

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

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
110019

(c) *e-mail ID of the company

samir@ifcifactors.com

(d) *Telephone number with STD code

01146412800

(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	Union 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 date 01/04/2015 (DD/MM/YYYY) To date 31/03/2016 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 15/09/2016

(b) Due date of AGM 30/09/2016

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

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 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	IFCI LIMITED	L74899DL1993GOI053677	Holding	99.89

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

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10/- each				
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	200,000,000	175,081,160	175,081,160	175,081,160
Total amount of preference shares (in rupees)	2,000,000,000	1,750,811,600	1,750,811,600	1,750,811,600

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Share of Rs. 10/- each				
Number of preference shares	200,000,000	175,081,160	175,081,160	175,081,160
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	2,000,000,000	1,750,811,600	1,750,811,600	1,750,811,600

(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	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	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	75,038,000	750,380,000	750,380,000	
Increase during the year	100,043,160	1,000,431,600	1,000,431,600	0
i. Issues of shares	100,043,160	1,000,431,600	1,000,431,600	
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	175,081,160	1,750,811,600	1,750,811,600	

(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 style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name

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

(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	500,000	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			4,235,101,369
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			1,325,747,935
Deposit			0
Total			7,810,849,304

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

904,136,928

(ii) Net worth of the Company

1,946,313,258

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	0.00001008	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	99.74418613	175,000,000	99.95364436
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	175,000,000	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	0.14239324	81,160	0.04635564
	(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	0.11341054	0	0
10.	Others	0	0	0	0
	Total	203,000	0.26	81,160	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, Promoters, Members (other than promoters), 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	75	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	7	1	7	0	0
(i) Non-Independent	1	2	1	2	0	0
(ii) Independent	0	5	0	5	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	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 share(s) held	Date of cessation (after closure of financial year : If any)
Malay Mukherjee	02272425	Director	0	
Sudhir Garg	06777363	Director	0	
Satbir Singh	06887978	Managing Director	0	
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	Director	0	
Samir Raheja	AHTPR4884M	Company Secretary	0	
Manish Jain	AFCPJ3826J	CFO	0	

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

6

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Ankur Agarwal	ADZPA7078A	Company Secretary	16/07/2015	Cessation
Samir Raheja	AHTPR4884M	Company Secretary	17/07/2015	Appointment
Bikash Kanti Roy	02171876	Managing Director	10/08/2015	Cessation
Satbir Singh	06887978	Managing Director	10/08/2015	Appointment
Lalit Bansal	AQOPK7393N	CFO	29/01/2016	Cessation
Manish Jain	AFCPJ3826J	CFO	05/02/2016	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

1

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	08/09/2015	30	6	99.74

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/04/2015	8	7	87.5
2	30/07/2015	8	6	75
3	12/08/2015	8	6	75
4	08/09/2015	8	6	75
5	23/10/2015	8	7	87.5
6	05/02/2016	8	6	75

C. COMMITTEE MEETINGS

Number of meetings held

27

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	30/04/2015	5	4	80
2	Audit Committee	30/07/2015	5	3	60
3	Audit Committee	23/10/2015	5	4	80
4	Audit Committee	05/02/2016	5	4	80
5	Nomination & Remuneration	23/04/2015	4	3	75
6	Nomination & Remuneration	17/07/2015	4	3	75
7	Nomination & Remuneration	06/08/2015	4	3	75
8	Nomination & Remuneration	05/02/2016	4	4	100
9	Corporate Social Responsibility	05/02/2016	3	3	100
10	Risk Management	23/04/2015	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	15/09/2016
								(Y/N/NA)
1	Malay Mukherjee	6	6	100	4	0	0	Yes
2	Sudhir Garg	6	5	83.33333333	26	26	100	Yes
3	Satbir Singh	4	4	100	12	12	100	Yes
4	Vinod Kumar	6	2	33.33333333	22	12	54.54545455	Yes
5	Shrawan Nigam	6	5	83.33333333	26	16	61.53846154	Yes
6	Ajoy Kumar Das	6	6	100	27	23	85.18518519	Yes
7	Rajib Sekhar Saha	6	2	33.33333333	4	2	50	No
8	Bandana Mukherjee	6	6	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Bikash Kanti Roy	Managing Director	1,088,123	0	0	0	1,088,123
2	Satbir Singh	Managing Director	1,870,193	0	0	0	1,870,193
	Total		2,958,316	0	0	0	2,958,316

