

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

U65922HR2016PTC057984

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCU8995L

(ii) (a) Name of the company

UMMEED HOUSING FINANCE F

(b) Registered office address

318, DLF Magnolias,
Sector-42, Golf Course Road,
Gurgaon
Haryana
122002

(c) *e-mail ID of the company

nitin.agrahari@ummeedhfc.co

(d) *Telephone number with STD code

+911244836480

(e) Website

www.ummeedhfc.com

(iii) Date of Incorporation

27/01/2016

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 27/06/2023

(b) Due date of AGM 30/09/2023

(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	100

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

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

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	16,300,000	16,041,882	16,041,882	16,041,882
Total amount of equity shares (in Rupees)	163,000,000	160,418,820	160,418,820	160,418,820

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share				
Number of equity shares	16,300,000	16,041,882	16,041,882	16,041,882

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	163,000,000	160,418,820	160,418,820	160,418,820

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	37,065,000	36,950,773	36,950,773	36,950,773
Total amount of preference shares (in rupees)	716,280,000	714,124,780	714,124,780	691,723,168

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares (CCPS)				
Number of preference shares	34,563,000	34,461,705	34,461,705	34,461,705
Nominal value per share (in rupees)	20	20	20	20
Total amount of preference shares (in rupees)	691,260,000	689,234,100	689,234,100	689,234,100
Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares (OCNCRPS)				
Number of preference shares	2,502,000	2,489,068	2,489,068	2,489,068
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	25,020,000	24,890,680	24,890,680	2,489,068

(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	349,172	15,692,710	16041882	160,418,820	160,418,820	
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	
v. ESOPs	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		
None						
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	
None						
At the end of the year	349,172	15,692,710	16041882	160,418,820	160,418,820	

Preference shares

At the beginning of the year	11,920,832	25,029,941	36950773	714,124,780	691,723,160	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
None						
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	
iv. Others, specify				0	0	
None						
At the end of the year	11,920,832	25,029,941	36950773	714,124,780	691,723,160	

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			
Transferee's Name			
	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) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	560	1000000	559,333,334
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			559,333,334

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	446,666,667	526,000,000	413,333,333	559,333,334
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

1,594,482,876.88

(ii) Net worth of the Company

4,882,040,182.65

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	8,992,172	56.05	2,530,564	6.85
	(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
	Total	8,992,172	56.05	2,530,564	6.85

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	245,891	1.53	344,783	0.93
	(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)	6,300,879	39.28	24,402,688	66.04
10.	Others CX AIF and Lightrock Growth	502,940	3.14	9,672,738	26.18

	Total	7,049,710	43.95	34,420,209	93.15
--	--------------	-----------	-------	------------	-------

Total number of shareholders (other than promoters)

12

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

13

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)	12	12
Debenture holders	2	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	1	0	1	0	20.95	0
B. Non-Promoter	1	3	1	3	0.79	0
(i) Non-Independent	1	1	1	1	0.79	0
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing	0	3	0	3	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	3	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	3	0	0
Total	2	6	2	6	21.74	0

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

10

(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. Ashutosh Sharma	02582205	Managing Director	8,992,172	
Mr. Sachin Grover	07387359	Whole-time director	142,973	
Mr. Inderjit Walia	01812849	Director	0	
Ms. Geeta Mathur	02139552	Director	0	
Mr. Rajiv Yashwant Inar	01295880	Director	0	
Mr. Kartik Srivatsa	03559152	Nominee director	0	
Mr. Nirav Vinod Mehta	07504945	Nominee director	0	
Mr. Vinayak Prabhakar	00694217	Nominee director	0	
Mr. Nitin Kumar Agraha	AXIPA3334J	Company Secretary	0	
Mr. Bikash Kumar Mishra	ASAPM5138R	CFO	0	

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

0

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)

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	25/07/2022	13	7	79.11
Extra-ordinary General Meeting	23/12/2022	13	6	78.93
Extra-ordinary General Meeting	29/03/2023	13	7	79.11

