

# 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
- Global Location Number (GLN) of the company
- \* Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) \*e-mail ID of the company
- (d) \*Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (iv) 

Type of the Company	Category of the Company	Sub-category of the Company
Private Company	Company limited by shares	Subsidiary of Foreign 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  (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	98.61

## 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	Barclays Bank PLC, United King		Holding	57.84
2	BARCLAYS SECURITIES (INDIA)	U67120MH2006PTC161063	Associate	25

## 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	299,986,000	218,065,712	218,065,712	218,065,712
Total amount of equity shares (in Rupees)	14,999,300,000	10,903,285,600	10,903,285,600	10,903,285,600

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of face value Rs.50/- each				

Number of equity shares	299,986,000	218,065,712	218,065,712	218,065,712
Nominal value per share (in rupees)	50	50	50	50
Total amount of equity shares (in rupees)	14,999,300,000	10,903,285,600	10,903,285,600	10,903,285,600

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	502,000	458,875	458,875	458,875
Total amount of preference shares (in rupees)	700,000	458,875	458,875	458,875

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>7.5% Cumulative Redeemable Preference Shares of</b>				
Number of preference shares	2,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	200,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>0.01% Cumulative Redeemable Preference Shares</b>				
Number of preference shares	500,000	458,875	458,875	458,875
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	500,000	458,875	458,875	458,875

**(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>	218,065,712	0	218065712	10,903,285	10,903,285	
<b>Increase during the year</b>	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 <input type="text"/>						
<b>Decrease during the year</b>	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"/>						
<b>At the end of the year</b>	218,065,712	0	218065712	10,903,285	10,903,285	

### Preference shares

<b>At the beginning of the year</b>	458,875	0	458875	458,875	458,875	
<b>Increase during the year</b>	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"/>						
<b>Decrease during the year</b>	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 <input type="text"/>						

At the end of the year	458,875	0	458875	458,875	458,875	
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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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			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

1,332,519,680.37

(ii) Net worth of the Company

9,045,972,200.77

**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)	218,064,597	100	458,875	100
10.	Others Nominee Equity Shareholders of	6	0	0	0
	<b>Total</b>	218,064,603	100	458,875	100

**Total number of shareholders (promoters)**

9

**(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	1,109	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



	<b>Total</b>	1,109	0	0	0
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**Total number of shareholders (other than promoters)**

106

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

115

**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	9	9
Members (other than promoters)	106	106
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
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	1	4	1	3	0	0
(i) Non-Independent	1	4	1	3	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	1	4	1	3	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)
Ruzbeh Nauroze Sutaria	07889937	Whole-time director	1	
Rajeev Chandrakant Gh	00522420	Director	1	
Rakesh Khemchand Kri	02877283	Director	1	
Nirav Suresh Mody	07047591	Director	1	
Noopur Gupta	ARUPA7093A	Company Secretar	0	

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

1

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)
Gurupad Pavan	06911454	Director	20/01/2021	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

2

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	28/08/2020	115	7	99.99
Annual General Meeting	30/10/2020	115	7	99.99

**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	29/06/2020	5	2	40
2	17/08/2020	5	4	80
3	23/09/2020	5	5	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	12/11/2020	5	4	80
5	23/02/2021	4	4	100
6	26/03/2021	4	3	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	29/06/2020	3	2	66.67
2	Audit Committee	23/09/2020	3	3	100
3	Audit Committee	12/11/2020	3	2	66.67
4	Audit Committee	26/03/2021	3	2	66.67
5	Nomination and Remuneration	10/06/2020	3	3	100
6	Corporate Social Responsibility	08/06/2020	3	2	66.67
7	Corporate Social Responsibility	02/12/2020	3	3	100
8	Corporate Social Responsibility	03/03/2021	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	24/09/2021
								(Y/N/NA)
1	Ruzbeh Nauroji	6	5	83.33	1	0	0	Yes
2	Rajeev Chand	6	6	100	5	5	100	Yes
3	Rakesh Khem	6	5	83.33	8	7	87.5	Yes
4	Nirav Suresh I	6	4	66.67	7	5	71.43	Yes

**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	Ruzbeh Nauroze Su	Whole-time Dire	7,224,580	0	0	306,942	7,531,522
	Total		7,224,580	0	0	306,942	7,531,522

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Noopur Gupta	Company Secre	2,830,170	0	0	111,200	2,941,370
	Total		2,830,170	0	0	111,200	2,941,370

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

Saurabh Agarwal

Whether associate or fellow

Associate  Fellow

Certificate of practice number

20907

**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. ...  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:

- 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

Ruzbeh Nauroze Sutaria  
Digitally signed by Ruzbeh Nauroze Sutaria  
Date: 2021.10.14 12:26:47 +05'30'

