

# 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

manidevsadh@ifcifactors.com

(d) \*Telephone number with STD code

01146412805

(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-101, 1st Floor, 247 Park,  
Lal Bahadur Shastri Marg, Vikhroli (West)

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

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	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	ICI LIMITED	L74899DL1993GOI053677	Holding	99.88

## 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	199,400,860	199,400,860	199,400,860
Total amount of equity shares (in Rupees)	2,000,000,000	1,994,008,600	1,994,008,600	1,994,008,600

Number of classes

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	199,400,860	199,400,860	199,400,860
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,000,000,000	1,994,008,600	1,994,008,600	1,994,008,600

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	200,000,000	75,038,000	75,038,000	75,038,000
Total amount of preference shares (in rupees)	2,000,000,000	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
Preference Share of Rs. 10/- each				
Number of preference shares	200,000,000	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)	2,000,000,000	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
<b>Equity shares</b>				
At the beginning of the year	79,357,700	793,577,000	793,577,000	
Increase during the year	120,043,160	1,200,431,600	1,200,431,600	0
i. Public Issues	0	0	0	
ii. Rights issue	0	0	0	
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	
v. ESOPs	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	100,043,160	1,000,431,600	1,000,431,600	
viii. Conversion of Debentures	20,000,000	200,000,000	200,000,000	
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
<b>Decrease during the year</b>	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				
<b>At the end of the year</b>	199,400,860	1,994,008,600	1,994,008,600	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	175,081,160	1,750,811,600	1,750,811,600	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	100,043,160	1,000,431,600	1,000,431,600	0
i. Redemption of shares	0	0	0	
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
Conversion of Preference Shares into Equity Shares	100,043,160	1,000,431,600	1,000,431,600	
<b>At the end of the year</b>	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 the previous annual general meeting		24/09/2018	
Date of registration of transfer (Date Month Year)		12/10/2018	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		IN301364-10187707	
Transferor's Name	Kumar		Avinash
	Surname	middle name	first name
Ledger Folio of Transferee		IN300450-11284147	
Transferee's Name	Kaur		Kulvinder
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		13/12/2018	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		IN300450-11728203	
Transferor's Name	Nayak		BN
	Surname	middle name	first name
Ledger Folio of Transferee		IN302679-33098375	
Transferee's Name			Prasoon
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		20/12/2018	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		IN301364-10021143	
Transferor's Name	Singh		Gopal
	Surname	middle name	first name
Ledger Folio of Transferee		13041400-07053442	
Transferee's Name	Mantri		Jhummi
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		01/03/2019	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		IN301364-10187284	
Transferor's Name	Bhatia	Kumar	Sudhir
	Surname	middle name	first name
Ledger Folio of Transferee		13041400-07053442	
Transferee's Name	Bhardwaj		Indu
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		04/10/2018	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	10,000	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		66	
Transferor's Name	Singh		Daljit
	Surname	middle name	first name
Ledger Folio of Transferee		IN300708-10656671	
Transferee's Name			IEPF Authority MCA
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		04/10/2018	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	500	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		14	
Transferor's Name	Chibber		Navneet
	Surname	middle name	first name
Ledger Folio of Transferee		IN300708-10656671	
Transferee's Name			IEPF Authority MCA
	Surname	middle name	first name

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		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	1,581	1000000	1,581,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	100	500000	50,000,000
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			1,886,955,484
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			75,747,923
Deposit			0
<b>Total</b>			<b>3,593,703,407</b>

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	1,831,000,000	0	250,000,000	1,581,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	250,000,000	200,000,000	50,000,000

(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

472,886,973

(ii) Net worth of the Company

1,321,792,156

VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		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	199,154,692	99.88	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
	<b>Total</b>	<b>199,154,700</b>	<b>99.88</b>	<b>75,000,000</b>	<b>99.95</b>

**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	145,660	0.07	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	0.05	0	0
10.	Others Investor Education and Pro	10,500	0.01	0	0
	<b>Total</b>	<b>246,160</b>	<b>0.13</b>	<b>38,000</b>	<b>0.05</b>

Total number of shareholders (other than promoters)

20

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

29

**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	20
Debenture holders	54	54

**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

<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	1	4	1	5	0	0
(i) Non-Independent	1	4	1	5	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	<b>1</b>	<b>4</b>	<b>1</b>	<b>5</b>	<b>0</b>	<b>0</b>

