## 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     | <ul><li>English</li></ul> | Hindi         |  |
|-------------------|---------------------------|---------------|--|
| Refer the instruc | tion kit for fil          | ing the form. |  |
|                   |                           |               |  |

| I. REGISTRATION AND OTHER                | RDETAILS                |         |                         |             |
|--|-------------------------|---------|-------------------------|-------------|
| i) * Corporate Identification Number (Cl | N) of the company       | L67120  | DL1984PLC018800         | Pre-fill    |
| Global Location Number (GLN) of the      | he company              |         |                         |             |
| * Permanent Account Number (PAN)         | of the company          | AAACN   | 0535G                   |             |
| ii) (a) Name of the company              |                         | NEW ER  | RA LEASING AND FINAN    |             |
| (b) Registered office address            |                         |         |                         |             |
| (c) *e-mail ID of the company            |                         | newera  | leasingfinance@gmai     |             |
|  |                         |         |                         |             |
| .,                                       |                         | newera. |                         |             |
| (d) *Telephone number with STD co        | ode                     | 011699  | 99350                   |             |
| (e) Website                              |                         | www.ne  | eweraleasing finance.   |             |
| iii) Date of Incorporation               |                         | 27/07/1 | 1984                    |             |
| V) Type of the Company                   | Category of the Company | y       | Sub-category of the Com | pany        |
| Public Company                           | Company limited by      | shares  | Indian Non-Governm      | ent company |
| y) Whether company is having share ca    | pital                   | Yes (   | No                      |             |
| vi) *Whether shares listed on recognize  | d Stock Exchange(s)     | Yes (   | ○ No                    |             |

| a) | Details | of | stock | exchar | iges | where | shares | are list | ed |
|----|---------|----|-------|--------|------|-------|--------|----------|----|
|    |         |    |       |        |      |       |        |          |    |

| S. No. | Stock Exchange Name     | Code |
|--------|-------------------------|------|
| 1      | Calcutta Stock Exchange | 3    |
|        |                         |      |

| L       |  |                            |             |
|---------|--|----------------------------|-------------|
| (       | b) CIN of the Registrar and Transfer Agent                 | U74899DL1995PTC071324      | Pre-fill    |
|         | Name of the Registrar and Transfer Agent                   |                            | 1           |
|         | SKYLINE FINANCIAL SERVICES PRIVATE LIMITED                 |                            |             |
|         | Registered office address of the Registrar and Transfer Ag | gents                      | 1           |
|         | D-153A, FIRST FLOOR<br>OKHLA INDUSTRIAL AREA, PHASE-I      |                            |             |
| (vii) * | Financial year From date 01/04/2020 (DD/MM                 | M/YYYY) To date 31/03/2021 | (DD/MM/YYYY |
| (viii)  | *Whether Annual general meeting (AGM) held                 |                            | _           |
|         | (a) If yes, date of AGM                                    |                            |             |
|         | (b) Due date of AGM 30/09/2021                             |                            |             |
|         | (c) Whether any extension for AGM granted                  |                            |             |
|         | (f) Specify the reasons for not holding the same           |                            |             |
|         | AGM will be held on 30th September, 2021                   |                            |             |

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 2

|   | Main<br>Activity<br>group code |                                 | Business<br>Activity<br>Code |   | % of turnover of the company |
|---|--------------------------------|---------------------------------|------------------------------|---|------------------------------|
| 1 | K                              | Financial and insurance Service | K8                           | Other financial activities                                | 46.83                        |
| 2 | К                              | Financial and insurance Service | K7                           | Financial Advisory, brokerage and<br>Consultancy Services | 53.17                        |

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

|  |   | ı |              |
|--|---|---|--------------|
| *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/<br>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<br>capital | Subscribed capital | Paid up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Total number of equity shares             | 4,000,000          | 4,000,000         | 4,000,000          | 4,000,000       |
| Total amount of equity shares (in Rupees) | 40,000,000         | 40,000,000        | 40,000,000         | 40,000,000      |

Number of classes 1

|   | Authoricad | Icapitai   | Subscribed capital | Paid up capital |
|---|------------|------------|--------------------|-----------------|
| Number of equity shares                   | 4,000,000  | 4,000,000  | 4,000,000          | 4,000,000       |
| Nominal value per share (in rupees)       | 10         | 10         | 10                 | 10              |
| Total amount of equity shares (in rupees) | 40,000,000 | 40,000,000 | 40,000,000         | 40,000,000      |

