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: U64990DL2008PTC182749 [Pre-fill]

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AACCD9708K

(ii) (a) Name of the company: DMI FINANCE PRIVATE LIMITED

(b) Registered office address

Express Building, 3rd Floor 9-10, Bahadur Shah Zafar Marg
NA
New Delhi
Central Delhi
Delhi

(c) *e-mail ID of the company: CO*****************CE.IN

(d) *Telephone number with STD code: 01*******44

(e) Website: www.dmifinance.com

(iii) Date of Incorporation: 02/09/2008

(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 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ◉ Yes ○ No

(a) If yes, date of AGM 19/09/2024

(b) Due date of AGM 30/09/2024

(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	K	Financial and insurance Service	K5	Financial and Credit leasing activities	100

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

*No. of Companies for which information is to be given 4 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	DMI Limited		Holding	65.06
2	DMI CAPITAL PRIVATE LIMITED	U67120DL2013PTC252176	Subsidiary	100
3	APPNIT TECHNOLOGIES PRIVA	U72900UP2014PTC063266	Subsidiary	94.78
4	AMPVERSE DMI PRIVATE LIMIT	U82300DL2023PTC411149	Joint Venture	49

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	1,965,000,000	798,180,008	798,180,008	798,180,008
Total amount of equity shares (in Rupees)	19,650,000,000	7,981,800,080	7,981,800,080	7,424,867,466

Number of classes 1

Class of Shares EQUITY SHARES	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	1,965,000,000	798,180,008	798,180,008	798,180,008
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	19,650,000,000	7,981,800,080	7,981,800,080	7,424,867,466

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	35,000,000	0	0	0
Total amount of preference shares (in rupees)	350,000,000	0	0	0

Number of classes: 1

Class of shares PREFERENCE SHARES	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	35,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	350,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	136,402,312	576,065,830	712468142	7,124,681,4	6,567,748,(	
Increase during the year	85,052,071	659,795	85711866	857,118,66(	857,118,66	20,750,651,:
i. Pubic 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	82,268,594	0	82268594	822,685,94(	822,685,94	20,499,688,2

v. ESOPs	2,783,477	1,177	2784654	27,846,540	27,846,54(	182,902,008
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	
x. Others, specify Conversion of warrants into equity shares	0	658,618	658618	6,586,180	6,586,180	68,061,066.:
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						
At the end of the year	221,454,38:	576,725,62!	798180008	7,981,800,0	7,424,867,.	
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 Nil						
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 Nil						
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) | 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	28/09/2023		
Date of registration of transfer (Date Month Year)	19/06/2023		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	3,441,016	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	45		
Transferor's Name			Pardus Consultants Private Lim
	Surname	middle name	first name
Ledger Folio of Transferee	5		

Transferee's Name			DMI Limited
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	14/08/2023
Type of transfer	Equity Shares — 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	11,880,426
Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	4

Transferor's Name			DMI Capital Fund LP
	Surname	middle name	first name

Ledger Folio of Transferee	5

Transferee's Name			DMI Limited
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	21/12/2023
Type of transfer	Equity Shares — 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	15,938,729
Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	5

Transferor's Name			DMI Limited
	Surname	middle name	first name

Ledger Folio of Transferee	22

Transferee's Name			DMI Income Fund PTE LTD
	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	72,900	1000000	8,640,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			8,640,000,000

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	20,053,000,000	7,140,000,000	18,553,000,000	8,640,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures) 2

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Commercial Paper	500	500000	245,440,000	500000	245,440,000
Convertible share warr	4,982,477	10	49,824,770	10	49,824,770
Total	4,982,977		295,264,770		295,264,770

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover 26,467,790,000

(ii) Net worth of the Company 68,159,280,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	519,272,316	65.06	0	
10.	Others	0	0	0	
	Total	519,272,316	65.06	0	0

Total number of shareholders (promoters) 1

(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	5,306,347	0.66	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	1,206,492	0.15	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)	211,706,071	26.52	0	
10.	Others LLP/Trust/partnership	60,688,782	7.6	0	

	Total	278,907,692	34.93	0	0

Total number of shareholders (other than promoters) 24

Total number of shareholders (Promoters+Public/ Other than promoters) 25

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	1	1
Members (other than promoters)	21	24
Debenture holders	8	83

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	4	0.3	0.03
(i) Non-Independent	2	4	2	4	0.3	0.03
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	2	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	2	0	2	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	6	0.3	0.03

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 9

(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)
NIPENDAR KOCHHAF	02201954	Director	0	
YUVRAJA CHANAKYA	02601179	Managing Director	1,311,221	
SHIVASHISH CHATTE	02623460	Managing Director	1,053,340	
ALFRED VICTOR MEN	08432874	Nominee director	0	
GURCHARAN DAS	00100011	Director	0	
BINA SINGH	01178506	Director	244,918	
JAYATI CHATTERJEE	01401127	Director	0	
MASAKAZU OSAWA	10138005	Nominee director	0	
VIVEK WADHERA	AAOPW1389C	CFO	0	01/04/2024

