

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

U74140WB1991PLC053189

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECA6121D

(ii) (a) Name of the company

AROHAN FINANCIAL SERVICES

(b) Registered office address

PTI Building, 4th Floor, DP-9, Sector-5, Salt Lake NA
Kolkata
Parganas North
West Bengal
700091

(c) * e-mail ID of the company

compliance@arohan.in

(d) * Telephone number with STD code

3340156000

(e) Website

www.arohan.in

(iii) Date of Incorporation

27/09/1991

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

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) * Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

MUFG INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh
roli (West), NA

(vii) *Financial year From date 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (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

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	99.99

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

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

0

Pre-fill All

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

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	275,000,000	158,912,320	158,912,320	158,912,320
Total amount of equity shares (in Rupees)	2,750,000,000	1,589,123,200	1,589,123,200	1,589,123,200

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share				
Number of equity shares	275,000,000	158,912,320	158,912,320	158,912,320
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,750,000,000	1,589,123,200	1,589,123,200	1,589,123,200

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	19,154	157,393,166	157412320	1,574,123,200	1,574,123,200	
Increase during the year	0	1,519,054	1519054	15,000,000	15,000,000	207,525,000
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	1,500,000	1500000	15,000,000	15,000,000	207,525,000
					+	+
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	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		19,054	19054			
Dematerialisation of shares						
Decrease during the year	19,054	0	19054	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	19,054		19054			
Dematerialisation of shares						
At the end of the year	100	158,912,220	158912320	1,589,123,200	1,589,123,200	
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 capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

0

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

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

☐ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☒

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☒

No

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

Date of the previous annual general meeting			
Date of registration of transfer (Date Month Year)			
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	60,022,250	10, 100000, 10000000	5,330,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			5,330,000,000

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	7,255,000,000	0	1,925,000,000	5,330,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

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

(i) Turnover

16,917,470,000

(ii) Net worth of the Company

20,215,283,000

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	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)	22,566,229	14.2	0	
10.	Others	0	0	0	
	Total	22,566,229	14.2	0	0

Total number of shareholders (promoters)

2

(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	4,415,039	2.78	0	
	(ii) Non-resident Indian (NRI)	2,165,237	1.36	0	
	(iii) Foreign national (other than NRI)	2,546,643	1.6	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	117,822,235	74.14	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,251,797	1.42	0	
10.	Others Trust	7,145,140	4.5	0	

	Total	136,346,091	85.8	0	0
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Total number of shareholders (other than promoters)

379

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

381

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

10

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
TANO INDIA PRIVATE LIMITED	CITIBANK N.A. CUSTODY SERVICES			16,687,029	
TEACHERS INSURANCE COMPANY LIMITED	CITIBANK N.A. CUSTODY SERVICES			19,220,332	
NEDERLANDSE FINANCIERINGS- EN VERZEKERINGSMAATSCHAPPIJ N.V.	STANDARD CHARTERED BANK, ML			15,728,114	
AAVISHKAAR GOODWILL PRIVATE LIMITED	ABAX CORPORATE SERVICES LTD,			18,539,529	
MAJ INVEST FINANCIAL A/S	GAMMELTORV 18, COPENHAGEN,			15,401,267	
TR CAPITAL III MAURITIUS LIMITED	SBI SG GLOBAL SECURITIES SERVICE			9,718,722	
DANISH SUSTAINABLE INVESTMENT FUND	C/O IFU, FREDERICIAGADE 27, DEN			13,481,631	
MICHAEL & SUSAN DE VRIES B.V.	6TH FLOOR A & D, JW MARRIOTT H			3,270,980	
TRIODOS CUSTODY B.V.	NIEUWEROORDWEG 1, 3704 EC ZE			2,891,282	
TRIODOS SICAV II - TRIODOS INVESTMENT FUND	STANDARD CHARTERED BANK SEC			2,883,349	

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	2	2
Members (other than promoters)	354	379
Debenture holders	1,502	1,492

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

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

A. Promoter	0	2	0	2	0	0
B. Non-Promoter	1	5	1	5	0	0.04
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	5	0	5	0	0.04
C. Nominee Directors representing	0	7	0	7	0	0
(i) Banks & FIs	0	1	0	1	0	0
(ii) Investing institutions	0	6	0	6	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	14	1	14	0	0.04

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)
Dinesh Kumar Mittal	00040000	Director	0	
Manoj Kumar Narayan	03172919	Managing Director	0	
Anurag Agrawal	02385780	Director	0	
Vineet Chandra Rai	00606290	Nominee director	0	
Jose Joseph Kattoor	09213852	Director	0	
Piyush Goenka	02117859	Nominee director	0	09/05/2025
Wilhelmus Marthinus M	02142559	Nominee director	0	
Stephen Dongwon Lee	08640160	Nominee director	0	
Vemuru Chandramouli	07019218	Nominee director	0	23/05/2025
Nitish Chawla	07676758	Nominee director	0	
Rupa Rajul Vora	01831916	Nominee director	0	
Karina Isabel Alva Alfa	10377372	Nominee director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
John Arunkumar Diaz	00493304	Director	57,345	
Ulhas Sharadkumar De	00017235	Director	0	
Narasimha Kummamur	00023046	Director	0	
MILIND RAMCHANDR	AALPN4055H	CFO	10,000	
ANIRUDH SINGH THA	ACIPT3974C	Company Secretar	0	

