

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

U72200KA2000PTC027020

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACW3137H

(ii) (a) Name of the company

WAY2WEALTH SECURITIES PRI

(b) Registered office address

RUKMINI TOWERS, 3RD & 4TH FLOOR,
NO.3/1, PLATFORM ROAD, SHESHADRIPURAM,
BANGALORE
Bangalore
Karnataka
560022

(c) *e-mail ID of the company

compliance@way2wealth.com

(d) *Telephone number with STD code

08043676869

(e) Website

www.way2wealth.com

(iii) Date of Incorporation

08/05/2000

| (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 | 66.36 |

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 | SHRIRAM CREDIT COMPANY LI | U65993TN1980PLC008215 | Holding | 96.16 |
| 2 | WAY2WEALTH BROKERS PRIVA | U67120KA2000PTC027628 | Subsidiary | 100 |
| 3 | WAY2WEALTH COMMODITIES | U51229KA2006PTC039880 | Subsidiary | 99.99 |

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 | 240,000,000 | 237,507,724 | 237,507,724 | 237,507,724 |
| Total amount of equity shares (in Rupees) | 480,000,000 | 475,015,448 | 475,015,448 | 475,015,448 |

Number of classes

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Equity shares | | | | |
| Number of equity shares | 240,000,000 | 237,507,724 | 237,507,724 | 237,507,724 |
| Nominal value per share (in rupees) | 2 | 2 | 2 | 2 |
| Total amount of equity shares (in rupees) | 480,000,000 | 475,015,448 | 475,015,448 | 475,015,448 |

(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 |
|---|------------------|-------------|-----------|----------------------|----------------------|---------------|
| Equity shares | Physical | DEMAT | Total | | | |
| At the beginning of the year | 1,405 | 237,506,319 | 237507724 | 475,015,448 | 475,015,448 | |
| 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> | | | | | | |
| 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 <div></div> | | | | | | |
| At the end of the year | 1,405 | 237,506,319 | 237507724 | 475,015,448 | 475,015,44 | |
| | | | | | | |
| Preference shares | | | | | | |
| At the beginning of the year | 0 | 0 | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Issues of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Others, specify <div></div> | | | | | | |
| 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 <div></div> | | | | | | |
| At the end of the year | 0 | 0 | 0 | 0 | 0 | |

ISIN of the equity shares of the company

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

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 | 30/10/2020 | | |
| 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 | <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) *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 |
| Total | | | 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

41,310,000

(ii) Net worth of the Company

644,840,000

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) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |

| | | | | | |
|-----|---|-------------|-------|---|---|
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 228,383,441 | 96.16 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 228,383,441 | 96.16 | 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 | 9,078,653 | 3.82 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | |
| 10. | Others Trusts (W2W Employees Well | 45,630 | 0.02 | 0 | |

| | | | | | |
|--|--------------|-----------|------|---|---|
| | Total | 9,124,283 | 3.84 | 0 | 0 |
|--|--------------|-----------|------|---|---|

Total number of shareholders (other than promoters)

85

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

86

**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 | 1 |
| Members (other than promoters) | 131 | 85 |
| Debenture holders | 0 | 0 |

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 | 0 | 2 | 1 | 2 | 0 | 0 |
| (i) Non-Independent | 0 | 1 | 1 | 1 | 0 | 0 |
| (ii) Independent | 0 | 1 | 0 | 1 | 0 | 0 |
| C. Nominee Directors representing | 0 | 2 | 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 | 2 | 0 | 0 | 0 | 0 |
| Total | 0 | 4 | 1 | 2 | 0 | 0 |

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

6

(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) |
|--------------------|------------|---------------------|--------------------------------|--|
| MADHUGIRIRAJASIMH | 00492377 | Additional director | 0 | |
| AMIT SANKAR GUPTA | 00421673 | Additional director | 0 | |
| MANJIT SINGH | 03563281 | Additional director | 0 | |
| MADHUGIRIRAJASIMH | ABDPB4470B | CEO | 0 | |
| GLIRY PARAPPEN PAI | AOFPP6479P | Company Secretar | 0 | |
| BELISARAE GIDDE GC | ABKPS0941B | CFO | 0 | 30/06/2021 |