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

**(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)
EMANDI SANKARA RA	05184747	Nominee director	0	
SACHIKANTA MISHRA	02755068	Nominee director	0	
ARVIND KUMAR JAIN	07911109	Director	0	
PADMANABHAN RAJA	06711526	Director	0	
MADHUSHREE NANDA	08127682	Director	0	
BIKASH KANTI ROY	02171876	Managing Director	0	
MANISH JAIN	AFCPJ3826J	CFO	0	
MANI DEV SADH	BSSPS2217Q	Company Secretar	0	

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

7

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
SAMIK DASGUPTA	02763211	Managing Director	02/04/2018	Cessation
BIKASH KANTI ROY	02171876	Managing Director	02/04/2018	Appointment
MADHUSHREE NANDA	08127682	Additional director	11/05/2018	Appointment
MANI DEV SADH	BSSPS2217Q	Company Secretar	03/07/2018	Appointment
PADMANABHAN RAJA	06711526	Director	24/09/2018	Change in Designation
ARVIND KUMAR JAIN	07911109	Director	24/09/2018	Change in Designation
MADHUSHREE NANDA	08127682	Director	24/09/2018	Change in Designation

#### 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

2

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	24/09/2018	30	6	99.89
Extra-Ordinary General Meeting	06/03/2019	30	9	99.89

##### B. BOARD MEETINGS

\*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/04/2018	5	5	100
2	11/05/2018	6	5	83.33
3	03/07/2018	6	6	100
4	24/08/2018	6	6	100
5	29/09/2018	6	4	66.67

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
6	29/11/2018	6	5	83.33
7	04/02/2019	6	3	50
8	06/03/2019	6	6	100
9	28/03/2019	6	6	100

#### C. COMMITTEE MEETINGS

Number of meetings held

31

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	11/05/2018	3	2	66.67
2	Audit Committee	03/07/2018	3	3	100
3	Audit Committee	24/08/2018	3	3	100
4	Audit Committee	29/11/2018	3	2	66.67
5	Audit Committee	04/02/2019	3	2	66.67
6	Nomination and Remuneration	10/05/2018	3	2	66.67
7	Nomination and Remuneration	03/07/2018	3	3	100
8	Nomination and Remuneration	24/08/2018	3	3	100
9	Nomination and Remuneration	29/11/2018	3	2	66.67
10	Nomination and Remuneration	04/02/2019	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	24/09/2019
								(Y/N/NA)
1	EMANDI SAN	9	9	100	0	0	0	Yes
2	SACHIKANTA	9	7	77.78	30	21	70	Yes

3	ARVIND KUM	9	9	100	20	20	100	Yes
4	PADMANABH	9	6	66.67	19	11	57.89	Yes
5	MADHUSHRE	8	6	75	11	11	100	Yes
6	BIKASH KANT	9	9	100	21	21	100	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	Director	4,098,836				4,098,836
	Total		4,098,836	0		0	4,098,836

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Manish Jain	CFO	1,630,175				1,630,175
2	Mani Dev Sadh	Company Secre	0			466,667	466,667
	Total		1,630,175			466,667	2,096,842

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

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.  
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 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

Digitally signed by  
BIKASH KANTI ROY  
Date: 2018.12.18  
16:41:25 +0530

DIN of the director

02171876

To be digitally signed by

Digitally signed by  
MANI DEV SADH  
Date: 2018.12.18  
16:42:45 +0530

- Company Secretary  
 Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach  
Attach  
Attach  
Attach

**List of attachments**

List of Shareholders and Debentureholders  
MGT-8 IFCI FACTORS LIMITED.pdf  
List of Committee Meetings of Directors.pd

Remove attachment

Modify

Check Form

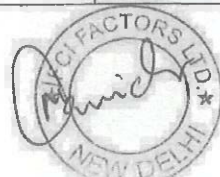
Prescrutiny

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**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**



IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS					
C. COMMITTEE MEETINGS					
Sr. No.	Type of Meeting	Date of Meeting	Total Number of Members as on date of meeting	Attendance	
				Number of Members Attended	% of Attendance
11	Corporate Social Responsibility Committee	06/03/2019	3	3	100
12	Committee of Directors	24/04/2018	3	3	100
13	Committee of Directors	10/05/2018	3	2	66.67
14	Committee of Directors	22/06/2018	4	3	75
15	Committee of Directors	03/07/2018	4	3	75
16	Committee of Directors	10/07/2018	4	4	100
17	Committee of Directors	18/07/2018	4	4	100
18	Committee of Directors	29/11/2018	4	3	75
19	Committee of Directors	04/02/2019	4	3	75
20	Committee of Directors	06/03/2019	4	4	100
21	Committee of Directors	28/03/2019	4	4	100
22	Recovery Committee	10/05/2018	3	2	66.67
23	Recovery Committee	24/08/2018	3	3	100
24	Recovery Committee	29/11/2018	3	2	66.67
25	Recovery Committee	04/02/2019	3	2	66.67
26	Risk Management And Asset Liability Management Committee	24/08/2018	3	3	100
27	Risk Management And Asset Liability Management Committee	29/11/2018	3	2	66.67
28	Risk Management And Asset Liability Management Committee	04/02/2019	3	2	66.67



