

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

U67120MH1994PLC286057

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACC2233N

(ii) (a) Name of the company

NUVAMA WEALTH FINANCE

(b) Registered office address

801 to 804 Wing A Building No 3 Inspire BKC G Block Bandra E
ast Bandra(East)
Mumbai
Mumbai
Maharashtra
400051

(c) *e-mail ID of the company

Secretarial@nuvama.com

(d) *Telephone number with STD code

02266203030

(e) Website

<https://nuvamafinance.com/>

(iii) Date of Incorporation

27/10/1994

(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

U67190MH1999PTC118368

Pre-fill

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	K5	Financial and Credit leasing activities	100

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	NUVAMA WEALTH MANAGEM 	U67110MH1993PLC344634	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	41,620,000	11,459,105	11,459,105	11,459,105
Total amount of equity shares (in Rupees)	416,200,000	114,591,050	114,591,050	114,591,050

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	41,620,000	11,459,105	11,459,105	11,459,105
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	416,200,000	114,591,050	114,591,050	114,591,050

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	31,380,000	9,218,000	9,218,000	9,218,000
Total amount of preference shares (in rupees)	313,800,000	92,180,000	92,180,000	92,180,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
14.625% Cumulative Redeemable Preference Share				
Number of preference shares	31,380,000	9,218,000	9,218,000	9,218,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	313,800,000	92,180,000	92,180,000	92,180,000

(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			
Equity shares						
At the beginning of the year	0	11,459,105	11459105	114,591,050	114,591,050	
Increase during the year	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"/>						
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 <input type="text"/>						
At the end of the year	0	11,459,105	11459105	114,591,050	114,591,050	
Preference shares						
At the beginning of the year	0	9,318,000	9318000	93,180,000	93,180,000	+
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 <input type="text"/>						
Decrease during the year	0	100,000	100000	1,000,000	1,000,000	0
i. Redemption of shares	0	100,000	100000	1,000,000	1,000,000	
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"/>						
At the end of the year	0	9,218,000	9218000	92,180,000	92,180,000	

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	22/07/2022		
Date of registration of transfer (Date Month Year)	20/06/2022		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	IN303719 11075514		
Transferor's Name	Khurana		Tarun
	Surname	middle name	first name
Ledger Folio of Transferee	IN303719 11115880		

Transferee's Name	<input type="text" value="Tiwari"/>	<input type="text"/>	<input type="text" value="Sonal"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="14/11/2022"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="1"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text" value="Tiwari"/>	<input type="text"/>	<input type="text" value="Sonal"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="IN303719 11130724"/>
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Transferee's Name	<input type="text" value="Jain"/>	<input type="text"/>	<input type="text" value="Manishkumar"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="11/11/2022"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="1"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text" value="Iyer"/>	<input type="text"/>	<input type="text" value="Shivaraman"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="IN303719 11130757"/>
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Transferee's Name	<input type="text" value="Ajmera"/>	<input type="text"/>	<input type="text" value="Keyur"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text" value="11/11/2022"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="1"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text" value="Sawant"/>	<input type="text"/>	<input type="text" value="Sandesh"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="IN303719 11130896"/>
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Transferee's Name	<input type="text" value="Ved"/>	<input type="text"/>	<input type="text" value="Vishal"/>
	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	1,450,276		19,740,958,000
Partly convertible debentures	0		0
Fully convertible debentures	0		0
Total			19,740,958,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	17,317,077,000	6,544,000,000	4,120,119,000	19,740,958,000
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 Papers	1,500	500000	750,000,000	500000	750,000,000
Total	1,500		750,000,000		750,000,000

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

(i) Turnover

7,534,366,956

(ii) Net worth of the Company

7,680,195,092

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	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)	11,459,099	100	0	0
10.	Others	0	0	0	0
	Total	11,459,105	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	7,748,000	84.05
	(ii) Non-resident Indian (NRI)	0	0	100,000	1.08
	(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	1,170,000	12.69
10.	Others HUF	0	0	200,000	2.17
	Total	0	0	9,218,000	99.99

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)	63	62
Debenture holders	7,792	6,732

