

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

L74110DL1995PLC069631

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

DHANI SERVICES LIMITED

(b) Registered office address

1/1E, First Floor,
East Patel Nagar,
New Delhi
West Delhi
Delhi
110000



(c) *e-mail ID of the company

dhanisecretarial@dhani.com

(d) *Telephone number with STD code

01141052775

(e) Website

www.dhani.com

(iii) Date of Incorporation

09/06/1995

(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

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U74899DL1995PTC071324

Pre-fill

Name of the Registrar and Transfer Agent

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

D-153A, FIRST FLOOR
OKHLA INDUSTRIAL AREA, PHASE-I

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

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

26

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	INDIABULLS INVESTMENT ADV +	U74992DL2008PLC182331	Subsidiary	100
2	DHANI STOCKS LIMITED	U74999DL2003PLC122874	Subsidiary	100

3	AUXESIA SOFT SOLUTIONS LIM +	U72900DL2011PLC225699	Subsidiary	100
4	INDIABULLS DISTRIBUTION SEI +	U74999DL2009PLC191143	Subsidiary	100
5	DEVATA TRADELINK LIMITED	U51109DL2008PLC172459	Subsidiary	100
6	DHANI LOANS AND SERVICES I +	U74899DL1994PLC062407	Subsidiary	100
7	PUSHPANJLI FINSOLUTIONS LI +	U67190DL2009PLC196822	Subsidiary	100
8	GYANSAGAR BUILDTECH LIMIT +	U70200DL2010PLC209963	Subsidiary	100
9	DHANI HEALTHCARE LIMITED	U74110DL2009PLC197255	Subsidiary	100
10	INDIABULLS ALTERNATE INVES +	U74999DL2016PLC290926	Subsidiary	100
11	INDIABULLS CONSUMER PROD +	U74999DL2016PLC302574	Subsidiary	100
12	INDIABULLS ASSET RECONSTR +	U67110MH2006PLC305312	Subsidiary	100
13	INDIABULLS INFRA RESOURCE +	U74999DL2017PLC311192	Subsidiary	100
14	TRANSERV LIMITED	U93090MH2010PLC211328	Subsidiary	100
15	EVINOS DEVELOPERS LIMITED	U70100DL2019PLC351426	Subsidiary	100
16	EVINOS BUILDWELL LIMITED	U70109DL2019PLC351424	Subsidiary	100
17	SAVREN MEDICARE LIMITED	U74999DL2019PLC357692	Subsidiary	100
18	KRATHIS BUILDCON LIMITED	U70109DL2019PLC357811	Subsidiary	100
19	KRATHIS DEVELOPERS LIMITED +	U70109DL2019PLC357999	Subsidiary	100
20	JWALA TECHNOLOGY SYSTEM +	U72900DL2016PTC289360	Subsidiary	100
21	JUVENTUS ESTATE LIMITED	U70109DL2006PLC151259	Subsidiary	100
22	MILKY WAY BUILDCON LIMITE +	U45400MH2007PLC308869	Subsidiary	100
23	MABON PROPERTIES LIMITED	U45200MH2008PLC308882	Subsidiary	100
24	Euler Systems, INC		Subsidiary	100
25	Dhani Limited (Jersey)		Subsidiary	100
26	Dhani LTD (UK)		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	1,000,000,000	612,147,910	612,147,910	612,147,910
Total amount of equity shares (in Rupees)	2,000,000,000	1,224,295,820	1,216,296,148.4	1,216,296,148.4

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	1,000,000,000	612,147,910	612,147,910	612,147,910
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	2,000,000,000	1,224,295,820	1,216,296,148.4	1,216,296,148.4

(b) Preference share capital

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

Number of classes

0

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

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	8,729	609,939,181	609947910	1,219,895,8	1,211,841,	

Increase during the year	0	2,200,514	2200514	4,401,028	4,401,028	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	2,200,000	2200000	4,400,000	4,400,000	
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify conversion of 505 physical share into Demat and f		514	514	1,028	1,028	
Decrease during the year	514	0	514	1,028	1,028	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 conversion of 505 physical share into Demat and 9	514		514	1,028	1,028	
At the end of the year	8,215	612,139,695	612147910	1,224,295,8	1,216,241,	
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						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	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)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>
Date of registration of transfer (Date Month Year)	<input type="text"/>
Type of transfer	<input type="text"/> 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	<input type="text"/> Amount per Share/ Debenture/Unit (in Rs.) <input type="text"/>

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

Date of registration of transfer (Date Month Year)				<input type="text"/>			
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

Particulars	Number of units	Nominal value per unit	Total value
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

1,066,318,000

(ii) Net worth of the Company

57,444,136,000

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	34,252,493	5.6	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)	167,055,673	27.29	0	
10.	Others	0	0	0	
	Total	201,308,166	32.89	0	0

Total number of shareholders (promoters)

6

(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	175,863,580	28.73	0	
	(ii) Non-resident Indian (NRI)	7,065,058	1.15	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	4,200,575	0.69	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)	88,118,198	14.39	0	
10.	Others All other not included above	135,592,333	22.15	0	
	Total	410,839,744	67.11	0	0

Total number of shareholders (other than promoters)

