

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

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

U65910TN1989PLC017021

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCI0979B

(ii) (a) Name of the company

NORTHERN ARC CAPITAL LIMIT

(b) Registered office address

No. 1, Kanagam Village, 10th Floor
IITM Research Park, Taramani
Chennai
Tamil Nadu
600113

(c) *e-mail ID of the company

srividhya.r@northernarc.com

(d) *Telephone number with STD code

0446687000

(e) Website

www.northernarc.com

(iii) Date of Incorporation

09/03/1989

(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

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(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	NORTHERN ARC INVESTMENT	U74900TN2012PTC087839	Subsidiary	100
2	NORTHERN ARC INVESTMENT	U74120TN2014PTC095064	Subsidiary	100
3	NORTHERN ARC FOUNDATION	U80904TN2019NPL127426	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	125,000,000	87,477,903	87,477,903	87,477,903
Total amount of equity shares (in Rupees)	1,250,000,000	874,779,030	874,779,030	874,779,030

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	125,000,000	87,477,903	87,477,903	87,477,903
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,250,000,000	874,779,030	874,779,030	874,779,030

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	79,900,000	41,323,204	41,323,204	41,323,204
Total amount of preference shares (in rupees)	1,400,000,000	826,464,080	826,464,080	826,464,080

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	60,100,000	41,323,204	41,323,204	41,323,204
Nominal value per share (in rupees)	20	20	20	20
Total amount of preference shares (in rupees)	1,202,000,000	826,464,080	826,464,080	826,464,080
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	19,800,000	0	0	0
Nominal value per share (in rupees)	10	0	0	
Total amount of preference shares (in rupees)	198,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	78,365,776	783,657,760	783,657,760	
Increase during the year	9,112,127	91,121,270	91,121,270	605,152,681
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	3,197,644	31,976,440	31,976,440	598,023,381
v. ESOPs	63,483	634,830	634,830	7,129,300
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	5,851,000	58,510,000	58,510,000	
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	87,477,903	874,779,030	874,779,030	
Preference shares				
At the beginning of the year	49,384,296	871,685,920	871,685,920	

Increase during the year	9,389,908	187,798,160	187,798,160	1,662,201,514.16
i. Issues of shares	9,389,908	187,798,160	187,798,160	1,662,201,514.16
ii. Re-issue of forfeited shares	0	0	0	
iii. Others, specify				
Decrease during the year	17,451,000	233,020,000	233,020,000	10,440,000
i. Redemption of shares	11,600,000	116,000,000	116,000,000	10,440,000
ii. Shares forfeited	0	0	0	
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
Conversion of preference shares to equity shares	5,851,000	117,020,000	117,020,000	
At the end of the year	41,323,204	826,464,080	826,464,080	

(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

27/09/2019

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"/>			
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

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	30,014,100	10;10,000;500000;100000	8,450,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			25,776,123,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			3,434,688,000
Deposit			0
Total			37,660,811,000

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	11,350,000,000	3,950,000,000	6,850,000,000	8,450,000,000
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**

5,804,709,000

(ii) Net worth of the Company

13,205,446,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		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)	0	0	0	0
10.	Others	0	0	0	0
	Total	0	0	0	0

Total number of shareholders (promoters)

0

(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	3	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)	66,965,237	76.55	14,887,004	36.03
10.	Others Trust & Alternative Investm	20,512,663	23.45	26,436,200	63.97
	Total	87,477,903	100	41,323,204	100

Total number of shareholders (other than promoters)

