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: U67120RJ1996PLC011406 [Pre-fill]

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AABCK8899F

(ii) (a) Name of the company: KOGTA FINANCIAL (INDIA) LTD

(b) Registered office address

'KOGTA HOUSE' AZAD MOHALLA,
NEAR RLY. STATION,
BIJAINAGAR
Rajasthan
305624
India

(c) *e-mail ID of the company: rahul.agrawal@kogta.in

(d) *Telephone number with STD code: 01416767000

(e) Website: www.kogta.in

(iii) Date of Incorporation: 15/01/1996

(iv)

Type of the Company	Category of the Company	Sub-category of the Company
Public 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

(b) CIN of the Registrar and Transfer Agent: U72400TG2017PTC117649 [Pre-fill]

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM 09/07/2021

(b) Due date of AGM 30/09/2021

(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	K8	Other financial activities	100

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

*No. of Companies for which information is to be given 0 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	10,500,000	9,666,006	9,666,006	9,666,006
Total amount of equity shares (in Rupees)	105,000,000	96,660,060	96,660,060	96,660,060

Number of classes 1

Class of Shares EQUITY SHARE CAPITAL	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	10,500,000	9,666,006	9,666,006	9,666,006
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	105,000,000	96,660,060	96,660,060	96,660,060

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	29,842,364	28,682,308	28,682,308	28,682,308
Total amount of preference shares (in rupees)	680,690,226	669,077,603.04	669,077,603.04	669,077,603.04

Number of classes 5

Class of shares SERIES A COMPULSORY CONVERTIBLE PREFE	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	5,000,000	3,840,000	3,840,000	3,840,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	50,000,000	38,400,000	38,400,000	38,400,000
Class of shares SERIES B COMPULSORY CONVERTIBLE PREFE	**Authorised capital**	**Issued capital**	**Subscribed capital**	**Paid up capital**
Number of preference shares	10,137,308	10,137,308	10,137,308	10,137,308
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	101,373,080	101,373,080	101,373,080	101,373,080
Class of shares SERIES C COMPULSORY CONVERTIBLE PREFE	**Authorised capital**	**Issued capital**	**Subscribed capital**	**Paid up capital**
Number of preference shares	1,774,600	1,774,544	1,774,544	1,774,544
Nominal value per share (in rupees)	225.41	225.41	225.41	225.41
Total amount of preference shares (in rupees)	400,012,586	399,999,963.04	399,999,963.04	399,999,963.04
Class of shares SERIES D1 COMPULSORY CONVERTIBLE PREFI	**Authorised capital**	**Issued capital**	**Subscribed capital**	**Paid up capital**
Number of preference shares	9,699,216	9,699,216	9,699,216	9,699,216
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	96,992,160	96,992,160	96,992,160	96,992,160

Class of shares SERIES D2 COMPULSORY CONVERTIBLE PREFI	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	3,231,240	3,231,240	3,231,240	3,231,240
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	32,312,400	32,312,400	32,312,400	32,312,400

(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	9,621,671	9621671	96,216,710	96,216,710	
Increase during the year	0	44,335	44335	443,350	443,350	3,546,800
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	0	0	0	0	0	0
v. ESOPs	0	44,335	44335	443,350	443,350	3,546,800
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						
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	0	9,666,006	9666006	96,660,060	96,660,060	
Preference shares						
At the beginning of the year	0	28,682,308	28682308	669,077,603	669,077,60	
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						
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	0	28,682,308	28682308	669,077,603	669,077,60	

ISIN of the equity shares of the company: INE192U01015

(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	

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

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	214,300	150(1000000),2700(61111	3,934,589,673
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			3,934,589,673

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	859,277,519	3,640,000,000	564,687,846	3,934,589,673
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 2,453,760,710.48

(ii) Net worth of the Company 5,964,323,001.31

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	9,600,000	99.32	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	Total	9,600,000	99.32	0	0

Total number of shareholders (promoters) 19

(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	65,886	0.68	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	100	0	5,614,544	19.57
9.	Body corporate (not mentioned above)	20	0	23,067,764	80.43
10.	Others	0	0	0	0
	Total	66,006	0.68	28,682,308	100

Total number of shareholders (other than promoters) 72

Total number of shareholders (Promoters+Public/ Other than promoters) 91

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	19	19
Members (other than promoters)	4	72
Debenture holders	4	366

