

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

U67120MH1994PTC081575

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACJ1395E

(ii) (a) Name of the company

HSBC SECURITIES AND CAPITA

(b) Registered office address

52/60, Mahatma Gandhi Road, Fort, NA
Mumbai
Maharashtra
400001
India

(c) *e-mail ID of the company

saurabh.shankarlal.gupta@hsb

(d) *Telephone number with STD code

02222685555

(e) Website

(iii) Date of Incorporation

29/09/1994

(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 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 29/09/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

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	K7	Financial Advisory, brokerage and Consultancy Services	81
2	K	Financial and insurance Service	K8	Other financial activities	19

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

*No. of Companies for which information is to be given 7

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	HSBC Investment Bank Holding		Holding	100
2	HSBC ASSET MANAGEMENT (IN	U74140MH2001PTC134220	Subsidiary	100
3	HSBC INVESTDIRECT (INDIA) PF	U67120MH1997PTC110386	Subsidiary	54.73
4	HSBC INVESTDIRECT SECURITIES	U67120MH2006PTC159988	Subsidiary	78.82
5	HSBC INVESTDIRECT FINANCIAL	U67190MH1996PLC097473	Subsidiary	54.73
6	HSBC INVESTDIRECT SALES & M	U67100MH2001PLC133074	Subsidiary	54.18
7	HSBC CONSULTANCY SERVICES	U65991MH1996PLC229572	Subsidiary	100

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	464,500,000	184,323,905	166,028,980	166,028,980
Total amount of equity shares (in Rupees)	46,450,000,000	18,432,390,500	16,602,898,000	16,602,898,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	464,500,000	184,323,905	166,028,980	166,028,980
Nominal value per share (in rupees)	100	100	100	100
Total amount of equity shares (in rupees)	46,450,000,000	18,432,390,500	16,602,898,000	16,602,898,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	5,500,000	2,500,000	2,500,000	2,500,000
Total amount of preference shares (in rupees)	550,000,000	250,000,000	250,000,000	250,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	5,500,000	2,500,000	2,500,000	2,500,000
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	550,000,000	250,000,000	250,000,000	250,000,000

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	2	47,011,392	47011394	4,701,139,4	4,701,139,4	

Increase during the year	0	119,017,586	119017586	11,901,758,	11,901,758	23,267,938,0
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	119,017,586	119017586	11,901,758,	11,901,758	23,267,938,0
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	0
x. Others, specify <input type="text"/>						
Decrease during the year	0	0	0	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"/>						
At the end of the year	2	166,028,978	166028980	16,602,898,	16,602,898	
Preference shares						
At the beginning of the year	0	2,500,000	2500000	250,000,000	250,000,000	
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 <input type="text"/>						
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						
At the end of the year	0	2,500,000	2500000	250,000,000	250,000,000	

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			
Transferor's Name			
	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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

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	0	0	0	0
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

1,941,600,000

(ii) Net worth of the Company

44,058,971,578

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)	166,028,980	100	2,500,000	100
10.	Others	0	0	0	0
	Total	166,028,980	100	2,500,000	100

Total number of shareholders (promoters)

3

(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	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 (other than promoters)

0

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

3

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	3	3
Members (other than promoters)	0	0
Debenture holders	0	0

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	3	1	3	2	0	0
(i) Non-Independent	3	1	3	2	0	0
(ii) Independent	0	0	0	0	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	3	1	3	2	0	0

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

5

(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)
Anita Mishra	09517265	Director	0	
Amitabh Malhotra	01709234	Director	0	
Brij Bhushan	09288911	Whole-time director	0	
Mudit Tayal	07769502	Whole-time director	0	
Yogesh Aggarwal	07520031	Whole-time director	0	

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

2

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 Mishra	09517265	Additional director	27/04/2022	Appointment
Anita Mishra	09517265	Director	28/09/2022	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