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

7

| 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) |
|--------------------|----------|--|---|--|
| MADHUGIRIRAJASIMH | 00492377 | Additional director | 29/12/2020 | Appointment |
| AMIT SANKAR GUPTA | 00421673 | Additional director | 29/12/2020 | Appointment |
| MANJIT SINGH | 03563281 | Additional director | 29/12/2020 | Appointment |
| DEEKSHITH MALLE GC | 03505388 | Director | 29/12/2020 | Cessation |
| GOVIND SINGH | 07303232 | Director | 29/12/2020 | Cessation |
| KETAN CHHOTALAL S | 00459420 | Nominee director | 29/12/2020 | Cessation |
| NAVEEN NATH | 02275721 | Nominee director | 29/12/2020 | Cessation |

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

3

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance | |
|--------------------------------|-----------------|--|----------------------------|-------------------------|
| | | | Number of members attended | % of total shareholding |
| Extra Ordinary General Meeting | 20/08/2020 | 134 | 7 | 53.45 |
| Annual General Meeting | 30/10/2020 | 134 | 7 | 53.45 |
| Extra Ordinary General Meeting | 29/12/2020 | 94 | 5 | 95.49 |

B. BOARD MEETINGS

*Number of meetings held

14

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 02/04/2020 | 4 | 4 | 100 |
| 2 | 01/06/2020 | 4 | 2 | 50 |
| 3 | 28/07/2020 | 4 | 2 | 50 |
| 4 | 10/08/2020 | 4 | 2 | 50 |
| 5 | 02/09/2020 | 4 | 2 | 50 |
| 6 | 23/09/2020 | 4 | 3 | 75 |
| 7 | 01/10/2020 | 4 | 2 | 50 |
| 8 | 01/10/2020 | 4 | 2 | 50 |
| 9 | 08/10/2020 | 4 | 2 | 50 |
| 10 | 06/11/2020 | 4 | 2 | 50 |
| 11 | 23/11/2020 | 4 | 2 | 50 |
| 12 | 14/12/2020 | 4 | 3 | 75 |

C. COMMITTEE MEETINGS

Number of meetings held

7

| 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 | 30/05/2020 | 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 |
| 2 | Audit Committee | 25/07/2020 | 3 | 3 | 100 |
| 3 | Audit Committee | 09/08/2020 | 3 | 3 | 100 |
| 4 | Audit Committee | 22/09/2020 | 3 | 3 | 100 |
| 5 | Audit Committee | 11/02/2021 | 3 | 3 | 100 |
| 6 | CSR Committee | 25/09/2020 | 3 | 3 | 100 |
| 7 | CSR Committee | 29/03/2021 | 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 | 30/06/2021 |
| | | | | | | | | (Y/N/NA) |
| | | | | | | | | |
| 1 | MADHUGIRIRAJAS | 2 | 2 | 100 | 2 | 2 | 100 | Yes |
| 2 | AMIT SANKAR | 2 | 2 | 100 | 2 | 2 | 100 | No |
| 3 | MANJIT SINGH | 2 | 2 | 100 | 2 | 2 | 100 | 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

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/Sweat equity | Others | Total Amount |
|--------|----------------|-------------------|--------------|------------|---------------------------|--------|--------------|
| 1 | MADHUGIRIRAJAS | CEO | 3,874,632 | 0 | 0 | 0 | 3,874,632 |
| 2 | GLIRY PARAPPEN | Company Secretary | 1,777,217 | 0 | 0 | 0 | 1,777,217 |

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| | Total | | 5,651,849 | 0 | 0 | 0 | 5,651,849 |

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

CS Pratibha Mohta

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

15678

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:

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

M R Shashi
Bhushan
Digitally signed by M
R Shashi Bhushan
Date: 2021.08.28
18:34:03 +05'30'

DIN of the director

00492377

To be digitally signed by

GLIRY
P PAUL
Digitally signed by
GLIRY P PAUL
Date: 2021.08.28
18:33:42 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