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	Ankur Agarwal	Company Secretary	275,091	0	0	0	275,091
2	Samir Raheja	Company Secretary	634,118	0	0	0	634,118
3	Lalit Bansal	CFO	1,202,267	0	0	0	1,202,267
4	Manish Jain	CFO	253,844	0	0	0	253,844
	Total		2,365,320	0	0	0	2,365,320

Number of other directors whose remuneration details to be entered

0

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

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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

--	--	--	--	--	--

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

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

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

☒ Yes ☐ No

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

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

Name POONAM AHUJA

Whether associate or fellow ☐ Associate ☒ Fellow

Certificate of practice number 6586

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. ... 1.11 dated 18/07/2014

(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:

- 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.
- 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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

List of shareholders & Debenture holders a
MGT-8.pdf
IX. C. Committe Meetings.pdf

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

Auto-approved By

DS Ministry of
Corporate
Affairs - (Govt
of India) 14

Committee Meetings					
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
11	Committee of Directors	23/04/2015	5	4	80
12	Committee of Directors	19/05/2015	5	3	60
13	Committee of Directors	17/07/2015	5	4	80
14	Committee of Directors	06/08/2015	5	4	80
15	Committee of Directors	21/08/2015	5	3	60
16	Committee of Directors	16/09/2015	5	4	80
17	Committee of Directors	24/09/2015	5	4	80
18	Committee of Directors	29/09/2015	5	3	60
19	Committee of Directors	01/10/2015	5	3	60
20	Committee of Directors	23/10/2015	5	4	80
21	Committee of Directors	04/12/2015	5	4	80
22	Committee of Directors	02/03/2016	5	5	100
23	Committee of Directors	23/03/2016	5	4	80
24	Recovery Committee	30/04/2015	5	3	60
25	Recovery Committee	30/07/2015	5	4	80
26	Recovery Committee	23/10/2015	5	4	80
27	Recovery Committee	05/02/2016	5	4	80

FOR IFCI FACTORS LIMITED

SAMIR RAHEJA

M.NO. F15970

ADD- IFCI Tower, 10th Floor

61 Nehru Place, New Delhi-19

LIST OF SHARE HOLDERS AS ON MARCH 31, 2016					
First Name	Middle Name	Last Name	Folio Numl DP ID-Client Id Account Number	Number of Shares Held	Class of Shares
Vinod		Chopra	4		100 Equity share
Neena		Dhawan	5		100 Equity share
Vinod Kumar		Dhawan	6		100 Equity share
Navneet		Chibber	14		500 Equity share
Lokesh		Goyal	22		1000 Equity share
Amit		Vaithera	23		5000 Equity share
Sanjay		Prasad	29		1000 Equity share
A K		Mehta	34		5000 Equity share
Sushant		Chabra	38		10000 Equity share
Jagdish		Kapoor	39		1000 Equity share
Reema		Ajmera	40		1000 Equity share
BalKrishna		Jaggi	42		1000 Equity share
Sanjay		Kumar	IN302679 - 30526953		5000 Equity share
Vijay Roop		Chand	56		5000 Equity share
Brij		Kapoor	IN300214 - 15194385		10000 Equity share
Rishi		Talwar	62		33000 Equity share
Puri Constructions Pvt Ltd			63		5000 Equity share
Daljit		Singh	66		90000 Equity share
Deep		Kaur	67		10000 Equity share
GP		Singh	68		10000 Equity share
IFCI Limited			IN300812 - 10491269		10000 Equity share
Mohan		Puri	71		79154692 Equity share
Avinash		Kumar	IN301364 - 10187707		200 Equity share
Saravjeet		Kaur	IN301364 - 10162285		1 Equity share
Surinder Kumar		Vats	IN300450-13964969		1 Equity share
B N		Nayak	IN300450 - 11728203		1 Equity share
Sudhir Kumar		Bhadia	IN301364 - 10187284		1 Equity share
Gopal		Singh	IN301364 - 10021143		1 Equity share
Vasantharao	Saty	Venkatarao	IN301364 - 10090566		1 Equity share
Satpal		Arora	IN301364-10025792		1 Equity share
IFCI Limited			IN300812 - 10491269		1 Equity share
Sanjay		Kumar	IN302679 - 30526953		175000000 Preference share
Brij		Kapoor	IN300214 - 15194385		5,000 Preference share
Mohan		Puri			75,900 Preference share
			3		260 Preference share