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	5	1	4	0	0
(i) Non-Independent	0	2	1	1	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	2	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	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	2	0	2	0	0
Total	0	7	1	6	0	0

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

9

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Tushar Agrawal	08285408	Whole-time director	0	
Mr. Ashish Kehair	07789972	Director	0	
Mr. Nikhil Srivastava	07308617	Nominee director	0	
Mr. Ramesh Abhishek	07452293	Nominee director	0	
Mr. Kunnasagaran Chin ⁺	01590108	Director	0	20/04/2023
Ms. Anisha Motwani	06943493	Director	0	
Mr. Birendra Kumar	00163054	Director	0	
Mr. Manishkumar Jain	AHCPJ7436Q	CFO	0	
Ms. Pooja Doshi	AMLPD8022C	Company Secretar	0	

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

7

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)
Mr. Tushar Agrawal	08285408	Director	19/05/2022	Appointment
Ms. Sheetal Gandhi	AHNP2627A	CFO	19/07/2022	Cessation
Mr. Manishkumar Jain	AHCPJ7436Q	CFO	20/07/2022	Appointment
Ms. Kamala Kantharaj	07917801	Director	19/10/2022	Cessation
Mr. Gaurang Tailor	00010292	Director	19/10/2022	Appointment
Mr. Gaurang Tailor	00010292	Nominee director	09/02/2023	Change in designation
Mr. Gaurang Tailor	00010292	Director	06/03/2023	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

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	22/07/2022	7	7	100
Extraordinary General Meet +	06/09/2022	7	7	100
Extraordinary General Meet +	09/02/2023	7	6	85.71
Extraordinary General Meet +	16/03/2023	7	7	100

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	22/04/2022	7	7	100
2	27/04/2022	7	7	100
3	19/05/2022	7	6	85.71

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	19/07/2022	8	7	87.5
5	19/10/2022	8	7	87.5
6	18/01/2023	8	8	100
7	21/03/2023	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

9

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	22/04/2022	4	4	100
2	Audit Committee	19/05/2022	4	3	75
3	Audit Committee	19/07/2022	4	4	100
4	Audit Committee	19/10/2022	4	4	100
5	Audit Committee	19/01/2023	4	4	100
6	Nomination and Remuneration	18/05/2022	4	3	75
7	Nomination and Remuneration	19/07/2022	4	3	75
8	Nomination and Remuneration	19/10/2022	4	4	100
9	Corporate Social Responsibility	18/05/2022	3	2	66.67

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	Mr. Tushar Ag	4	4	100	0	
2	Mr. Ashish Ke	7	7	100	0	0	0	
3	Mr. Nikhil Sriv	7	6	85.71	4	3	75	

4	Mr. Ramesh A	7	7	100	5	5	100	
5	Mr. Kunnasag	7	6	85.71	9	6	66.67	
6	Ms. Anisha M	7	7	100	8	8	100	
7	Mr. Birendra K	7	7	100	8	8	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Tushar Agrawal	Chief Executive +	6,402,362	0	0	5,318,900	11,721,262
2	Ms. Sheetal Gandhi	Chief Financial C +	2,218,745	0	0	3,000,000	5,218,745
3	Mr. Manishkumar Ja	Chief Financial C +	2,990,598	0	0	0	2,990,598
4	Ms. Pooja Doshi	Company Secre +	2,471,636	0	0	750,000	3,221,636
	Total		14,083,341	0	0	9,068,900	23,152,241

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Birendra Kumar	Independent Dir +	0	0	0	1,900,000	1,900,000
2	Mr. Kunnasagar (Independent Dir +	0	0	0	1,800,000	1,800,000
3	Ms. Anisha Motwan	Independent Dir +	0	0	0	1,700,000	1,700,000
4	Mr. Ramesh Abhish	Non-executive C +	0	0	0	1,300,000	1,300,000
	Total		0	0	0	6,700,000	6,700,000

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

0

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

0

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

Whether associate or fellow

Associate Fellow

Certificate of practice number

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

DIN of the director

To be digitally signed by

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

Attach

Attach

Attach

Attach

List of attachments

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