

# 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

U72900MH2001PTC232120

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCV2572L

(ii) (a) Name of the company

TELEPERFORMANCE GLOBAL S

(b) Registered office address

Teleperformance Towers, Plot CST No. 1406 - A / 28,  
Mindspace, Goregaon (West),  
Mumbai  
Mumbai City  
Maharashtra  
400104

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

vishal.chhabra@teleperforman

(d) \*Telephone number with STD code

02266776000

(e) Website

(iii) Date of Incorporation

17/04/2001

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  (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	N	Support service to Organizations	N6	Office administrative and other business activities including call centers, organising	50.79
2	J	Information and communication	J7	Data processing, hosting and related activities; web portal	49.21

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Dutch Contact Centers (DCC) E		Holding	99.99
2	Teleperformance Business Ser	U72900MH2005PLC157255	Subsidiary	100
3	Teleperformance Global Servic		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	189,470,000	90,733,925	90,733,925	90,733,925
Total amount of equity shares (in Rupees)	1,894,700,000	907,339,250	907,339,250	907,339,250

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	189,470,000	90,733,925	90,733,925	90,733,925
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,894,700,000	907,339,250	907,339,250	907,339,250

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(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>	1,116	90,732,809	90733925	907,339,250	907,339,250	
<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>	1,116	90,732,809	90733925	907,339,250	907,339,250	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<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"/>						
<b>At the end of the year</b>	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)

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		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	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

26,854,261,028

(ii) Net worth of the Company

16,264,287,569

**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)	90,733,925	100	0	
10.	Others	0	0	0	
	<b>Total</b>	90,733,925	100	0	0

**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	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	

	<b>Total</b>	0	0	0	0
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Total number of shareholders (other than promoters)

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

**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)	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
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	2	3	2	3	0	0
(i) Non-Independent	2	3	2	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>	2	3	2	3	0	0

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

**(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)
Mr. Bhupender Singh	00240912	Director	0	
Mr. Anish Mukker	08938893	Director	0	
Mr. Vinod Mehta	08634511	Additional director	0	
Ms. Leigh Patrice Ryan	08273275	Director	0	30/06/2023
Mr. Olivier Claude Jean	08276794	Director	0	
Mr. Anish Mukker	AHPPM6005M	CEO	0	
Mr. Brahmananda Sanil	BOOPS3696P	CFO	0	
Mr. Vishal Chhabra	ANCPC8544L	Company Secretar	0	

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

10

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)
Mr. Aditya Arora	03608922	Director	30/06/2022	Cessation
Mr. Aditya Arora	ABZPA9849F	CEO	30/06/2022	Cessation
Mr. Sachin Ramesh Raj	AABPR0134K	CFO	30/06/2022	Cessation
Mr. Anish Mukker	08938893	Additional director	01/07/2022	Appointment
Mr. Anish Mukker	AHPPM6005M	CEO	01/07/2022	Appointment
Mr. Brahmananda Sanil	BOOPS3696P	CFO	01/07/2022	Appointment
Mr. Anish Mukker	08938893	Director	27/09/2022	Change in Designation
Mr. Amit Gupta	06662077	Director	31/10/2022	Cessation
Mr. Vinod Mehta	08634511	Additional director	01/11/2022	Appointment
Ms. Leigh Patrice Ryan	08273275	Director	27/09/2022	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

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	27/09/2022	2	2	100

**B. BOARD MEETINGS**

\*Number of meetings held

15

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	10/05/2022	5	2	40
2	22/05/2022	5	2	40
3	24/05/2022	5	5	100
4	18/06/2022	5	2	40
5	30/06/2022	5	2	40
6	29/07/2022	5	2	40
7	26/09/2022	5	2	40
8	17/10/2022	5	2	40
9	31/10/2022	5	2	40
10	09/11/2022	5	2	40
11	30/11/2022	5	2	40
12	05/12/2022	5	2	40

