

# 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

U67100MH2017PLC296081

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAECJ0038Q

(ii) (a) Name of the company

JM FINANCIAL INSTITUTIONAL

(b) Registered office address

7th Floor,Cnergy, Appasaheb Marathe Marg  
Prabhadevi  
Mumbai  
Mumbai City  
Maharashtra  
400025

(c) \*e-mail ID of the company

MC\*\*\*\*\*FL.COM

(d) \*Telephone number with STD code

02\*\*\*\*\*30

(e) Website

(iii) Date of Incorporation

13/06/2017

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public 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

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N  
anakramguda, Serili ngampally NA

(vii) \*Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM 24/07/2024

(b) Due date of AGM 30/09/2024

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

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 2

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	K7	Financial Advisory, brokerage and Consultancy Services	93.52
2	K	Financial and insurance Service	K8	Other financial activities	6.48

## 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	JM FINANCIAL LIMITED	L67120MH1986PLC038784	Holding	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	30,000,000	6,300,000	6,300,000	6,300,000
Total amount of equity shares (in Rupees)	300,000,000	63,000,000	63,000,000	63,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	30,000,000	6,300,000	6,300,000	6,300,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	300,000,000	63,000,000	63,000,000	63,000,000

#### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	30,000,000	7,000,000	7,000,000	7,000,000
Total amount of preference shares (in rupees)	300,000,000	70,000,000	70,000,000	70,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	30,000,000	7,000,000	7,000,000	7,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	300,000,000	70,000,000	70,000,000	70,000,000

#### (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

#### (d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	6,300,000	6300000	63,000,000	63,000,000	
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 <div></div>						
<b>Decrease during the year</b>	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 <div></div>						
<b>At the end of the year</b>	0	6,300,000	6300000	63,000,000	63,000,000	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	7,000,000	7000000	70,000,000	70,000,000	
<b>Increase during the year</b>	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 <div></div>						
<b>Decrease during the year</b>	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 <div></div>						
<b>At the end of the year</b>	0	7,000,000	7000000	70,000,000	70,000,000	

ISIN of the equity shares of the company

(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		<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			
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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**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	0	0	0	0
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**

2,023,021,699

**(ii) Net worth of the Company**

1,757,308,752

**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	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)	6,299,994	100	7,000,000	100
10.	Others	0	0	0	0
	<b>Total</b>	6,299,994	100	7,000,000	100

**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	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)	6	0	0	0
10.	Others	0	0	0	0



	<b>Total</b>	6	0	0	0
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**Total number of shareholders (other than promoters)**

6

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

7

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

<b>Details</b>	<b>At the beginning of the year</b>	<b>At the end of the year</b>
Promoters	1	1
Members (other than promoters)	7	6
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

<b>Category</b>	<b>Number of directors at the beginning of the year</b>		<b>Number of directors at the end of the year</b>		<b>Percentage of shares held by directors as at the end of year</b>	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	2	2	2	3	0	0
(i) Non-Independent	2	2	2	3	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	2	2	2	3	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)
Mr. Vishal Kampani	00009079	Director	0	
Ms. Dipti Neelakantan	00505452	Director	0	
Mr. Chirag Negandhi	06988113	Additional director	0	
Mr. Anish Damania	05105982	Additional director	0	
Mr. Samir Shah	03085979	Whole-time director	0	
Mr. Chetan Dharod	ADQPD0876N	CFO	0	
Ms. Siddiqa Raeen	BMTPR4262D	Company Secretary	0	

**(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)
Ms. Siddiqa Raeen	BMTPR4262D	Company Secretary	01/04/2023	Appointment as the Company
Mr. Chirag Negandhi	06988113	Additional director	13/02/2024	Appointment as an Additional
Mr. Richard Liu	07910437	Whole-time director	29/02/2024	Cessation
Mr. Anish Damania	05105982	Additional director	01/03/2024	Appointment as an Additional

