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]

सत्यमेव जयते

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 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM 25/09/2020

(b) Due date of AGM 30/09/2020

(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	99.9

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	300,000,000	279,438,860	279,438,860	279,438,860
Total amount of equity shares (in Rupees)	3,000,000,000	2,794,388,600	2,794,388,600	2,794,388,600

Number of classes 1

Class of Shares Equity Shares of Rs.10 /-each	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	300,000,000	279,438,860	279,438,860	279,438,860
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,000,000,000	2,794,388,600	2,794,388,600	2,794,388,600

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	200,000,000	0	0	0
Total amount of preference shares (in rupees)	2,000,000,000	0	0	0

Number of classes: 1

Class of shares Preference Shares of Rs. 10/- each	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	200,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	2,000,000,000	0	0	0

(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	199,400,860	1,994,008,600	1,994,008,600	
Increase during the year	80,038,000	800,380,000	800,380,000	0
i. Pubic Issues	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	75,038,000	750,380,000	750,380,000	
viii. Conversion of Debentures	5,000,000	50,000,000	50,000,000	
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	279,438,860	2,794,388,600	2,794,388,600	
Preference shares				
At the beginning of the year	75,038,000	750,380,000	750,380,000	
Increase during the year	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				
Decrease during the year	75,038,000	750,380,000	750,380,000	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 Conversion of Preference Shares into Equity Shares	75,038,000	750,380,000	750,380,000	
At the end of the year	0	0	0	

(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	24/09/2019

Date of registration of transfer (Date Month Year)	27/02/2020		
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	INE300450-11711852		
Transferor's Name	Rauhilla	Pal	Dharam
	Surname	middle name	first name
Ledger Folio of Transferee	IN301330-21645004		
Transferee's Name	Sharma	Kumar	Abhay
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	03/12/2019		
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	IN302679-33098375		
Transferor's Name			Prasoon
	Surname	middle name	first name
Ledger Folio of Transferee	IN301549-56562684		
Transferee's Name	Singla		Ashutosh
	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	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			894,130,648
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			2,475,130,648

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	1,581,000,000	0	0	1,581,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	50,000,000	0	50,000,000	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 381,847,331

(ii) Net worth of the Company 1,261,978,687

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	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	279,154,692	99.9	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	279,154,700	99.9	0	0

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	183,660	0.07	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	10,500	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	90,000	0.03	0	
10.	Others	0	0	0	
	Total	284,160	0.1	0	0

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)	20	20
Debenture holders	57	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

A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	5	1	4	0	0
(i) Non-Independent	1	5	1	4	0	0
(ii) Independent	0	0	0	0	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	5	1	4	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 7

(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	17/08/2020
SACHIKANTA MISHRA	02755068	Nominee director	0	
ARVIND KUMAR JAIN	07911109	Director	0	25/09/2020
MADHUSHREE NAND/	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 1

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)
PADMANABHAN RAJA	06711526	Director	30/01/2020	Cessation

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

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

Number of meetings held: 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	24/09/2019	29	9	99.9
Extra-Ordinary General Mee	25/07/2019	29	8	99.9

B. BOARD MEETINGS

*Number of meetings held: 5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	15/04/2019	6	5	83.33
2	11/06/2019	6	5	83.33
3	06/08/2019	6	5	83.33
4	05/11/2019	6	6	100
5	05/02/2020	5	4	80

C. COMMITTEE MEETINGS

Number of meetings held: 26

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 Committ	15/04/2019	3	3	100
2	Audit Committ	11/06/2019	3	2	66.67
3	Audit Committ	06/08/2019	3	3	100
4	Audit Committ	05/11/2019	3	3	100
5	Audit Committ	05/02/2020	3	3	100

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
6	Nomination an	11/06/2019	3	3	100
7	Nomination an	06/08/2019	3	3	100
8	Nomination an	05/11/2019	3	3	100
9	Corporate Soc	11/06/2019	3	2	66.67
10	Corporate Soc	05/02/2020	3	3	100

