

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]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

(b) Registered office address

2nd Floor, Baroda House Behind Dewan Shopping Centre, Joge swari - West NA
Mumbai
Maharashtra
400102

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Union Government Company

(v) Whether company is having share capital Yes No

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

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	100

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BANK OF BARODA	U99999MH1911PLC007676	Holding	100

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	2,000,000,000	975,000,000	975,000,000	975,000,000
Total amount of equity shares (in Rupees)	20,000,000,000	9,750,000,000	9,750,000,000	9,750,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10/- each				
Number of equity shares	2,000,000,000	975,000,000	975,000,000	975,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	20,000,000,000	9,750,000,000	9,750,000,000	9,750,000,000

(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

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 nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	975,000,000	0	975,000,000	9,750,000,000	9,750,000,000	
Increase during the year	0	974,999,300	974,999,300	9,749,993,000	9,749,993,000	0
i. Public Issues	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	0	974,999,300	974999300	9,749,993,0	9,749,993,	
Dematerisation of shares						
Decrease during the year	974,999,300	0	974999300	9,749,993,0	9,749,993,	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	974,999,300		974999300	9,749,993,0	9,749,993,	
Dematerisation of shares						
At the end of the year	700	974,999,300	975000000	9,750,000,0	9,750,000,	

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				0	0	
NIL						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
NIL						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE027201016

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

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

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	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	500	1000000	500,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			500,000,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	500,000,000	0	0	500,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Commercial Paper	9,400	500000	4,700,000,000	500000	4,700,000,000
Total	9,400		4,700,000,000		4,700,000,000

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

(i) Turnover

13,041,615,015

(ii) Net worth of the Company

10,723,912,723

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	700	0	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	974,999,300	100	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)	0	0	0	
10.	Others nil	0	0	0	
	Total	975,000,000	100	0	0

Total number of shareholders (promoters)

8

(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	0	0	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)	0	0	0	
10.	Others NA	0	0	0	

	Total	0	0	0	0
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Total number of shareholders (other than promoters)

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

**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	8	8
Members (other than promoters)	0	0
Debenture holders	18	16

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	4	1	3	0	0
B. Non-Promoter	0	2	0	2	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	2	0	2	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	6	1	5	0	0

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

(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)
Kadagatoor Venkatesh	09409028	Director	0	
Debadatta Chand	07899346	Nominee director	0	
Sanjay Mudaliar	07484086	Additional director	0	
Sanjay Kao	09447175	Director	0	
Sriraman Jagannathan	02936357	Director	0	
Ravindra Rai M	10535708	Whole-time director	0	
Rupali Rane	AHYPD2561L	CFO	0	18/07/2024
Sakshi Mehta	CWUPM3353A	Company Secretary	0	

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

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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)
Joydeep Dutta Roy	08055872	Additional director	01/04/2023	Appointment
Deepashri Cornelius	BVLPS3134E	Company Secretary	12/06/2023	Cessation
Sanjiv Chadha	08368448	Nominee director	01/07/2023	Cessation
Joydeep Dutta Roy	08055872	Director	28/09/2023	Change in designation
Sakshi Mehta	CWUPM3353A	Company Secretary	04/12/2023	Appointment
Joydeep Dutta Roy	08055872	Director	30/01/2024	Cessation
Shailendra Singh	08751442	Managing Director	01/03/2024	Cessation
Shailendra Singh	ANVPS1889F	CEO	01/03/2024	Cessation
Ravindra Rai M	10535708	Additional director	27/03/2024	Appointment
Ravindra Rai M	10535708	Whole-time director	27/03/2024	Change in designation
Sanjay Mudaliar	07484086	Additional director	27/03/2024	Appointment
Pooja Karnani	AHEPB7049P	CFO	28/03/2024	Cessation
Rupali Rane	AHYPD2561L	CFO	29/03/2024	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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	28/09/2023	8	7	100
Extraordinary General Meet	08/01/2024	8	7	100

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	03/05/2023	7	7	100
2	31/07/2023	6	4	66.67
3	02/09/2023	6	5	83.33
4	31/10/2023	6	6	100
5	04/12/2023	6	5	83.33
6	25/01/2024	6	6	100
7	27/03/2024	4	4	100