FOR IFCI FACTORS LIMITED


 SAMIR RAHEJA
 M.NO. A15970
 ADD- IFCI Tower, 10th Floor
 61 Nehru Place, New Delhi-19

LIST OF DEBENTURE HOLDERS AS ON MARCH 31, 2016

ACCOUNTANTS OF INDIA	EMPLOYEES PROVIDENT FUND		
THE INSTITUTE OF COST AND WORKS	INE494M09015	1	1000000
KPTCL AND ESCOM'S PENSION TRUST	INE494M09015	10	10000000
KPTCL AND ESCOM'S GRATUITY TRUST	INE494M09015	10	10000000
BIBLE SOCIETY OF INDIA EMPLOYEES PROVIDENT FUND	INE494M09015	2	2000000
SESA MINING CORPORATION LIMITED EMPLOYEES PROVIDENT FUND	INE494M09015	6	6000000
SESA RESOURCES LIMITED EMPLOYEES PROVIDENT FUND	INE494M09015	7	7000000
NTC TN AND P LTD MANAGERS	INE494M09015	3	3000000
MTNL GRATUITY TRUST	INE494M09015	40	40000000
INSURANCE INSTITUTE OF INDIA EMPLOYEES PROVIDENT FUND	INE494M09015	3	3000000
INDIAN OIL CORPORATION LIMITED	INE494M09015	25	25000000
NAGARIK SAHAKARI BANK LTD EMPLOYEES P FUND	INE494M09015	5	5000000
CHHATTISGARH STATE ELECTRICITY	INE494M09015	30	30000000
NAVODAYA VIDYALAYA SAMITI	INE494M09015	30	30000000
SESA GROUP EMPLOYEES PROVIDENT FUND	INE494M09015	11	11000000
THE MATHRUBHUMI EMPLOYEES PROVIDENT FUND	INE494M09015	4	4000000
TRUSTEES IFICO LIMITED PROVIDENT FUND	INE494M09023	3	3000000
SPWCL PROVIDENT FUND	INE494M09023	15	15000000
MTNL EMPLOYEES PROVIDENT FUND TRUST	INE494M09031	100	100000000
FOOD CORPORATION OF INDIA CPF TRUST	INE494M09031	70	70000000
CHENNAI PETROLEUM CORPORATION LTD EMPLOYEES PROVIDENT FUND	INE494M09049	54	54000000
JAYA HIND INDUSTRIES LTD PROVIDENT FUND	INE494M09049	5	5000000
A P S R T C EMPLOYEES PROVIDENT FUND TRUST	INE494M09049	100	100000000
MAA COMMUNICATIONS LTD EPF TRUST	INE494M09049	1	1000000
BHARAT ELECTRONICS LIMITED PROVIDENT FUND	INE494M09049	54	54000000
HUTTI GOLD MINES CO LTD EMPLOYEES PROVIDENT FUND	INE494M09056	20	20000000
MTNL GRATUITY TRUST	INE494M09056	200	200000000
A P S R T C EMPLOYEES PROVIDENT FUND TRUST	INE494M09056	100	100000000
BHARAT ELECTRONICS LIMITED PROVIDENT FUND	INE494M09056	50	50000000