## (b) Preference share capital

| Particulars                                   | Authorised capital | Issued<br>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 0

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

## (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<br>nominal<br>amount | Total<br>Paid-up<br>amount | Total<br>premium |
|---|------------------|-----------|---------|----------------------------|----------------------------|------------------|
| Equity shares                                 | Physical         | DEMAT     | Total   |                            |                            |                  |
| At the beginning of the year                  | 783,200          | 3,216,800 | 4000000 | 40,000,000                 | 40,000,000                 |                  |
| 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                           |                  |           |         |                            |                            |                  |
| At the end of the year                        | 783,200          | 3,216,800 | 4000000 | 40,000,000                 | 40,000,000                 |                  |
| Preference shares                             |                  |           |         |                            |                            |                  |
| At the beginning of the year                  | 0                | 0         | 0       | 0                          | 0                          |                  |
| 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            |  |
| i. Redemption of shares                           |  | 0             | 0           | 0           |         | 0              | 0           | 0            |  |
| ii. Shares forfeited                              |  | 0             | 0           | 0           |         | 0              | 0           | 0            |  |
| iii. Reduction of share capi                      | tal  | 0             | 0           | 0           |         | 0              | 0           | 0            |  |
| iv. Others, specify                               |  |               |             |             |         |                |             |              |  |
|   |  |               |             |             |         |                |             |              |  |
| At the end of the year                            |  | 0             | 0           | 0           |         | 0              | 0           |              |  |
| SIN of the equity shares                          | of the company it/consolidation during th                            | e vear (for e | ach class o | f charec)   |         |                |             |              |  |
| _   |  |               |             |             |         | 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   |               |             |             |         |                |             |              |  |
| of the first return a                             | es/Debentures Trans It any time since the Vided in a CD/Digital Medi | incorporat    |             |             |         | ncial <u>y</u> | year (or i  |              |  |
| Separate sheet at                                 | fers   | $\circ$       | Yes         | O No        |         |                |             |              |  |
| Note: In case list of tran<br>Media may be shown. | sfer exceeds 10, option fo   | r submission  | as a separa | te sheet at | tachmen | t or sub       | omission in | a CD/Digital |  |
| Date of the previous                              | s annual general meetin  | g             |             |             |         |                |             |              |  |
|   |  |               |             |             |         |                |             |              |  |

| Date of registration o  | f transfer (Date Month Ye | ear)     |  |                       |  |
|---|---------------------------|----------|--|-----------------------|--|
| Type of transfer 1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock |                           |          |  |                       |  |
| Number of Shares/ Debentures/   |                           |          |  |                       |  |
| Ledger Folio of Trans   | sferor                    |          |  |                       |  |
| Transferor's Name   |                           |          |  |                       |  |
|   | Surname                   |          | middle name                                  | first name            |  |
| Ledger Folio of Trans   | sferee                    |          |  |                       |  |
| Transferee's Name   |                           |          |  |                       |  |
|   | Surname                   |          | middle name                                  | first name            |  |
| Date of registration o  | f transfer (Date Month Ye | ear)     |  |                       |  |
| Type of transfer  | 1                         | - Equity | /, 2- Preference Shares,3 -                  | Debentures, 4 - Stock |  |
| Number of Shares/ D<br>Units Transferred                                    | Debentures/               |          | Amount per Share/<br>Debenture/Unit (in Rs.) |                       |  |
| Ledger Folio of Trans   | sferor                    |          |  |                       |  |
| Transferor's Name   |                           |          |  |                       |  |
|   | Surname                   |          | middle name                                  | first name            |  |
| Ledger Folio of Trans   | sferee                    |          |  |                       |  |
| 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    | 0               |                        | 0           |
| Partly convertible debentures | 0               |                        | 0           |
| Fully convertible debentures  | 0               |                        | 0           |
| Total                         |                 |                        | 0           |