29	Risk Management Committee	10/05/2018	3	2	66.67
30	Risk Management Committee	03/07/2018	3	3	100
31	Asset Liability Management Committee	10/05/2018	3	3	100

For IFCI Factors Limited



Mam Dev Sarda  
Company Secretary

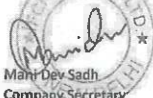
M.No. 37200

Add: 10<sup>th</sup> Floor, IFCI Tower,  
61, Nehru Place,  
New Delhi-110019

**LIST OF SHARE HOLDERS OF IFCI FACTORS LTD AS ON March 31, 2019**

First Name	Middle Name	Last Name	Folio Number	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
Lokesh		Goyal		22	1000	Equity share
Amit		Vadhera		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	5000	Equity share
Sanjay		Kumar		IN302679 - 30526953	5000	Equity share
Vijay Roop		Chand		56	10000	Equity share
Brij	Mohan	Kapoor		IN300214 - 15194385	75000	Equity share
Rishi		Taiwar		62	5000	Equity share
Puri Constructions Pvt Ltd				63	90000	Equity share
IEPF Authority				IN300708-10656671	10500	Equity share
Deep		Kaur		67	10000	Equity share
GP		Singh		68	10000	Equity share
IFCI Limited				IN300812 - 10491269	199154652	Equity share
Mohan		Puri		71	460	Equity share
Kulvinder		Kaur		IN300450 - 11284147	1	Equity share
Saravjeet		Kaur		IN301364 - 10162285	1	Equity share
Pooja		Tiku		IN300450-14570578	1	Equity share
Prasoon				IN302679 - 33098375	1	Equity share
Indu		Bhardwaj		13041400-07053442	1	Equity share
Jhummi		Mantri		13041400-07053442	1	Equity share
Vasantharao	Saty	Venkatarao		IN301364 - 10090566	1	Equity share
Dharam	Pal	Rauhilla		IN300450-11711852	1	Equity share
IFCI Limited				IN300812 - 10491269	75000000	Preference share
Sanjay		Kumar		IN302679 - 30526953	5000	Preference share
Brij	Mohan	Kapoor		IN300214 - 15194385	33000	Preference share

For IFCI Factors Limited



Manj Dev Sadh

Company Secretary

Mem No. - A37200

Add-IFCI Tower, 10th Floor

61, Nehru Place, New Delhi-19

**List of Debenture holder as on March 31, 2019**

First Name	Middle Name	Last Name	Reference Number	Number of debenture	Total amount of debentures
IFCI LIMITED			INE494M08017	100.00	50000000
MTNL EMPLOYEES PROVIDENT FUND TRUST			INE494M09031	100.00	100000000
FOOD CORPORATION OF INDIA CPF TRUST			INE494M09031	70.00	70000000
HUTTI GOLD MINES CO LTD EMPLOYEES PROVIDENT FUND			INE494M09056	20.00	20000000
MTNL - GRATUITY TRUST			INE494M09056	200.00	200000000
A P S R T C EMPLOYEES PROVIDENT FUND TRUST			INE494M09056	100.00	100000000
BHARAT ELECTRONICS LIMITED PROVIDENT FUND			INE494M09056	50.00	50000000
HINDUSTAN STEEL LTD CENTRAL PURCHASE ORGANISATION SALES AND TRANSPORT CALCUTTA PROVIDENT FUND			INE494M09056	30.00	30000000
THE KIMML (PIGMENT UNIT) EMPLOYEES PROVIDENT FUND			INE494M09056	7.00	7000000
THE MATHRUBHUMI EMPLOYEES PROVIDENT FUND			INE494M09056	4.00	4000000
Rotary Education Foundation R I District 3010			INE494M09072	2.00	2000000
ASHOK LEYLAND SENIOR EXECUTIVES PROVIDENT FUND			INE494M09072	20.00	20000000
JNANAMANDAL LIMITED EMPLOYEES PROVIDENT FUND TRUST			INE494M09072	1.00	1000000
STONE INDIA WORKERS PROVIDENT FUND			INE494M09072	1.00	1000000
CHENNAI PETROLEUM CORPORATION LTD EMPLOYEES PROVIDENT FUND			INE494M09072	81.00	81000000
GIIC LTD EPF TRUST			INE494M09072	2.00	2000000
TELECOMMUNICATION CONSULTANTS INDIA LIMITED EMPLOYEES PROVIDENT FUND TRUST			INE494M09072	4.00	4000000
JACOBS H AND G LTD EMPLOYEES GRATUITY FUND			INE494M09072	4.00	4000000
HUMPHREYS AND GLASGOW DIRECTORS SUPERANNUATION FUND			INE494M09072	3.00	3000000
ESI LIMITED STAFF PROVIDENT FUND			INE494M09072	2.00	2000000
BOARD OF TRUSTEES MECON EMPLOYEES PROVIDENT FUND			INE494M09072	50.00	50000000
PUNJAB STATE WAREHOUSING CORPORATION EMPLOYEE PROVIDENT FUND			INE494M09072	10.00	10000000
HINDUSTAN PAPER CORPORATION LIMITED EMPLOYEES CONTRIBUTORY PROVIDENT FUND			INE494M09072	10.00	10000000

