# FORM NO. MGT-7

Form language

[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)

orporate Identification Number (C	CIN) of the company	J67120MH	1994PTC081575 Pre-fill
lobal Location Number (GLN) of	the company		
ermanent Account Number (PAN	l) of the company	AACJ1395	E
Name of the company	н	ISBC SECU	RITIES AND CAPITA
Registered office address	_		
52/60, Mahatma Gandhi Road, Fort, Mumbai	NA		CHAINTE N. C. Carrey
Maharashtra 100001 ndia			tourse or desire a super
*e-mail ID of the company	S	A******	**************************************
*Telephone number with STD c	ode	2*****55	
Website			
Date of Incorporation	29	9/09/1994	
Type of the Company	Category of the Company	Sı	b-category of the Company
Private Company	Company limited by shares		Indian Non-Government comp

No

(vii)	*Financial year From date	01/04/2023	(DD/MM/YYYY) To date	31/03/2024	(DD/MM/YYYY)
(viii)	) *Whether Annual general r	meeting (AGM) held	Yes	No	
	(a) If yes, date of AGM	20/09/2024			
	(b) Due date of AGM	30/09/2024			
	(c) Whether any extension	for AGM granted	○ Yes	<ul><li>No</li></ul>	
II. I	PRINCIPAL BUSINESS	S ACTIVITIES OF	THE COMPANY		
	*Number of business ac	tivities 2			

	Main Activity group code	Description of Main Activity group	Business Activity Code		% of turnover of the company
1	к	Financial and insurance Service	K7	Financial Advisory, brokerage and Consultancy Services	79
2	κ	Financial and insurance Service	K8	Other financial activities	21

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

*NI CO		D. CHAH
*No. of Companies for which information is to be given	/	Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	HSBC INVESTMENT BANK HOLI		Holding	100
2	HSBC ASSET MANAGEMENT (IN	U74140MH2001PTC134220	Subsidiary	100
3	HSBC INVESTDIRECT (INDIA) PE	U67120MH1997PTC110386	Subsidiary	54.73
4	HSBC TRUSTEES (INDIA) PRIVA	U66190MH2024PTC416973	Subsidiary	100
5	HSBC INVESTDIRECT SECURITIE	U67120MH2006PTC159988	Subsidiary	78.82
6	HSBC INVESTDIRECT FINANCIA	U67190MH1996PLC097473	Subsidiary	54.73
7	HSBC INVESTDIRECT SALES & N	U67100MH2001PLC133074	Subsidiary	54.18

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	464,500,000	166,028,980	166,028,980	166,028,980
Total amount of equity shares (in Rupees)	46,450,000,000	16,602,898,000	16,602,898,000	16,602,898,000

# Number of classes

1		ı
Ι.		L

Class of Shares	Authorised	Issued capital	Subscribed	Paid up capital	
Equity Shares	capital	Ocephan	capital		
Number of equity shares	464,500,000	166,028,980	166,028,980	166,028,980	
Nominal value per share (in rupees)	100	100	100	100	
Total amount of equity shares (in rupees)	46,450,000,000	16,602,898,000	16,602,898,000	16,602,898,000	

# (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	5,500,000	2,500,000	2,500,000	2,500,000
Total amount of preference shares (in rupees)	550,000,000	250,000,000	250,000,000	250,000,000

### **Number of classes**

1

Class of shares	Authorised	Issued capital	Subscribed	Daidon anaital	
Redeemable Preference Shares	capital	Capital	capital	Paid up capital	
Number of preference shares	5,500,000	2,500,000	2,500,000	2,500,000	
Nominal value per share (in rupees)	100	100	100	100	
Total amount of preference shares (in rupees)	550,000,000	250,000,000	250,000,000	250,000,000	

# (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 sha		ares	Total nominal amount	Total Paid-up amount	Total premium	
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	2	166,028,978	166028980	16,602,898,	16,602,898	