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**	3	0	3	0	22.22	0
B. Non-Promoter	0	5	0	5	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	1	0	1	0	0.07
(i) Banks & FIs	0	1	0	1	0	0.07
(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	3	6	3	6	22.22	0.07

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)
Radha Krishan Kogta	00197552	Whole-time directo	729,500	
Arun Kogta	05109722	Managing Director	791,000	
Varun Kogta	06844307	Whole-time directo	627,000	
PANDITHACHOLANAL	01993027	Director	0	
Amit Mehta	07089427	Nominee director	6,500	
Arjun Saigal	07556188	Director	0	
Kumar Sharadindu	07341455	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SHASHIKALA RAMACH	08087460	Director	0	
ROBIN BHANWARLAL	08572806	Director	0	
RAHUL AGRAWAL	ALIPA4848H	Company Secretar	1,200	
Arun Kogta	AGOPK0797J	CEO	0	
Varun Kogta	AJYPK9108Q	CFO	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 0

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)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held 2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	30/07/2020	23	11	44.01
EXTRA ORDINARY GENEF	24/12/2020	90	25	44.01

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	16/06/2020	9	9	100
2	18/06/2020	9	9	100
3	07/08/2020	9	9	100
4	18/09/2020	9	9	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	28/09/2020	9	9	100
6	11/11/2020	9	9	100
7	20/01/2021	9	9	100
8	26/03/2021	9	8	88.89

C. COMMITTEE MEETINGS

Number of meetings held 81

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 Committe	17/06/2020	4	4	100
2	Audit Committe	07/08/2020	4	4	100
3	Audit Committe	11/11/2020	4	4	100
4	Audit Committe	20/01/2021	4	4	100
5	Nomination an	17/06/2020	3	3	100
6	Nomination an	10/11/2020	3	3	100
7	Corporate Soc	17/06/2020	3	3	100
8	Corporate Soc	07/08/2020	3	3	100
9	Corporate Soc	10/11/2020	3	3	100
10	Corporate Soc	27/03/2021	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 09/07/2021 (Y/N/NA)
		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	Radha Krishar	8	8	100	4	4	100	Yes
2	Arun Kogta	8	8	100	62	58	93.55	Yes

3	Varun Kogta	8	8	100	79	77	97.47	Yes
4	PANDITHACH	8	8	100	12	12	100	Yes
5	Amit Mehta	8	7	87.5	10	2	20	No
6	Arjun Saigal	8	8	100	0	0	0	No
7	Kumar Sharad	8	8	100	6	6	100	No
8	SHASHIKALA	8	8	100	9	9	100	No
9	ROBIN BHAN	8	8	100	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: 3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Radha Krishan Kog	Chariman and W	3,000,000	0	0	0	3,000,000
2	Arun Kogta	MD & CEO	4,500,000	0	0	0	4,500,000
3	Varun Kogta	WTD & CFO	4,000,000	0	0	0	4,000,000
	Total		11,500,000	0	0	0	11,500,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered: 1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAHUL AGRAWAL	Company Secre	1,350,000	0	12,000	0	1,362,000
	Total		1,350,000	0	12,000	0	1,362,000

Number of other directors whose remuneration details to be entered: 3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PANDITHACHOLAN	Independent Dir	0	0	0	340,000	340,000
2	Kumar Sharadindu	Independent Dir	0	0	0	310,000	310,000
3	SHASHIKALA RAM	Independent Dir	0	0	0	330,000	330,000
	Total		0	0	0	980,000	980,000

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: Divya Kalra

Whether associate or fellow: ◉ Associate ◯ Fellow

Certificate of practice number: 22808

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.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. 02 dated 23/09/2016 (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 VARUN KOGTA Digitally signed by VARUN KOGTA Date: 2021.08.20 16:37:57 +05'30'

DIN of the director 06844307

To be digitally signed by RAHUL AGRAWAL Digitally signed by RAHUL AGRAWAL Date: 2021.08.20 16:38:54 +05'30'

(●) Company Secretary

( ) Company secretary in practice

Membership number 10834 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 Board and Committee meetings.pdf
List of Debenture Holders.pdf
Clarification to ROC.pdf
List of Shareholders.pdf
MGT-8.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