**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	24/07/2023	7	6	99.99

**B. BOARD MEETINGS**

\*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2023	4	4	100
2	24/07/2023	4	4	100
3	23/10/2023	4	4	100
4	23/01/2024	4	3	75

### C. COMMITTEE MEETINGS

Number of meetings held

2

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	CSR Committee	13/07/2023	3	2	66.67
2	CSR Committee	19/03/2024	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	24/07/2024
								(Y/N/NA)
1	Mr. Vishal Kar	4	3	75	0	0	0	Yes
2	Ms. Dipti Neel	4	4	100	2	2	100	Yes
3	Mr. Chirag Ne	0	0	0	0	0	0	No
4	Mr. Anish Dan	0	0	0	0	0	0	No
5	Mr. Samir Sha	4	4	100	2	2	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Richard Liu	Whole-time direc	xxxxxxx	0	0	xxxxxxx	xxxxxxx
2	Mr. Samir Shah	Whole-time direc	xxxxxxx	0	0	xxxxxxx	xxxxxxx
	Total		xxxxxxx	0	0	xxxxxxx	xxxxxxx

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	Mr. Chetan Dharod	CFO	xxxxxxx	0	0	xxxxxxx	xxxxxxx
2	Ms. Siddiqa Raeen	Company Secre	xxxxxxx	0	0	0	xxxxxxx
	Total		xxxxxxx	0	0	xxxxxxx	xxxxxxx

Number of other directors whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dipti Neelakantan	Director	0	80,000	0	120,000	200,000
	Total		0	80,000	0	120,000	200,000

#### 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

Rakesh Sanghani

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

6302

**I/We certify that:**

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

**Declaration**

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

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

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

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

**To be digitally signed by**

Director

SAMIR  
RAMANLAL  
SHAH  
Digitally signed by  
SAMIR RAMANLAL  
SHAH  
Date: 2024.09.20  
21:02:45 +05'30'

DIN of the director

0\*0\*5\*7\*

**To be digitally signed by**

Siddiq  
Samshir  
Raeen  
Digitally signed by  
Siddiq Samshir  
Raeen  
Date: 2024.09.20  
21:04:30 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

5\*6\*2

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

MGT-8.pdf

Clarification Note.pdf

Details of Transfer.pdf

List of Shareholders 31032024.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

**Office:** 26, Orchid Plaza, Behind SBI., R. T. Road, Dahisar (East), Mumbai – 400068;

**Tel:** 022-28978414 / 28483441;

**Email:** rsmp.pcs@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 **JM FINANCIAL INSTITUTIONAL SECURITIES LIMITED** (the “Company”) as required to be maintained under the Companies Act, 2013 (the “Act”) and the rules made thereunder for the period ended on **March 31, 2024**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company and its officers, I certify that:

- A. The annual return states the facts as at the close of the aforesaid period correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act and rules made therein as under:
  - 1. the Company is an Unlisted Public Company registered under the Act bearing **CIN: U67100MH2017PLC296081** and is an Active Company;
  - 2. the Company has maintained registers/records & has made entries therein within the time prescribed;
  - 3. the Company has filed all forms and returns as required under the Act and the rules made thereunder with the Registrar of Companies during the period under review. Further, no filing of forms and returns with the Central Government, Regional Director, the Tribunal or Court was required by the Company, during the period under review;
  - 4. the Company has called/ convened/ held meetings of Board of Directors, its Committee(s) and the meeting of the members of the Company on due dates as stated in the Annual Return and in respect of which meetings, proper notices were

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given and the proceedings including the circular resolutions have been properly recorded in the minutes book/registers maintained for the purpose and the same have been signed;

5. the Company was not required to close its Register of Members during the year under review;
6. the Company has not advanced any loan(s) to its directors and/or persons or firms or companies referred in Section 185 of the Act;
7. the transactions with related party that were entered into during the period under review were on arm's length basis and were in ordinary course of business;
8. there were no issue or allotment 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 during the year;

Further, the Company has complied with the provisions of the Act to the extent applicable, with respect to the transfer of equity shares taken place during the year under review which amongst others included the transfer of shares from JM Financial Services Limited (JMFSL) to JM Financial Limited (JMFL) pursuant to the Scheme of arrangement (filed with National Company Law Tribunal, Mumbai Bench, through a joint application inter alia by JMFSL and JMFL) coming into effect on May 18, 2023, upon filing of the required forms with the Registrar of Companies, Mumbai, with the appointed date as April 1, 2023.

