## 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**

**Pre-fill** 

Form language Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

- \* Permanent Ac
- (ii) (a) Name of the

(iii)

Global Location Number (GLN) of the company	
Permanent Account Number (PAN) of the company	AAACB6405F
(a) Name of the company	BFL ASSET FINVEST LIMITED
(b) Registered office address	
1,TARA NAGAR, AJMER ROAD JAIPUR. Rajasthan 302006	
(c) *e-mail ID of the company	bfldevelopers@gmail.com
(d) *Telephone number with STD code	09214018877
(e) Website	www.bflfin.com
Date of Incorporation	31/08/1995
The file Comment of the Comment	Cub actor and the Comment

L45201RJ1995PLC010646

(iv)	Type of the Company	Category of the Company		Sub-category of the Company
	Public Company	Company limited	l by shares	Indian Non-Government company
(v) Wh	ether company is having share ca	pital	• Yes	○ No
(vi) *W	hether shares listed on recognized	d Stock Exchange(s)	• Yes	○ No

#### (a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE LTD	1

(b) CIN of the Registrar and	d Transfer Agent	U67120V	VB2011PLC165872	Pre-fill
Name of the Registrar and	Transfer Agent			
MCS SHARE TRANSFER AGE	NT LIMITED			
Registered office address	of the Registrar and Tra	ansfer Agents		
12/1/5 MANOHARPUKUR RC KOLKATA	DAD			
(vii) *Financial year From date	01/04/2017	(DD/MM/YYYY) To date	31/03/2018	(DD/MM/YYYY)
(viii) *Whether Annual general n	neeting (AGM) held	• Yes	) No	-
(a) If yes, date of AGM	31/07/2018			
(b) Due date of AGM	30/09/2018			
(c) Whether any extension	for AGM granted	⊖ Yes	No	
II. PRINCIPAL BUSINESS	<b>ACTIVITIES OF T</b>	HE COMPANY		

\*Number of business activities 1

	Main Activity group code		Business Activity Code		% of turnover of the company
1	к	Financial and insurance Service	К8	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	
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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	12,000,000	10,203,500	10,203,500	10,203,500
Total amount of equity shares (in Rupees)	120,000,000	102,035,000	102,035,000	102,035,000

Number of classes

Class of Shares EQUTY SHARES	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	12,000,000	10,203,500	10,203,500	10,203,500
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	120,000,000	102,035,000	102,035,000	102,035,000

1

#### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

Class of shares	Authorised	Icaolial	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

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				
At the beginning of the year	5,103,500	51,035,000	51,035,000	

Increase during the year	5,100,000	51,000,000	51,000,000	5,100,000
i. Pubic Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	5,100,000	51,000,000	51,000,000	5,100,000
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	10,203,500	102,035,000	102,035,000	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

(ii) Details of stock split/consolidation durin	g the year (for each class of	shares)	0	
At the end of the year	0	0	0	
iv. Others, specify				
iii. Reduction of share capital	0	0	0	0
ii. Shares forfeited	0	0	0	0

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

$\boxtimes$	Nil			
	[Details being provided in a CD/Digital Media]	⊖ Yes	O No	O 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)					
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

Date of registration of transfer (Date Month Year)						
Type of transfe	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock					
Number of Shares/ Debentures/       Amount per Share/         Units Transferred       Debenture/Unit (in Rs.)						
Ledger Folio of Trans	sferor		<u>.</u>			
Transferor's Name						
	Surname		middle name	first name		
Ledger Folio of Transferee			·			
Transferee's Name						
	Surname		middle name	first name		

## (iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			0

#### **Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	-	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) S

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

5,743,754

(ii) Net worth of the Company

125,003,943

## 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	1,473,500	14.44	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	435,700	4.27	0	
10.	Others	0	0	0	
	Total	1,909,200	18.71	0	0

## Total number of shareholders (promoters)

## (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	495,894	4.86	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,798,406	76.43	0	
10.	Others	0	0	0	
	Total	8,294,300	81.29	0	0

Total number of shareholders (other than promoters)

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

566	
575	

#### 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	9	9
Members (other than promoters)	565	566
Debenture holders	0	0

## VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

#### (A) \*Composition of Board of Directors

Category	Number of directors at the		Number of directors at the end		Percentage of shares held by	
	beginning of the year		of the year		directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. Promoter	1	1	1	1	7.22	3.49
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	0	0	0	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	1	4	1	4	7.22	3.49

