

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]



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

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

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

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(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

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
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
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	26,670,500	26670500	266,705,000	266,705,000	
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	26,670,500	26670500	266,705,000	266,705,000	
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)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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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
Total			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

53,339,000

(ii) Net worth of the Company

2,723,663,579

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	
	Total	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	

	Total	60	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)**

Details	At the beginning of the year	At the end of the year
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

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	0	0	0	0	0
B. Non-Promoter	0	5	0	4	0	0
(i) Non-Independent	0	3	0	4	0	0
(ii) Independent	0	2	0	0	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	4	0	0

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

7

(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)
Joseph Conrad Agnelo	00010576	Director	10	
Vedanthachari Srinivasa	00030248	Director	0	
Madabhusi Ramabhadra	00473399	Director	0	
Vibha Umesh Padalkar	01682810	Director	0	
Satrajit Siva Bhattacharj	AABPB5924F	CEO	0	
Surajkumar Madhawpra	AFIPT5007R	CFO	0	
Sarika Jitendra Mahajar	AMJPA0079J	Company Secretar	0	

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

3

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)
Vibha Umesh Padalkar	01682810	Director	21/07/2020	CHANGE IN DESIGNATION
Kulumani Gopalratnam	00012579	Director	21/07/2020	CHANGE IN DESIGNATION
Kulumani Gopalratnam	00012579	Director	31/07/2020	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	08/06/2020	7	7	100

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	11/05/2020	4	4	100
2	13/07/2020	4	4	100
3	12/10/2020	4	4	100
4	13/01/2021	4	4	100

C. COMMITTEE MEETINGS

Number of meetings held

8

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 COMM	11/05/2020	3	3	100
2	AUDIT COMM	13/07/2020	3	3	100
3	AUDIT COMM	12/10/2020	3	3	100
4	AUDIT COMM	13/01/2021	3	3	100
5	NOMINATION	29/04/2020	3	3	100
6	NOMINATION	13/01/2021	3	3	100
7	CORPORATE	11/05/2020	3	3	100
8	CORPORATE	13/01/2021	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Joseph Conra	4	4	100	4	4	100	Yes
2	Vedanthachar	4	4	100	7	7	100	Yes
3	Madabhusi Ra	4	4	100	3	3	100	No
4	Vibha Umesh	4	4	100	6	6	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	Satrajit Siva Bhatta	Chief Executive	0	0	0	480,000	480,000
2	Surajkumar Madhav	Chief Financial C	0	0	0	144,000	144,000
3	Sarika Jitendra Mah	Company Secre	0	0	0	120,000	120,000
	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	Joseph Conrad Agn	Director	0	0	0	200,000	200,000
2	Vedanthachari Srini	Director	0	0	0	260,000	260,000
3	Madabhusi Ramabh	Director	0	0	0	180,000	180,000
4	Kulumani Gopalratn	Independent Dir	0	0	0	120,000	120,000
5	Vibha Umesh Padal	Independent Dir	0	0	0	200,000	200,000
	Total		0	0	0	960,000	960,000

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

Bhaskar Upadhyay

Whether associate or fellow

Associate Fellow

Certificate of practice number

9625

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

RAMABH
ADRAN M

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

List of shareholders - HIL - Updated.pdf
Attachment to Form MGT7 signed.pdf
MGT-8_HIL_02082021 - signed.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

LIST OF SHAREHOLDERS AS ON MARCH 31, 2021:

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	Subodh Salunke	IN301151/ 12687192	10*	Equity
6	Joseph Conrad Agnelo D'Souza	IN300126/ 10527655	10*	Equity
7	Sudhir Kumar Jha	IN301151/ 24540673	10*	Equity
	Total		2,66,70,500	

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

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**

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
	Total	60*	0.00	0	0

* 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
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	0	4	0	4	0	0.00*
(i) Non-Independent	0	4	0	4	0	0.00*
(ii) Independent	0	0	0	0	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	4	0	4	0	0.00*

* 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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Joseph Conrad Agnelo D'Souza	00010576	Director	10*	-
Mr. Vedanthachari Srinivasa Rangan	00030248	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.*

**RAMABH
ADRAN M**

Digitally signed by RAMABHADRAN M
DN: c=IN, o=Personal,
postalCode=400050, st=Maharashtra,
2.5.4.20=2d43191e38d844dcac639a860
4fd17f0566435bf019fd69b5b43dc4f0b2
b4210,
serialNumber=a684752d3ffa9c34aa196
fabac60fe635c9e709b2ed1abf2cdcdaba
b253965381, cn=RAMABHADRAN M
Date: 2021.08.09 10:36:47 +05'30'



Form No. MGT-8

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

For the financial year ended March 31, 2021

*[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, 2021. 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 therefore;
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 and the proceedings including the circular resolutions ~~and resolutions passed by postal~~

~~ballet, if any,~~ have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed;

5. During the period under review, the Board has not declared interim dividend;
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;
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 recommended Final Dividend of Re. 1/- per equity share on 2,66,70,500 equity shares of Rs. 10/- each, amounting to Rs. 2,66,70,500/- .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, the company has complied with the provisions of the Companies Act, 2013 relating to constitution of the board, ~~appointment/re-appointment/retirement/filing of casual vacancies/~~ 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 23rd (Twenty-third) Annual General Meeting of the Company until the conclusion of the 28th (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 any loans, 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 limits of investment/divestments 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 2, 2021

Place: Mumbai

For M/s N.L. Bhatia & Associates

Practicing Company Secretaries

UIN: P1996MH055800

UDIN: F008663C000720935



Bhaskar Upadhyay

Partner

FCS: 8663

CP. No. 9625