

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

U99999MH1995PLC087498

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECS5096H

(ii) (a) Name of the company

SHAREKHAN LIMITED

(b) Registered office address

Lodha iThink Techno Campus, 10th Flr, Beta Bldg
Off. JVLR, Opp Kanjurmarg Rly Stn, Kanjurmarg (E)
Mumbai
Maharashtra
400042

(c) *e-mail ID of the company

companysecretarial@sharekha

(d) *Telephone number with STD code

02261150000

(e) Website

www.sharekhan.com

(iii) Date of Incorporation

20/04/1995

(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

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM 30/09/2021

(b) Due date of AGM 30/09/2021

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

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 4

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	K5	Financial and Credit leasing activities	13.11
2	K	Financial and insurance Service	K6	Fund Management Services	0.22
3	K	Financial and insurance Service	K7	Financial Advisory, brokerage and Consultancy Services	69.24
4	K	Financial and insurance Service	K8	Other financial activities	17.43

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	SHAREKHAN CONSULTANTS P	U67190MH2000PTC127257	Subsidiary	100
2	SHAREKHAN COMMODITIES PI	U67120MH2000PTC127261	Subsidiary	100
3	SHAREKHAN BNP PARIBAS FIN	U65920MH2004PLC149518	Subsidiary	100
4	SHAREKHAN.COM INDIA PRIVA	U80904MH2000PTC126954	Subsidiary	100

5	WEALTHTIGER INVESTMENT AI	U65923MH2015PTC267398	Subsidiary	100
6	ESPRESSO FINANCIAL SERVICE	U65100MH2015PTC269036	Subsidiary	100
7	BNP PARIBAS SA	F00743	Holding	72.76

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	79,644,833	58,746,178	58,746,178	58,746,178
Total amount of equity shares (in Rupees)	796,448,330	587,461,780	587,461,780	587,461,780

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10 each				
Number of equity shares	79,644,833	58,746,178	58,746,178	58,746,178
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	796,448,330	587,461,780	587,461,780	587,461,780

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	10,355,167	0	0	0
Total amount of preference shares (in rupees)	103,551,670	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares of Rs. 10 each				
Number of preference shares	10,355,167	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	103,551,670	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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	58,746,178	58746178	587,461,780	587,461,780	
Increase during the year	0	0	0	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	0
x. Others, specify				0	0	
NA						
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				0	0	
NA						
At the end of the year	0	58,746,178	58746178	587,461,780	587,461,780	
Preference shares						

At the beginning of the year	0	0	0	0	0	
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				0	0	
NA						
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	0	0	0	0	0	

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 style="width: 100%;" type="text"/>			
Date of registration of transfer (Date Month Year)				<input style="width: 100%;" type="text"/>			
Type of transfer		<input style="width: 50%;" type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input style="width: 50%;" type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input style="width: 50%;" type="text"/>	
Ledger Folio of Transferor				<input style="width: 100%;" type="text"/>			
Transferor's Name		<input style="width: 50%;" type="text"/>		<input style="width: 50%;" type="text"/>		<input style="width: 50%;" type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input style="width: 100%;" type="text"/>			
Transferee's Name		<input style="width: 50%;" type="text"/>		<input style="width: 50%;" type="text"/>		<input style="width: 50%;" type="text"/>	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				<input style="width: 100%;" type="text"/>			
Type of transfer		<input style="width: 50%;" type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input style="width: 50%;" type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input style="width: 50%;" 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

(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
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

11,391,000,000

(ii) Net worth of the Company

13,218,000,000

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	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	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	42,746,033	72.76	0	
10.	Others Indian Company	16,000,145	27.24	0	
	Total	58,746,178	100	0	0

Total number of shareholders (promoters)

7

(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	
	(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	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	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)**

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	7	7
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	4	7	4	4	0	0
(i) Non-Independent	4	5	4	2	0	0
(ii) Independent	0	2	0	2	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	4	7	4	4	0	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)
JAIDEEP ARORA	00056252	Whole-time director	0	
SHANKAR KESHAVA V	00090509	Whole-time director	0	20/07/2021
JEAN CHRISTOPHE M.	02561258	Whole-time director	0	
STEFAN JOHANNES G	07657587	Whole-time director	0	
AMBAREESH MURTY V	03279054	Director	0	
GOWRI THYAGARAJA	07029599	Director	0	
HUGUES NOEL MAISC	07675507	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
FRANCISKA MARIA GO	06869435	Director	0	
SATISH CHAPSHI NAG	ADCPN0731A	CFO	0	
VIJAY HANUMANTA S	BLVPS3770A	Company Secretar	0	

(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)
ALAIN PASCAL PAPIAS	07672704	Director	20/11/2020	Cessation
ERIC RAYNAUD	08621512	Director	23/09/2020	Cessation
ERIC RAYNAUD	08621512	Additional director	14/09/2020	Change in Designation
THOMAS ZINK	07626733	Director	24/09/2020	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

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	14/09/2020	7	7	100

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/05/2020	11	8	72.73
2	07/07/2020	11	8	72.73
3	09/09/2020	10	9	90
4	12/11/2020	9	7	77.78