C. COMMITTEE MEETINGS

Number of meetings held

9

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit & Risk M	02/05/2023	3	3	100
2	Audit & Risk M	31/07/2023	3	2	66.67
3	Audit & Risk M	02/09/2023	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
4	Audit & Risk M	30/10/2023	3	3	100
5	Audit & Risk M	25/01/2024	3	3	100
6	HR & Nominat	02/05/2023	3	3	100
7	HR & Nominat	31/07/2023	3	2	66.67
8	HR & Nominat	04/12/2023	3	3	100
9	HR & Nominat	26/03/2024	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	30/09/2024
								(Y/N/NA)
1	Kadagatoor V	7	7	100	6	6	100	Yes
2	Debadatta Ch	7	6	85.71	0	0	0	No
3	Sanjay Mudali	0	0	0	0	0	0	Yes
4	Sanjay Kao	7	7	100	9	9	100	No
5	Sriraman Jaga	7	6	85.71	9	7	77.78	No
6	Ravindra Rai I	0	0	0	0	0	0	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/Sweat equity	Others	Total Amount
1	Shailendra Singh	MD & CEO	3,689,810	0	0	818,176	4,507,986
2	Ravindra Rai M	Whole-time Dire	44,174	0	0	14,868	59,042
	Total		3,733,984	0	0	833,044	4,567,028

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

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Pooja Karnani	CFO	7,531,504	0	0	719,000	8,250,504
2	Rupali Rane	CFO	17,787	0	0	0	17,787
3	Deepashri Cornelius	Company Secre	366,509	0	0	188,000	554,509
4	Sakshi Mehta	Company Secre	606,795	0	0	212,000	818,795
	Total		8,522,595	0	0	1,119,000	9,641,595

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sanjay Kao	Independent Dir	0	0	0	460,000	460,000
2	Sriraman Jagannath	Independent Dir	0	0	0	380,000	380,000
	Total		0	0	0	840,000	840,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

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Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
BOB financial Solu	Banking Ombudsman	03/05/2023	NA	5000	19/05/2023
BOB financial Solu	Banking Ombudsman	16/05/2023	NA	10000	19/05/2023
BOB financial Solu	Banking Ombudsman	08/06/2023	NA	5000	23/06/2023
BOB financial Solu	Banking Ombudsman	29/06/2023	NA	1000	07/07/2023
BOB financial Solu	Banking Ombudsman	30/07/2023	NA	5000	02/08/2023
BOB financial Solu	Banking Ombudsman	04/09/2023	NA	40000	11/09/2023

BOB financial Solu	Banking Ombudsrn	22/08/2023	NA	41500	14/09/2023
BOB financial Solu	Banking Ombudsrn	21/09/2023	NA	1800	22/09/2023
BOB financial Solu	Banking Ombudsrn	05/10/2023	NA	1000	09/10/2023
BOB financial Solu	Banking Ombudsrn	13/10/2023	NA	10000	17/10/2023
BOB financial Solu	Banking Ombudsrn	31/10/2023	NA	50000	15/11/2023
BOB financial Solu	Banking Ombudsrn	29/11/2023	NA	3000	04/12/2023
BOB financial Solu	Banking Ombudsrn	15/01/2024	NA	10000	17/01/2024
BOB financial Solu	Banking Ombudsrn	08/02/2024	NA	5000	09/02/2024
BOB financial Solu	Banking Ombudsrn	05/01/2024	NA	3706	08/01/2024

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

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

Yes No

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

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

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

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

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director Digitally signed by Ravindra Rai M Date: 2024.11.27 14:45:35 +05'30'

DIN of the director

To be digitally signed by Digitally signed by Sakshi Mehta Date: 2024.11.27 14:51:31 +05'30'

- Company Secretary
 Company secretary in practice

Membership number Certificate of practice number

Attachments

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

List of attachments

List of Shareholders and debenture holders:
Clarification Letter Signed.pdf
MGT-8 Signed.pdf

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

LIST OF EQUITY SHAREHOLDERS AS ON MARCH 31, 2024

SR. NO.	LEDGER FOLIO NO.	SHAREHOLDERS NAME	NUMBER OF SHARES	AMOUNT PER SHARE
1	18700/1301870000233395	Bank of Baroda	97,49,99,300	RS.10/-
2	A-0008	Shri Amitava Mukherjee	100	RS.10/-
3	J-0005	Shri Jagan Mohan	100	RS.10/-
4	R-0011	Shri Ravindra Singh Negi	100	RS.10/-
5	S-0011	Shri Shailendra Singh	100	RS.10/-
6	V-0008	Shri Venugopal N.	100	RS.10/-
7	A-0007	Ms. Archana Pandey	100	RS.10/-
8	S-0010	Shri Sanjeev Dobhal	100	RS.10/-
		Total	97,50,00,000	

FOR BOBCARD LIMITED
(Formerly known as BOB Financial Solutions Limited)

Sakshi Mehta

Digitally signed
by Sakshi Mehta
Date: 2024.11.25
15:06:38 +05'30'

Sakshi Mehta
Company Secretary
ACS 47988

BOBCARD LIMITED (formerly known as BOB Financial Solutions Limited)
(CIN: U65990MH1994GOI081616)

Registered Office: 2nd Floor, Baroda House, Behind Dewan Shopping Center, S.V.Road, Jogeshwari (West), Mumbai-400 102. India. | दूसरी मंजिल, बड़ौदा हाउस, दीवान शॉपिंग सेंटर के पीछे, एस.वी. रोड, जोगेश्वरी (पश्चिम), मुंबई-400102. भारत।