30869

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**

List of Shareholder as on 31st March 2021
Details of transfer of shares in 2020-21.pdf
MGT 8- Secutities.pdf
Declaration.pdf
Board meeting details.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



Pratibha Mohta & Co.
(Formerly Pratibha Vahini & Co.)
Company Secretaries

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

We have examined the registers, records and books and papers of Way2wealth Securities Private Limited ("the Company"), having CIN U72200KA2000PTC027020 as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under for the financial year ended on 31st March, 2021. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to us by the company virtually (due to COVID restrictions), its officers and agents, I certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. Its status under the Act; the Company is Private Limited Company (Deemed Public Company) and Active as on date of issue of this Certificate.
2. The Company has kept and maintained all registers/records & making entries therein within the time and format prescribed therefore;
3. The company has filed the forms and returns with the Registrar of Companies under the Act and the rules made there and in case of delay with requisite additional fees.
4. a. The Company has called/ convened and held meetings of Board of Directors and its committees on due dates as stated in the annual return. The maximum gap of the Meeting of the Board of Directors does not exceed 120 days.
b. The Company has held its Annual General Meeting within the extended period as approved by the Registrar of Companies.
c. The proceedings have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed.

11, 2nd Floor, 7th Block, 100 Feet Ring Road, Banashankari 3rd Stage,
(Above Tyre care centre), Bangalore - 560085
Mo: +91-9964381421; Email: pratibha@pvcs.co.in





Pratibha Mohta & Co.
(Formerly Pratibha Vahini & Co.)
Company Secretaries

- d. As explained to us the Company has given proper notice for the said meetings as per the provisions of the Act.
- e. There are no circular resolutions and no resolutions passed by postal ballot during the period under review;
5. The company is not required to close its Register of Members during the year under Section 91 of the Act;
6. Section 185 of the Act is not applicable for the Loans, guarantees, and security provided during the period under review to the wholly owned subsidiaries as the same is utilized by the said subsidiaries for their principal business activities. Further as per the management representation the provisions of Section 185 of the Act has been complied with.
7. According to the explanations and information's provided and further based on the disclosures in Audit report and financial statements for the year ending 31st March, 2020 and 31st March, 2021, the company has complied with the provisions of Section 188 of the Act;
8. The Company has not issued or allotted any of its shares to its existing shareholders or others during the period under review. Further there were transfer of shares through Demat form during the period under review and the Board took note of the same in the respective Board meetings.
9. The company has not bought back any shares during the financial year ending 31st March, 2021;
10. There are no preference shares or debentures issued or redeemed during the period under review;
11. The Company has not altered or reduced its capital during the year;
12. The Company has not issued any share certificates in lieu of conversion of shares/securities or duplicate share certificates during the period under review;
13. There were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.





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Company Secretaries

14. The Company has not declared or paid dividend during the period under review. Further there was no requirement to transfer any unpaid, unclaimed amount to Investor Education and Protection fund for the year ended March 31, 2021.
15. The Company has duly signed its audited financial statement as per the provisions of section 134 of the Act and has maintained its report of Directors as per sub-sections (3) and (5) thereof.
16. The Company has duly noted the constitution and disclosures of the Directors during the period under review.

Further Mr. Amit Shankar Gupta, Mr. M R Shashibhushan and Mr. Manjit Singh (Independent Director) were appointed as on Additional Director as on 29th December, 2020.

Further, Mr. Ketan Chhotatal Sheth, Mr. Naveen Nath, Nominee Directors of the Company and Mr. K M Deekshith, Director and Mr. Govind Singh, Independent Director resigned from their office with effect from 29th December, 2020.

As per the explanations provided to us, the Company has not paid any remuneration to its Directors during the period under review;

17. There was a casual vacancy created due to resignation of BSR & Associates LLP, the Statutory Auditors of the Company, however M/s. Sundaresha and Associates, Chartered Accountants, Bangalore were appointed as the Statutory Auditors in the Extra-Ordinary General Meeting held on 20th August, 2020, to fill the casual vacancy and to conduct the statutory audit for the financial year ended 31st March, 2020.
18. There were no instances of obtaining any approvals from the Central Government, Tribunal, Regional Director, Court or such other authorities falling under various provisions of the Act during the period under review.
19. The Company has not invited or accepted any deposits from any of its members, directors or their relatives.





