

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

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

7th Floor, IFCI Tower,
61, Nehru Place,
New Delhi
South Delhi
Delhi
110028

(c) *e-mail ID of the company

smitkumar@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 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM 21/12/2022

(b) Due date of AGM 30/09/2022

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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension F22604979

Pre-fill

(e) Extended due date of AGM after grant of extension 31/12/2022

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	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10 /- each				
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	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares of Rs. 10/- each				
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	Physical	DEMAT	Total			
At the beginning of the year	154,300	279,284,560	279438860	2,794,388,600	2,794,388,600	

Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights Issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
0						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
0						
At the end of the year	154,300	279,284,560	279,438,860	2,794,388,600	2,794,388,600	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
0						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

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		15/11/2021	
Date of registration of transfer (Date Month Year)		16/12/2021	
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		12044700-08951511	
Transferor's Name	Mantri		Jhummi
	Surname	middle name	first name
Ledger Folio of Transferee		12047200-01812798	
Transferee's Name	Gupta		Nidhi
	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) *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

Particulars	Number of units	Nominal value per unit	Total value
Total			1,581,000,000

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	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

250,339,228

(ii) Net worth of the Company

1,064,419,991

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	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	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 Credited to IEPF	10,500	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	53	79

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	5	0	0
(i) Non-Independent	1	5	1	5	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	1	0	0
(i) Banks & FIs	0	0	0	1	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	6	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 9

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
MANOJ MITTAL	01400076	Nominee director	0	
SUNIL KUMAR BANSA	06922373	Director	0	12/09/2022
SURESH KUMAR JAIN	05103064	Director	0	
ASHOK KUMAR MOTW	00088225	Director	0	
DEEPALI PANT RAJEE	07139051	Director	0	09/11/2022
SACHIKANTA MISHRA	02755068	Director	0	
BIKASH KANTI ROY	02171876	Managing Director	0	12/10/2022
MANISH JAIN	AFCPJ3826J	CFO	0	
SMIT KUMAR	BMYPK3873J	Company Secretar	0	

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

8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
MANOJ MITTAL	01400076	Nominee director	15/06/2021	Appointment
ASHOK KUMAR MOTW	00088225	Additional director	19/08/2021	Appointment
ASHOK KUMAR MOTW	00088225	Director	15/11/2021	Change in designation
DEEPALI PANT RAJEE	07139051	Director	03/08/2021	Appointment
DEEPALI PANT RAJEE	07139051	Director	15/11/2021	Change in designation
BIRANCHI NARAYAN M	00144147	Director	27/07/2021	Cessation
MADHUSHREE NANDA	08127682	Director	26/07/2021	Cessation
SMIT KUMAR	BMYPK3873J	Company Secretar	02/11/2021	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	15/11/2021	29	8	99.9

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	09/04/2021	6	5	83.33
2	15/06/2021	7	7	100
3	03/08/2021	5	5	100
4	08/10/2021	7	6	85.71
5	02/11/2021	7	7	100
6	03/02/2022	7	6	85.71
7	23/02/2022	7	7	100

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 Committee	15/06/2021	3	3	100
2	Audit Committee	03/08/2021	3	2	66.67
3	Audit Committee	08/10/2021	3	2	66.67
4	Audit Committee	02/11/2021	4	3	75

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
5	Audit Committee	03/02/2022	4	3	75
6	Nomination and remuneration	15/06/2021	3	3	100
7	Nomination and remuneration	03/08/2021	3	3	100
8	Nomination and remuneration	08/10/2021	3	3	100
9	Nomination and remuneration	02/11/2021	3	3	100
10	Nomination and remuneration	03/02/2022	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	21/12/2022
								(Y/N/NA)
1	MANOJ MITTAL	6	6	100	0	0	0	No
2	SUNIL KUMAR	7	7	100	6	6	100	Yes
3	SURESH KUMAR	7	7	100	24	24	100	Yes
4	ASHOK KUMAR	4	4	100	2	2	100	Yes
5	DEEPA LIPAN	4	4	100	10	10	100	Yes
6	SACHIKANTA	7	5	71.43	25	13	52	No
7	BIKASH KANT	7	6	85.71	16	16	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	3,397,751	0	0	0	3,397,751
	Total		3,397,751	0	0	0	3,397,751

