

# 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

U65990MH1994PLC083933

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACH1462L

(ii) (a) Name of the company

HDFC INVESTMENTS LIMITED

(b) Registered office address

RAMON HOUSE 4TH FLOOR169 BACKBAY RECLAMATION  
H T PAREKH MARG  
MUMBAI  
Maharashtra  
400020

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

investorcare@hdfc.com

(d) \*Telephone number with STD code

02261766000

(e) Website

(iii) Date of Incorporation

20/12/1994

(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

(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  (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	HOUSING DEVELOPMENT FINA	L70100MH1977PLC019916	Holding	100
2	Griha Pte Limited		Subsidiary	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	33,000,000	26,670,500	26,670,500	26,670,500
Total amount of equity shares (in Rupees)	330,000,000	266,705,000	266,705,000	266,705,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	33,000,000	26,670,500	26,670,500	26,670,500
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	330,000,000	266,705,000	266,705,000	266,705,000

**(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>				
<b>At the beginning of the year</b>	26,670,500	266,705,000	266,705,000	
<b>Increase during the year</b>	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	0	0	0	
NA				
<b>Decrease during the year</b>	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	0	0	0	
NA				
<b>At the end of the year</b>	26,670,500	266,705,000	266,705,000	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	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	0	0	0	
NA				
<b>Decrease during the year</b>	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	0	0	0	
NA				
<b>At the end of the year</b>	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		25/07/2018	
Date of registration of transfer (Date Month Year)		01/10/2018	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	10	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	1		
Transferor's Name	Parekh	Shantilal	Deepak
	Surname	middle name	first name
Ledger Folio of Transferee	13		
Transferee's Name	Menon	Shanker	Suresh
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)				01/10/2018			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		10		Amount per Share/ Debenture/Unit (in Rs.)		10	
Ledger Folio of Transferor				3			
Transferor's Name		Munjee		Mukthar		Nasser	
		Surname		middle name		first name	
Ledger Folio of Transferee				14			
Transferee's Name		Gupta		Bhanu		Dipta	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				01/10/2018			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		10		Amount per Share/ Debenture/Unit (in Rs.)		10	
Ledger Folio of Transferor				4			
Transferor's Name		Mistry		Minoo		Keki	
		Surname		middle name		first name	
Ledger Folio of Transferee				8			
Transferee's Name						HDFC Limited	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				01/10/2018			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		10		Amount per Share/ Debenture/Unit (in Rs.)		10	
Ledger Folio of Transferor				9			
Transferor's Name						HDFC Ltd jointly with Renu Suc	
		Surname		middle name		first name	
Ledger Folio of Transferee				15			
Transferee's Name		Agarwal				Ajay	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				01/10/2018			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		10		Amount per Share/ Debenture/Unit (in Rs.)		10	
Ledger Folio of Transferor				10			
Transferor's Name						HDFC Ltd Jointly with V.Sriniva	
		Surname		middle name		first name	
Ledger Folio of Transferee				16			
Transferee's Name		Gupta				Prosenjit	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				01/10/2018			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		10		Amount per Share/ Debenture/Unit (in Rs.)		10	
Ledger Folio of Transferor				11			
Transferor's Name						HDFC Ltd Jointly with M Ramb	
		Surname		middle name		first name	
Ledger Folio of Transferee				17			
Transferee's Name		Dsouza		Conrad Agnelo		Joseph	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				01/10/2018			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		10		Amount per Share/ Debenture/Unit (in Rs.)		10	
Ledger Folio of Transferor				12			
Transferor's Name						HDFC Ltd Jointly with Sudhir K	
		Surname		middle name		first name	
Ledger Folio of Transferee				18			
Transferee's Name		Jha		Kumar		Sudhir	
		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
<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
<b>Total</b>					

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

2,100,327,500

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

1,915,453,474

**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)	26,670,440	100	0	
10.	Others	0	0	0	
	<b>Total</b>	26,670,440	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	60	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>	60	0	0	0

**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)**

Details	At the beginning of the year	At the end of the year
Promoters	5	1
Members (other than promoters)	3	6
Debenture holders	0	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

<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	0	5	0	5	0	0
(i) Non-Independent	0	3	0	3	0	0
(ii) Independent	0	2	0	2	0	0
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	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)
Mr. Joseph Conrad Agn	00010576	Director	10	
Mr. Vedanthachari Sriniv	00030248	Director	0	
Mr. Kulumani Gopalratn	00012579	Director	0	
Mr. Madabhusi Ramabh	00473399	Director	0	
Ms. Vibha Umesh Pada	01682810	Director	0	
Mr. Satrajit Bhattachary	AABPB5924F	CEO	0	
Mr. Surajkumar Madhav	AFIPT5007R	CFO	0	
Ms. Sarika Jitendra Ma	AMJPA0079J	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	25/07/2018	8	5	62.5

### B. BOARD MEETINGS

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/04/2018	5	4	80
2	27/07/2018	5	5	100
3	25/10/2018	5	5	100
4	25/01/2019	5	4	80
5	22/03/2019	5	4	80

