

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	<input type="text" value="U65929TN2017PTC117196"/>	<input type="button" value="Pre-fill"/>						
Global Location Number (GLN) of the company	<input type="text"/>							
* Permanent Account Number (PAN) of the company	<input type="text" value="AAFCV9757P"/>							
(ii) (a) Name of the company	<input type="text" value="VIVRITI CAPITAL PRIVATE LIMIT"/>							
(b) Registered office address	<input type="text" value="Prestige Zackria Metropolitan No. 200/1-8,
2nd Floor, Block -1, Annasalai, Chennai - 600002
Chennai
Chennai
Tamil Nadu
600002"/>							
(c) *e-mail ID of the company	<input type="text" value="vineet@vivriticapital.com"/>							
(d) *Telephone number with STD code	<input type="text" value="04440074811"/>							
(e) Website	<input type="text" value="www.vivriticapital.com"/>							
(iii) Date of Incorporation	<input type="text" value="22/06/2017"/>							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Private Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table>	Type of the Company	Category of the Company	Sub-category of the Company	Private Company	Company limited by shares	Indian Non-Government company	
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	<input checked="" type="radio"/> Yes <input type="radio"/> No							
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input type="radio"/> Yes <input checked="" type="radio"/> 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	VIVRITI ASSET MANAGEMENT P	U65929TN2019PTC127644	Subsidiary	66.66
2	CREDAVENUE PRIVATE LIMITED	U72900TN2020PTC137251	Subsidiary	50.52

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	20,900,000	16,326,754	16,326,754	16,326,754
Total amount of equity shares (in Rupees)	209,000,000	163,267,540	163,267,540	163,267,540

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				

Number of equity shares	20,900,000	16,326,754	16,326,754	16,326,754
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	209,000,000	163,267,540	163,267,540	163,267,540

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	88,787,063	88,121,812	88,121,812	88,121,812
Total amount of preference shares (in rupees)	930,370,630	921,788,220	921,788,220	873,915,502

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.001% Compulsorily convertible preference shares				
Number of preference shares	87,937,063	87,310,410	87,310,410	87,310,410
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	879,370,630	873,104,100	873,104,100	873,104,100
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Optionally convertible redeemable preference shares				
Number of preference shares	850,000	811,402	811,402	811,402
Nominal value per share (in rupees)	60	60	60	60
Total amount of preference shares (in rupees)	51,000,000	48,684,120	48,684,120	811,402

(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	500,100	15,140,910	15641010	156,410,100	156,410,100	
Increase during the year	100	1,185,644	1185744	7,357,440	7,357,440	75,474,103.4
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	100	685,644	685744	6,857,440	6,857,440	75,474,103.4
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		500,000	500000	500,000	500,000	
Increase in Demat						
Decrease during the year	500,000	0	500000	500,000	500,000	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	500,000		500000	500,000	500,000	
Decrease in Physical						
At the end of the year	200	16,326,554	16326754	163,267,540	163,267,540	

Preference shares

At the beginning of the year	20,154,225	64,077,811	84232036	882,890,460	835,017,740	
Increase during the year	3,032,008	857,768	3889776	38,897,760	38,897,760	3,131,269,600
i. Issues of shares	3,032,008	857,768	3889776	38,897,760	38,897,760	3,131,269,600
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				0	0	
NA						

At the end of the year	23,186,233	64,935,579	88121812	921,788,220	873,915,500	
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ISIN of the equity shares of the company

(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		<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			
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	17,400	1000000,100000, 498167,	9,714,252,168
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			9,714,252,168

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	4,253,500,000	7,400,000,000	1,939,247,832	9,714,252,168
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
Commerical Paper	1,700	500000	500,000	500000	850,000,000
Total	1,700		500,000		850,000,000

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

(i) Turnover

3,448,719,000

(ii) Net worth of the Company

11,671,187,000

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	9,800,000	60.02	811,402	0.92
	(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	9,800,000	60.02	811,402	0.92

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	2,722,129	16.67	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)	300	0	87,310,410	99.08
10.	Others ESOP Trust	3,804,325	23.3	0	0

	Total	6,526,754	39.97	87,310,410	99.08
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Total number of shareholders (other than promoters)

46

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

48

**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)	31	46
Debenture holders	286	768

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	2	0	1	1	5.08	5.08
B. Non-Promoter	0	1	0	2	0	0.11
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	1	0	2	0	0.11
C. Nominee Directors representing	0	3	0	3	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	3	0	3	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	4	1	6	5.08	5.19