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	2,259,000	0	0	0	2,259,000
2	Smit Kumar	Company Secre	470,000	0	0	0	470,000
	Total		2,729,000	0	0	0	2,729,000

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

NEHA JAIN

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

14344

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 18/07/2018

(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

ALAN
SAVIO
PACHECO
Digitally signed by
ALAN SAVIO
PACHECO
Date: 2023.02.19
12:25:45 +0530

DIN of the director

03497265

To be digitally signed by

SMIT
KUMAR
Digitally signed by
SMIT KUMAR
Date: 2023.02.19
15:33:13 +0530

☒ Company Secretary

☐ Company secretary in practice

Membership number

39431

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 Debenturesholder
Approval letter for extension of AGM.pdf
Details of Committee Meetings.pdf
MGT-8.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 (GOVT OF INDIA) 1
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सत्यमेव जयते

**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

Office of the Registrar of Companies
4th Floor, IFCI Tower 61, New Delhi, Delhi, India, 110019

DATED : 31-08-2022

IN THE MATTER OF M/S IFCI FACTORS LIMITED CIN U74899DL1995GOI074649

AND

IN THE MATTER OF EXTENSION UNDER SECTION 96(1) OF THE COMPANIES ACT, 2013

The Company has closed its accounting year on 31-03-2022 and the Annual general meeting of the company is due to be held on 30-09-2022 as per requirements of section 96 of the Companies Act, 2013. The company has made an application vide SRN F22604979 on 23-08-2022 requesting for an extension of time for the purpose of holding AGM on the following grounds

Extension is allowed for 3 Months

Keeping in view, the aforesaid circumstances due to which company cannot hold its Annual General Meeting on time, extension 3 months 0 days is considered.

ORDER

Under the power vested in the undersigned by virtue of section 96(1) read with second proviso attached thereto extension of 3 months 0 days is hereby granted. However, the company is hereby advised to be careful in future in compliance of the provisions of the Companies Act, 2013.



Yours faithfully,

MANGAL RAM MEENA

Registrar of Companies

RoC - Delhi

Mailing Address as per record available in Registrar of Companies office:

IFCI FACTORS LIMITED

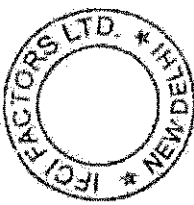
10th Floor, IFCI Tower,, 61, Nehru Place, New Delhi, Delhi, India, 110019



Note: This letter is to be generated only when the application is approved by RoC office

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	16/04/2021	4	4	100
12	Committee of Directors	14/06/2021	4	4	100
13	Committee of Directors	02/08/2021	3	2	66.67
14	Committee of Directors	02/11/2021	4	3	75
15	Committee of Directors	22/12/2021	4	4	100
16	Committee of Directors	03/02/2022	4	4	100
17	Recovery Committee	14/06/2021	4	4	100
18	Recovery Committee	03/08/2021	4	4	100
19	Recovery Committee	23/11/2021	4	4	100
20	Recovery Committee	02/02/2022	4	4	100
21	Recovery Committee	14/03/2022	4	4	100
22	Risk Management And Asset Liability Management Committee	15/06/2021	3	3	100
23	Risk Management And Asset Liability Management Committee	02/08/2021	3	2	66.67
24	Risk Management And Asset Liability Management Committee	07/10/2021	3	2	66.67
25	Risk Management And Asset Liability Management Committee	02/02/2022	3	3	66.67
26	Corporate Social Responsibility Committee	03/08/2021	3	3	100

For IFCI Factors Limited

Smit Kumar
Company Secretary
M.No. 39431

LIST OF SHARE HOLDERS OF IFCI FACTORS LTD AS ON MARCH 31, 2022

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	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
Maninder		Kaur		IN301364 -10061552	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
Navneet		Solanki		12047200-11028710	1	Equity share
Nidhi		Gupta		12047200-01812798	1	Equity share

