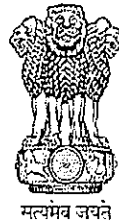


Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

[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]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN)

U67120MH2000PLC152193

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	HDFC SECURITIES LIMITED	HDFC SECURITIES LIMITED
Registered office address	ITHINKTECHNOCAMPUS,BLD-B,ALPHA,OFFICEFLOOR8,OPP.CROMPTONGREAVES,KANJURMA,RG(E),NA,MUMBAI,Maharashtra,India,400042	ITHINKTECHNOCAMPUS,BLD-B,ALPHA,OFFICEFLOOR8,OPP.CROMPTONGREAVES,KANJURMA,RG(E),NA,MUMBAI,Maharashtra,India,400042
Latitude details	19.13091	19.13091
Longitude details	72.93028	72.93028

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

office bldg photo.jpeg

(b) *Permanent Account Number (PAN) of the company

AA*****5R

(c) *e-mail ID of the company

*****.palankar@hdfcsec.com

(d) *Telephone number with STD code

91*****99

(e) Website

iv *Date of Incorporation (DD/MM/YYYY)

17/04/2000

v (a) *Class of Company (as on the financial year end date)
(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government company

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

☐ Yes

☒ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U74140MH1982PLC028446	DATAMATICS BUSINESS SOLUTIONS LIMITED	PLOT NO - A - 16 & 17, PART B, CROSS LANE, MIDC, ANDHERI (E), Mumbai, Mumbai, Maharashtra, India, 400093	

ix * (a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

(b) If yes, date of AGM (DD/MM/YYYY)

04/08/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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 activities	66	Other financial activities	100

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

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

1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	L65920MH1994PLC080618		HDFC BANK LIMITED	Holding	94.55

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	20000000.00	17771969.00	17771969.00	17771969.00
Total amount of equity shares (in rupees)	200000000.00	177719690.00	177719690.00	177719690.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	20000000	17771969	17771969	17771969
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	200000000.00	177719690.00	177719690	177719690

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

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
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Total amount of unclassified shares	0
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(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	3005	15965415	15968420.00	159684200	159684200	
Increase during the year	0.00	1803549.00	1803549.00	18035490.00	18035490.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	1684781	1684781.00	16847810	16847810	0
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	118768	118768.00	1187680	1187680	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify NA	0	0	0.00		0	
At the end of the year	3005.00	17768964.00	17771969.00	177719690.00	177719690.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify						
NA	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify						
NA	0	0	0.00		0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE700G01014

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

0

Class of shares		
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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

32638000000

ii * Net worth of the Company

33485900000

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	16803220	94.55	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00

10	Others <div></div>			0	0.00
	Total	16803220.00	94.55	0.00	0

Total number of shareholders (promoters)

1

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	881923	4.96	0	0.00
	(ii) Non-resident Indian (NRI)	39033	0.22	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	47773	0.27	0	0.00

10	Others	20	0.00		0
	Trust				
	Total	968749.00	5.45	0.00	0

Total number of shareholders (other than promoters)

9807

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

9808.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	9687
3	Individual - Transgender	0
4	Other than individuals	121
	Total	9808.00

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

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	6578	9807
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	0	0	0	0	0	0
B Non-Promoter	2	5	2	4	0.00	0.00
i Non-Independent	2	0	2	0	0	0
ii Independent	0	5	0	4	0	0
C Nominee Directors representing	0	1	0	2	0.00	0.00
i. Banks and FIs	0	1	0	2	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	
Total	2	6	2	6	0.00	0.00

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

10

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
SAMIR VIJAY BHATIA	01769655	Director	0	
MITUL PALANKAR	ANEPP1651M	Company Secretary	0	
DHIRAJ RELI	07151265	Managing Director	57575	
NEERAJ SWAROOP	00061170	Director	0	
TARUN BALRAM	02445298	Director	0	

