

# 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
- Global Location Number (GLN) of the company
- \* Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
- (b) Registered office address
- (c) \*e-mail ID of the company
- (d) \*Telephone number with STD code
- (e) Website
- (iii) Date of Incorporation
- (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

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

(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	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

**Pre-fill All**

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	STCI FINANCE LIMITED	U51900MH1994PLC078303	Holding	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	300,000,000	150,000,000	150,000,000	150,000,000
Total amount of equity shares (in Rupees)	3,000,000,000	1,500,000,000	1,500,000,000	1,500,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10/- each				
Number of equity shares	300,000,000	150,000,000	150,000,000	150,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,000,000,000	1,500,000,000	1,500,000,000	1,500,000,000

**(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>	0	150,000,000	150,000,000	1,500,000,000	1,500,000,000	
<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>	0	150,000,000	150000000	1,500,000,0	1,500,000,	
<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**

6,222,629,843.8

**(ii) Net worth of the Company**

7,308,804,134.04

**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	6	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)	149,999,994	100	0	
10.	Others	0	0	0	
	<b>Total</b>	150,000,000	100	0	0

**Total number of shareholders (promoters)**

7

**(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	7	7
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>	1	6	1	5	0	0
(i) Non-Independent	1	3	1	2	0	0
(ii) Independent	0	3	0	3	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>	1	6	1	5	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)
PRADEEP MOTIRAM M	00267422	Director	1	01/09/2021
Gopalakrishnan Naraya	00210831	Director	0	07/08/2021
Sonali Sinha	07092640	Director	0	
VENKATARAMANI RAI	00829107	Director	0	
PRASANNA PATANKA	07658714	Managing Director	1	
VENKATESWARA RAC	05273533	Director	0	
KALPESH CHANDRAK	ANDPM1406C	Company Secretar	0	
KALPESH CHANDRAK	ANDPM1406C	CFO	0	

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

2

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)
KALPESH CHANDRAK	ANDPM1406C	CFO	01/04/2020	Appointment
VIVEK WAHI	07490023	Director	31/03/2021	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

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	18/09/2020	7	7	100

**B. BOARD MEETINGS**

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/05/2020	7	6	85.71
2	22/07/2020	7	7	100
3	07/09/2020	7	7	100
4	31/10/2020	7	7	100
5	15/01/2021	7	7	100
6	26/03/2021	7	6	85.71

### C. COMMITTEE MEETINGS

Number of meetings held

15

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 Committee	27/05/2020	4	4	100
2	Audit Committee	22/07/2020	4	4	100
3	Audit Committee	31/10/2020	4	4	100
4	Audit Committee	15/01/2021	4	4	100
5	Corporate Social Responsibility	31/10/2020	4	4	100
6	Corporate Social Responsibility	15/01/2021	4	4	100
7	Corporate Social Responsibility	26/03/2021	4	4	100
8	Nomination and Remuneration	27/05/2020	3	3	100
9	Nomination and Remuneration	12/08/2020	4	4	100
10	Nomination and Remuneration	26/03/2021	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	
								30/08/2021
								(Y/N/NA)

**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

V Laxman

Whether associate or fellow

Associate  Fellow

Certificate of practice number

744

**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. ...  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

PRASANNA  
PATANKAR

DIN of the director

07658714

#### To be digitally signed by

KALPESH  
CHANDRAK  
ANT MODY

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

#### Attachments

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

#### List of attachments

Attach

Attach

Attach

Attach

STCI PD-List of Shareholders-31032021.p  
STCI PD-Board and Committee Meetings-f  
STCI Primary Dealer-MGT-8-2021-digitally  
Clarification Letter\_ISIN\_KMP Details.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**



# STCI PRIMARY DEALER LIMITED

## SHAREHOLDING PATTERN AS ON MARCH 31, 2021

Sr. No.	Name of Shareholders	Shares held (nos.)
1.	STCI Finance Limited	149,999,994
2.	Mr. Kamlesh Rathi*	1
3.	Mr. Rajiv Ranjan*	1
4.	Mr. Pradeep Madhav*	1
5.	Mr. Prasanna Patankar*	1
6.	Ms. Sabita Braganza*	1
7.	Ms. Suparna Sharma*	1
	<b>Total</b>	<b>150,000,000</b>

\* Nominee of STCI Finance Limited

The Company is a wholly owned subsidiary of STCI Finance Limited.