Increase during the year	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
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			4			
At the end of the year	2	166,028,978	166028980	16,602,898,	16,602,898	
Preference shares						hobbin
At the beginning of the year	0	2,500,000	2500000	250,000,000	250,000,00	
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					-	
Decrease during the year	0	0	0	0	0	0
Toursell and your					t contract to the contract to	1

ii. Shares forfeited		0	0	0	0	0	0
iii. Reduction of share cap	ital	0	0	0	0	0	0
iv. Others, specify			45 %			4.75 81.27	1007-1017
At the end of the year		0	2,500,000	2500000	250,000,000	250,000,00	
SIN of the equity shares	of the company					I.	
(ii) Details of stock spl	it/consolidation during th	ne year (for e	ach class of s	hares)	o	project or	
Class	f shares	(i)	-	(ii)		(ii	i)
Before split /	Number of shares						
Consolidation	Face value per share						
After split /	Number of shares					Series 1	- N.A.
Consolidation	Face value per share			F- 1 -		7	
of the first return a	es/Debentures Trans It any time since the Vided in a CD/Digital Med	incorporat	tion of the			/ear (or i	
Separate sheet at	tached for details of trans	fers	O 1	'es 🔘	No		
Note: In case list of tran Media may be shown.	sfer exceeds 10, option fo	or submission	as a separate	sheet attach	ment or sub	mission in	a CD/Digital
Date of the previous	s annual general meetir	ng		_			
Date of registration	of transfer (Date Month	Year)	III. lines				SEAS TWO
Type of transf	er	1 - Equity,	2- Preference	ce Shares,3	- Debentu	res, 4 - Sto	ock
Number of Shares/ Units Transferred	Debentures/	1	Amount po	er Share/ e/Unit (in Rs	3.)	Yellow, To	

Transferor's Name  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  Ledger Folio of Transferor  Transferor's Name  Surname  Middle name  First name  Ledger Folio of Transferee  Transferee's Name  Surname  Middle name  First name	Ledger Folio of Trans	sferor					
Transferee's Name  Surname  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	Transferor's Name						
Transferee's Name  Surname  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  Ledger Folio of Transferor  Transferor's Name  Surname  middle name  first name  Ledger Folio of Transferee  Transferee's Name		Surname	middle name	first 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 Debentures/ Ledger Folio of Transferor  Transferor's Name middle name first name  Ledger Folio of Transferee  Transferee's Name	Ledger Folio of Trans	sferee					
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	Transferee's Name						
Type of transfer  1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock  Number of Shares/ Debentures/ Units Transferred  Ledger Folio of Transferor  Transferor's Name  Surname  middle name  first name  Ledger Folio of Transferee  Transferee's Name		Surname	middle name	first name			
Units Transferred Debenture/Unit (in Rs.)  Ledger Folio of Transferor  Transferor's Name middle name first name  Ledger Folio of Transferee  Transferee's Name							
Transferor's Name  Surname  middle name  first name  Ledger Folio of Transferee  Transferee's Name		Debentures/					
Surname middle name first name  Ledger Folio of Transferee  Transferee's Name	Ledger Folio of Tran	sferor					
Ledger Folio of Transferee  Transferee's Name	Transferor's Name						
Transferee's Name		Surname	middle name	first name			
	Ledger Folio of Tran	Ledger Folio of Transferee					
Surname middle name first name	Transferee's Name						
		Surname	middle name	first name			

#### (iv) Depentures (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

Particulars	Number of units	Nominal value per unit	Total value
Total	:		0

### **Details of debentures**

Class of debentures	Outstanding as at the beginning of 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 debenture	(v)	<b>Securities</b>	(other than	shares	and	debenture
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Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
			(e	e esta na en la que	nakir masasah
		27 (8,317)		S CHARLETT LO GOT	azana engan
Total				9=9,5=20	

# V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

2,667,646,299.64839

(ii) Net worth of the Company

45,776,971,578.17

# VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equi	ty	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					
1	(i) Central Government	0	0	0	0	
3	(ii) State Government	0	0	0	0	
	(iii) Government companies	0	0	0	0	

Insurance companies	0	0	0	0
Banks	0	0	0	0
Financial institutions	0	0	0	0
Foreign institutional investors	0	0	0	0
Mutual funds	0	0	0	0
Venture capital	0	0	0	0
Body corporate (not mentioned above)	166,028,980	100	2,500,000	100
Others	0	0	0	0
Total	166,028,980	100	2,500,000	100
	Banks  Financial institutions  Foreign institutional investors  Mutual funds  Venture capital  Body corporate (not mentioned above)  Others	Banks  0 Financial institutions  0 Foreign institutional investors  0 Mutual funds  0 Venture capital  0 Body corporate (not mentioned above)  166,028,980  Others  0	Banks 0 0 0  Financial institutions 0 0  Foreign institutional investors 0 0  Mutual funds 0 0  Venture capital 0 0  Body corporate (not mentioned above) 166,028,980 100  Others 0 0	Banks

Total	number	of shareholders	(promoters)
1000	II WILL OU	OX DIIMI PILOTAGE	(Promoters)

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

S. No.	Category	Equi	ty	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(î) 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	Q	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 (172.)
	Total	0	0	0	0

