

Form No. MGT-7

ANNUAL RETURN

As on the financial year ended on 31/03/2021

Of

J. P. Morgan India Private Limited

[Pursuant to Section 92(1) of the Companies Act, 2013
And

Rule 11(1) of the Companies (Management and Administration) Rules, 2014]

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 J. P. MORGAN INDIA PRIVATE LIMITED

(b) Registered Office Address

J.P. Morgan Tower, Off. C.S.T. Road, Kalina
Santacruz - East,
Mumbai
Mumbai City
Maharashtra
400098

(c) *E-Mail ID of the Company

(d) *Telephone No. with STD Code

(e) Website

(iii) Date of Incorporation

Type of the Company	Category of the Company	Sub-category of the Company
Private Company	Company limited by shares	Subsidiary of Foreign Company

(v) Whether Company is having Share Capital Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s) Yes No

(a) details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1.		
2.		

(vii) Financial Year From (DD /MM/YYYY) To date (DD /MM/YYYY)

(viii) Whether Annual General Meeting (AGM) held :- Yes No- Sept 15, 2021 (proposed)

a) If Yes, date of AGM

b) Due Date of AGM

c) Whether Any Extension For AGM granted Yes No

d) if yes, provide the Service Request Number of the application Form filed for extension

e) Extended Due Date after grant of Extension

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of Business Activities

Sr.No	Main Activity group Code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of Total Turnover of Company
1.	K	Financial and insurance Service	K7	Financial Advisory, brokerage and Consultancy Services	89.49
2.	K	Financial and insurance Service	K8	Other financial activities	10.51

III. PARTICULARS OF HOLDING, SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

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

Sr.No	Name of the Company	CIN/FCRN	Holding/ Subsidiary / Joint Venture/Associate	% of Shares held
1.	J.P. Morgan India Securities Holdings Limited		Holding	96.26

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity Share Capital

Particulars	Authorized Capital	Issued Capital	Subscribed Capital	Paid Up Capital
Total Number of Equity Shares	80,000,000	75,855,428	75,855,428	75,855,428
Total amount of Equity Shares (in rupees)	800,000,000	758,554,280	758,554,280	758,554,280

Number of Classes

Class of Shares	Authorized Capital	Issued Capital	Subscribed Capital	Paid up Capital
Equity Shares of Rs. 10/- each				
Number of Equity Shares	80,000,000	75,855,428	75,855,428	75,855,428
Nominal Value Per Share(in rupees)	10	10	10	10
Total amount of Equity Shares(in rupees)	800,000,000	758,554,280	758,554,280	758,554,280

b. Preference Share Capital

Particulars	Authorised Capital	Issued Capital	Subscribed Capital	Paid up Capital
Total Number of Preference Shares	25,000,000	6,500,000	6,500,000	6,500,000
Total amount of Preference Shares(in rupees)	350,000,000	65,000,000	65,000,000	65,000,000

Number of Classes:

Class of Shares	Authorized Capital	Issued Capital	Subscribed Capital	Paid up Capital
5% Cumulative convertible redeemable preference shares of Rs. 20/- each				
Number of Preference Shares	10,000,000	0	0	0
Nominal Value Per Share(in rupees)	20	20	20	20

Total amount of Preference Shares(in rupees)	200,000,000	0	0	0
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Class of Shares 5% Cumulative convertible redeemable preference shares of Rs. 10/- each	Authorized Capital	Issued Capital	Subscribed Capital	Paid up Capital
Number of Preference Shares	15,000,000	6,500,000	6,500,000	6,500,000
Nominal Value Per Share(in rupees)	10	10	10	10
Total amount of Preference Shares(in rupees)	150,000,000	65,000,000	65,000,000	65,000,000

c. Unclassified Share Capital

Particulars	Authorized Share 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	75,855,428	758,554,280	758,554,280	
Increase during the Year	0	0	0	0
i) Public Issue	0	0	0	0
ii) Right 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 Shares	0	0	0	0
viii) Conversion of Debentures	0	0	0	0
ix) GDRs/ADRs	0	0	0	0
x) Others, specify <input type="text"/>				
Decrease during the year				
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				

Ledger Folio of Transferee			
Transferee's Name			
	Surname	Middle name	First name

Date of Registration of Transfer of Shares			
Type of Transfer	1. Equity 2. Preference 3. Debentures 4. Stock		
Number of Shares/ Debentures Transferred:	Amount Per Share in Rupees:		
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 the 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 interests outstanding/accrued but not due for payment)Excluding Deposits			0
Unsecured Loans (including interests outstanding/accrued but not due for payment)Excluding Deposits			0
Deposits			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 under Companies Act, 2013)

i) Turnover

7,825,511,823

ii) Net worth of the Company 26,780,837,594

VI. (a) *SHARE HOLDING PATTERN- Promoters

S. No.	Category	Indian		Foreign	
		Number of Shares	Percentage	Number of Shares	Percentage
1.	Individual/HUF				
	(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)	73,015,408	96.26	6,500,000	100
10.	Others 	0	0	0	0
	Total	73,015,408	96.26	6,500,000	100

