# 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**

(other than OPCs and Small Companies)

## I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the con	npany U65990MH2020PTC342552	Pre-fill
Global Location Number (GLN) of the company		
* Permanent Account Number (PAN) of the compa	AAHCT9752C	
(ii) (a) Name of the company	TM INVESTMENT TECHNOLOGI	
(b) Registered office address		
Motilal Oswal Tower, Rahimtullah Sayani Road, Opp. Parel ST Depot, Prabhadevi Mumbai Mumbai City Maharashtra		
(c) *e-mail ID of the company	corpsec@motilaloswal.com	
(d) *Telephone number with STD code	+912271934200	
(e) Website		
(iii) Date of Incorporation	24/07/2020	
(iv) Type of the Company Category of	f the Company Sub-category of the	Company

(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 01/04	/2021	(DD/MM/YYY	Y) To date	31/03/2022	(DD/MM/YYYY)	
(viii) *Whether Annual general meetin	g (AGM) held	ullet	Yes 🔿	No		
(a) If yes, date of AGM	26/08/2022					
(b) Due date of AGM	30/09/2022					
(c) Whether any extension for A0	GM granted		⊖ Yes	No		
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY						

\*Number of business activities 1

	Main Activity group code	Description of Main Activity group	Business Activity Code		% of turnover of the company
1	к	Financial and insurance Service	К7	Financial Advisory, brokerage and Consultancy Services	100

# III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 1

Pre-fill All

S	S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
	1	MOTILAL OSWAL FINANCIAL S	L67190MH2005PLC153397	Holding	63.83

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

## (i) \*SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	lssued capital	Subscribed capital	Paid up capital
Total number of equity shares	12,000,000	9,000,000	9,000,000	9,000,000
Total amount of equity shares (in Rupees)	120,000,000	90,000,000	90,000,000	90,000,000

#### Number of classes

Class of Shares EQUITY SHARES	Authoriood	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	12,000,000	9,000,000	9,000,000	9,000,000

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	120,000,000	90,000,000	90,000,000	90,000,000

### (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

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)				

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	Nı	ımber of sh	ares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	9,000,000	9000000	90,000,000	90,000,000	
Increase during the year	0	0	0	0	0	0
i. Pubic 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						
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						
At the end of the year	0	9,000,000	9000000	90,000,000	90,000,000	
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 o	Class of shares		(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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]	O Yes	s 🔿	No (	) Not Applicable
Separate sheet attached for details of transfers	O Yes	s ()	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.

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Date of the previous annual general meeting							
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 Trans	sferor						
Transferor's Name							
	Surname		middle name	first name			
Ledger Folio of Transferee							

Transferee's Name								
	Surname	middle name	first name					
Date of registration of transfer (Date Month Year)								
Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock								
Number of Shares/ D Units Transferred	Debentures/	Amount per Share/ Debenture/Unit (in Rs.)						
Ledger Folio of Trans	sferor							
Transferor's Name								
	Surname	middle name	first name					
Ledger Folio of Trans	Ledger Folio of Transferee							
Transferee's Name								
	Surname	middle name	first name					

## (iv) \*Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of 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)

(v) Securities (other than shares and debentures)					
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

73,264,086

## (ii) Net worth of the Company

88,991,525

## VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equ	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	3,255,295	36.17	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)	5,744,700	63.83	0	
10.	Others Nominee of MOFSL	5	0	0	
	Total	9,000,000	100	0	0

7

Total number of shareholders (promoters)

## (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	ity	Prefere	ence
		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)	0	0	0	
10.	Others	0	0	0	

	Total		0	0	0	0
Total number of shareholders (other than promoters)			0			
	ber of shareholders (Promoters+Publi n promoters)	ic/ 7	7			

#### 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	7	7
Members (other than promoters)	0	0
Debenture holders	0	0

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

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

Category	Category Number of directors at the beginning of the year			ectors at the end e 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	36.17	
B. Non-Promoter	1	2	1	2	0	0	
(i) Non-Independent	1	2	1	2	0	0	
(ii) Independent	0	0	0	0	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	2	2	1	3	0	36.17	

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

#### (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)
RAAMDEO RAMGOPA	00024533	Director	0	
AJAYKUMAR SREEDH	00024589	Director	0	
VAIBHAV RAAMDEO A	06663890	Director	3,255,295	
UPAHAR SOOD PRAVI	07206900	Whole-time directo	0	
(ii) Particulars of change	ear 2			

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

Name		beginning / during	change in designation/	Nature of change (Appointment/ Change in designation/ Cessation)
VAIBHAV RAAMDEO A	06663890	Managing Director	31/03/2022	Change in Designation as Non Execເ
VAIBHAV RAAMDEO A	06663890	CEO	31/03/2022	Change in Designation as Non Execເ

#### 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	Attend	ance
		C C		% of total shareholding
Annual General Meeting	22/11/2021	7	7	100

#### **B. BOARD MEETINGS**

\*Number of meetings held 5

S. No.	Date of meeting	Total Number of directors associated as on the date				
			Number of directors attended	% of attendance		
1	22/04/2021	4	4	100		
2	26/07/2021	4	4	100		
3	25/10/2021	4	4	100		
4	21/01/2022	4	4	100		