#### **Details of debentures**

| Class of debentures           | Outstanding as at the beginning of the year | Increase during the year | _ | Outstanding as at the end of the year |
|-------------------------------|---|--------------------------|---|---------------------------------------|
| Non-convertible debentures    | 0   | 0                        | 0 | 0                                     |
| Partly convertible debentures | 0   | 0                        | 0 | 0                                     |
| Fully convertible debentures  | 0   | 0                        | 0 | 0                                     |

| ( | (v) | Securities | (other | than  | shares | and  | debentures  | ١ |
|---|-----|------------|--------|-------|--------|------|-------------|---|
| ٠ | V , | occurres.  | louiei | uıaıı | SHALES | allu | uenelliules | , |

| ` '   | •                          |                            |                     |
|-------|----------------------------|----------------------------|---------------------|
|       | Nominal Value of each Unit | Paid up Value of each Unit | Total Paid up Value |
|       |                            |                            |                     |
|       |                            |                            |                     |
| Total |                            |                            |                     |

0

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

|  | ) T |  |  |  |
|--|-----|--|--|--|
|  |     |  |  |  |
|  |     |  |  |  |
|  |     |  |  |  |

927,244

## (ii) Net worth of the Company

35,609,565.39

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

| S. No. | Category                                | Equ              | ity        | Preference       |            |  |
|--------|---|------------------|------------|------------------|------------|--|
|        |   | Number of shares | Percentage | Number of shares | Percentage |  |
| 1.     | Individual/Hindu Undivided Family       |                  |            |                  |            |  |
|        | (i) Indian                              | 286,057          | 7.15       | 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<br>(not mentioned above) | 0       | 0    | 0 |   |
| 10. | Others                                  | 0       | 0    | 0 |   |
|     | Total                                   | 286,057 | 7.15 | 0 | 0 |

 $Total\ number\ of\ shareholders\ (promoters)$ 

## (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       |                  |            |                  |            |  |
|        | (i) Indian                              | 607,043          | 15.18      | 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<br>(not mentioned above) | 3,000,300 | 75.01 | 0 |   |
| 10. | Others HUF                              | 106,600   | 2.67  | 0 |   |
|     | Total                                   | 3,713,943 | 92.86 | 0 | 0 |

|        | _      |          |         |        | _    |         |     |
|--------|--------|----------|---------|--------|------|---------|-----|
| Total  | number | of chare | holdere | (ather | than | nromote | rc) |
| 1 Otal | Humber | or smarc | nonucis | (Other | uian | promote | 10) |

2,460

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

2,501

# 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                      | 41                           | 41                     |
| Members (other than promoters) | 2,460                        | 2,460                  |
| 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 |               |           | lumber of directors at the end<br>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                   | 2  | 3             | 2         | 3   | 0         | 0  |  |
| (i) Non-Independent               | 2  | 0             | 2         | 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                       | 2 | 3 | 2 | 3 | 0 | 0 |

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 6

6

#### (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) |
|-------------------|------------|-------------------|--------------------------------|--|
| MANISH JAIN       | 01094228   | Director          | 0                              | 30/06/2021   |
| HIMANSHU GUPTA    | 02410972   | Director          | 0                              | 30/06/2021   |
| RAS BIHARI SHARMA | 06804500   | Managing Director | 0                              |  |
| ROHTASH SHARMA    | 06804507   | Director          | 0                              |  |
| JYOTSNA KUMARI    | 08514860   | Director          | 0                              |  |
| MANMOHAN SINGH    | BYNPS0554D | CFO               | 0                              |  |

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

ppointment/

| Name           |            | beginning / during | ichange in designation/ | Nature of change (Appointment/<br>Change in designation/ Cessation) |
|----------------|------------|--------------------|-------------------------|---|
| KAVITA CHAUHAN | BJAPC2647D | Company Secretar   | 12/01/2021              | 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 1

| Type of meeting        | Date of meeting |       | Attendance  Number of members |      |
|------------------------|-----------------|-------|-------------------------------|------|
| Annual General Meeting | 28/08/2020      | 2,501 | 16                            | 0.08 |

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

\*Number of meetings held

9

| S. No.          | Date of meeting | Total Number of directors associated as on the date |                              | Attendance      |
|-----------------|-----------------|---|------------------------------|-----------------|
|                 |                 | of meeting  | Number of directors attended | % of attendance |
| 1               | 31/07/2020      | 5   | 5                            | 100             |
| 2               | 03/09/2020      | 5   | 5                            | 100             |
| 3               | 07/09/2020      | 5   | 5                            | 100             |
| 4               | 10/11/2020      | 5   | 5                            | 100             |
| 5               | 03/12/2020      | 5   | 5                            | 100             |
| 6               | 04/01/2021      | 5   | 5                            | 100             |
| 7               | 12/01/2021      | 5   | 5                            | 100             |
| 8               | 11/02/2020      | 5   | 5                            | 100             |
| 9<br>C COMMITTE | 31/03/2021      | 5   | 5                            | 100             |