B. BOARD MEETINGS

*Number of meetings held

11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/05/2022	8	8	100
2	06/06/2022	8	8	100
3	26/07/2022	8	5	62.5
4	09/08/2022	8	6	75
5	08/09/2022	8	8	100
6	10/11/2022	8	7	87.5
7	25/11/2022	8	8	100
8	09/12/2022	8	8	100
9	20/12/2022	8	6	75
10	09/02/2023	8	5	62.5
11	16/03/2023	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

59

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	27/05/2022	3	3	100
2	Audit Committee	09/08/2022	3	3	100
3	Audit Committee	07/09/2022	3	3	100
4	Audit Committee	10/11/2022	3	3	100
5	Audit Committee	08/12/2022	3	3	100
6	Audit Committee	09/02/2023	3	2	66.67
7	Audit Committee	14/03/2023	3	3	100
8	Nomination and Remuneration Committee	10/06/2022	4	3	75
9	Nomination and Remuneration Committee	08/12/2022	4	4	100

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
10	Nomination an	14/03/2023	4	4	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	27/06/2023
								(Y/N/NA)
1	Mr. Ashutosh	11	10	90.91	44	44	100	Yes
2	Mr. Sachin Gro	11	11	100	46	46	100	Yes
3	Mr. Inderjit Wa	11	10	90.91	13	13	100	Yes
4	Ms. Geeta Ma	11	11	100	10	9	90	No
5	Mr. Rajiv Yash	11	8	72.73	1	1	100	No
6	Mr. Kartik Sriv	11	7	63.64	7	6	85.71	No
7	Mr. Nirav Vino	11	8	72.73	0	0	0	No
8	Mr. Vinayak P	11	11	100	0	0	0	No

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Ashutosh Shari	Managing Direct	20,534,986	0	0	3,102,521	23,637,507
2	Mr. Sachin Grover	Whole-Time Dire	12,842,500	0	393,318	1,958,337	15,194,155
	Total		33,377,486	0	393,318	5,060,858	38,831,662

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Bikash Kumar N	CFO	5,716,670	0	960,362	0	6,677,032

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Mr. Nitin Kumar Agr	Company Secre	1,782,956	0	314,821	0	2,097,777
	Total		7,499,626	0	1,275,183	0	8,774,809

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ms. Geeta Mathur	Director	0	0	0	1,210,000	1,210,000
2	Mr. Inderjit Walia	Director	0	0	0	1,360,000	1,360,000
3	Mr. Rajiv Yashwan	Director	0	0	0	600,000	600,000
	Total		0	0	0	3,170,000	3,170,000

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

Navneet Arora

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3005

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.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

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

15

dated

09/12/2021

(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

SACHIN GROVER
Digitally signed by SACHIN GROVER
Date: 2023.08.02 16:08:56 +05'30'

DIN of the director

07387359

To be digitally signed by

Nitin Kumar Agrahari
Digitally signed by Nitin Kumar Agrahari
Date: 2023.08.02 16:09:15 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

36376

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 Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

List of Share Holders and Debenture Holders
FORM MGT-8_Ummeed 2022-23.pdf
Details of Committee Meeting.pdf