S. No.	Date of meeting		Number of directors	Attendance
			attended	% of attendance
5	25/03/2022	4	4	100

### C. COMMITTEE MEETINGS

Nu	Imber of meeting	js held		0		
	S. No.	Type of meeting	Date of meeting	Total Number of Members as	Number of members	Attendance
					attended	% of attendance
	1					

#### D. \*ATTENDANCE OF DIRECTORS

		Board Meetings		Co	gs	Whether attended AGM		
S. No.		of the director Meetings which Nun		tings <sup>% OI</sup>		INIPATINAS	% of	held on
		entitled to attend	attended		entitled to attend	attended	attendance	26/08/2022
								(Y/N/NA)
1	RAAMDEO RA	5	5	100	0	0	0	Yes
2	AJAYKUMAR	5	5	100	0	0	0	Yes
3	VAIBHAV RAA	5	5	100	0	0	0	Yes
4	UPAHAR SOC	5	5	100	0	0	0	Yes

### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

D Nil

f Managing Director, W	hole-time Directors	and/or Manager v	vhose remuneratio	n details to be ente	ered 2	
Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
Vaibhav Raamdeo /	Managing Direct	1,800,000	0	0	0	1,800,000
Upahar Sood Prave	Whole-time dire	3,345,349	0	0	0	3,345,349
Total		5,145,349	0	0	0	5,145,349
	Name Vaibhav Raamdeo / Upahar Sood Prave	Name Designation Vaibhav Raamdeo / Managing Direct Upahar Sood Prave Whole-time direc	Name       Designation       Gross Salary         Vaibhav Raamdeo / Managing Direct       1,800,000         Upahar Sood Prave       Whole-time direct       3,345,349	Name     Designation     Gross Salary     Commission       Vaibhav Raamdeo / Managing Direct     1,800,000     0       Upahar Sood Prave     Whole-time direct     3,345,349     0	Name       Designation       Gross Salary       Commission       Stock Option/ Sweat equity         Vaibhav Raamdeo /       Managing Direct       1,800,000       0       0         Upahar Sood Prave       Whole-time direct       3,345,349       0       0	Vaibhav Raamdeo / Managing Direct     1,800,000     0     0     0       Upahar Sood Prave     Whole-time direct     3,345,349     0     0     0

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						
Number o	f other directors whose	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

<sup>∗</sup> A.	Whether the company has made compliances and disclosures in respect of applicable	Yes	$\bigcirc$	No
	provisions of the Companies Act, 2013 during the year	100	$\bigcirc$	110

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

## (A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

	Date of Order	section linder which	 Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES NI

Name of the	Name of the court/ concerned Authority		Isection Linder Which		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.

(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. .. 14

dated 30/07/2020

(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 compiled 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	RAAMDEO Departer segment by RAMGOPAL Addicate AGARAWAL Delex 2023 10.13 161:660 - 407307
DIN of the director	00024533
To be digitally signed by	SHAH BHADRES H B
<ul><li>Company Secretary</li><li>Company secretary in practice</li></ul>	

Membership number

23847

Certificate of practice number

Attachments	List of attachments
1. List of share holders, debenture holders	Attach List of Shareholders_2021_22-TM.pdf
2. Approval letter for extension of AGM;	Attach UDIN-TM Investment.pdf
3. Copy of MGT-8;	Attach
4. Optional Attachement(s), if any	Attach
	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

## **UDIN Generated for Certification of Annual Return (Form MGT-7)**

Membership Number	A23847
UDIN Number	A023847D001223452
Name of the Company	TM Investment Technologies Private Limited
CIN Number	U65990MH2020PTC342552
Financial Year	2021-2022
Document	Certification of Annual Return in Form MGT-7 under Section 92(1) of
Type(Certificates)	Companies Act, 2013
<b>Document Description</b>	Certification of Annual Return in Form MGT-7 under Section 92(1) of
	Companies Act, 2013
Date of signing documents	October 13, 2022

MOTILAL OSWAL

## TM Investment Technologies Private Limited

## List of Shareholders for financial Year ended March 31, 2022

Sr. No.	Name of the Share Holder	Class of Equity	DP ID-Client ID	Number of Share	Face Value	Percentage
1	M/s. Motilal Oswal Financial Services Limited	Equity	1201090005649668	57,44,700	10	64%
2	Mr. Vaibhav Agrawal	Equity	1201090000034572	32,55,295	10	36%
3	Mr. Motilal Oswal*	Equity	1201090000011694	1	10	0%
4	Mr. Raamdeo Agarawal*	Equity	120109000000232	1	10	0%
5	Mr. Navin Agarwal*	Equity	1201090000163974	1	10	0%
6	Mr. Ajay Menon*	Equity	120109000006895	1	10	0%
7	Mr. Shalibhadra Shah*	Equity	1201090001896229	1	10	0%
	Total			90,00,000		100%

\*Nominee of Motilal Oswal Financial Services Limited

#### For TM Investment Technologies Private Limited

RAAMDEO RAMGOPAL AGARAWAL AGARAWAL AGARAWAL

Raamdeo Agarawal Director (DIN: 00024533) Add: 218, Samudra Mahal, Dr. Annie Besant Road, Worli, Mumbai – 400018