DIN of the director

07889937

**To be digitally signed by**

Noopur Gupta  
Digitally signed by Noopur Gupta  
Date: 2021.10.14 12:27:29 +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 Attachment(s), if any

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

**List of attachments**

List of Shareholders.pdf Form MGT-8 FY 2020-21.pdf
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**Remove attachment**

**Modify**

**Check Form**

**Prescrutiny**

**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**

## BARCLAYS INVESTMENTS & LOANS (INDIA) PRIVATE LIMITED

Regd. Office: Nirlon Knowledge Park, Level 10, Block B-6, Off Western Express Highway, Goregaon (E), Mumbai- 400063

CIN: U93090MH1937FTC291521 | Website: [www.barclays.in/bilil](http://www.barclays.in/bilil) | E-mail: [bililcompliance@barclayscapital.com](mailto:bililcompliance@barclayscapital.com)

Tel: +91 22 61754000 | Fax: +91 22 61754099

### LIST OF EQUITY SHAREHOLDERS AS ON MARCH 31, 2021

Sr. No	Name	No. of Equity shares held (Rs. 50/- each)	Percentage of total shareholding
1	Barclays Bank Plc, UK	126134131	57.84
2	Barclays Mauritius Overseas Holdings Limited, Mauritius	91,930,466	42.15
3	Veda Andalamma	10	Negligible
4	N. Amritalingam Chettiers	5	Negligible
5	Mrs T Ratnamala	10	Negligible
6	Alapaty Bhaskara Ramayya	2	Negligible
7	A. Ali Mohammed & Co	4	Negligible
8	Smt Begum Jan	2	Negligible
9	Mamidi Venkata Sarangapani	20	Negligible
10	M. Doraisamy Naidu,	2	Negligible
11	Mrs. Jamnabhai Maridas	10	Negligible
12	P.T. Joseph	20	Negligible
13	Sri K Jagadish Prasad	2	Negligible
14	Kota Jaganmohan Rao	2	Negligible
15	N. Kollappa Pillai	2	Negligible
16	C. Kasi Viswanathan	2	Negligible
17	D. Seethamahalakshmana	10	Negligible
18	Velaga Kamraju	2	Negligible
19	A. V. Krishna Rao	10	Negligible
20	Gunda Krishnamurthy	10	Negligible
21	K.A. Khader	2	Negligible
22	M.V. G. Krishna Rao	4	Negligible
23	R. Kamaladevi	10	Negligible
24	Moturi Lakshminaryana Sastry	2	Negligible
25	M. Kateswara Rao	4	Negligible
26	G. Lakshmana	8	Negligible
27	G. T. Manickanaiker	4	Negligible
28	A. Masthan Rao	2	Negligible
29	S. Madhava Rao & Bros.	18	Negligible
30	N. Mylavalli	16	Negligible
31	M. R. R. Madhava Rao	19	Negligible
32	K. Meenakshisundaram	2	Negligible
33	C. S. Narasimhan	2	Negligible
34	Narayani Krishnan	20	Negligible
35	N. Ratnakar Rao	2	Negligible
36	M. V. Narasimha Rao	12	Negligible
37	N. Narasimha Murthy	10	Negligible
38	V. V. Narasimha Rao	10	Negligible
39	Nurunisa Begum	4	Negligible
40	Kopparthi Pullayya	8	Negligible

