# 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 | U67190MH2007PTC168303 **Pre-fill** |
| Global Location Number (GLN) of the company | |
| * Permanent Account Number (PAN) of the company | AAECP3447K |
| (ii) (a) Name of the company | PHOENIX ARC PRIVATE LIMITEI |
| (b) Registered office address | 5TH FLOOR, DANI CORPORATE PARK<br>158, CST ROAD, KALINA, SANTACRUZ (EAST)<br>MUMBAI<br>Mumbai City<br>Maharashtra |
| (c) *e-mail ID of the company | compliance@phoenixarc.co.in |
| (d) *Telephone number with STD code | 02268492450 |
| (e) Website | phoenixarc.co.in |
| (iii) Date of Incorporation | 02/03/2007 |

(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 01/04/2020 (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

(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 | 250,000,000 | 168,000,000 | 168,000,000 | 168,000,000 |
| Total amount of equity shares (in Rupees) | 2,500,000,000 | 1,680,000,000 | 1,680,000,000 | 1,680,000,000 |

Number of classes 1

| Class of Shares<br>Equity Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|---|---|---|---|
| Number of equity shares | 250,000,000 | 168,000,000 | 168,000,000 | 168,000,000 |

| | | | | |
|---|---|---|---|---|
| Nominal value per share (in rupees) | 10 | 10 | 10 | 10 |
| Total amount of equity shares (in rupees) | 2,500,000,000 | 1,680,000,000 | 1,680,000,000 | 1,680,000,000 |

**(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 |
|---|---|---|---|---|---|---|
| **Equity shares** | Physical | DEMAT | Total | | | |
| **At the beginning of the year** | 0 | 168,000,000 | 168000000 | 10 | 10 | |
| **Increase during the year** | 0 | 0 | 0 | 0 | 0 | 0 |
| 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 | 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 | | | | | | |
| **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 | 168,000,000 | 168000000 | 10 | 10 | |
| | | | | | | |
| **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 | | | | | | |
| **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 | 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 | | | |
| 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 | 2,250 | 2250 Debentures of Face | 2,347,693,043 |
| Partly convertible debentures | 0 | | 0 |
| Fully convertible debentures | 0 | | 0 |
| **Total** | | | 2,347,693,043 |

**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 | 3,348,601,784 | 974,452,485 | 1,975,361,226 | 2,347,693,043 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

**(v) Securities (other than shares and debentures)** 1

| 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 | 2,000 | 500000 | 1,000,000,000 | 500000 | 1,000,000,000 |
| | | | | | |
| Total | 2,000 | | 1,000,000,000 | | 1,000,000,000 |

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

**(i) Turnover** 1,546,201,499

**(ii) Net worth of the Company** 4,690,536,016

### 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) | 83,832,000 | 49.9 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | **Total** | 83,832,000 | 49.9 | 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 | 66,764,667 | 39.74 | 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) | 9,003,333 | 5.36 | 0 | |
| 10. | Others Trust | 8,400,000 | 5 | 0 | |

| | | | | | |
|---|---|---|---|---|---|
| | **Total** | 84,168,000 | 50.1 | 0 | 0 |

**Total number of shareholders (other than promoters)** 18

**Total number of shareholders (Promoters+Public/ Other than promoters)** 20

## 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) | 18 | 18 |
| Debenture holders | 5 | 7 |

## 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 | 2 | 0 | 2 | 0 | 0 |
| **B. Non-Promoter** | 0 | 2 | 0 | 2 | 0 | 0 |
| (i) Non-Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Independent | 0 | 2 | 0 | 2 | 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 | 0 | 4 | 0 | 4 | 0 | 0 |

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date** 7

**(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) |
|---|---|---|---|---|
| CHANDAN BHATTACH | 01341570 | Director | 0 | |
| KEKI MANCHERSHA E | 00003940 | Director | 0 | |
| VENKATTU SRINIVASA | 01535417 | Director | 0 | |
| JYOTI AGARWAL | 08577171 | Director | 0 | |
| SANJAYKUMAR OMPR | AAAPT8129M | CEO | 0 | |
| AJAY DATTATRAYA W | AAAPW4260G | Company Secretar | 0 | 16/06/2021 |
| GAURI CHAITANYA BH | AJGPB1153N | CFO | 0 | |