ARVIND VOHRA	08016740	Nominee Director	0	
ANAND ASHOK MATHUR	AKVPM7334A	CFO	0	
VIJAY LAXMI JOSHI	00032055	Additional Director	0	
BHAVESH C ZAVERI	01550468	Nominee Director	0	
ASHISH KAMALKISHORE RATHI	07731968	Additional Director	8710	

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

9

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
BHAVESH C ZAVERI	01550468	Nominee Director	28/05/2024	Appointment
AMLA ASHIM SAMANTA	00758883	Director	08/07/2024	Cessation
VIJAY LAXMI JOSHI	00032055	Additional Director	07/10/2024	Appointment
MALAY YOGENDRA PATEL	06876386	Director	28/01/2025	Cessation
RAVINDER NAHAR	AALPN0526D	CFO	09/01/2025	Cessation
ANAND ASHOK MATHUR	AKVPM7334A	CFO	01/03/2025	Appointment
ASHISH KAMALKISHORE RATHI	07731968	Whole-time director	17/03/2025	Cessation
ASHISH KAMALKISHORE RATHI	07731968	Additional Director	18/03/2025	Change in designation
ASHISH KAMALKISHORE RATHI	07731968	Whole-time director	18/03/2025	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

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	08/08/2024	7244	40	0.3

B BOARD MEETINGS

*Number of meetings held

11

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	12/04/2024	8	8	100
2	18/04/2024	8	7	87.5
3	07/05/2024	7	7	100
4	12/07/2024	8	8	100
5	19/09/2024	8	8	100
6	01/10/2024	9	8	88.89
7	15/10/2024	9	9	100
8	28/11/2024	9	8	88.89
9	17/12/2024	9	8	88.89
10	13/01/2025	9	8	88.89
11	09/03/2025	8	8	100

C COMMITTEE MEETINGS

Number of meetings held

45

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	12/04/2024	4	4	100
2	Audit Committee	12/07/2024	3	3	100
3	Audit Committee	19/09/2024	4	4	100
4	Audit Committee	15/10/2024	4	3	75
5	Audit Committee	13/01/2025	5	5	100
6	Nomination & Remuneration Committee	12/04/2024	4	4	100
7	Nomination & Remuneration Committee	07/05/2024	4	4	100
8	Nomination & Remuneration Committee	11/07/2024	3	3	100
9	Nomination & Remuneration Committee	19/09/2024	4	4	100
10	Nomination & Remuneration Committee	01/10/2024	4	4	100
11	Nomination & Remuneration Committee	15/10/2024	4	3	75
12	Nomination & Remuneration Committee	28/11/2024	4	4	100
13	Nomination & Remuneration Committee	13/01/2025	4	4	100
14	Nomination & Remuneration Committee	09/03/2025	3	3	100
15	Capex Committee	12/04/2024	4	4	100
16	Capex Committee	11/07/2024	4	4	100
17	Capex Committee	15/10/2024	4	4	100
18	Capex Committee	28/11/2024	4	4	100
19	Stakeholders Relationship Committee	12/04/2024	4	4	100

20	Corporate Social Responsibility Committee	12/04/2024	4	4	100
21	Corporate Social Responsibility Committee	12/07/2024	3	3	100
22	Corporate Social Responsibility Committee	19/09/2024	3	3	100
23	Corporate Social Responsibility Committee	15/10/2024	3	3	100
24	Corporate Social Responsibility Committee	28/11/2024	3	3	100
25	Corporate Social Responsibility Committee	13/01/2025	3	3	100
26	Business Review Committee	07/05/2024	4	4	100
27	Business Review Committee	11/07/2024	4	4	100
28	Business Review Committee	16/10/2024	5	4	80
29	Business Review Committee	14/01/2025	5	3	60
30	Research Analyst Remuneration Committee	12/04/2024	4	4	100
31	Research Analyst Remuneration Committee	07/05/2024	4	4	100
32	Research Analyst Remuneration Committee	19/09/2024	3	3	100
33	Risk Management Committee	12/04/2024	3	3	100
34	Risk Management Committee	12/07/2024	3	3	100
35	Risk Management Committee	15/10/2024	3	3	100
36	Risk Management Committee	13/01/2025	4	4	100
37	Cyber Security Committee	12/04/2024	4	4	100
38	Cyber Security Committee	12/07/2024	4	4	100