Total number of shareholders (other than promoters)

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

3

# VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details		NEW YORK STATES
	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	0	0
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	3	2	3	2	0	0
(i) Non-Independent	3	2	3	2	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	3	2	3	2	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date | 5

e 5

# (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)
Am	itabh Malhotra	01709234	Director	0	
,	Anita Mishra	09517265	Director	0	
E	Brij Bhushan	09288911	Whole-time directo	0	06/09/2024
	Mudit Tayal	07769502	Whole-time directo	0	,
Yo	gesh Aggarwal	07520031	Whole-time directo	0	

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

12		
1-		

Type of meeting	Date of meeting	Total Number of Members entitled to	Atte	endance
		attend meeting	Number of members attended	% of total shareholding
Annual General Meeting	29/09/2023	3	3	100
Extra-ordinary General Mee	15/01/2024	3	3	100

## **B. BOARD MEETINGS**

Number of meetings held	5
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S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance
			% of attendance

S. No.	Date of meeting	Total Number of directors associated as on the date			
Ę.		of meeting	Number of directors attended	% of attendance	
1	10/07/2023	5	4	80	
2	22/09/2023	5	4	80	
3	29/09/2023	5	3	60	
4	12/12/2023	5	4	80	
5	19/03/2024	5	3	60	

# C. COMMITTEE MEETINGS

Number of meetings held 2

S. No.	Type of meeting		Total Number	Attendance		
2 2	Meeting	Date of meeting	on the date of the meeting	Number of members attended	% of attendance	
1	CORPORATE	13/09/2023	3	2	66.67	
2	COMMITTEE	19/03/2024	3	2	66.67	

# D. \*ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM
S. No.				% of	Number of Meetings which director was	Number of Meetings	% of	held on
		entitled to attend	Meetings attended	attendance	entitled to attend	attended	attendance	20/09/2024
		dicina						(Y/N/NA)
1	Amitabh Malh	5	4	80	0	0	0	No
2	Anita Mishra	5	3	60	0	0	0	No
3	Brij Bhushan	5	5	100	2	2	100	No
4	Mudit Tayal	5	4	80	2	2	100	Yes
5	Yogesh Aggar	5	2	40	2	0	0	No

	*REMUNERATION OF DIRECTORS	AND KEY	Z BEANACEDIA	L DEDCOMMEN
×	*REMINERATION OF DIRECTORS	ANIIKE	Y MANAGERIA	L PERSUNNEL

	Nil
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Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be	entered
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3		

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Brij Bhushan	Wholetime Direc	8,385,427	0	86,105	3,856,185	12,327,71
2	Mudit Tayal	Wholetime Direc	9,647,059	0	0	4,104,978	13,752,03
3	Yogesh Aggarwal	Wholetime Direc	18,112,162	0	12,435,658	24,391,265	54,939,08
	Total		36,144,648	0	12,521,763	32,352,428	81,018,83
ımber c	of CEO, CFO and Com	pany secretary who	se remuneration de	etails to be entered	d	0	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						
ımber o	of other directors whose	remuneration deta	ils to be entered		1	0	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total  ERS RELATED TO CI	ERTIFICATION OF	COMPLIANCES A	AND DISCLOSUR	ES		0
. <b>MATT</b> A. Wh	1	s made compliances ies Act, 2013 during	and disclosures i			O No	0
MATT A. Wh pro B. If N	ERS RELATED TO CI	s made compliances ies Act, 2013 during vations ENT - DETAILS TH	s and disclosures i the year EREOF	n respect of applic	able Yes	○ No	0
MATT A. When pro B. If N PENA	nether the company has evisions of the Compan No, give reasons/observalLS OF PENALTIES /	s made compliances ies Act, 2013 during vations  ENT - DETAILS TH  PUNISHMENT IMPORT the count/	EREOF OSED ON COMPA	ANY/DIRECTORS	able Yes		(if any)

