

# 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

L72200KA2015PLC082873

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACX1880G

(ii) (a) Name of the company

XELPMOC DESIGN AND TECH

(b) Registered office address

#17, 4th Floor, Agies Building,  
1st 'A' cross, 5th Block, Koramangala,  
Bangalore  
Bangalore  
Karnataka  
560034

(c) \*e-mail ID of the company

vaishali.kondbhar@xelpmoc.in

(d) \*Telephone number with STD code

08043708360

(e) Website

www.xelpmoc.in

(iii) Date of Incorporation

16/09/2015

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

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,  
Financial District, Nanakramguda, Serilingampally

(vii) \*Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM 30/09/2021

(b) Due date of AGM 30/09/2021

(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	J	Information and communication	J8	Other information & communication service activities	100

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

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

2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	MADWORKS VENTURES PRIVATE LIMITED	U74999MH2015PTC269725	Associate	21.74
2	SIGNAL ANALYTICS PRIVATE LIMITED	U74994KA2019PTC128859	Subsidiary	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	15,000,000	13,705,298	13,705,298	13,705,298
Total amount of equity shares (in Rupees)	150,000,000	137,052,980	137,052,980	137,052,980

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	15,000,000	13,705,298	13,705,298	13,705,298
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000	137,052,980	137,052,980	137,052,980

###### (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						

<b>At the beginning of the year</b>	505,248	13,200,050	13705298	137,052,980	137,052,980	
				+	+	
<b>Increase during the year</b>	0	311,897	311897	3,118,970	3,118,970	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	
x. Others, specify	0	311,897	311897	3,118,970	3,118,970	
Physical shares converted into Demat						
<b>Decrease during the year</b>	311,897	0	311897	3,118,970	3,118,970	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify	311,897	0	311897	3,118,970	3,118,970	
Physical shares converted into Demat						
<b>At the end of the year</b>	193,351	13,511,947	13705298	137,052,980	137,052,980	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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)

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		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)			
Type of 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

**(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	0

Particulars	Number of units	Nominal value per unit	Total value
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			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

**(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
<b>Total</b>					

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

**(i) Turnover**

140,489,017

**(ii) Net worth of the Company**

381,341,054

**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	7,339,490	53.55	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	0	0	0	
	<b>Total</b>	7,339,490	53.55	0	0

Total number of shareholders (promoters)

3

(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	3,621,586	26.42	0	
	(ii) Non-resident Indian (NRI)	411,954	3.01	0	
	(iii) Foreign national (other than NRI)	172,371	1.26	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	1,178,833	8.6	0	
7.	Mutual funds	63,629	0.46	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	243,936	1.78	0	
10.	Others Clearing members 54076, C	673,499	4.91	0	
	<b>Total</b>	<b>6,365,808</b>	<b>46.44</b>	<b>0</b>	<b>0</b>

Total number of shareholders (other than promoters)

9,445

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

9,448

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
THE RAM FUND, LP	CITIBANK N.A. CUSTODY SERVICES		IN	185,341	1.35
UNIVERSITY OF NOTRE DAME	1251 N EDDY STREET SUITE 400 SC		US	603,292	4.4
MASSACHUSETTS INVESTMENT	77 MASSACHUSETTS AVENUE CAM		US	70,434	0.51
INDIA OPPORTUNITIES FUND	STANDARD CHARTERED BANK, Sec		MU	15,000	0.11
TIFF GLOBAL EQUITY FUND	DEUTSCHE BANK AG, DB HOUSE, F		IN	25,282	0.19
CATHOLIC ENDOWMENT FUND	DEUTSCHE BANK AG, DB HOUSE, F		IN	51,280	0.37
THE TIFF KEYSTONE FUND	DEUTSCHE BANK AG, DB HOUSE, F		US	53,574	0.39
GP EMERGING MARKET FUND	333 W WACKER - SUITE 700 CHICA		US	174,630	1.28

