

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

SRN : F63836696

Service Request Date : 04/09/2023

Payment made into : Union Bank Of India

Received From :

Name : Corporate User
Address : 8/19, Upper Ground Floor,
West Patel Nagar, West Patel Nagar,
New Delhi, Delhi
IN - 110008

Entity on whose behalf money is paid

CIN: U74140HR2015PTC055588
Name : INDIFI TECHNOLOGIES PRIVATE LIMITED
Address : C-902, PARK VIEW SPA, NEAR DPS PRIMARY WING, SECTOR 47, N
A
GURGAON, Haryana
India - 122001

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 2023	Normal	600.00
Total		600.00

Mode of Payment: Internet Banking - Union Bank Of India

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)

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

U74140HR2015PTC055588

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AANCA4785E

(ii) (a) Name of the company

INDIFI TECHNOLOGIES PRIVATE

(b) Registered office address

C-902, PARK VIEW SPA, NEAR DPS PRIMARY WING, SECTOR 47, N
A
GURGAON
Gurgaon
Haryana
122001

(c) *e-mail ID of the company

smahanot@indifi.com

(d) *Telephone number with STD code

01244919433

(e) Website

www.indifi.com

(iii) Date of Incorporation

27/05/2015

(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 10/07/2023

(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 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J7	Data processing, hosting and related activities; web portal	87.54

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

*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	INDIFI CAPITAL PRIVATE LIMITED	U65923HR1980PTC069400	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	26,607,420	13,738,200	13,738,200	13,738,200
Total amount of equity shares (in Rupees)	266,074,200	137,382,000	137,382,000	137,382,000

Number of classes 1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	26,607,420	13,738,200	13,738,200	13,738,200

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	266,074,200	137,382,000	137,382,000	137,382,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	26,948,120	23,543,752	23,543,752	23,543,752
Total amount of preference shares (in rupees)	670,178,400	602,090,240	602,090,240	553,653,008

Number of classes

3

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series A & B Compulsorily Convertible Preference Shares				
Number of preference shares	1,640,200	1,640,190	1,640,190	1,640,190
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	164,020,000	164,019,000	164,019,000	164,019,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series C & D Compulsorily Convertible Preference Shares				
Number of preference shares	22,758,592	19,354,234	19,354,234	19,354,234
Nominal value per share (in rupees)	20	20	20	20
Total amount of preference shares (in rupees)	455,171,840	387,084,680	387,084,680	387,084,680
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Promoter Partly Paid-up Shares				
Number of preference shares	2,549,328	2,549,328	2,549,328	2,549,328
Nominal value per share (in rupees)	20	20	20	20
Total amount of preference shares (in rupees)	50,986,560	50,986,560	50,986,560	2,549,328

(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	13,738,200	13738200	137,382,000	137,382,000	

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 <div></div>						
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 <div></div>						
At the end of the year	0	13,738,200	13738200	137,382,000	137,382,000	
Preference shares						
At the beginning of the year	20,994,424	0	20994424	551,103,680	551,103,680	
Increase during the year	2,549,328	0	2549328	50,986,560	2,549,328	0
i. Issues of shares	2,549,328	0	2549328	50,986,560	2,549,328	
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <div></div>						
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	23,543,752	0	23543752	602,090,240	553,653,000	

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

795,042,829

(ii) Net worth of the Company

2,417,918,333

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	12,325,600	89.72	2,549,328	10.83
	(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	12,325,600	89.72	2,549,328	10.83

Total number of shareholders (promoters)

2

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	915,700	6.67	274,633	1.17
	(ii) Non-resident Indian (NRI)	0	0	3,290	0.01
	(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)	30,100	0.22	20,279,461	86.14
10.	Others Trust	466,800	3.4	437,040	1.86
	Total	1,412,600	10.29	20,994,424	89.18

Total number of shareholders (other than promoters)