Varinder
Ashutosh

Malik
Singla

IN301364-10309844
IN301549-56562684

1
1

Equity share
Equity share

For IFCI Factors Limited



Smit Kumar
Company Secretary
Memb No.- A39431
Add-IFCI Tower, 10th Floor
61, Nehru Place, New Delhi-19

LIST OF DEBENTURE HOLDERS AS ON MARCH 31, 2022

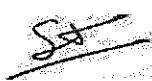
NAME	ISIN	NUMBER OF DEBENTURES	TOTAL AMOUNT OF DEBENTURES
MTNL EMPLOYEES PROVIDENT FUND TRUST	INE494M09031	80.00	80,000,000.00
FOOD CORPORATION OF INDIA CPF TRUST	INE494M09031	70.00	70,000,000.00
PRAKASH S DAVEY	INE494M09031	1.00	1,000,000.00
GEETA P DAVEY	INE494M09031	1.00	1,000,000.00
TIPSONS FINANCIAL SERVICES PVT LTD	INE494M09031	12.00	12,000,000.00
HUTTI GOLD MINES CO LTD EMPLOYEES PROVIDENT FUND	INE494M09056	20.00	20,000,000.00
MTNL - GRATUITY TRUST	INE494M09056	200.00	200,000,000.00
A P S R T C EMPLOYEES PROVIDENT FUND TRUST	INE494M09056	100.00	100,000,000.00
BHARAT ELECTRONICS LIMITED PROVIDENT FUND	INE494M09056	50.00	50,000,000.00
HINDUSTAN STEEL LTD CENTRAL PURCHASE ORGANISATION SALES AND TRANSPORT CALCUTTA PROVIDENT FUND	INE494M09056	30.00	30,000,000.00
THE KMML (PIGMENT UNIT) EMPLOYEES PROVIDENT FUND	INE494M09056	7.00	7,000,000.00
THE MATHRUBHUMI EMPLOYEES PROVIDENT FUND	INE494M09056	4.00	4,000,000.00
SUNIL RAJKUMAR KHANDELWAL	INE494M09072	1.00	1,000,000.00
Rotary Education Foundation RI District 3010	INE494M09072	2.00	2,000,000.00
RAJESH NAVNITLAL UNARKER	INE494M09072	2.00	2,000,000.00
JNANAMANDAL LIMITED EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	2.00	2,000,000.00
JANSEVA NAGARI SAHAKARI BANK MYDT	INE494M09072	10.00	10,000,000.00
CHENNAI PETROLEUM CORPORATION LTD EMPLOYEES PROVIDENT FUND	INE494M09072	81.00	81,000,000.00
GIIC LTD EPF TRUST	INE494M09072	2.00	2,000,000.00
TELECOMMUNICATION CONSULTANTS INDIA LIMITED EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	4.00	4,000,000.00
JACOBS H AND G LTD EMPLOYEES GRATUITY FUND	INE494M09072	4.00	4,000,000.00