41	Bendapudi Perraju	2	Negligible
42	Paramanand Mavji	8	Negligible
43	B. Puttamma	12	Negligible
44	T.P. Tayaramma	2	Negligible
45	K. N. V. Poornachandra Rao	4	Negligible
46	S. Ranganathan & Mrs Janaki Ammal	8	Negligible
47	S. Ranga Rao	30	Negligible
48	R. Purushottam Ashar	2	Negligible
49	W. Ramanujamma	2	Negligible
50	A. V. Ramadas	10	Negligible
51	G. Ranganayakamma	16	Negligible
52	S.M.V.D.P.Sravana Kumar	4	Negligible
53	P.Rukmabai	12	Negligible
54	A.Ramachandra Rao & Bros	4	Negligible
55	K.V.Ramichattiar	41	Negligible
56	Dayalal Khimji & Bros	8	Negligible
57	R. Ahikrishna	50	Negligible
58	Batchu Gopalam	4	Negligible
59	G. Seetaramamma	4	Negligible
60	A. V. Gajaraj Mudaliar	4	Negligible
61	Girija Viswanathan	8	Negligible
62	Addapalli Marichandrudu	10	Negligible
63	R Harikumar	8	Negligible
64	T.Venkataramakrishna Rao	4	Negligible
65	M.Venugopal Rao	4	Negligible
66	K. Mallikamba	5	Negligible
67	K.V.Parthasarathy	16	Negligible
68	V.Rama Rao	4	Negligible
69	Manda Mokahalakshmi	8	Negligible
70	G.S.K. Arya	10	Negligible
71	S.B.P. Ananda Mohan	60	Negligible
72	B. Rajithagiripathi	4	Negligible
73	Smt. Batchammal	4	Negligible
74	Bimala Balachandra & Bros	20	Negligible
75	Bhagwandas Shah	10	Negligible
76	I. Durga Prasad Rao	2	Negligible
77	L.R. Govindaswamy Naidu	2	Negligible
78	Smt C Saraswati Ammal	4	Negligible
79	G C Poornaiah	20	Negligible
80	P.Venkataratnam	5	Negligible
81	B.Venkat Rao	4	Negligible
82	B. Venkat Rao	6	Negligible
83	J.V.Subba Rao	12	Negligible
84	N.Venkatraman	4	Negligible
85	K.Veralakshamma	2	Negligible
86	C.Veerabhadra Rao	15	Negligible
87	Venkataraman Orr	2	Negligible



88	P.Veeraraghavaswamy	2	Negligible
89	Maddi Viswanatham	2	Negligible
90	Smt Raja Rajeswari Sriram	20	Negligible
91	S.B.P.B.K.Satyanarayana Rao	60	Negligible
92	T.Sesharathnam	2	Negligible
93	M.Subba Rao	10	Negligible
94	Potti Srinivasa Ramanuja Sampath Kumar	82	Negligible
95	Sohanraj Devichand Karing	2	Negligible
96	K.Satyanarayana Murthy	7	Negligible
97	Swarnabai M.Pawar	50	Negligible
98	G.Suryabhagawan	16	Negligible
99	C.Subba Rao	22	Negligible
100	Y.Subramani and V.Vadamma	6	Negligible
101	Y.Sivarama Prasad	2	Negligible
102	K.Subramanyam	10	Negligible
103	M.S.Subba Rao & Ramachandran	16	Negligible
104	T.Seethamahalakshamma	4	Negligible
105	D.Seethamahalakshama	10	Negligible
106	A.Mrtuyunjayaram	10	Negligible
107	Poonam Sham Rao	4	Negligible
108	R.Suryaprasad Rao	8	Negligible
109	Rajeev Ghadi (Nominee Shareholder of Barclays Bank Plc, UK)	1	Negligible
110	Rakesh Kripalani (Nominee Shareholder of Barclays Bank Plc, UK)	1	Negligible
111	Gurupad Pavan (Nominee Shareholder of Barclays Bank Plc, UK)	1	Negligible
112	Nirav Mody (Nominee Shareholder of Barclays Bank Plc, UK)	1	Negligible
113	Deepak Agarwal (Nominee Shareholder of Barclays Bank Plc, UK)	1	Negligible
114	Ruzbeh Sutaria (Nominee Shareholder of Barclays Bank Plc, UK)	1	Negligible
<b>Total</b>		<b>218,065,712</b>	

**LIST OF PREFERENCE SHAREHOLDERS AS ON MARCH 31, 2021**

Sr. No	Name	No. of Preference shares held (Re. 1/- each)	Percentage of total shareholding
1	Barclays Bank Plc, UK	458,875	100

For Barclays Investments & Loans (India) Private Limited

Noopur  
Gupta  Digitally signed by  
Noopur Gupta  
Date: 2021.10.13  
18:35:16 +05'30'

Noopur Gupta  
Company Secretary  
Membership No. ACS 27413

# *MMJB & Associates LLP*

## Company Secretaries

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803-804, Ecstasy, City of Joy, JSD Road, Mulund - West, Mumbai – 400080, (T) 21678100

### **Form No. MGT-8**

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

### **CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and papers of **Barclays Investments & Loans (India) Private Limited** (hereinafter called the “Company”) as required to be maintained under the Companies Act, 2013 (hereinafter called the “Act”) and the rules made thereunder for the Financial Year ended on 31<sup>st</sup> 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 and Rules made there under, in respect of:
  - 1. its status under the Act;
  - 2. maintenance of registers/records & making entries therein within the time prescribed therefore;
  - 3. filing of forms and returns as stated in **Annexure I** with the Registrar of Companies within the prescribed time. Further, no forms were required to be filed with the Regional Director, Central Government, the Tribunal, Court or other authorities during the audit period;
  - 4. calling/ convening/ holding meetings of Board of Directors or 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 the circular resolutions, have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed. Further during the year, the Company has not passed any resolution via postal ballot;

