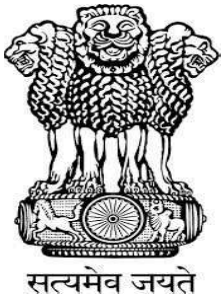
FORM NO. MGT-7

[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: U65929DL2016PTC306174 **Pre-fill**

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AACCO3836B

(ii) (a) Name of the company: OXYZO FINANCIAL SERVICES P

(b) Registered office address

Shop No. G-22 C (UGF) D-1 (K-84) Green Park Main NA
New Delhi
South Delhi
Delhi
110016
India

(c) *e-mail ID of the company: compliance@oxyzo.in

(d) *Telephone number with STD code: 01244114488

(e) Website: www.oxyzo.in

(iii) Date of Incorporation: 21/09/2016

(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 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 26/09/2023

(b) Due date of AGM 30/09/2023

(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	K	Financial and insurance Service	K8	Other financial activities	100

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

*No. of Companies for which information is to be given 7 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	OFB TECH PRIVATE LIMITED	U74140DL2015PTC284428	Holding	95.9
2	OXY VENTURES PRIVATE LIMIT	U65990DL2022PTC397267	Subsidiary	100
3	OXYZO FINVEST PRIVATE LIMIT	U65990DL2022PTC401899	Subsidiary	100
4	OXY B SECURITIES PRIVATE LIM	U65929DL2022PTC400296	Subsidiary	100
5	OXYZO INVESTMENT MANAGE	U67110DL2022PTC401660	Subsidiary	100
6	ZIEL FINANCIAL TECHNOLOGIE	U67190HR2021PTC095753	Subsidiary	100
7	ZFIRST TECHNOLOGIES PRIVAT	U74999HR2022PTC101116	Subsidiary	0.01

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	73,381,715	53,678,676	53,678,676	53,678,676
Total amount of equity shares (in Rupees)	733,817,150	536,786,760	536,786,760	536,786,760

Number of classes 1

Class of Shares Equity Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	73,381,715	53,678,676	53,678,676	53,678,676
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	733,817,150	536,786,760	536,786,760	536,786,760

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	17,318,137	15,116,684	15,116,684	15,116,684
Total amount of preference shares (in rupees)	173,181,370	151,166,840	151,166,840	151,166,840

Number of classes 2

Class of shares Compulsorily convertible preference shares (CCPS)	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	14,382,874	14,382,868	14,382,868	14,382,868
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	143,828,740	143,828,680	143,828,680	143,828,680

Class of shares Optionally convertible redeemable preference share	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	2,935,263	733,816	733,816	733,816
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	29,352,630	7,338,160	7,338,160	7,338,160

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	51,477,209	51477209	514,772,090	514,772,09	
Increase during the year	0	2,201,467	2201467	22,014,670	22,014,670	20,625.2
i. Pubic 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	20	20	200	200	20,625.2
v. ESOPs	0	0	0	0	0	
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	2,201,447	2201447	22,014,470	22,014,470	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	53,678,676	53678676	536,786,760	536,786,76	
Preference shares						

At the beginning of the year	0	7,558,340	7558340	75,583,400	75,583,400	
Increase during the year	2,935,263	6,824,528	9759791	97,597,910	97,597,910	7,037,862,74
i. Issues of shares	2,935,263	6,824,528	9759791	97,597,910	97,597,910	7,037,862,74
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	2,201,447	0	2201447	22,014,470	22,014,470	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 Conversion of preference to equity	2,201,447		2201447	22,014,470	22,014,470	
At the end of the year	733,816	14,382,868	15116684	151,166,840	151,166,84	

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	

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

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	1,383	100000	2,647,166,666
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			2,647,166,666

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	3,144,653,333	600,000,000	1,097,486,667	2,647,166,666
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
Total					

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

(i) Turnover 5,611,963,540.83

(ii) Net worth of the Company 22,784,620,888

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	2,201,467	4.1	733,816	4.85
	(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)	51,477,159	95.9	0	0
10.	Others	0	0	0	0
	Total	53,678,626	100	733,816	4.85

Total number of shareholders (promoters) 2

(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	0	0	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)	50	0	14,382,868	95.15
10.	Others	0	0	0	0
	Total	50	0	14,382,868	95.15

Total number of shareholders (other than promoters) 6

Total number of shareholders (Promoters+Public/ Other than promoters) 8

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	2	2
Members (other than promoters)	3	6
Debenture holders	2,240	6,600

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**	1	0	1	0	4	0
B. Non-Promoter	1	4	1	4	0	0
(i) Non-Independent	1	1	1	1	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	4	2	4	4	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 7

