

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 (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

U74899KA1996PTC068587

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACV3942K

(ii) (a) Name of the company

KINARA CAPITAL PRIVATE LIM

(b) Registered office address

#50, 2nd Floor, 100 Feet Road HAL 2nd Stage (Defence Colony), Indiranagar,
Bangalore
Karnataka
560038

(c) *e-mail ID of the company

cs@kinaracapital.com

(d) *Telephone number with STD code

08043241000

(e) Website

www.kinaracapital.com

(iii) Date of Incorporation

03/12/1996

(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	K5	Financial and Credit leasing 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				

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	14,170,000	13,485,962	13,485,962	13,485,962
Total amount of equity shares (in Rupees)	141,700,000	134,859,620	134,859,620	134,859,620

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
CLASS A1 EQUITY SHARES OF RS 10 EACH				
Number of equity shares	13,870,000	13,485,962	13,485,962	13,485,962

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	138,700,000	134,859,620	134,859,620	134,859,620
Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
CLASS A EQUITY SHARES OF RS 10 EACH				
Number of equity shares	300,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,000,000	0	0	0

(b) Preference share capital

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

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	3,652,574	3,478,011	7130585	71,305,850	71,305,850	
Increase during the year	5,033,815	1,321,562	6355377	63,553,770	63,553,770	3,998,673,17
i. Public Issues	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	4,612,329	1,321,562	5933891	59,338,910	59,338,910	3,998,673,17
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	102,326	0	102326	1,023,260	1,023,260	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	319,160		319160	3,191,600	3,191,600	0
Allotment to ESOP Trust						
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	0	0	
NA						
At the end of the year	8,686,389	4,799,573	13485962	134,859,620	134,859,620	
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	
iii. Others, specify				0	0	
NA						
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	
NA						

At the end of the year	0	0	0	0	0	
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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		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>		
	Surname		middle name		first name		

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

Ledger Folio of Transferee				<input type="text"/>			
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Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>	
	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	548,604,428	10,00,000;10;1; 6,66,667;1	7,614,393,701
Partly convertible debentures	0	0	0
Fully convertible debentures	6,436	425;519.038	3,152,452.57
Total			7,617,546,153.57

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	6,481,186,054	2,940,013,200	1,806,805,553	7,614,393,701
Partly convertible debentures	0	0	0	0
Fully convertible debentures	4,175,476.46	0	1,023,023.89	3,152,452.57

(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

4,913,822,000

(ii) Net worth of the Company

6,835,508,000

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	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	919,420	6.82	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)	0	0	0	
10.	Others	0	0	0	
	Total	919,420	6.82	0	0

Total number of shareholders (promoters)

1

(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	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	299,099	2.22	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)	11,496,241	85.25	0	
10.	Others Trust (including Gaja and Vi	771,202	5.72	0	

	Total	12,566,542	93.19	0	0
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Total number of shareholders (other than promoters)

23

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

24

**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	1	1
Members (other than promoters)	20	23
Debenture holders	30	1,377

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	1	0	1	0	6.82	0
B. Non-Promoter	1	7	1	9	0	0
(i) Non-Independent	1	4	1	6	0	0
(ii) Independent	0	3	0	3	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	2	7	2	9	6.82	0

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

14

(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)
SUNIL SATYAPAL GUL	00016990	Director	0	
RANJIT JAYANT SHAH	00088405	Director	0	
GEOFFREY TANNER V	00306749	Director	0	
RAVINDRA PISHAROD	01875848	Director	0	
HARDIKA SHAH	03562871	Director	919,420	
THIRUNAVUKKARASU	06514712	Director	0	
BHAVNA THAKUR	07068339	Director	0	
AGUSTIN VITORICA	07928115	Director	0	
REKHA NATRAJAN UN	08354141	Director	0	
STEPHEN DONGWON	08640160	Director	0	
ORSOLYA FARKAS	09737828	Director	0	
HARDIKA SHAH	COAPS6251R	CEO	0	
RAVI AISWARYA	AITPR6958D	CFO	0	
SUTHEJA KADAMALAK	AVRPJ0315M	Company Secretar	0	12/04/2023

