

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

U65921DL1993PTC283660

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCD8717B

(ii) (a) Name of the company

AYE FINANCE PRIVATE LIMITED

(b) Registered office address

M-5,MAGNUM HOUSE-I,COMMUNITY CENTRE, KARAMPURA NA
NEW DELHI
West Delhi
Delhi
110015

(c) *e-mail ID of the company

corporate@ayefin.com

(d) *Telephone number with STD code

01244844000

(e) Website

www.ayefin.com

(iii) Date of Incorporation

12/08/1993

(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 (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	97.05

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	FOUNDATION FOR ADVANCEMENT	U85300HR2019NPL079587	Subsidiary	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	6,730,000	4,830,520	4,830,520	4,830,520
Total amount of equity shares (in Rupees)	67,300,000	48,305,200	48,305,200	48,305,200

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity share capital				
Number of equity shares	6,730,000	4,830,520	4,830,520	4,830,520

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	67,300,000	48,305,200	48,305,200	48,305,200

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	33,840,000	30,921,692	30,921,692	30,921,692
Total amount of preference shares (in rupees)	385,800,000	356,609,360	356,609,360	356,609,360

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares- Series F				
Number of preference shares	4,740,000	4,739,244	4,739,244	4,739,244
Nominal value per share (in rupees)	20	20	20	20
Total amount of preference shares (in rupees)	94,800,000	94,784,880	94,784,880	94,784,880
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
0.01% Cumulative Compulsory Convertible Preference				
Number of preference shares	29,100,000	26,182,448	26,182,448	26,182,448
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	291,000,000	261,824,480	261,824,480	261,824,480

(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	2,430,594	2,399,906	4830500	48,305,000	48,305,000	
Increase during the year	0	20	20	200	200	12,882.2
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	20	20	200	200	12,882.2
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	0	0	0	0	
<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	0	0	0	0	0	
<input type="text"/>						
At the end of the year	2,430,594	2,399,926	4830520	48,305,200	48,305,200	
Preference shares						
At the beginning of the year	10,098,049	16,084,399	26182448	261,824,480	261,824,480	
Increase during the year	0	4,739,244	4739244	94,784,880	94,784,880	3,005,202.0
i. Issues of shares	0	4,739,244	4739244	94,784,880	94,784,880	3,005,202.0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify	0	0	0	0	0	
<input type="text"/>						
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	0	0	0	0	0	
<input type="text"/>						
At the end of the year	10,098,049	20,823,643	30921692	356,609,360	356,609,360	

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" value="29/09/2023"/>	
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	1,153,609	8862.331	10,223,664,801
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			10,223,664,801

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	8,998,500,000	6,787,000,000	5,561,835,199	10,223,664,801
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
US Denominated Bond	1,150	828900	828,900	953235000	953,235,000
Total	1,150		828,900		953,235,000

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

(i) Turnover

10,402,129,472.02

(ii) Net worth of the Company

11,745,547,704.57

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	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)	0	0	0	0
10.	Others	0	0	0	0
	Total	0	0	0	0

Total number of shareholders (promoters)

0

(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	2,144,456	44.39	0	0
	(ii) Non-resident Indian (NRI)	82,500	1.71	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)	904,249	18.72	27,338,928	88.41
10.	Others (LLPs)	1,699,315	35.18	3,582,764	11.59

	Total	4,830,520	100	30,921,692	100
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Total number of shareholders (other than promoters)

20

**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	0	0
Members (other than promoters)	18	20
Debenture holders	3,559	4,573

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	7	1	7	2.42	0
(i) Non-Independent	1	4	1	4	2.42	0
(ii) Independent	0	3	0	3	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	1	7	1	7	2.42	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)
Dr. Govinda Rajulu Ch	03622371	Director		
Mr. Sanjaya Gupta	02939128	Director		
Ms. Kanika Tandon Bh	06944916	Director		
Mr. Sanjay Sharma	03337545	Managing Director	979,750	
Mr. Kartik Srivatsa	03559152	Director		
Mr. Kaushik Anand Kal	07719742	Director		
Mr. Vivek Kumar Mathu	03581311	Director		
Mr. Navroz Darius Ud	08355220	Director		
Ms. Tripti Pandey	BCMPP4940D	Company Secretar		24/05/2024