#### C. COMMITTEE MEETINGS

Number of meetings held

10

| S. No. | Type of meeting | Data of machine | Total Number of Members as    | Attendance                 |                 |  |  |
|--------|-----------------|-----------------|-------------------------------|----------------------------|-----------------|--|--|
|        |                 | Date of meeting | on the date of<br>the meeting | Number of members attended | % of attendance |  |  |
| 1      | Audit Committe  | 31/07/2020      | 3                             | 2                          | 66.67           |  |  |
| 2      | Audit Committe  | 07/09/2020      | 3                             | 3                          | 100             |  |  |
| 3      | Audit Committe  | 10/11/2020      | 3                             | 3                          | 100             |  |  |
| 4      | Audit Committe  | 03/12/2020      | 3                             | 3                          | 100             |  |  |
| 5      | Audit Committe  | 11/02/2021      | 3                             | 3                          | 100             |  |  |
| 6      | Audit Committe  | 30/03/2021      | 3                             | 3                          | 100             |  |  |
| 7      | Nomination an   | 03/12/2020      | 3                             | 3                          | 100             |  |  |
| 8      | Internal Compl  | 03/12/2020      | 4                             | 4                          | 100             |  |  |
| 9      | Independent D   | 12/03/2021      | 3                             | 3                          | 100             |  |  |
| 10     | Stakeholders (  | 24/03/2021      | 3                             | 3                          | 100             |  |  |

#### D. \*ATTENDANCE OF DIRECTORS

|           |                 | Board Meetings   |          |      | Co     | Whether attended AGM              |                 |          |
|-----------|-----------------|--|----------|------|--------|-----------------------------------|-----------------|----------|
| S.<br>No. | of the director | Number of<br>Meetings which<br>director was<br>entitled to | Meetings | % of |        | Number of<br>Meetings<br>attended | % of attendance | held on  |
|           |                 | attend   | attended |      | attend | attended                          |                 | (Y/N/NA) |
| 1         | MANISH JAIN     | 5  | 5        | 100  | 8      | 8                                 | 100             |          |
| 2         | HIMANSHU G      | 5  | 5        | 100  | 9      | 9                                 | 100             |          |
| 3         | RAS BIHARI S    | 5  | 5        | 100  | 6      | 6                                 | 100             |          |
| 4         | ROHTASH SF      | 5  | 5        | 100  | 4      | 3                                 | 75              |          |
| 5         | JYOTSNA KU      | 5  | 5        | 100  | 3      | 3                                 | 100             |          |

|  | Nil |
|--|-----|
|--|-----|

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

| 0 |  |  |
|---|--|--|
|---|--|--|

| S. No. | Name  | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|-------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      |       |             |              |            |                               |        | 0               |
|        | Total |             |              |            |                               |        |                 |

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

| 1 |
|---|
| I |
|   |

| S. No. | Name           | Designation   | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|----------------|---------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      | Kavita Chauhan | Company Secre | 270,000      | 0          | 0                             | 0      | 270,000         |
|        | Total          |               | 270,000      | 0          | 0                             | 0      | 270,000         |

Number of other directors whose remuneration details to be entered

| 10 |  |  |  |
|----|--|--|--|

| S. No. | Name  | Designation | Gross Salary | Commission | Stock Option/<br>Sweat equity | Others | Total<br>Amount |
|--------|-------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1      |       |             |              |            |                               |        | 0               |
|        | Total |             |              |            |                               |        |                 |