(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)
RUCHI KALRA	03103474	Whole-time directo	2,201,467	
VASANT SRIDHAR	07685035	Director	0	
ASISH MOHAPATRA	06666246	Director	0	
ROHIT KAPOOR	06529360	Director	0	
SATHYAN DAVID	08386521	Director	0	
PRAVEEN KUMAR BH/	09681934	Director	0	
PINKI JHA	AMHPJ5497M	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 5

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)
AKSHAT VIKRAM PAN	03419636	Director	13/05/2022	Cessation
BRIJ KISHORE KIRAD(	BHKPK4824Q	Company Secretar	17/05/2022	Cessation
PINKI JHA	AMHPJ5497M	Company Secretar	26/05/2022	Appointment
PRAVEEN KUMAR BH/	09681934	Additional director	06/08/2022	Appointment as Additional Independe
PRAVEEN KUMAR BH/	09681934	Director	26/09/2022	Regularization at the AGM

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 5

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	22/09/2022	7	2	99.9
EGM	08/04/2022	7	2	99.9
EGM	07/07/2022	7	2	99.9
EGM	03/01/2023	7	2	99.9
EGM	10/03/2023	6	2	99.9

B. BOARD MEETINGS

*Number of meetings held 11

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/05/2022	5	5	100
2	23/05/2022	5	4	80
3	26/05/2022	5	5	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	05/07/2022	5	4	80
5	06/08/2022	5	5	100
6	19/09/2022	6	6	100
7	10/11/2022	6	6	100
8	03/01/2023	6	6	100
9	13/02/2023	6	6	100
10	10/03/2023	6	6	100
11	24/03/2023	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held 20

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	ALM	30/06/2022	3	3	100
2	ALM	06/08/2022	3	3	100
3	ALM	10/11/2022	3	3	100
4	ALM	13/02/2023	3	3	100
5	Audit Committe	26/05/2022	3	3	100
6	Audit Committe	30/06/2022	3	3	100
7	Audit Committe	06/08/2022	3	3	100
8	Audit Committe	19/09/2022	3	3	100
9	Audit Committe	10/11/2022	3	3	100
10	Audit Committe	13/02/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 26/09/2023 (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	RUCHI KALRA	11	11	100	15	15	100	Yes
2	VASANT SRID	11	10	90.91	4	4	100	Yes
3	ASISH MOHA	11	10	90.91	9	9	100	Yes
4	ROHIT KAPO	11	11	100	8	8	100	No
5	SATHYAN DA	11	11	100	13	13	100	No
6	PRAVEEN KU	6	6	100	1	1	100	Yes

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 1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RUCHI KALRA	WTD	2,565,000	0	0	0	2,565,000
	Total		2,565,000	0	0	0	2,565,000

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	RUCHI KALRA	CFO	2,565,000	0	0	0	2,565,000
2	PINKI JHA	COMPANY SEC	3,372,000	0	1,372,000	0	4,744,000
3	BRIJ KISHORE KIR	COMPANY SEC	696,000	0	0	0	696,000
	Total		6,633,000	0	1,372,000	0	8,005,000

Number of other directors whose remuneration details to be entered 4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VASANT SRIDHAR	EXECUTIVE DI	3,968,000	0	26,767,000	0	30,735,000
2	SATHYAN DAVID	INDEPENDENT	0	0	0	900,000	900,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	ROHIT KAPOOR	INDEPENDENT	0	0	0	275,000	275,000
4	PRAVEEN KUMAR	INDEPENDENT	0	0	0	300,000	300,000
	Total		3,968,000	0	26,767,000	1,475,000	32,210,000

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 1

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
OXYZO Financial S	SEBI	31/10/2022	regulation 50, 57(1),	elayed compliance	SEBI has withdrawn the penal

(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: KUNDAN KUMAR MISHRA

Whether associate or fellow: ○ Associate ◉ Fellow

Certificate of practice number: 19844

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. .. 06 dated 22/03/2019 (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 compiled 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.

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 RUCHI KALRA Digitally signed by RUCHI KALRA Date: 2023.11.25 19:24:46 +05'30'

DIN of the director 03103474

To be digitally signed by PINKI JHA Digitally signed by PINKI JHA Date: 2023.11.25 19:23:55 +05'30'

(●) Company Secretary
( ) Company secretary in practice

Membership number 10683 Certificate of practice number

Attachments

		List of attachments
1. List of share holders, debenture holders	**Attach**	MGT-8 2023 2023.pdf
2. Approval letter for extension of AGM;	**Attach**	list of debentureholders_compressed.pdf
3. Copy of MGT-8;	**Attach**	List of shareholders.pdf
4. Optional Attachement(s), if any	**Attach**	Details of transfer of debentures.pdf Clarification letter.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