

# 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

U65929TN2017PLC117196

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAFCV9757P

(ii) (a) Name of the company

VIVRITI CAPITAL LIMITED

(b) Registered office address

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



(c) \*e-mail ID of the company

vineet@vivriticapital.com

(d) \*Telephone number with STD code

04440074811

(e) Website

www.vivriticapital.com

(iii) Date of Incorporation

22/06/2017

(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

U74900TN2015PTC101466

Pre-fill

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	VIVRITI ASSET MANAGEMENT P +	U65929TN2019PTC127644	Subsidiary	69.99
2	CREDAVENUE PRIVATE LIMITED +	U72900TN2020PTC137251	Associate	48.12

## 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	27,460,000	21,575,735	21,575,735	21,575,735
Total amount of equity shares (in Rupees)	274,600,000	215,757,350	215,757,350	215,757,350

Number of classes

2

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Face Value of INR 10/-				
Number of equity shares	25,500,000	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)	255,000,000	215,757,350	215,757,350	215,757,350
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class B Differential Equity Shares of FV of INR 10				
Number of equity shares	1,960,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	19,600,000	0	0	0

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	91,137,063	90,940,240	90,940,240	90,940,240
Total amount of preference shares (in rupees)	911,370,630	909,402,400	909,402,400	909,402,400

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	91,137,063	90,940,240	90,940,240	90,940,240
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	911,370,630	909,402,400	909,402,400	909,402,400

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	232,612	21,343,123	21575735	215,757,350	215,757,350	

<b>Increase during the year</b>	0	100	100	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	
x. Others, specify <input type="text"/>		100	100			
<b>Decrease during the year</b>	100	0	100	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 <input type="text"/>	100		100			
<b>At the end of the year</b>	232,512	21,343,223	21575735	215,757,350	215,757,350	

<b>Preference shares</b>						
<b>At the beginning of the year</b>	23,186,233	67,754,007	90940240	909,402,400	909,402,400	
<b>Increase during the year</b>	0	11,593,166	11593166	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 <input type="text"/>		11,593,166	11593166			
<b>Decrease during the year</b>	11,593,166	0	11593166	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	11,593,166		11593166			
<b>At the end of the year</b>	11,593,067	79,347,173	90940240	909,402,400	909,402,400	

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" value="13/06/2024"/>
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	4,166,455	100000, 10000, 1000, 250	18,436,437,250
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
<b>Total</b>			18,436,437,250

**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
<b>Non-convertible debentures</b>	15,718,546,720	11,765,976,000	9,048,085,470	18,436,437,250
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>					

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

**(i) Turnover**

**(ii) Net worth of the Company**

**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	6,737,840	31.23	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
	<b>Total</b>	6,737,840	31.23	0	0

**Total number of shareholders (promoters)**

1
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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	8,399,495	38.93	0	0
	(ii) Non-resident Indian (NRI)	373,866	1.73	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	1,242,578	5.76	3,629,830	3.99
9.	Body corporate (not mentioned above)	1,181,796	5.48	87,310,410	96.01
10.	Others          Trusts	3,640,160	16.87	0	0
	<b>Total</b>	14,837,895	68.77	90,940,240	100

**Total number of shareholders (other than promoters)**

639

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

640

**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	1
Members (other than promoters)	133	639
Debenture holders	17,595	10,943

**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
<b>A. Promoter</b>	1	1	1	0	5.99	0
<b>B. Non-Promoter</b>	0	3	0	4	0	4.51
(i) Non-Independent	0	0	0	1	0	4.38
(ii) Independent	0	3	0	3	0	0.13
<b>C. Nominee Directors representing</b>	0	4	0	3	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	4	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	1	8	1	7	5.99	4.51

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)
GOPAL SRINIVASAN	00177699	Nominee director	0	
ANITA BELANI	01532511	Director	21,053	
NAMRATA KAUL	00994532	Director	115,161	
SANTANU PAUL	02039043	Director	9,150	
JOHN TYLER DAY	07298703	Nominee director	0	
LAZAR ZDRAVKOVIC	10052432	Nominee director	0	
VINEET SUKUMAR	06848801	Managing Director	6,737,840	
GAURAV KUMAR	07767248	Director	4,932,049	
SRINIVASARAGHAVA	AVCPB6091R	CFO	35	
UMESH NAVANI	AXPPN0375F	Company Secretar	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year** 5

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)
VINEET SUKUMAR	06848801	Managing Director	26/05/2024	Reappointment as Managing [
KARTIK SRIVATSA	03559152	Nominee director	13/06/2024	Reappointment due to rotation
KARTIK SRIVATSA	03559152	Nominee director	14/03/2025	Cessation
PAITENKAR SURESH	AWGPA9942F	Company Secretary	06/11/2024	Cessation
UMESH NAVANI	AXPPN0375F	Company Secretary	07/11/2024	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

4

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	13/06/2024	158	10	59.13
Extra-ordinary General Meeting	31/07/2024	181	11	58.12
Extra-ordinary General Meeting	12/09/2024	230	12	73.96
Extra-ordinary General Meeting	03/01/2025	411	7	35.96

## 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	09/05/2024	9	6	66.67
2	27/06/2024	9	7	77.78
3	08/08/2024	9	8	88.89
4	03/10/2024	9	7	77.78
5	06/11/2024	9	7	77.78
6	26/11/2024	9	6	66.67
7	30/01/2025	9	7	77.78

## C. COMMITTEE MEETINGS

Number of meetings held

24

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	09/05/2024	3	3	100
2	Audit Committee	27/06/2024	3	3	100
3	Audit Committee	08/08/2024	3	3	100
4	Audit Committee	09/09/2024	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
5	Audit Committee	06/11/2024	3	3	100
6	Audit Committee	26/11/2024	3	3	100
7	Audit Committee	30/01/2025	3	3	100
8	Nomination & I	23/04/2024	3	2	66.67
9	Nomination & I	27/06/2024	3	2	66.67
10	Nomination & I	23/07/2024	3	2	66.67

**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	GOPAL SRINI	7	1	14.29	4	0	0	
2	ANITA BELAN	7	7	100	19	18	94.74	
3	NAMRATA KA	7	7	100	23	22	95.65	
4	SANTANU PA	7	6	85.71	5	5	100	
5	JOHN TYLER	7	6	85.71	11	11	100	
6	LAZAR ZDRA	7	5	71.43	0	0	0	
7	VINEET SUKL	7	7	100	20	20	100	
8	GAURAV KUM	7	2	28.57	0	0	0	

**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	30,197,063	0	0	0	30,197,063
	Total		30,197,063	0	0	0	30,197,063

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	SRINIVASARAGHA	CFO	9,895,915	0	90,000	0	9,985,915
2	PAITENKAR SURE	COMPANY SEC	2,552,262	0	42,300	0	2,594,562
3	UMESH NAVANI	COMPANY SEC	1,400,092	0	0	0	1,400,092
	Total		13,848,269	0	132,300	0	13,980,569

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	500,000	0	3,000,000	3,500,000
2	ANITA BELANI	INDEPENDENT	0	500,000	0	2,500,000	3,000,000
3	SANTANU PAUL	INDEPENDENT	0	500,000	0	1,100,000	1,600,000
	Total		0	1,500,000	0	6,600,000	8,100,000

#### 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

BAALASUBRAMANIYAN NE

Whether associate or fellow

Associate  Fellow

Certificate of practice number

22941

**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

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

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<b>Remove attachment</b>
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Modify
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Check Form
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Prescrutiny
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Submit
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**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**