Pratibha Mohta & Co.
(Formerly Pratibha Vahini & Co.)
Company Secretaries

20. The Company has not borrowed loans from its Directors, however the Company has taken inter Corporate Loans i.e. borrowings from Body Corporate during the year under review.
21. The loans made and investments or guarantee given, securities provided to other body Corporate are within the limit as approved by the Shareholders in the earlier years;
22. The Company falls under the purview of Section 135 of the Companies Act, 2013 and the same has been complied with. Further due to the current pandemic situation, the Company had extinguished the carry forwarded CSR Expenditure of previous years in the Board Meeting held on 1st October, 2020.
23. The company has not altered its Memorandum and Articles of Association during the year under review.

Place: Bangalore

Date: 28th August, 2021



ACS No.: 39334 CP. No. : 15678

UDIN: A039334C000852168



Pratibha Mohta & Co.
(Formerly Pratibha Vahini & Co.)
Company Secretaries

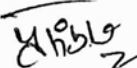
DECLARATION

In connection with Issue of Certificate to Form MGT-7 and signing of the said Form pertaining to the financial year 2020-21 under section 92(1) of the Companies Act, 2013, I wish to state that my signing as a Company Secretary in Practice is subject to the following:

1. The maintenance of statutory records and registers under the companies Act, 2013 is the responsibility of the Board of directors and management of the Company;
2. The compliance of applicable provisions of the Companies Act, 2013 and disclosure under the Companies Act, 2013 is the responsibility of the Board of Directors and the management of the company.
3. The financial information & particulars filled in the said form are based on the financial statements of the company for the financial year 2020-21 and
4. The annual return (including the particulars of the compliances made by the Company under the Companies Act, 2013 stated at the point no. XI (A) & reasons/ observations for non-compliances, stated at no XI (B) and the particulars of penalty and punishment, if any stated at point no XII) and attachment thereto have been prepared/ filled by the management of the Company and confirmed by the director signing the said form.

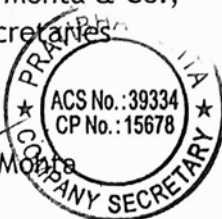
As per information and explanations provided virtually (due to the current Pandemic condition) to me and based on my verification of the Company's statutory records, forms and returns filed and other records maintained by the Company as required under the applicable provisions of the Companies Act, 2013 and Rules framed there under and also as per the details available from the Company, its officers, agents, and authorized representatives during the process of verification of the contents of annual return of the company as mentioned hereinabove, I found it to be true, correct and complete and no information material to this form has been suppressed or concealed.

For, Pratibha Mohta & Co.,
Company Secretaries


CS Pratibha Mohta
Partner

C.P. No. : 15678

Membership No. 39334



**List of shareholders of Way2Wealth Securities as on 31st March 2021**

| Sl.No. | Name of shareholder | Number of shares |
|--------|------------------------------------|------------------|
| 1 | Shriram Credit Company Limited | 228,383,441 |
| 2 | Shri. V G Siddhartha | 84,85,060 |
| 3 | Ravichandran R A | 62,000 |
| 4 | Aditya Agarwal | 50,000 |
| 5 | Way2Wealth Employees Welfare Trust | 45,630 |
| 6 | Annappa | 19,000 |
| 7 | Niranjan Kumar | 18,000 |
| 8 | Khoja Najemul Rahiman | 17,518 |
| 9 | A Amarnath | 17,000 |
| 10 | P S Sabitha | 15,840 |
| 11 | Ray Kumar Panyam | 13,000 |
| 12 | Rangaraju H T | 13,000 |
| 13 | Shantha M S | 12,000 |
| 14 | Dinesh V M | 12,000 |
| 15 | Manish Acharekar | 12,000 |
| 16 | Chandrashekar N | 11,880 |
| 17 | Sathish Kumar Vodapally | 10,560 |
| 18 | Punit Mitter Sahi | 10,000 |
| 19 | Brajendra Basantlal Talesara | 10,000 |
| 20 | Shankar Ramu Mestry | 10,000 |
| 21 | Varaha Narasimham Peri | 9,000 |
| 22 | Pankaj Kumar Sharma | 8,580 |
| 23 | Shankar Bhat | 8,000 |
| 24 | Guntanala Govinda Rajasekhar | 8,000 |