BOARD OF TRUSTEES MECON EMPLOYEES PROVIDENT FUND	INE494M09072	50.00	50,000,000.00
PUNJAB STATE WAREHOUSING CORPORATION EMPLOYEE PROVIDENT FUND	INE494M09072	10.00	10,000,000.00
KANKNARRAH COMPANY LIMITED EMPLOYEES PROVIDENT FUND	INE494M09072	1.00	1,000,000.00
T S EASWARAN	INE494M09072	1.00	1,000,000.00
FOURESS ENGINEERING (INDIA) LTD STAFF PROVIDENT FUND TRUST	INE494M09072	3.00	3,000,000.00
MTNL EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	150.00	150,000,000.00
ANIL MOTIRAM GIDWANI	INE494M09072	1.00	1,000,000.00
A P S R T C EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	100.00	100,000,000.00
THE MUNICIPAL CO-OP BANK EMPL PROV FUND	INE494M09072	7.00	7,000,000.00
ST JAMES SCHOOL EMPLOYEES PROVIDENT FUND	INE494M09072	2.00	2,000,000.00
BAZALONI GROUP PROVIDENT FUND	INE494M09072	1.00	1,000,000.00
BHARATIYA VIDYA BHAVAN STAFF CONTRIBUTORY PROVIDENT FUND	INE494M09072	5.00	5,000,000.00
PATEL ENGINEERING CO. LTD. PROVIDENT FUND	INE494M09072	10.00	10,000,000.00
KERALA AGRO MACHINERY CORPORATION EMPLOYEES' CPF	INE494M09072	4.00	4,000,000.00
UTTAM VALUE STEELS LIMITED EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	7.00	7,000,000.00
ALSTOM T&D INDIA LIMITED EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	19.00	19,000,000.00
GANNON DUNKERLEY AND CO LTD PROVIDENT FUND	INE494M09072	4.00	4,000,000.00
BHARAT ELECTRONICS LIMITED PROVIDENT FUND	INE494M09072	40.00	40,000,000.00
THE WILLINGDON SPORTS CLUB STAFF PROVIDENT FUND	INE494M09072	2.00	2,000,000.00
ELPRO INTERNATIONAL PROVIDENT FUND	INE494M09072	1.00	1,000,000.00
INDIAN ADDITIVES EMPLOYEES PROVIDENT FUND	INE494M09072	4.00	4,000,000.00

SRI SARASWATHI VIDYA PEETHAM EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	1.00	1,000,000.00
INDIAN POTASH LIMITED STAFF PROVIDENT FUND	INE494M09072	1.00	1,000,000.00
TRUSTEES PROVIDENT FUND OF THE EMPLOYEES OF THE UGAR SUGAR WORKS LTD	INE494M09072	4.00	4,000,000.00
SWAN SILK EMPLOYEES GRATUITY FUND TRUST	INE494M09072	1.00	1,000,000.00
CHINTAN BHAVESH MODY	INE494M09072	1.00	1,000,000.00
THE DELHI PUBLIC SCHOOL SOCIETY	INE494M09072	15.00	15,000,000.00
BHAVESH NAVINCHANDRA MODY HUF	INE494M09072	1.00	1,000,000.00
SHREEJI IMAGING & DIAGNOSTIC CENTRE PRIVATE LIMITED	INE494M09072	6.00	6,000,000.00
MOHIT TANTIA	INE494M09072	1.00	1,000,000.00
ESCORTS HEART INSTITUTE AND RESEARCH CENTRE EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	5.00	5,000,000.00
MODI SPG AND WVG MILLS CO LTD EMPLOYEES PROVIDENT FUND TRUST	INE494M09072	2.00	2,000,000.00
ANIL KUMAR VERMA	INE494M09072	1.00	1,000,000.00
L AND T (KANSBAHAL) OFFICERS AND SUPERVISORY STAFF PROVIDENT FUND	INE494M09072	2.00	2,000,000.00
L AND T (KANSBAHAL) STAFF AND WORKMEN PROVIDENT FUND	INE494M09072	4.00	4,000,000.00
RUCHIR SINHA	INE494M09072	7.00	7,000,000.00
Armenian Church	INE494M09072	2.00	2,000,000.00
J N PETIT PARSI ORPHANAGE PROVIDENT FUND	INE494M09072	3.00	3,000,000.00
APEPDCL PENSION AND GRATUITY TRUST	INE494M09072	300.00	300,000,000.00
THE KOLHAPUR CANE SUGAR WORKS LTD EMPLOYEES PROVIDENT FUND	INE494M09072	3.00	3,000,000.00
NMB REHABILITATION AND WELFARE TRUST FOR SEAMEN	INE494M09072	70.00	70,000,000.00
SURUCHI FOODS PRIVATE LIMITED	INE494M09072	2.00	2,000,000.00
Rajiv Singhi	INE494M09072	2.00	2,000,000.00
MADHUR VYAPAR PRIVATE LIMITED	INE494M09072	2.00	2,000,000.00

