

# 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

U74999KA2016PTC096027

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAFCT9132Q

(ii) (a) Name of the company

THEMATHCOMPANY PRIVATE L

(a) Registered office address

C/o Awfis Space Solutions Pvt Ltd,  
Sabari Complex, #24, 1st Floor, Residency Road  
Bangalore  
Bangalore  
Karnataka  
560025

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

sayandeb@themathcompany.c

(c) \*Telephone number with STD code

08046245900

(d) Website

www.themathcompany.com

(iii) Date of Incorporation

26/08/2016

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private 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

(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

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

Pre-fill

(e) Extended due date of AGM after grant of extension

## 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	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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TheMathCompany , Inc		Subsidiary	100
2	TheMathCompany Pte Ltd		Subsidiary	100
3	TheMathCompany Ltd, Hong K		Subsidiary	100
4	Math Company Analytics Solut		Subsidiary	100
5	TheMathCompany Business So		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	90,000,000	76,060,019	76,060,019	76,060,019
Total amount of equity shares (in Rupees)	90,000,000	76,060,019	76,060,019	76,060,019

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY SHARES</b>				
Number of equity shares	90,000,000	76,060,019	76,060,019	76,060,019
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	90,000,000	76,060,019	76,060,019	76,060,019

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	35,000,000	31,931,895	31,931,895	31,931,895
Total amount of preference shares (in rupees)	35,000,000	31,931,895	31,931,895	31,931,895

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>COMPULSORY CONVERTIBLE PREFERENCE SH</b>				
Number of preference shares	35,000,000	31,931,895	31,931,895	31,931,895
Nominal value per share (in rupees)	1	1	1	1
Total amount of preference shares (in rupees)	35,000,000	31,931,895	31,931,895	31,931,895

**(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
<b>Equity shares</b>	Physical	DEMAT	Total			
<b>At the beginning of the year</b>	80,562,329	0	80562329	80,562,329	80,562,329	

<b>Increase during the year</b>	903,271	0	903271	903,271	903,271	11,046,835.1
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	903,271	0	903271	903,271	903,271	11,046,835.1
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						
<b>Decrease during the year</b>	5,405,581	0	5405581	5,405,581	5,405,581	834,189,259
i. Buy-back of shares	5,405,581	0	5405581	5,405,581	5,405,581	834,189,259
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
<b>At the end of the year</b>	76,060,019	0	76060019	76,060,019	76,060,019	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	13,571,428	0	13571428	13,571,428	13,571,428	
<b>Increase during the year</b>	0	18,360,467	18360467	18,360,467	18,360,467	3,501,934,09
i. Issues of shares	0	18,360,467	18360467	18,360,467	18,360,467	3,501,934,09
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						
<b>At the end of the year</b>	13,571,428	18,360,467	31931895	31,931,895	31,931,895	

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		26/05/2021	
Date of registration of transfer (Date Month Year)		11/01/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	595,403	Amount per Share/ Debenture/Unit (in Rs.)	192

Ledger Folio of Transferor		01	
Transferor's Name	Mandayam	Krishna	Anuj
	Surname	middle name	first name
Ledger Folio of Transferee		67	
Transferee's Name	SPV Ltd	Fund I	BPC Genesis
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		11/01/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	308,839	Amount per Share/ Debenture/Unit (in Rs.)	192
Ledger Folio of Transferor		01	
Transferor's Name	Mandayam	Krishna	Anuj
	Surname	middle name	first name
Ledger Folio of Transferee		68	
Transferee's Name	SPV Ltd	Fund I A	BPC Genesis
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		11/01/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	595,403	Amount per Share/ Debenture/Unit (in Rs.)	192

Ledger Folio of Transferor		02	
Transferor's Name	Kumbakonam		Aditya
	Surname	middle name	first name
Ledger Folio of Transferee		67	
Transferee's Name	SPV Ltd	Fund I	BPC Genesis
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		11/02/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	308,839	Amount per Share/ Debenture/Unit (in Rs.)	192
Ledger Folio of Transferor		02	
Transferor's Name	Kumbakonam		Aditya
	Surname	middle name	first name
Ledger Folio of Transferee		68	
Transferee's Name	SPV Ltd	Fund I A	BPC Genesis
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		11/01/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	595,403	Amount per Share/ Debenture/Unit (in Rs.)	192