39	Cyber Security Committee	15/10/2024	4	4	100
40	Cyber Security Committee	13/01/2025	4	4	100
41	Information Technology Committee	12/04/2024	3	3	100
42	Information Technology Committee	12/07/2024	3	3	100
43	Information Technology Committee	15/10/2024	3	3	100
44	Information Technology Committee	13/01/2025	4	4	100
45	Customer Service Review Committee	08/03/2025	4	4	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	
								04/08/2025 (Y/N/NA)
1	VIJAY LAXMI JOSHI	5	5	100	3	3	100	Yes
2	BHAVESH C ZAVERI	8	8	100	13	8	61	Yes
3	SAMIR VIJAY BHATIA	11	11	100	30	30	100	Yes
4	DHIRAJ RELI	11	11	100	18	18	100	Yes
5	NEERAJ SWAROOP	11	11	100	27	27	100	Yes
6	TARUN BALRAM	11	11	100	18	18	100	Yes
7	ARVIND VOHRA	11	6	54	5	4	80	Yes
8	ASHISH KAMALKISHORE RATHI	11	11	100	13	13	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *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	Dhiraj Relli	Managing Director	51758816	0	8739840	0	60498656.00
2	Ashish Rathi	Whole-time director	11204782	0	4381900	0	15586682.00
	Total		62963598.00	0.00	13121740.00	0.00	76085338.00

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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Mitul Palankar	Company Secretary	5186811	0	360400	0	5547211.00
2	Anand Mathur	CFO	1005628	0	0	0	1005628.00
3	Ravindra Nahar	CFO	7474197	0	0	0	7474197.00
	Total		13666636.00	0.00	360400.00	0.00	14027036.00

C *Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Neeraj Swaroop	Director	0	2000000	0	2275000	4275000.00
2	Samir Bhatia	Director	0	1000000		2800000	3800000.00
3	Bhavesh Zaveri	Nominee Director	0	0	0	0	0.00
4	Amla Samanta	Director	0	350700	0	525000	875700.00
5	Vijay Laxmi Joshi	Director	0	479500	0	575000	1054500.00
6	Malay Patel	Director	0	827400	0	2100000	2927400.00
7	Tarun Balram	Director	0	1000000	0	2075000	3075000.00
8	Arvind Vohra	Nominee Director	0	0	0	0	0.00
	Total		0.00	5657600.00	0.00	10350000.00	16007600.00

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

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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 (DD/MM/YYYY)	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 (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

9808

XIV Attachments

(a) List of share holders, debenture holders

3. Details of Shareholder or Debenture holder.xlsm

(b) Optional Attachment(s), if any

MGT-8_HDFC Sec_24-25.pdf

XV 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.

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 applicable 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 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 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.

I/ We have examined the registers, records and books and papers of **HDFC SECURITIES LIMITED** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) **31/03/2025**

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ 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 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, 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 / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 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;
- 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
- 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;
- 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 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;

16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Date (DD/MM/YYYY)

Place

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

*(b) Name of the Designated Person

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 156.17 dated* (DD/MM/YYYY) 14/04/2025 to sign this form and declare that all the requirements of 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.

*To be digitally signed by

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*7*1*6*

*To be digitally signed by

☒ Company Secretary ☐ Company secretary in practice

*Whether associate or fellow:

☒ Associate ☐ Fellow

Membership number

2*3*0

Certificate of practice number

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

For office use only:

eForm Service request number (SRN)

AB7643923

eForm filing date (DD/MM/YYYY)

01/10/2025

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