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	3	3
Members (other than promoters)	1,392	9,445
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
<b>A. Promoter</b>	3	0	3	0	53.55	0
<b>B. Non-Promoter</b>	0	5	0	5	0	0.22
(i) Non-Independent	0	2	0	2	0	0
(ii) Independent	0	3	0	3	0	0.22
<b>C. Nominee Directors representing</b>	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
<b>Total</b>	<b>3</b>	<b>5</b>	<b>3</b>	<b>5</b>	<b>53.55</b>	<b>0.22</b>

**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)
SANDIPAN CHATTOPADHYAY	00794717	Managing Director	4,079,102	
SRINIVAS KOORA	07227584	Whole-time director	2,419,098	
JAISON JOSE	07719333	Whole-time director	841,290	
TUSHAR RAMESHCHANDRAN	08164751	Director	22,243	
PREMAL VINOD MEHTA	00090389	Director	8,101	
KARISHMA BHALLA	08729754	Director	0	
SOUMYADRI SHEKHAR	02795223	Director	0	
PRANJAL SHARMA	06788125	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
VAISHALI LAXMAN KO	DDZPK3658B	Company Secretar	0	

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

3

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)
PRATIKSHA ABHAY PI	06878382	Director	15/05/2020	Cessation
KARISHMA BHALLA	08729754	Additional director	14/08/2020	Appointment as an Additional and Inc
KARISHMA BHALLA	08729754	Director	30/09/2020	Regularised as an Independent Direc

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	30/09/2020	4,598	43	59.84

B. BOARD MEETINGS

\*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	09/06/2020	7	7	100
2	14/08/2020	7	7	100
3	07/11/2020	8	7	87.5
4	03/02/2021	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

13

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	09/06/2020	3	3	100
2	Audit Committee	14/08/2020	3	3	100
3	Audit Committee	07/11/2020	3	3	100
4	Audit Committee	03/02/2021	4	4	100
5	Nomination and Remuneration	09/06/2020	2	2	100
6	Nomination and Remuneration	14/08/2020	3	2	66.67
7	Nomination and Remuneration	07/11/2020	3	2	66.67
8	Nomination and Remuneration	03/02/2021	3	3	100
9	Nomination and Remuneration	15/03/2021	3	2	66.67
10	Stakeholders Forum	07/11/2020	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	
1	SANDIPAN CHAKRABORTY	4	4	100	3	2	66.67	
2	SRINIVAS KONDURU	4	4	100	8	8	100	
3	JAISON JOSE	4	4	100	4	3	75	
4	TUSHAR RAM	4	4	100	10	10	100	
5	PREMAL VINOD	4	4	100	9	9	100	
6	KARISHMA B	2	2	100	1	1	100	
7	SOUMYADRI	4	4	100	4	1	25	
8	PRANJAL SH	4	3	75	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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Sandipan Chattopadhyay	Managing Director	1,771,600	0	0	0	1,771,600
2	Srinivas Koora	Whole-time Director	1,771,600	0	0	0	1,771,600
3	Jaison Jose	Whole-time Director	1,771,600	0	0	0	1,771,600
	Total		5,314,800	0	0	0	5,314,800

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Vaishali Kondbhar	Company Secretary	621,600	0	0	0	621,600
	Total		621,600	0	0	0	621,600

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Tushar Trivedi	Independent Director	0	0	0	105,000	105,000
2	Premal Mehta	Independent Director	0	0	0	97,500	97,500
3	Karishma Bhalla	Independent Director	0	0	0	22,500	22,500
4	Soumyadri Bose	Non-Executive Director	0	4,080,000	0	0	4,080,000
5	Pranjal Sharma	Non-Executive Director	0	480,000	0	0	480,000
	Total		0	4,560,000	0	225,000	4,785,000

#### 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

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(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

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

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

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

Name

Whether associate or fellow  Associate  Fellow

Certificate of practice number

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:

- 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.
- 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

Digitally signed by  
VAISHALI  
LAXMAN  
KONDBHAR  
Date: 2021.11.23  
18:20:06 +05'30'

- Company Secretary  
 Company secretary in practice

Membership number

54234

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**

Xelpmoc - Form MGT-8\_ 2021.pdf  
Clarification Letter.pdf

Remove attachment

Modify

Check Form

Preserubny

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