### 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	26/04/2018	3	2	66.67
2	Audit Committee	27/07/2018	3	3	100
3	Audit Committee	25/10/2018	3	3	100
4	Audit Committee	25/01/2019	3	3	100
5	Audit Committee	22/03/2019	3	3	100
6	Nomination and Remuneration	26/04/2018	3	2	66.67
7	Nomination and Remuneration	25/01/2019	3	3	100

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
8	Nomination an	22/03/2019	3	3	100
9	Corporate Soc	16/04/2018	3	2	66.67
10	Corporate Soc	14/03/2019	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	26/07/2019
								(Y/N/NA)
1	Mr. Joseph Co	5	5	100	2	2	100	Yes
2	Mr. Vedanthac	5	4	80	8	6	75	Yes
3	Mr. Kulumani	5	5	100	10	10	100	Yes
4	Mr. Madabhus	5	3	60	2	1	50	Yes
5	Ms. Vibha Um	5	5	100	8	8	100	Yes

**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	Mr. Satrajit Bhattach	Chief Executive	0	0	0	480,000	480,000
2	Mr. Surajkumar Mac	Chief Financial C	0	0	0	144,000	144,000
3	Ms. Sarika Jitendra	Company Secre	0	0	0	120,000	120,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		0	0	0	744,000	744,000

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Joseph Conrad	Director	0	0	0	120,000	120,000
2	Mr. Vedanthachari S	Director	0	0	0	180,000	180,000
3	Mr. Madabhusi Rana	Director	0	0	0	60,000	60,000
4	Mr. Kulumani Gopal	Independent Dir	0	0	0	240,000	240,000
5	Ms. Vibha Padalkar	Independent Dir	0	0	0	210,000	210,000
	Total		0	0	0	810,000	810,000

#### 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

N L Bhatia

Whether associate or fellow

Associate  Fellow

Certificate of practice number

422

#### 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. ... 14 dated 21/07/2015

(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

RAMABHAD  
RAN  
MANDAPUSI

DIN of the director

00473399

#### To be digitally signed by

SARIKA  
JITENDRA  
MAHAJAN

Company Secretary

Company secretary in practice

Membership number

28624

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

**Attach****Attach****Attach****Attach****List of attachments**

HDFC INVESTMENT LIMITED MGT-8.pdf  
List of Shareholders - HIL - 31032019.pdf  
Attachment to Form MGT-7.pdf

**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**



**N L BHATIA & ASSOCIATES**  
PRACTISING COMPANY SECRETARIES

Tel. : 91-022-2510 0718  
Tel. : 91-022-2510 0698  
E-mail : navnitlb@hotmail.com  
brupadhyay@hotmail.com  
Website : www.nlba.in

**Form No. MGT-8**

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

For the financial year ended March 31, 2019

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

HDFC INVESTMENTS LIMITED

CIN of the Company: U65990MH1994PLC083933

Paid up Capital:Rs. 266,705,000/-

We have examined the registers, records and books and papers of **HDFC INVESTMENTS LIMITED** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on March 31, 2019. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we 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 & Rules made there under in respect of:

1. Its status under the Act being Unlisted Public Limited Company is active;
2. The company has maintained registers/records and made entries therein within the time prescribed therefor;
3. The Company has filed all forms and returns as stated in the annual return, with the Registrar of Companies, ~~Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond~~ the prescribed time, where applicable;
4. The Company has called/convened/held meetings of Board of directors or 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 except for the following meetings; One (1) meeting of the Board of Directors, which was held on October 25, 2018; One (1) Meeting of Audit Committee which was held on October 25, 2018; Two (2) Meeting of Corporate Social Responsibility Committee which were held on April 16, 2018 and March 14, 2019 which were held at a shorter notice, and the proceedings including the circular resolutions, ~~resolutions passed by postal ballot, if any~~, have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed;



Page 1 of 3

5. During the period under review, the Board has declared one interim dividend of Rs. 58/- per equity share, on 2,66,70,500 equity shares of Rs. 10/- each, amounting to Rs. 1,54,68,89,000/- vide resolution passed by circulation dated March 20, 2019, which were paid accordingly. DDT was paid in accordance with the relevant provisions of the Act. The Register of members was closed accordingly;
6. The Company has not given any advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act;
7. 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 arm's length basis;
8. There were no instances of buyback of securities / redemption of debentures/ alteration or reduction of share capital/ conversion of shares or securities/transmission/issue/allotment of securities during the financial year under review; However, there were 7 transfers during the year which have been duly recorded in the Register and have been disclosed in the Annual Return. Further, during the year, the Company has dematerialised all its existing securities, obtained ISIN and Appointed M/s. Link Intime India Private Limited as Registrar and Share Transfer Agent, as required under the Act.
9. There were no instances requiring the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. During the period under review, the Board has not recommended any Final Dividend. 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 in accordance with Section 125 of the Act;
11. Signing of audited financial statements is 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 financial year under review, there was no change in the constitution of the board, ~~appointment/re-appointment/retirement/filing of casual vacancies/~~ disclosures of directors/key managerial personnel and the remuneration paid to them is in compliance with the provisions of the Act. The Board of Directors of the Company is duly constituted with a proper balance of Non-Executive Directors and Independent Directors as per the requirements of the Act.
13. The statutory auditors have been appointed for a period of 5 (five) years, to hold office from the conclusion of the 23<sup>rd</sup> (twenty-third) Annual General Meeting of the Company



until the conclusion of the 28<sup>th</sup>(twenty-eighth) Annual General Meeting of the Company in accordance with the provisions of Section 139 of the Act;

