

Form No. MGT-7

Form language

 English Hindi**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

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

U51900MH1994PLC078303

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	STCI FINANCE LIMITED	STCI FINANCE LIMITED
Registered office address	A/B 1-802, A WING 8TH FLOOR, MARATHON INNOVA, MARATHON NEXTGEN COMPOUND, OFF. G.K. MAR,G,,NA,LOWER PAREL WEST MUMBAI,Maharashtra,India,400013	A/B 1-802, A WING 8TH FLOOR, MARATHON INNOVA, MARATHON NEXTGEN COMPOUND, OFF. G.K. MAR,G,,NA,LOWER PAREL WEST MUMBAI,Maharashtra,India,400013
Latitude details	19.0069	19.0069
Longitude details	72.8258	72.8258

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

Images.pdf

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

AA*****9K

(c) *e-mail ID of the company

*****na@stcionline.com

(d) *Telephone number with STD code

02*****00

(e) Website

https://www.stcionline.com/

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

10/05/1994

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
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058

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

Yes

No

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

29/09/2025

(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	64	Financial service activities, except insurance and pension funding	100

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

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

2

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	U67110MH2006PLC165306		STCI PRIMARY DEALER LIMITED	Subsidiary	100
2	U67120MH2004PLC148711		STCI COMMODITIES LIMITED	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	500000000.00	380000000.00	380000000.00	380000000.00

Total amount of equity shares (in rupees)	5000000000.00	3800000000.00	3800000000.00	3800000000.00
---	---------------	---------------	---------------	---------------

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	500000000	380000000	380000000	380000000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	5000000000.00	3800000000.00	3800000000	3800000000

(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
Total amount of unclassified shares	0

(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	0	380000000	380000000.00	3800000000	3800000000	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
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 <input type="text"/>						
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 <input type="text"/>			0			
At the end of the year	0.00	380000000.00	380000000.00	3800000000.00	3800000000.00	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
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 <input type="text"/>			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 <input type="text"/>			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

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

Class of shares		<input type="text"/>
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

4144342565

ii * Net worth of the Company

22835586210

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	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)	0	0.00	0	0.00
10	Others <input type="text"/>	0	0.00	0	0.00
	Total	0.00	0	0.00	0

Total number of shareholders (promoters)

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	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	31631970	8.32	0	0.00
4	Banks	342607150	90.16	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 SIDBI and UTI	5760880	1.52	0	0.00
	Total	380000000.00	100	0.00	0

Total number of shareholders (other than promoters)

23

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

23.00

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

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	0
3	Individual - Transgender	0
4	Other than individuals	23
	Total	23.00

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	0	0
Members (other than promoters)	23	23
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	1	4	1	4	0.00	0.00
i Non-Independent	1	0	1	0	0	0
ii Independent	0	4	0	4	0	0
C Nominee Directors representing	0	2	0	3	0.00	0.00
i. Banks and FIs	0	2	0	3	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	1	6	1	7	0.00	0.00

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

11

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)
RAJIV MISHRA	08889767	Nominee Director	0	
GOPAL SINGH GUSAIN	03522170	Director	0	
ARUN KUMAR MANDAL	09726014	Director	0	
SIDHESHWER PATRA	05227796	Director	0	

REENA BANERJEE	10329776	Director	0	
ABHIJIT BOSE	10041742	Nominee Director	0	
NITIN GOVINDRAO DESHPANDE	09019330	Nominee Director	0	
NARAYANAMURTHY VISHNUBHOTLA	00555704	Managing Director	0	
NARAYANAMURTHY VISHNUBHOTLA	AAEPV4485G	CEO	0	
SUPARNA SHARMA	AZTPS1542D	Company Secretary	0	
KAMLESH KEDARMAL RATHI	AJQPR8190M	CFO	0	

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

4

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)
REENA BANERJEE	10329776	Director	25/09/2024	Change in designation
RAJIV MISHRA	08889767	Additional Director	03/07/2024	Appointment
RAJIV MISHRA	08889767	Nominee Director	25/09/2024	Change in designation
NARAYANAMURTHY VISHNUBHOTLA	00555704	Managing Director	01/09/2024	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	25/09/2024	23	21	99.42

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	02/05/2024	7	7	100
2	03/05/2024	7	7	100
3	11/06/2024	7	7	100
4	31/07/2024	8	7	87.5
5	29/08/2024	8	8	100
6	25/09/2024	8	8	100
7	21/10/2024	8	8	100
8	29/10/2024	8	8	100
9	11/12/2024	8	8	100
10	22/01/2025	8	8	100
11	27/02/2025	8	8	100

C COMMITTEE MEETINGS

Number of meetings held

52

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	22/04/2024	3	3	100
2	Audit Committee	03/05/2024	3	3	100
3	Audit Committee	31/07/2024	3	3	100
4	Audit Committee	24/09/2024	3	3	100
5	Audit Committee	21/10/2024	3	3	100