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)	
MAHENDRA KUMAR B	00009828	Managing Director	737,100		
SOBHAG DEVI BAID	00019831	Director	355,900		
PUNEET KUMAR GUP <sup>.</sup>	00019971	Director	0		
SURENDRA MEHTA	00298751	Director	0	09/08/2018	
AMIT KUMAR PARASH	07891761	Director	0		
SURBHI RAWAT	CEIPR3059E	Company Secretar	0		
RAVI BOHRA	ATAPB3005F	CFO	0		
i) Particulars of change in director(s) and Key managerial personnel during the year 9					

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)
NEETU JOGANI	AWEPJ0276F	Company Secretar	30/05/2017	CESSATION
SURBHI RAWAT	CEIPR3059E	Company Secretar	10/06/2017	APPOINTMENT
MAHENDRA KUMAR D	00022381	Director	04/08/2017	CESSATION
AMIT KUMAR PARASH	07891761	Additional director	04/08/2017	APPOINTMENT
AMIT KUMAR PARASH	07891761	Director	11/09/2017	CHANGE IN DESIGNATION FROM .
ADITYA BAID	APVPB1955K	CFO	02/01/2018	CESSATION
NISHANT JAIN	ADBPJ0618B	CFO	06/02/2018	APPOINTMENT
NISHANT JAIN	ADBPJ0618B	CFO	27/02/2018	CESSATION
RAVI BOHRA	ATAPB3005F	CFO	09/03/2018	APPOINTMENT

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

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held	1				
Type of meeting	Date of meeting	Total Number of Members entitled to	Attendance		
				% of total shareholding	
ANNUAL GENERAL MEETI	11/09/2017	575	15	48.42	

#### **B. BOARD MEETINGS**

\*Number of meetings held 7

S. No.	Date of meeting	Total Number of directors associated as on the date		Attendance
		of meeting	Number of directors attended	% of attendance
1	03/05/2017	5	4	80
2	30/05/2017	5	5	100
3	04/07/2017	5	4	80
4	04/08/2017	5	4	80

S. No.	Date of meeting	Total Number of directors associated as on the date		
			Number of directors attended	% of attendance
5	10/11/2017	5	4	80
6	06/02/2018	5	4	80
7	09/03/2018	5	4	80

## C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting	Date of meeting	Total Number of Members as		Attendance
			on the date of the meeting	Number of members attended	% of attendance
1	AUDIT COMM	03/05/2017	3	2	66.67
2	AUDIT COMM	30/05/2017	3	3	100
3	AUDIT COMM	04/08/2017	3	2	66.67
4	AUDIT COMM	10/11/2017	3	2	66.67
5	AUDIT COMM	06/02/2018	3	2	66.67
6	AUDIT COMM	09/03/2018	3	2	66.67
7	NOMINATION	30/05/2017	3	3	100
8	NOMINATION	04/08/2017	3	2	66.67
9	NOMINATION	06/02/2018	3	2	66.67
10	NOMINATION		3	2	66.67
	CE OF DIRECT	NDC			

### D. \*ATTENDANCE OF DIRECTORS

			Board Meetings		Committee Meetings			Whether attended AGM	
S. No.	of the director		Meetings	% of		Meetings	% of attendance	held on	
		entitled to attend	attended		entitled to attend	attended	allendance	31/07/2018 (Y/N/NA)	
1	MAHENDRA I	7	7	100	0	0	0	Yes	
2	SOBHAG DE	7	7	100	0	0	0	Yes	
3	PUNEET KUN	7	4	57.14	10	7	70	Yes	

4	SURENDRA N	7	4	57.14	10	5	50	Yes
5	AMIT KUMAR	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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MAHENDRA KUMA	MANAGING DIF	240,000	0	0	0	240,000
	Total		240,000	0	0	0	240,000

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Neetu Jogani	COMPANY SEC	31,788	0	0	0	31,788
2	Surbhi Rawat	COMPANY SEC	167,139	0	0	0	167,139
3	Ravi Bohra	CHIEF FINANCI	10,645	0	0	0	10,645
	Total		209,572	0	0	0	209,572

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable Yes O No provisions of the Companies Act, 2013 during the year