18

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

20

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	18	21
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	2	0	2	0	0	0
B. Non-Promoter	0	3	0	5	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	1	0	3	0	0
C. Nominee Directors representing	0	3	0	3	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	3	0	3	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	2	6	2	8	0	0

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

12

(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)
ALOK MITTAL	01290103	Managing Director	10,000,000	
SIDDHARTH MAHANO	07182888	Whole-time director	2,325,600	
SANDEEP MARIAN FA	00036043	Director	0	
MAHENDRAN BALACH	00121640	Director	0	
BADRI PILLAPAKKAM	00272372	Nominee director	0	
MANINDER SINGH JU	02680016	Director	0	
GAURAV MALHOTRA	07640504	Nominee director	0	
MANU SAHNI	03578144	Nominee director	0	
PALAMADAI SUNDAR	01173236	Director	0	
TABASSUM ABDULLA	07637013	Director	0	
PRIYANKA SETH WAD	ANIPS3863J	CFO	0	
KESHAV LAHOTI	AIOPL2723K	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)
VINITA UDHANI	AEYPU1389L	Company Secretar	17/08/2022	Cessation
KESHAV LAHOTI	AIOPL2723K	Company Secretar	28/11/2022	Appointment
PALAMADAI SUNDAR	01173236	Director	19/05/2022	Appointment
TABASSUM ABDULLA	07637013	Director	19/05/2022	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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra-Ordinary General Meeting	14/05/2022	20	2	40.92
Annual General Meeting	09/07/2022	20	2	62.63
Extra-Ordinary General Meeting	27/03/2023	20	2	75.85

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/05/2022	10	6	60
2	06/08/2022	10	8	80
3	27/07/2022	10	7	70
4	02/11/2022	10	9	90
5	28/11/2022	10	4	40
6	16/12/2022	10	4	40
7	01/02/2023	10	8	80
8	27/03/2023	10	8	80

C. COMMITTEE MEETINGS

Number of meetings held

10

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	Risk Management	07/06/2022	4	3	75
2	Risk Management	26/07/2022	4	4	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
3	Risk Management	01/11/2022	5	3	60
4	Risk Management	25/01/2023	5	4	80
5	Nomination & Remuneration	06/06/2022	3	3	100
6	Nomination & Remuneration	26/09/2022	3	3	100
7	Nomination & Remuneration	22/12/2022	3	2	66.67
8	Nomination & Remuneration	25/01/2023	3	3	100
9	Environmental	26/09/2022	6	5	83.33
10	Environmental	21/03/2023	6	5	83.33

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	10/07/2023
								(Y/N/NA)
1	ALOK MITTAL	8	8	100	4	4	100	No
2	SIDDHARTH MITTAL	8	8	100	4	4	100	Yes
3	SANDEEP MALHOTRA	8	6	75	6	6	100	No
4	MAHENDRANATHAN	8	2	25	4	4	100	No
5	BADRI PILLAI	8	6	75	4	3	75	No
6	MANINDER SINGH	8	3	37.5	4	3	75	No
7	GAURAV MALHOTRA	8	5	62.5	0	0	0	No
8	MANU SAHNI	8	8	100	0	0	0	No
9	PALAMADAI SIVAKUMAR	8	4	50	0	0	0	No
10	TABASSUM AHMED	8	6	75	4	4	100	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ALOK MITTAL	Managing Director	13,299,454				13,299,454
	Total		13,299,454				13,299,454

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	PRIYANKA SETH V	CFO	11,694,708				11,694,708
2	KESHAV LAHOTI	COMPANY SEC	1,037,396				1,037,396
	Total		12,732,104				12,732,104

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

NITIN GUPTA

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

14087

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. ..

07

dated

07/08/2021

(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:

- 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

SIDDHART
H
MAHANOT

DIN of the director

07182888

To be digitally signed by

Keshav
Lahoti

Digitally signed by
Keshav Lahoti
Date: 2023.09.04
13:31:06 +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 Indifi Technologies 2023.pdf
List of shareholders_March 31 2023.pdf
Clarification Letter_signed.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