HINDUSTAN STEEL LTD CENTRAL PURCHASE ORGANISATION SALES AND TRANSPORT CALCUTTA PROVIDENT FUND	EMPLOYEES PROVIDENT FUND	INE494M09056	30	30000000
THE KIMIL PIGMENT UNIT		INE494M09056	7	7000000
THE MATHURBHUMI EMPLOYEES PROVIDENT FUND		INE494M09056	4	4000000
ROTARY EDUCATION FOUNDATION	R I DISTRICT	INE494M09072	2	2000000
ASHOK LEYLAND SENIOR EXECUTIVES PROVIDENT FUND		INE494M09072	20	20000000
JOHN FOWLER INDIA LTD	EMPLOYEES PROVIDENT FUND	INE494M09072	1	1000000
DLF CONTRIBUTORY PROVIDENT FUND		INE494M09072	6	6000000
DELHI PUBLIC SCHOOL STAFF PROVIDENT FUND TRUST		INE494M09072	15	15000000
SHARP AND TANNAN ASSOCIATES EMPLOYEES PROVIDENT FUND		INE494M09072	1	1000000
PREMIER AUTO ELECTRIC LIMITED EMPLOYEES PROVIDENT FUND		INE494M09072	1	1000000
SWAN SILK LTD EMPLOYEES PROVIDENT FUND TRUST		INE494M09072	5	5000000
TRUSTEES OF MULLA AND MULLA AND CRAIGIE BLUNTAND CAROES EMPLOYEES PROVIDENT FUND		INE494M09072	2	2000000
CHENNAI PETROLEUM CORPORATION LTD EMPLOYEES PROVIDENT FUND		INE494M09072	81	81000000
GIIC LTD EPF TRUST		INE494M09072	2	2000000
BOARD OF TRUSTEES MECON EMPLOYEES PROVIDENT FUND		INE494M09072	50	50000000
PUNJAB STATE WAREHOUSING CORPORATION EMPLOYEE PROVIDENT FUND		INE494M09072	10	10000000
HINDUSTAN PAPER CORPORATION LIMITED EMPLOYEES CONTRIBUTORY PROVIDENT FUND	STAFF PROVIDENT FUND TRUST	INE494M09072	10	10000000
FOURSS ENGINEERING INDIA LTD		INE494M09072	3	3000000
MTNL EMPLOYEES PROVIDENT FUND TRUST		INE494M09072	150	150000000
A P S R T C EMPLOYEES PROVIDENT FUND TRUST	EMPL PROV FUND	INE494M09072	100	100000000
THE MUNICIPAL COOP BANK		INE494M09072	7	7000000
BHARATIYA VIDYA BHAVAN STAFF CONTRIBUTORY PROVIDENT FUND		INE494M09072	5	5000000
PATEL ENGINEERING CO LTD	PROVIDENT FUND	INE494M09072	10	10000000
ROCHE PRODUCTS INDIA PVT LTD	EMPLOYEES PROVIDENT FUND	INE494M09072	6	6000000
KERALA AGRO MACHINERY	CORPORATION EMPLOYEES CPF	INE494M09072	4	4000000
UTTAM VALUE STEELS LIMITED EMPLOYEES PROVIDENT FUND TRUST		INE494M09072	7	7000000