Ledger Folio of Transferor		03	
Transferor's Name	Banerjee		Sayandeb
	Surname	middle name	first name
Ledger Folio of Transferee		67	
Transferee's Name	SPV Ltd	Fund I	BPC Genesis
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		11/01/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	308,839	Amount per Share/ Debenture/Unit (in Rs.)	192
Ledger Folio of Transferor		03	
Transferor's Name	Banerjee		Sayandeb
	Surname	middle name	first name
Ledger Folio of Transferee		68	
Transferee's Name	SPV Ltd	Fund I A	BPC Genesis
	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
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
<b>Non-convertible debentures</b>	0	0	0	0
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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**

1,200,444,000

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

2,848,449,000

**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	72,249,353	94.99	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
10.	Others	0	0	0	0
	<b>Total</b>	72,249,353	94.99	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	1,097,940	1.44	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	2,712,726	3.57	31,931,895	100
10.	Others	0	0	0	0
	<b>Total</b>	3,810,666	5.01	31,931,895	100

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

59

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

62

**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)	28	59
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	66.9	0
<b>B. Non-Promoter</b>	0	1	0	1	0	0
(i) Non-Independent	0	1	0	1	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors representing</b>	0	0	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	1	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	3	1	3	2	66.9	0

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

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)
SAYANDEB BANERJEE	06386608	Director	24,088,451	
ADITYA KUMBAKONAN	07542714	Director	24,080,451	
MANDAYAM ANUJ KRI	07542722	Director	24,080,451	
ARIHANT PATNI	00014301	Director	0	
JEFFREY PHILIP MACH	09461864	Nominee director	0	
Varsha Jayanth Nikam	AICPN6406D	Company Secretar	0	

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

2

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)
JEFFREY PHILIP MACH	09461864	Nominee director	11/01/2022	Appointment
Varsha Jayanth Nikam	AICPN6406D	Company Secretary	11/01/2022	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

6

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	26/05/2021	33	4	99.39
Extraordinary General Meet	11/08/2021	33	4	99.39
Extraordinary General Meet	18/11/2021	64	4	98.82
Extraordinary General Meet	30/12/2021	64	4	98.82
Extraordinary General Meet	11/01/2022	68	4	80.37
Extraordinary General Meet	09/02/2022	68	8	97.52

### B. BOARD MEETINGS

\*Number of meetings held

14

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/04/2021	4	4	100
2	26/05/2021	4	4	100
3	11/08/2021	4	4	100
4	27/10/2021	4	4	100
5	18/11/2021	4	4	100
6	18/12/2021	4	4	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
7	23/12/2021	4	4	100
8	30/12/2021	4	4	100
9	11/01/2021	4	4	100
10	27/01/2022	5	5	100
11	07/02/2022	5	5	100
12	09/02/2022	5	4	80

### C. COMMITTEE MEETINGS

Number of meetings held

2

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	CSR Meeting	28/04/2021	3	3	100
2	CSR Meeting	11/08/2021	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	20/10/2022
								(Y/N/NA)
1	SAYANDEB B	14	14	100	2	2	100	No
2	ADITYA KUMBH	14	14	100	2	2	100	Yes
3	MANDAYAM A	14	14	100	2	2	100	Yes
4	ARIHANT PAT	14	12	85.71	0	0	0	Yes
5	JEFFREY PHILIP	5	4	80	0	0	0	No

### 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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

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

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total				0		0

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SAYANDEB BANERJEE	Director	6,854,000	0	0	0	6,854,000
2	ADITYA KUMBAKAR	Director	5,853,000	0	0	0	5,853,000
3	MANDAYAM ANUJ	Director	5,853,000	0	0	0	5,853,000
	Total		18,560,000	0	0	0	18,560,000

## 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

The Company had filed an Adjudication application under Section 203 of the Companies Act, 2013 with Registrar of Companies, Karnataka (ROC) on 26.08.2021 and further upon receiving the order copy the from ROC on 27.01.2022 the Company filed an appeal with Regional Director, South East

## 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.

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.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

**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

SAYANDEB BANERJEE  
Digitally signed by SAYANDEB BANERJEE  
Date: 2022.10.10 13:43:57 +05'30'

DIN of the director

**To be digitally signed by**

VARSHA JAYANTH NIKAM  
Digitally signed by VARSHA JAYANTH NIKAM  
Date: 2022.12.14 10:35:46 +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 Attachement(s), if any

Attach

Attach

Attach

Attach

**List of attachments**

List of shareholders.pdf

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**