P RAVEENDRAN	INE494M09072	1.00	1,000,000.00
JAIN VISHVA BHARATI INSTITUTE	INE494M09072	4.00	4,000,000.00
HIMANSHU MARKANDRAY BUCH	INE494M09072	1.00	1,000,000.00
MAHYCO PRIVATE LIMITED	INE494M09072	1.00	1,000,000.00
FRANK ROSS LTD 'EMPLOYEES' PROVIDENT FUND	INE494M09072	2.00	2,000,000.00
DLF CONTRIBUTORY PROVIDENT FUND	INE494M09072	6.00	6,000,000.00
UTSAV B SHAH HUF	INE494M09031	1.00	1,000,000.00
TARPANA DILIPKUMAR TRIVEDI	INE494M09031	1.00	1,000,000.00
SHANTILAL KIRAN DAVEY	INE494M09031	2.00	2,000,000.00
RAHIL MANISHBHAI SHAH	INE494M09031	2.00	2,000,000.00
KALPANA KIRAN SOLANKI	INE494M09072	1.00	1,000,000.00
CHUNILAL RAMJI SOLANKI	INE494M09072	1.00	1,000,000.00
ARMAITY F BHIWANDIWALLA	INE494M09072	1.00	1,000,000.00
ISMAT SHABBIR PITHAPURWALA	INE494M09072	1.00	1,000,000.00
HARSHVADAN NAVNITLAL MEHTA	INE494M09072	2.00	2,000,000.00
THE STAFF PROV FUND OF THE MAH STATE CO OP MARKETING FEDERATION LIMITED	INE494M09072	12.00	12,000,000.00
THE GRATUITY FUND OF THE MAHARASHTRA STATE CO-OP MKT FED LTD	INE494M09072	1.00	1,000,000.00

For IFCI Factors Limited

Smit Kumar
Company Secretary
M.No. 39431
New Delhi-110019

CS NEHA JAIN

Address : 4/255, Chiranjiv Vihar, Ghaziabad-201002

Ph no-+919971665809

E.mail id – nehajainpcs@gmail.com

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 (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31st March 2022. According to my opinion and to the best of my knowledge and on the basis of examinations carried out by me and information and explanations furnished to me by the company and its officers, I hereby 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;

The Company was incorporated dated 14.12.1995 under the Companies Act 1956 (erstwhile Foremost Factors Limited) is a subsidiary of IFCI Limited with Corporate Identification Number (CIN U74899DL1995GOI074649). The registered office of the Company situated at 7th Floor, IFCI Tower, 61, Nehru Place, New Delhi South Delhi DL 110019.

The Company holds a Certificate of Registration as NBFC-Factor issued by Reserve Bank of India and is a Non-Deposit taking Systemically Important NBFC Factor (NBFC-ND- SI-Factor).

The Capital Structure of the Company is as follows –

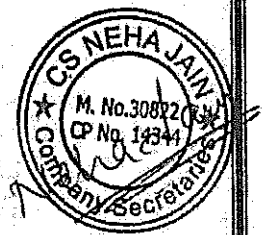
Authorised Share Capital of the Company as at 31st March 2022

3,00,000,000 equity shares of Rs.10/- each aggregating Rs. 300,00,00,000/-.

2,00,000,000 preference shares of Rs.10/- each aggregating Rs. 200,00,00,000/-.

Issued, Subscribed and Paid-up Capital of the Company is as follows-

279,438,860 equity shares of Rs.10/- each aggregating of 2,794,388,600/-.



During the Year 2021-22, there was no change in the Authorised, Issued, Subscribed and Paid-up Capital of the Company

The Company has complied with the requirement of minimum three members as applicable to Public Company. The number of members as on 31st March 2022 is twenty nine(29).

The Equity shares of the Company is not listed on any Recognized Stock Exchange in India.

There has been no change in the status of the Company, during the Financial Year 2021-22.