| | | |
|----|----------------------------|-------|
| 25 | K N Nagendra | 7,260 |
| 26 | Krishna Chowdary Arimilli | 7,000 |
| 27 | Karunakar M | 7,000 |
| 28 | Murali Krishna Dintakurthi | 7,000 |
| 29 | Ramesh Babu Somisetty | 7,000 |
| 30 | Hemanth Kumar Agrawal | 7,000 |
| 31 | Giridhar K | 6,000 |
| 32 | N H Narasimha Raju | 5,940 |
| 33 | Thusthakeer A | 5,940 |
| 34 | Sidharth Mishra | 5,940 |
| 35 | Anu Singh | 5,280 |
| 36 | Sailaja Kothuru | 5,000 |
| 37 | Vikram A V | 5,000 |
| 38 | Muralidhar S Poojary | 5,000 |
| 39 | Syed Kalesha | 5,000 |
| 40 | Yeshwanth B S | 5,000 |
| 41 | Ganesh Shetty | 5,000 |
| 42 | K Venkateshwarlu | 5,000 |
| 43 | M Eshwar Kumar | 5,000 |
| 44 | Harikrishna V | 5,000 |
| 45 | Venkatadri Kesana | 5,000 |
| 46 | Deepak Kunder | 5,000 |
| 47 | Yaseen | 5,000 |
| 48 | Ketan Harilal Sangoi | 5,000 |
| 49 | Arun Tandon | 4,620 |
| 50 | Aruna Niranjana Deshpande | 4,620 |





| | | |
|----|--------------------------------|-------|
| 51 | Mruthyunjaya B V | 4,620 |
| 52 | Prashanth P | 4,620 |
| 53 | Ramu S | 4,290 |
| 54 | Praveen E | 4,020 |
| 55 | Jetti Satish Kumar | 4,000 |
| 56 | K Sai Ramesh | 4,000 |
| 57 | Balaji Mohan S A | 3,960 |
| 58 | Nagendra K N | 3,740 |
| 59 | Kosigi Shroff Srinivas Karthik | 3,500 |
| 60 | Nagalakshmi A | 3,350 |
| 61 | Ramesh Bhatt | 3,300 |
| 62 | Puran Singh Rautela | 3,300 |
| 63 | Suman Prakash Gurram | 3,300 |
| 64 | Aravapalli Nagamani | 3,300 |
| 65 | Indrakanti Ramakrishna | 3,300 |
| 66 | C Ashok Kumar | 3,300 |
| 67 | Harish N | 3,300 |
| 68 | N Nagabhushanam | 3,000 |
| 69 | Yogesh Bharat Shah | 2,970 |
| 70 | B Gopala Krishnaiah | 2,970 |
| 71 | Santhosh J S | 2,970 |
| 72 | Raghavendra G P | 2,640 |
| 73 | Tom Emmanuel | 2,640 |
| 74 | Adarsha K M | 2,310 |
| 75 | Prabhakara M | 2,310 |





| | | |
|--------------|--|--------------------|
| 76 | Nandish M | 1,980 |
| 77 | Umera | 1,980 |
| 78 | Prakasha V | 1,650 |
| 79 | Sandhya V Nair | 1,650 |
| 80 | Anirudha Kuppalli | 1,320 |
| 81 | Rameshkumar H N | 1,320 |
| 82 | Kaushal Kishor Rai | 1,320 |
| 83 | Ramesh | 1,320 |
| 84 | Aruna | 1,000 |
| 85 | Prakash B P | 660 |
| 86 | Anil Kumar Gupta - <i>Held through physical mode</i> | 1,405 |
| Total | | 237,507,724 |