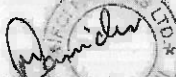


FOURESS ENGINEERING (INDIA) LTD STAFF PROVIDENT FUND TRUST	INE494M09072	3.00	3000000
MTNL EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	150.00	150000000
A P S R T C EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	100.00	100000000
THE MUNICIPAL CO-OP BANK EMPL PROV FUND	INE494M09072	7.00	7000000
ST JAMES SCHOOL EMPLOYEES PROVIDENT FUND	INE494M09072	2.00	2000000
BHARATIYA VIDYA BHAVAN STAFF CONTRIBUTORY PROVIDENT FUND	INE494M09072	5.00	5000000
PATEL ENGINEERING CO. LTD. PROVIDENT FUND	INE494M09072	10.00	10000000
KERALA AGRO MACHINERY CORPORATION EMPLOYEES' CPF	INE494M09072	4.00	4000000
UTTAM VALUE STEELS LIMITED EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	7.00	7000000
ALSTOM T&D INDIA LIMITED EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	19.00	19000000
GANNON DUNKERLEY AND CO LTD PROVIDENT FUND	INE494M09072	4.00	4000000
BHARAT ELECTRONICS LIMITED PROVIDENT FUND	INE494M09072	40.00	40000000
THE WILLINGDON SPORTS CLUB STAFF PROVIDENT FUND	INE494M09072	2.00	2000000
ELPRO INTERNATIONAL PROVIDENT FUND	INE494M09072	1.00	1000000
PENSION AND PROVIDENT FUND OF CENTURY TEXTILES AND INDUSTRIES LTD	INE494M09072	10.00	10000000
INDIAN ADDITIVES EMPLOYEES PROVIDENT FUND	INE494M09072	4.00	4000000
INDIAN POTASH LIMITED STAFF PROVIDENT FUND	INE494M09072	1.00	1000000
TRUSTEES PROVIDENT FUND OF THE EMPLOYEES OF THE UGAR SUGAR WORKS LTD	INE494M09072	4.00	4000000
SWAN SILK EMPLOYEES GRATUITY FUND TRUST	INE494M09072	1.00	1000000
SGS INDIA PVT LTD STAFF PROVIDENT FUND	INE494M09072	12.00	12000000
ESCORTS HEART INSTITUTE AND RESEARCH CENTRE EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	5.00	5000000
L AND T (KANSBAHAL) OFFICERS AND SUPERVISORY STAFF PROVIDENT FUND	INE494M09072	2.00	2000000
L AND T (KANSBAHAL) STAFF AND WORKMEN PROVIDENT FUND	INE494M09072	4.00	4000000
J N PETIT PARSII ORPHANAGE PROVIDENT FUND	INE494M09072	3.00	3000000
APEPDCL PENSION AND GRATUITY TRUST	INE494M09072	300.00	300000000
NMB REHABILITATION AND WELFARE TRUST FOR SEAMEN	INE494M09072	70.00	70000000
SURUCHI FOODS PRIVATE LIMITED	INE494M09072	2.00	2000000