B. If No, give reasons/observations

XII.	PENALTY	AND	PUNISHMENT	- DETAILS	THEREOF
				DEIALO	

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

3

0

		Date of Order	Section linner which		Details of appeal (if any) including present status
(B) DETAILS OF CO	MPOUNDING OF OF	FENCES N	il	·	

Name of the	Name of the court/ concerned Authority	ISACTION LINNAR WHICH	Particulars of offence	Amount of compounding (in Rupees)

#### XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

○ Yes ● No

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

#### XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name	VIKAS MEHTA
Whether associate or fellow	Associate      Fellow
Certificate of practice number	12789

#### I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

#### Declaration

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

dated 20/05/2014

(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 compiled 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.

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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	MAHENDR A KUMAR BAID			
DIN of the director	00009828			
To be digitally signed by				
Company Secretary				
○ Company secretary in pract	ice			
Membership number 4969	4	Certificate of practice	number	
Attachments				List of attachments
1. List of share holder	rs, debenture holders		Attach	MGT-8.pdf
2. Approval letter for	extension of AGM;		Attach	ANNEXURE WITH RESPECT TO COMMI
3. Copy of MGT-8;			Attach	
4. Optional Attachem	ent(s), if any		Attach	
				Remove attachment
Modify	Chec	k 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

## **BFL ASSET FINVEST LIMITED**

(Formerly known as BFL Developers Limited) Regd. Office: 1, Taranagar, Ajmer Road, Jaipur - 302 006, Ph.: 9214018877 CIN: L45201RJ1995PLC010646, Website: <u>www.bflfin.com</u>, E-mail: <u>bfldevelopers@gmail.com</u>

#### ANNEXURE WITH RESPECT TO COMMITTEE MEETING

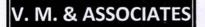
S. No.		Date of	Total	Attendance			
	Meeting	meeting	Number of Members as on the date of the meeting	Number of members attended	% of attendance		
11	Stakeholder 's Relationship Committee	06/02/2018	3	2	66.67		

#### For BFL Asset Finvest Limited (Formerly Known As BFL Developers Limited)

For BELASSE ELEVEST LIMITED

Director/Auth. Signatory MAHENDRA KUMAR BAID MANAGING DIRECTOR

Ph: 237 0954; 93145 04821 (M)



**COMPANY SECRETARIES** 

Email: cs.vmanda@gmail.com

403, ROYAL WORLD, S. C. ROAD, JAIPUR - 302 001.

#### 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]

#### CERTIFICATE BY COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **BFL Asset Finvest Limited (Formerly Known as BFL Developers Limited)** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31**<sup>st</sup> **March, 2018**. In our opinion and to the best of my 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;
  - 2. maintenance of registers / records & making entries therein within the time prescribed therefor;
  - 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
  - 4. calling / convening / holding meetings of Board of Directors or 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 the circular resolutions and resolutions 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;
  - 5. closure of register of members / Security holders, as the case may be;
  - 6. advances / loans to its directors and / or persons or firms or companies referred in section 185 of the Act (Not Applicable during the year under review);
  - 7. contracts / arrangements with related parties as specified in Section 188 of the Act;
  - 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;
  - 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 (Not Applicable during the year under review);
  - 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;
  - 12. constitution / appointment / re-appointments / retirement / filling up casual vacancies / disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;



Ph: 237 0954; 93145 04821 (M)

### COMPANY SECRETARIES

V. M. & ASSOCIATES

403, ROYAL WORLD, S. C. ROAD, JAIPUR - 302 001.

Email: cs.vmanda@gmail.com

- appointment / reappointment / filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14. 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;
- 15. acceptance / renewal / repayment of deposits (Not Applicable during the year under review);
- 16. borrowings from its directors, members, public financial institutions, banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable;
- 17. 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 (Not Applicable, since the company is a Non-Banking Financial Company registered with RBI); and
- 18. alteration of the provisions of the Memorandum and / or Articles of Association of the Company;

PLACE: JAIPUR DATE: SEPTEMBER 13, 2018



FOR V. M. & ASSOCIATES COMPANY SECRETARIES (ICSI Unique Code P1984RJ039200)

bax Me

CS VIKAS MEHTA PARTNER MEMBERSHIP NO: ACS28964 CERTIFICATE OF PRACTICE NO: 12789