

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

U66010MH2000PLC128301

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCR6898M

(ii) (a) Name of the company

RELIANCE COMMERCIAL FINAN

(b) Registered office address

The Ruby, 11th Floor, North-West Wing, Plot No. 29, Senapati
Bapat Marg, Dadar (West), Mumba Shivaji Park (Mumbai)
Mumbai
Mumbai
Maharashtra
400033

(c) *e-mail ID of the company

RC*****UM.COM

(d) *Telephone number with STD code

02*****00

(e) Website

(iii) Date of Incorporation

17/08/2000

(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

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

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

(a) If yes, date of AGM 30/09/2024

(b) Due date of AGM 30/09/2024

(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	K	Financial and insurance Service	K8	Other financial activities	89.43

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

*No. of Companies for which information is to be given 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	AUTHUM INVESTMENT & INFR	L51109MH1982PLC319008	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	600,000,000	135,465,700	135,465,700	135,465,700
Total amount of equity shares (in Rupees)	6,000,000,000	1,354,657,000	1,354,657,000	1,354,657,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10/- each				
Number of equity shares	600,000,000	135,465,700	135,465,700	135,465,700
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	6,000,000,000	1,354,657,000	1,354,657,000	1,354,657,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	402,000,000	400,000,000	400,000,000	400,000,000
Total amount of preference shares (in rupees)	4,002,000,000	4,000,000,000	4,000,000,000	4,000,000,000

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference shares of ₹ 10 each				
Number of preference shares	400,000,000	400,000,000	400,000,000	400,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	4,000,000,000	4,000,000,000	4,000,000,000	4,000,000,000
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference shares of ₹ 1 each				
Number of preference shares	2,000,000	0	0	0
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	2,000,000	0	0	0

(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	Physical	DEMAT	Total			
At the beginning of the year	0	135,325,700	135325700	1,353,257,000	1,353,257,000	
Increase during the year	0	140,000	140000	1,400,000	1,400,000	0

i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	140,000	140000	1,400,000	1,400,000	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				0	0	
0						
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				0	0	
0						
At the end of the year	0	135,465,700	135465700	1,354,657,0	1,354,657,	
Preference shares						
At the beginning of the year	1,378,720	400,002,131	401380851	4,001,380,8	4,001,380,	
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				0	0	
0						
Decrease during the year	1,378,720	2,131	1380851	1,380,851	1,380,851	0
i. Redemption of shares	1,378,720	2,131	1380851	1,380,851	1,380,851	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0

iv. Others, specify				0	0	
0						
At the end of the year	0	400,000,000	400000000	4,000,000,0	4,000,000,0	

ISIN of the equity shares of the company

INE126D01019

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

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

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

☐ Nil

[Details being provided in a CD/Digital Media]

☐ Yes ☒ No ☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes ☒ No

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

Date of the previous annual general meeting			
Date of registration of transfer (Date Month Year)		26/06/2023	
Type of transfer	Debentures	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	4,251	Amount per Share/ Debenture/Unit (in Rs.)	100,000
Ledger Folio of Transferor		IN30048410820765	

Transferor's Name	Axis	Bank	Limited
	Surname	middle name	first name
Ledger Folio of Transferee		IN30292710348923	
Transferee's Name	Authum	Investment and Infrastructure	Limited
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		24/05/2023	
Type of transfer	Debentures	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	47,303	Amount per Share/ Debenture/Unit (in Rs.)	100,000
Ledger Folio of Transferor		IN30074910000012	
Transferor's Name	Bank	of	India
	Surname	middle name	first name
Ledger Folio of Transferee		IN30292710348923	
Transferee's Name	Authum	Investment and Infrastructure	Limited
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		27/09/2023	
Type of transfer	Debentures	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	14,817	Amount per Share/ Debenture/Unit (in Rs.)	100,000
Ledger Folio of Transferor		IN30081210490993	

Transferor's Name	UCO	Bank	
	Surname	middle name	first name
Ledger Folio of Transferee		IN30292710348923	
Transferee's Name	Authum	Investment and Infrastructure	Limited
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		18/10/2023	
Type of transfer	Debentures	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	5	Amount per Share/ Debenture/Unit (in Rs.)	1,000,000
Ledger Folio of Transferor		1204150001090589	
Transferor's Name	MAP FOREX	EXIM FINANCIAL SERVICES	LLP
	Surname	middle name	first name
Ledger Folio of Transferee		1203330002593317	
Transferee's Name	Authum	Investment and Infrastructure	Limited
	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	<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) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	638	1000000	638,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			638,000,000