9. there were no instances requiring the Company to keep 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;
10. During the year under review, the Company paid Preference Dividend of Re. 0.001 per preference share on 70,00,000 0.01% Optionally Convertible Preference Shares of the face value Rs. 10/- each aggregating to Rs. 7,000 (Rupees Seven Thousand only) pertaining to financial year 2022-23, subject to deduction of tax at source in accordance with relevant provision of the Act;



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Further, there were no instances of transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;

11. the audited financial statement of the Company for the period ended March 31, 2024 were signed as per the provisions of Section 134 of the Act and report of directors as per sub - sections (3), (4) and (5) thereof;
12. the Board of the Company is duly constituted and the provisions of the appointment/re-appointment/disclosures of the directors, key managerial personnel and the remuneration paid to them, were duly complied with.

In the context of the above, following instance occurred during the year under review:

- a) Appointment of Ms. Siddiqua Raeen (Membership no: A54652) as Company Secretary of the Company w.e.f. April 01, 2023.
  - b) Re-appointment of Mr. Vishal Kampani (DIN: 00009079), as a Non-executive director of the Company at the 6<sup>th</sup> Annual General Meeting held on July 24, 2023, who retired by rotation pursuant to the provisions of Section 152 of the Act;
  - c) Appointment of Mr. Chirag Negandhi as an Additional (Non-executive) Director of the Company w.e.f. February 13, 2024;
  - d) Appointment of Mr. Anish Damania as an Additional Director of the Company w.e.f. March 01, 2024; and
  - e) Cessation of Mr. Richard Liu as a Whole Time Director of the Company w.e.f. February 29, 2024.
13. The Company has complied with the provisions of Section 139 of the Act, during the year under review, to the extent applicable.

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**Email:** rsmp.pcs@gmail.com

14. the Company was not required to obtain specific approvals from the Central Government, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. the Company has neither invited nor accepted any deposits during the period under review;
16. the Company has complied with the provisions with respect to borrowing from ~~its directors, members, public financial institutions,~~ banks and others and creation/modification/satisfaction of charges in that respect wherever applicable; Further, there were no instances of modification or satisfaction of charges during the year under review;
17. the Company has not given any loan, guarantee, security or made investments as per the provisions of Section 186 of the Act;
18. the Company has not altered provisions of the Memorandum of Association and Articles of Association during the year under review.

For **RS & MP Associates, Company Secretaries**

**Unique code No.:** P2017MH061400

**PR:** 1773/2022

**RAKESH**  
**DHIRAJLAL**  
**SANGHANI**

Digitally signed by  
RAKESH DHIRAJLAL  
SANGHANI  
Date: 2024.09.20  
16:13:58 +05'30'

