

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

U74110RJ2019PTC064467

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAHCG7599N

(ii) (a) Name of the company

GIRNAR FINSERV PRIVATE LIM

(b) Registered office address

6th Floor, Jaipur Textile Market, B-2, Near Model Town, Ma
Iviya Nagar NA
JAIPUR
Jaipur
Rajasthan
302017

(c) *e-mail ID of the company

LE*****FT

(d) *Telephone number with STD code

91*****66

(e) Website

www.girnarfinserv.com

(iii) Date of Incorporation

01/04/2019

(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 30/09/2024

(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 2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	M	Professional, Scientific and Technical	M6	Advertising and market research	68.97
2	J	Information and communication	J8	Other information & communication service activities	20.64

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

*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	GIRNAR SOFTWARE PRIVATE LI	U72200RJ2006PTC023499	Holding	98.1

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	2,850,000	2,276,321	2,276,321	2,276,321
Total amount of equity shares (in Rupees)	28,500,000	22,763,210	22,763,210	22,763,210

Number of classes 1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Capital				

Number of equity shares	2,850,000	2,276,321	2,276,321	2,276,321
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	28,500,000	22,763,210	22,763,210	22,763,210

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	1,400,000	1,137,811	1,137,811	1,137,811
Total amount of preference shares (in rupees)	14,000,000	11,378,110	11,378,110	11,378,110

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.0001% Compulsorily convertible preference share				
Number of preference shares	907,746	907,746	907,746	907,746
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	9,077,460	9,077,460	9,077,460	9,077,460
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.0001% Compulsorily convertible preference share				
Number of preference shares	492,254	230,065	230,065	230,065
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	4,922,540	2,300,650	2,300,650	2,300,650

(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	2,250,000	2,561	2252561	22,525,610	22,525,610	
Increase during the year	0	23,760	23760	237,600	237,600	154,299,400
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	19,721	19721	197,210	197,210	150,065,963
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	0	4,039	4039	40,390	40,390	4,233,437.40
MSOPs						
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	2,250,000	26,321	2276321	22,763,210	22,763,210	
Preference shares						
At the beginning of the year	0	907,746	907746	9,077,460	9,077,460	
Increase during the year	66,510	163,555	230065	2,300,650	2,300,650	1,750,668,11
i. Issues of shares	66,510	163,555	230065	2,300,650	2,300,650	1,750,668,11
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	66,510	1,071,301	1137811	11,378,110	11,378,110	
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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		20/09/2023	
Date of registration of transfer (Date Month Year)		29/04/2023	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	17,020	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	1		
Transferor's Name			Girnar Software Private Limited
	Surname	middle name	first name

Ledger Folio of Transferee		13	
Transferee's Name	Agrawal	Kumar	Ankit
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	29/04/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	21,059	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	13
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Transferor's Name	Agrawal	Kumar	Ankit
	Surname	middle name	first name

Ledger Folio of Transferee	8
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Transferee's Name	a scheme of TVS Shriram		TVS Shriram Growth Fund III
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	
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Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
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Ledger Folio of Transferor	
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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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	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

4,796,561,853

(ii) Net worth of the Company

4,591,102,110

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1	0	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)	2,232,979	98.1	0	0
10.	Others	0	0	0	0
	Total	2,232,980	98.1	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	6,661	0.29	7,373	0.65
	(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)	27,641	1.21	1,130,438	99.35
10.	Others TRUST	9,039	0.4	0	0
	Total	43,341	1.9	1,137,811	100

Total number of shareholders (other than promoters)

21

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

23

**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)	16	21
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

A. Promoter	0	0	0	0	0	0
B. Non-Promoter	0	4	0	4	0	0
(i) Non-Independent	0	4	0	4	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	0	4	0	4	0	0

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

6

(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)
ANKIT KUMAR AGRAH	08135915	Director	0	
AMIT JAIN	01613364	Nominee director	0	
RAJAT SOOD	07914803	Nominee director	0	
SRIDHARAN PRAVEE	09710890	Nominee director	0	
KAUSHAL BAGLA	CLXPB6835N	Company Secretar	0	
PUNEET KUMAR	AQUPK2826N	CFO	0	

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

6

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)
PUNEET KUMAR	AQUPK2826N	CFO	22/09/2023	Appointment
RAJAT SOOD	07914803	Additional director	22/03/2023	Appointment
RAJAT SOOD	07914803	Nominee director	20/09/2023	Change in designation
SRIDHARAN PRAVI	09710890	Additional director	28/03/2023	Appointment
SRIDHARAN PRAVI	09710890	Nominee director	20/09/2023	Change in designation
AMIT JAIN	01613364	Nominee director	20/09/2023	Change in designation

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

5

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	20/09/2023	18	2	70.72
Extra Ordinary General Mee	31/07/2023	18	2	70.72
Extra Ordinary General Mee	27/09/2023	18	2	70.72
Extra Ordinary General Mee	16/10/2023	22	2	66.87
Extra Ordinary General Mee	18/12/2023	23	3	66.9

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	18/05/2023	4	4	100
2	31/07/2023	4	2	50
3	09/08/2023	4	3	75

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	14/09/2023	4	2	50
5	26/09/2023	4	2	50
6	06/12/2023	4	4	100
7	29/02/2024	4	4	100

C. COMMITTEE MEETINGS

Number of meetings held

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1					

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	30/09/2024
								(Y/N/NA)
1	ANKIT KUMAR	7	7	100	0	0	0	Yes
2	AMIT JAIN	7	7	100	0	0	0	Yes
3	RAJAT SOOD	7	3	42.86	0	0	0	No
4	SRIDHARAN I	7	4	57.14	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

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	Kaushal Bagla	Company secret	853,728	0	0	0	853,728
2	Puneet Kumar	CFO	42,103,203	0	0	0	42,103,203
3	Ankit Kumar Agrawa	Director	0	0	81,987,715	0	81,987,715
	Total		42,956,931	0	81,987,715	0	124,944,646

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

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

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

☒ Yes ☐ No

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

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

Name

VIPUL ARORA

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

26759

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. ...

11

dated

02/05/2022

(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

ANKIT
KUMAR
AGRAWAL
Digitally signed by
ANKIT KUMAR
AGRAWAL
Date: 2024.11.21
17:02:37 +05'30'

DIN of the director

0*1*5*1*

To be digitally signed by

Kaushal
Bagla
Digitally signed by
Kaushal Bagla
Date: 2024.11.21
17:07:18 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

6*8*5

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 Attachement(s), if any

Attach**Attach****Attach****Attach****List of attachments**

List of shareholders - GFPL.pdf
MGT 8_GFPL.pdf
clarification letter for demat details.pdf

Remove attachment

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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