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

9

(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	0	
KENNETH DAN VANDE	02545813	Nominee director	0	
KARTIK SRIVATSA	03559152	Nominee director	0	
VINEET SUKUMAR	06848801	Managing Director	4,900,000	
JOHN TYLER DAY	07298703	Nominee director	0	
GAURAV KUMAR	07767248	Director	4,900,000	
PAITENKER SURESH	AWGPA9942F	Company Secretary	0	
SRINIVASARAGHAVAN	AVCPB6091R	CFO	1,500	

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

4

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)
ANITA BELANI	01532511	Director	07/05/2021	Appointment
GAURAV KUMAR	07767248	Director	29/09/2021	Change in Designation
SHAIKH IRFAN MOHAM	CSTPS7528G	CFO	28/04/2021	Cessation
SRINIVASARAGHAVAN	AVCPB6091R	CFO	01/05/2021	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

7

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 Meeting	16/04/2021	9	4	93.51
Extra-Ordinary General Meeting	07/05/2021	13	5	90.83
Extra-Ordinary General Meeting	26/05/2021	13	4	90.83
Extra-Ordinary General Meeting	30/09/2021	14	5	92.69
Extra-Ordinary General Meeting	22/03/2022	14	5	92.42
Extra-Ordinary General Meeting	25/03/2022	14	5	92.42
Annual General Meeting	17/08/2021	14	3	31.52

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	13/04/2021	6	6	100
2	28/04/2021	6	6	100
3	25/05/2021	7	5	71.43
4	06/08/2021	7	7	100
5	23/09/2021	7	7	100
6	10/11/2021	7	7	100
7	04/02/2022	7	7	100
8	21/03/2022	7	5	71.43
9	25/03/2022	7	5	71.43

C. COMMITTEE MEETINGS

Number of meetings held

21

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	13/04/2021	2	2	100
2	Audit Committee	28/04/2021	2	2	100
3	Audit Committee	06/08/2021	3	3	100
4	Audit Committee	10/11/2021	3	3	100
5	Audit Committee	04/02/2022	3	3	100
6	Nomination and Remuneration	28/04/2021	3	3	100
7	Nomination and Remuneration	06/08/2021	4	4	100
8	Nomination and Remuneration	10/11/2021	4	4	100
9	Nomination and Remuneration	04/02/2022	4	4	100
10	Risk Management	28/04/2021	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	22/09/2022
								(Y/N/NA)
1	NAMRATA KADAM	9	9	100	20	20	100	Yes
2	ANITA BELAN	7	6	85.71	11	11	100	No
3	KENNETH DA	9	7	77.78	4	4	100	No
4	KARTIK SRIVASTAVA	9	7	77.78	0	0	0	No
5	VINEET SUKUMAR	9	9	100	16	16	100	Yes
6	JOHN TYLER	9	8	88.89	9	9	100	No
7	GAURAV KUMAR	9	9	100	15	15	100	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VINEET SUKUMAR	Managing Director	29,219,000	0	0	0	29,219,000
2	GAURAV KUMAR	Managing Director	24,135,000	0	0	0	24,135,000
	Total		53,354,000	0	0	0	53,354,000

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PAITENKER SURE	Company Secretary	1,800,000	0	30,000	0	1,830,000
2	SRINIVASARAGHA	Chief Financial Officer	4,375,000	0	50,000	0	4,425,000
3	SHAIKH IRFAN MOHAMMAD	Chief Financial Officer	0	0	0	0	0
	Total		6,175,000	0	80,000	0	6,255,000

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NAMRATA KAUL	Director	0	0	0	1,100,000	1,100,000
2	ANITA BELANI	Director	0	0	0	900,000	900,000
	Total		0	0	0	2,000,000	2,000,000

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

As per attached MGT-8.

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

R ANURADHA

Whether associate or fellow

Associate Fellow

Certificate of practice number

20623

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. ...

10

dated

13/04/2022

(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

06848801

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

List of SHs and DHs as on March 31 2022_
Vivriti MGT_8_2022.pdf
Transfer Data - FY 21-22_sd.pdf
VCPL - Committee meetings - FY 21-22- F
VCPL NOTE ON MGT-7 2022 - CS and CF

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