

FORM NO. MGT – 7

ANNUAL RETURN

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

I. REGISTRATION AND OTHER DETAILS

(i) **Corporate Identification Number (CIN) of the company:** L74140MH1920PLC000791

Global Location Number (GLN) of the company: N.A

Permanent Account Number (PAN) of the company: AAACW0364J

(ii) (a) **Name of the company:** WALCHAND PEOPLEFIRST LIMITED

(b) **Registered office address:** 1ST FLOOR, CONSTRUCTION HOUSE, 5-
WALCHAND HIRACHAND MARG, BALLARD ESTATE, MUMBAI - 400001

(c) **E-mail ID of the company:** kajal@walchandgroup.com

(d) **Telephone number with STD code:** 022-67818124

(e) **Website:** <https://www.walchandpeoplefirst.com>

(iii) **Date of Incorporation:** 06/07/1920

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

(a) Details of stock exchanges where shares are listed

Sr. No.	Stock Exchange Name	Code
1	BSE Limited	1

(b) **CIN of the Registrar and Transfer Agent:** U99999MH1994PTC076534

Name of the Registrar and Transfer Agent: Bigshare Services Private Limited

Registered office address of the: E-3 Ansa Industrial Estatesaki Vihar Road,

Registrar and Transfer Agents Sakinaka, Mumbai- 400072 IN

(vii) Financial year : From 01/04/2021 To 31/03/2022

(viii) Whether Annual general meeting (AGM) held: -

(a) If yes, date of AGM: AGM is scheduled to be held on 30th June, 2022.

(b) Due date of AGM: 30th September, 2022.

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Number of business activities: 1

Sr. No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	M	Professional, Scientific and Technical	M3	Management consultancy activities	100

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

No. of Companies for which information is to be given: 1

Sr. No	Name of the Company	CIN/FCRN	Holding/ Subsidiary / Joint Venture/ Associate	% of Shares held
1.	WALCHAND AND COMPANY PRIVATE LIMITED	U99999MH1922PTC001028	Holding	57.31

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	23,000,000	2,903,890	2,903,890	2,903,890
Total amount of equity shares (in Rupees)	230,000,000	29,038,900	29,038,900	29,038,900

Number of classes: 1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	23,000,000	2,903,890	2,903,890	2,903,890
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in Rupees)	230,000,000	29,038,900	29,038,900	29,038,900

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of preference shares	200,000	0	0	0
Total amount of preference shares (in Rupees)	20,000,000	0	0	0

Number of classes: 1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares of Rs. 100/- each				
Number of preference shares	200,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in Rupees)	20,000,000	0	0	0

(c) **Unclassified share capital**

Particulars	Authorised capital
Total amount of unclassified shares	0

(d) **Break-up of paid-up share capital**

Class of shares	Number of shares			Total nominal amount	Total paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	278,640	2,625,250	2,903,890	29,038,900	29,038,900	0
Increase during the year	0	0	0			0
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	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 Demat of shares	0	62,050	0	620,500	620,500	0
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 Demat of shares	62,050	0	0	620,500	620,500	0
At the end of the year	216,590	2,687,300	2903890	29,038,900	29,038,900	0
Preference shares						
At the beginning of the year	0	0	0	0	0	0
Increase during the year	0	0	0	0	0	0
i. Issue of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify NA	0	0	0	0	0	0
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 NA	0	0	0	0	0	0
At the end of the year	0	0	0	0	0	0

ISIN of the equity shares of the Company: INE695D01021

(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 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	-	-	-

(iv) Details of shares/Debentures Transfer 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 CD/Digital Media]: Yes No Not Applicable

Separate Sheet attached for details of transfers: Yes No

(Data in respect of transfers is available with the Corporation and will be provided on request)

Date of previous annual general meeting: 30th July 2021

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

v) Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total	0	0	0

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	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(vi) 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
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Total	--	--	--	--	--

V. TURNOVER AND NET WORTH OF THE COMPANY (AS DEFINED IN THE COMPANIES ACT, 2013)

- (i) Turnover: 1,781.45 (in lakhs)
- (ii) Net worth of the Company: 1949.82 (in lakhs)

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	8,036	0.28	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)	16,64,361	57.31	0	
10.	Others	0	0	0	
	Total	16,72,397	57.59%	0	0