| * A. Whether the corprovisions of the B. If No, give reasons   | e Companies Ad  | et, 2013 during the | nd disclosu<br>e year | ures in respect of app  | olicable Yes                      | <ul><li>No</li></ul>                                |  |
|--|---|---------------------|-----------------------|---|-----------------------------------|---|--|
| As per the obs   | servation anne  | ed to the return    |                       |   |                                   |   |  |
| XII. PENALTY AND P  (A) DETAILS OF PEN   |   |                     |                       | DMPANY/DIRECTOR   | RS/OFFICERS N                     | Nil   |  |
| Name of the company/ directors/ officers   | Name of the co<br>concerned<br>Authority                                      | Date of Or          | der s                 | Name of the Act and section under which benalised / punished    | Details of penalty/<br>punishment | Details of appeal (if any) including present status |  |
| (B) DETAILS OF CO  | MPOUNDING (   | DF OFFENCES         | Nil                   |   |                                   |   |  |
| Name of the company/ directors/ officers   | Name of the concerned<br>Authority  | Date of O           |                       | Name of the Act and<br>section under which<br>offence committed | Particulars of offence            | Amount of compounding (in Rupees)                   |  |
| XIII. Whether comp   | O   | reholders, debei    | nture hold            | lers has been enclo   | sed as an attachmei               | nt  |  |
|  | 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   | Name Sanchita Bhardwaj  |                     |                       |   |                                   |   |  |
| Whether associate  | e or fellow   | <ul><li>A</li></ul> | Associate             | Fellow  |                                   |   |  |
| Certificate of pra   | Certificate of practice number 20701  |                     |                       |   |                                   |   |  |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

#### 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.

|                       |  |                |                 | Decla       | aration         |            |            |   |        |               |               |
|-----------------------|--|----------------|-----------------|-------------|-----------------|------------|------------|---|--------|---------------|---------------|
| I am Au               | thorised by the E  | Board of Dire  | ectors of the c | company vic | de resolution   | no         |            | ( | lated  |               |               |
|                       | M/YYYY) to sign tect of the subject                        |                |                 |             |                 |            |            |   |        |               | nder          |
| 1.                    | Whatever is state the subject mat                          |                |                 |             |                 |            |            |   |        |               |               |
| 2.                    | All the required   | l attachment   | s have been     | completely  | and legibly a   | ttached to | this form. |   |        |               |               |
| punish                | Attention is also<br>ment for fraud,<br>ligitally signed I | punishmen      |                 |             |                 |            |            |   |        | t, 2013 which | n provide for |
| Directo               | r  |                |                 |             |                 |            |            |   |        |               |               |
| DIN of                | the director   |                | 06804500        |             |                 |            |            |   |        |               |               |
| To be o               | digitally signed   | by             |                 |             |                 |            |            |   |        |               |               |
| Com                   | npany Secretary  |                |                 |             |                 |            |            |   |        |               |               |
| <ul><li>Com</li></ul> | npany secretary i  | n practice     |                 |             |                 |            |            |   |        |               |               |
| Membe                 | rship number   | 43096          |                 | Cert        | tificate of pra | ctice numb | oer        |   | 20701  |               |               |
|                       | Attachments  |                |                 |             |                 |            |            |   | List o | of attachmen  | ts            |
|                       | 1. List of share   | e holders, de  | benture hold    | ers         |                 | Atta       | ch         |   |        |               |               |
|                       | 2. Approval let  | tter for exter | sion of AGM;    |             |                 | Atta       | ch         |   |        |               |               |

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

Check Form

Attach

Attach

Prescrutiny

3. Copy of MGT-8;

4. Optional Attachement(s), if any

Modify

Remove attachment

Submit

## NEW ERA LEASING AND FINANCE LIMITED

**Regd. Office:** 981, Aggarwal Millenium Tower-II, Netaji Subhash Palace District Centre, Wazirpur, Opp. TV Tower, Pitampura, New Delhi-110034 CIN: L67120DL1984PLC018800; **Tel No.:** 011-69999350;

Email ID:neweraleasingfinance@gmail.com; Website: www.neweraleasingfinance.com

## Annexure to MGT-7 for the F.Y. 2020-21 of New Era Leasing and Finance Limited

### Observations as per Secretarial Auditor Report for the F.Y. 2020-21

- 1. **Remark 1:** Although the Company is on the dissemination board, still it has asked for the invoice w.r.t. listing fees which has not yet been received from the stock exchange for payment of listing fee. Hence, the Company has not paid Annual listing fees to Stock Exchanges for the Financial Year 2019-20, 2020-2021 as no bill was raised upon the Company.
  - **Board Clarification 1:** The Company has asked for the invoice w.r.t. listing fees which has not yet received from the Stock Exchange for payment of listing fees.
- 2. **Remark 2:** The Company has not filled the e-form MGT-15 for the proceedings of Annual General Meeting held on 28<sup>th</sup> December, 2020.
  - **Board Clarification 2:** The Company has uploaded the said e-form MGT-15 on MCA portal but the payment could not be processed due to some technical reasons and the board shall assure that this shall not be repeated again and the Board shall take care of the same for all future compliances.
- 3. **Remark 3:** The shareholding of the promoters of the Company is not dematerialized. However the Company has sent the letter to all the Promoters of the Company by registered post for converting of their shares in dematerialized form.
  - **Board Clarification 3:** The Company has sent the letter to all the Promoters of the Company by registered post for converting of their shares in dematerialized form.