**(ii) Particulars of change in director(s) and Key managerial personnel during the year** 1

| 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) |
|---|---|---|---|---|
| JYOTI AMIT AGARWAL | 08577171 | Additional director | 31/08/2020 | Regularization as Director from being |

## 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 | 31/08/2020 | 20 | 4 | 56.91 |

**B. BOARD MEETINGS**

*Number of meetings held 10

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|---|---|---|---|---|
| | | | Number of directors attended | % of attendance |
| 1 | 25/04/2020 | 4 | 4 | 100 |
| 2 | 15/05/2020 | 4 | 4 | 100 |

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|---|---|---|---|---|
| | | | Number of directors attended | % of attendance |
| 3 | 27/07/2020 | 4 | 4 | 100 |
| 4 | 07/09/2020 | 4 | 4 | 100 |
| 5 | 27/10/2020 | 4 | 4 | 100 |
| 6 | 15/12/2020 | 4 | 4 | 100 |
| 7 | 27/01/2021 | 4 | 3 | 75 |
| 8 | 02/03/2021 | 4 | 3 | 75 |
| 9 | 19/03/2021 | 4 | 3 | 75 |
| 10 | 31/03/2021 | 4 | 3 | 75 |

**C. COMMITTEE MEETINGS**

Number of meetings held 11

| 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 | 25/04/2020 | 3 | 3 | 100 |
| 2 | Audit Committe | 15/05/2020 | 3 | 3 | 100 |
| 3 | Audit Committe | 27/07/2020 | 3 | 3 | 100 |
| 4 | Audit Committe | 27/10/2020 | 3 | 3 | 100 |
| 5 | Audit Committe | 27/01/2021 | 3 | 3 | 100 |
| 6 | CSR Committe | 15/05/2020 | 3 | 3 | 100 |
| 7 | CSR Committe | 27/07/2020 | 3 | 3 | 100 |
| 8 | CSR Committe | 27/10/2020 | 3 | 3 | 100 |
| 9 | CSR Committe | 19/02/2021 | 3 | 3 | 100 |
| 10 | Allotment Com | 28/12/2020 | 3 | 3 | 100 |

**D. *ATTENDANCE OF DIRECTORS**

| S. No. | Name of the director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on (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 | CHANDAN BH | 10 | 9 | 90 | 9 | 9 | 100 | |
| 2 | KEKI MANCH | 10 | 10 | 100 | 7 | 7 | 100 | |
| 3 | VENKATTU S | 10 | 10 | 100 | 11 | 11 | 100 | |
| 4 | JYOTI AGARV | 10 | 7 | 70 | 6 | 6 | 100 | |

## 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 3

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|---|---|---|---|---|---|---|---|
| 1 | Sanjay Tibrewala | CEO | 13,571,358 | 0 | 0 | 0 | 13,571,358 |
| 2 | Ajay Walimbe | Company Secre | 10,132,359 | 0 | 0 | 0 | 10,132,359 |
| 3 | Gauri Bhatkal | CFO | 2,406,701 | 0 | 0 | 0 | 2,406,701 |
| | Total | | 26,110,418 | 0 | 0 | 0 | 26,110,418 |

Number of other directors whose remuneration details to be entered 2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|---|---|---|---|---|---|---|---|
| 1 | Chandan Bhattacha | Director | 540,000 | 200,000 | 0 | 0 | 740,000 |
| 2 | Keki Elavia | Director | 540,000 | 200,000 | 0 | 0 | 740,000 |
| | Total | | 1,080,000 | 400,000 | 0 | 0 | 1,480,000 |

**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: Sarvari Shah

Whether associate or fellow: ◯ Associate ◉ Fellow

Certificate of practice number: 11717

**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. .. NA dated 16/06/2021 (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

DIN of the director 01535417

**To be digitally signed by**

(●) Company Secretary

( ) Company secretary in practice

Membership number 29339 Certificate of practice number

**Attachments**

| | | **List of attachments** |
|---|---|---|
| 1. List of share holders, debenture holders | **Attach** | Shareholding Pattern Form.pdf |
| 2. Approval letter for extension of AGM; | **Attach** | Debenture Holders Form.pdf |
| 3. Copy of MGT-8; | **Attach** | DRAFT MGT 8.pdf |
| 4. Optional Attachement(s), if any | **Attach** | Additional 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**