Total number of shareholders (promoters): 4

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

Sr. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	979,874	33.74%	-	-
	(ii) Non-resident Indian (NRI)	17,266	0.59%	-	-
	(iii) Foreign national (other than NRI)			-	-
2.	Government				-
	(i) Central Government	540	0.02%	-	-
	(ii) State Government			-	-
	(iii) Government companies			-	-
3.	Insurance companies			-	-
4.	Banks	11,660	0.40%	-	-
5.	Financial institutions			-	-
6.	Foreign institutional investors			-	-
7.	Mutual funds			-	-
8.	Venture capital			-	-
9.	Body corporate (not mentioned above)	32,486	1.12%	-	-
10.	Others FDI/Clearing Members/Trusts/AIF	189,667	6.53%	-	-
	Total			-	-

Total number of shareholders (other than promoters): 4547

Total number of shareholders (Promoters + Public/ Other than promoters): 4551

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

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
<i>The data is available with the Corporation and will be provided on request</i>					

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	4	4
Members (other than promoters)	4752	4547
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	0	2	0	0.06	0
B. Non-Promoter	0	3	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	3	2	3	0.06	0

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

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(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)
Pallavi Sanjay Jha	00068483	Managing Director	1620	
Sanjay Divakar Jha	00068519	Whole-time Director	0	
Jehangir Ardeshir	02344835	Director	0	
Holebasavanahalli Nagaraj Shrinivas	07178853	Director	0	
Joseph Andrew Jude Pereira	00130239	Director	0	
Shruthi Manoj Patni	AFGPJ3607P	CFO	0	
Kajal Vallabh Bhai Sudani	DFQPS1685B	Company Secretary	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year: 1

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)
Joseph Andrew Jude Pereira	00130239	Independent Director	30/07/2021	Regularization

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

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

Number of meetings held: 1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/07/2021			

B. BOARD MEETINGS

Number of meetings held: 5

Sr. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/04/2021	5	5	100
2	30/07/2021	5	5	100
3	29/10/2021	5	5	100
4	28/01/2022	5	4	80
5	07/03/2022	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held: 10

Sr. 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	30/04/2021	3	3	100
2.	Audit Committee	30/07/2021	3	3	100
3.	Audit Committee	29/10/2021	3	3	100
4.	Audit Committee	28/01/2022	3	3	100
5.	Stakeholder Relationship Committee	30/04/2021	3	3	100
6.	Stakeholder Relationship Committee	21/06/2021	3	3	100
7.	Stakeholder Relationship Committee	30/07/2021	3	3	100
8.	Stakeholder Relationship Committee	29/10/2021	3	3	100
9.	Stakeholder Relationship Committee	28/01/2022	3	2	66.67
10.	Nomination & Remuneration Committee	30/04/2021	3	3	100

D. ATTENDANCE OF DIRECTORS

Sr. 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	30/06/2022 (Y/N/NA)
1.	Pallavi Sanjay Jha	5	4	80	5	4	80	Will be keyed in, once the AGM is held
2.	Sanjay Divakar Jha	5	5	100	9	9	100	Will be keyed in, once the AGM is held
3.	Jehangir Ardeshir	5	5	100	10	10	100	Will be keyed in, once the AGM is held
4.	Holebasavanahalli Nagaraj Shrinivas	5	5	100	1	1	100	Will be keyed in, once the AGM is held
5.	Joseph Andrew Jude Pereira	5	5	100	5	5	100	Will be keyed in, once the AGM is held

X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 2

Sr. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Pallavi Sanjay Jha	Managing Director	5,818,750	2,992,500	-	46,07,061	13,418,311
2	Sanjay Divakar Jha	Whole-Time Director	5,614,583	28,87,500	-	4,133,787	12,635,870
	Total						26,054,181

Number of CEO, CFO and Company secretary whose remuneration details to be entered: 2

Sr. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Shruthi Patni	Chief Financial Officer	5,088,481	-	-	475,000	5,563,481
2	Kajal Sudani	Company Secretary	7,49,000	-	-	-	7,49,000
	Total						6,312,481

Number of other directors whose remuneration details to be entered: 3

Sr. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Jehangir Ardeshir	Independent Director	1,45,000	0	0	0	1,45,000
2	Holebasavanahalli Nagaraj Shrinivas	Independent Director	85,000	0	0	0	85,000
	Joseph Andrew Jude Pereira	Independent Director	1,45,000	0	0	0	1,45,000
	Total		0	0	0	0	3,75,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

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

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

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.

Form MGT-8 will be obtained from a practising company secretary post the AGM.

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.

We are Authorised by the Board of Directors of the company vide resolution no. 25 dated 31/07/2019 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.

Pallavi Jha
Chairperson and Managing Director

Kajal Sudani
Company Secretary and
Compliance Officer