2. Maintenance of registers/records & making entries therein within the time prescribed therefor;

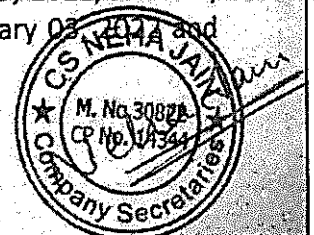
The company had maintained all the Statutory Registers in compliance with the provisions of the Act and made entries therein within the prescribed time.

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/beyond the prescribed time;

The company had filed the requisite forms and returns with the Registrar of Companies generally within the prescribed time. Further, no forms/returns were filed with the Central Government, Tribunal, Court or other authorities in terms of the provisions of the Act.

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 in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

The Board meets at regular intervals and the maximum interval between any two meetings did not exceed the maximum interval as per Companies Act, 2013 read with MCA Circular dated on March 24, 2020, on Special Measures under Companies Act, 2013 (CA-2013) and Limited Liability Partnership Act, 2008 in view of COVID-19 outbreak. The Board met seven times in the Financial Year 2021-22 viz., on April 09, 2021, June 15, 2021, August 03, 2021, October 8, 2021, November 02, 2021, February 03, 2022 and February 23, 2022.



Composition of Audit Committee

The Audit Committee met five times during the Financial Year 2021-22 at regular intervals on 15.06.2021, 03.08.2021, 02.11.2021 and 03.02.2022. There are total 4 members in the Audit Committee.

No Extra Ordinary General Meeting of the Company was held during the financial year 2021-22.

11 resolutions were passed by the circulation during the FY 2021-22 which are duly recorded in the minutes of the Meeting of the Company.

Proper notices were given and the proceedings have been properly recorded in the Minute Book/Register in respect of aforesaid meetings and the same have been duly signed.

5. Closure of Register of Members / Security holders, as the case may be.

The Company had not closed its Register of Members/ Security holders during the financial year 2021-22.

6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

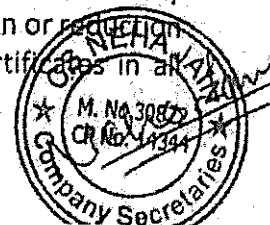
The Company had not given any advances/loans to its directors and/or persons or firms or companies referred to in Section 185 of the Act during the financial year 2021-22.

7. Contracts/arrangements with related parties as specified in section 188 of the Act;

The Related Party Transactions during the year have been disclosed in the note no. 31 to the Notes to Accounts and Form No. AOC-2. The Related Party Transactions were in the normal course of business and were carried out at arm's length basis. The Policy on Related Party Transactions as approved by the Board of Directors and Form AOC-2 is enclosed as Annexure with Directors' Report of the Company and the said Policy is also uploaded on the website of the Company at www.ifcifactors.com.

8. Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;

The Company didn't make any issues or allotment or transfer or transmission or buy back of securities/redemption of preference share or debenture/alteration or reduction of share capital/conversion of shares/securities and Issue of share certificates in all instances during the financial year 2021-22.



9. Keeping 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;

Since there were no pending registration of transfer of shares, the Company had not kept in abeyance the rights to dividend, right shares and bonus share and no dividend declared during the FY 2021-22.

10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

With regard to the performance of the Company for the period ended on March 31, 2022, in view of losses for the year, no dividend on Equity Shares has been recommended by the Board for the year ended March 31, 2022. In view of loss incurred by the Company, the arrear of dividend on 9% Compulsory Convertible Cumulative Preference Shares and 10% Compulsory Convertible Cumulative Preference Shares amounting to Rs. 61.03 crore till date stands accumulated to the next year.

11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

The Audited Financial Statements for the financial year 2021-22 and the Board Report have been duly signed as per requirements of the Section 134 of the Act.

The Board's Report for the financial year 2021-22 contains all the details required under sub section (3) of Section 134 of the Act.

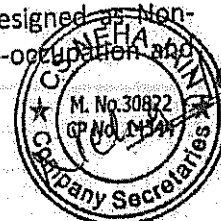
The Directors' Report also states Directors' Responsibility Statement as prescribed under sub section (5) of Section 134c of the Act.