FOR WAY2WEALTH SECURITIES PRIVATE LIMITED


M R SHASHIBHUSHAN
Director
DIN: 00492377



DETAILS OF TRANSFER OF SHARES IN THE FINANCIAL YEAR 2020-21

| Sl. No | Date of Transfer | TRANSFEROR | | Shares Transferred | | TRANSFeree | |
|--------|------------------|------------------|--|--------------------|---------------|------------------|------------------------------------|
| | | Folio | Name | Class | No. of shares | Folio | Name |
| 1 | 19-Dec-2020 | IN30307710338398 | Tanglin Developments Limited | Equity | 125405441 | IN30380910000045 | Shriram Credit Company Limited |
| 2 | 19-Dec-2020 | IN30307710072864 | Coffee Day Enterprises Private Limited | Equity | 77729800 | | |
| 3 | 24-Dec-2020 | IN30307710127402 | Ketan Chhotalal Sheth | Equity | 2405042 | | |
| 4 | 24-Dec-2020 | IN30154916975013 | Surendra Kancheti | Equity | 1500600 | | |
| 5 | 28-Dec-2020 | IN30307710573677 | Aravind R Nadarajan | Equity | 1101460 | | |
| 6 | 23-Dec-2020 | IN30307710577764 | C K Nithyanand | Equity | 1500600 | | |
| 7 | 24-Dec-2020 | IN30292710057131 | Jupiter Capital Private Limited | Equity | 3781515 | | |
| 8 | 24-Dec-2020 | IN30036010874154 | Monish Gopinath | Equity | 1500600 | | |
| 9 | 24-Dec-2020 | IN30167010001530 | Kamal Manchanda | Equity | 1500600 | | |
| 11 | 26-Nov-2020 | IN30021432863745 | Channa Keshava Hosagavi | Equity | 43000 | IN30307710109609 | Way2Wealth employees welfare trust |
| 12 | 01-Dec-2020 | IN30115124975894 | Sathisan K P | Equity | 200000 | | |
| 13 | 01-Dec-2020 | IN30115125091239 | Shivakumar C | Equity | 50000 | | |
| 14 | 02-Dec-2020 | IN30307710419338 | Amit Choudhury | Equity | 150000 | | |
| 15 | 02-Dec-2020 | IN30307710387896 | Revathi H K | Equity | 385090 | | |
| 16 | 02-Dec-2020 | IN30307710335922 | Sandhya | Equity | 18000 | | |

Way2Wealth Securities Private Limited (CIN: U72200KA2000PTC027020)

Reg. Off: Rukmini Towers, 3rd & 4th Floor, No.3/1, Platform Road, Sheshadripuram, Bangalore-560020