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

5

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)
SUMANTRA BANEF +	00075243	Director	29/04/2024	Cessation
JOSE JOSEPH KAT +	09213852	Director	28/09/2024	Appointment
JOSE JOSEPH KAT +	09213852	Director	21/10/2024	Change in Designation
RAJAT MOHAN NA +	07083831	Director	31/01/2025	Cessation
NARASIMHA KUMM +	00023046	Director	12/02/2025	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	06/08/2024	365	12	22.29
Extra Ordinary General Mee +	21/10/2024	367	10	18.33

B. BOARD MEETINGS

*Number of meetings held

9

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

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/05/2024	14	13	92.86
2	09/07/2024	14	12	85.71
3	05/08/2024	14	9	64.29
4	28/09/2024	14	11	78.57
5	18/10/2024	15	14	93.33
6	22/10/2024	15	15	100
7	12/11/2024	15	13	86.67
8	03/01/2025	15	8	53.33
9	12/02/2025	14	11	78.57

C. COMMITTEE MEETINGS

Number of meetings held

56

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	23/05/2024	5	5	100
2	Audit Committee	05/08/2024	5	3	60
3	Audit Committee	11/11/2024	5	5	100
4	Audit Committee	16/11/2024	5	3	60
5	Audit Committee	12/02/2025	4	3	75
6	Risk Committee	24/05/2024	5	4	80
7	Risk Committee	05/08/2024	5	2	40
8	Risk Committee	12/11/2024	5	3	60
9	Risk Committee	11/02/2025	5	4	80
10	Corporate Social Responsibility Committee	23/05/2024	4	3	75

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	
								(Y/N/NA)
1	Dinesh Kumar	9	9	100	10	9	90	
2	Manoj Kumar	9	9	100	42	42	100	
3	Anurag Agraw	9	8	88.89	4	3	75	
4	Vineet Chandr	9	6	66.67	6	3	50	
5	Jose Joseph K	5	5	100	1	1	100	
6	Piyush Goenk	9	5	55.56	19	6	31.58	
7	Wilhelmus Ma	9	7	77.78	6	3	50	
8	Stephen Dong	9	8	88.89	0	0	0	
9	Vemuru Chan	9	1	11.11	0	0	0	
10	Nitish Chawla	9	9	100	0	0	0	
11	Rupa Rajul Vo	9	8	88.89	0	0	0	
12	Karina Isabel /	9	8	88.89	0	0	0	
13	John Arunkum	9	9	100	21	21	100	
14	Ulhas Sharadh	9	7	77.78	14	10	71.43	
15	Narasimha Ku	0	0	0	0			

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MANOJ KUMAR NA	MANAGING DIF	34,692,391				34,692,391
	Total		34,692,391				34,692,391

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MILIND RAMCHAN	CHIEF FINANCIAL OFFICER	19,702,373				19,702,373
2	ANIRUDH SINGH GUPTA	COMPANY SECRETARY	17,182,373				17,182,373
	Total		36,884,746				36,884,746

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DINESH KUMAR MISHRA	INDEPENDENT DIRECTOR	0	5,000,000	0	675,000	5,675,000
2	RAJAT MOHAN NARAYAN	INDEPENDENT DIRECTOR	0	2,100,000	0	625,000	2,725,000
3	RUPA RAJUL VORA	NOMINEE DIRECTOR	0	2,000,000	0	400,000	2,400,000
4	VINEET CHANDRA	NOMINEE DIRECTOR	0	15,000,000	0	350,000	15,350,000
5	ANURAG AGRAWAL	DIRECTOR	0	4,800,000	0	450,000	5,250,000
6	PIYUSH GOENKA	NOMINEE DIRECTOR	0	0	0	400,000	400,000
7	JOHN ARUNKUMAR	INDEPENDENT DIRECTOR	0	3,000,000	0	975,000	3,975,000
8	ULHAS SHARADKAR	INDEPENDENT DIRECTOR	0	2,500,000	0	600,000	3,100,000
9	JOSE JOSEPH KATTIL	INDEPENDENT DIRECTOR	0	1,500,000	0	275,000	1,775,000
10	VEMURU CHANDRAN	NOMINEE DIRECTOR	0	0	0	50,000	50,000
	Total		0	35,900,000	0	4,800,000	40,700,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☐ Nil

0

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

Prateek Kohli

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

16457

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

DIN of the director

To be digitally signed by

- ☐ 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

Attach
Attach
Attach
Attach

List of attachments

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Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company