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	18/02/2021	8	6	75

C. COMMITTEE MEETINGS

Number of meetings held

8

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	29/05/2020	3	3	100
2	Audit Committee	12/11/2020	3	3	100
3	Audit Committee	18/02/2021	3	2	66.67
4	CSR Committee	29/05/2020	4	4	100
5	CSR Committee	12/11/2020	4	4	100
6	Nomination and Remuneration Committee	29/05/2020	4	3	75
7	Nomination and Remuneration Committee	12/11/2020	4	3	75
8	Nomination and Remuneration Committee	18/02/2021	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	30/09/2021
								(Y/N/NA)
1	JAIDEEP ARORA	5	5	100	2	2	100	Yes
2	SHANKAR KESAVAN	5	5	100	2	2	100	Not Applicable
3	JEAN CHRISTOPHE	5	5	100	0	0	0	Yes
4	STEFAN JOHANNES	5	5	100	0	0	0	Yes
5	AMBAREESH K	5	4	80	8	6	75	Yes
6	GOWRI THYAGAN	5	4	80	6	6	100	Yes
7	HUGUES NOEL	5	2	40	0	0	0	No

8	FRANCISKA M	5	5	100	6	6	100	No
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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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shankar Vailaya	Whole-time Dire	41,463,002	0	0	0	41,463,002
2	JAIDEEP ARORA	CEO & Whole-ti	53,293,000	0	0	0	53,293,000
3	JEAN CHRISTOPH	Whole-time Dire	32,580,597	0	0	0	32,580,597
4	STEFAN JOHANNE	Whole-time Dire	43,942,150	0	0	0	43,942,150
	Total		171,278,749	0	0	0	171,278,749

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	Satish Nagda	Chief Financial C	12,285,000	0	0	0	12,285,000
2	Vijay Sakali	Company Secre	2,022,385	0	0	0	2,022,385
	Total		14,307,385	0	0	0	14,307,385

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	Ambareesh Murty	Independent Dir	0	0	0	1,000,000	1,000,000
2	Gowri Thyagarajan	Independent Dir	0	0	0	1,000,000	1,000,000
	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

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

HIMANSHU S. KAMDAR

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3030

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. ...

CR-01-06

dated

03/07/2021

(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

07657587

To be digitally signed by



- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number 29466

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

List of Shareholder_SKL_31032021_S.pdf
Form MGT-8_SKL- 2020-21_Final_Signed
Clarification Note on MGT-7 SKL 2021.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

Clarification Notes:-

NOTE-1:

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

Sr. No.	Name and address of the Company	CIN / GLN	Holding/subsidiary / associate	% of shares held	Applicable section
1.	Sharekhan Consultants Private Limited Add: - Lodha iThink Techno Campus, 10 th Flr, Beta Bldg Off. JVL R, Opp Kanjurmarg Rly Stn, Kanjurmarg (E) Mumbai MH 400042	U67190MH2000PTC127257	Step down Wholly owned Subsidiary of Sharekhan Limited through Sharekhan BNP Paribas Financial Services Limited	100%	Section 2(87)
2.	Sharekhan.com India Private Limited Add: - Lodha iThink Techno Campus, 10 th Flr, Beta Bldg Off. JVL R, Opp Kanjurmarg Rly Stn, Kanjurmarg (E) Mumbai MH 400042	U80904MH2000PTC126954	Step down Wholly owned Subsidiary of Sharekhan Limited through Sharekhan BNP Paribas Financial Services Limited	100%	Section 2(87)

NOTE-2:

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(d) Break-up of paid-up share capital

ISIN of equity Shares of the Company is: **INE211H01010**

NOTE-3:

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL: -

B) (i) *Details of directors and Key managerial personnel as on the closure of financial year: -

Mr. Jaideep Arora having DIN: 00056252 and/or PAN: AAMPA6954H is Chief Executive Officer (CEO) and Whole Time Director of the Company.

List of Securities Holders of Sharekhan Limited as on March 31, 2021

Sr. No.	Name of Securities Holders	Number of Securities	%
1	Human Value Developers Private Limited	1,60,00,140	27.24%
2	BNP Paribas SA	4,27,46,033	72.76%
3	BNP Paribas India Holding Private Limited (Nominee of BNP Paribas SA)	1	0.00%
4	BNP Paribas Securities India Private Limited (Nominee of BNP Paribas SA)	1	0.00%
5	BNP Paribas India Consultancy Private Limited (Formerly known as BNP Paribas India Finance Private Limited) (Nominee of BNP Paribas SA)	1	0.00%
6	BNP Paribas Wealth Management India Private Limited (Nominee of BNP Paribas SA)	1	0.00%
7	BNP Paribas Asset Management India Private Limited (Nominee of BNP Paribas SA)	1	0.00%
Total		5,87,46,178	100%

For **SHAREKHAN LIMITED****STEFAN
GROENING**

Digitally signed by STEFAN GROENING
 DN: c=IN, o=PERSONAL,
 pseudonym=4221fc266835421cd3911e4a
 d31ec476a72b79dd1a402074e78a14d785
 ea3f01, postalCode=400013,
 st=MAHARASHTRA,
 serialNumber=7e145a2fb294d4cc88059
 e1839df3f132af6a4518f4c74f3b5f2c12f43
 353da, cn=STEFAN GROENING
 Date: 2021.11.23 19:57:19 +05'30'

Stefan Groening**Whole Time Director & COO****DIN: 07657587**

Add: Flat No. E-20, 20th Floor,
 Lodha World One, Parel,
 Mumbai – 400 013

Place: - Mumbai

Date: - November 23, 2021

Sharekhan Ltd.



