FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]

सत्यमेव जयते

Annual Return

(other than OPCs and Small Companies)

Form language (●) English ( ) Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company: U72200KA1995PTC065161 [Pre-fill]

Global Location Number (GLN) of the company:

Permanent Account Number (PAN) of the company: AABCT2852P

(ii) (a) Name of the company: TRIGENT SOFTWARE PRIVATE L

(b) Registered office address

KHANIJA BHAVAN, 1ST FLOOR
49, RACE COURSE ROAD
BANGALORE
Karnataka
560001

(c) *e-mail ID of the company: ravindranath_r@trigent.com

(d) *Telephone number with STD code: 08022263000

(e) Website:

(iii) Date of Incorporation: 20/01/1995

(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 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM 30/09/2021

(c) Whether any extension for AGM granted ◯ Yes ◯ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

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	43.25
2	N	Support service to Organizations	N2	Placement agencies and HR management services	56.75

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

*No. of Companies for which information is to be given 1 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Trigent Software Inc, USA		Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Total number of equity shares	7,500,000	2,676,583	2,676,583	2,676,583
Total amount of equity shares (in Rupees)	75,000,000	26,765,830	26,765,830	26,765,830

Number of classes 1

Equity Shares				

Number of equity shares	7,500,000	2,676,583	2,676,583	2,676,583
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	75,000,000	26,765,830	26,765,830	26,765,830

(b) Preference share 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

Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Total amount of unclassified shares	0

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

Equity shares	Physical	DEMAT	Total			
At the beginning of the year	26,765,830	0	26765830	26,765,830	26,765,83(	
Increase during the year	0	0	0	0	0	0
i. Public 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	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						
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	26,765,830	0	26765830	26,765,830	26,765,830	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	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						
Decrease during the year	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						
At the end of the year	0	0	0	0	0	

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	0	00	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			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) 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 1,539,148,287

(ii) Net worth of the Company 615,185,225

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	31,794	1.19	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	2,226,535	83.19	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	
	Total	2,258,329	84.38	0	0

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	43,540	1.63	0	
	(ii) Non-resident Indian (NRI)	92,855	3.47	0	
	(iii) Foreign national (other than NRI)	63,340	2.37	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)	158,519	5.92	0	
10.	Others	60,000	2.24	0	

Total	418,254	15.63	0	0	

Total number of shareholders (other than promoters) | 15

Total number of shareholders (Promoters+Public/ Other than promoters) | 17

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

(Details, Promoters, Members (other than promoters), Debenture holders)

[illegible]	[illegible]	[illegible]
Promoters	2	2
Members (other than promoters)	15	15
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	1	1	1	1	1.19	83.18
B. Non Promoter	1	2	1	0	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	2	0	0	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	3	2	1	1.19	83.18

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 3

(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)
JAYESH CHANDRAKA	01391618	Whole-time direc	31,794	
BHARAT C KHATAU	01658139	Director	2,228,535	
SATVINDER KAUR	08379670	Whole-time direc	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year: 2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
ANANTA RAMAMURTH	08238355	Director	15/04/2020	Cessation
RAGHAVENDRA HEGI	08318134	Director	15/04/2020	Cessation

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: 2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Mee	01/06/2020	17	3	1.19
Annual General Meeting	12/12/2020	17	6	1.19

B. BOARD MEETINGS

*Number of meetings held: 5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/06/2020	3	2	66.67
2	28/07/2020	3	2	66.67
3	14/09/2020	3	2	66.67

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	10/12/2020	3	2	66.67
5	25/03/2020	3	2	66.67

C. COMMITTEE MEETINGS

Number of meetings held: 1

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	CSR Committe	25/03/2021	3	2	66.67

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	(Y/N/NA)
1	JAYESH CHA	5	5	100	1	1	100	
2	BHARAT C KI	5	0	0	1	0	0	
3	SATVINDER I	5	5	100	1	1	100	

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	Jayesh Khatau	Whole Time Dire	3,600,340	0	0	482,640	0
2	Satvinder Kaur	Whole Time Dire	4,890,000	0	0	180,000	0
	Total		8,490,340	0	0	662,640	9,152,980

Number of CEO, CFO and Company secretary whose remuneration details to be entered: 0

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

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

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
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	Chennur Dwarakanath
Whether associate or fellow	○ Associate ◉ Fellow
Certificate of practice number	4847

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 14/09/2021

(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	
DIN of the director	01391618