**C. COMMITTEE MEETINGS**

Number of meetings held

3

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	18/06/2022	3	2	66.67
2	Corporate Soc	29/07/2022	3	2	66.67

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	Corporate Soc	22/03/2023	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	10/08/2023
								(Y/N/NA)
1	Mr. Bhupende	15	1	6.67	3	0	0	No
2	Mr. Anish Muk	10	10	100	2	2	100	No
3	Mr. Vinod Meh	6	6	100	1	1	100	No
4	Ms. Leigh Pat	15	1	6.67	0	0	0	No
5	Mr. Olivier Cla	15	1	6.67	0	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

0

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

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

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Mr. Anish Mukker	Director and CE	31,939,512	0	0	1,420,501	33,360,013
2	Mr. Brahmananda S	CFO	12,283,730	0	0	736,722	13,020,452
3	Mr. Vishal Chhabra	Company Secre	3,904,031	0	0	0	3,904,031
4	Mr. Aditya Arora	Director and CE	10,669,984	0	0	315,534	10,985,518
5	Mr. Sachin Raj	CFO	6,472,540	0	0	0	6,472,540

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		65,269,797	0	0	2,472,757	67,742,554

Number of other directors whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Amit Gupta	Director	8,990,969	0	0	0	8,990,969
	Total		8,990,969	0	0	0	8,990,969

#### 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

Rajkumar R. Tiwari

Whether associate or fellow

Associate  Fellow

Certificate of practice number

2400

**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 v/ho 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:

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

VINOD MEHTA  
Digitally signed by  
VINOD MEHTA  
Date: 2023.10.06  
10:59:23 +05'30'

DIN of the director

08634511

**To be digitally signed by**

VISHAL CHHABRA  
Digitally signed by  
VISHAL CHHABRA  
Date: 2023.10.06  
11:00:27 +05'30'

- Company Secretary  
 Company secretary in practice

Membership number

27545

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

**List of attachments**

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

TGSPL - List of Shareholders - 31 03 23.pdf  
Form-MGT-8 31032023-TGSPL - sd.pdf  
TGSPL - Details of Board Meeting - 2022

**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**

**TO WHOMSOEVER IT MAY CONCERN**

This is to certify that following is list of shareholders of Teleperformance Global Services Private Limited as on **March 31, 2023**:

<b>Sr. No.</b>	<b>Name of the Shareholder</b>	<b>No. of Equity Shares</b>	<b>% of Shareholding</b>
1.	Dutch Contact Centers (DCC) B.V.	90,732,809	99.999%
2.	Teleperformance BPO Holdings Private Limited	1,116	0.001%
<b>Total</b>		<b>90,733,925</b>	<b>100%</b>

The Ultimate Holding Company of Teleperformance Global Services Private Limited is Teleperformance SE, France which is Listed on Paris Stock Exchange.

For **Teleperformance Global Services Private Limited**

**VISHAL**  
**CHHABRA**

Digitally signed by  
VISHAL CHHABRA  
Date: 2023.04.13  
16:59:52 +05'30'

**Vishal Chhabra**  
**Company Secretary**  
**Mem No. 027545**

# Rajkumar R. Tiwari

M.Com. LL.M., DFM, PGDCM&IA., M.Phil., DIPL, DLL, DTL, FCS.

**Practising Company Secretary**

1413, Navjivan Society-3,

Lamington Road,

Mumbai Central,

Mumbai 400 008.

