

FORM NO. MGT-7

[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]

**Annual Return**

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

U74899DL1995GOI074649

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACF0937E

(ii) (a) Name of the company

IFCI Factors Limited

(b) Registered office address

10th Floor, IFCI Tower,
61, Nehru Place
New Delhi
Delhi
INDIA

(c) *email-ID of the company

samlr@ifcifactors.com

(d) *Telephone number with STD code

01146412840

(e) Website

www.ifcifactors.com

(iii) Date of Incorporation

14/12/1995

(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 13 PANNALAL SILKMILLS COMPOUND L B S MARG]
BHANDUP (W)

(vii) *Financial year From (DD/MM/YYYY) To (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	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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held
1	IFCI LIMITED	L74899DL1993GOI053677	Holding	99.84

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	200,000,000	79,357,700	79,357,700	79,357,700
Total amount of equity shares (in rupees)	2,000,000,000	793,577,000	793,577,000	793,577,000

Number of classes

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	200,000,000	79,357,700	79,357,700	79,357,700
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,000,000,000	793,577,000	793,577,000	793,577,000

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	100,000,000	75,038,000	75,038,000	75,038,000
Total amount of preference shares (in rupees)	1,000,000,000	750,380,000	750,380,000	750,380,000

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	100,000,000	75,038,000	75,038,000	75,038,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1,000,000,000	750,380,000	750,380,000	750,380,000

(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
Equity shares				
At the beginning of the year	79,357,700	793,577,000	793,577,000	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	
ii. Rights issue	0	0	0	
iii. Bonus issue	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	
v. ESOPs	0	0	0	

vi. Sweat equity shares allotted	0	0	0	
vii. Conversion of Preference share	0	0	0	
viii. Conversion of Debentures	0	0	0	
ix. GDRs/ADRs	0	0	0	
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	
iv. Others, specify				
At the end of the year	79,357,700	793,577,000	793,577,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	75,038,000	750,380,000	750,380,000	0
i. Issues of shares	75,038,000	750,380,000	750,380,000	
ii. Re-issue of forfeited shares	0	0	0	
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	
iv. Others, specify				
At the end of the year	75,038,000	750,380,000	750,380,000	

(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 Previous AGM			
Date of Registration of Transfer			
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					
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) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	2,500	500NCD(FVRs.5lakh each)	2,250,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			4,089,354,441
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			1,821,780,325
Deposit			0
Total	2,500		8,161,134,766

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	2,250,000,000	0	0	2,250,000,000
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

1,052,009,967

(ii) Net worth of the Company

1,382,615,603

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	8	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	79,154,692	99.74	75,000,000	99.95
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	79,154,700	99.74	75,000,000	99.95

Total number of shareholders (promoters)

9

(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	113,000	0.14	38,000	0.05

	(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)	90,000	0.11	0	0
10.	Others	0	0	0	0
	Total	203,000	0.26	38,000	0.05

Total number of shareholders (other than promoters)

21

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

30

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	9	9
Members (other than promoters)	21	21
Debenture holders	73	75

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	5	1	7	0	0
(i) Non-Independent	1	2	1	2	0	0
(ii) Independent	0	3	0	5	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks and 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	5	1	7	0	0

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

10

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any)
Malay Mukherjee	02272425	Director	0	
Sudhir Garg	06777363	Director	0	
Bikash Kanti Roy	02171876	Managing Director	0	10/08/2015
Vinod Kumar Gupta	03491240	Director	0	
Shrawan Nigam	01942618	Director	0	
Ajoy Kumar Deb	02691119	Director	0	
Rajib Sekhar Sahoo	02708503	Director	0	
Bandana Mukhopadhyay	07114150	Additional director	0	

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any)
Ankur Agarwal	ADZPA7078A	Company Secretar	0	16/07/2015
Lalit Bansal	AQOPK7393N	CFO	0	

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

5

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)
Rajib Sekhar Sahoo	02708503	Director	10/09/2014	Appointment
Bandana Mukhopadhyay	07114150	Additional director	12/03/2015	Appointment
Rajiv Lochan Jha	AEPPJ6969J	Company Secretar	19/09/2014	Ceasation
Ankur Agarwal	ADZPA7078A	Company Secretar	02/03/2015	Appointment
Lalit Bansal	AQOPK7393N	CFO	18/07/2014	Appointment

