

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

L65929TG2003PLC040648

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAICS6213N

(ii) (a) Name of the company

SPANDANA SPHOORTY FINAN

(b) Registered office address

Galaxy, Wing B, 16th Floor, Plot No.1, Sy No 83/1, Hyderabad
ad Knowledge City,TSIIC, Raidurg Panmaktha, NA
Hyderabad
Rangareddi
Telangana
500001

(c) *e-mail ID of the company

secretarial@spandanasphoor

(d) *Telephone number with STD code

04045474750

(e) Website

www.spandanasphoorty.com

(iii) Date of Incorporation

10/03/2003

(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

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

30/07/2024

(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

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

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	CASPIAN FINANCIAL SERVICES 	U65999TG2017PLC120042	Subsidiary	100
2	CRISS FINANCIAL LIMITED	U65993TG1992PLC014687	Subsidiary	99.9

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	2,150,000,000	71,297,444	71,297,444	71,297,444
Total amount of equity shares (in Rupees)	21,500,000,000	712,974,440	712,974,440	712,974,440

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	2,150,000,000	71,297,444	71,297,444	71,297,444
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	21,500,000,000	712,974,440	712,974,440	712,974,440

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	983,000,000	0	0	0
Total amount of preference shares (in rupees)	9,830,000,000	0	0	0

Number of classes

8

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class A 0.001% CCPS				
Number of preference shares	29,500,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	295,000,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class A1 0.001% CCPS				
Number of preference shares	150,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	1,500,000,000	0	0	0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Class B 0.001% CCPS				
Number of preference shares	800,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	8,000,000,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Series C 0.001% OCRPS				
Number of preference shares	1,500,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	15,000,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
FY18 Series A 0.001% OCRPS				
Number of preference shares	500,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5,000,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
FY18 Series B 0.001% OCRPS				
Number of preference shares	500,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5,000,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
FY19 Series A 0.001% OCRPS				
Number of preference shares	500,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5,000,000	0	0	0
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
FY19 Series B 0.001% OCRPS				
Number of preference shares	500,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	5,000,000	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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	70,983,269	70983269	709,832,690	709,832,690	
Increase during the year	0	314,175	314175	3,141,750	3,141,750	141,146,928
i. Public Issues	0	0	0	0	0	
ii. Rights issue	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	314,175	314175	3,141,750	3,141,750	141,146,928
vi. Sweat equity shares allotted	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	
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify				0	0	
NA						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
NA						
At the end of the year	0	71,297,444	71297444	712,974,440	712,974,440	
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	
ii. Re-issue of forfeited shares	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				0	0	
NA						
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 style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" type="text"/>
Ledger Folio of Transferor		<input style="width: 100%;" type="text"/>	
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input style="width: 100%;" type="text"/>	
Transferee's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)		<input style="width: 100%;" type="text"/>	
Type of transfer	<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 150px;" 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	159,732	100000 and 10000000	19,247,500,575
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			19,247,500,575

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	22,134,392,857	13,040,000,000	15,926,892,282	19,247,500,575
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	<input type="text"/>		<input type="text"/>		<input type="text"/>

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

24,069,100,000

(ii) Net worth of the Company

35,559,900,000

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	8,283,089	11.62	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)	34,316,467	48.13	0	
10.	Others		0	0	
	Total	42,599,556	59.75	0	0

Total number of shareholders (promoters)

4

(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	4,408,803	6.18	0	
	(ii) Non-resident Indian (NRI)	356,534	0.5	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	4,050,517	5.68	0	
4.	Banks	0	0	0	
5.	Financial institutions	50,000	0.07	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	1,606,128	2.25	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	722,596	1.01	0	
10.	Others AIF, FDI, FPI, Clearing Membr +	17,503,310	24.55	0	
	Total	28,697,888	40.24	0	0

Total number of shareholders (other than promoters)

35,700

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

35,704

**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	4	4
Members (other than promoters)	17,126	35,700
Debenture holders	2,379	10,509