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	20/05/2022	3	3	100
Extra-ordinary General Mee	10/06/2022	3	3	100
Extra-ordinary General Mee	20/06/2022	3	3	100
Extra-ordinary General Mee	14/09/2022	3	3	100
Annual General Meeting	28/09/2022	3	3	100

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01/06/2022	5	4	80
2	17/06/2022	5	2	40
3	12/09/2022	5	4	80
4	13/09/2022	5	5	100
5	25/11/2022	5	4	80
6	20/03/2023	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

1

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	Corporate Soc	12/09/2022	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	29/09/2023
								(Y/N/NA)
1	Anita Mishra	6	3	50	0	0	0	No
2	Amitabh Malhotra	6	5	83.33	0	0	0	No
3	Brij Bhushan	6	6	100	1	1	100	Yes
4	Mudit Tayal	6	6	100	1	1	100	No
5	Yogesh Aggarwal	6	4	66.67	1	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Brij Bhushan	Wholetime Direc	10,958,109	0	52,642	0	11,010,751
2	Mudit Tayal	Wholetime Direc	11,123,162	0	0	0	11,123,162
3	Yogesh Aggarwal	Wholetime Direc	39,681,244	0	12,036,644	0	51,717,888
	Total		61,762,515	0	12,089,286	0	73,851,801

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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

Ashish Kumar Jain

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

6124

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. ...

14

dated

05/12/2008

(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

BRIJ
BHUSHAN
Digitally signed by
BRIJ BHUSHAN
Date: 2023.11.08
17:27:53 +05'30'

DIN of the director

09288911

To be digitally signed by

SAURABH
SHANKAR
AL GUPTA
Digitally signed by
SAURABH
SHANKAR LAL GUPTA
Date: 2023.11.08
17:28:54 +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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

MGT_8_HSCI.pdf
List of shareholders as on 31 March 2023

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



HSBC

HSBC SECURITIES AND CAPITAL MARKETS (INDIA) PRIVATE LIMITED

SHARE HOLDING PATTERN OF AS ON 31 MARCH 2023

Equity

Sr. No.	Name	No. of Shares held	Shareholding (%)
1	HSBC Investment Bank Holdings BV	166028978	100
2	HSBC Investment Bank Holdings BV jointly with Mr. Abadaan Viccaji	1	-
3	HSBC Investment Bank Holdings BV jointly with Mr. Amit Moghay	1	-
TOTAL		166028980	100

Preference

Sr. No.	Name	No. of Shares held	Shareholding (%)
1	HSBC Investment Bank Holdings BV	2500000	100
TOTAL		2500000	100

For HSBC Securities and Capital Markets (India) Private Limited

SAURABH

SHANKARLAL

GUPTA

Digitally signed by
SAURABH SHANKARLAL
GUPTA
Date: 2023.11.08 16:03:40
+05'30'

Saurabh Gupta

Company Secretary

Membership No. ACS 44440

HSBC Securities and Capital Markets (India) Private Limited

Regd. Office: 52/60 Mahatma Gandhi Road, Fort, Mumbai – 400 001, India

Telephone: 022-2268 1208 email - saurabh.shankarlal.gupta@hsbc.co.in

<https://www.business.hsbc.co.in/en-gb/regulations/hsbc-securities-and-capital-market?v222>

CIN No.: U67120MH1994PTC081575

RESTRICTED

Form No. MGT -8

[Pursuant to Section 92(2) of the Companies Act, 2013 and rule 11(2) of the Companies (Management and Administration) Rules, 2014]

We have examined the registers, records and books and papers of **HSBC Securities and Capital Markets (India) Private Limited** (CIN: U67120MH1994PTC081575) (the Company) as required to be maintained under the Companies Act, 2013 (the Act) for the financial year ended on March 31, 2023. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