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

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

Number of meetings held

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members who attended the meeting	% of total shareholding of attended members
Annual General Meeting	10/09/2014	30	7	99.74
Extra-Ordinary General Meeting	12/03/2015	30	6	99.74

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	as %age of total directors
1	15/04/2014	6	6	100
2	18/07/2014	6	5	83.33
3	13/08/2014	7	5	71.43
4	16/09/2014	7	6	85.71

S. No.	Date of meeting	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	as %age of total directors
5	05/11/2014	7	7	100
6	23/01/2015	7	5	71.43
7	16/02/2015	7	5	71.43
8	12/03/2015	8	5	62.5
9	31/03/2015	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

16

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	as %age of total members
1	Audit Committee	15/04/2014	4	4	100
2	Audit Committee	18/07/2014	4	3	75
3	Audit Committee	05/11/2014	4	4	100
4	Audit Committee	23/01/2015	4	3	75
5	Nomination & Remuneration	07/05/2014	3	2	66.67
6	Nomination & Remuneration	10/07/2014	3	2	66.67
7	Nomination & Remuneration	31/07/2014	3	2	66.67
8	Nomination & Remuneration	12/09/2014	3	3	100
9	Nomination & Remuneration	16/09/2014	3	2	66.67
10	Nomination & Remuneration	15/01/2015	3	2	66.67

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	08/09/2015
								(Y/N/NA)
1	Malay Mukher	9	9	100	0	0	0	Yes
2	Sudhir Garg	9	9	100	16	16	100	Yes
3	Bikash Kanti F	9	9	100	2	2	100	Not Applicable
4	Vinod Kumar C	9	7	77.78	13	10	76.92	No
5	Shrawan Niga	9	5	55.56	14	7	50	Yes
6	Ajoy Kumar D	9	8	88.89	10	8	80	Yes
7	Rajib Sekhar S	6	3	50	2	1	50	No
8	Bandana Mukl	2	2	100	0	0	0	Yes

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	Bikash Kanti Roy	Managing Direct	3,473,061	0	0	10,801	3,483,862
	Total		3,473,061	0	0	10,801	0

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	Rajiv Lochan Jha	Company Secre	656,298	0	0	0	656,298
2	Lalit Bansal	CFO	1,225,105	0	0	0	1,225,105
3	Ankur Agarwal	Company Secre	84,443	0	0	0	84,443
	Total		1,965,846	0	0	0	0

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
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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

Arun Kumar Gupta

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

8003

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 applicable 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

SATBIR
SINGH

DIN of the director

06887978

To be digitally signed by

SAMIR
RAHEJA

☒ Company Secretary

☐ Company Secretary in Practice

Membership number

15970

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

Attach

Attach

Attach

Attach

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.

Committee Meetings

Point no. IX (C)

S.No	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Attendance	Number of members as % of total members
1	Nomination & Remuneration Committee	26-Feb-2015	4	4	0
2	Nomination & Remuneration Committee	4-Mar-2015	4	2	0
3	Nomination & Remuneration Committee	12-Mar-2015	4	3	0
4	Nomination & Remuneration Committee	30-Mar-2015	4	3	0
5	Corporate Social Responsibility Committee	31-Jul-2014	3	3	0
6	Corporate Social Responsibility Committee	4-Dec-2014	3	3	0

For IFCI Factors Limited

Samir Raheja

Sr.AVP & Company Secretary

Membership No: A15970

10th Floor, IFCI Tower, 61 Nehru Place, New

Delhi 110019

आई एफ सी और फ़ैक्टर्स लिमिटेड

दफ़्तर नं. 61, नेहरु प्लेस, नई दिल्ली - 110 019

हस्ताक्षर : +91-11-4173 2000, फ़ैक्स : +91-11-4652 1436

वेबसाइट : www.ifcifactors.com

सीआईएन : U74899DL1995GO1074649

(A Subsidiary of IFCI Ltd.)