This is issued for submission as an attachment to the eForm MGT 7 for FY2020-21.

For STCI Primary Dealer Limited



*Kalpesh Mody*  
**Kalpesh Mody**  
**Company Secretary**  
**Membership no: FCS 9773**

Date: October 25, 2021

Place: Mumbai



# STCI PRIMARY DEALER LIMITED

## Details of Meetings during FY 2020-21 (Annexure to MGT – 7)

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance		
				Number of members attended	as % of total members	Name of Directors attended
<b>BOARD MEETING</b>						
1.	Board Meeting	May 27, 2020	7	6	85.71	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. T.V.Rao Mr. Pradeep Madhav Mr. Prasanna Patankar
2.	Board Meeting	July 22, 2020	7	7	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. T.V.Rao Mr. Vivek Wahi Mr. Pradeep Madhav Mr. Prasanna Patankar
3.	Board Meeting	September 7, 2020	7	7	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. T.V.Rao Mr. Vivek Wahi Mr. Pradeep Madhav Mr. Prasanna Patankar
4.	Board Meeting	October 31, 2020	7	7	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. T.V.Rao Mr. Vivek Wahi Mr. Pradeep Madhav Mr. Prasanna Patankar





S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance		
				Number of members attended	as % of total members	Name of Directors attended
5.	Board Meeting	January 15, 2021	7	7	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. T.V.Rao Mr. Vivek Wahi Mr. Pradeep Madhav Mr. Prasanna Patankar
6.	Board Meeting	March 26, 2021	7	6	85.71	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. T.V.Rao Mr. Pradeep Madhav Mr. Prasanna Patankar
<b>COMMITTEE MEETINGS</b>						
1.	Audit Committee Meeting	May 27, 2020	4	4	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. T. V. Rao
2.	Audit Committee Meeting	July 22, 2020	4	4	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. T.V.Rao
3.	Audit Committee Meeting	October 31, 2020	4	4	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. T.V.Rao
4.	Audit Committee Meeting	January 15, 2021	4	4	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. T.V.Rao







S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance		
				Number of members attended	as % of total members	Name of Directors attended
5.	Corporate Social Responsibility Committee	October 31, 2020	4	4	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. Prasanna Patankar
6.	Corporate Social Responsibility Committee	January 15, 2021	4	4	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. Prasanna Patankar
7.	Corporate Social Responsibility Committee	March 26, 2021	4	4	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. Prasanna Patankar
8.	Nomination & Remuneration Committee	May 27, 2020	3	3	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani
9.	Nomination & Remuneration Committee	August 12, 2020	4	4	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. Pradeep Madhav
10.	Nomination & Remuneration Committee	March 26, 2021	4	4	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. R. Venkataramani Mr. Pradeep Madhav
11.	Risk Management Committee Meeting	May 27, 2020	4	3	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. Pradeep Madhav





S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance		
				Number of members attended	as % of total members	Name of Directors attended
12.	Risk Management Committee Meeting	July 22, 2020	5	5	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. T.V.Rao Mr. R. Venkataramani Mr. Vivek Wahi
13.	Risk Management Committee Meeting	October 31, 2020	5	5	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. T.V.Rao Mr. R. Venkataramani Mr. Vivek Wahi
14.	Risk Management Committee Meeting	January 15, 2021	5	5	100	Mr. G. Narayanan Ms. Sonali Sinha Mr. T.V.Rao Mr. R. Venkataramani Mr. Vivek Wahi
15.	Risk Management Committee Meeting	March 26, 2021	5	4	85.71	Mr. G. Narayanan Ms. Sonali Sinha Mr. T.V.Rao Mr. R. Venkataramani

This is issued for submission as an attachment to the eForm MGT 7 for FY2020-21.