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
Non-convertible debentures	14,607,000,000	0	13,969,000,000	638,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	36,251,300,000	0	36,251,300,000	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	<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

1,770,999,781.16

(ii) Net worth of the Company

-3,644,841,038.12

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	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	135,465,700	100	400,000,000	100
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 0	0	0	0	0
	Total	135,465,700	100	400,000,000	100

Total number of shareholders (promoters)

7

(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	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 0	0	0	0	0
	Total	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	7	7
Members (other than promoters)	20,405	0
Debenture holders	9	2

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	5	0	0
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	3	0	3	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	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)
Sanjay Dangi	00012833	Director	0	04/09/2024
Amit Dangi	06527044	Director	0	
Rahul Bagaria	06611268	Director	0	
Bhaviika Jain	08738884	Director	0	
Mahavir Hingar	03384356	Director	0	
Rohit Bhanja	ALVPB9392G	CEO	0	31/10/2024
Amit Kumar Jha	AHVPJ1561H	CFO	0	31/10/2024
Avni Shah	FLDPS4377D	Company Secretar	0	31/10/2024

(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)
Mahavir Hingar	03384356	Director	05/09/2023	Appointment
Amit Kumar Jha	AHVPJ1561H	CFO	29/07/2023	Appointment
Sanjiv Swarup	00132716	Director	01/09/2023	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

3

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	26/09/2023	7	7	100
Extraordinary General Meet	08/04/2023	7	7	100
Extraordinary General Meet	17/10/2023	7	7	100

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	08/04/2023	5	4	80
2	29/05/2023	5	3	60
3	14/07/2023	5	4	80
4	29/07/2023	5	5	100
5	25/09/2023	5	5	100
6	16/10/2023	5	5	100
7	18/01/2024	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

19

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	29/05/2023	3	3	100
2	Audit Committee	14/07/2023	3	2	66.67
3	Audit Committee	29/07/2023	3	3	100
4	Audit Committee	25/09/2023	3	3	100
5	Audit Committee	16/10/2023	3	3	100
6	Audit Committee	18/01/2024	3	3	100
7	Nomination and Remuneration Committee	29/05/2023	3	3	100
8	Nomination and Remuneration Committee	29/07/2023	3	3	100
9	Nomination and Remuneration Committee	25/09/2023	3	3	100
10	Nomination and Remuneration Committee	18/01/2024	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	30/09/2024
								(Y/N/NA)
1	Sanjay Dangi	7	6	85.71	6	6	100	Yes
2	Amit Dangi	7	7	100	19	19	100	Yes
3	Rahul Bagaria	7	6	85.71	18	18	100	Yes
4	Bhaviika Jain	7	7	100	0	0	0	Yes
5	Mahavir Hingane	3	3	100	5	5	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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Rohit Bhanja	CEO	7,800,872	0	0	449,400	8,250,272
2	Arpit Malaviya	CFO	3,264,560	0	0	130,000	3,394,560
3	Amit Kumar Jha	CFO	4,847,868	0	0	335,250	5,183,118
4	Avni Shah	Company Secre	908,680	0	0	57,960	966,640
	Total		16,821,980	0	0	972,610	17,794,590

Number of other directors whose remuneration details to be entered

0

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

As mentioned in MGT-8

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

Mayank Arora

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

13609

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. ..

3

dated

31/03/2023

(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:

- 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.
- 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

Amit K Dangi
Digitally signed by Amit K Dangi
Date: 2024.11.28 16:23:10 +05'30'

DIN of the director

0*5*7*4*

To be digitally signed by

MAYANK ARORA
Digitally signed by MAYANK ARORA
Date: 2024.11.28 16:39:02 +05'30'

- ☐ Company Secretary
- ☒ Company secretary in practice

Membership number

1*3*8

Certificate of practice number

1*6*9

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

List of shareholders and debenture holders

MGT-8-RCFL__2024_signed.pdf

Committee Meetings.pdf

UDIN- MGT-7.pdf

Clarification letter_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