5. closure of Register of Members / Security holders, as the case may be; **No such event occurred**
6. advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act; **No such event occurred**
7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. during the audit period the Company has made application for reduction of issued, subscribed and paid-up equity share capital of the Company from Rs. 10,903,285,600/- (Rupees Ten Billion Nine Hundred Three Million Two Hundred Eighty-five Thousand Six Hundred only) consisting of 218,065,712 (Two Hundred Eighteen Million Sixty-five Thousand Seven Hundred Twelve) equity shares of Rs. 50/- (Rupees Fifty only) each, to Rs. 8,722,628,480 (Rupees Eight Billion Seven Hundred Twenty-two Million Six Hundred Twenty-eight Thousand Four Hundred Eighty only) consisting of 218,065,712 (Two Hundred Eighteen Million Sixty-five Thousand Seven Hundred Twelve) equity shares of Rs. 40/- (Rupees Forty only) each before National Company Law Tribunal, Mumbai.

Further, there was no issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or /conversion of shares/securities;

9. keeping in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act; **Not Applicable**
10. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act; **No such event occurred**
11. 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), (4) and (5) thereof;
12. constitution/ resignation/ disclosures of the Directors and the remuneration paid to them. Further, there were no appointment/ re-appointment/ instance(s) of filling of casual vacancies and retirement of the Directors and Key Managerial Personnel.
13. Appointment/reappointment/filling of casual vacancy of auditors as per the provisions of Section 139 of the Act; **No such event occurred**
14. The Company has made application before National Company Law Tribunal, Mumbai for reduction of reduction of issued, subscribed and paid-up equity share capital of the Company and same is under process.

Further, there was no approval taken from Central Government, Tribunal, Regional Director, Registrar or such other authorities under the various provisions of the Act;

15. acceptance / renewal/ repayment of deposits; **No such event occurred**
16. borrowings from public financial institutions, banks and others. Further, Company has not borrowed money from its directors and members, and there were no instances of creation, modification and satisfaction of charge in that respect;
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act; the Company being Non-Banking Financial Company, nothing contained in this section is applicable, except sub section (1) of that section.
18. The Company has passed Special Resolution on 28<sup>th</sup> August, 2020 for alteration of Capital Clause in of Memorandum of Association of the Company consequent to reduction of Share Capital however, application for the same is pending before National Company Law Tribunal, Mumbai.

Further, there was no alteration of provision of its Articles of Association of the Company.

#### **For MMJB & Associates LLP**

Digitally signed by SAURABH SANJAY AGARWAL  
DN: cn=SAURABH SANJAY AGARWAL, c=IN,  
st=Maharashtra, o=Personal,  
serialNumber=19a2848dc0571711c12a829aabbdc4f  
42ec597b73a95f4066b78b5bcf4adb50c  
Date: 2021.08.20 19:49:43 +05'30'

Saurabh Agarwal

**FCS:** F9290

**CP:** 20907

**PR:** 904/2020

**UDIN:** F009290C000812721

**Place:** Mumbai

**Date:** 20/08/2021

### Annexure I

Sr. No.	Form	Date of Event	Particulars of form	Date of filing
1.	MGT-14	28.08.2020	Special Resolution for Reduction of issued, subscribed and paid-up equity share capital of the Company from Rs.10,903,285,600/- (218,065,712 equity shares of Rs.50/- each) to Rs.8,722,628,480 (218,065,712 equity shares of Rs.40/- each) on proportionate basis by writing-off accumulated losses to the extent of Rs.2,180,657,120/- against such reduction of capital, and consequent change in Capital Clause of MOA due to reorganization of authorized capital upon change in face value of equity shares	01.09.2020
2.	MGT-7	30.10.2020	Filing of Annual Return of the Company for FY 2019-20	09.11.2020
3.	AOC-4 IND AS NBFC	30.10.2020	Filing of Standalone Financial Statement for FY 2019-20	24.11.2020
4.	AOC-4 CFS NBFC	30.10.2020	Filing of Consolidated Financial Statement for FY 2019-20	25.11.2020
5.	DIR-12	21.01.2021	Resignation of Mr. Gurupad Pavan (holding DIN: 06911454) from the Board of Directors of the Company with effect from January 20, 2021	25.01.2021
6.	CFSS-2020	NA	Application for issue of immunity certificate under the Companies Fresh Start Scheme (CFSS), 2020	17.02.2021