25

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

25

**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	0	0
Members (other than promoters)	25	25
Debenture holders	10	18

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	4	1	4	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	6	0	5	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	6	0	5	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	10	1	9	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(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)
RAJIV LOCHAN	05309534	Director	0	31/10/2020
KSHAMA FERNANDES	02539429	Managing Director	1	
SAMIR SHAH	00912693	Nominee director	0	
SUSAN THOMAS	00472794	Director	0	10/10/2020
RAJESH DUGAR	00040516	Nominee director	0	
MICHAEL JUDE FERNANDES	00064088	Nominee director	0	
VIJAY CHAKRAVARTH	08020248	Nominee director	0	
LEO PURI	01764813	Director	0	31/10/2020
AMIT MEHTA	07089427	Nominee director	0	
ANURADHA RAO	07597195	Director	0	
BAMA BALAKRISHNAN	AFWPB6741C	CFO	1	06/07/2020
Srividhya R	BDEPS0359G	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)
VEDIKA BHANDARKAR	00033808	Director	30/07/2019	Cessation
ANURADHA RAO	07597195	Additional director	31/10/2019	Appointment
JOHN FISCHER	07908218	Director	05/02/2020	Cessation
ANURADHA RAO	07597195	Director	04/12/2019	Regularize as Independent Director
LEO PURI	01764813	Director	27/09/2019	Regularize as Independent Director

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
Extraordinary General Meet	23/05/2019	15	15	100
Annual General Meeting	27/09/2019	16	15	99.99
Extraordinary General Meet	04/12/2019	16	14	99.99
Extraordinary General Meet	10/01/2020	16	15	99.99

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/04/2019	11	11	100
2	10/05/2019	11	7	63.64
3	21/05/2019	11	7	63.64
4	26/07/2019	11	11	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	13/08/2019	10	10	100
6	30/10/2019	10	8	80
7	02/12/2019	11	10	90.91
8	05/02/2020	11	9	81.82
9	06/03/2020	10	7	70

C. COMMITTEE MEETINGS

Number of meetings held

14

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	09/05/2019	5	3	60
2	Audit Committee	21/05/2019	6	4	66.67
3	Audit Committee	26/07/2019	6	6	100
4	Audit Committee	30/10/2019	5	4	80
5	Audit Committee	05/02/2020	5	3	60
6	Nomination and Remuneration Committee	23/04/2019	4	4	100
7	Nomination and Remuneration Committee	30/10/2019	5	3	60
8	Nomination and Remuneration Committee	05/02/2020	5	4	80
9	CSR Committee	23/10/2019	4	4	100
10	CSR Committee	04/02/2020	4	4	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	
1	RAJIV LOCHA	9	9	100	10	10	100	Yes

2	KSHAMA FER	9	8	88.89	6	6	100	Yes
3	SAMIR SHAH	9	9	100	3	3	100	No
4	SUSAN THOM	9	5	55.56	14	8	57.14	No
5	RAJESH DUG	9	6	66.67	7	4	57.14	No
6	MICHAEL JUE	9	8	88.89	6	6	100	No
7	VIJAY CHAKR	9	8	88.89	9	9	100	No
8	LEO PURI	9	6	66.67	7	5	71.43	No
9	AMIT MEHTA	9	9	100	4	4	100	No
10	ANURADHA F	3	3	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Kshama Fernandes	Managing Director	28,514,975	0	0	0	28,514,975
	Total		28,514,975	0	0	0	28,514,975

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	BAMA BALAKRISHN	CFO	21,414,519	0	0	0	21,414,519
2	SRIVIDHYA R	Company Secretary	5,069,756	0	0	0	5,069,756
	Total		26,484,275	0	0	0	26,484,275

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	LEO PURI	Independent Director	0	1,500,000	0	850,000	2,350,000
2	RAJIV LOCHAN	Independent Director	0	0	0	1,400,000	1,400,000
3	SUSAN THOMAS	Independent Director	0	0	0	1,000,000	1,000,000
4	VEDIKA BHANDAR	Independent Director	0	0	0	400,000	400,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
5	ANURADHA RAO	Independent Dir	0	0	0	300,000	300,000
	Total		0	1,500,000	0	3,950,000	5,450,000

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

B.RAVI

Whether associate or fellow

Associate Fellow

Certificate of practice number

3318

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:

- 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

Digitally signed by
KSHAMA FERNANDES
Date: 2020.12.24
13:33:19 +05'30'

DIN of the director

To be digitally signed by

Digitally signed by
SRIVIDHYA RAMASAMY
Date: 2020.12.24
13:51:04 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

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

List of attachments

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List of Shareholders and Debentureholders
NAC_MGT 8.pdf
Committee Meeting details.pdf
List of shares transfer.pdf

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