Remove attachment

Modify

Check Form

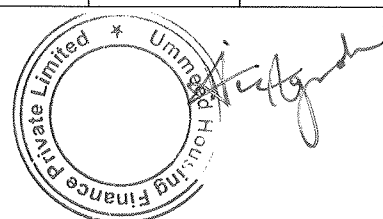
Prescrutiny

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

Details of Committee Meetings

Sr. No.	Type of Meeting	Date of Meeting	Total No. of Members on the Date of Meeting	Attendance	
				No. of Members attended	% of Attendance
1.	Audit Committee	27/05/2022	3	3	100
2.	Audit Committee	09/08/2022	3	3	100
3.	Audit Committee	07/09/2022	3	3	100
4.	Audit Committee	10/11/2022	3	3	100
5.	Audit Committee	08/12/2022	3	3	100
6.	Audit Committee	09/02/2023	3	2	66.67
7.	Audit Committee	14/03/2023	3	3	100
8.	Nomination and Remuneration Committee	10/06/2022	4	3	75
9.	Nomination and Remuneration Committee	08/12/2022	4	4	100
10.	Nomination and Remuneration Committee	14/03/2023	4	4	100
11.	Corporate Social Responsibility Committee	04/06/2022	3	3	100
12.	Borrowing & Banking Committee	04/04/2022	3	3	100
13.	Borrowing & Banking Committee	25/04/2022	3	3	100
14.	Borrowing & Banking Committee	20/06/2022	3	3	100
15.	Borrowing & Banking Committee	29/06/2022	3	3	100
16.	Borrowing & Banking Committee	01/08/2022	3	3	100
17.	Borrowing & Banking Committee	02/09/2022	3	3	100
18.	Borrowing & Banking Committee	20/09/2022	3	3	100
19.	Borrowing & Banking Committee	03/10/2022	3	3	100
20.	Borrowing & Banking Committee	03/11/2022	3	3	100
21.	Borrowing & Banking Committee	02/12/2022	3	3	100
22.	Borrowing & Banking Committee	30/12/2022	3	3	100
23.	Borrowing & Banking Committee	20/01/2023	3	3	100
24.	Borrowing & Banking Committee	27/01/2023	3	3	100
25.	Borrowing & Banking Committee	28/03/2023	3	3	100
26.	IT Strategy Committee	23/05/2022	6	6	100
27.	IT Strategy Committee	21/11/2022	6	6	100
28.	Asset Liability Management Committee	28/04/2022	4	3	75
29.	Asset Liability Management Committee	27/05/2022	4	4	100
30.	Asset Liability Management Committee	23/06/2022	4	4	100
31.	Asset Liability Management Committee	26/07/2022	4	3	75
32.	Asset Liability Management Committee	29/08/2022	4	3	75
33.	Asset Liability Management Committee	20/09/2022	4	3	75
34.	Asset Liability Management Committee	20/10/2022	4	4	100
35.	Asset Liability Management Committee	24/11/2022	4	4	100
36.	Asset Liability Management Committee	22/12/2022	4	4	100
37.	Asset Liability Management Committee	01/02/2023	4	4	100
38.	Asset Liability Management Committee	24/02/2023	4	4	100



UMMEED HOUSING FINANCE PRIVATE LIMITED

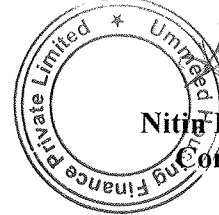
CIN: U65922HR2016PTC057984

Regd. & Corp. Off.: Unit No.809-815, 8th Floor, Tower-A, Emaar Digital Greens,
Golf Course Extn. Road, Sector 61, Gurugram-122102

Phone: 0124 4836 480 | www.ummeedhfc.com | enquiry@ummeedhfc.com |

39.	Asset Liability Management Committee	23/03/2023	4	4	100
40.	Executive Committee on Fraud Reporting	06/05/2022	3	3	100
41.	Executive Committee on Fraud Reporting	12/08/2022	3	3	100
42.	Executive Committee on Fraud Reporting	15/11/2022	3	3	100
43.	Executive Committee on Fraud Reporting	27/02/2023	3	3	100
44.	Wilful Defaulter Identification Committee	06/05/2022	3	3	100
45.	Wilful Defaulter Identification Committee	17/08/2022	3	3	100
46.	Wilful Defaulter Identification Committee	15/11/2022	3	3	100
47.	Wilful Defaulter Identification Committee	27/02/2023	3	3	100
48.	Risk Management Committee	19/04/2022	5	5	100
49.	Risk Management Committee	20/05/2022	5	5	100
50.	Risk Management Committee	20/06/2022	5	5	100
51.	Risk Management Committee	21/07/2022	5	5	100
52.	Risk Management Committee	25/08/2022	5	5	100
53.	Risk Management Committee	20/09/2022	5	5	100
54.	Risk Management Committee	28/10/2022	5	5	100
55.	Risk Management Committee	24/11/2022	5	5	100
56.	Risk Management Committee	22/12/2022	5	5	100
57.	Risk Management Committee	20/01/2023	5	5	100
58.	Risk Management Committee	22/02/2023	5	5	100
59.	Risk Management Committee	23/03/2023	5	5	100