Tele. 23011981 (M) 9820353375

e-mail:raj\_nj13@hotmail.com

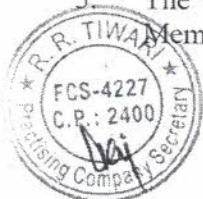
## Form No. MGT - 8

[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

I have examined the registers, records, and books and papers of **Teleperformance Global Services Private Limited (CIN: U72900MH2001PTC232120)** ("the Company") as required to be maintained under the Companies Act, 2013 and the rules made there under and the Companies Act, 1956 to the extent applicable (hereinafter collectively referred as "the Act") for the financial year ended on **31<sup>st</sup> March, 2023** ("the Financial Year"). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I 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 generally and regularly complied with provisions of the Act & Rules made there under as follows:
  1. The status of the Company is a Private Limited Company registered under the Companies Act, 1956. There was no change in the Status of the Company;
  2. The Company has maintained the necessary registers/records and made necessary entries therein within the time prescribed therefore;
  3. The Company has filed the requisite forms and returns as stated in the annual return, with the Registrar of Companies within/beyond the prescribed time. There were no forms/returns were filed with the Regional Director, Central Government, the Tribunal, Court or other authorities;
  4. The Company has duly convened the requisite meetings of Board of Directors, Committee meetings 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 and resolutions passed by postal ballot, if any, 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 and hence have not closed its Register of Member during the financial year;



# Rajkumar R. Tiwari

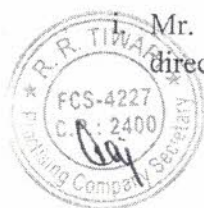
M.Com. LL.M., DFM. PGDCM&IA., M.Phil., DIPL., DLL, DTL, FCS.

**Practising Company Secretary**

1413, Navjivan Society-3,  
Lamington Road,  
Mumbai Central,  
Mumbai 400 008.  
Tele. 23011981 (M) 9820353375  
e-mail:raj\_nj13@hotmail.com

6. During the year under review, the Company has complied with the provisions of the section 185 of the Act;
7. All related party transactions that were entered into during the financial year were on arm's length basis and were in ordinary course of the business. The Company has not entered into any contracts or arrangements with related parties which falls within the ambit of sub-section (1) of section 188 of the Act.
8. During the year under review,
  - a) the transfers and transmissions, if any have been made in accordance with the provisions of the Companies Act.
  - b) there was no alteration or reduction in share capital of the Company,
  - c) there are no instances of redemption of any Preference Shares or Debentures, hence no comment is invited in this regard, and
  - d) the Company has not issued share certificates with respect to transfer, transmission, duplicate, consolidation, exchange, change of name and name deletion during the period under review;
9. The Company has not kept 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. During the year, the Company has declared an interim dividend of Rs.61/- (at the rate of 610%) per share on 90,733,925 fully paid-up equity shares of Rs.10/- of the company, aggregating to Rs. 5,534,769,425/- on December 05, 2022. Further there were no amount due and outstanding to be credited to Investor Education and Protection Fund;
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), (4) and (5) thereof;
12. The composition of Board of Directors is duly constituted. During the Financial Year under review, following changes took place on the Board:

Mr. Aditya Arora, Director (DIN: 03608922), resigned from the post of directorship w.e.f. closing of business hours of June 30, 2022;



# **Rajkumar R. Tiwari**

M.Com. LL.M., DFM. PGDCM&IA., M.Phil., DIPL, DLL, DTL. FCS.

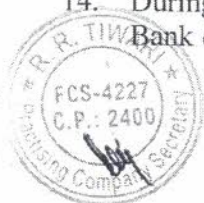
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- ii. Mr. Anish Mukker (DIN: 08938893) was appointed as an Additional Director on the Board of the Company w.e.f. July 01, 2022; and the members of the Company at the Annual General Meeting held on September 27, 2022 approved his appointment as a Director of the Company.
- iii. Ms. Leigh Patrice Ryan (DIN: 08273275) who was appointed as an Additional Director on the Board of the Company w.e.f. August 13, 2021; was appointed as a Director by the members of the Company at the Annual General Meeting held on September 27, 2022.
- iv. Mr. Aditya Arora, Chief Executive Officer resigned w.e.f. closing of business hours of June 30, 2022.
- v. Mr. Sachin Raje, Chief Financial Officer resigned w.e.f. closing of business hours of June 30, 2022.
- vi. Mr. Anish Mukker was appointed as a Chief Executive Officer of the Company w.e.f. July 01, 2022.
- vii. Mr. Brahmananda Sanil was appointed as a Chief Financial Officer of the Company w.e.f. July 01, 2022.
- viii. Mr. Amit Gupta, Director (DIN: 06662077), resigned from the post of directorship w.e.f. closing of business hours of October 31, 2022.
- ix. Mr. Vinod Mehta (DIN: 08634511) was appointed as an Additional Director on the Board of the Company w.e.f. November 01, 2022.