#### 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 A COMPANY SECRETARY IN PRACTICE**

I have examined the registers, records and books and papers of **New Era Leasing and Finance Limited** ("the Company") as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended 31st March, 2021('the period under review'). In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

During the Financial year ending 31st March, 2021, the Company has complied with provisions of the Act & Rules made there under in respect of which I certify:

- **1.** That its status under the Act is a Listed Non-Government Indian Public Company Limited by shares;
- **2.** That registers/records are maintained and entries are made therein within the time prescribed thereof:
  - ➤ Register of contracts with related party and contracts in which Directors are interested under Section 189 of the Act.
  - Register of Directors and Key Managerial Personnel and their shareholding under Section 170 of the Act.
  - Register of Members under Section 88(1) (a) of the Act.
  - Register of Charges under Section 85 of the Act.
  - Register of Share Transfer under Section 56 of the Act.
  - Minutes Books under Section 118 of the Act.
- **3.** That 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 as mentioned in **Annexure- A** are in compliance with the provisions of the Companies Act, 2013;
  - E form MGT-15 for Proceedings of Annual General Meeting which was held on 28<sup>th</sup> December, 2020 was not filed.
- **4.** That calling/ convening/ holding meetings of Board of Directors or its committees and the meetings of the members of the company as mentioned in **Annexure- B** on due dates in respect of which, proper notices were given and the proceedings including the circular resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose of recording the proceedings of the meeting and the same have been duly signed by the chairman of the meeting within stipulated time;

- **5.** That the register of member was closed during the book closure period from December 22, 2021 to December 28, 2021 (both days inclusive) for the purpose of Annual General Meeting of the Company;
- **6.** That the Company has not granted any loan to its Directors and to a person referred in Section 185 of the Act;
- **7.** That the Company has not entered into any contracts/arrangements with related parties which would fall under the purview of Section 188 of the Act;
- **8.** That there was no transfer or transmission or buy back or redemption of shares or debenture/conversion of shares/ securities and issue of security certificates in all instances during the period under review;
- **9.** That there were no transactions necessitating the Company to keep in abeyance the rights to dividend, right shares and bonus shares pending for registration of transfer of shares;
- **10.** That the company has not declared any final and interim dividend on its equity shares during the reporting period.
- **11.** That the Company was not required to transfer the amounts in unpaid dividend account, application money due for refund, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investor Education and Protection Fund in accordance with section 125 of the Act;
- **12.** That the signing of audited financial statement is as per the provisions of section 134 of the Act and report of directors is as per sub sections (3), (4) and (5) thereof;

#### **13.** That

- The Composition of Board was in accordance with the Companies Act, 2013 during the reporting period;
- The vacancy of Company Secretary was filled beyond the stipulated time frame as prescribed under section 203(4) of the Act.
- Remuneration was paid to Ms. Kavita Chauhan, Company Secretary and Compliance Officer of the Company during the reporting period;
- All the directors have given their disclosure of interest under section 184 and 164 of the Act.
- **14.** That M/s Sanjay Vishal & Associates, Chartered Accountants was re-appointed as statutory auditors of the Company in the Annual General Meeting held on 26<sup>th</sup> September, 2019 for a period of five years i.e. till the conclusion of the Annual General Meeting to be held in the year 2024, which was in compliance with the provisions of the Section 139 and other applicable provisions of the Act;
- **15.** (i) That the Company, being an NBFC, has filed an application on 29<sup>th</sup> April, 2015 seeking prior approval of RBI for change in management/ control pursuant to RBI Notification No. DNBR.(PD) 029/CGM(CDS)-2015 dated July 09, 2015 and the said approval is awaited as on date. Therefore, change in management could not take place.

(ii) That the Company was not required to take any approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act during the reporting period. However, the Company has made an application to Reserve Bank of India (RBI) on 13<sup>th</sup> June 2019 for Voluntary Surrender of Certificate of Registration of NBFC which is still pending for approval;

**16.** That the Company has not accepted/ renewed/ repaid any deposits during the financial year ended 31st March, 2021;

**17.** That the Company has no borrowings from its Directors, members, public financial institutions, banks and others as on 31st March, 2021 and the Company has not created /modified/ satisfied any charges during the period under review;

**18.** That being a Non-Banking Financial Company, the provisions of Section 186 of the Act are not applicable to the Company; and

**19.** That there was no alteration in the Memorandum of Association and Article of Association of the Company during the reporting period.