For Ummeed Housing Finance Private Limited



Nitin Kumar Agrahari
Nitin Kumar Agrahari
Company Secretary
ACS 36376

Form No. MGT-8

To,
The Members,
Ummeed Housing Finance Private Limited
Regd. & Corporate Office: Emaar Digital Greens, Tower A,
Unit No. 809 - 815 – 8th Floor,
Golf Course Ext. Rd, Sector 61,
Gurugram, Haryana 122102

Secretarial Compliance Certificate pursuant to Section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014) in preparation of Annual Return in Form No MGT-7.

We have examined the registers, records and books and papers of **UMMEED HOUSING FINANCE PRIVATE LIMITED** (the Company) [CIN NO-U65922HR2016PTC057984] as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on **March 31, 2023**. 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:** The Company is a Private Company limited by Shares.
 2. **Maintenance of registers / records & making entries therein were within the time prescribed therefore.**
 3. **Filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time / beyond the prescribed time.**

Filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities were within the prescribed time without and with additional fees for beyond the prescribed time wherever required.



4. **Calling / convening / holding meetings of Board of Directors or its committees, if any, 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 resolution and resolution passed by Postal Ballot, if any, have been properly recorded in the minute book / registers maintained for the purpose and the same have been signed.**

The Company has complied in calling / convening / holding meetings of Board of Directors and its 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 have been properly recorded in the minute book / registers maintained for the purpose and No resolution was passed as Circular Resolution during the financial year. Further Company was not required to pass any resolution through Postal Ballot.

5. **Closure of Register of Members / Security holders during the financial year**

No closure of Register of Members / Security holders during the financial year.

6. **Advances / loans to its directors and / or persons or firms or companies referred in section 185 of the Act.**

The Company has not given any advances or loans to its directors and /or persons or firms or companies referred in Section 185 of the Act.

7. **Contracts / arrangements with related parties as specified in section 188 of the Act.**

The Company has not entered into Contracts / arrangements with related parties as specified in section 188 of the Act.

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 and issue of security certificates in all instances.**

The Company has obtained requisite approval from the Board and filed requisite returns with the Registrar of Companies, NCT of Delhi & Haryana and complied with the applicable provisions in respect of:

- Issuance of 320 (Three Hundred Twenty) Secured, Rated Unlisted, Redeemable Transferable, Non-Convertible Debentures (NCDS) of face value of INR 10,00,000/- aggregating upto INR.32 Crores through Private Placement basis of the Company which was approved by Board in the Board Meeting held on 26th Day of July, 2022 as well as allotment was approved by the Board in its meeting held on 01st August 2022.





- Issuance of 206 (Two Hundred Six) Secured, Rated Unlisted, Redeemable Transferable, Non-Convertible Debentures (NCDS) of face value of INR 10,00,000/- aggregating upto INR.20.60 Crores through Private Placement basis of the Company which was approved by Board in the Board Meeting held on 20th Day of December, 2022 as well as allotment was approved by the Board in its meeting held on 30th December 2022.

Further there was no other issue or allotment or transfer or transmission or buy back of securities, or alteration or conversion of shares/ securities and issue of security certificates in all instances.

9. Keeping 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.

The company under review is not required 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. Declaration / Payment of dividend: 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 declaration / payment of dividend; transfer of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act.

11. 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.

The Company has complied in 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.

12. Constitution / appointment /reappointments / retirement/ filling up of casual vacancies of Director, disclosure of directors, Key Managerial Personnel and the remuneration paid to them;

The Board of Directors of the Company is duly constituted and the remuneration paid to them is proper as per the provisions of the Act. No reappointment / retirement/ filling up casual vacancies of Director were made during the financial year under review.