6	Audit Committee	29/10/2024	3	3	100
7	Audit Committee	11/12/2024	3	3	100
8	Audit Committee	22/01/2025	3	3	100
9	Audit Committee	26/02/2025	3	3	100
10	Audit Committee	27/03/2025	3	3	100
11	Nomination, Remuneration & HRD Committee	02/05/2024	3	3	100
12	Nomination, Remuneration & HRD Committee	30/07/2024	3	3	100
13	Nomination, Remuneration & HRD Committee	28/10/2024	3	3	100
14	Nomination, Remuneration & HRD Committee	11/12/2024	3	3	100
15	Nomination, Remuneration & HRD Committee	26/02/2025	3	3	100
16	CSR Committee	30/07/2024	3	3	100
17	CSR Committee	24/09/2024	3	3	100
18	CSR Committee	11/12/2024	3	3	100
19	CSR Committee	27/03/2025	3	3	100
20	Credit and Investment Committee	30/05/2024	3	3	100
21	Credit and Investment Committee	18/06/2024	3	3	100
22	Credit and Investment Committee	21/06/2024	3	3	100
23	Credit and Investment Committee	30/07/2024	3	3	100
24	Credit and Investment Committee	09/08/2024	3	3	100
25	Credit and Investment Committee	26/08/2024	3	3	100
26	Credit and Investment Committee	05/09/2024	3	3	100
27	Credit and Investment Committee	13/09/2024	3	3	100
28	Credit and Investment Committee	18/09/2024	3	3	100

29	Credit and Investment Committee	20/09/2024	3	3	100
30	Credit and Investment Committee	25/09/2024	3	3	100
31	Credit and Investment Committee	28/10/2024	3	3	100
32	Credit and Investment Committee	13/11/2024	3	3	100
33	Credit and Investment Committee	13/12/2024	3	3	100
34	Credit and Investment Committee	26/12/2024	3	3	100
35	Credit and Investment Committee	20/01/2025	3	3	100
36	Credit and Investment Committee	30/01/2025	3	3	100
37	Credit and Investment Committee	27/02/2025	3	3	100
38	Credit and Investment Committee	19/03/2025	3	3	100
39	Risk Management Committee	10/06/2024	4	4	100
40	Risk Management Committee	30/07/2024	4	4	100
41	Risk Management Committee	29/08/2024	4	4	100
42	Risk Management Committee	24/09/2024	4	4	100
43	Risk Management Committee	21/10/2024	4	4	100
44	Risk Management Committee	28/10/2024	4	4	100
45	Risk Management Committee	11/12/2024	4	4	100
46	Risk Management Committee	26/02/2025	4	4	100
47	IT Strategy Committee	02/05/2024	6	6	100
48	IT Strategy Committee	30/05/2024	6	6	100
49	IT Strategy Committee	26/09/2024	5	5	100
50	IT Strategy Committee	28/10/2024	5	5	100
51	IT Strategy Committee	26/02/2025	5	5	100
52	Independent Directors Meeting	27/02/2025	4	4	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 29/09/2025 (Y/N/NA)
		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	RAJIV MISHRA	8	8	100	0	0	0	Yes
2	GOPAL SINGH GUSAIN	11	11	100	43	43	100	Yes
3	ARUN KUMAR MANDAL	11	11	100	34	34	100	Yes
4	SIDHESHWER PATRA	11	11	100	28	28	100	Yes
5	REENA BANERJEE	11	11	100	24	24	100	Yes
6	ABHIJIT BOSE	11	11	100	0	0	0	Yes
7	NITIN GOVINDRAO DESHPANDE	11	10	90	0	0	0	Yes
8	NARAYANAMURTHY VISHNUBHOTLA	11	11	100	37	37	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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/Sweat equity	Others	Total amount
1	V Narayanamurthy	Managing Director	20891790	0	0	2876707	23768497.00
	Total		20891790.00	0.00	0.00	2876707.00	23768497.00

B *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
--------	------	-------------	--------------	------------	---------------------------	--------	--------------

1	Kamlesh Rathi	CFO	11799663	0	0	594511	12394174.00
2	Suparna Sharma	Company Secretary	9168577	0	0	400569	9569146.00
	Total		20968240.00	0.00	0.00	995080.00	21963320.00

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

7

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Rajiv Mishra	Nominee Director	0	0	0	400000	400000.00
2	Arun Kumar Mandal	Director	0	0	0	1570000	1570000.00
3	Gopal Singh Gusain	Director	0	0	0	1840000	1840000.00
4	Sidheswar Patra	Director	0	0	0	1390000	1390000.00
5	Reena Banerjee	Director	0	0	0	1270000	1270000.00
6	Abhijit Bose	Nominee Director	0	0	0	550000	550000.00
7	Nitin Deshpande	Nominee Director	0	0	0	500000	500000.00
	Total		0.00	0.00	0.00	7520000.00	7520000.00

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

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

23

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder(1).xlsm

(b) Optional Attachment(s), if any

ISIN(1).pdf
Shareholders list.pdf
STCI Finance_MGT-8_2025.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 STCI FINANCE 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

Hetal Shah

Date (DD/MM/YYYY)

30/10/2025

Place

Mumbai

Whether associate or fellow:

Associate Fellow

Certificate of practice number

8*6*

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

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

AZTPS1542D

* (b) Name of the Designated Person

SUPARNA SHARMA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* dated*
(DD/MM/YYYY) 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))

Director

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

0*5*5*0*

***To be digitally signed by**

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

1*1*9

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)

AB9307699

eForm filing date (DD/MM/YYYY)

02/12/2025

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