A.		The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B.		During the aforesaid financial year:
	1.	The Company has complied with the provisions of the Act & Rules made thereunder in respect of its status under the Act;
	2.	The Company has complied with the provisions of the Act & Rules made thereunder in respect of maintenance of registers/ records & making entries therein within the time prescribed therefor;
	3.	The Company has complied with the provisions of the Act & Rules made thereunder in respect of filing of forms and returns as stated in the annual return with the Registrar of Companies, Regional Director, Central Government and the Tribunal within the prescribed time;
	4.	The Company has complied with the provisions of the Act & Rules made thereunder in respect of calling/convening/holding meetings of Board of Directors and its committees, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
	5.	The Company was not required to close its Register of Members;
	6.	The Company has not given any advances or loans to its directors and/or persons or firms or companies referred in Section 185 of the Act;
	7.	The Company has not entered into contracts or arrangements with related parties in compliance with the provisions of the Section 188 of the Companies Act, 2013;

..2



8.	The Company has issued and allotted 11,90,17,586 (Eleven Crores Ninety Lacs Seventeen Thousand Five Hundred and Eighty Six) Equity Shares of Rs.100/- at Premium of Rs.195.50 per share each through private placement in compliance with the provisions of Companies Act and 2,500,000 9% redeemable preference shares of Rs.100/- each for a period of 20 years were re-issued in lieu of the old preference shares due for redemption on March 12, 2021 after the approval of the Hon'ble NCLT under Section 55(3) of the Act vide their order on February 24, 2023. Further, there were no instances of transfer or transmission or buy back of securities or redemption of preference shares or debentures or alteration or reduction of share capital or conversion of shares or securities and issue of security certificates;
9.	As informed by the Company, it was not required to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10.	As informed by the Company, it has not declared and paid any dividend. Since, there were no unpaid or unclaimed dividends, the Company was not required to transfer any amounts to the Investor Education and Protection Fund in accordance with the provisions of the Section 125 of the Act;
11.	The Company has signed audited financial statement as per the provisions of Section 134 of the Act, and report of directors is as per sub-sections (3) and (5) thereof;
12.	The Company has complied with the provisions of the Act & Rules made thereunder in respect of constitution/appointment/re-appointments and disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. Further there were no instances of the appointment of Director in casual vacancy;
13.	The Company has complied with the provisions of the Act & Rules made thereunder in respect of appointment/reappointment of auditors as per the provisions of section 139 of the Act. Further there was no instance of the appointment of auditor in casual vacancy;
14.	The Company has obtained required approval of the National Company Law Tribunal, Regional Director, Registrar under the provisions of the Act viz. (a) Approval from the Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench vide their order on December 14, 2022 under Section 52 read with section 66 of the Companies Act, 2013 for utilization of balance available in Securities premium Account against the debit balance of Retained Earnings of the Company consequently the Securities Premium Account is reduced from Rs.595,28,07,000/- to Rs.366,02,26,668/- and (b) Approval from the Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench vide their order on February 24, 2023 under Section 55(3) of the Act, for re-issuing 2,500,000 9% redeemable preference shares of Rs.100/- each for a period of 20 years in lieu of the old preference shares due for redemption on March 12, 2021.



15.	As informed by the Company, it has not invited, renewed or accepted any deposits during the year;
16.	The Company has not made borrowings from banks, public financial institutions and others and accordingly has not created, modified or satisfied any charge;
17.	The Company has not made any loans or advances or given guarantees or provided securities to other bodies corporate attracting the provisions of Section 186 Companies Act, 2013;
18.	During the year Company has altered the capital clause of Memorandum of Association of the Company in compliance of the provisions of Companies Act, 2013. Further the Company has not altered the provisions of the Articles of Association of the Company.

For A.K. Jain & Co.
Company Secretaries



Place: Mumbai
Date: 08th November, 2023

Ashish Kumar Jain
Proprietor
Peer Review Certificate No.1485/2021
FCS: 6058, CP: 6124
UDIN: F006058E001739361