

# 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

U80301MH2011PTC224035

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AACCH7833D

(ii) (a) Name of the company

HDFC EDUCATION AND DEVEL

(b) Registered office address

RAMON HOUSE, H T PAREKH MARG,  
169 BACKBAY RECLAMATION, CHURCHGATE.  
MUMBAI  
Maharashtra  
400020

(c) \*e-mail ID of the company

compliance@headsedu.com

(d) \*Telephone number with STD code

02261766000

(e) Website

(iii) Date of Incorporation

17/11/2011

(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  (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

(f) Specify the reasons for not holding the same

AGM will be held on May 23, 2023

## 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	P	Education	P4	Educational support 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.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Housing Development Finance	L70100MH1977PLC019916	Holding	100

## 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	500,000,000	186,000,000	186,000,000	186,000,000
Total amount of equity shares (in Rupees)	5,000,000,000	1,860,000,000	1,860,000,000	1,860,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	500,000,000	186,000,000	186,000,000	186,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	5,000,000,000	1,860,000,000	1,860,000,000	1,860,000,000

**(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
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	0	154,000,000	154000000	1,540,000,000	1,540,000,000	
<b>Increase during the year</b>	0	32,000,000	32000000	320,000,000	320,000,000	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	32,000,000	32000000	320,000,000	320,000,000	
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 <div></div>						
<b>Decrease during the year</b>	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 <div></div>						
<b>At the end of the year</b>	0	186,000,000	186000000	1,860,000,0	1,860,000,	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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 <div></div>						
<b>Decrease during the year</b>	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 <div></div>						
<b>At the end of the year</b>	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)

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			
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 Transferor			
Transferor's Name			
	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"/>
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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	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			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**

151,118,696

**(ii) Net worth of the Company**

1,712,682,669.97

**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)	185,999,880	100	0	
10.	Others	0	0	0	
	<b>Total</b>	185,999,880	100	0	0

**Total number of shareholders (promoters)**

1

**(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	120	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	



	<b>Total</b>	120	0	0	0
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**Total number of shareholders (other than promoters)**

6

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

7

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

<b>Details</b>	<b>At the beginning of the year</b>	<b>At the end of the year</b>
Promoters	1	1
Members (other than promoters)	6	6
Debenture holders	0	0

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

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

<b>Category</b>	<b>Number of directors at the beginning of the year</b>		<b>Number of directors at the end of the year</b>		<b>Percentage of shares held by directors as at the end of year</b>	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	1	6	1	6	0	0
(i) Non-Independent	1	5	1	5	0	0
(ii) Independent	0	1	0	1	0	0
<b>C. Nominee Directors representing</b>	0	1	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	0	1	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
<b>Total</b>	<b>1</b>	<b>7</b>	<b>1</b>	<b>7</b>	<b>0</b>	<b>0</b>

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

10

**(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. Vedanthachari Sriniv	00030248	Director	0	
Mr. Joseph Conrad Agn	00010576	Director	20	
Mr. Rajeev Sardana	06648276	Nominee director	0	
Mr. Suryakant Nanalal S	00011169	Director	0	
Mr. Keyur Sanat Shah	00332145	Director	0	
Mr. Sudhir Kumar Jha	07130697	Director	20	
Mr. Yogesh Kapur	00070038	Director	0	
Ms. Simrita Kaur Ahluwa	08458567	Whole-time director	0	
Mr. Ramesh Singh Naya	ADGPN3432Q	CFO	0	
Mr. Lalit Kumar Valchan	ANLPJ5359D	Company Secretar	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	24/06/2022	7	7	100

**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	28/04/2022	8	8	100
2	13/06/2022	8	8	100
3	27/07/2022	8	8	100
4	28/10/2022	8	8	100
5	27/01/2023	8	8	100
6	20/03/2023	8	8	100

### C. COMMITTEE MEETINGS

Number of meetings held

6

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	28/04/2022	3	3	100
2	Audit Committee	27/07/2022	3	3	100
3	Audit Committee	28/10/2022	3	3	100
4	Audit Committee	27/01/2023	3	3	100
5	Nomination and Remuneration Committee	28/04/2022	4	4	100
6	Nomination and Remuneration Committee	27/01/2023	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	
								(Y/N/NA)
1	Mr. Vedanthan	6	6	100	4	4	100	
2	Mr. Joseph C	6	6	100	2	2	100	
3	Mr. Rajeev Sa	6	6	100	2	2	100	
4	Mr. Suryakant	6	6	100	6	6	100	

5	Mr. Keyur San	6	6	100	6	6	100	
6	Mr. Sudhir Ku	6	6	100	0	0	0	
7	Mr. Yogesh Ka	6	6	100	0	0	0	
8	Ms. Simrita Ka	6	6	100	0	0	0	

