

FORM NO. MGT – 7

ANNUAL RETURN

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

(i) **Corporate Identification Number (CIN) of the company:** U67190MH2006PLC159411

Global Location Number (GLN) of the company: N.A

Permanent Account Number (PAN) of the company: AACCC8789P

(i) (a) **Name of the company:** HDFC CREDILA FINANCIAL SERVICES LIMITED

(b) **Registered office address:** B - 301, CITI POINT, NEXT TO KOHINOOR CONTINENTAL ANDHERI - KURLA ROAD, ANDHERI (EAST), MUMBAI MAHARASHTRA, 400059, INDIA

(c) **e-mail ID of the company:** akanksha@hdfccredila.com

(d) **Telephone number with STD code :** 02228266636

(e) **Website:** www.hdfccredila.com

(ii) **Date of Incorporation:** 01/02/2006

(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:** U67190MH1994PTC079160

Name of the Registrar and Transfer Agent: ADROIT CORPORATE SERVICES PVT LTD

Registered office address of the Registrar and Transfer Agents

18-20, JAFERBHOY INDUSTRIAL ESTATE, MAKWANA ROAD

MAROL NAKA, ANDHERI (E), Mumbai, Mumbai City, Maharashtra 400059

(vii) Financial year from date 01/04/2021 (DD/MM/YYYY) to date 31/03/2022 (DD/MM/YYYY)

(viii) Whether Annual general meeting (AGM) held:- Yes No

(a) If yes, date of AGM: AGM to be held on 29/06/2022

(b) Due date of AGM: 30/09/2022

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Number of business activities: 1

Sr. 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: 1

Sr. No.	Name of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares Held
1.	HOUSING DEVELOPMENT FINANCE CORPORATION LIMITED	L70100MH1977PLC019916	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	155,000,000	131,798,226	131,798,226	131,798,226
Total amount of equity shares (in Rupees)	1,550,000,000	1,317,982,260	1,317,982,260	1,317,982,260

Number of classes: 1

Class of shares EQUITY	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	155,000,000	131,798,226	131,798,226	131,798,226
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in Rupees)	1,550,000,000	1,317,982,260	1,317,982,260	1,317,982,260

(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			
Equity shares						
At the beginning of the year	0	131,798,226	131,798,226	1,317,982,260	1,317,982,260	
Increase during the year	0		0	0	0	0
i. Public Issues	0		0	0	0	0
ii. Rights Issue	0		0	0	0	0
iii. Bonus Issue	0		0	0	0	0
iv. Private Placement/Preferential allotment	0		0	0	0	0
v. ESOPs	0		0	0	0	0
vi. Sweat equity shares allotted	0		0	0	0	0
vii. Conversion of Preference share	0		0	0	0	0
viii. Conversion of Debentures	0		0	0	0	0
ix. GDRs/ADRs	0		0	0	0	0
x. Others, specify						
Decrease during the year	0		0	0	0	0
i. Buy-back of shares	0		0	0	0	0
ii. Shares forfeited	0		0	0	0	0
iii. Reduction of share capital	0		0	0	0	0
iv. Others, specify						
At the end of the year			131,798,226	1,317,982,260	1,317,982,260	
Preference shares						
At the beginning of the year	0		0	0	0	
Increase during the year	0		0	0	0	0
i. Issue of shares	0		0	0	0	0
ii. Re-issue of forfeited shares	0		0	0	0	0
iii. Others, specify						
Decrease during the year	0		0	0	0	0
i. Redemption of shares	0		0	0	0	
ii. Shares forfeited	0		0	0	0	0
iii. Reduction of share capital	0		0	0	0	0
iv. Others, specify						
At the end of the year	0		0	0	0	

ISIN of the equity shares of the company: INE539K01018

(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 Transfer 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 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 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	<input style="width: 60px; height: 25px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.):	<input style="width: 90px; height: 25px;" type="text"/>
Ledger Folio of Transferor	<input style="width: 580px; height: 25px;" type="text"/>		
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Debentures (Outstanding as at the end of financial year)

Class of debentures	Number of units	Nominal value per unit	Total value
Non-convertible debentures	26,750	1,000,000	26,013,978,940
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			26,013,978,940

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	23,825,529,313	9,188,449,627	7,000,000,000	26,013,978,940
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(iv) 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	2000	500000	1,000,000,000	500000	1,000,000,000
Total	2000		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: 8,235,971,916

(ii) Net worth of the Company: 13,409,487,640

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	131,798,226	100	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	
	Total	131,798,226	100	0	0

Total number of shareholders (promoters): 7

(b) SHARE HOLDING PATTERN - Public/Other than promoters

Sr. 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 FDI/Clearing Members/Trusts/AIF/IEPF	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters): 0

Total number of shareholders (Promoters + Public/ Other than promoters): 7

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	549	658

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	1	x	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	3	0	3	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	3	0	3	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	1	6	1	6	0	0

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

10*

*(counted the position of MD & CEO separately though it is a same person)