Total Number of Shareholders(promoters)

1

(b) * SHARE HOLDING PATTERN- Public/ Other than promoters

Sr.No.	Category	Indian		Foreign	
		Number of Shares	Percentage	Number of Shares	Percentage
1.	Individual/HUF				
	(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)	2,840,020	3.74	0	0
10.	Others 	0	0	0	0

		Total	2,840,020	3.74	0

Total Number of Shareholders(other than promoters)

2

Total Number of Shareholders (Promoters + Public/Other than promoters)

3

VII. * NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	As at beginning of the year	As at end of the year
Promoters	1	1
Members(other than promoters)	2	2
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 the 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	5	0	6	0	0	0
(i) Non-Independent	5	0	6	0	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 shareholders	0	0	0	0	0	0
v) Others	0	0	0	0	0	0
Total	5	0	6	0	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

7

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year ,if any)
KAUSTUBH KASHINATH KULKARNI	07070627	Whole-time director	0	
KASHYAP PAREKH	07930904	Whole-time director	0	

RAVI SHANKAR	06515841	Whole-time director	0	
ADITYA KHANSAHEB	08130327	Whole-time director	0	
SACHIN VIJAY KOCHHAR	08383048	Whole-time director	0	
SANJAY MOOKIM	09043074	Whole-time director	0	
ASHA KURIAN KARIATH	BKMPK7158 N	Company Secretary	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 5

Name	DIN/PAN	Designation at the beginning /during the year	Date of appointment/ change in designation	Nature of change(Appointment/ change in designation /Cessation)
SANJAY MOOKIM	09043074	Additional director	01/03/2021	APPOINTMENT
SANJAY MOOKIM	09043074	Whole-time director	01/03/2021	CHANGE IN DESIGNATION FROM ADDITIONAL DIRECTOR TO WHOLE-TIME DIRECTOR

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/CLB/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	03/09/2020	3	3	100

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.	16-Jun-20	5	5	100
2.	24-Jul-20	5	5	100
3.	03-Sep-20	5	3	60
4.	9-Dec-20	5	5	100
5.	28-Jan-20	5	4	80

C.COMMITTEE MEETINGS

Number of meetings held: 5

S. No.	Type of meeting	Date of meeting	Total Number of members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1.	CORPORATE SOCIAL RESPONSIBILITY	16-Jun-20	3	3	100
2.	CORPORATE SOCIAL RESPONSIBILITY	24-Jul-20	3	3	100
3.	CORPORATE SOCIAL RESPONSIBILITY	03-Sep-20	3	2	66.66
4.	CORPORATE SOCIAL RESPONSIBILITY	9-Dec-20	3	3	100
5.	CORPORATE SOCIAL RESPONSIBILITY	28-Jan-20	3	2	66.66

D. *ATTENDANCE OF DIRECTORS

S.No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended last AGM held on (Y/N/NA)
		No. of meetings which were entitled to attend	No. of meetings attended	% of attendance	No. of meetings held	No. of meetings attended	% of attendance	
1	KAUSTUBH KASHINATH KULKARNI	5	5	100	5	5	100	Yes
2	KASHYAP PPAREKH	5	4	80	5	4	80	Yes
3	RAVI SHANKAR	5	5	100	0	0	0	No
4	ADITYA KHANSAHEB	5	4	80	0	0	0	No
5	SACHIN VIJAY KOCHHAR	5	4	80	5	4	80	No
6	SANJAY MOOKIM	0	0	0	0	0	0	NA

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Number of Managing Director, Whole - time Directors and/or Manager whose remuneration details to be Entered

Sr No	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity	Others	Total Amount
1.	Ravi Shankar Kaustabh Kulkarni Kashyap Parekh Aditya Khansaheb Sachin Kochhar Sanjay Mookim	Whole-time Directors					275,809,621.72
	Total						

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

Sr No	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity	Others	Total Amount
1.	Asha Kariath	Company Secretary					Confidential*
	Total						

*Available to stakeholders upon request.

Number of other directors whose remuneration details to be entered

Sr No	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity	Others	Total Amount
1.							0
2.							
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A. CERTIFICATION OF COMPLIANCES

Whether company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year.

yes No

If No, give details along with the 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 count/ concerned Authority	Date of Order	Name of the act and section under which penalized /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 count/ concerned Authority	Date of Order	Name of the act and section under which penalized /punished	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

