

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

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

L65191TN1997PLC037415

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACI2663N

(ii) (a) Name of the company

IDFC LIMITED

(b) Registered office address

4th Floor, Capitale Tower, 555 Anna Salai,
Thiru Vi Ka Kudiyiruppu,
Teynampet
Chennai
Tamil Nadu
600010

(c) *e-mail ID of the company

mahendra.shah@idfc.com

(d) *Telephone number with STD code

912242222000

(e) Website

www.idfc.com

(iii) Date of Incorporation

30/01/1997

(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	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

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

(a) If yes, date of AGM 25/09/2020

(b) Due date of AGM 30/09/2020

(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 19

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	IDFC FINANCIAL HOLDING COI	U65900TN2014PLC097942	Subsidiary	100
2	IDFC ASSET MANAGEMENT CC	U65993MH1999PLC123191	Subsidiary	100

3	IDFC AMC TRUSTEE COMPANY	U69990MH1999PLC123190	Subsidiary	100
4	DAM CAPITAL ADVISORS LIMITED	U99999MH1993PLC071865	Subsidiary	100
5	IDFC ALTERNATIVES LIMITED	U67190TN2002PLC132310	Subsidiary	100
6	IDFC TRUSTEE COMPANY LIMITED	U65990TN2002PLC132309	Subsidiary	100
7	IDFC PROJECTS LIMITED	U45203TN2007PLC135765	Subsidiary	100
8	IDFC FOUNDATION	U93000DL2011NPL215231	Subsidiary	100
9	IDFC FIRST BANK LIMITED	L65110TN2014PLC097792	Associate	40
10	IDFC FIRST BHARAT LIMITED	U65929TN2003PLC050856	Associate	40
11	JETPUR SOMNATH TOLLWAYS	U74120TN2011PTC138864	Associate	26
12	DELHI INTEGRATED MULTI MO	U60232DL2006PLC148406	Joint Venture	50
13	INFRASTRUCTURE DEVELOPMENT	U45203KA2000PLC027382	Joint Venture	49.5
14	NOVOPAY SOLUTIONS PRIVATE	U72200KA2014PTC073736	Associate	23.83
15	IDFC Capital (Singapore) Pte. L		Subsidiary	100
16	IDFC Securities Singapore Pte.		Subsidiary	100
17	IDFC Capital (USA) Inc.		Subsidiary	100
18	IDFC Investment Managers (M		Subsidiary	100
19	RAIL INFRASTRUCTURE DEVELOPMENT	U60100KA2000PLC028171	Joint Venture	24.71

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	4,000,000,000	1,596,358,316	1,596,358,316	1,596,358,316
Total amount of equity shares (in Rupees)	40,000,000,000	15,963,583,160	15,963,583,160	15,963,583,160

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	4,000,000,000	1,596,358,316	1,596,358,316	1,596,358,316
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	40,000,000,000	15,963,583,160	15,963,583,160	15,963,583,160

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	100,000,000	0	0	0
Total amount of preference shares (in rupees)	10,000,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference				
Number of preference shares	100,000,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	10,000,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	1,596,358,316	15,963,583,160	15,963,583,160	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	1,596,358,316	15,963,583,160	15,963,583,160	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(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		30/09/2019	
Date of registration of transfer (Date Month Year)			
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			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	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) *Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			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**

1,640,974,345

(ii) Net worth of the Company

92,555,679,654

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(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 (promoters)

0

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	395,524,060	24.78	0	
	(ii) Non-resident Indian (NRI)	17,378,068	1.09	0	
	(iii) Foreign national (other than NRI)	200	0	0	

2.	Government				
	(i) Central Government	261,400,000	16.37	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	33,518,616	2.1	0	
4.	Banks	16,015,357	1	0	
5.	Financial institutions	162,720	0.01	0	
6.	Foreign institutional investors	594,980,931	37.27	0	
7.	Mutual funds	96,169,512	6.02	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	114,885,072	7.2	0	
10.	Others AIF,CM,HUF,NBFC,Trust, QIE	66,323,780	4.15	0	
	Total	1,596,358,316	99.99	0	0

Total number of shareholders (other than promoters) 412,684

**Total number of shareholders (Promoters+Public/
Other than promoters)** 412,684

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	3	0	2	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	0	0	0	0
(iii) Government	0	2	0	2	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	6	1	5	0	0

