

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of 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

L65910MH1984PLC032639

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACD1977A

(ii) (a) Name of the company

DEWAN HOUSING FINANCE CC

(b) Registered office address

WARDEN HOUSE 2ND FLOOR
SIR P M ROAD
FORT
MUMBAI
Maharashtra
400001

(c) *e-mail ID of the company

secretarial@dhfl.com

(d) *Telephone number with STD code

02271583333

(e) Website

www.dhfl.com

(iii) Date of Incorporation

11/04/1984

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

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2019

(c) Whether any extension for AGM granted

Yes No

(f) Specify the reasons for not holding the same

NA

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

10

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	DHFL ADVISORY & INVESTMENT +	U67190MH2016PTC273074	Subsidiary	100
2	DHFL INVESTMENTS LIMITED	U74999MH2017PLC291108	Subsidiary	100
3	DHFL CHANGING LIVES FOUNDATION +	U85320MH2017NPL302380	Subsidiary	100
4	DHFL HOLDINGS LIMITED	U65999MH2018PLC314283	Subsidiary	100
5	AVANSE FINANCIAL SERVICES LIMITED +	U67120MH1992PLC068060	Associate	32.49
6	DHFL VENTURES TRUSTEE COMPANY +	U65991MH2005PTC153886	Associate	45
7	AADHAR HOUSING FINANCE LIMITED +	U66010KA1990PLC011409	Associate	9.15
8	DHFL PRAMERICA LIFE INSURANCE COMPANY +	U66000HR2007PLC052028	Joint Venture	50
9	DHFL PRAMERICA ASSET MANAGEMENT +	U74900MH2008FTC187029	Joint Venture	50
10	DHFL PRAMERICA TRUSTEES PRIVATE LIMITED +	U67190MH2009FTC193009	Joint Venture	50

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	578,000,000	313,823,024	313,823,024	313,823,024
Total amount of equity shares (in Rupees)	5,780,000,000	3,138,230,240	3,138,230,240	3,138,230,240

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share of Rs 10/- each				
Number of equity shares	578,000,000	313,823,024	313,823,024	313,823,024
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	5,780,000,000	3,138,230,240	3,138,230,240	3,138,230,240

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	2,500,000	0	0	0
Total amount of preference shares (in rupees)	2,500,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Non Convertible redeemable cumulative preference				
Number of preference shares	2,500,000	0	0	0
Nominal value per share (in rupees)	1,000	1,000	1,000	1,000
Total amount of preference shares (in rupees)	2,500,000,000	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	313,658,847	3,136,588,470	3,136,588,470	
Increase during the year	164,177	1,641,770	1,641,770	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	164,177	1,641,770	1,641,770	
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	313,823,024	3,138,230,240	3,138,230,240	

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	<input type="text" value="27/06/2018"/>
---	---

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) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	249,729,387		482,008,348,777
Partly convertible debentures	0		0
Fully convertible debentures	0		0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			382,541,504,553
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			8,331,790,531
Deposit			69,155,500,000
Total			942,037,143,861

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	331,109,996,375	150,898,352,402		482,008,348,777
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

129,025,200,000

(ii) Net worth of the Company

81,020,600,000

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	6,000,000	1.91	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)	117,049,714	37.3	0	

10.	Others	0	0	0	
	Total	123,049,714	39.21	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	89,533,672	28.53	0	
	(ii) Non-resident Indian (NRI)	3,807,479	1.21	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	2,000	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	10,794,126	3.44	0	
4.	Banks	179,086	0.06	0	
5.	Financial institutions	523,969	0.17	0	
6.	Foreign institutional investors	55,400,892	17.65	0	
7.	Mutual funds	3,412,468	1.09	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	17,004,330	5.42	0	
10.	Others	10,115,288	3.22	0	
	Total	190,773,310	60.79	0	0

Total number of shareholders (other than promoters)

309,012

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

309,016

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
As per attached annex					

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)	148,066	309,016
Debenture holders	53,229	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	1	1	1	0.57	0.57
B. Non-Promoter	1	4	0	3	0	0
(i) Non-Independent	1	0	0	1	0	0
(ii) Independent	0	4	0	2	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	5	1	4	0.57	0.57

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)
Mr Kapil Wadhawan	00028528	Managing Director	1,800,000	
Mr Dheeraj Wadhawan	00096026	Director	1,800,000	
Mr. Srinath Sridharan	03359570	Director	0	
Mr. Sunjoy Joshi	00449318	Director	0	
Mr. Alok Kumar Misra	00163959	Director	0	

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

8

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 Harshil Mehta	03038428	Whole-time director	13/02/2019	Cessation
Mrs Vijaya Sampath	00641110	Director	12/02/2019	Cessation
Mr Vijay Kumar Chopra	02103940	Director	11/03/2019	Cessation
Mr Guru Prasad Kohli	00230388	Director	29/03/2019	Cessation
Mr Mannil Venugopalan	00255575	Director	30/03/2019	Cessation
Mr Sunjoy Joshi	00449318	Director	26/03/2019	Appointed as an additional Director
Mr Alok Kumar Misra	00163959	Director	26/03/2019	Appointed as an additional Director
Mr Srinath Sridharan	03359570	Director	26/03/2019	Appointed as an additional Director

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	27/06/2018	130,541	224	66.15

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/04/2018	7	7	100
2	16/05/2018	7	4	57.14
3	27/06/2018	7	5	71.43
4	13/08/2018	7	6	85.71
5	21/11/2018	7	7	100
6	18/12/2018	7	4	57.14
7	25/01/2019	7	6	85.71
8	31/01/2019	7	4	57.14
9	29/03/2019	7	4	57.14

C. COMMITTEE MEETINGS

Number of meetings held

16

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	30/04/2018	3	3	100
2	Audit Committee	16/05/2018	3	3	100
3	Audit Committee	27/06/2018	3	3	100
4	Audit Committee	25/07/2018	3	3	100
5	Audit Committee	13/08/2018	3	3	100
6	Audit Committee	21/09/2018	3	3	100
7	Audit Committee	21/11/2018	3	3	100
8	Audit Committee	25/01/2019	3	3	100
9	Audit Committee	31/01/2019	3	3	100
10	Audit Committee	22/02/2019	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	Mr Kapil Wadhwan	9	8	88.89	0	0	0	
2	Mr Dheeraj Wadhwan	9	3	33.33	0	0	0	
3	Mr. Srinath Sri	1	1	100	1	1	100	
4	Mr. Sunjoy Joshi	1	0	0	0	0	0	
5								

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Mr Kapil Wadhwan	Chairman & Managing Director	30,000,000	0	0	2,100,000	32,100,000
2	Mr Harshil Mehta	Whole Time Director	26,599,963	0	0	48,133,426	74,733,389
	Total		56,599,963	0	0	50,233,426	106,833,389

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 Santosh Sharma	Chief Financial Officer	59,418,903	0	4,127,170	1,419,217	64,965,290
2	Mrs Niti Arya	Company Secretary	53,362,191		1,060,157	1,448,740	55,871,088
	Total		112,781,094	0	5,187,327	2,867,957	120,836,378

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

(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

Anshuman Chaturvedi

Whether associate or fellow Associate Fellow

Certificate of practice number

15990

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

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