Corporate Office: 15th Floor, 1502/1503/1504, DLH Park, S. V. Road, Goregaon (West), Mumbai-400 104. India. | 15वीं मंजिल, 1502/1503/1504, डीएलएच पार्क, एस.वी. रोड, गोरगांव (पश्चिम), मुंबई-400104. भारत।

 **Tel: 022 41683700**

 **Fax: 022 49631918**

 **www.bobcard.co.in**

LIST OF NON-CONVERTIBLE DEBENTUREHOLDERS (NCDs -1) AS ON MARCH 31, 2024

SR. NO.	DP ID	CLIENT ID	DEBENTUREHOLDERS NAME	NUMBER OF NCDs	AMOUNT PER NCD
1	IN300450	13975009	WB State Electricity Transmission Co Limited Employees Pension Fund	100	RS.10,00,000
2	IN301549	19076608	Ramakrishna Mission Seva Pratishthan	20	RS.10,00,000
3	IN300476	40006766	Gujarat Guardian Limited Employees Provident Fund	4	RS.10,00,000
4	IN300870	30007718	Bank of Baroda Provident Fund Trust	150	RS.10,00,000
5	IN300870	10144208	Board of Trustees for Bokaro Steel Employees Provident Fund	50	RS.10,00,000
6	IN301991	10778247	Society for Education Welfare and Action Rural	5	RS.10,00,000
7	IN302902	47378686	Lupin Ltd Employees Provident Fund Trust	20	RS.10,00,000
8	IN301549	30843536	Royal Calcutta Turf Club Subordinate Staff Provident Fund	1	RS.10,00,000
9	IN303270	10917717	HVPNL Employees Pension Fund Trust	90	RS.10,00,000
10	IN300484	10984305	MTNL - Gratuity Trust	10	RS.10,00,000
11	IN300870	30006794	Bank of Baroda (Employees) Pension Fund	50	RS.10,00,000
			Total	500	

FOR BOBCARD LIMITED
 (Formerly known as BOB Financial Solutions Limited)

Sakshi Mehta
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 Date: 2024.11.25
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Sakshi Mehta
 Company Secretary
 ACS 47988

BOBCARD LIMITED (formerly known as BOB Financial Solutions Limited)
 (CIN: U65990MH1994GOI081616)

Registered Office: 2nd Floor, Baroda House, Behind Dewan Shopping Center, S.V.Road, Jogeshwari (West), Mumbai-400 102. India. | दूसरी मंजिल, बड़ौदा हाउस, दीवान शॉपिंग सेंटर के पीछे, एस.वी. रोड, जोगेश्वरी (पश्चिम), मुंबई-400102. भारत।

Corporate Office: 15th Floor, 1502/1503/1504, DLH Park, S. V. Road, Goregaon (West), Mumbai-400 104. India. | 15वीं मंजिल, 1502/1503/1504, डीएलएच पार्क, एस.वी. रोड, गोरगांव (पश्चिम), मुंबई-400104. भारत।

 Tel: 022 41683700

 Fax: 022 49631918

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**LIST OF NON-CONVERTIBLE DEBENTUREHOLDERS (NCDs - 2) AS ON MARCH 31,
2024**

SR. NO.	DP ID	CLIENT ID	DEBENTUREHOLDERS NAME	NUMBER OF NCDs	AMOUNT PER NCD
1	IN301549	33111959	SPMCIL Provident Fund	278	RS.1,00,000
2	IN301549	30423164	SPMCIL Employees Provident Fund Trust	1330	RS.1,00,000
3	IN301549	31749853	SPMCIL Employees Pension Fund Trust	3377	RS.1,00,000
4	IN300476	42769936	Rajasthan Rajya Vidyut Karamchari Contributory Provident Fund	2500	RS.1,00,000
5	IN300476	40099632	Central Cottage Industries Corporation of India Ltd Employees Provident Fund Trust	15	RS.1,00,000
			Total	7500	

FOR BOBCARD LIMITED
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Date: 2024.11.25
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Sakshi Mehta
Company Secretary
ACS 47988

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 **Tel: 022 41683700**

 **Fax: 022 49631918**

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Ragini Chokshi & Co.