Corporate Office: The Ruby, 18th Floor, 29, Senapati Bapat Marg, Dadar (West), Mumbai - 400028 Tel: 022-67502000 Fax: 022-24327343
 Registered Office: 10th Floor, Beta Building, Lodha iThink Techno Campus, Off. JVLR, Opp. Kanjurmarg Railway Station, Kanjurmarg (East), Mumbai – 400042
 Tel: 022-61150000 Fax: 022-67481899. CIN No. U99999MH1995PLC087498

Sharekhan Ltd.: SEBI Regn. Nos.: BSE / NSE / MSEI (CASH / F&O / CD) / MCX - Commodity: INZ000171337; DP: NSDL/CDSL-IN-DP-365-2018; PMS: INP000005786;
 Mutual Fund: ARN 20669; For any complaints email at igc@sharekhan.com. Disclaimer: Client should read the Risk Disclosure Document issued by SEBI & relevant exchanges and
 the T&C on www.sharekhan.com before investing.

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

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]*

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have conducted online verification & examination of records, as facilitated by **Sharekhan Limited** ("the Company"), due to COVID-19 and subsequent lockdown situation for purpose of issuing this report, on verification of registers, records and books and papers as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2021. 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 the Company has complied with provisions of the Act & Rules made thereunder in respect of:
 - 1) its status under the Act;
 - 2) maintenance of registers/ records and making entries therein within the time prescribed therefor;
 - 3) filing of forms and returns as stated in the annual return, with the Registrar of Companies were generally within the prescribed time;
 - 4) calling, convening and holding meetings of Board of Directors, Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and the meeting of the members of the Company on due date as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/ registers maintained for the purpose and the same have been signed;
 - 5) transactions with related parties in the ordinary course of business and on arms

length basis;

- 6) declaration and payment of interim and final dividend as per the provisions of Companies Act, 2013;
- 7) signing of 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;
- 8) constitution, cessation and disclosures of the Directors and remuneration paid to them, disclosures of Key Managerial Personnel and the remuneration paid to them;
- 9) borrowings from bank and modification of charge in that respect, unsecured borrowings from others by way of issue of commercial papers and loan taken from Wholly-owned Subsidiary Company;
- 10) loans given to Wholly-owned Subsidiary Companies and investments made in other bodies corporate in accordance with the provisions of Section 186 of the act;

C. during the aforesaid financial year the Company was not required to comply with provisions of the Act & Rules made thereunder in respect of:

- 1) filing of forms and returns with the Regional Director, Central Government, the Tribunal, Court and other authorities;
- 2) resolutions passed by postal ballot;
- 3) closure of Register of Members / Security Holders;
- 4) advances/ loans to its directors and/or persons or firms or companies referred in Section 185 of the Act;
- 5) issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 6) keeping 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;
- 7) transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 8) appointment/ retirement/ re-appointments/ filling up of casual vacancies of the Directors and Key Managerial Personnels;
- 9) appointment/ re-appointment/ filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;
- 10) approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 11) acceptance/ renewal/ repayment of deposits;

- 12) borrowings from its directors, members, public financial institutions and creation/ satisfaction of charge in that respect;
- 13) guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
- 14) alteration of the provisions of the Memorandum and Articles of Association of the Company.

**For RATHI & ASSOCIATES
COMPANY SECRETARIES**

HIMANSHU
SHANTILAL
KAMDAR

Digitally signed by
HIMANSHU
SHANTILAL KAMDAR
Date: 2021.11.30
13:26:42 +05'30'

HIMANSHU S. KAMDAR

PARTNER

C. P. No: 3030

Date: November 30, 2021

Place: Mumbai

UDIN: F005171C001596354

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN : T61049789

Service Request Date : 30/11/2021

Payment made into : HDFC Bank

Received From :

Name : HIMANSHU SHANTILAL KAMDAR
Address : A-303, PRATHAMESH, RAGHUVANSHI MILL COMP
SENAPATI BAPAT MARG, LOWER PAREL (WEST)
MUMBAI, Maharashtra
India - 400013

Entity on whose behalf money is paid

CIN: U99999MH1995PLC087498
Name : SHAREKHAN LIMITED
Address : Lodha iThink Techno Campus, 10th Flr, Beta Bldg
Off. JVLR, Opp Kanjurmarg Rly Stn, Kanju rmarg (E)
Mumbai, Maharashtra
India - 400042

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee for Form MGT-7 for the financial year ending on 2021	Normal	600.00
Total		600.00

Mode of Payment: Internet Banking - HDFC Bank

Received Payment Rupees: Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)