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	25/09/2020 (Y/N/NA)
1	EMANDI SAN	5	3	60	0	0	0	Not Applicable
2	SACHIKANTA	5	5	100	25	23	92	Yes
3	ARVIND KUM	5	5	100	24	24	100	No
4	MADHUSHRE	5	5	100	15	13	86.67	Yes
5	BIKASH KAN	5	5	100	18	18	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	4,237,091				4,237,091
	Total		4,237,091	0			4,237,091

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	2,071,567				2,071,567

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Mani Dev Sadh	Company Secre	739,000				739,000
	Total		2,810,567			0	2,810,567

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	SURYA KANT GUPTA
Whether associate or fellow	◯ Associate ◉ Fellow
Certificate of practice number	10828

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 compiled 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: BIKASH KANTI ROY Digitally signed by BIKASH KANTI ROY Date: 2020.12.11 15:42:38 +05'30'

DIN of the director: 02171876

To be digitally signed by MANI DEV SADH Digitally signed by MANI DEV SADH Date: 2020.12.11 16:57:45 +05'30'

◉ Company Secretary

◯ Company secretary in practice

Membership number: 37200

Certificate of practice number:

Attachments

List of 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 Shareholders and Debentureholders
Details of Committee Meetings.pdf
MGT-8_IFCI FACTORS LIMITED.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 DS MINISTRY OF CORPORATE AFFAIRS 1

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	Committee of Directors	11/06/2019	4	4	100
12	Committee of Directors	25/07/2019	4	3	75
13	Committee of Directors	06/08/2019	4	4	100
14	Committee of Directors	01/10/2019	4	3	75
15	Committee of Directors	23/10/2019	4	3	75
16	Committee of Directors	05/11/2019	4	4	100
17	Committee of Directors	10/01/2020	4	3	75
18	Committee of Directors	23/01/2020	4	4	100
19	Committee of Directors	05/02/2020	4	4	100
20	Recovery Committee	11/06/2019	3	3	100
21	Recovery Committee	06/08/2019	3	3	100
22	Recovery Committee	05/11/2019	3	3	100
23	Recovery Committee	04/02/2020	3	3	100
24	Risk Management And Asset Liability Management Committee	11/06/2019	3	3	100
25	Risk Management And Asset Liability Management Committee	06/08/2019	3	3	100
26	Risk Management And Asset Liability Management Committee	04/02/2020	3	3	100

For IFCI Factors Limited

Mani Dev Sadh
Company Secretary
M.No. 37200
Add: 10th Floor, IFCI Tower,
61, Nehru Place,
New Delhi-110019

LIST OF SHARE HOLDERS OF IFCI FACTORS LTD AS ON March 31, 2020

First Name	Midle 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	10000	Equity share
Vijay		Roopchand	56		10000	Equity share
Brij	Mohan	Kapoor		IN300214 - 15194385	108900	Equity share
Rishi		Talwar	62		5000	Equity share
Puri Constructions Pvt Ltd			63		90000	Equity share
IEPF Authority MCA				IN300708-10656671	10500	Equity share
Deep		Kaur	67		10000	Equity share
G	P	Singh	68		10000	Equity share
IFCI Limited				IN300812 - 10491269	279154692	Equity share
Mohan		Puri		IN300685-20003807, IN301330-21595688	460	Equity share
Kulvinder		Kaur		IN300450 -11284147	1	Equity share
Saravjeet		Kaur		IN301364 - 10162285	1	Equity share
Pooja		Singla		IN300450-14570578	1	Equity share
Abhay	Kumar	Sharma		IN301330 - 21645004	1	Equity share

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Indu		Bhardwaj	12020600-01272907	1	Equity share
Jhummi		Mantri	13041400-07053442	1	Equity share
Vasantharao	Saty	Venkatarao	IN301364 - 10090566	1	Equity share
Ashutosh		Singla	IN301549-56562684	1	Equity share

For IFCI Factors Limited

IFCI FACTORS LTD. ★ NEW DELHI ★

Mani Dev Sadh
Company Secretary
Memb No.- A37200
Add-IFCI Tower, 10th Floor
61, Nehru Place,
New Delhi-110019