Rajiv Singhi	INE494M09072	2.00	2000000
FRANK ROSS LTD EMPLOYEES' PROVIDENT FUND	INE494M09072	1.00	1000000
JOHN FOWLER (INDIA) LTD EMPLOYEES PROVIDENT FUND	INE494M09072	1.00	1000000
DLF CONTRIBUTORY PROVIDENT FUND	INE494M09072	6.00	6000000
DELHI PUBLIC SCHOOL STAFF PROVIDENT FUND TRUST	INE494M09072	15.00	15000000
THE STAFF PROV FUND OF THE MAH STATE CO OP MARKETING FEDERATION LIMITED	INE494M09072	12.00	12000000
THE GRATUITY FUND OF THE MAHARASHTRA STATE CO-OP MKT FED LTD	INE494M09072	1.00	1000000

For IFCI Factors Limited



Mani Dev Sadh

Company Secretary

Memb No.- A37200

Add-IFCI Tower, 10th Floor

61, Nehru Place, New Delhi-19



# Surya 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

I have examined the registers, records and books and papers of **IFCI FACTORS LIMITED** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31<sup>st</sup> March 2019. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to us by the company, its officers and agents, I 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 therefore;
3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, within the prescribed time. During the period under review the Company was not required to file any forms and returns with the Regional Director, Central Government, the Tribunal, Court or other authorities;
4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return and the Company is not required to form any Committee of the Board during the FY 18-19 and in the respective 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. closure of Register of Members / Security holders, as the case may be.
6. During the FY 18-19 the Company has not given advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. contracts/arrangements with related parties as specified in section 188 of the Act;
8. During the Financial year ended March 31, 2019 the Company has not increased the authorized share capital, whereas the Company has allotted 10,00,43,160 Equity Shares of Rs. 10 each pursuant to conversion of 10,00,43,160 (10% Cumulative Compulsorily Preference Shares) issued on right basis which were due for conversion. Secondly The company has allotted



Chamber No.11, Basement, Saraswati Bhawan, 1/4, Lalita Park, Laxmi Nagar, Delhi-110092

Mob.: +91 97118 48828, 011-4328 2052

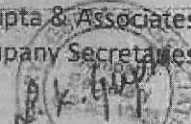
E-mail : [cssuryagupta@gmail.com](mailto:cssuryagupta@gmail.com) / [csskgupta@gmail.com](mailto:csskgupta@gmail.com)

2,00,00,000 Equity Shares of Rs. 10 each pursuant to conversion of 400 OCD (0% Unsecured optionally Convertible Debentures) of Rs. 5,00,000.

Henceforth the company has issued security certificates in all instances.

9. The Company during the period under review has not abeyance any rights to dividend, rights shares and bonus shares pending registration of transfer of shares;
10. The Company has not declared any payment of dividend and during the year Rs. 15,820/- was due to be credited to the Investor Education and protection Fund and has been duly credited within the stipulated time limit under Companies Act 2013;
11. The Company has the signed copy of audited financial statement for the FY 18-19 as per the provisions of section 134 of the Act and report of directors as per sub - sections (3) and (5) thereof;
12. The Company has duly constituted its Board of Directors except non-appointment of Independent Directors due to pending approval from Ministry of Finance and the Company has duly received disclosures of the Directors, Key Managerial Personnel during the period under review;
13. In the Financial year 18-19 the Company has not appointed/ reappointed/ filled any casual vacancies of auditors as per the provisions of section 139 of the Act;
14. During the year under review no such specific approvals were required to be taken 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 deposits during the period under review;
16. In the FY 18-19 the Company has not received any borrowings from its directors, members but the borrowing has been received from banks.
17. During the period under review the Company has given loans and investments or guarantees given or provide any securities to other bodies corporate or persons falling under the provisions of section 186 of the Act (The Company being NBFC falls under exempted category under section 186(11) of the Act);
18. During the period under review the Company has not alter its provisions of Memorandum of Association and Articles of Association of the Company.

For Surya Gupta & Associates  
Company Secretaries

  
Suryakant Gupta  
C.P. No-10828

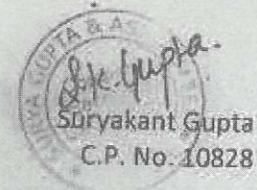
Place: New Delhi

Date: 27.09.2019

Our above certificate of even date is subject to following:-

1. Maintenance of secretarial records is the responsibility of the management of the company.
2. We have followed the secretarial practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records for issuance of above certificate. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, we have obtained the management representation about the compliance laws, rules and regulation and happening of events.
5. Certificate in form MGT-8 is neither an assurance as to future viability of the company not of the efficacy and effectiveness with which the management has conducted the affairs of the company.

For Surya Gupta & Associates.  
Company Secretaries



Place: New Delhi

Date: 27.09.2019