(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)
VEDANTHACHARI SRINIVASA RANGAN	00030248	Nominee director	0	
BISWAMOHAN MAHAPATRA	06990345	Director	0	
SUNIL MANUBHAI SHAH	00137105	Director	0	
RAJESH NARAIN GUPTA	00229040	Director	0	
MADHUMITA GANGULI	00676830	Nominee director	0	
SUBODH KAMALAKAR SALUNKE	03053815	Nominee director	1*	
ARIJIT SANYAL	08386684	Managing Director	0	
ARIJIT SANYAL	08386684	CEO	0	
MANJEET BIJLANI	ACEPB0453C	CFO	0	
AKANKSHA KANDOI	ATCPK7386G	Company Secretary	0	

Nominee shareholder of Housing Development Finance Corporation Limited

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

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

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

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

Number of meetings held: 3

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	28/06/2021	7	5	100
Extra Ordinary General Meeting	19/11/2021	7	6	100
Extra Ordinary General Meeting	31/03/2022	7	7	100

B. BOARD MEETINGS

Number of meetings held: 5

Sr. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/04/2021	7	7	100
2	26/07/2021	7	7	100
3	20/10/2021	7	7	100
4	20/01/2022	7	7	100
5	26/03/2022	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held: 25

Sr. 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 Meeting	April 29, 2021	5	5	100%
2	Audit Committee Meeting	July 26, 2021	5	5	100%
3	Audit Committee Meeting	October 20, 2021	5	5	100%
4	Audit Committee Meeting	January 20, 2022	5	5	100%
5	Audit Committee Meeting	March 29, 2022	5	5	100%
6	Corporate Social Responsibility Committee Meeting	July 21, 2021	4	4	100%
7	Corporate Social Responsibility Committee Meeting	October 11, 2021	4	4	100%
8	Risk Management Committee Meeting	April 29, 2021	5	5	100%
9	Risk Management Committee Meeting	July 21, 2021	5	5	100%
10	Risk Management Committee Meeting	October 11, 2021	5	5	100%
11	Risk Management Committee Meeting	January 13, 2022	5	5	100%
12	NRC Committee Meeting	April 29, 2021	3	3	100%
13	NRC Committee Meeting	October 20, 2021	3	3	100%
14	NRC Committee Meeting	March 25, 2022	3	3	100%
15	Allotment Committee Meeting	August 2, 2021	2	2	100%
16	Allotment Committee Meeting	November 25, 2021	2	2	100%
17	Allotment Committee Meeting	February 1, 2022	2	2	100%
18	Allotment Committee Meeting	February 25, 2022	2	2	100%
19	Asset Liability Management Committee Meeting	June 25, 2021	7	7	100%

20	Asset Liability Management Committee Meeting	September 22, 2021	7	7	100%
21	Asset Liability Management Committee Meeting	December 15, 2021	7	7	100%
22	Asset Liability Management Committee Meeting	March 16, 2022	7	7	100%
23	IT Strategy Committee Meeting	May 13, 2021	8	8	100%
24	IT Strategy Committee Meeting	November 10, 2021	8	7	87.5%
25	Stakeholders Relationship Committee	February 25, 2022	3	3	100%

Note:

Independent Directors' Meeting was held on February 25, 2022 without the presence of other Directors & Management

D. ATTENDANCE OF DIRECTORS

Sr. 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	(Y/N/NA) AGM is yet to be held
1.	VEDANTH ACHARI SRINIVASARANGAN	5	5	100	17	17	100	
2.	BISWAMOHAN MAHAPATRA	5	5	100	16	16	100	
3.	SUNIL MANUBHAI SHAH	5	5	100	14	14	100	
4.	RAJESH NARAIN GUPTA	5	5	100	6	6	100	
5.	MADHUMITA GANGULI	5	5	100	8	8	100	
6.	SUBODH KAMALAKAR SALUNKE	5	5	100	19	19	100	
7.	ARIJIT SANYAL	5	5	100	11	11	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: 1

Sr. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Arijit Sanyal	Managing Director & CEO	2,24,16,239			1,96,581	2,26,12,820
	Total		22,416,239			1,96,581	22,612,820

Number of CEO, CFO and Company secretary whose remuneration details to be entered: 2

Sr. No.	Name	Designation	GrossSalary	Commission	Stock Option/Sweat equity	Others	Total Amount
2	Ms Akanksha Kandoi	Company Secretary	49,42,070			1,98,000	51,40,070
3	Mr. Manjeet Bijlani	CFO	1,05,50,703			2,10,000	1,07,60,703
	Total		15,492,773			408,000	15,900,773

Number of other directors whose remuneration details to be entered: 6

Sr. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	V. Srinivasa Rangan	Nominee Director	0	0	0	1,650,000	1,650,000
2	Biswamohan Mahapatra	Director	0	0	0	1,650,000	1,650,000
3	Sunil Shah	Director	0	0	0	1,500,000	1,500,000
4	Rajesh Gupta	Director	0	0	0	900,000	900,000
5	Subodh Salunke	Nominee Director	0	0	0	1,800,000	1,800,000
6	Madhumita Ganguli	Nominee Director	0	0	0	975,000	975,000
	Total		0	0	0	8,475,000	8,475,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year: Yes No

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 underwhich 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

The information will be provided to shareholders as per the provisions of the Companies Act, 2013.

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.

Form MGT-8 will be obtained from a practising company secretary post the AGM.

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.