13. Appointment / reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act.

Shareholders in its Annual General Meeting held on 25th July 2022 has passed resolution for appointment of M/s Agiwal & Associates, Chartered Accountants as Statutory Auditors of the Company for the period of two financial years i.e. from 01st April 2022 to 31st March 2024 in compliance of the provisions of section 139 of the Act and complied with the applicable provisions of the Act. No filling up of casual vacancy of auditors during the financial year.

14. Approvals required to be taken from the Central Government, Tribunal, and Registrar, Court or such other authorities under the various provisions of the Act.

A) The Company has obtained requisite approval from shareholders and filed requisite returns with Registrar of Companies, NCT of Delhi & Haryana and complied with the applicable provisions in respect of:

- Amendment in the Ummeed Employees Stock Option Plan 2017 in due compliance with the provisions of Companies Act 2013 and Companies (Share Capital and Debenture) Rules 2014 which was recommended by the Nomination & Remuneration Committee (NRC) and the Board in their respective meetings held on 08th December, 2022, and 09th December, 2022, respectively and approved by the Shareholders in its Extra-Ordinary General Meeting held on 23rd December 2022.
- Establishment of the Trust for Administering in the Ummeed Employees Stock Option Plan 2017 and Amendment in the Ummeed Employees Stock Option Plan 2017 in due compliance with the provisions of Companies Act 2013 and Companies (Share Capital and Debenture) Rules 2014 which was recommended by the Nomination & Remuneration Committee (NRC) and the Board in their respective meetings held on 14th March, 2023, and 16th March, 2023, respectively and approved by the Shareholders in its Extra-Ordinary General Meeting held on 29th March 2023.

B) The Company has obtained requisite approval from Board in its Board of Directors Meeting held on 9th December 2022 for shifting of registered office w.e.f 01st January 2023 from "318 DLF Magnolias, Sector – 42, Golf Course Road, Gurugram-122002 Haryana" to "Emaar Digital Greens, Tower A, Unit No. 809 - 815 – 8th Floor, Golf Course Ext. Rd, Sector 61, Gurugram, Haryana 122102" i.e. within local limits of city, town or village and filed requisite returns with Registrar of Companies, NCT of Delhi & Haryana and complied with the applicable provisions of the Act.

No other Approvals were required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.





15. Acceptance / renewal / repayment of deposits.

No Acceptance / renewal / repayment of deposits from shareholders and others in compliance of Companies Act 2013 read with Companies (Acceptance of Deposits) Rules, 2014 as amended up to date.

16. Borrowings from its directors, members, public financial institutions, banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable.

During the financial year the company has not taken any borrowings from its director and members. Borrowings from its Public Financial institution, banks and others are in compliance of the provisions of the Act and creation / modification / satisfaction of charges in that respect, wherever applicable are duly complied.

17. 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 Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act.

18. Alteration of the provisions of the Memorandum and / or Articles of Association of the Company during the financial year

No Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company were made during the financial year under review.

For Navneet K Arora & Co LLP
Company Secretaries

CS Navneet Arora
Managing Partner

FCS: 3214, COP: 3005

UDIN: F003214E000631754

Place: New Delhi

Date: 18th July 2023



UMMEED HOUSING FINANCE PRIVATE LIMITED

CIN: U65922HR2016PTC057984

Regd. & Corp. Off.: Unit No.809-815, 8th Floor, Tower-A, Emaar Digital Greens,
Golf Course Extn. Road, Sector 61, Gurugram-122102


Phone: 0124 4836 480 | www.ummeedhfc.com | enquiry@ummeedhfc.com |

SHAREHOLDING PATTERN AS ON MARCH 31, 2023 (ON A FULLY DILUTED BASIS)