213,671

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

213,677

**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	6	6
Members (other than promoters)	192,168	213,671
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	1	0	0	1	0	5.6
B. Non-Promoter	3	7	1	4	1.77	0.07
(i) Non-Independent	3	1	1	1	1.77	0.07
(ii) Independent	0	6	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	4	7	1	5	1.77	5.67

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

8

(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)
SAMEER GEHLAUT	00060783	Director	34,252,493	17/06/2023
DIVYESH BHARAT KUI +	00010933	Whole-time director	10,836,903	
Amit Ajit Gandhi	07606699	Director	470,001	
NARENDRA DAMODAR +	02435444	Director	0	
Aishwarya Katoch	00557488	Director	0	
Swati Jain	09784228	Director	0	
RAJEEV LOCHAN AGF +	ADFPA7926D	CFO	47,450	
Ram Mehar	AKJPM3656K	Company Secretary	1,000	

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

20

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)
PINANK JAYANT SHAH	07859798	Whole-time director	01/01/2023	Cessation
ANISH ERNEST WILLIAMS	03314110	Whole-time director	23/09/2022	Cessation
PRAVEEN KUMAR TRIPATHI	02167497	Director	15/09/2022	Cessation
FANTRY MEIN JASWANT	07011247	Director	22/08/2022	Cessation
VIJAY CHUGH	07112794	Director	20/12/2022	Cessation
RAKESH MOHAN GARWAL	08970794	Director	24/11/2022	Cessation
MOHANBIR SINGH SANGHVI	07136864	Director	06/10/2022	Cessation
SANDEEP NARHAR KAPUR	09343578	Director	01/01/2023	Cessation
Swati Jain	09784228	Additional director	11/11/2022	Appointment
AISHWARYA KATOCH	00557488	Additional director	01/01/2023	Appointment
AMIT AJIT GANDHI	07606699	Additional director	01/01/2023	Appointment
LALIT SHARMA	BFXPS4859C	Company Secretary	17/08/2022	Cessation
Vikas Khandelwal	AHAPK3225G	Company Secretary	17/08/2022	Appointment
Vikas Khandelwal	AHAPK3225G	Company Secretary	30/12/2022	Cessation
Ram Mehar	AKJPM3656K	Company Secretary	30/12/2022	Appointment
SAMEER GEHLAUT	00060783	Director	31/03/2023	Change in Designation
SAMEER GEHLAUT	00060783	CEO	31/03/2023	Cessation
DIVYESH BHARAT KUMAR	00010933	CEO	31/03/2023	Appointment
Swati Jain	09784228	Director	07/02/2023	Change in Designation
AISHWARYA KATOCH	00557488	Director	07/02/2023	Change in Designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

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	29/09/2022	213,639	85	4.2

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2022	11	11	100
2	12/08/2022	11	11	100
3	11/11/2022	7	6	85.71
4	10/02/2023	6	5	83.33
5	31/03/2023	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

27

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	30/05/2022	3	3	100
2	Audit Committee	12/08/2022	3	2	66.67
3	Audit Committee	11/11/2022	3	3	100
4	Audit Committee	10/02/2023	3	3	100
5	Nomination and Remuneration	06/08/2022	3	2	66.67
6	Nomination and Remuneration	11/11/2022	3	3	100
7	Nomination and Remuneration	01/01/2023	3	3	100
8	Nomination and Remuneration	31/03/2023	3	3	100
9	Stakeholders Forum	29/05/2022	3	3	100
10	Stakeholders Forum	12/08/2022	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	
1	SAMEER GEH	5	3	60	0	0	0	
2	DIVYESH BHAR	5	5	100	15	15	100	
3	Amit Ajit Gand	2	2	100	5	5	100	
4	NARENDRA D	5	5	100	14	14	100	
5	Aishwarya Kat	2	2	100	1	1	100	
6	Swati Jain	2	2	100	10	10	100	

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	DIVYESH BHARAT	Whole-time director	9,244,394	0	0	0	9,244,394
	Total		9,244,394	0	0	0	9,244,394

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAJEEV LOCHAN	CFO	4,531,000	0	0	0	4,531,000
2	Lalit Sharma	Company Secretary	385,000	0	0	0	385,000
3	Ram Mehar Garg	Company Secretary	291,000	0	0	0	291,000
	Total		5,207,000	0	0	0	5,207,000

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Aishwarya Katoch	INDEPENDENT	0	0	0	300,000	300,000
2	Praveen Kumar Tripathi	INDEPENDENT	0	0	0	200,000	200,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Swati Jain	INDEPENDENT +	0	0	0	300,000	300,000
4	Narendra Damodar +	INDEPENDENT +	0	0	0	600,000	600,000
5	Fantry Mein Jaswa +	INDEPENDENT +	0	0	0	200,000	200,000
6	Mohanbir Singh Sav +	INDEPENDENT +	0	0	0	200,000	200,000
7	Vijay Chugh	INDEPENDENT +	0	0	0	200,000	200,000
8	Rakesh Mohan Gar +	INDEPENDENT +	0	0	0	300,000	300,000
	Total		0	0	0	2,300,000	2,300,000

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

0

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

0

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

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

Yes No

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

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

Name

Whether associate or fellow

Associate Fellow

Certificate of practice number

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

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

DIN of the director

To be digitally signed by

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

Attach
Attach
Attach
Attach

List of attachments

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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