CIN : U74899DL1995GO1074649

Website: www.ifcifactors.com

Tel.: +91-11-4173 2000, Fax: +91-11-4652 1436

10th Floor, IFCI Tower, 61, Nehru Place, New Delhi - 110019, INDIA

IFCI Factors Limited

LIST OF EQUITY SHAREHOLDERS AS ON MARCH 31, 2015						
S.N.	Ledger Folio of Shares	Shareholder's Name	Father's/Husband's Name	Type of Shares	No. of shares held	Total Amount
1	4	Mr. Vinod Chopra	Late Sh. A. R. Chopra	Equity	1000	1000
2	5	Mrs. Neena Dhawan	Mr. Vinod Dhawan	Equity	100	1000
3	6	Mr. Vinod Kumar Dhawan	Late Sh. R. L. Dhawan	Equity	100	1000
4	14	Mr. Navneet Chibber	Sh. R. K. Chibber	Equity	500	5000
5	22	Mr. Lokesh Goyal	Late Sh. R. K. Goyal	Equity	1000	10000
6	23	Mr. Amit Vadhwa	Sh. Tarun Vadhwa	Equity	5000	50000
7	29	Mr. Sanjay Prasad	Sh. Raj Kishore Prasad	Equity	1000	10000
8	34	Mr. A.K. Mehta	Late Sh. A.R. Mehta	Equity	5000	50000
9	38	Mr. Sushant Chhabra	Sh. V. K. Chhabra	Equity	10000	100000
10	39	Mr. Jagdish Kapoor	Late Sh. Hem Raj Kapoor	Equity	1000	10000
11	40	Mrs. Reema Ajmera	Mr. Ravinder Ajmera	Equity	1000	10000
12	42	Mr. Balkrishna Jaggi	Sh. Mela Ram Jaggi	Equity	5000	50000
13	51	Mr. Sanjay Kumar	Late Sh. R. L. Verma	Equity	5000	50000
14	56	Mr. Vijay Roop Chand	Sh. Bhagwandas Roop Chand	Equity	10000	100000
15	60	Mr. Brij Kapoor	Late Sh. SatPrakash Kapoor	Equity	33000	330000
16	62	Mr. Rishi Talwar	Sh. Rajiv Talwar	Equity	5000	50000
17	63	Puri Constructions Pvt Ltd.	N.A.	Equity	900000	900000
18	66	Mr. Daljit Singh	Mr. Singh	Equity	10000	100000
19	67	Mrs. Deep Kaur	Mr. Daljit Singh	Equity	10000	100000
20	68	Mr. GP Singh	Mr. Singh	Equity	10000	100000
21	70	IFCI Limited	N.A.	Equity	79154692	791546920
22	71	Moran Puri	Late Mr. A.K. Puri	Equity	200	2000
23	74	Sh. Avinash Kumar	Late Sh. Omkar Nath	Equity	1	10

For IFCI FACTORS LIMITED

Company Secretary

आई एफ सी आई फैक्टर्स लिमिटेड

दसवा तल, आई एफ सी आई टावर, 61, नेहरू प्लेस, नई दिल्ली - 110 019

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वेबसाइट : www.ifcifactors.com

सीआईएन : U74899DL1995GOI074649

IFCI Factors Limited

10th Floor, IFCI Tower, 61, Nehru Place, New Delhi - 110019, INDIA

Tel.: +91-11-4173 2000, Fax: +91-11-4652 1436

Website: www.ifcifactors.com

CIN : U74899DL1995GOI074649

(A Subsidiary of IFCI Ltd.)

24	83	Sh. Suravjeet Kaur	Late Sh. Amir Chand	Equity	1	10	IFCI Tower, 61 Nehru Place, New Delhi - 110019
25	76	Sh. Surender Kumar Vats	Late Sh. Jagan Niwas	Equity	1	10	IFCI Tower, 61 Nehru Place, New Delhi - 110019
26	77	Sh. Branchi Narayan Nayak	Late Sh. R M Nayak	Equity	1	10	IFCI Tower, 61 Nehru Place, New Delhi - 110019
27	82	Sh. Sudhir Kumar Bhatia	Sh Vikram Sharma	Equity	1	10	IFCI Tower, 61 Nehru Place, New Delhi - 110019
28	79	Sh. Gopal Singh	Late Sh. Sudama Ram Thakur	Equity	1	10	IFCI Tower, 61 Nehru Place, New Delhi - 110019
29	80	Sh. V Satya Venkata Rao	Sh. Venkata Ramakrishnarao Vasantharao	Equity	1	10	IFCI Tower, 61 Nehru Place, New Delhi - 110019
30	81	Sh. Satpal Arora	Sh. N D Arora	Equity	1	10	IFCI Tower, 61 Nehru Place, New Delhi - 110019
		Total			79357700	793577000	

For IFCI Factors Limited


 Samir Raheja
 Sr. AVP & Company Secretary
 10th Floor, IFCI Tower, 61
 Nehru Place, New Delhi 110019