ALSTOM T AND D INDIA LIMITED GANNON DUNKERLEY AND CO LTD PROVIDENT FUND	EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	19	190000000
		INE494M09072	4	4000000
		INE494M09072	40	400000000
BHARAT ELECTRONICS LIMITED PROVIDENT FUND THE WILLINGDON SPORTS CLUB STAFF PROVIDENT FUND		INE494M09072	2	2000000
ELPRO INTERNATIONAL PROVIDENT FUND PENSION AND PROVIDENT FUND OF CENTURY TEXTILES AND INDUSTRIES LTD		INE494M09072	1	1000000
		INE494M09072	10	100000000
INDIAN ADDITIVES EMPLOYEES PROVIDENT FUND		INE494M09072	4	4000000
INDIAN POTASH LIMITED STAFF PROVIDENT FUND TRUSTEES PROVIDENT FUND OF THE EMPLOYEES OF THE UGAR SUGAR WORKS LTD		INE494M09072	1	1000000
		INE494M09072	4	4000000
SWAN SILK EMPLOYEES GRATUITY FUND TRUST CONSULTING ENGINEERING SERVICES TRUSTEES SGS INDIA PVT LTD STAFF PROVIDENT FUND	INDIA PVT LTD STAFF PROVIDENT FUND	INE494M09072	1	1000000
		INE494M09072	7	7000000
		INE494M09072	12	120000000
ESCORTS HEART INSTITUTE AND RESEARCH CENTRE EMPLOYEES PROVIDENT FUND TRUST L AND T KANSRAHAL L AND T KANSRAHAL	STAFF PROVIDENT FUND PROVIDENT FUND	INE494M09072	5	5000000
		INE494M09072	2	2000000
		INE494M09072	4	4000000
J N PETIT PARS ORPHANAGE PROVIDENT FUND APEPDCL PENSION AND GRATUITY TRUST NIMB REHABILITATION AND WELFARE TRUST FOR SEAMEN	OFFICERS AND SUPERVISORY STAFF AND WORKMEN	INE494M09072	3	3000000
		INE494M09072	300	3000000000
THE STAFF PROV FUND OF THE MAH STATE CO OP MARKETING FEDERATION LIMITED THE GRATUITY FUND IFCI LIMITED	OF THE MAHARASHTRA STATE COOP MKT FED LTD	INE494M09072	70	700000000
		INE494M09072	12	120000000
		INE494M09072	1	1000000
		INE494M09072	500	2500000000

For IFCI FACTORS LIMITED

Samir
SAMIR RAHEJA
M.NO. A15970
IFCI Tower, 10th Floor,
61 Nehru Place, New Delhi-19

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, 1956 as well as Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2016. 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 provisions of the Act & Rules made there under in respect of:

1. Its status under the Act;
2. Maintenance of registers/records & making entries therein within the time prescribed thereof;
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, wherever applicable;
4. Calling/ convening/ holding meetings of Board of Directors 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;

For, POONAM AHUJA & ASSOCIATES

Prop.

5. The Company was not required to close its Registers of Members and Debenture Holders during the financial year;
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. Contracts/arrangements with related parties as specified in section 188 of the Act;
8. During the Financial Year the Company has
 - a. issued 10,00,43,160 10% Compulsory 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 brought back its securities;
 - d. Altered the Share Capital of the Company w.r.t. Increase in Authorised Preference Share Capital of Rs. 100 cr;
 - e. Not made conversion of shares;
 - f. Issued security certificates in all instance.
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 has been signed as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
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 wherever applicable;
13. The Company has appointed 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;

For POONAM AHUJA & ASSOCIATES

Prop.

17. The provision of section 186 of the Act is not applicable as the Company is Non Banking Financial Company registered with RBI;

18. During the financial year the Company has not altered the provisions of the Memorandum and/ or Articles of Association of the Company;

**FOR POONAM AHUJA & ASSOCIATES
COMPANY SECRETARIES**

For POONAM AHUJA & ASSOCIATES

POONAM AHUJA Prop.
PROPRIETOR
FCS NO. 4705
CP NO. 6586

DATE: 16th November, 2016
PLACE: New Delhi