**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	Simrita Kaur Ahluwa	Whole-time (CE	3,543,999	0	0	1,160,571	4,704,570
	Total		3,543,999	0	0	1,160,571	4,704,570

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	Ramesh Singh Nay	CFO	0	0	0	144,000	144,000
2	Lalit kumar Valchan	Company Secre	0	0	0	120,000	120,000
	Total		0	0	0	264,000	264,000

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Vedanthachari S	Director	0	0	0	440,000	440,000
2	Mr. Joseph Conrad	Director	0	0	0	440,000	440,000
3	Mr. Rajeev Sardana	Nominee Directo	0	0	0	370,000	370,000
4	Mr. Suryakant Nana	Director	0	0	0	510,000	510,000
5	Mr. Keyur Sanat Sh	Director	0	0	0	580,000	580,000
6	Mr. Sudhir Kumar JI	Director	0	0	0	370,000	370,000
7	Mr. Yogesh Kapur	Director	0	0	0	300,000	300,000
	Total		0	0	0	3,010,000	3,010,000

## 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

Heena Jaysinghani

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

20242

**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**

List of shareholders - HEADS.pdf  
Attachment to Form MGT-7.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**

**Form No. MGT-8**

[Pursuant to Section 92(2) of the Companies Act, 2013 and rule 11(2) of the Companies  
(Management and Administration) Rules, 2014]

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE  
For the financial year ended March 31, 2023**

**HDFC Education and Development Services Private Limited**

**CIN of the Company:** U80301MH2011PTC224035

**Paid up Capital:** Rs. 186,00,00,000/-

I have examined the registers, records and books and papers of **HDFC EDUCATION AND DEVELOPMENT SERVICES PRIVATE LIMITED (the Company)** having (CIN: U80301MH2011PTC224035) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31<sup>st</sup> March, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to us by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the company has complied with provisions of the Act and Rules made there under in respect of the matters as reported hereunder:
  1. Its status under the Act being unlisted Private Limited Company is active;
  2. maintenance of registers/ records and making entries therein within the time prescribed thereof;
  3. The Company has filed all forms and returns as required, with the Registrar of Companies, ~~Regional Director, Central Government, the Tribunal, Court or other authorities~~ within/~~beyond~~ the prescribed time as applicable.
  4. The Company has called / convened / held meetings of Board of Directors, its committees, ~~if any~~ and the meetings of the members of the company within due dates as stated in the Annual Return in respect of which meetings, proper notices were given in compliance with the applicable provisions of the Act and Secretarial Standards except Board of Directors meeting dated June 13, 2022 and Allotment Committee Meeting held on June 30, 2022 and March 3, 2023 which were held on shorter notice, and the proceedings including the circular resolutions ~~and resolution passed by postal ballot, if any,~~ have been properly recorded in the Minute Book / registers maintained for the purpose and the same have been signed. The Company was not required to pass any resolution by Postal Ballot.
  5. The Company has not required to close its Register of Members/ Security holders during the period under review;
  6. The Company has not granted any advance or loan to its directors and/or persons or firms or companies referred in Section 185 of the Act;

7. The Company is in compliance with the section 177 and Section 188 of the Companies Act, 2013, where applicable, The Company has entered into transactions with related parties. All the transactions with related parties are in the ordinary course of business and on an arms' length basis;
8. The Company does not have preference shares and the Company has not transferred any shares in physical mode except the shares that were transferred and credited on demat mode or transmitted or has not done buy back of securities / alteration or reduction of share capital / conversion of shares/ securities and the Company has not issued new share certificates in any instance except of the shares that were credited in demat mode, in the following instance:
  - a. during the period under review, the Company has issued and allotted 2,00,00,000 Equity shares of Rs 10 each aggregating to ₹ 20,00,00,000/- (Rupees Twenty Crores Only) vide Allotment Committee meeting dated June 30, 2022, on right issue basis and 1,20,00,000 equity shares of Rs 10 each aggregating to ₹ 12,00,00,000/- (Rupees Twelve Crores only) vide Allotment Committee Meeting dated March 3,2023 on rights issue basis
9. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
10. The Company has not declared or paid any dividend during the period under review.

No amount is lying with the Company in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years and which requires to be transferred to Investor Education and Protection Fund;

11. Signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub- sections (3), (4) and (5) thereof;
12. During the period under review, ~~change in constitution of the board, appointment/ re-appointment/ retirement / filing of casual vacancies/~~ disclosures of board / Key Managerial Personnel and the remuneration paid to the them is in compliance with the provisions of the Companies Act 2013. The Board of Directors of the Company were duly constituted with proper balance of Executive, Non-executive and Independent Director.
13. The members at their Annual General Meeting held on June 24, 2022, re-appointed Mr. Keyur Shah (DIN: 00332145) and Mr. Yogesh Kapur (DIN: 00070038) as Directors of the Company, who retired by rotation and being eligible, offered themselves for re-appointment.
14. The Company has made appointment/ reappointment/ ~~filing up casual vacancies~~ of auditors as per the provisions of Section 138,139 and 204 of the Act;