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)
Mr. Vinod Rai	00041867	Director	0	
Mr. Ajay Sondhi	01657614	Director	0	
Ms. Ritu Anand	05154174	Director	0	
Mr. Anshuman Sharma	07555065	Nominee director	0	
Mr. Soumyajit Ghosh	07698741	Nominee director	0	
Mr. Sunil Kakar	03055561	Managing Director	100,000	
Mr. Bipin Gemani	AACPG6412A	CFO	66,442	
Mr. Mahendra N Shah	ABRPS7427F	Company Secretar	100	

(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)
Mr. Nirav Shah	AXJPS8816J	Company Secretar	23/05/2019	Cessation
Mr. Mahendra N Shah	ABRPS7427F	Company Secretar	24/05/2019	Appointment
Mr. Surinder Singh Kohl	00169907	Director	30/09/2019	Retirement
Ms. Marianne Okland	03581266	Director	30/09/2019	Retirement
Mr. Chintamani Bhagat	07282200	Nominee director	30/09/2019	Cessation
Ms. Ritu Anand	05154174	Director	16/08/2019	Appointment
Mr. Ajay Sondhi	01657614	Additional director	08/11/2019	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	30/09/2019	411,004	2,013	0.15

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/05/2019	7	7	100
2	29/05/2019	7	6	85.71
3	14/08/2019	7	7	100
4	30/09/2019	8	5	62.5
5	08/11/2019	6	4	66.67

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
6	06/02/2020	6	4	66.67

C. COMMITTEE MEETINGS

Number of meetings held

19

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	24/05/2019	3	3	100
2	Audit Committee	14/08/2019	3	2	66.67
3	Audit Committee	08/11/2019	3	2	66.67
4	Audit Committee	06/02/2020	4	3	75
5	STAKEHOLDER	24/05/2019	3	3	100
6	CORPORATE	24/05/2019	3	3	100
7	NOMINATION	24/05/2019	3	3	100
8	NOMINATION	14/08/2019	3	3	100
9	NOMINATION	08/11/2019	3	2	66.67
10	NOMINATION	06/02/2020	3	2	66.67

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	Mr. Vinod Rai	6	6	100	14	14	100	Yes
2	Mr. Ajay Sond	2	2	100	3	3	100	Yes
3	Ms. Ritu Anan	3	3	100	4	4	100	Yes
4	Mr. Anshumar	6	3	50	4	2	50	No
5	Mr. Soumyajit	6	3	50	3	1	33.33	No

6	Mr. Sunil Kaka	6	6	100	7	7	100	Yes
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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	Mr. Sunil Kakar	MD & CEO	28,883,469	0	0	4,153,560	33,037,029
	Total		28,883,469	0	0	4,153,560	33,037,029

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	Mr. Bipin Gemani	CFO	14,851,488	0	0	2,018,944	16,870,432
2	Mr. Mahendra N Sh	CS	13,267,558	0	0	2,855,372	16,122,930
	Total		28,119,046	0	0	4,874,316	32,993,362

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	Mr. Vinod Rai	Independent Dir	800,000	2,158,082	0	0	2,958,082
2	Ms. Ritu Anand	Independent Dir	325,000	0	0	0	325,000
3	Mr. Ajay Sondhi	Independent Dir	225,000	0	0	0	225,000
4	Mr. S. S. Kohli	Independent Dir	450,000	1,308,082	0	0	1,758,082
5	Ms. Marianne Oklar	Independent Dir	475,000	1,304,795	0	0	1,779,795
6	Mr. Gautam Kaji	Independent Dir	0	419,961	0	0	419,961
7	Mr. Donald Peck	Independent Dir	0	369,824	0	0	369,824
8	Mr. Chintamani Bha	Nominee Directo	275,000	1,083,836	0	0	1,358,836
	Total		2,550,000	6,644,580	0	0	9,194,580

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

Avinash Bagul

Whether associate or fellow

Associate Fellow

Certificate of practice number

19862

I/We certify that:

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

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

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director Digitally signed by Sunil Kakar Date: 2020.12.08 19:12:55 +05'30'

DIN of the director

To be digitally signed by Digitally signed by MAHENDRA NARANDAS SHAH Date: 2020.12.08 19:12:07 +05'30'

- Company Secretary
 Company secretary in practice

Membership number Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

List of attachments

IDFC SHARE HOLDING PATTERN AS C
committee Meeting.pdf
IDFC FII's and FPC AS ON 31032020.pdf
ATTENDANCE OF DIRECTORS.pdf
Remuneration Details.pdf
IDFC Limited MGT-8.pdf

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company