01683836	Director	0	
DEEP KUMAR JAGGI	09412860	Whole-time director	0	
JITENDRA BHATI	AIFPB7115E	Company Secretar	0	

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

6

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)
Munish Dayal	01683836	Additional director	28/09/2021	Change in Designation
Amol Joshi	ACMPJ7297C	CFO	27/12/2021	Cessation
RAMACHANDRAN SRI	APYPS3033G	CEO	07/01/2022	Cessation
RAMACHANDRAN SRI	00136697	Whole-time director	07/01/2022	Change in Designation
DEEP KUMAR JAGGI	ADKPJ9697F	CEO	07/01/2022	Appointment as a CEO
DEEP KUMAR JAGGI	09412860	Whole-time director	10/02/2022	Appointment as a Whole Time Director

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	29/09/2021	83,527	55	88.66

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	03/06/2021	8	8	100
2	17/06/2021	8	7	87.5
3	02/07/2021	8	8	100
4	12/08/2021	8	7	87.5
5	10/11/2021	8	7	87.5
6	07/01/2022	8	8	100
7	11/02/2022	9	7	77.78

C. COMMITTEE MEETINGS

Number of meetings held

12

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	03/06/2021	4	4	100
2	Audit Committee	17/06/2021	4	3	75
3	Audit Committee	02/07/2021	4	4	100
4	Audit Committee	12/08/2021	4	3	75
5	Audit Committee	10/11/2021	4	3	75
6	Audit Committee	11/02/2022	4	3	75
7	Nomination & Remuneration	15/06/2021	4	4	100
8	Nomination & Remuneration	11/08/2021	4	3	75
9	Nomination & Remuneration	07/01/2022	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
10	Nomination &	11/02/2022	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	29/09/2022
								(Y/N/NA)
1	DHANPAL AR	7	5	71.43	4	4	100	No
2	RAMACHAND	7	7	100	2	2	100	No
3	BOBBY KANL	7	6	85.71	12	10	83.33	Yes
4	HEMANT KAL	7	7	100	10	9	90	Yes
5	NAINA KRISH	7	5	71.43	8	6	75	No
6	VIBHOR KUM	7	7	100	0	0	0	Yes
7	ADITYA HEM/	7	7	100	11	11	100	Yes
8	MUNISH DAY	7	7	100	1	1	100	Yes
9	DEEP KUMAF	1	1	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAMACHANDRAN	Whole-time Dire	100,000,000			39,600	100,039,600
2	DEEP KUMAR JAG	Whole-time Dire	2,463,540			0	2,463,540
	Total		102,463,540			39,600	102,503,140

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
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AMOL GAJANAN J	Chief Financial C	14,136,986	0	0	0	14,136,986
2	JITENDRA BHATI	Company Secre	12,500,000	0	0	9,900	12,509,900
	Total		26,636,986	0	0	9,900	26,646,886

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	BOBBY KANUBHAI	Non-Executive-	0	1,000,000	0	890,000	1,890,000
2	HEMANT KAUL	Non-Executive-	0	1,000,000	0	990,000	1,990,000
3	NAINA KRISHNA M	Non-Executive-	0	1,000,000	0	610,000	1,610,000
	Total		0	3,000,000	0	2,490,000	5,490,000

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

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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
INDOSTAR CAPIT	BSE LIMITED	01/12/2021	Regulation 38 of the	INR 5,01,000	The Company is in process of
INDOSTAR CAPIT	NATIONAL STOCI	01/12/2021	Regulation 38 of the	INR 5,01,000	The Company is in process of
INDOSTAR CAPIT	BSE LIMITED	14/03/2022	Regulation 38 of the	INR 5,42,800	The Company is in process of
INDOSTAR CAPIT	NATIONAL STOCI	14/03/2022	Regulation 38 of the	INR 5,42,800	The Company is in process of

(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

Mr. Harnatharam Choudhary

Whether associate or fellow

Associate Fellow

Certificate of practice number

9369

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:

- 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.
- 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

DEEP KUMAR JAGGI Digitally signed by DEEP KUMAR JAGGI Date: 2022.11.24 18:25:11 +05'30'

DIN of the director

09412860

To be digitally signed by

JITENDR A BHATI Digitally signed by JITENDR A BHATI Date: 2022.11.24 18:24:41 +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 Attachment(s), if any

-
-
-
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List of attachments

List of Debenture holders_31032022_.pdf
ICF - Form MGT-8 - 2022.pdf
Committee Meeting Details.pdf
Clarification_2022.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