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 comp	lete list of sharehold	lers, debenture h	olders has been enclos	ed as an attachm	ent
Ye		iors, accoming to			3775
<b>©</b>	0 110				
XIV. COMPLIANCE	OF SUB-SECTION (	2) OF SECTION 9	2, IN CASE OF LISTED	COMPANIES	18 100 a.u. 3 4
In case of a listed comore, details of com	mpany or a company pany secretary in who	having paid up sh le time practice co	are capital of Ten Crore of ertifying the annual return	rupees or more or t in Form MGT-8.	urnover of Fifty Crore rupees or
Name	Ashis	h Kumar Jain			
Whether associate	e or fellow	O Associa	ate  Fellow		
Certificate of pra	ctice number	6124	The state of the state of		
Act during the finance (c) The company has the case of a first refusecurities of the company the company that the case of a first refusecurities of the company that the case of t	ial year.  s not, since the date of the control of	of the closure of the the incorporation of the fact that the number wholly of persons	e last financial year with a of the company, issued an oer of members, (except in s who under second prov	reference to which ny invitation to the p	the last return was submitted or in public to subscribe for any rson company), of the company sub-section (68) of section 2 of
		Dec	laration		
I am Authorised by t	he Board of Directors	of the company v	ide resolution no 14	,	dated 05/12/2008
(DD/MM/YYYY) to s in respect of the sub	ign this form and decl ject matter of this for	are that all the req n and matters inci	uirements of the Compar dental thereto have been	nies Act, 2013 and compiled with. I fu	the rules made thereunder rther declare that:
Whatever is     the subject	s stated in this form a matter of this form ha	nd in the attachme is been suppresse	ents thereto is true, corrected or concealed and is as	and complete and per the original rec	d no information material to cords maintained by the company.
2. All the requ	uired attachments hav	e been completely	and legibly attached to t	his form.	
Note: Attention is punishment for fra	also drawn to the product, punishment for	ovisions of Secti false statement a	on 447, section 448 and and punishment for fals	449 of the Compa e evidence respec	anies Act, 2013 which provide for tively.
To be digitally sign	ed by				
Director	MUD TAY	IT Digitally signed by MIDIT TAYAL Date. 2004 10 22 17:11:24 +05'30'			
DIN of the director	0*7*	9*0*			
To be digitally sign	ned by SAUR SHAN AL GU	ABH Digitally injured by CARL insteadord AL DESTA DE			

<ul><li>Company Secretary</li></ul>				
Company secretary	in practice			
Membership number	4*4*0	Certificate of pra	actice number	
Attachments				List of attachments
1. List of share	e holders, debenture holders		Attach	List of share holders as on 31 March 2024.
2. Approval le	tter for extension of AGM;		Attach	MGT_8_HSCI_2024.pdf Intimation of designated person - Beneficia
3. Copy of MC	ST-8;		Attach	
4. Optional At	tachement(s), if any		Attach	
				Remove attachment
	Modify	eck Form	Prescruting	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



# HSBC SECURITIES AND CAPITAL MARKETS (INDIA) PRIVATE LIMITED

### LIST OF SHAREHOLDERS

### **AS ON 31 MARCH 2024**

#### **Equity**

Sr. No.	Name	No. of Shares held	Shareholding (%)
1	HSBC Investment Bank Holdings BV	166028978	100
2	HSBC Investment Bank Holdings BV jointly with Mr. Abadaan Viccaji	1	_
3	HSBC Investment Bank Holdings BV jointly with Mr. Amit Moghay	1	-
	TOTAL	166028980	100

#### **Preference**

Sr. No.	Name	No. of Shares held	Shareholding (%)
1	HSBC Investment Bank Holdings BV	2500000	100
TOTAL		2500000	100

### For HSBC Securities and Capital Markets (India) Private Limited

**SAURABH** 

Digitally signed by SAURABH

SHANKARLAL

SHANKARLAL GUPTA Date: 2024.04.09 10:30:36

GUPTA +0

+05'30'

Saurabh Gupta Company Secretary

Membership No. ACS 44440

Place: Mumbai

HSBC Securities and Capital Markets (India) Private Limited

Regd. Office: 52/60 Mahatma Gandhi Road, Fort, Mumbai – 400 001, India Telephone: 022-2268 1208 email: <a href="mailto:saurabh.shankarlal.gupta@hsbc.co.in">saurabh.shankarlal.gupta@hsbc.co.in</a>

Website: https://www.business.hsbc.co.in/en-gb/regulations/hsbc-securities-and-capital-market?v222

CIN No.: U67120MH1994PTC081575



# 26, 2nd Floor, Shankar Seth Building, 380-382, J. S. S. Road, Chira Bazar, Mumbai - 400002

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#### Form No. MGT -8

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

We have examined the registers, records and books and papers of HSBC Securities and Capital Markets (India) Private Limited (CIN: U67120MH1994PTC081575) (the Company) as required to be maintained under the Companies Act, 2013 (the Act) for the financial year ended on March 31, 2024. 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:

