

# 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

U51109MP2004PLC016959

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AACCB6271H

(ii) (a) Name of the company

SYSTANGO TECHNOLOGIES LI

(b) Registered office address

Third Floor(LHS), STP-I Crystal IT Park, Ring Road  
Indore  
Madhya Pradesh  
452010  
India

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

cs@systango.com

(d) \*Telephone number with STD code

07312971030

(e) Website

www.systango.com

(iii) Date of Incorporation

17/09/2004

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

U99999MH1994PTC076534

Pre-fill

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD  
SAKINAKA

(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

## 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	J6	Computer programming, consultancy and related 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	SYSTANGO ACCOUNT AGGREG	U67190MP2021PTC054753	Subsidiary	100
2	SYSTANGO LLC		Subsidiary	100

3	iSystango Limited		Subsidiary	100
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#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	15,000,000	14,668,800	14,668,800	14,668,800
Total amount of equity shares (in Rupees)	150,000,000	146,688,000	146,688,000	146,688,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	15,000,000	14,668,800	14,668,800	14,668,800
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	150,000,000	146,688,000	146,688,000	146,688,000

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

###### (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

###### (d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	2,700,000	0	2700000	27,000,000	27,000,000	
<b>Increase during the year</b>	8,100,000	14,668,800	22768800	227,688,000	227,688,000	
i. Public Issues	0	3,868,800	3868800	38,688,000	38,688,000	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	8,100,000	0	8100000	81,000,000	81,000,000	
iv. Private Placement/ Preferential allotment	0	0	0	0	0	
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	10,800,000	10800000	108,000,000	108,000,000	
Conversion of Physical shares into Dmat						
<b>Decrease during the year</b>	10,800,000	0	10800000	108,000,000	108,000,000	
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	10,800,000	0	10800000	108,000,000	108,000,000	
Conversion of Physical shares into Dmat						
<b>At the end of the year</b>	0	14,668,800	14668800	146,688,000	146,688,000	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
	0			0	0	
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

INE007R01011

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

1

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares	27,000,000		
	Face value per share	1		
After split / Consolidation	Number of shares	2,700,000		
	Face value per share	10		

(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	
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Date of registration of transfer (Date Month Year)				10/10/2022			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		39,000		Amount per Share/ Debenture/Unit (in Rs.)		10	
Ledger Folio of Transferor				3			
Transferor's Name		Rathi				Nilesh	
		Surname		middle name		first name	
Ledger Folio of Transferee				6			
Transferee's Name		Dani				Bhuvan	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				10/10/2022			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		21,000		Amount per Share/ Debenture/Unit (in Rs.)		10	
Ledger Folio of Transferor				4			
Transferor's Name		Rathi				Vinita	
		Surname		middle name		first name	
Ledger Folio of Transferee				8			
Transferee's Name		Chouhan				Hitesh	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)		10/10/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1,200	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		4	
Transferor's Name	Rathi		Vinita
	Surname	middle name	first name
Ledger Folio of Transferee		7	
Transferee's Name	Jha	Kumar	Nilesh
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		14/11/2022	
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	9,200	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor		3	
Transferor's Name	Rathi		Nilesh
	Surname	middle name	first name
Ledger Folio of Transferee		1	
Transferee's Name	Rathi		Priyesh
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)				14/11/2022			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		10		Amount per Share/ Debenture/Unit (in Rs.)		10	
Ledger Folio of Transferor				3			
Transferor's Name		Rathi				Nilesh	
		Surname		middle name		first name	
Ledger Folio of Transferee				9			
Transferee's Name		Rathi		Chand		Suresh	
		Surname		middle name		first name	

Date of registration of transfer (Date Month Year)				14/11/2022			
Type of transfer		Equity Shares		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		1,000		Amount per Share/ Debenture/Unit (in Rs.)		10	
Ledger Folio of Transferor				4			
Transferor's Name		Rathi				Vinita	
		Surname		middle name		first name	
Ledger Folio of Transferee				10			
Transferee's Name		Khandelwal				Mayur	
		Surname		middle name		first name	



Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	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
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

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**

483,895,007

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

612,950,825

**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	10,555,200	71.96	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	

	<b>Total</b>	10,555,200	71.96	0	0
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**Total number of shareholders (promoters)**

5

**(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	1,993,086	13.59	0	
	(ii) Non-resident Indian (NRI)	35,200	0.24	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	486,400	3.32	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	752,758	5.13	0	
10.	Others            Alternate Investment Fund:	846,156	5.77	0	
	<b>Total</b>	4,113,600	28.05	0	0