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

### C. COMMITTEE MEETINGS (Continued)

| 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 |
| 11 | Allotment Committee | 29/12/2020 | 3 | 3 | 100 |

## Shareholding Pattern of Phoenix ARC Private Limited as on 31st March 2021

| Shareholder | ISIN | No of Shares | Percentage Holding | DP ID-Client ID |
|---|---|---|---|---|
| Kotak Mahindra Investments Limited | INE163K01017 | 50400000 | 30.00 | IN302814 -10000382 |
| Kotak Mahindra Prime Limited | INE163K01017 | 33432000 | 19.90 | IN302814 -10664236 |
| Mr. Anjum Gafulbhai Bilakhia | INE163K01017 | 9450000 | 5.63 | IN301151 -12177756 |
| Ashu Khanna & Rajesh Khanna | INE163K01017 | 8450000 | 5.03 | IN300214 -26629357 |
| Shishir Bajaj Family Trust (Through Shishir Bajaj, Meenaxi Bajaj and Kushagra Bajaj) | INE163K01017 | 8400000 | 5.00 | IN303534 -10000069 |
| Mr. Amit Desai & Mrs. Bayjool Desai | INE163K01017 | 6825000 | 4.06 | IN300214 -10076103 |
| Harish Pravinchandhra Shah & Bina Harish Shah | INE163K01017 | 6720000 | 4.00 | IN300214 -15016338 |
| M3 Investment Private Limited | INE163K01017 | 5670000 | 3.38 | IN301549 -18652179 |
| Panna Bankim & Bankim Hamir | INE163K01017 | 5250000 | 3.13 | IN300484 -10044504 |
| Praful M Patel (HUF) | INE163K01017 | 5250000 | 3.13 | IN300749 -10945488 |
| Mr. Vineet Nayyar | INE163K01017 | 5250000 | 3.13 | IN300214 -10768294 |
| Shrinivas Vasudeva Dempo | INE163K01017 | 3534667 | 2.10 | IN300214 -14792091 |
| Amrit Banaspati Company Private Limited | INE163K01017 | 3333333 | 1.98 | IN300214 -23502782 |
| Mr. Bharat Manu Mahtani | INE163K01017 | 3200000 | 1.90 | IN300214 -14762133 |
| Ms. Nandita M Mahtani | INE163K01017 | 3200000 | 1.90 | IN300214 -14772711 |
| Mayank Jashwantlal Shah & Shruti Shah | INE163K01017 | 2700000 | 1.60 | IN300214 -17360442 |
| Amit K Desai (HUF) | INE163K01017 | 2047500 | 1.22 | IN300214 -10104604 |
| Krishnakanth M Desai (HUF) | INE163K01017 | 2047500 | 1.22 | IN300214 -10321299 |
| Paranjaay Bharat Mahtani (Through guardian Bharat Manu Mahatani) | INE163K01017 | 2000000 | 1.19 | IN300214 -18483513 |
| Mrs. Bayjool Desai & Mr. Amit K Desai | INE163K01017 | 840000 | 0.50 | IN300214 -10076120 |
| | | 168000000 | 100 | |

**Certified to be true**

Kamlesh Tulshidas Rane

Digitally signed by Kamlesh Tulshidas Rane
Date: 2021.08.18 10:47:17 +05'30'

**Kamlesh Rane**
**Company Secretary**

Phoenix ARC Private Limited
Registered Office :
5th Floor, Dani Corporate Park
158, CST Road
Kalina, Santacruz (E)
Mumbai - 400 098, India

T +91 022 68492450
F +91 022 67412313
Toll Free 1800 120 8060

Email : info@phoenixarc.co.in
www.phoenixarc.co.in
CIN : U67190MH2007PTC168303

**Details of Debenture Holders of Phoenix ARC Private Limited as on 31st March 2021**

| Sr. No. | Name of Debenture Holders | ISIN | No. of Debentures | Face Value | Total Amount (in Cr) |
|---|---|---|---|---|---|
| 1 | ICICI Prudential Credit Risk Fund | INE163K07048 | 150 | 10 Lakhs | 15 |
| 2 | ICICI Prudential All Seasons Bond Fund | INE163K07048 | 350 | 10 Lakhs | 35 |
| 3 | ICICI Prudential Balanced Advantage Fund | INE163K07055 | 350 | 10 Lakhs | 35 |
| 4 | ICICI Prudential Equity & Debt Fund | INE163K07055 | 150 | 10 Lakhs | 15 |
| 5 | Kotak Securities Limited | INE163K07063 | 500 | 10 Lakhs | 50 |
| 6 | Kotak Mahindra Trustee Co. Ltd. A/C Kotak Low Duration Fund | INE163K07071 | 500 | 10 Lakhs | 50 |
| 7 | Kotak Mahindra Capital Company Limited | INE163K07089 | 250 | 10 Lakhs | 25 |