Save and except above, there was no appointment of alternate director, director to fill casual vacancy or director during the financial year.

13. The Appointment of Auditor was made as per the provisions of section 139 of the Act;
14. During the year under review, the company has received approval from Reserve Bank of India (RBI) with respect to disinvestment (sale) 100 % of its stake in a



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direct wholly owned subsidiaries along with its downstream subsidiary, if any and accordingly disposed its equity investment mentioned below:

- a. Teleperformance Business Services EG, LLC (Egypt) has been liquidated on May 22, 2022.
- b. Teleperformance BPO (Mauritius) Limited along with its downstream subsidiary viz. Teleperformance Middle East Business Services L.L.C.;
- c. Teleperformance Global Investment (Mauritius) Limited along with its downstream subsidiary viz. Teleperformance Call Center Services L.L.C.; and
- d. Teleperformance Global Services FZ-LLC along with its downstream subsidiary viz. Teleperformance Saudi Company.

Further the Company was not required to obtain any approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.

15. The Company has not accepted any deposits during the financial year;
16. During the year, the Company has modified 1 (one) charge details of which are mentioned below:

Sr. No	Charge ID	Name of Bank	Date of Modification	Amount in Rs. after Modification
1.	100021601	DBS Bank India Limited	Modified on June 28, 2022	55,00,00,000

Further during the year under review the Company has satisfied 1 (one) charge details of which are mentioned below:

Sr. No	Charge ID	Name of Bank	Date of Satisfaction	Amount of Satisfaction
1.	10613736	The Hongkong and Shanghai Banking Corporation Limited	Satisfied on June 28, 2022	5,00,00,000



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Further there were no borrowing made from its directors or other parties.

17. During the year under review, the Company has not made loans, advances, investments and given guarantees to and on behalf of related parties and others, falling under the provisions of section 186 of the Act.
18. The Company has not altered the provisions of the Memorandum of Association and Articles of Association.



*Rajkumar*  
03/10/2023  
CS RAJKUMAR R. TIWARI  
CP No.2400 FCS No.4227  
P.R. No. 2041/2022  
UDIN: F004227E001162549

Place: Mumbai  
Date: October 03, 2023

**Annexure to Form MGT 7:****IX. B. BOARD MEETINGS**

Number of meetings held: 15

S. No.	Date of Meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1.	10/05/2022	5	2	40
2.	22/05/2022	5	2	40
3.	24/05/2022	5	5	100
4.	18/06/2022	5	2	40
5.	30/06/2022	5	2	40
6.	29/07/2022	5	2	40
7.	26/09/2022	5	2	40
8.	17/10/2022	5	2	40
9.	31/10/2022	5	2	40
10.	09/11/2022	5	2	40
11.	30/11/2022	5	2	40
12.	05/12/2022	5	2	40
13.	31/01/2023	5	2	40
14.	01/03/2023	5	2	40
15.	22/03/2023	5	2	40

**For and on behalf of  
For Teleperformance Global Services Private Limited****VINOD  
MEHTA**Digitally signed by  
VINOD MEHTA  
Date: 2023.10.05  
17:36:23 +05'30'**Vinod Mehta  
Director  
DIN: 08634511****Date: 5<sup>th</sup> October 2023  
Place: Gurugram**