12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

The Board of Directors of the Company consists of seven Directors as on March 31, 2022, which includes six Non-Executive Directors and one Managing Director.

Mr. Manoj Mittal was appointed as Nominee Director and Non Executive Chariman w.e.f. June 15, 2021.

Ms. Madhushree Nanda Agarwal and Mr. Biranchi Narayan Nayak resigned as Non-Executive Directors w.e.f July 26 & 27, 2021 respectively, due to pre-occupation and personal reasons respectively.



Dr. Mrs. Deepali Pant Joshi and Mr. Ashok Kumar Motwani were regularised as Director w.e.f. November 15, 2021.

During the year under review, the change in the composition of Board of Directors was as follows:

- i) Mr. Manoj Mittal (DIN:- 01400076) was reappointed as Nominee Director (Nominee of IFCI Ltd.) and Non-Executive Chairman w.e.f June 15, 2021;
- ii) Mr. Bikash Kanti Roy (DIN:- 02171876) was reappointed as Managing Director w.e.f April 02, 2021 for further period 6 of six month;
- iii) Ms. Madhushree Nanda Agarwal (DIN:-08127682) and Mr. Biranchi Narayan Nayak (DIN:- 00144147) ceased as Directors w.e.f July 26, 2021 and July 27, 2021 respectively;
- iv) Mr. Ashok Kumar Motwani (DIN:- 00088225) was appointed as Additional Director w.e.f. August 19, 2021 and regularised as Director at the AGM w.e.f. November 15, 2021.
- v) Dr. Mrs. Deepali Pant Joshi (DIN:- 07139051) was appointed as Additional Director w.e.f. August 03, 2021 and regularised as Director AGM w.e.f. November 15, 2021.

Nomination & Remuneration Policy

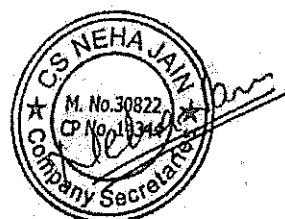
In compliance with the provisions of section 178 of the Companies Act, 2013, read with Rules made thereunder, the Company has constituted the Nomination and Remuneration Committee and framed a Nomination and Remuneration Policy.

As Per Notification dated June 5, 2015, issued by the Ministry of Corporate Affairs, Government companies are exempted from complying with the provisions of sub section (2), (3) and (4) of Section 178 of the Companies Act, 2013. The Company being a Government Company is not required to disclose the Nomination and Remuneration Policy and carry out the evaluation of every Director's performance.

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

The Comptroller and Auditor General of India had appointed M/s. SVP & Associates (DE2217) (Firm Regd. No. 003838N), as Statutory Auditors of your Company for the Financial Year 2021-22. There was no observations made by Independent Auditor's Report on the Financial Statements for the year ended March 31, 2022.

The Comptroller and Auditor General of India (C&AG) vide their letter dated August 26, 2022, and subsequently revised letter dated September 23, 2022 appointed M/s. RASOOL SINGHAL & Co. (CR3463), Chartered Accountants as statutory auditors for the FY 2022-23.



14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

Further, as per the information and explanation provided by the Company, the Company was not required to obtain any approval from the Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.

15. Acceptance/ renewal/ repayment of deposits;

The Company had not accepted/renewed /repaid any deposit in terms of the provisions of the Act during the financial year 2021-22.

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

The Company had not borrowed any money from its Directors, Members, Public Financial Institutions, Banks and other during the financial year 2021-22. Hence the Company has not created, modified and satisfied any charge in this respect.

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 ;

As the Company is engaged in the business of financing Corporates in the capacity of being a Non-Banking Financial Company, therefore the provisions of Section 186 of the Companies Act 2013, except for Sub Section (1) are not applicable to the Company.

18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

The Company had not altered any provisions of the Memorandum and/or Articles of Association of the Company during the financial year 2021-22.



Place: New Delhi

Date: 12.01.2023

UDIN : A030822D002961178

ATTACHED 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.