Sr No	Name of the Shareholder	No of Shares	%age Holding
1	Mr. Ashutosh Sharma	1,15,22,736	20.95%
2	NHPEA Kabru Holding B.V. PE (Morgan Stanley)	1,24,29,038	22.60%
3	Lightrock Global Fund (LGT)	90,45,585	16.45%
4	Thyme Private Limited	70,59,030	12.84%
5	CX Alternative Investment Fund	11,30,093	2.05%
6	Atma Ram Properties Private Limited	3,86,279	0.70%
7	Norwest Capital, LLC	1,08,29,220	19.69%
8	Mr. Sachin Grover	4,33,148	0.79%
9	Mr. Rajendra Gupta	1,01,708	0.18%
10	Mr. Harvinder Gandhi	45,773	0.08%
11	Mr. Harish Gupta	3,750	0.01%
12	Ms. Vandana Jain	1,156	0.00%
13	Mr. Alok Prasad	5,139	0.01%
14	ESOP Pool	20,00,192	3.64%
	Total	5,49,92,847	100.00%

**Note: 20,00,192 unissued equity shares which is equivalent to 3.64% of the Company's share capital post Series E Fund Raise are reserved for Employee Stock Option Pool ("ESOP"). On vesting and exercise, the shareholding % of existing shareholders will be diluted further as per above table.*

for Ummeed Housing Finance Private Limited


Nitin Agrahari
Company Secretary

UMMEED HOUSING FINANCE PRIVATE LIMITED

CIN: U65922HR2016PTC057984

Regd. & Corp. Off.: Unit No.809-815, 8th Floor, Tower-A, Emaar Digital Greens,
Golf Course Extn. Road, Sector 61, Gurugram-122102

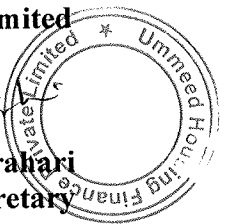
Phone: 0124 4836 480 | www.ummeedhfc.com | enquiry@ummeedhfc.com |

LIST OF EQUITY SHAREHOLDERS AS ON MARCH 31, 2023 (ISIN INE870W01012)

Sr. No.	Name of Equity Shareholder	Total No. of Shares	Share Capital (Rs.)	Total Shareholding as a % of total
1	Mr Ashutosh Sharma	89,92,172	8,99,21,720	56.05%
2	Mr Sachin Grover	1,42,973	14,29,730	0.89%
3	Mr Rajendra Gupta	47,100	4,71,000	0.29%
4	Mr Harvinder Gandhi	45,773	4,57,730	0.29%
5	Lightrock Global Fund	100	1,000	0.00%
6	NHPEA Kabru Holding B.V.	21,08,005	2,10,80,050	13.14%
7	Thyme Private Limited	31,40,927	3,14,09,270	19.58%
8	CX Alternative Investment Fund	5,02,840	50,28,400	3.13%
9	Norwest Capital, LLC	10,51,947	1,05,19,470	6.56%
10	Mr. Harish Gupta	3,750	37,500	0.02%
11	Ms. Vandana Jain	1,156	11,560	0.01%
12	Mr. Alok Prasad	5,139	51,390	0.03%
	Total	1,60,41,882	16,04,18,820	100.00%

for Ummeed Housing Finance Private Limited


Nitin Agrahari
Company Secretary





UMMEED
HOUSING FINANCE
We bring your dreams to life

UMMEED HOUSING FINANCE PRIVATE LIMITED

CIN: U65922HR2016PTC057984

Regd. & Corp. Off.: Unit No.809-815, 8th Floor, Tower-A, Emaar Digital Greens,

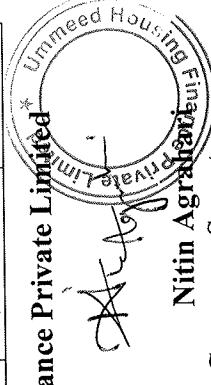
Golf Course Extn. Road, Sector 61, Gurugram-122102

Phone: 0124 4836 480 | www.ummeedhfc.com | enquiry@ummeedhfc.com |

PREFERENCE SHARE CAPITAL AS ON MARCH 31, 2023 (COMPULSORY CONVERTIBLE)