**20.** That the Credit Information Company registration pursuant to RBI prudential norms with reference to Non-Banking Financial Companies has been obtained by the Company.

For GA & Associates, Company Secretaries LLP

Sanchita Bhardwaj (Partner) M. No.: A43096 COP. No.: 20701

**UDIN:** 

Date:

Place: New Delhi

## **Details of ROC filing during the Financial Year 2020-21**

| S.No. | Form<br>Name | Under<br>Section  | Particular  | Challan<br>Number and<br>date | Whether filled within the prescribed time |
|-------|--------------|---|---|-------------------------------|---|
| 1.    | DPT-3        | Rule 16 of<br>Companies<br>(Acceptance<br>of Deposits)<br>Rules, 2014 | Return of Deposits  | R44696342<br>06/07/2020       | No  |
| 2.    | MGT - 14     | 134   | Approval of Financial Statement<br>for FY 2019-20 and Appointment<br>of M/s GA & Associates, Company<br>Secretaries LLP, as the Secretarial<br>Auditor of the Company | R48501464<br>04/08/2020       | Yes                                       |
| 3.    | GNL-1        |   | Apply for Extension of Annual General Meeting.  | R53049193<br>03/09/2020       | Yes                                       |
| 4.    | MGT - 14     | 134   | Approval of Board report for FY 2019-20.  | R79871695<br>30/12/2020       | Yes                                       |
| 5.    | MGT-14       | 117   | Form for passing special resolutions in the Annual General Meeting  | R82498072<br>04/01/2021       | Yes                                       |
| 6.    | AOC-4        | 137   | Filling Financial Result of the<br>Company  | R89425177<br>27/01/2021       | Yes                                       |
| 7.    | DIR-12       | 203   | Resignation of Ms. Kavita<br>Chauhan from the post of<br>Company Secretary and<br>Compliance Officer  | R94375664<br>02/02/2021       | Yes                                       |
| 8.    | MGT-7        | 92(1)   | Filing of Annual Return   | T05198635<br>26/02/2021       | Yes                                       |
| 9.    | MGT - 14     | 138   | Appointment of M/s Hari<br>Bhushan & Associates as the<br>Internal Auditor of the Company   | T17598251<br>11/05/2021       | No  |

#### **ANNEXURE-B**

## <u>List of Board and Committees Meetings held during the Financial Year 2020-2021</u>

| S. No. | Type of Meeting                      |       | Date       |
|--------|--------------------------------------|-------|------------|
| 1.     | Board Meeting                        | i.    | 31/07/2020 |
|        |                                      | ii.   | 03/09/2020 |
|        |                                      | iii.  | 07/09/2020 |
|        |                                      | iv.   | 10/11/2020 |
|        |                                      | v.    | 03/12/2020 |
|        |                                      | vi.   | 04/01/2021 |
|        |                                      | vii.  | 12/01/2021 |
|        |                                      | viii. | 11/02/2020 |
|        |                                      | ix.   | 31/03/2021 |
| 2.     | Audit Committee Meeting              | i.    | 31/07/2020 |
|        |                                      | ii.   | 07/09/2020 |
|        |                                      | iii.  | 10/11/2020 |
|        |                                      | iv.   | 03/12/2020 |
|        |                                      | V.    | 11/02/2021 |
|        |                                      | vi.   | 30/03/2021 |
| 3.     | Nomination and Remuneration          | i.    | 03/12/2020 |
|        | Committee Meeting                    |       |            |
| 4.     | Stakeholders Grievances committee    | i.    | 24/03/2021 |
|        | Meeting                              |       |            |
| 5.     | Independent Directors Meeting        | i.    | 12/03/2021 |
| 6.     | Internal Complaint Committee Meeting | i.    | 03/12/2020 |
| 7.     | Annual General Meeting               | i.    | 28/12/2020 |

For GA & Associates, Company Secretaries LLP

Sanchita Bhardwaj (Partner) M. No.: A43096 COP. No.: 20701

**UDIN:** 

Date:

Place: New Delhi