14. The Company was not required to obtain any approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. The Company has not accepted any deposit and therefore no repayment is required to be made;
16. The Company has not borrowed money from directors, members, public financial institutions, banks;
17. The Company has not provided anyloans, guarantees, or securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act. The Company has made investments, which are within the limits of the Act. During the year, the Company has amended the power of investment delegated to the investment committee.
18. During the period under review, the Company has not altered its Memorandum of Association or its Articles of Association.

Date: August 14, 2019  
Place: Mumbai



For M/s N.L. Bhatia & Associates  
Practising Company Secretaries  
UIN: P1996MH055800

*N.L. Bhatia*

N.L. Bhatia  
Managing Partner  
FCS: 1176  
CP. No. 422

**HDFC**  
**INVESTMENTS**  
**LIMITED**

**HDFC Investments Limited**

**Attachment to Form MGT-7**

**VI. (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	60*	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				
	(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, specify	0	0	0	0
	<b>Total</b>	<b>60*</b>	<b>0.00</b>	<b>0</b>	<b>0</b>

\* Beneficial owner of these Shares is Housing Development Finance Corporation Limited (promoter entity).

**HDFC**  
**INVESTMENTS**  
**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>	0	<b>5</b>	<b>0</b>	<b>5</b>	<b>0</b>	<b>0.00*</b>
(i) Non-Independent	0	3	0	3	0	0.00*
(ii) Independent	0	2	0	2	0	0
<b>C. Nominee Directors representing</b>	0	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
(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
<b>Total</b>	<b>0</b>	<b>5</b>	<b>0</b>	<b>5</b>	<b>0</b>	<b>0.00*</b>

*\* Ten Shares are held by non-executive non-independent director, the beneficial owner of these Shares is Housing Development Finance Corporation Limited.*

**HDFC**  
**INVESTMENTS**  
**LIMITED**

**VIII (B) (i) Details of directors and Key managerial personnel as on the closure of financial year**

<b>Name</b>	<b>DIN/PAN</b>	<b>Designation</b>	<b>Number of equity share(s) held</b>	<b>Date of cessation (after closure of financial year : If any)</b>
Mr. Joseph Conrad Agnelo D'Souza	00010576	Director	10*	-
Mr. Vedanthachari Srinivasa Rangan	00030248	Director	0	-
Mr. Kulumani Gopalratnam Krishnamurthy	00012579	Director	0	-
Mr. Madabhusi Ramabhadran	00473399	Director	0	-
Ms. Vibha Umesh Padalkar	01682810	Director	0	-
Mr. Satrajit Bhattacharya	AABPB5924F	CEO	0	-
Mr. Surajkumar Madhawprasad Tripathi	AFIPT5007R	CFO	0	-
Ms. Sarika Jitendra Mahajan	AMJPA0079J	CS	0	-

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

**HDFC**  
**INVESTMENTS**  
**LIMITED**

Regd. Office: Ramon House,  
H T Parekh Marg, 169,  
Backbay Reclamation, Churchgate,  
Mumbai 400 020.  
Tel: 22820282, 22836255.  
Fax Nos: 022-22046758

CIN:- U65990MH1994PLC083933

**LIST OF SHAREHOLDERS AS ON MARCH 31, 2019:**

Sr. No.	Name of the Shareholder	DP ID/ Client Id	Number of shares held	Class of shares
1	Suresh Shanker Menon	IN300476/ 40827252	10	Equity
2	Dipta Bhanu Gupta	IN301549/ 57650358	10	Equity
3	Housing Development Finance Corporation Limited	IN300126/ 10003955	2,66,70,440	Equity
4	Ajay Agarwal	IN301549/ 16223872	10	Equity
5	Prosenjit Gupta	IN301549/ 33462745	10	Equity
6	Joseph Conrad Agnelo D'Souza	IN300126/ 10527655	10	Equity
7	Sudhir Kumar Jha	IN301151/ 24540673	10	Equity
	<b>Total</b>		<b>2,66,70,500</b>	

**For HDFC INVESTMENTS LIMITED**

  
**SARIKA MAHAJAN**

**COMPANY SECRETARY**

**MEMBERSHIP NUMBER : A28624**

**ADDRESS**

**: FLAT NO. 10, B-1 WING, BALLALESHWAR NAGAR,  
BHD. KATEMANIVALI POST OFFICE, POONA LINK  
ROAD, KATEMANIVALI, KALYAN (EAST) – 421 306**