Company Secretaries

34, Kamber Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
web: csraginichokshi.com

Tel. : 022-2283 1120
022-2283 1134

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

We have examined the registers, records and books and papers of **BOBCARD LIMITED** (*formerly known as BOB Financial Solutions Limited*) ("the Company") bearing **CIN: U65990MH1994GOI081616** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31st March, 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:

- 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. The Company is a Public (Union Government) Company limited by Shares with its Unsecured Redeemable Non-Convertible Tire-2 Debentures listed on BSE Limited.
 2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
 3. Filing of forms and returns as stated in the Annual Return, with the Registrar of Companies or other authorities within 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 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. Closure of Register of Members; **(Not Applicable during the period under review)**
 6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; **(Not Applicable during the period under review)**
 7. Contracts/arrangements with related parties as specified in section 188 of the Act;
(All the transactions entered into with the Related Parties during the year were in the ordinary course of business and at arm's length);
 8. issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/ alteration or reduction of share capital/conversion of shares/securities and issue of security certificates in all instances. **(Not Applicable during the period under review)**

9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act; **(Not Applicable during the period under review)**
10. Declaration/ payment of dividend / transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act; **(Not Applicable during the period under review)**
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. Appointment/Re-appointments/Disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
 - Appointment of Shri Joydeep Dutta as a Non-executive & Nominee Director of the Company w.e.f. April 01, 2023.
 - Cessation of Shri Purshotam as a Director of the Company w.e.f. April 01, 2023.
 - Re-appointment of Shri Shailendra Singh as Managing Director of the Company for 2years w.e.f. June 06, 2023.
 - Cessation of Ms. Deepashri Cornelius as Company Secretary and Compliance Officer of the Company w.e.f. June 12, 2023.
 - Cessation of Shri Sanjiv Chadha as Non-Executive Nominee Director of the Company w.e.f. July 01, 2023.
 - Appointment of Ms. Sakshi Mehta as Company Secretary and Compliance Officer of the Company w.e.f. December 04, 2023.
 - Cessation of Shri Joydeep Dutta as Non-Executive Nominee Director of the Company w.e.f. January 30, 2024.
 - Cessation of Shri Shailendra Singh as Managing Director & CEO of the Company w.e.f. March 01, 2024.
 - Appointment of Shri Ravindra Rai M as Whole Time Director of the Company w.e.f. March 27, 2024.
 - Appointment of Shri Sanjay Mudaliar as an Additional Director in the capacity of Non-Executive Nominee Director of the Company w.e.f. March 27, 2024.
 - Cessation of Ms. Pooja Karnani as Chief Financial Officer (CFO) of the Company w.e.f. closure of business hours on March 28, 2024.
 - Appointment of Ms. Rupali Rane as Chief Financial Officer of the Company w.e.f. March 29, 2024.
13. Re-appointment of Auditors as per the provisions of section 139 of the Act;
14. Approvals required to be taken from the Central Government, Registrar, or such other authorities under the various provisions of the Act; **(Not Applicable during period under review)**
15. Acceptance/ renewal/ repayment of deposits; **(Not Applicable during period under review)**
16. Borrowings from its Banks and Others and creation/ modification of charges in that respect, wherever applicable;
17. Loans and Investments or Guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act; **(Not Applicable during period under review)**
18. Alteration of the provisions of the Memorandum and Articles of Association of the Company;

**For RaginiChokshi&Co.
(Company Secretary)
(P. R. Certificate no.: 659/2020)**

Ragini Kamal Chokshi
Digitally signed
by Ragini Kamal
Chokshi
Date: 2024.11.08
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**RaginiChokshi
(Partner)**

CP No.: 1436

Membership No.: 2390

UDIN: F002390F001965881

**Place: Mumbai
Date: 08.11.2024**

1. Clarification with respect to point no. IV (iv) of Form MGT-7- Debentures (Outstanding as at the end of financial year) pertaining to Non-convertible debentures as on March 31, 2024:

The company has issued 2 tranches of Non-convertible debentures having different face values. Detailed explanation is provided in the table below.

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures (NCD 1)	500	10,00,000	50,00,00,000
Non-convertible debentures (NCD 2)	7500	1,00,000	75,00,00,000
Total			125,00,00,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	1,250,000,000	0	0	1,250,000,000
Partly convertible debentures	-	-	-	-
Fully convertible debenture	-	-	-	-

2. Clarification with respect to point no. XII (A) of Form MGT-7- Details of Penalties / Punishment Imposed on Company/Directors /Officers for the FY 2023-2024:

There are total 16 penalties/ Punishment imposed on Company/Director/Officers during the FY 2023-24. As there is a limit of 15 entries in Form MGT-7 the balance (i.e. 16th entry) is provided in the table below:

Name of the company/directors/officers	Name of the court/ Concerned Authority	Date of Order	Name of the Act and section under which penalised/ punished	Details of Penalty/ Punishment	Details of appeal (if any) including present status
BOBCARD Limited (Formerly known as BOB financial Solutions Limited)	Banking Ombudsman	29/01/2024	NA	49,500	30/01/2024

FOR BOBCARD LIMITED
(Formerly known as BOB Financial Solutions Limited)

Sakshi Mehta
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by Sakshi Mehta
Date: 2024.11.25
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Sakshi Mehta
Company Secretary
ACS 47988

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