

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

Prestige Zackria Metropolitan No. 200/1-8, 2nd Floor, Block -1, Annasalai, Chennai, Tamil Nadu - 600002

(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

INTEGRATED REGISTRY MANAGEMENT SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

2nd Floor Kences Towers ,1 Ramakrishna Street
North Usman Road T Nagar

(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	VIVRITI ASSET MANAGEMENT F	U65929TN2019PTC127644	Subsidiary	66.78
2	CREDAVENUE PRIVATE LIMITE	U72900TN2020PTC137251	Subsidiary	50.45

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	26,000,000	21,575,735	21,575,735	21,575,735
Total amount of equity shares (in Rupees)	260,000,000	215,757,350	215,757,350	215,652,085

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Face Value of INR 10/-				
Number of equity shares	26,000,000	21,575,735	21,575,735	21,575,735
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	260,000,000	215,757,350	215,757,350	215,652,085

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	90,637,063	90,021,966	90,021,966	90,021,966
Total amount of preference shares (in rupees)	906,370,630	900,219,660	900,219,660	900,219,660

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
CCPS of Face Value of INR 10/-				
Number of preference shares	90,637,063	90,021,966	90,021,966	90,021,966
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	906,370,630	900,219,660	900,219,660	900,219,660

(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	16,326,554	16326754	163,267,540	163,267,540	
Increase during the year	232,412	5,248,981	5481393	54,813,930	54,708,665	913,610,637
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	0

iv. Private Placement/ Preferential allotment	0	21,153	21153	211,530	106,265	9,975,410
v. ESOPs	0	1,000,000	1000000	10,000,000	10,000,000	805,000,000
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	4,227,828	4227828	42,278,280	42,278,280	98,635,227
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	232,412	0	232412	2,324,120	2,324,120	0
Conversion of DEMAT shares into physical shares						
Decrease during the year	0	232,412	232412	2,324,120	2,324,120	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	0	232,412	232412	2,324,120	2,324,120	
Conversion of DEMAT shares into physical shares						
At the end of the year	232,612	21,343,123	21575735	215,757,350	215,652,080	
Preference shares						
At the beginning of the year	23,186,233	64,935,579	88121812	921,788,220	873,915,500	
Increase during the year	0	2,711,556	2711556	27,115,560	74,988,278	2,182,802,500
i. Issues of shares	0	2,711,556	2711556	27,115,560	27,115,560	2,182,802,500
ii. Re-issue of forfeited shares	0	0	0	0	0	
iii. Others, specify	0	0	0	0	47,872,718	
Call Money						
Decrease during the year	0	811,402	811402	48,684,120	48,684,120	98,629,791.50
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	0	811,402	811402	48,684,120	48,684,120	98,629,791.50
Conversion of OCRPS into Equity						
At the end of the year	23,186,233	66,835,733	90021966	900,219,660	900,219,660	

ISIN of the equity shares of the company

INE01HV01018

(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)			
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			
Transferee's Name			
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	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	30,590	100000,1000000,333333,7	14,158,333,336
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			14,158,333,336

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	9,714,252,168	9,790,039,300	5,345,958,132	14,158,333,336
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Commercial Paper	4,440	500000	2,220,000,000	500000	2,220,000,000
Total	4,440		2,220,000,000		2,220,000,000

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

(i) Turnover

6,531,513,000

(ii) Net worth of the Company

15,450,094,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	13,370,417	61.97	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 Nil	0	0	0	0
	Total	13,370,417	61.97	0	0

Total number of shareholders (promoters)

2

(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	2,296,625	10.64	0	0
	(ii) Non-resident Indian (NRI)	225,000	1.04	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	392,578	1.82	2,711,556	3.01
9.	Body corporate (not mentioned above)	701,885	3.25	87,310,410	96.99
10.	Others Trust and ESOP Trust	4,589,230	21.27	0	0

	Total	8,205,318	38.02	90,021,966	100
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Total number of shareholders (other than promoters)

42

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

44

**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	2	2
Members (other than promoters)	46	42
Debenture holders	768	1,912

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	1	6.04	5.94
B. Non-Promoter	0	2	0	3	0	0.12
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	2	0	3	0	0.12
C. Nominee Directors representing	0	3	0	4	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	3	0	4	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	6	1	8	6.04	6.06

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)
NAMRATA KAUL	00994532	Director	115,161	
ANITA BELANI	01532511	Director	21,053	
SANTANU PAUL	02039043	Director	0	
VINEET SUKUMAR	06848801	Managing Director	6,737,840	
GAURAV KUMAR	07767248	Director	6,632,577	
KARTIK SRIVATSA	03559152	Nominee director	0	
JOHN TYLER DAY	07298703	Nominee director	0	
GOPAL SRINIVASAN	00177699	Nominee director	0	
LAZAR ZDRAVKOVIC	10052432	Nominee director	0	
PAITENKAR SURESH	AWGPA9942F	Company Secretary	8,500	
SRINIVASARAGHAVAN	AVCPB6091R	CFO	0	