List of Debenture holder as on March 31, 2020

First Name	Middle Name	Last Name	Reference Number	Number of debentures	Total amount of debentures
MTNL EMPLOYEES PROVIDENT FUND TRUST			INE494M09031	100	100000000
FOOD CORPORATION OF INDIA CPF TRUST			INE494M09031	70	70000000
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			INE494M09056	30	30000000
THE KMML (PIGMENT UNIT) EMPLOYEES PROVIDENT FUND			INE494M09056	7	7000000
THE MATHRUBHUMI EMPLOYEES PROVIDENT FUND			INE494M09056	4	4000000
Rotary Education Foundation R I District 3010			INE494M09072	2	2000000
ASHOK LEYLAND SENIOR EXECUTIVES PROVIDENT FUND			INE494M09072	20	20000000
JNANAMANDAL LIMITED EMPLOYEES PROVIDENT FUND TRUST			INE494M09072	2	2000000
CHENNAI PETROLEUM CORPORATION LTD EMPLOYEES PROVIDENT FUND			INE494M09072	81	81000000
GIIC LTD EPF TRUST			INE494M09072	2	2000000
TELECOMMUNICATION CONSULTANTS INDIA LIMITED EMPLOYEES PROVIDENT FUND TRUST			INE494M09072	4	4000000
JACOBS H AND G LTD EMPLOYEES GRATUITY FUND			INE494M09072	4	4000000
BOARD OF TRUSTEES MECON EMPLOYEES PROVIDENT FUND			INE494M09072	50	50000000
PUNJAB STATE WAREHOUSING CORPORATION EMPLOYEEPROVIDENT FUND			INE494M09072	10	10000000
HINDUSTAN PAPER CORPORATION LIMITED EMPLOYEESCONTRIBUTORY PROVIDENT FUND			INE494M09072	10	10000000
FOURESS ENGINEERING (INDIA) LTD STAFF PROVIDENT FUND TRUST			INE494M09072	3	3000000

IFCI FACTORS LTD. ★ NEW DELHI ★

MTNL EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	150	150000000
A P S R T C EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	100	100000000
THE MUNICIPAL CO-OP BANK EMPL PROV FUND	INE494M09072	7	7000000
ST JAMES SCHOOL EMPLOYEES PROVIDENT FUND	INE494M09072	2	2000000
BHARATIYA VIDYA BHAVAN STAFF CONTRIBUTORY PROVIDENT FUND	INE494M09072	5	5000000
PATEL ENGINEERING CO. LTD. PROVIDENT FUND	INE494M09072	10	10000000
KERALA AGRO MACHINERY CORPORATION EMPLOYEES' CPF	INE494M09072	4	4000000
UTTAM VALUE STEELS LIMITED EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	7	7000000
ALSTOM T&D INDIA LIMITED EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	19	19000000
GANNON DUNKERLEY AND CO LTD PROVIDENT FUND	INE494M09072	4	4000000
BHARAT ELECTRONICS LIMITED PROVIDENT FUND	INE494M09072	40	40000000
THE WILLINGDON SPORTS CLUB STAFF PROVIDEND FUND	INE494M09072	2	2000000
ELPRO INTERNATIONAL PROVIDENT FUND	INE494M09072	1	1000000
PENSION AND PROVIDENT FUND OF CENTURY TEXTILES AND INDUSTRIES LTD	INE494M09072	10	10000000
INDIAN ADDITIVES EMPLOYEES PROVIDENT FUND	INE494M09072	4	4000000
INDIAN POTASH LIMITED STAFF PROVIDENT FUND	INE494M09072	1	1000000
TRUSTEES PROVIDENT FUND OF THE EMPLOYEES OF THE UGAR SUGAR WORKS LTD	INE494M09072	4	4000000
SWAN SILK EMPLOYEES GRATUITY FUND TRUST	INE494M09072	1	1000000
SGS INDIA PVT LTD STAFF PROVIDENT FUND	INE494M09072	12	12000000
ESCORTS HEART INSTITUTE AND RESEARCH CENTRE EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	5	5000000
L AND T (KANSBAHAL) OFFICERS AND SUPERVISORY STAFF PROVIDENT FUND	INE494M09072	2	2000000
L AND T (KANSBAHAL) STAFF AND WORKMEN PROVIDENT FUND	INE494M09072	4	4000000
J N PETIT PARSI ORPHANAGE PROVIDENT FUND	INE494M09072	3	3000000
APEPDCL PENSION AND GRATUITY TRUST	INE494M09072	300	300000000