Α.		The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
В.		During the aforesaid financial year:
	1.	The Company has complied with the provisions of the Act & Rules made thorougher in respect of its status under the Act;
	2.	The Company has complied with the provisions of the Act & Rules made thereunder in respect of maintenance of registers/ records & making entries therein within the time prescribed therefor:
	3.	The Company has complied with the provisions of the Act & Rules made thereunder in respect of filing of forms and returns as stated in the annual return, with the Registrar of Companies within the prescribed time. Further, the Company was not required to file forms with the Regional Director, Control Covernment the Tribunal Court or other authorities;
	4.	The Company has complied with the provisions of the Act & Rules made thereunder in respect of calling/convening/holding meetings of Board of Directors and its committees, 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 Minute Book/registers maintained for the purpose and the same have been signed;
	5.	The Common street not required to close its Register of Members,
	6.	The Company has not given any advances or loans to its directors and/or
	7.	The Company has entered into the contracts or arrangements with related parties in compliance with the provisions of the Section 188 of the Companies
	8.	Act, 2013;  During the year there were no instances of issue or allotment or transfer or transmission and/or buy back of securities or redemption of preference shares or reduction of share capital or conversion of shares or securities;



40	
10.	As informed by the Company, it has not declared and paid any dividend. Since, there were no unpaid or unclaimed dividends, the Company was not required to transfer any amounts to the Investor Education and Protection Fund in accordance with the provisions of the Section 125 of the Act;
11.	The Company has signed audited financial statement as per the provisions of Section 134 of the Act, and report of directors is as per sub-sections (3) and (5) thereof;
12.	The Company has complied with the provisions of the Act & Rules made thereunder in respect of constitution/appointment/re-appointments and disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. Further there were no instances of the appointment of Director in casual vacancy;
13.	The Company has complied with the provisions of the Act & Rules made thereunder in respect of appointment/reappointment of auditors as per the provisions of section 139 of the Act. Further there was no instance of the appointment of auditor in casual vacancy;
14.	As informed by the Company, it was not required to obtain any approval of the Central Government, Tribunal, Regional Director, Court or such other authorities as may be prescribed under the various provisions of the Act during the financial year;
15.	As informed by the Company, it has not invited, renewed or accepted any deposits during the year;
16.	The Company has made borrowings from banks, public financial institutions and accordingly has created charge for credit facilities;
17.	The Company has made investment to other bodies corporate in compliance with the provisions of Section 186 Companies Act, 2013, further the Company has not made any loans or advances or given guarantees or provided securities to other bodies corporate.
18.	During the year Company has altered the Articles of Association of the Company in compliance of the provisions of Companies Act, 2013. Further the Company has not altered the provisions of the Memorandum of Association of the Company.

Place: Mumbai Date: 22<sup>nd</sup> October, 2024 For A.K. Jain & Co. Company Secretaries

Ashish Kumar Jain Proprietor

Peer Review Certificate No.1485/2021

FCS: 6058, CP: 6124 UDIN: F006058F001691764



Registrar of Companies, 100, Everest, Marine Drive, Mumbai- 400002, Maharashtra, India

Sub: Person responsible for furnishing, and extending co-operation for providing information to the Registrar or any other authorised officer with respect to beneficial interest in shares of HSBC Securities and Capital Markets (India) Private

Limited (Company)

The Companies (Management and Administration) Second Amendment Rules, 2023 Ref:

read with notification No. G.S.R. 801(E) dated 27 October 2023

Dear Sir/Madam,

With reference to the above captioned subject, the Board of Directors at their meeting held on 12 December 2023 had authorised and designated the Company Secretary of the Company, to furnish and extend co-operation for providing information to the Registrar of Companies, or any such other authorised officer with respect to the beneficial interest in shares of the Company.

We request you to please take the above on records and in case you need any further clarification/information in this regard please write to us at saurabh.shankarlal.gupta@hsbc.co.in or call on 8976920432.

#### For HSBC Securities and Capital Markets (India) Private Limited

**SAURABH** 

Digitally signed by SAURABH SHANKARLAL

**SHANKARLAL** 

**GUPTA** 

Date: 2024.10.22 15:53:14  $\pm 05'30'$ 

**GUPTA** 

Saurabh Gupta Company Secretary

Membership No. ACS 44440

Place: Mumbai

HSBC Securities and Capital Markets (India) Private Limited

Regd. Off.: 52/60 Mahatma Gandhi Road, Fort, Mumbai - 400 001, India. Telephone: +91 22 2268 1208 email - saurabh.shankarlal.gupta@hsbc.co.in

Website: https://www.business.hsbc.co.in/en-gb/regulations/hsbc-securities-and-capital-market

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