**RAKESH SANGHANI, Partner**

**FCS:** 7647 **CP:** 6302

**UDIN:** F007647F001267983

**Date:** 20/09/2024

**Place:** Mumbai

**List of shareholders as on March 31, 2024**

DP ID Client ID debenture holder	Name of the shareholder/Debenture holder	Father's name/Husbands Name	Address of shareholder/ debenture holder	Type of share/ Debenture	Numbers of shares/ debenture	Amount per share/ debenture (Rs.)
IN302927/ 10098143	JM Financial Limited	NA	7 <sup>th</sup> Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025	Equity	62,99,994	10
IN302927/ 10376650	JM Financial Limited jointly with Mr. Nishit Shah	NA	7 <sup>th</sup> Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025	Equity	1	10
IN302927/ 10318550	JM Financial Limited jointly with Mr. Manish Sheth	NA	7 <sup>th</sup> Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025	Equity	1	10
IN302927/ 10319954	JM Financial Limited jointly with JM Financial Properties and Holdings Limited	NA	7 <sup>th</sup> Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025	Equity	1	10
IN302927/ 10319979	JM Financial Limited jointly with Mr. Gagan Kothari	NA	7 <sup>th</sup> Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025	Equity	1	10
IN302927/ 10318808	JM Financial Limited jointly with Mr. Vishal Kampani	NA	7 <sup>th</sup> Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025	Equity	1	10
IN302927/ 10319946	JM Financial Limited jointly with Ms. Amishi Gambhir	NA	7 <sup>th</sup> Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025	Equity	1	10
IN302927/ 10098143	JM Financial Limited	NA	7 <sup>th</sup> Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025	Preference Shares	70,00,000	10

For JM Financial Institutional Securities Limited



**Siddiq Raean**  
Company Secretary  
Membership No.: A54652

**JM FINANCIAL**

Place: Mumbai  
Date: September 17, 2024

## DETAILS OF TRANSFER OF EQUITY SHARES

### Transfer 1 on April 17, 2023

Date of Transfer of Shares	- April 17, 2023
Type of Transfer	- Equity Shares
Number of Shares Transferred	- 1
Amount per Share	- Rs. 10/-
Ledger Folio of Transferor/DP ID & Client ID	- IN302927 10318584
Transferor's Name	- JM Financial Services Limited jointly with Mr. Subodh Shinkar
Ledger Folio of Transferee/DP ID & Client ID	- IN302927 10377111
Transferee's Name	- JM Financial Services Limited jointly with Mr. Nishit Shah

**Transfer 2 on May 30, 2023: Transfer of Shares pursuant to the Scheme of Amalgamation coming into effect on May 18, 2023.**

#### 1. JM Financial Services Limited to JM Financial Limited

Date of Transfer of Shares	- May 30, 2023
Type of Transfer	- Equity Shares
Number of Shares Transferred	- 62,99,994
Amount per Share	- Rs. 10/-
Ledger Folio of Transferor/DP ID & Client ID	- IN302927 10017656
Transferor's Name	- JM Financial Services Limited
Ledger Folio of Transferee/DP ID & Client ID	- IN302927 10098143
Transferee's Name	- JM Financial Limited

#### 2. JM Financial Services Limited jointly with Mr. Nishit Shah to JM Financial Limited jointly with Mr. Nishit Shah

Date of Transfer of Shares	- May 30, 2023
Type of Transfer	- Equity Shares
Number of Shares Transferred	- 1
Amount per Share	- Rs. 10/-
Ledger Folio of Transferor/DP ID & Client ID	- IN302927 10377111
Transferor's Name	- JM Financial Services Limited jointly with Mr. Nishit Shah
Ledger Folio of Transferee/DP ID & Client ID	- IN302927 10376650
Transferee's Name	- JM Financial Limited jointly with Mr. Nishit Shah



**3. JM Financial Services Limited jointly with Mr. Manish Sheth to JM Financial Limited jointly with Mr. Manish Sheth**

Date of Transfer of Shares	- May 30, 2023
Type of Transfer	- Equity Shares
Number of Shares Transferred	- 1
Amount per Share	- Rs. 10/-
Ledger Folio of Transferor/DP ID & Client ID	- IN302927 10318656
Transferor's Name	- JM Financial Services Limited jointly with Mr. Manish Sheth
Ledger Folio of Transferee/DP ID & Client ID	- IN302927 10318550
Transferee's Name	- JM Financial Limited jointly with Mr. Manish Sheth

**4. JM Financial Services Limited jointly with JM Financial Properties and Holdings Limited to JM Financial Limited jointly with JM Financial Properties and Holdings Limited**

Date of Transfer of Shares	- May 30, 2023
Type of Transfer	- Equity Shares
Number of Shares Transferred	- 1
Amount per Share	- Rs. 10/-
Ledger Folio of Transferor/DP ID & Client ID	- IN302927 10320065
Transferor's Name	- JM Financial Services Limited jointly with JM Financial Properties and Holdings Limited.
Ledger Folio of Transferee/DP ID & Client ID	- IN302927 10319954
Transferee's Name	- JM Financial Limited jointly with JM Financial Properties and Holdings Limited.