15. The Company was not required to obtain approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act as may be applicable
16. The Company has neither accepted nor renewed deposits and therefore no repayment is required to be made;
17. The Company has not borrowed money from its directors, members, public financial institutions, banks.
18. The Company has not granted any Loans and made investments or provide guarantees and securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act.
19. During the period under review,
  - a. the Company obtained the approval of its members vide Ordinary Resolution passed at Annual General Meeting of the Company held on June 24, 2022 for increasing its Authorised share capital from Rs 200,00,00,000 (Rupees Two hundred crores) comprising 20,00,00,000 equity shares of Rs. 10 each to Rs 500,00,00,000 (Rupees Five hundred crores) comprising 50,00,00,000 equity shares of Rs. 10 each, consequently amending Clause V of its Memorandum of Association and
  - b. there was no alteration of the provisions of the Articles of Association of the Company.

**For Heena Jaysinghani & Co.**  
**Company Secretaries**  
**UDIN:**

**Date:**  
**Place:** Mumbai

**Heena Jaysinghani**  
**M.NO.: F11432 / COP: 20242**  
**Peer Review Cert No: 2562/2022**

**LIST OF SHAREHOLDERS AS ON MARCH 31, 2023:**

<b>Sr. No.</b>	<b>Name</b>	<b>DP ID/Client Id</b>	<b>Number of shares held</b>	<b>Class of shares</b>
1	Housing Development Finance Corporation Limited	IN300126/ 10003955	18,59,99,880	Equity
2	Vinayak Mavinkurve	IN301549/ 18697174	20*	Equity
3	Dipta Bhanu Gupta	IN301549/ 57650358	20*	Equity
4	Sudhir Kumar Jha	IN301151/ 24540673	20*	Equity
5	Joseph Conrad Agnelo D'Souza	IN300126/ 10527655	20*	Equity
6	Suresh Shanker Menon	IN300476/ 40827252	20*	Equity
7	Ajay Agarwal	IN301549/ 16223872	20*	Equity
	<b>Total</b>		<b>18,60,00,000</b>	

*\* Beneficial owner of these Shares is Housing Development Finance Corporation Limited.*

**FOR HDFC EDUCATION AND DEVELOPMENT SERVICES PRIVATE LIMITED**

Sd/-

**LALIT JAIN**  
**COMPANY SECRETARY**

**PAN : ANLPJ5359D**  
**ACS NO. : 37005**  
**ADDRESS : 2B/ 504, HEMA PARK CHS, V.S. MARG, BHANDUP (W), MUMBAI 42**

## HDFC Education and Development Services Private Limited

### Attachment to Form MGT-7

#### VI. (b) SHARE HOLDING PATTERN - Public/Other than promoters

Sr. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	120*	0.00	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others FDI/Clearing Members/Trusts	0	0	0	0
	<b>Total</b>	<b>120*</b>	<b>0.00</b>	<b>0</b>	<b>0</b>

*\*Beneficial owner of these Shares is Housing Development Finance Corporation Limited.*

## **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
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	<b>1</b>	<b>6</b>	<b>1</b>	<b>6</b>	<b>0</b>	<b>0.00*</b>
(i) Non-Independent	1	5	1	5	0	0.00*
(ii) Independent	0	1	0	1	0	0
<b>C. Nominee Directors representing</b>	<b>0</b>	<b>1</b>	<b>0</b>	<b>1</b>	<b>0</b>	<b>0</b>
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	1	0	1	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
<b>Total</b>	<b>1</b>	<b>7</b>	<b>1</b>	<b>7</b>	<b>0</b>	<b>0.00*</b>

*\*Twenty shares are held by two non- executive non-independent directors each, the beneficial owner of these shares is Housing Development Finance Corporation Limited.*

**VIII (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. Vedanthachari Srinivasa Rangan	00030248	Director	0	-
Mr. Joseph Conrad Agnelo D'Souza	00010576	Director	20*	-
Mr. Rajeev Sardana	06648276	Nominee Director	0	-
Mr. Suryakant Nanalal Shroff	00011169	Director	0	-
Mr. Keyur Sanat Shah	00332145	Director	0	-
Mr. Sudhir Kumar Jha	07130697	Director	20*	-
Mr. Yogesh Kapur	00070038	Director	0	-
Ms. Simrita Kaur Ahluwalia	08458567	Whole-time (CEO)	0	-
Mr. Ramesh Singh Nayal	ADGPN3432Q	CFO	0	-
Mr. Lalit kumar Valchand Jain	ANLPJ5359D	Company Secretary	0	-

*\* Beneficial owner of these Shares is Housing Development Finance Corporation Limited*