Sr. No.	Name of the Shareholder	Series A (INE870W 03018)	Series B (INE870W 03026)	Series C (INE870W 03034)	Series D (INE870W 03042)	Series E (INE870 W03059)	Total No. of Share	Preference Share Capital (Rs.)	%age Holding
1	Lightrock Fund S.A. RAIF	13,17,374	-	70,94,614	6,33,497	-	90,45,485	18,09,09,700	26.25%
2	NHPEA Kabru Holding B.V.	-	-	-	86,37,070	16,83,963	1,03,21,033	20,64,20,660	29.95%
3	Thyme Private Limited	13,18,830	25,99,187	86	-	-	39,18,103	7,83,62,060	11.37%
4	CX Alternative Investment Fund	-	6,27,239	14	-	-	6,27,253	1,25,45,060	1.82%
5	Ashutosh Sharma	-	3,86,279	-	-	-	3,86,279	77,25,580	1.12%
6	Atma Ram Properties Private Limited	-	3,86,279	-	-	-	3,86,279	77,25,580	1.12%
7	Norwest Capital, LLC	-	34,20,338	5,91,126	-	57,65,809	97,77,273	19,55,45,460	28.37%
		26,36,204	74,19,322	76,85,840	92,70,567	74,49,772	3,44,61,705	68,92,34,100	100.00%

for Ummeed Housing Finance Private Limited



Nitin Agrawal
Company Secretary



UMMEED
HOUSING FINANCE

We bring your dreams to life

UMMEED HOUSING FINANCE PRIVATE LIMITED

CIN: U65922HR2016PTC057984


Regd. & Corp. Off.: Unit No.809-815, 8th Floor, Tower-A, Emaar Digital Greens,
Golf Course Extn. Road, Sector 61, Gurugram-122102

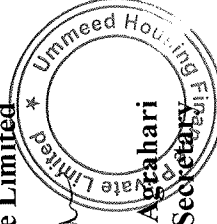
Phone: 0124 4836 480 | www.ummeedhfc.com | enquiry@ummeedhfc.com |

PREFERENCE SHARE CAPITAL AS ON MARCH 31, 2023 (OPTIONALLY CONVERTIBLE)

Sr No	Name of the Shareholder	No of Share	Preference Share Capital (Rs.)	%age Holding
1	Mr Ashutosh Sharma	21,44,285	21,44,285	86.15%
2	Mr Sachin Grover	2,90,175	2,90,175	11.66%
3	Mr Rajendra Gupta	54,608	54,608	2.19%
		24,89,068	24,89,068	100.00%

for Ummeed Housing Finance Private Limited


Nitin Agrahari
Company Secretary





UMMEED
HOUSING FINANCE
We bring your dreams to life

UMMEED HOUSING FINANCE PRIVATE LIMITED


CIN: U65922HR2016PTC057984

Regd. & Corp. Off.: Unit No.809-815, 8th Floor, Tower-A, Emaar Digital Greens,
Golf Course Extn. Road, Sector 61, Gurugram-122102
Phone: 0124 4836 480 | www.ummeedhfc.com | enquiry@ummeedhfc.com |

LIST OF NON-CONVERTIBLE DEBENTURE-HOLDERS AS ON 31ST MARCH 2023

Dates of Issue; and Allotment	Allottees	No. of Securities	Mode of issuance	Issue price (Rs.) per NCD in Lakhs	Coupon rate	Maturity date	Amount raised (Rs.) in Crores
June 16, 2020	Bandhan Bank	34 (Outstanding as on March 31, 2023)	Private Placement	10.00	11.90% payable quarterly	34 months and 5 days from the deemed date of allotment (being June 16, 2020)	10.00
July 26, 2022; and August 01, 2022	Global Access Fund LP	320	Private Placement	10.00	8.80% payable quarterly	February 01, 2028	32.00
December 21, 2022; and December 30, 2022	Global Access Fund LP	206	Private Placement	10.00	8.90% payable half-yearly	December 30, 2027	20.60

For Ummeed Housing Finance Private Limited


Nitin Kumar Agrahari
Company Secretary
ACS 36376