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

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
GOPAL SRINIVASAN	00177699	Additional director	27/05/2022	Appointment
GOPAL SRINIVASAN	00177699	Nominee director	22/09/2022	Change in designation
KENNETH DAN VANDE	02545813	Nominee director	09/02/2023	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

5

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra-ordinary General Mee	14/04/2022	48	4	10.29
Extra-ordinary General Mee	28/04/2022	48	5	18.78
Annual General Meeting	22/09/2022	49	3	10.39
Extra-ordinary General Mee	14/10/2022	49	3	59.58
Extra-ordinary General Mee	21/11/2022	54	3	11.9

B. BOARD MEETINGS

*Number of meetings held

11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	13/04/2022	7	7	100
2	27/04/2022	7	7	100
3	28/04/2022	7	7	100
4	27/05/2022	7	7	100
5	09/08/2022	8	6	75
6	10/08/2022	8	7	87.5
7	14/10/2022	8	6	75
8	08/11/2022	8	8	100
9	04/02/2023	8	5	62.5
10	09/02/2023	9	6	66.67
11	31/03/2023	9	7	77.78

C. COMMITTEE MEETINGS

Number of meetings held

28

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

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	27/04/2022	3	3	100
2	Audit Committee	27/05/2022	3	3	100
3	Audit Committee	10/08/2022	3	3	100
4	Audit Committee	08/11/2022	3	3	100
5	Audit Committee	04/02/2023	3	3	100
6	Audit Committee	09/02/2023	3	3	100
7	Audit Committee	21/03/2023	3	3	100
8	Audit Committee	31/03/2023	3	3	100
9	Nomination and Remuneration	27/05/2022	4	4	100
10	Nomination and Remuneration	10/08/2022	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	30/09/2023
								(Y/N/NA)
1	NAMRATA KADAM	11	11	100	27	27	100	Yes
2	ANITA BELAN	11	10	90.91	22	22	100	Yes
3	SANTANU PA	2	2	100	1	0	0	No
4	VINEET SUKUMAR	11	11	100	21	21	100	Yes
5	GAURAV KUMAR	11	9	81.82	7	7	100	No
6	KARTIK SRIVASTAVA	11	10	90.91	0	0	0	Yes
7	JOHN TYLER	11	10	90.91	9	9	100	No
8	GOPAL SRINIVAS	7	1	14.29	1	1	100	No
9	LAZAR ZDRAVIC	1	1	100	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VINEET SUKUMAR	MANAGING DIR	24,956,248	0	0	0	24,956,248
	Total		24,956,248	0	0	0	24,956,248

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	PAITENKAR SURE	COMPANY SEC	2,926,904	0	35,000	0	2,961,904
2	SRINIVASARAGHA	CFO	6,179,019	0	60,000	0	6,239,019
	Total		9,105,923	0	95,000	0	9,200,923

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	NAMRATA KAUL	INDEPENDENT	0	0	0	1,308,000	1,308,000
2	ANITA BELANI	INDEPENDENT	0	0	0	1,417,000	1,417,000
3	SANTANU PAUL	INDEPENDENT	0	0	0	218,000	218,000
	Total		0	0	0	2,943,000	2,943,000

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

5

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
VIVRITI CAPITAL	Registrar of Comp	10/03/2023	Section 62 (1) (c) of	10000	Penalty paid and INC 28 filed

VINEET SUKUMA	Registrar of Comp:	10/03/2023	Section 62 (1) (c) of	10000	Penalty paid and INC 28 filed v
GAURAV KUMAR	Registrar of Comp:	10/03/2023	Section 62 (1) (c) of	10000	Penalty paid and INC 28 filed v
PAITENKAR SURI	Registrar of Comp:	10/03/2023	Section 62 (1) (c) of	10000	Penalty paid and INC 28 filed v
SRINIVASARAGH	Registrar of Comp:	10/03/2023	Section 62 (1) (c) of	10000	Penalty paid and INC 28 filed v

(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

VINEET SUKUMAR
Digitally signed by VINEET SUKUMAR
Date: 2023.11.28 17:46:04 +05'30'

DIN of the director

06848801

To be digitally signed by

P S AMRITHA
Digitally signed by P S AMRITHA
Date: 2023.11.28 17:47:12 +05'30'

Company Secretary

Company secretary in practice

Membership number

49121

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

List of SH and DH 31032023 sd.pdf
VCPL-MGT 8-2023_Final - rvd.pdf
Transfer Data FY 22 23 sd.pdf
VCL Committee Meetings FY 22 23 sd.pdf
Intimation of Designated Person.pdf
Clarification Note.pdf

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