

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

(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 (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	53.54
2	J	Information and communication	J7	Data processing, hosting and related activities; web portal	46.46

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) B		Holding	99.99
2	TELEPERFORMANCE BUSINESS	U72900MH2005PLC157255	Subsidiary	100
3	Teleperformance Global Servic		Subsidiary	100
4	Teleperformance BPO (Mauriti		Subsidiary	100
5	Teleperformance Middle East E		Subsidiary	49
6	Teleperformance Saudi Comp		Subsidiary	100
7	Teleperformance Business Serv		Joint Venture	99.98
8	Teleperformance Global Invest		Subsidiary	100
9	Teleperformance Global Servic		Subsidiary	100

10	Teleperformance Call Center S		Subsidiary	49
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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

1

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			
Equity shares						
At the beginning of the year	0	90,733,925	90733925	907,339,250	907,339,250	
Increase during the year	5,167,953	0	5167953	51,679,530	51,679,530	3,684,750,480
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	5,167,953	0	5167953	51,679,530	51,679,530	3,684,750,480
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
	0					
Decrease during the year	5,167,953	0	5167953	51,679,530	51,679,530	3,684,750,480
i. Buy-back of shares	5,167,953	0	5167953	51,679,530	51,679,530	3,684,750,480
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	
	0					
At the end of the year	0	90,733,925	90733925	907,339,250	907,339,250	
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	
<input type="text" value="0"/>						
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	
<input type="text" value="0"/>						
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 type="text"/>
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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"/>			
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

(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	3,736,431,130	0	3,736,431,130	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**

23,509,701,189

(ii) Net worth of the Company

15,582,162,940

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	
	Total	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	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

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

2

**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	1	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	2	4	2	3	0	0
(i) Non-Independent	2	4	2	3	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0

(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	4	2	3	0	0

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

8

(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. Amit Gupta	06662077	Director	0	
Mr. Aditya Arora	03608922	Director	0	30/06/2022
Ms. LEIGH PATRICE R	08273275	Additional director	0	
Mr. Olivier Claude Jean	08276794	Director	0	
Mr. Sachin Ramesh Raj	AABPR0134K	CFO	0	30/06/2022
Mr. Vishal Chhabra	ANCPC8544L	Company Secretar	0	
Mr. Aditya Arora	ABZPA9849F	CEO	0	30/06/2022

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

3

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. Jeffrey Kent Balagn	07779902	Director	03/06/2021	Cessation
Ms. LEIGH PATRICE R	08273275	Additional director	13/08/2021	Appointment
Mr. Daniel Ernest Henri	08273269	Director	13/08/2021	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

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	11/08/2021	2	2	100
Extra Ordinary General Meeting	17/08/2021	2	2	100
Extra Ordinary General Meeting	27/08/2021	2	2	100

B. BOARD MEETINGS

*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/05/2021	6	2	33.33
2	09/06/2021	5	5	100
3	07/08/2021	5	2	40
4	13/08/2021	5	2	40
5	17/08/2021	5	2	40
6	20/08/2021	5	2	40
7	25/08/2021	5	2	40
8	18/09/2021	5	2	40
9	10/11/2021	5	2	40
10	22/11/2021	5	2	40
11	10/02/2022	5	2	40

C. COMMITTEE MEETINGS

Number of meetings held

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	07/08/2021	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
2	Corporate Soc	25/08/2021	3	2	66.67
3	Corporate Soc	18/09/2021	3	2	66.67
4	Corporate Soc	22/11/2021	3	2	66.67
5	Corporate Soc	10/02/2022	3	2	66.67

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Mr. Bhupendra	11	1	9.09	5	0	0	No
2	Mr. Amit Gupta	11	11	100	5	5	100	No
3	Mr. Aditya Arora	11	11	100	5	5	100	No
4	Ms. LEIGH PAUL	7	0	0	0	0	0	No
5	Mr. Olivier Claret	11	1	9.09	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Mr. Aditya Arora	Director and CE	23,946,068	0	0	1,262,135	25,208,203
2	Mr. Vishal Chhabra	Company Secre	2,176,695	0	0	0	2,176,695

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Mr. Amit Gupta	Director	11,722,065	0	0	0	11,722,065
4	Mr. Sachin Ramesh	CFO	15,231,005	0	0	0	15,231,005
	Total		53,075,833	0	0	1,262,135	54,337,968

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

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 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. ...

08

dated

29/10/2010

(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

08938893

To be digitally signed by

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

Attach
Attach
Attach
Attach

List of attachments

MGT-8-31032022-TGSPL - signed.pdf 02 - TPGSPL - List of Shareholders - 31 03

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 are the shareholders of Teleperformance Global Services Private Limited (Formerly known as Intelenet Global Services Private Limited) as on March 31, 2022:

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

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

For and on behalf of

For Teleperformance Global Services Private Limited

(formerly known as Intelenet Global Services Private Limited)

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 [formerly known as Intelenet 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 **31st March, 2022** ("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) During the year, Company has converted 84,82,300 (Eighty Four Lakh Eighty Two Thousand Three Hundred) 13% Fully Convertible Debentures of Rs. 100/- each and 28,88,20,113 (Two Eight Crore Eighty Eight Lakh Twenty Thousand One Hundred Thirteen) 13% Fully Convertible Debentures of Rs. 10/- each held by Dutch Contact Centers (DCC) B.V in to 51,67,953 equity shares of Rs.10/- each fully paid up at a premium of Rs. 713/- per share on August 17,2021.

Further, 51,67,953 equity shares of Rs.10/- each were bought back by the company, at a price of Rs. 723/- per share, aggregating to Rs. 3,73,64,30,019 on September 17, 2021.
 - c) Save and except the above, there was no alteration or reduction in share capital of the Company and no issue, allotment, buy back or conversion of any shares,
 - d) 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 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.37.50/- (at the rate of 375%) per share on 90,733,925 fully paid-up equity shares of Rs.10/- of the company, aggregating to Rs. 3,402,522,188/- on November 22, 2021.



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,
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Mumbai 400 008.

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e-mail:raj_nj13@hotmail.com

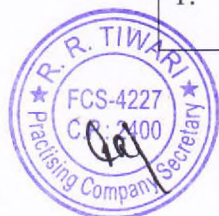
Further there were no amount due and outstanding to be credited to Investor Education and Protection Fund;

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:
 - i. Mr. Jeffrey Kent Balagna (DIN: 07779902), Director, tendered his resignation from the post of directorship of the Company w.e.f. June 3, 2021;
 - ii. Ms. Leigh Ryan (DIN: 08273275) was appointed as an Additional Director on the Board of the Company w.e.f. August 13, 2021; and
 - iii. Mr. Daniel Julien (DIN: 08273275), Director, tendered his resignation from the post of directorship of the Company w.e.f. June 3, 2021.

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, 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 made following borrowings from banks, and public financial institutions for which charge has been created or modified but there is no borrowing made from its directors or other parties:

Sr. No	Charge ID	Name of Bank	Created or Modified	Amount after modification
1.	10147938	The Hongkong	Modified on	1,400,000,000.00



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		and Shanghai Banking Corporation Limited	November 30, 2021	
2.	100473240	RBL Bank Limited	Created on August 4, 2021	300,000,000.00

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

Signature: _____



CS RAJKUMAR R. TIWARI

CP No.2400 FCS No.4227

P.R. No. 2041/2022

UDIN: F004227D001877428

Place: Mumbai

Date: 18th November, 2022