

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

U67190MH2007PTC168303

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECP3447K

(ii) (a) Name of the company

PHOENIX ARC PRIVATE LIMITED

(b) Registered office address

3rd Floor, Wallace Towers, 139-140/B/1, Crossing of Sahar Road and Western Express Highway, Vile Parle East, Vileparle
Mumbai
Mumbai
Maharashtra
400057

(c) *e-mail ID of the company

compliance@phoenixarc.co.in

(d) *Telephone number with STD code

02268492450

(e) Website

www.phoenixarc.co.in

(iii) Date of Incorporation

02/03/2007

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 (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	250,000,000	168,000,000	168,000,000	168,000,000
Total amount of equity shares (in Rupees)	2,500,000,000	1,680,000,000	1,680,000,000	1,680,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	250,000,000	168,000,000	168,000,000	168,000,000

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,500,000,000	1,680,000,000	1,680,000,000	1,680,000,000

(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

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	0	168,000,000	168000000	1,680,000,000	1,680,000,000	
Increase during the year	0	0	0	0	0	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	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 <input type="text"/>						
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 <input type="text"/>						
At the end of the year	0	168,000,000	168000000	1,680,000,0	1,680,000,0	
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 <input type="text"/>						
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 <input type="text"/>						
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)

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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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

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	3,900	1900 Debentures of Rs. 100	3,001,517,288
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			3,001,517,288

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	2,709,897,714	1,041,619,574	750,000,000	3,001,517,288
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Commercial Paper	4,500	500000	2,250,000,000	50000	2,250,000,000
Total	4,500		2,250,000,000		2,250,000,000

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

(i) Turnover

4,311,484,445

(ii) Net worth of the Company

9,278,042,511

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	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)	83,832,000	49.9	0	
10.	Others	0	0	0	
	Total	83,832,000	49.9	0	0

Total number of shareholders (promoters)

2

(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	61,514,667	36.62	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)	14,253,333	8.48	0	
10.	Others Trust	8,400,000	5	0	

	Total	84,168,000	50.1	0	0
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Total number of shareholders (other than promoters)

18

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

20

**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	2	2
Members (other than promoters)	18	18
Debenture holders	20	20

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	2	0	2	0	0
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	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	0	5	0	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)
BALAN WASUDEO	00073697	Director	0	
CHANDAN BHATTACH	01341570	Director	0	
KEKI MANCHERSHA	00003940	Director	0	
VENKATTU SRINIVAS	01535417	Director	0	
JYOTI AGARWAL	08577171	Director	0	
SANJAYKUMAR OMPI	AAAPT8129M	CEO	0	
KAMLESH RANE	AHRPR7681Q	Company Secretar	0	
GAURI CHAITANYA B	AJGPB1153N	CFO	0	

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

0

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)

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	07/07/2023	20	3	53.03

B. BOARD MEETINGS

*Number of meetings held

16

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2023	5	5	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	05/06/2023	5	3	60
3	21/06/2023	5	5	100
4	27/06/2023	5	5	100
5	18/07/2023	5	5	100
6	21/08/2023	5	5	100
7	22/09/2023	5	5	100
8	17/10/2023	5	5	100
9	10/11/2023	5	5	100
10	23/11/2023	5	5	100
11	04/01/2024	5	5	100
12	13/01/2024	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

10

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	25/04/2023	3	3	100
2	Audit Committee	18/07/2023	3	3	100
3	Audit Committee	17/10/2023	3	3	100
4	Audit Committee	13/01/2024	3	3	100
5	CSR Committee	24/04/2023	4	4	100
6	CSR Committee	17/10/2023	4	4	100
7	Allotment Committee	23/08/2023	5	4	80
8	Risk Management Committee	18/07/2023	4	4	100
9	Risk Management Committee	13/01/2024	4	4	100
10	Nomination and Remuneration Committee	24/04/2023	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	
1	BALAN WASU	16	16	100	6	6	100	
2	CHANDAN BH	16	16	100	8	8	100	
3	KEKI MANCH	15	15	100	8	8	100	
4	VENKATTU S	15	15	100	10	10	100	
5	JYOTI AGARV	14	14	100	4	4	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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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	Sanjay Tibrewala	Chief Executive +	28,769,192	0	0	0	28,769,192
2	Gauri Bhatkal	Chief Financial C +	7,768,162	0	0	0	7,768,162
3	Kamlesh Rane	Company Secre +	2,375,132	0	0	0	2,375,132
	Total		38,912,486	0	0	0	38,912,486