LIST OF PREFERENCE SHAREHOLDERS AS ON MARCH 31, 2015

S.No.	Ledger Folio of Shares	Shareholder's Name	Father's/Husband's Name	Type of Shares	No. of shares held	Total Amount	Address
1	1	IFCI Limited	N.A.	Preference Shares	75000000	750000000	IFCI Tower, 61 Nehru Place, New Delhi-110019
2	2	Mr. Sanjay Kumar	Late Sh. R. L. Verma	Preference Shares	5000	50000	D-6/H, DDA Rockview Apartments, Munirka, New Delhi-110067
3	3	Mr. Brij Kapoor	Late Sh. SatPrakash Kapoor	Preference Shares	33000	330000	Aralias 408 DLF Golf Course, Phase - 5, Gurgaon, Haryana - 122009
		Total			75038000	750380000	

For IFCI Factors Limited, Ltd.
Membership No. 155970

Samir Raheja

Sr. VP & Company

Secretary

10th Floor, IFCI Tower,

61 Nehru Place, New

Delhi 110019

आई एफ सी आई फैक्टर्स लिमिटेड

प्लॉट नं. 61, नेहरू प्लेस, नई दिल्ली - 110 019

दूरभाष : +91-11-4173 2000, फैक्स : +91-11-4652 1436

वेबसाइट : www.ifcifactors.com

सीआईएन : U74899DL1995GOI074649

IFCI Factors Limited

10th Floor, IFCI Tower, 61, Nehru Place, New Delhi - 110019, INDIA

Tel.: +91-11-4173 2000, Fax: +91-11-4652 1436

Website: www.ifcifactors.com

CIN : U74899DL1995GOI074649

(A Subsidiary of IFCI Ltd.)



List of Debentureholders as on March 31, 2015

Sl. No.	Client/Debentureholder Name	Address	City	Pin	No. of Debentures
1	IFCI LIMITED	61, NEHRU PLACE, NEW DELHI	NEW DELHI	110019	500.00
2	THE INSTITUTE OF COST AND WORKS ACCOUNTANTS OF INDIA EMPLOYEES PROVIDENT FUND	12, SUPER STREET, KOLKATA	KOLKATA	700017	1.00
3	ARTCL AND ECONS PENSION TRUST	8TH FLOOR, NARAYAN BHAWAN, KEMFONGDA ROAD, BANGALORE	BANGALORE	560009	10.00
4	APTEL AND SOKOS GRATUITY TRUST	8TH FLOOR, NARAYAN BHAWAN, KEMFONGDA ROAD, BANGALORE	BANGALORE	560009	10.00
5	BILLI SOCIETY OF INDIA EMPLOYEES PROVIDENT FUND	205 RAJNATH GANESH ROAD, BANGALORE	BANGALORE	560009	2.00
6	SESA MINING CORPORATION LIMITED EMPLOYEES PROVIDENT FUND	34 EDC COMPLEX, PATTO, PANAJI, GOA	PANAJI, GOA	403001	6.00
7	SESA RESOURCES LIMITED EMPLOYEES PROVIDENT FUND	20 EDC COMPLEX, PATTO, PANAJI, GOA	PANAJI, GOA	403001	2.00
8	INT. (INDIA) LTD. MARINE SUPERVISORS AND HEAD OFFICERS ASSOCIATION FUND	34 B. SOMASHEKHAR WILLS ROAD, CONNASTARE, PANAJI, GOA	PANAJI, GOA	403001	3.00
9	INDIA GRUITY TRUST	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
10	INSURANCE INSTITUTE OF INDIA EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
11	INDIAN OIL CORPORATION LIMITED ASSOCIATE DIVISION EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
12	MARATHI BANK LIMITED EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
13	Q. HATHI SUGAR LTD. EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
14	NAVODAYA VIDYALAYA SAMITI CONTRIBUTORY PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
15	SESA GROUP EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
16	THE MATHS-UPRA EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
17	TRUSTEES IFCO LIMITED PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
18	SPINEX PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
19	RTNL EMPLOYEES PROVIDENT FUND TRUST	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
20	FOOD CORPORATION OF INDIA LTD. EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
21	CHENNAI PETROLEUM CORPORATION LTD. EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
22	JAVA HIND INDUSTRIES LTD. PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
23	A. V. S. T. C. EMPLOYEES PROVIDENT FUND TRUST	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
24	MAA COMMUNICATIONS LTD. EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
25	PHARMA ELECTRONICS LIMITED PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
26	HOTEL GOLD HILLS CO. LTD. EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
27	RTNL - GRATUITY TRUST	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
28	A. P. S. T. C. EMPLOYEES PROVIDENT FUND TRUST	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
29	MAHAT ELECTRONICS LIMITED PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
30	HINDUSTAN STEEL LTD. CENTRAL PURCHASE ORGANISATION SALES AND TRANSPORT EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
31	THE HATHI (PUNJAB) LTD. EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
32	THE HATHI (PUNJAB) LTD. EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
33	ASH K. L. AND SONS EXECUTIVES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
34	JOHN POWER (INDIA) LTD. EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
35	CAF CONTRIBUTORY PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
36	DELHI PUBLIC SCHOOL STAFF PROVIDENT FUND TRUST	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00
37	SWAMP AND TANNAR ASSOCIATES EMPLOYEES PROVIDENT FUND	6TH FLOOR, MAHARAJA JODHAPUR, BHAVAN, AUTO POND TELEPHONE EXCHANGE BLDG, FORT, MUMBAI	MUMBAI	400001	1.00