(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)
GAURAV BURMAN	01870814	Nominee director	24/11/2023	CESSATION
MASAKAZU OSAWA	10138005	Nominee director	22/05/2023	APPOINTMENT
VIVEK WADHERA	AAOPW1389C	CFO	14/08/2023	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: 4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	28/09/2023	22	3	79.39
EXTRA ORDINARY GENEF	13/04/2023	23	10	94
EXTRA ORDINARY GENEF	26/06/2023	23	6	86.36
EXTRA ORDINARY GENEF	01/03/2024	25	5	95.39

B. BOARD MEETINGS

*Number of meetings held: 9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	13/04/2023	8	8	100
2	22/05/2023	9	7	77.78
3	14/08/2023	9	9	100
4	25/09/2023	9	8	88.89
5	03/11/2023	9	7	77.78
6	17/11/2023	9	4	44.44
7	08/01/2024	8	8	100
8	15/01/2024	8	6	75
9	08/02/2024	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held: 50

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 COMM	18/05/2023	4	4	100
2	AUDIT COMM	11/08/2023	5	3	60
3	AUDIT COMM	02/11/2023	5	4	80

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
4	AUDIT COMM	07/02/2024	5	4	80
5	RISK MANAGI	22/05/2023	5	5	100
6	RISK MANAGI	14/08/2023	5	5	100
7	RISK MANAGI	05/12/2023	5	4	80
8	RISK MANAGI	28/03/2024	5	5	100
9	NOMINATION	01/04/2023	4	4	100
10	NOMINATION	13/04/2023	4	4	100

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	19/09/2024 (Y/N/NA)
1	NIPENDAR K(	9	9	100	4	3	75	No
2	YUVRAJA CH	9	9	100	48	47	97.92	Yes
3	SHIVASHISH	9	7	77.78	44	43	97.73	No
4	ALFRED VICT	9	6	66.67	50	44	88	No
5	GURCHARAN	9	7	77.78	0	0	0	No
6	BINA SINGH	9	9	100	2	2	100	No
7	JAYATI CHAT	9	8	88.89	6	6	100	No
8	MASAKAZU C	8	3	37.5	48	34	70.83	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: 2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHIVASHISH CHAT	Managing Direct	61,062,214	0	0	0	61,062,214
2	YUVRAJA CHANAK	Managing Direct	61,419,600	0	0	0	61,419,600
	Total		122,481,814	0	0	0	122,481,814

Number of CEO, CFO and Company secretary whose remuneration details to be entered 3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sahib Pahwa	Company Secre	13,380,000	0	5,200,000	10,000	18,590,000
2	Shilpi Varshey	Company Secre	590,375	0	0	398,077	988,452
3	Vivek Wadhera	Chief Financial (	11,357,323	0	0	0	11,357,323
	Total		25,327,698	0	5,200,000	408,077	30,935,775

Number of other directors whose remuneration details to be entered 4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JAYATI CHATTERJ	DIRECTOR	0	0	0	240,000	240,000
2	GURCHARAN DAS	DIRECTOR	0	0	0	160,000	160,000
3	NIPENDAR KOCHH	DIRECTOR	0	0	0	260,000	260,000
4	BINA SINGH	DIRECTOR	0	0	0	180,000	180,000
	Total		0	0	0	840,000	840,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ◉ Yes ○ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

◉ Yes ○ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name: VISHAL LOCHAN AGGARWAL

Whether associate or fellow: ○ Associate ◉ Fellow

Certificate of practice number: 7622

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. .. 05 dated 16/05/2024 (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 compiled 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

SHIVASHISH CHATTERJEE
Digitally signed by SHIVASHISH CHATTERJEE
Date: 2024.11.21 12:15:18 +05'30'

DIN of the director | 0*6*3*6*

To be digitally signed by | JYOTI KHERIA Digitally signed by JYOTI KHERIA Date: 2024.11.21 15:16:03 +05'30'

(●) Company Secretary

( ) Company secretary in practice

Membership number | 4*0*2

Certificate of practice number |

Attachments

1. List of share holders, debenture holders **Attach**
2. Approval letter for extension of AGM; **Attach**
3. Copy of MGT-8; **Attach**
4. Optional Attachement(s), if any **Attach**

List of attachments

List of shareholders_Mar 2024.pdf
List of Directors Mar 2024.pdf
UDIN.pdf
MGT-8_DMI Finance_23-24.pdf
Benpos-DMI Finance.pdf
List of debenture holders_March 31 2024.p

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