

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN : H38852281

Service Request Date : 30/12/2018

Payment made into : HDFC Bank

Received From :

Name : EFILING KOLKATA

Address : Kolkata

Kolkata, West Bengal

IN - 700013

Entity on whose behalf money is paid

CIN: U74999WB2017PLC219318

Name : CESC VENTURES LIMITED

Address : CESC House

Chowringhee Square

Kolkata, West Bengal

India - 700001

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee for Form MGT-7 for the financial year ending on 2018	Normal	600.00
Total		600.00

Mode of Payment: Internet Banking - HDFC Bank

Received Payment Rupees: Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar, then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices and Fees) Rules, 2014)

Certified to be True Copy

CEC VENTURES LIMITED

Company Secretary

1. 10/10/10

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

U74999WB2017PLC219318

Pre-fill

Global Location Number (GLN) of the company

☐ Permanent Account Number (PAN) of the company

AAICR1474J

(ii) (a) Name of the company

CESC VENTURES LIMITED

(b) Registered office address

CEC House
Chowringhee Square
Kolkata
Kolkata
West Bengal
700001

(c) *e-mail ID of the company

sudip.ghosh@rp-sg.in

(d) *Telephone number with STD code

+913322258348

☐ (e) Website

www.cescventures.com

(iii) Date of Incorporation

07/02/2017

(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

Pre-fill

Certified to be True Copy

CESC VENTURES LIMITED

Company Secretary

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C 101, 247 Park, LBS Rd, Surya Nagar, Gandhi Nagar, Vikhroli West, Mumbai, Maharashtra 400083

(vii) *Financial year From date 07/02/2017 (DD/MM/YYYY) To date 31/03/2018 (DD/MM/YYYY)

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

(a) If yes, date of AGM 29/10/2018

(b) Due date of AGM 31/12/2018

(c) Whether any extension for AGM granted ☐ Yes ☒ No

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	J	Information and communication	J8	Other information & communication service activities	91.84

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 22

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BOWLOPEDIA RESTAURANTS I	U55209WB2017PLC220862	Subsidiary	100
2	GUILTFREE INDUSTRIES LIMITE	U15549WB2017PLC218864	Subsidiary	100
3	APRICOT FOODS PRIVATE LIMITE	U15499GJ2003PTC043068	Subsidiary	70
4	QUEST PROPERTIES INDIA LIMITE	U70101WB2006PLC108175	Subsidiary	100
5	METROMARK GREEN COMMOD	U51221WB2004PTC098581	Subsidiary	100
6	FIRSTSOURCE SOLUTIONS LIMITE	L64202MH2001PLC134147	Subsidiary	54.47
7	FIRSTSOURCE PROCESS MANA	U72200KA2010PLC055713	Subsidiary	54.47

8	NANOBI DATA AND ANALYTIC	U72200KA2012PTC062235	Associate	12.72
9	Firstsource Solutions UK Limited		Subsidiary	54.47
10	Firstsource Solutions S.A., Arge		Subsidiary	54.46
11	Firstsource Group USA, Inc, USA		Subsidiary	54.47
12	MedAssist Holding, LLC, USA		Subsidiary	54.47
13	One Advantage, LLC, USA		Subsidiary	54.47
14	Firstsource Solutions USA, LLC		Subsidiary	54.47
15	Firstsource Advantage LLC		Subsidiary	54.47
16	Firstsource Transaction Service		Subsidiary	54.47
17	ISGN Solutions Inc.		Subsidiary	54.47
18	ISGN Fulfillment Services, Inc		Subsidiary	54.47
19	ISGN Fulfillment Agency, LLC		Subsidiary	54.47
20	Firstsource BPO Ireland Limited		Subsidiary	54.47
21	Firstsource Dialog Solutions (P		Subsidiary	40.3
22	Firstsource Business Process Se		Subsidiary	54.57

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	1,250,000,000	26,511,409	26,511,409	26,511,409
Total amount of equity shares (in Rupees)	12,500,000,000	265,114,090	265,114,090	265,114,090

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARES				
Number of equity shares	1,250,000,000	26,511,409	26,511,409	26,511,409
Nominal value per share (in rupees)	10	10	10	10