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NMB REHABILITATION AND WELFARE TRUST FOR SEAMEN		INE494M09072	70	70000000
SURUCHI FOODS PRIVATE LIMITED		INE494M09072	2	2000000
Rajiv	Singhi	INE494M09072	2	2000000
JAIN VISHVA BHARATI UNIVERSITY		INE494M09072	4	4000000
SUNGRO SEEDS PRIVATE LIMITED		INE494M09072	1	1000000
FRANK ROSS LTD EMPLOYEES' PROVIDENT FUND		INE494M09072	2	2000000
DLF CONTRIBUTORY PROVIDENT FUND		INE494M09072	6	6000000
DELHI PUBLIC SCHOOL STAFF PROVIDENT FUND TRUST		INE494M09072	15	15000000
THE STAFF PROV FUND OF THE MAH STATE CO OP MARKETING FEDERATION LIMITED		INE494M09072	12	12000000
THE GRATUITY FUND OF THE MAHARASHTRA STATE CO-OP MKT FED LTD		INE494M09072	1	1000000

For IFCI Factors Limited

IFCI FACTORS LTD. NEW DELHI

Mani Dev Sati
Company Secretary
Memb No.- A37200
Add-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

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 31st March 2020. 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 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 2019-20 the Company has not given any 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- there are no materially significant Related Party Transaction during the period under review;
8. During the financial year ended March 31, 2020, the Company has increased its Authorized Share Capital. The Company has not issued any Preference Shares or debentures during the period under review and respectively not issued any security certificates in all instances. Whereas there were no transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ reduction of share capital during the period under review, except transfer of equity shares.
   Whereas during the year under review the following allotment of equity shares have taken place by way of conversion:
   - Allotment of 50,00,000 Equity Shares of Rs. 10/- each upon conversion of 100 Optionally Convertible Debenture of Rs. 5,00,000/- each into Equity Shares.
   - Allotment of 7,50,38,000 Equity Shares of Rs. 10/- each upon conversion of 9% 7,50,38,000 Compulsory Cumulative Preference Shares of Rs. 10/- each into Equity Shares.
9. The Company during the period under review has not kept in abeyance any rights to dividend, rights shares and bonus shares pending registration of transfer of shares
10. The Company has not declared/ made any payment of dividend and the Company has transferred unpaid dividend amount of Rs. 7,350 to the Investor Education and Protection Fund in accordance with section 125 of the Act during the period under review;
11. The Company has the signed copy of audited financial statement for the FY 2019-20 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 Board of Directors with proper balance of Executive and Non-Executive Directors except Independent Director. The Company has paid remuneration to its Directors and the Company has duly received disclosures of the Directors, during the period under review;
13. In the Financial year 2019-20 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 2019-20, the Company has not received any borrowings from its directors, members, public financial institutions but the borrowing has been received from banks. Whereas modification of charge has taken place during the said financial year;
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act - this clause is not applicable to the Company being a NBFC;

SURYAKANT GUPTA Digitally signed by SURYAKANT GUPTA
Date: 2020.12.11 14:55:11 +05'30'

18. During the period under review the Company has altered the share capital clause of its Memorandum of Association whereas no alteration has been made in Articles of Association of the Company.

For Surya Gupta & Associates
Company Secretaries

SURYAKANT GUPTA

Digitally signed by SURYAKANT GUPTA
Date: 2020.12.11 14:55:29 +05'30'

Suryakant Gupta
C.P. No. 10828
UDIN: F009250B001468290
Peer Review No.: 907/2020

Place: Delhi
Date: 11-12-2020

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

SURYAKANT GUPTA

Digitally signed by SURYAKANT GUPTA
Date: 2020.12.11 14:55:51 +05'30'

Suryakant Gupta
C.P. No. 10828
UDIN: F009250B001468290
Peer Review No.: 907/2020

Place: Delhi
Date: 11-12-2020