

## 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

U65991MH1999PLC123026

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACH7615M

(ii) (a) Name of the company

HDFC TRUSTEE COMPANY LIMITED

(b) Registered office address

"HDFCHOUSE", 2ND FLOOR, H.TPAREKH MARG,  
165-166, BACKBAY RECLAMATION, CHURCHGATE  
MUMBAI  
Mumbai City  
Maharashtra  
400020

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

sylviaf@hdfcfund.com

(d) \* Telephone number with STD code

02266316333

(e) Website

(iii) Date of Incorporation

10/12/1999

(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

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KARVY FINTECH PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

 Karvy Selenium, Tower B, Plot No- 31 & 32,  
 Financial District, Nanakramguda, Serilingampally  
 Hyderabad, Rangareddi, Telangana  
 500032

 (vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

 (vii) \*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

ANNUAL GENERAL MEETING IS SCHEDULED TO BE HELD ON JUNE 28, 2019

## 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	K2	Activities by Trusts, funds and other financial holding	91.82

## 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 FINANCE CORPORATION LIMITED	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	100,000	100,000	100,000	100,000
Total amount of equity shares (in Rupees)	1,000,000	1,000,000	1,000,000	1,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	100,000	100,000	100,000	100,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000	1,000,000	1,000,000	1,000,000

###### (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>				
At the beginning of the year	100,000	1,000,000	1,000,000	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs				0
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

<b>ii. Shares forfeited</b>	0	0	0	0
<b>iii. Reduction of share capital</b>	0	0	0	0
<b>iv. Others, specify</b>				
<b>At the end of the year</b>	100,000	1,000,000	1,000,000	
<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				
<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				
<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.

<b>Date of the previous annual general meeting</b>		17/04/2018	
<b>Date of registration of transfer (Date Month Year)</b>		25/09/2018	
<b>Type of Transfer</b>	Equity	<b>1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock</b>	
<b>Number of Shares/ Debentures/ Units Transferred</b>	10	<b>Amount per Share/Debenture /Unit (in Rs.)</b>	10
<b>Ledger Folio of Transferor</b>	2		
<b>Transferor's Name</b>	Mr. Keki M Mistry		
<b>Ledger Folio of Transferee</b>	13		
<b>Transferee's Name</b>	Mr. Sudhir Kumar Jha		

<b>Date of registration of transfer (Date Month Year)</b>		25/09/2018	
<b>Type of Transfer</b>	Equity	<b>1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock</b>	
<b>Number of Shares/ Debentures/ Units Transferred</b>	10	<b>Amount per Share/Debenture /Unit (in Rs.)</b>	10
<b>Ledger Folio of Transferor</b>	4		
<b>Transferor's Name</b>	Mr. Milind G. Barve		
<b>Ledger Folio of Transferee</b>	14		
<b>Transferee's Name</b>	Mr. Prosenjit Gupta		

<b>Date of registration of transfer (Date Month Year)</b>		25/09/2018	
<b>Type of Transfer</b>	Equity	<b>1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock</b>	
<b>Number of Shares/ Debentures/ Units Transferred</b>	10	<b>Amount per Share/Debenture /Unit (in Rs.)</b>	10
<b>Ledger Folio of Transferor</b>	9		
<b>Transferor's Name</b>	HDFC Ltd. jointly held with Mr. V. S. Rangan		
<b>Ledger Folio of Transferee</b>	15		
<b>Transferee's Name</b>	HDFC Ltd.		

<b>Date of registration of transfer (Date Month Year)</b>		25/09/2018	
<b>Type of Transfer</b>	Equity	1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
<b>Number of Shares/ Debentures/ Units Transferred</b>	10	<b>Amount per Share/Debenture /Unit (in Rs.)</b>	10
<b>Ledger Folio of Transferor</b>	10		
<b>Transferor's Name</b>	HDFC Ltd. jointly held with Mr. Satrajit Bhattacharya		
<b>Ledger Folio of Transferee</b>	16		
<b>Transferee's Name</b>	Mr. Ajay Agarwal		