For STCI Primary Dealer Limited

*Kalpesh Mody*  
**Kalpesh Mody**  
Company Secretary  
FCS 9773

Date: - October 25, 2021

Place: - Mumbai



# STCI PRIMARY DEALER LIMITED

## TO WHOM SO EVER IT MAY CONCERN

1. The shares of STCI Primary Dealer Limited ('the Company') are held in demat mode. The ISIN of the equity shares of the Company is INE526I01019. This clarification letter is being submitted as while filing eForm MGT-7 (for FY2020-21), we are unable to insert the ISIN: INE526I01019 on Page 4 of the eform MGT-7.
2. The number of Directors and Key Managerial Personnel (who is not director) as on the financial year end date (i.e as on March 31, 2021) is **Seven (7)**. The details of the Directors and Key Managerial Personnel as on the closure of financial year is as under:

Name	DIN/PAN	Designation	No of equity share(s) held	Date of Cessation (after closure of financial year, if any)
Mr. G. Narayanan	00210831	Director	0	07/08/2021
Ms. Sonali Sinha	07092640	Director	0	---
Mr. T. V. Rao	05273533	Director	0	---
Mr. R. Venkataramani	00829107	Director	0	---
Mr. Pradeep Madhav	00267422	Director	1	01/09/2021
Mr. Prasanna Patankar	07658714	Managing Director	1	---
Mr. Kalpesh Mody	ANDPM1406C	Company Secretary & CFO	0	---

This clarification letter is being submitted as while filing eForm MGT-7 (for FY2020-21), the designation on details of Directors & KMP in relation to Point VIII (B)(i) is filled from the options in drop-down box which does not allow us to merge the designation of 'Company Secretary & Chief Financial Officer (CFO)'. Hence, the number of Directors & KMP on Page 9 is specified as Eight (8).

We request you to kindly take note of the same

This clarification is submitted alongwith the eForm MGT -7 for the FY2020-21.

For STCI Primary Dealer Limited



*Kalpesh Mody*  
Kalpesh Mody  
Company Secretary  
FCS: 9773

Place: Mumbai  
Date: October 25, 2021



**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**

We have examined the registers, records and books and papers of STCI Primary Dealer Limited (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March, 2021. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we 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 complied with provisions of the Act and Rules made there under in respect of :
1. its status under the Act;
  2. maintenance of registers/records & making entries therein within the time prescribed therefor;
  3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
  4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, 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;

Laxman  
Narsayya  
Valakati

5. closure of Register of Members / Security holders, as the case may be.
6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9. keeping 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. declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. signing of 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. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. acceptance/ renewal/ repayment of deposits;
16. borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

For and on behalf of  
**V. Laxman & Co.,**  
 Company Secretaries

Laxman  
 Narsayya  
 Valakati

Digitally signed by Laxman Narsayya Valakati  
 DN: cn=Laxman Narsayya Valakati, o=V. Laxman & Co., ou=Company Secretaries, email=laxman.narsayya.valakati@vllax.com, c=IN  
 Date: 2022.10.26 10:55:18 +0530

(V. Laxman)  
 FCS No. 1513  
 C P No. : 744

**Place :** Mumbai

**Date :** 26.10.2021

**UDIN No. :** F001513C001285455

Note :

1. *The qualification, reservation or adverse remarks; if any, may be stated at the relevant place(s).*
2. *This report is prepared on the basis of documents made available online and information provided by the Registrar and Transfer Agent. Physical verification of the documents could not be completed due to imposition of lockdown in India on account of COVID-19 pandemic)*