Total amount of equity shares (in rupees)	12,500,000,000	265,114,090	265,114,090	265,114,090
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(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
Equity shares				
At the beginning of the year	50,000	500,000	500,000	
Increase during the year	601,511,409	6,015,114,090	6,015,114,090	0
i. Public Issues	0	0	0	0
ii. Rights issue	575,000,000	5,750,000,000	5,750,000,000	
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	

ix. GDRs/ADRs	0	0	0	0
x. Others, specify	26,511,409	265,114,090	265,114,090	
Allotment of Equity shares pursuant to the Composite S				
Decrease during the year	575,050,000	5,750,500,000	5,750,500,000	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	
iv. Others, specify	575,050,000	5,750,500,000	5,750,500,000	
Reduction of Equity Shares pursuant to the Scheme				
At the end of the year	26,511,409	265,114,090	265,114,090	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	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				
Decrease during the year	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				
At the end of the year	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				<input style="width: 100%;" type="text"/>	
Date of registration of transfer (Date Month Year)					
Type of transfer		<input style="width: 50px;" type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred		<input style="width: 150px;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)		<input style="width: 150px;" type="text"/>
Ledger Folio of Transferor			<input style="width: 500px;" type="text"/>		
Transferor's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>		
	Surname	middle name	first name		
Ledger Folio of Transferee			<input style="width: 500px;" type="text"/>		
Transferee's Name	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>	<input style="width: 150px;" type="text"/>		
	Surname	middle name	first name		

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				
	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
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

251,000,000

(ii) Net worth of the Company

14,499,688,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	56,842	0.21	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)	13,177,595	49.71	0	
10.	Others	0	0	0	
	Total	13,234,437	49.92	0	0

Total number of shareholders (promoters)

13

(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	1,980,827	7.47	0	
	(ii) Non-resident Indian (NRI)	264,884	1	0	
	(iii) Foreign national (other than NRI)	0	0	0	

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CESC VENTURES LIMITED

Company Secretary

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	1,670	0.01	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	912,211	3.44	0	
4.	Banks	5,504	0.02	0	
5.	Financial institutions	93,682	0.35	0	
6.	Foreign institutional investors	2,736,655	10.32	0	
7.	Mutual funds	5,256,165	19.83	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	980,456	3.7	0	
10.	Others Alternative Investment Fun	1,044,918	3.94	0	
	Total	13,276,972	50.08	0	0

Total number of shareholders (other than promoters)

55,408

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CESC VENTURES LIMITED

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

55,421

Company Secretary

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

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	7	13
Members (other than promoters)	0	55,408
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	3	0	3	0	0
(i) Non-Independent	0	3	0	3	0	0
(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	3	0	3	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 3

(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)
SUBHASIS MITRA	01277136	Director	0	27/11/2018
RAJENDRA JHA	00055489	Director	0	14/11/2018
UTPAL BHATTACHARYA	01794591	Director	0	14/11/2018

(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)
SUBHASIS MITRA	01277136	Director	07/02/2017	Appointment
RAJENDRA JHA	00055489	Director	07/02/2017	Appointment
UTPAL BHATTACHARYA	01794591	Director	07/02/2017	Appointment

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

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EXTRA-ORDINARY GENERAL MEETING	10/06/2017	7	7	100
EXTRA-ORDINARY GENERAL MEETING	22/09/2017	7	7	100
EXTRA-ORDINARY GENERAL MEETING	09/12/2017	7	7	100

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	06/03/2017	3	3	100
2	15/05/2017	3	3	100
3	22/05/2017	3	3	100
4	10/06/2017	3	3	100
5	10/07/2017	3	3	100
6	31/08/2017	3	3	100
7	21/09/2017	3	3	100
8	04/12/2017	3	3	100
9	31/03/2018	3	3	100

C. COMMITTEE MEETINGS

Number of meetings held

0

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

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					

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	
								29/10/2018 (Y/N/NA)
1	SUBHASIS MI	9	9	100	0	0	0	Yes
2	RAJENDRA JI	9	9	100	0	0	0	Yes
3	UTPAL BHAT	9	9	100	0	0	0	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

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							0
	Total						

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

MANOJ PRASAD SHAW

Whether associate or fellow ☐ Associate ☒ Fellow

Certificate of practice number

4194

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

SUHAIL
SAMEER
Digitally signed by
SUHAIL SAMEER
Date: 2016.12.30
13:00:47 +05'30'

DIN of the director

07238872

To be digitally signed by

SUDIP
KUMAR
GHOSH
Digitally signed by SUDIP
K. GHOSH
Date: 2016.12.30 13:00:04
+05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

18707

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

Attach
Attach
Attach
Attach

MGT-8.pdf
Details of demat transfer.pdf
Additional attachments.pdf
Flls.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

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CESC VENTURES LIMITED

Company Secretary