<b>Date of registration of transfer (Date Month Year)</b>		25/09/2018	
<b>Type of Transfer</b>	Equity	1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
<b>Number of Shares/ Debentures/ Units Transferred</b>	10	<b>Amount per Share/Debenture /Unit (in Rs.)</b>	10
<b>Ledger Folio of Transferor</b>	11		
<b>Transferor's Name</b>	HDFC Ltd. jointly held with Mr. Suresh Menon		
<b>Ledger Folio of Transferee</b>	17		
<b>Transferee's Name</b>	Mr. Suresh Shanker Menon		

<b>Date of registration of transfer (Date Month Year)</b>		25/09/2018	
<b>Type of Transfer</b>	Equity	1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
<b>Number of Shares/ Debentures/ Units Transferred</b>	10	<b>Amount per Share/Debenture /Unit (in Rs.)</b>	10
<b>Ledger Folio of Transferor</b>	12		
<b>Transferor's Name</b>	HDFC Ltd. jointly held with Ms. Renu Karnad		
<b>Ledger Folio of Transferee</b>	18		
<b>Transferee's Name</b>	Mr. Dipta Bhanu Gupta		

**(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
Partly convertible debentures	0		0
Fully convertible debentures	0		0

Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			2,000,000
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
<b>Total</b>			2,000,000

**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
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	0	0	0	0

**(v) Securities (other than shares and debentures)**


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>	<input type="text"/>		<input type="text"/>		<input type="text"/>

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

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



**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)	100,000	100	0	
10.	Others	0	0	0	
	<b>Total</b>	100,000	100	0	0

**Total number of shareholders (promoters)**

7
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**(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	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	0	0	0	0

**Total number of shareholders (other than promoters)**

0

**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	8	7
Members (other than promoters)	0	0
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	4	0	4	0	0
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	3	0	3	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>	<b>0</b>	<b>4</b>	<b>0</b>	<b>4</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**

4
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**(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)
Anil Hirjee	00044765	Director	0	
Ranjan Sanghi	00275842	Director	0	
Vimal Bhandari	00001318	Director	0	
V. S. Rangan	00030248	Director	0	

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

0
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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)

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## 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

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	17/04/2018	8	8	100
Extra-ordinary General Meeting	28/06/2018	8	8	100

### B. BOARD MEETINGS

\*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	16/04/2018	4	4	100
2	27/06/2018	4	2	50
3	24/08/2018	4	4	100
4	31/10/2018	4	4	100
5	13/12/2018	4	4	100
6	24/01/2019	4	4	100
7	07/02/2019	4	4	100
8	26/03/2019	4	4	100

### C. COMMITTEE MEETINGS

Number of meetings held

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	16/04/2018	4	4	100

2	Audit Committee	27/06/2018	4	2	50
3	Audit Committee	24/08/2018	4	4	100
4	Audit Committee	31/10/2018	4	4	100
5	Audit Committee	24/01/2019	4	4	100
6	Risk Management Committee	16/04/2018	4	4	100
7	Risk Management Committee	24/08/2018	4	4	100
8	Risk Management Committee	31/10/2018	4	4	100
9	Risk Management Committee	24/01/2019	4	4	100
10	Customer Services Committee	16/04/2018	4	4	100
11	Customer Services Committee	24/08/2018	4	4	100
12	Customer Services Committee	31/10/2018	4	4	100
13	Customer Services Committee	24/01/2019	4	4	100
14	Committee of Trustee Company for Approving Investments in Unrated Debt Securities by Schemes of HDFC Mutual Fund	19/09/2018	3	2	66.67

#### A. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		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	Anil Hirjee	8	7	87.5	13	12	92.31	
2	Ranjan Sanghi	8	7	87.5	14	13	92.86	
3	Vimal Bhandari	8	8	100	14	13	92.86	
4	V. S. Rangan	8	8	100	14	14	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

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

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

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Anil Hirjee	Director	0	0	0	2,000,000	2,000,000
2	Ranjan Sanghi	Director	0	0	0	2,100,000	2,100,000
3	Vimal Bhandari	Director	0	0	0	2,200,000	2,200,000
4	V S Rangan	Director	0	0	0	2,200,000	2,200,000
	Total		0	0	0	8,500,000	8,500,000

**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

**Reason** - The information will be provided to shareholders as per the provisions of the Companies Act, 2013

**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.