**5. JM Financial Services Limited jointly with Mr. Gagan Kothari to JM Financial Limited jointly with Mr. Gagan Kothari**

Date of Transfer of Shares	- May 30, 2023
Type of Transfer	- Equity Shares
Number of Shares Transferred	- 1
Amount per Share	- Rs. 10/-
Ledger Folio of Transferor/DP ID & Client ID	- IN302927 10320008
Transferor's Name	- JM Financial Services Limited jointly with Mr. Gagan Kothari.
Ledger Folio of Transferee/DP ID & Client ID	- IN302927 10319979
Transferee's Name	- JM Financial Limited jointly with Mr. Gagan Kothari.

**6. JM Financial Services Limited jointly with Mr. Vishal Kampani to JM Financial Limited jointly with Mr. Vishal Kampani**

Date of Transfer of Shares	- May 30, 2023
Type of Transfer	- Equity Shares
Number of Shares Transferred	- 1
Amount per Share	- Rs. 10/-
Ledger Folio of Transferor/DP ID & Client ID	- IN302927 10318816
Transferor's Name	- JM Financial Services Limited jointly with Mr. Vishal Kampani.
Ledger Folio of Transferee/DP ID & Client ID	- IN302927 10318808
Transferee's Name	- JM Financial Limited jointly with Mr. Vishal Kampani.

**7. JM Financial Services Limited jointly with Ms. Amishi Gambhir to JM Financial Limited jointly with Ms. Amishi Gambhir**

Date of Transfer of Shares	- May 30, 2023
Type of Transfer	- 1 -Equity Shares
Number of Shares Transferred	- 1
Amount per Share	- Rs. 10/-
Ledger Folio of Transferor/DP ID & Client ID	- IN302927 10320016
Transferor's Name	- JM Financial Services Limited jointly with Ms. Amishi Gambhir
Ledger Folio of Transferee/DP ID & Client ID	- IN302927 10319946
Transferee's Name	- JM Financial Limited jointly with Ms. Amishi Gambhir

For **JM Financial Institutional Securities Limited**

Date: September 18, 2024  
Place: Mumbai

  
**Siddiqua Raeen**  
Company Secretary  
Membership No.: A54652



**Clarification Notes with respect to Form MGT-7:**

**POINT NO. VI (A) SHAREHOLDING PATTERN – PROMOTERS; AND VI (B) SHARE HOLDING PATTERN – PUBLIC/OTHER THAN PROMOTERS:**

As on March 31, 2024, JM Financial Limited (JMFL) is the promoter of the Company and holds 100% equity share capital of the Company. *However, to meet the requirements of minimum number of members applicable to a public limited company*, six (6) other persons hold the shares of the Company jointly with JMFL as per the details given below:

<b>Name of Shareholders</b>	<b>No. of Shares of face value of Rs. 10/- each</b>
JM Financial Limited	62,99,994
JM Financial Limited jointly with Mr. Nishit Shah	10
JM Financial Limited jointly with Mr. Manish Sheth	10
JM Financial Limited jointly with Ms. Amishi Gambhir	10
JM Financial Limited jointly with JM Financial Properties and Holdings Limited	10
JM Financial Limited jointly with Mr. Vishal Kampani	10
JM Financial Limited jointly with Mr. Gagan Kothari	10
<b>Total</b>	<b>63,00,000</b>

Further, we wish to inform that 70,00,000 0.01% Optionally Convertible Preference Shares issued by the Company are also held singly by JMFL in its own name.

