

FORM NO. MGT-7

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



सत्यमेव जयते

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

U65929KA2016PTC138355

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAOCA6261A

(ii) (a) Name of the company

AVANTI FINANCE PRIVATE LIM

(b) Registered office address

No. 456, Ground 1st & 2nd Floor, 4th Block, BDA Layout, Koramangala Extension, Kormangala, Bengaluru
Karnataka
560034

(c) *e-mail ID of the company

info@avantifinance.in

(d) *Telephone number with STD code

08041689310

(e) Website

www.avantifinance.in

(iii) Date of Incorporation

01/08/2016

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(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	AVANTI MICROFINANCE PRIVA	U65929KA2016PTC138292	Subsidiary	100

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	157,500,000	150,832,193	150,832,193	150,832,193
Total amount of equity shares (in Rupees)	1,575,000,000	1,508,321,930	1,508,321,930	1,508,321,930

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	157,500,000	150,832,193	150,832,193	150,832,193

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,575,000,000	1,508,321,930	1,508,321,930	1,508,321,930

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	223,200,000	205,842,216	205,842,216	205,842,216
Total amount of preference shares (in rupees)	2,232,000,000	2,058,422,160	2,058,422,160	2,058,422,160

Number of classes

4

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series A Compulsorily Convertible Preference Shares				
Number of preference shares	115,000,000	112,400,000	112,400,000	112,400,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1,150,000,000	1,124,000,000	1,124,000,000	1,124,000,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series A1 Compulsorily Convertible Preference Shares				
Number of preference shares	19,000,000	18,600,000	18,600,000	18,600,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	190,000,000	186,000,000	186,000,000	186,000,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Bridge Compulsorily Convertible Preference Shares				
Number of preference shares	32,000,000	32,000,000	32,000,000	32,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	320,000,000	320,000,000	320,000,000	320,000,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series B Compulsorily Convertible Preference Shares				
Number of preference shares	57,200,000	42,842,216	42,842,216	42,842,216
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	572,000,000	428,422,160	428,422,160	428,422,160

(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	15	149,032,178	149032193	1,490,321,9	1,490,321,9	
Increase during the year	0	1,800,000	1800000	18,000,000	18,000,000	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	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	1,800,000	1800000	18,000,000	18,000,000	
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						
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	
iv. Others, specify						
At the end of the year	15	150,832,178	150832193	1,508,321,9	1,508,321,9	
Preference shares						

At the beginning of the year	131,000,000	0	131000000	1,310,000,0	1,310,000,	
Increase during the year	74,842,216	0	74842216	748,422,16	748,422,16	0
i. Issues of shares	74,842,216	0	74842216	748,422,16	748,422,16	
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
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						
At the end of the year	205,842,216	0	205842216	2,058,422,1	2,058,422,	

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			
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
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	4,600	100000	1,630,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	25,000,000	10	250,000,000
Total			1,880,000,000

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	1,500,000,000	130,000,000	0	1,630,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	250,000,000	0	0	250,000,000

(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

1,109,957,000

(ii) Net worth of the Company

2,498,651,000

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	17,745,446	11.77	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	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)	0	0	0	0
10.	Others	0	0	0	0
	Total	17,745,446	11.77	0	0

Total number of shareholders (promoters)

3

(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	1,800,000	1.19	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	0	0	0	0
6.	Foreign institutional investors	0	0	174,842,216	84.94
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	15,000,000	7.29
10.	Others Trust	131,286,747	87.04	16,000,000	7.77
	Total	133,086,747	88.23	205,842,216	100

Total number of shareholders (other than promoters)

7

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

10

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

3

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Oikocredit Ecumenica	Berkenweg 7, 3818 LA, Amersfoort		NL	59,000,000	16.54
Bill & Melinda Gates F	500 5th Avenue North Seattle, Wa		US	73,000,000	20.47
Rabo Partnerships B.V	P.O.Box 17100, 3500HG Utrecht, N		NL	42,842,216	12.01

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	3	3
Members (other than promoters)	4	7
Debenture holders	4	4

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	2	0	2	0	4.79
B. Non-Promoter	0	1	1	3	0	0
(i) Non-Independent	0	1	1	1	0	0
(ii) Independent	0	0	0	2	0	0
C. Nominee Directors representing	0	1	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	0	2	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	0	4	1	7	0	4.79

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)
RATAN NAVAL TATA	00000001	Director	16,870,859	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
VIJAY LAXMAN KELKA	00011991	Director	874,562	
BINDU ANANTH	02456029	Nominee director	0	
NANDAN MOHAN NILE	00041245	Director	0	
SUBRAMANIAM SOMA	01494407	Director	0	
SUKANYA KRIPALU	06994202	Director	0	
ANNETTE AUSTIN	09255778	Nominee director	0	
RAHUL GUPTA	09247626	Director	0	
URVASHI PRAFULLA E	AVZPB8716C	Company Secretar	0	

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

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Sukanya Kripalu	06994202	Director	13/07/2022	Appointment
Subramaniam Somasur	01494407	Director	13/07/2022	Appointment
Rahul Gupta	09247626	Additional director	13/07/2022	Appointment
Ms. Annette Christine A	09255778	Nominee director	13/03/2023	Appointment
Rahul Gupta	09247626	Director	30/09/2022	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

4

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	30/09/2022	9	5	93.37
Extra Ordinary General Meeting	30/11/2022	9	5	93.37
Extra Ordinary General Meeting	19/12/2022	9	4	83.58
Extra Ordinary General Meeting	24/03/2023	9	4	70.79

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/04/2022	4	3	75
2	13/07/2022	7	3	42.86
3	30/09/2022	7	6	85.71
4	30/11/2022	7	3	42.86
5	19/12/2022	7	6	85.71
6	13/03/2023	8	7	87.5
7	24/03/2023	8	5	62.5
8	31/03/2023	8	3	37.5

C. COMMITTEE MEETINGS

Number of meetings held

6

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	29/09/2022	3	2	66.67
2	Audit Committee	13/03/2023	3	3	100
3	Nomination and Remuneration	16/08/2022	3	3	100
4	Nomination and Remuneration	13/02/2023	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
5	Nomination an	16/02/2023	3	3	100
6	Nomination an	10/03/2023	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	
								23/08/2023 (Y/N/NA)
1	RATAN NAVA	8	1	12.5	0	0	0	No
2	VIJAY LAXMA	8	5	62.5	2	1	50	Yes
3	BINDU ANAN	8	5	62.5	4	4	100	No
4	NANDAN MOI	8	5	62.5	0	0	0	No
5	SUBRAMANI/A	7	6	85.71	6	6	100	No
6	SUKANYA KF	7	6	85.71	6	6	100	No
7	ANNETTE AU	3	1	33.33	0	0	0	No
8	RAHUL GUPT	7	7	100	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

0

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

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

1

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

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

Number of other directors whose remuneration details to be entered

0

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

Jatin Prabhakar Patil

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7954

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.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

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

10

dated

14/08/2023

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

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

RAHUL GUPTA
Digitally signed by RAHUL GUPTA
Date: 2023.10.21 18:21:08 +05'30'

DIN of the director

09247626

To be digitally signed by

URVASHI PRAFULLA BAHIRSHETH
Digitally signed by URVASHI PRAFULLA BAHIRSHETH
Date: 2023.10.21 18:21:08 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

37475

Certificate of practice number

Attachments

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

Attach
Attach
Attach
Attach

List of attachments

Shareholding Pattern March 31 2023 Signed
MGT 8 Avanti Finance 2023_.pdf
List of Debentures holders_Revised_SIGN
Clarification note_Signed.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