Whether associate or fellow Associate Fellow

Certificate of practice number

Declaration

I am authorized 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

DIN of the director

To be digitally signed by

- Company Secretary
- Company Secretary in practice

Membership number

Certificate of practice number

Attachments

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

J. P. Morgan India Private Limited

Shareholding Pattern as on March 31, 2021

Sr. No.	Name of Shareholders	Equity Shares			Preference Shares		
		No. of shares	Paid up Capital (in Rs.)	% of total capital	No. of shares	Paid up Capital (in Rs.)	% of total capital
1	J. P. Morgan India Securities Holdings Limited	73,015,408	730,154,080	96.2560095	6,500,000	65,000,000	100
2	J. P. Morgan International Finance Limited (as a nominee of J. P. Morgan India Securities Holdings Limited)	20	200	0.0000264	---	---	---
3	JPMorgan Chase Funding Inc.	2,840,000	28,400,000	3.7439641	---	---	---
	Total	75,855,428	758,554,280	100	6,500,000	65,000,000	100

For J. P. Morgan India Private Limited

Asha Kariath
Company Secretary
Membership No. A37678

Address: C/o. J. P. Morgan India Private Limited, J. P. Morgan Tower,
Off C.S.T. Road, Kalina,
Santacruz (East), Mumbai- 400 098



J.P. Morgan India Private Limited
J.P. Morgan Tower, Off. C.S.T. Road, Kalina, Santacruz -East, Mumbai -400 098, India.

Telephone : 91 22 6157 3000 Facsimile : 9 22 6157 3990

CIN: U67120MH1992FTC068n4

www.jpripl.com

MAKARAND M. JOSHI & CO.

Company Secretaries

Ecstasy, 803/804, 8th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080, (T) 21678100

Form No. MGT-8

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

We have examined the registers, records and books and papers of **J. P. Morgan India Private Limited** (hereinafter called 'the Company') as required to be maintained under the Companies Act, 2013 (hereinafter called 'the Act') and the rules made thereunder for the Financial Year ended on 31st March, 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 and Rules made there under in respect of:
 - 1. its status under the Act;
 - 2. maintenance of registers/records & making entries therein within the time prescribed therefore;
 - 3. Filing of forms and returns as stated in the **Annexure I**, with the Registrar of Companies, within/ ~~beyond~~ the prescribed time. Further, no forms were required to be filed with Tribunal, Regional Director, Central Government, the Court and other authorities;
 - 4. Calling/ convening/ holding meetings of Board of Directors, Corporate Social Responsibility Committee and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including circular resolutions have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed. Further, no resolutions were passed by postal ballot;
 - 5. Closure of Register of Members / Security holders, as the case may be; **No such event occurred**
 - 6. Advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act; **No such event occurred**
 - 7. Contracts/arrangements with related parties as specified in section 188 of the Act; **No such event occurred**
 - 8. Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/conversion of shares/securities; **No such event occurred**

9. Keeping in abeyance the rights to dividend, right issue or bonus issue of shares pending registration of transfer of shares in compliance with the provisions of the Act; **No such event occurred**
10. Transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act; **No such event occurred**
11. Declaration and payment of dividend on preference shares.
12. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
13. Constitution/ appointment/ ~~re-appointments/ retirement~~/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. Further, there were no instances of filling up of casual vacancies;
14. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act; **No such event occurred**
15. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; **No such event occurred**
16. Acceptance / renewal/ repayment of deposits; **No such event occurred**
17. Borrowing of any amount from directors, members, public financial institutions, banks and others and creation/modification/ satisfaction of charges; **No such event occurred**
18. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act; **No such event occurred**
19. Alteration of Articles of Association or Memorandum of Association; **No such event occurred**

For **Makarand M Joshi & Co.,**
Practicing Company Secretaries

Kumudini Bhalerao
Partner
FCS No. 6667
CP No. 6690
UDIN:

Place:
Date:

Annexure – 1

Sr. No.	Form	Event Date	Particulars of form	Date of filing
1.	MSME-I Regular Half Yearly Return	30/09/2019	Revised Return for half year ended 30 th September, 2019 for outstanding dues to Micro or small enterprises suppliers	03/04/2020
2.	MSME-I Regular Half Yearly Return	31/03/2020	Return for half year ended 31st March, 2020 for outstanding dues to Micro or small enterprises suppliers	30/04/2020
3.	DPT-3	31/03/2020	Annual Return	25/06/2020
4.	MGT-14	03/09/2020	Filing of Ordinary and Special Resolutions approved in the Annual General Meeting of the Company	23/09/2020
5.	AOC-4 NBFC	03/09/2020	Filing of Annual Financials Statements of the Company for FY 2019-20	01/10/2020
6.	MSME-I Regular Half Yearly Return	30/09/2020	Return for half year ended 30 th September, 2020 for outstanding dues to Micro or small enterprises suppliers	28/10/2020
7.	MGT-7	03/09/2020	Filing of Annual Return of the Company for FY 2019-20	28/10/2020
8.	DIR-12	01/03/2020	Appointment of Mr. Sanjay Mookim as an additional director of the Company	08/03/2021
9.	DIR-12	01/03/2020	Change in designation of Mr. Sanjay Mookim as a Whole-Time Director of the Company	08/03/2021