**Certified to be true**

Kamlesh Tulshidas Rane

Digitally signed by Kamlesh Tulshidas Rane
Date: 2021.08.18 10:48:28 +05'30'

**Kamlesh Rane**
**Company Secretary**

Phoenix ARC Private Limited
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CIN : U67190MH2007PTC168303

**PARIKH & ASSOCIATES**
**COMPANY SECRETARIES**

Office

111, 11th Floor, Sai-Dwar CHS Ltd
Sab TV Lane, Opp. Laxmi Industrial Estate,
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400053
Tel No 26301232 / 26301233 / 26301240
Email: cs@parikhassociates.com
parikh.associates@rediffmail.com

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**FORM NO. MGT-8**

**[Pursuant to section 92(2) of the Companies Act, 2013 and rules 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 **Phoenix ARC Private Limited** ("the Company") CIN No.: **U67190MH2007PTC168303** having its Registered Office at 5th Floor, Dani Corporate Park, 158, CST Road, Kalina, Santacruz (East), Mumbai 400098 as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under for the financial year ended on **31st March, 2021** ("the financial year"). In our opinion and information to the extent provided by the Company, its officers, agents and authorised representatives during the conduct of audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by The Ministry of Corporate Affairs warranted due to the spread of the COVID-19 pandemic, 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 generally complied with applicable provisions of the Act & Rules made thereunder 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, as applicable;

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 proper notices were given and the proceedings including circular resolution(s), have been recorded in the Minute Book / registers maintained for the purpose and the same have been signed.

   No resolutions were passed through postal ballot during the financial year;

5. the Register of Members was not required to be closed

6. no advances/loans have been made to Directors of the Company and/or to persons or firms or companies referred in section 185 of the Act.;

7. there were no contracts/arrangements with related parties as specified in section 188 of the Act;

8. issue and allotment of securities and redemption of debentures;

   there was no transfer or transmission or buy back of securities/redemption of preference shares /alteration or reduction of share capital/conversion of shares/ securities during the financial year;

9. there were no transactions necessitating the Company to keep 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. there was no declaration/payment of dividend and the Company was not required to transfer 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, as applicable;

13. appointment/ re-appointment of auditors as per the provisions of section 139 of the Act, as applicable;

14. no approvals were 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. the Company has not accepted any Deposits during the financial year;

16. borrowings from banks/ public financial institutions and others and creation/ modification/ satisfaction of charges, as applicable;

    there were no borrowings from Members and Directors;

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17. the provisions of section 186 of the Act, except sub-section (1), are not applicable since the Company is registered with Reserve Bank of India;

18. there had been no alteration of the provisions of the Memorandum and/or Articles of Association of the Company during the financial year.

**For Parikh & Associates**
Company Secretaries

Place: Mumbai
Date: _____, 2021

Signature:
Name of Company Secretary: Sarvari Shah
FCS: 9697 C.P.No. 11717
UDIN:

*This Report is to be read with our letter of even date which is annexed as Annexure A to Form MGT-8 and Forms an integral part of this report.*

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'Annexure A to Form MGT-8'

To,
**Phoenix ARC Private Limited**

Our Certificate on the Annual Return (Form MGT-8) of even date is to be read along with this letter.

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices, we followed provide a reasonable basis for our opinion.

3. The Compliance of the provisions of Companies Act, 2013, rules, regulations, standards is the responsibility of Management. Our examination was limited to the verification of records on test basis.

**For Parikh & Associates**
Company Secretaries

Place: Mumbai
Date: _____ , 2021

Signature:
Name of Company Secretary: Sarvari Shah
FCS: 9697 C.P.No. 11717
UDIN:

DRAFT