आई एफ सी आई फॅक्टर्स लिमिटेड

दसवा ताल, आई एफ सी आई टावर, 61, नेहरू प्लेस, नई दिल्ली - 110 019
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IFCI Factors Limited

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(A Subsidiary of IFCI Ltd.)

Arun Gupta & Associates

Company Secretaries

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 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 M/s. IFCI Factors Limited ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on 31st March, 2015. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, 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 complied with the 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 within the prescribed time;
 4. Calling/Convening/holding meetings of Board of Directors or its Committees Meetings and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 5. The Company was not required to close its Register of Members during the financial year;

Office: 59, Ground Floor, Street No. 3, Madan Park, East Punjabi Bagh, New Delhi - 110026

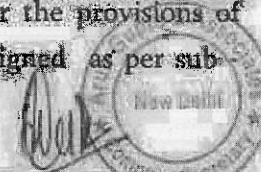
Contact: +91-9818845037, +91-9650001537, +91-11-28316719

E-mail: aruncs.gupta@gmail.com, arungupta.associates@gmail.com

Arun Gupta & Associates

Company Secretaries

6. The company has not made any advances/loans, to its directors or persons or firms or companies referred in Section 185 of the Companies Act, 2013;
7. The company has not entered into any material contract/arrangement with related parties as specified in section 188 of the Act;
8. During the year the Company has:
 - a) issued and allotted 75,038,000 9% Compulsorily Convertible Cumulative Preference Shares of Rs. 10/- each fully paid up on Right basis;
 - b) Not made any transfer/ transmission;
 - c) Neither redeemed any preference shares or debentures nor bought back its securities;
 - d) Altered the Share Capital of the Company w.r.t. Increase in Authorized Capital of Equity from Rs.150 Crore to Rs.200 Crore and Preference shares of Rs.100 Crore;
 - e) Not made conversion of shares;
 - f) Issued security certificates in all instances.
9. There are no transaction 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. The Company has neither declared nor paid any dividend to its shareholders as per the provisions of the Companies Act, 2013 so the provisions regarding transfer of unpaid/ unclaimed dividend to the Investor Education and Protection Fund as per section 125 of the Act (Corresponding provisions of Section 205 C of Companies Act, 1956) are not applicable to the Company;
11. The audited financial statement have been signed as per the provisions of section 134 of the Act and report of directors has been signed as per sub-sections (3), (4) and (5) thereof;



Arun Gupta & Associates

Company Secretaries

12. The Company has complied with the provisions regarding constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. The company has reappointed its auditors as per the provisions of section 139 of the Act;
14. The Company was not required to obtain approvals 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/renewed/repaid any public deposits;
16. The Company has not borrowed any funds from its directors, members, except public financial institutions and banks and has created/ modified/ satisfied charges in that respect wherever applicable;
17. The Company has made loans, investments, given guarantees and provided securities to other bodies corporate or persons falling under the provision of section 186 of the Act.
18. The Company has altered the provisions of the Memorandum of Association of the Company w.r.t the Increase in Authorized Share Capital of the Company;

Place: Delhi

Date: 17/11/2015

For Arun Gupta & Associates




Arun Kumar Gupta
Company Secretary
Proprietor

C. P. No. : 8003

Membership No.: A21227