Ph: 080-43676869 e-mail: compliance@way2wealth.com

| | | | | | | | |
|----|-------------|------------------|--------------------------------|--------|--------|------------------|------------------------------------|
| 17 | 02-Dec-2020 | IN30307710608852 | Elizabeth Rani | Equity | 3350 | IN30307710109609 | Way2Wealth employees welfare trust |
| 18 | 02-Dec-2020 | IN30307710612319 | Vinay Tiwary | Equity | 150000 | | |
| 19 | 02-Dec-2020 | IN30307710306910 | Jatin Shah | Equity | 20000 | | |
| 20 | 02-Dec-2020 | IN30307710196912 | Lokesh N Patil | Equity | 6600 | | |
| 21 | 02-Dec-2020 | IN30307710379844 | Shivakumar B | Equity | 3000 | | |
| 22 | 02-Dec-2020 | IN30012610311136 | Rima Srivastava | Equity | 180000 | | |
| 23 | 03-Dec-2020 | IN30307710200112 | Brajendra Basantlal Talesara | Equity | 140000 | | |
| | 06-Nov-2020 | IN30307710335033 | Shivaji A | Equity | 13000 | | |
| 24 | 03-Dec-2020 | IN30009510784933 | Sushant Kumar | Equity | 150000 | | |
| 25 | 03-Dec-2020 | IN30115124975190 | Shantanu Ragavan Bharadwaj | Equity | 375000 | | |
| 26 | 08-Dec-2020 | IN30307710434595 | Prasad N Patil | Equity | 30000 | | |
| 27 | 08-Dec-2020 | IN30307710024262 | Gentil Augustine | Equity | 500000 | | |
| 28 | 08-Dec-2020 | IN30307710053484 | R Ravindra | Equity | 10000 | | |
| 29 | 08-Dec-2020 | IN30307710053935 | Manur Ramakrishna Vishnumurthy | Equity | 75000 | | |
| 30 | 08-Dec-2020 | IN30307710382958 | Parimala N | Equity | 4620 | | |
| 31 | 08-Dec-2020 | IN30307710613670 | Alok Ranjan | Equity | 83750 | | |
| 32 | 08-Dec-2020 | IN30307710593622 | Murali K | Equity | 7000 | | |
| 33 | 09-Dec-2020 | IN30307710663734 | Sejal Prateek Jain | Equity | 8710 | | |
| 34 | 11-Dec-2020 | IN30307710017502 | Raja Sekhar Manepalli | Equity | 16000 | | |
| 35 | 11-Dec-2020 | IN30307710573837 | Shanoj Kumar V | Equity | 25000 | | |
| 36 | 11-Dec-2020 | IN30307710017729 | Latha Hiremath | Equity | 7260 | | |
| 37 | 11-Dec-2020 | IN30307710012986 | Krishne Gowda V J | Equity | 18000 | | |
| 38 | 11-Dec-2020 | IN30307710019883 | M Venugopal | Equity | 4000 | | |
| 39 | 11-Dec-2020 | IN30307710048162 | G Manickam | Equity | 5000 | | |

Way2Wealth Securities Private Limited (CIN: U72200KA2000PTC027020)

Reg. Off: Rukmini Towers, 3rd & 4th Floor, No.3/1, Platform Road, Sheshadripuram, Bangalore-560020

Ph: 080-43676869 e-mail: compliance@way2wealth.com

| | | | | | | | |
|----|-------------|------------------|------------------------------------|--------|---------|------------------|------------------------------------|
| 40 | 14-Dec-2020 | IN30509910066622 | Venkatesh Shankar | Equity | 1652190 | | |
| 41 | 15-Dec-2020 | IN30307710451856 | Anjana Gupta | Equity | 2640 | | |
| 42 | 18-Dec-2020 | IN30307710611008 | Don Bosco | Equity | 4000 | | |
| 43 | 21-Dec-2020 | IN30115124975108 | Porus Soli Mistry | Equity | 100000 | | |
| 44 | 22-Dec-2020 | IN30051313408279 | Pinkeshkumar R Jain | Equity | 13000 | | |
| 45 | 29-Dec-2020 | IN30115124770023 | Hutaib Bandukwala | Equity | 180000 | | |
| 46 | 31-Dec-2020 | IN30115124975013 | Khoja Najemul Rahiman | Equity | 182482 | | |
| 47 | 04-Jan-2021 | IN30307710773571 | Srikant Durge | Equity | 3510 | | |
| 48 | 22-Jan-2021 | IN30115124808274 | B V Ramanjaneyulu | Equity | 150000 | | |
| 49 | 22-Jan-2021 | IN30307710163940 | Dharmendra R | Equity | 17600 | IN30307710109609 | Way2Wealth employees welfare trust |
| 50 | 12-Mar-2021 | IN30307710611008 | Don bosco | Equity | 18000 | | |
| 51 | 12-Mar-2021 | IN30307710565298 | Sreerangan krishnamoorthy | Equity | 24000 | | |
| 52 | 26-Mar-2021 | IN30048418092986 | Sai kishore abbaraju | Equity | 3630 | IN30380910000045 | Shriram Credit Company Limited |
| 53 | 22-Jan-2021 | IN30307710109609 | Way2Wealth employees welfare trust | Equity | 6469997 | | |
| 54 | 23-Dec-2020 | IN30115124810516 | Sunil Ramlal Ramrakhiani | Equity | 5487786 | | |