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

13

(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)
Abanti Mitra	02305893	Director	4,247	
Deepak Calian Vaidya	00337276	Director	0	
Animesh Chauhan	02060457	Director	0	
Dipali Hemant Sheth	07556685	Director	0	
Vinayak Prasad	05310658	Director	0	
Ramchandra Kasargod	01715073	Nominee director	0	
Sunish Sharma	00274432	Nominee director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Kartikeya Dhruv Kaji	07641723	Nominee director	0	21/05/2024
Neeraj Swaroop	00061170	Nominee director	0	
Shalabh Saxena	08908237	Managing Director	0	
Ashish Damani	AGVPD4379C	CFO	0	
Shalabh Saxena	AGDPS4130N	CEO	0	
Vinay Prakash Tripathi	AEIPT7780G	Company Secretar	0	

(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)
Dipali Hemant Sheth	07556685	Director	02/05/2023	Appointment
Vinayak Prasad	05310658	Director	02/05/2023	Appointment
Jagdish Capoor	00002516	Director	05/06/2023	Cessation
Bharat Dhirajlal Shal	00136939	Director	12/04/2023	Cessation
Padmaja Gangiered	00004842	Director	27/05/2023	Cessation
Ramesh Periasamy	AOYPR6663N	Company Secretary	22/01/2024	Cessation
Vinay Prakash Tripa	AEIPT7780G	Company Secretary	23/01/2024	Appointment

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

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

Number of meetings held

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	01/08/2023	17,531	53	7.15

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/04/2023	10	6	60
2	02/05/2023	10	9	90
3	05/06/2023	11	10	90.91
4	24/07/2023	10	10	100
5	30/10/2023	10	9	90
6	22/01/2024	10	10	100
7	15/02/2024	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held

76

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	02/05/2023	4	4	100
2	Audit Committee	24/07/2023	4	4	100
3	Audit Committee	15/09/2023	4	3	75
4	Audit Committee	30/10/2023	4	4	100
5	Audit Committee	22/01/2024	4	4	100
6	Audit Committee	15/02/2024	4	4	100
7	Corporate Soc	28/04/2023	5	2	40
8	Corporate Soc	21/07/2023	4	4	100
9	Corporate Soc	28/10/2023	4	4	100
10	Corporate Soc	20/01/2024	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	08/07/2024
								(Y/N/NA)
1	Abanti Mitra	7	6	85.71	24	18	75	Yes
2	Deepak Caliar	7	7	100	14	11	78.57	Yes
3	Animesh Chau	7	7	100	7	7	100	Yes
4	Dipali Hemant	5	5	100	6	6	100	Yes
5	Vinayak Prasa	5	5	100	6	6	100	Yes
6	Ramchandra K	7	7	100	9	9	100	Yes
7	Sunish Sharm	7	6	85.71	1	0	0	Yes
8	Kartikeya Dhru	7	6	85.71	66	27	40.91	Yes
9	Neeraj Swaroc	7	5	71.43	6	6	100	Yes
10	Shalabh Saxe	7	7	100	62	60	96.77	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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shalabh Saxena	Managing Director	73,500,000	0	53,049,774	0	126,549,774
	Total		73,500,000	0	53,049,774	0	126,549,774

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	Ashish Damani	CFO	52,580,000	0	28,007,555	0	80,587,555
2	Ramesh Periasamy	Company Secretary	9,900,000	0	5,985,017	0	15,885,017
3	Vinay Prakash Tripathi	Company Secretary	2,901,250	0	541,462	0	3,442,712
	Total		65,381,250	0	34,534,034	0	99,915,284

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	Deepak Calian Vaid	Director	0	0	0	3,000,000	3,000,000
2	Abanti Mitra	Director	0	0	0	3,000,000	3,000,000
3	Ramchandra Kasar	Director	0	0	0	3,000,000	3,000,000
4	Animesh Chauhan	Director	0	0	0	3,000,000	3,000,000
5	Neeraj Swaroop	Director	0	0	0	3,000,000	3,000,000
6	Dipali Hemant Shetti	Director	0	0	0	2,750,000	2,750,000
7	Vinayak Prasad	Director	0	0	0	2,750,000	2,750,000
8	Jagdish Capoor	Director	0	0	0	500,000	500,000
	Total		0	0	0	21,000,000	21,000,000

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

2

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
Spandana Sphoort	National Stock Exc	30/11/2023	60(2) of SEBI LODF	10000	NA
Spandana Sphoort	National Stock Exc	30/11/2023	60(2) of SEBI LODF	10000	NA

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

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

Yes No

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

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

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

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

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 Attachement(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