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

8

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. Mayank Shyam	ACWPT2839A	CFO	24/05/2023	Cessation
Mr. Krishan Gopal	AJJPG4614Q	CFO	07/07/2023	Appointment
Mr. Navin Kumar Ma	00419921	Director	02/09/2023	Cessation
Mr. Vinay Baijal	07516339	Director	02/09/2023	Cessation
Ms. Arpita Pal Agrav	08588528	Director	02/09/2023	Cessation
Mr. Sanjaya Gupta	02939128	Director	01/09/2023	Appointment
Dr. Govinda Rajulu C	03622371	Director	01/09/2023	Appointment
Ms. Kanika Tandon I	06944916	Director	01/09/2023	Appointment

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
EGM	01/09/2023	18	12	59.34
AGM	29/09/2023	18	12	80.22
EGM	17/11/2023	18	12	
EGM	12/12/2023	18	12	
EGM	12/01/2024	18	13	

B. BOARD MEETINGS

*Number of meetings held

11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	19/04/2023	8	7	87.5
2	23/05/2023	8	7	87.5
3	07/07/2023	8	6	75
4	10/08/2023	8	6	75
5	04/09/2023	8	7	87.5
6	25/09/2023	8	4	50
7	09/11/2023	8	6	75
8	08/12/2023	8	4	50
9	05/01/2024	8	7	87.5
10	12/02/2024	8	6	75
11	27/03/2024	8	6	75

C. COMMITTEE MEETINGS

Number of meetings held

29

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

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	23/05/2023	3	3	100
2	Audit Committee	13/06/2023	3	3	100
3	Audit Committee	10/08/2023	3	3	100
4	Audit Committee	28/08/2023	3	3	100
5	Audit Committee	04/09/2023	3	3	100
6	Audit Committee	09/11/2023	3	3	100
7	Audit Committee	12/02/2024	3	3	100
8	Audit Committee	27/03/2024	3	3	100
9	Nomination and Remuneration	04/04/2023	4	3	75
10	Nomination and Remuneration	22/05/2023	4	3	75

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	
		(Y/N/NA)						
1	Dr. Govinda R	7	6	85.71	8	7	87.5	
2	Mr. Sanjaya G	7	5	71.43	10	9	90	
3	Ms. Kanika Ta	7	7	100	3	3	100	
4	Mr. Sanjay Sh	11	11	100	22	22	100	
5	Mr. Kartik Sriv	11	8	72.73	8	5	62.5	
6	Mr. Kaushik A	11	9	81.82	7	7	100	
7	Mr. Vivek Kumr	11	6	54.55	6	6	100	
8	Mr. Navroz Da	11	4	36.36	4	0	0	

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Sanjay Sharma	Managing Director	27,707,534	0	0	7,494,808	35,202,342
	Total		27,707,534	0	0	7,494,808	35,202,342

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	Mr. Krishan Gopal	CFO	9,047,362	0		1,620,000	10,667,362
2	Mr. Mayank Shyam	CFO	1,279,595	0		0	1,279,595
3	Ms. Tripti Pandey	Company Secretary	1,636,016	0	0	1,406,976	3,042,992
	Total		11,962,973	0	0	3,026,976	14,989,949

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Govinda Rajulu	Independent Director	0	0	0	725,000	725,000
2	Mr. Sanjaya Gupta	Independent Director	0	0	0	665,000	665,000
3	Ms. Kanika Tandon	Independent Director	0	0	0	595,000	595,000
4	Mr. Navin Kumar Mahajan	Independent Director	0	0	0	490,000	490,000
5	Mr. Vinay Baijal	Independent Director	0	0	0	420,000	420,000
6	Ms. Arpita Pal Agrawal	Independent Director	0	0	0	315,000	315,000
	Total		0	0	0	3,210,000	3,210,000

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

Neeraj Arora

Whether associate or fellow

Associate Fellow

Certificate of practice number

16186

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. ...

15A

dated

24/05/2024

(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

List of attachments

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