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

546

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

551

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

4

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CITRINE FUND LIMITED	DEUTSCHE BANK AG DB HOUSEHOLD			1,600	0
SAINT CAPITAL FUND	LEVEL 5 MAEVA TOWER BANK STREET			251,200	1.71
MAVEN INDIA FUND	BANK STREET LEVEL 5 MAEVA TOWER			206,400	1.4
MINERVA EMERGING C	MAURITIUS LTD, 4TH FLOOR 19 BANK			27,200	0.21

**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	5
Members (other than promoters)	0	546
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>	2	1	2	0	71.88	0
<b>B. Non-Promoter</b>	0	0	0	3	0	0
(i) Non-Independent	0	0	0	1	0	0
(ii) Independent	0	0	0	2	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	<b>2</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>71.88</b>	<b>0</b>

**(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)
Mr. Nilesh Rathi	00430725	Whole-time director	5,223,990	
Mr. Vinita Rathi	00427239	Managing Director	5,321,000	
Mrs. Sarita Devi Khande	09783158	Director	0	
Mr. Narender Tulsidas K	06851212	Director	0	
Mr. Vikas Jain	08593152	Director	0	
Mrs. Apurva Mishra	DYRPM6293R	Company Secretar	0	

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

10

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)
Mr. Priyesh Rathi	00430718	Director	28/10/2022	Cessation
Mrs. Sarita Devi Khande	09783158	Director	05/11/2022	Appointment
Mr. Narender Tulsidas K	06851212	Additional director	02/01/2023	Appointment
Mr. Vikas Jain	08593152	Additional director	02/01/2023	Appointment
Mr. Narender Tulsidas K	06851212	Director	03/01/2023	Change in Designation
Mr. Vikas Jain	08593152	Director	03/01/2023	Change in Designation
Mr. Nilesh Rathi	00430725	Whole-time director	02/01/2023	Change in Designation
Mrs. Vinita Rathi	00427239	Managing Director	02/01/2023	Change in Designation
Mr. Nilesh Rathi	00430725	CFO	02/01/2023	Appointment
Mrs. Apurva Mishra	DYRPM6293R	Company Secretar	02/01/2023	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	30/09/2022	2	2	100
Extra Ordinary Meeting	15/10/2022	5	5	100
Extra Ordinary Meeting	14/11/2022	8	8	100
Extra Ordinary Meeting	13/12/2022	8	8	100
Extra Ordinary Meeting	02/01/2023	8	8	100
Extra Ordinary Meeting	03/01/2023	8	8	100

## B. BOARD MEETINGS

\*Number of meetings held

24

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/06/2022	3	3	100
2	19/08/2022	3	3	100
3	02/09/2022	3	3	100
4	05/09/2022	3	3	100
5	10/10/2022	3	3	100
6	28/10/2022	3	3	100
7	07/11/2022	3	3	100
8	14/11/2022	3	3	100
9	20/12/2022	3	3	100
10	26/12/2022	3	3	100
11	02/01/2023	3	3	100
12	05/01/2023	5	3	60

## C. COMMITTEE MEETINGS

Number of meetings held

0

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					

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Mr. Nilesh Rat	24	24	100	0	0	0	Yes
2	Mr. Vinita Rath	24	24	100	0	0	0	Yes
3	Mrs. Sarita De	18	18	100	0	0	0	No
4	Mr. Narender	13	1	7.69	0	0	0	No
5	Mr. Vikas Jain	13	1	7.69	0	0	0	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mrs. Vinita Rathi	Managing Direct	5,066,876	0	0	0	5,066,876
2	Mr. Nilesh Rathi	Whole Time Dire	10,170,870	0	0	0	10,170,870
	Total		15,237,746	0	0	0	15,237,746

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mrs. Apurva Mishra	Company Secre	2,140,000	0	0	0	2,140,000
	Total		2,140,000	0	0	0	2,140,000

Number of other directors whose remuneration details to be entered

0

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

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(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

Ritesh Gupta

Whether associate or fellow

Associate  Fellow

Certificate of practice number

3764



**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.

**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:

- 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

  
Nilesch Rathi

DIN of the director

**To be digitally signed by**

  
APURVA MISHRA  
Date: 2023.11.28 19:47:07 +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 Attachment(s), if any

**List of attachments**

List of Shareholders final.pdf  
Board Meeting Details.pdf  
Form MGT-8-signed.pdf

**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**