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

4

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)
AHIL FEROZE RANGW	07108120	Director	27/09/2022	Cessation
REKHA NATRAJAN UN	08354141	Director	31/10/2022	Appointment
STEPHEN DONGWON	08640160	Director	31/10/2022	Appointment
ORSOLYA FARKAS	09737828	Director	21/11/2022	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

10

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EGM	08/04/2022	21	17	95.47
EGM	19/04/2022	23	19	97.98
EGM	25/05/2022	23	19	97.98
EGM	05/09/2022	23	19	96.97
EGM	12/09/2022	23	19	96.97
EGM	28/09/2022	24	20	97.61
AGM	30/09/2022	24	20	97.61
EGM	31/10/2022	24	20	97.61
EGM	21/11/2022	24	20	97.61
EGM	02/02/2023	24	15	95.51

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	08/04/2022	9	6	66.67
2	27/04/2022	9	7	77.78
3	22/07/2022	9	8	88.89
4	12/09/2022	9	7	77.78
5	20/10/2022	8	8	100
6	20/01/2023	11	10	90.91

C. COMMITTEE MEETINGS

Number of meetings held

66

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	26/04/2022	4	3	75
2	Audit Committee	21/07/2022	4	4	100
3	Audit Committee	19/10/2022	4	4	100
4	Audit Committee	19/01/2023	4	4	100
5	Nomination and Remuneration Committee	26/04/2022	3	3	100
6	Nomination and Remuneration Committee	15/06/2022	3	3	100
7	Nomination and Remuneration Committee	19/10/2022	3	3	100
8	Nomination and Remuneration Committee	06/02/2023	3	3	100
9	CSR Committee	17/02/2023	3	3	100
10	Borrowing Committee	14/04/2022	2	2	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	28/09/2023
								(Y/N/NA)
1	SUNIL SATYA	6	5	83.33	12	12	100	Yes
2	RANJIT JAYA	6	6	100	6	4	66.67	No
3	GEOFFREY T	6	2	33.33	4	4	100	No
4	RAVINDRA PI	6	5	83.33	8	7	87.5	Yes
5	HARDIKA SH	6	6	100	58	58	100	Yes
6	THIRUNAVUK	6	6	100	50	50	100	Yes
7	BHAVNA THA	6	6	100	8	8	100	No
8	AGUSTIN VIT	6	4	66.67	2	1	50	No
9	REKHA NATR	1	1	100	2	2	100	No
10	STEPHEN DC	1	1	100	2	2	100	No
11	ORSOLYA FA	1	1	100	0	0	0	No

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	HARDIKA SHAH	CEO	20,205,000	0	0	0	20,205,000
2	Aiswarya Ravi	CFO	12,710,000	0	10,916,000	22,000	23,648,000
3	SUTHEJA KJ	CS	2,122,000	0	0	22,000	2,144,000
	Total		35,037,000	0	10,916,000	44,000	45,997,000

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	THIRUNAVUKKAR,	Director	14,950,000	0	5,281,000	22,000	20,253,000
2	BHAVNA THAKUR	Independent Dir	0	0	0	1,000,000	1,000,000
3	SUNIL SATYAPAL	Independent Dir	0	0	0	1,100,000	1,100,000
4	RAVINDRA PISHAF	Independent Dir	0	0	0	800,000	800,000
	Total		14,950,000	0	5,281,000	2,922,000	23,153,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

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

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

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

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

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

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

To be digitally signed by

Director

HARDIK Digitally signed by
A SHAH HARDIKA SHAH
Date: 2023.11.25
14:48:06 +05'30'

DIN of the director

03562871

To be digitally signed by

DIMPLE Digitally signed by
JAGDISH DIMPLE JAGDISH
SHAH SHAH
Date: 2023.11.25
14:58:42 +05'30'

Company Secretary

Company secretary in practice

Membership number

36349

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

Committee Meeting details.pdf
MGT 8 2023 Kinara.pdf
List of Shareholders March312023MGT7.p
BENPOS KINARA 31032023.pdf
List of Non Convertible Debenture holders
List of Complusory Convertivle Debenture

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