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Balan Wasudeo	Director	0	200,000	0	980,000	1,180,000
2	Chandan Bhattacha +	Director	0	200,000	0	1,040,000	1,240,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Keki Elavia	Director	0	200,000	0	990,000	1,190,000
	Total		0	600,000	0	3,010,000	3,610,000

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

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

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. ... 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

-
-
-
-

List of attachments

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



Shareholding Pattern of Phoenix ARC Private Limited as on 31st March 2024

Sr. No.	Name of Shareholder	No. of Equity Shares	% held
1	Kotak Mahindra Investments Limited	50400000	30.00
2	Kotak Mahindra Prime Limited	33432000	19.90
3	Anjum Gafulbhai Bilakhia	9450000	5.63
4	Ashu Khanna & Rajesh Khanna	8450000	5.03
5	Shishir Bajaj Family Trust (Through Shishir Bajaj, Meenaxi Bajaj and Kushagra Bajaj)	8400000	5.00
6	Amit Desai & Bayjool Desai	6825000	4.06
7	Harish Pravinchandhra Shah & Bina Harish Shah	6720000	4.00
8	M3 Investment Private Limited	5670000	3.38
9	Panna Bankim & Bankim Hamir	5250000	3.13
10	Praful M Patel (HUF)	5250000	3.13
11	Infina Finance Private Limited	5250000	3.13
12	Shrinivas Vasudeva Dempo	3534667	2.10
13	Amrit Banaspati Company Private Limited	3333333	1.98
14	Bharat Manu Mahtani	3200000	1.90
15	Nandita M Mahtani	3200000	1.90
16	Mayank Jashwantlal Shah & Shruti Shah	2700000	1.60
17	Amit K Desai (HUF)	2047500	1.22
18	Krishnakanth M Desai (HUF)	2047500	1.22
19	Paranjaay Bharat Mahtani (Through guardian Bharat Manu Mahatani)	2000000	1.19
20	Bayjool Desai & Amit K Desai	840000	0.50
	TOTAL	168000000	

**Certified to be true
For Phoenix ARC Private Limited**

**Kamlesh Rane
Company Secretary
Membership No: A29339**

Phoenix ARC Private Limited

CIN : U67190MH2007PTC168303

Registered Office :

3rd Floor, Wallace Towers, 139-140/B/1,

Crossing of Sahar Road and Western Express Highway,

Vile Parle East, Mumbai, Maharashtra – 400057, India.

T : +91 022 68492450

F : +91 022 67412313

Toll Free : 1800 120 8060

E-mail : info@phoenixarc.co.in

www.phoenixarc.co.in



Details of Debenture Holders of Phoenix ARC Private Limited as on 31st March 2024

Sr. No.	Name of Debenture Holders	ISIN	No. of Debentures	Face Value	Total Amount
1	ICICI Prudential All Seasons Bond Fund	INE163K07105	650	10,00,000	65,00,00,000
2	ICICI Prudential Ultra Short Term Fund	INE163K07113	950	10,00,000	95,00,00,000
3	ICICI Prudential All Seasons Bond Fund	INE163K07097	200	10,00,000	20,00,00,000
4	ICICI Prudential Medium Term Bond Fund	INE163K07097	300	10,00,000	30,00,00,000
5	HSBC Credit Risk Fund	INE163K07121	1600	1,00,000	16,00,00,000
6	HSBC Low Duration Fund	INE163K07121	1200	1,00,000	12,00,00,000
7	HSBC Medium Duration Fund	INE163K07121	1200	1,00,000	12,00,00,000
8	SBI Credit Risk Fund	INE163K07121	6000	1,00,000	60,00,00,000

**Certified to be true
For Phoenix ARC Private Limited**

**Kamlesh Rane
Company Secretary
Membership No: A29339**



B. BOARD MEETINGS

S.No	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
13	27/02/2024	5	5	100
14	12/03/2024	5	4	80
15	22/03/2024	5	5	100
16	27/03/2024	5	4	80

**Certified to be true
For Phoenix ARC Private Limited**

**Kamlesh Rane
Company Secretary
Membership No: A29339**

Phoenix ARC Private Limited
CIN : U67190MH2007PTC168303
Registered Office :
3rd Floor, Wallace Towers, 139-140/B/1,
Crossing of Sahar Road and Western Express Highway,
Vile Parle East, Mumbai, Maharashtra – 400057, India.

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