To be digitally signed by

○ Company Secretary

◉ Company secretary in practice

Membership number 7723 Certificate of practice number 4847

Attachments

List of attachments

1. List of share holders, debenture holders — Attach
2. Approval letter for extension of AGM; — Attach
3. Copy of MGT-8; — Attach
4. Optional Attachement(s), if any — Attach

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

TRIGENT SOFTWARE PRIVATE LIMITED

(formerly known as Trigent Software Limited)
[INCORPORATED UNDER COMPANIES ACT, 1956]
CIN: U72200KA1995PTC065161

Regd. Office: KhanijaBhavan, 1st Floor, 49, Race Course Road, Bengaluru - 560001;
Ph: +91 (80) 2226 3000; **Fax:** +91 (80) 2226 8791;
E-mail: ravindranath_r@trigent.com; **website:** www.trigent.com

LIST OF SHARE HOLDERS
(Financial year 2020-2021)

Sl. No.	Name of the shareholder and ledger folio	No. of equity shares of Rs.10/- each held at the beginning of the financial year (01/04/2020)	No. of equity shares of Rs.10/- each held at the end of the financial year (31/03/2021)
1.	Jayesh Khatau L.F.No: 01	31794	31794
2.	Chandrakant Khatau L.F.No: 02	10	10
3.	Pushpa Chandrakant Khatau L.F.No :03	10	10
4.	Kirit J Shandilya L.F.No :04	10	10
5.	Varsha K Shandilya L.F.No :05	10	10
6.	Sonali Merchant L.F.No:06	10	10
7.	Nita J Khatau L.F.No :07	10	10
8.	William Gould L.F.No: 11	11340	11340
9.	Marison Finvest Private Limited. L.F.No : 13	60000	60000

TRIGENT SOFTWARE PRIVATE LIMITED

(formerly known as Trigent Software Limited)
[INCORPORATED UNDER COMPANIES ACT, 1956]
CIN: U72200KA1995PTC065161
Regd. Office: KhanijaBhavan, 1st Floor, 49, Race Course Road, Bengaluru - 560001;
Ph: +91 (80) 2226 3000; **Fax:** +91 (80) 2226 8791;
E-mail: ravindranath_r@trigent.com; **website:** www.trigent.com

10.	Information Resources, Inc L.F.No : 20	158360	158360
11.	Narendra Mulani L.F.No: 21	15845	15845
12.	Madhusudan B Navale L.F.No: 22	77010	77010
13.	Joseph Finn JR L.F.No:25	10000	10000
14.	Charles Patrick Rehberg. L.F.No:26	42000	42000
15.	Bharat Khatau L.F. No:27	2226535	2226535
16.	Robert Yellin Robert & Genevieve Yellin Revocable Trust L.F.No:28	159	159
17.	Kumar.K. L.F.No:29	43480	43480
	Total	**26,76,583**	**26,76,583**

<u>FORM NO. MGT-8</u>

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

<u>CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE</u>

I have examined the registers, records and books and papers of **TRIGENT SOFTWARE PRIVATE LIMITED (CIN: U72200KA1995PTC065161) [formerly known as Trigent Software Limited]** (the "Company") as required to be maintained under the Companies Act, 2013 (the "Act") and the rules made thereunder for the financial year ended on March 31, 2021. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I 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 thereunder in respect of:

1. its status under the Act;

2. maintenance of registers / records & making entries therein within the time prescribed therefore;

3. filing of forms and returns with the Registrar of Companies, Regional ~~Director, Central Government~~, ~~the Tribunal, Court or~~ other authorities is within 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 Minutes 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 during the year; - ***Not Applicable.***

6. advances / loans to its directors and / or persons or firms or companies referred in Section 185 of the Act; - ***Not Applicable***

7. contracts / arrangements with related parties as specified in Section 188 of the Act;

8. issue or allotment / transfer / 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; - ***Not Applicable.***

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; - ***Not Applicable.***

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; - ***Not Applicable.***

11. signing of audited financial statement, for the financial year ended March 31, 2021, is 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 / re-appointment / filling up casual vacancies of auditors as per the provisions of Section 139 of the Act; -***Not Applicable.***

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; -***Not Applicable.***

15. acceptance/ renewal/ repayment of deposits; - ***Not Applicable.***

16. borrowings from its directors, members, public financial institutions, banks and others and creation / modification / satisfaction of charges in that respect; - ***Not 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; - ***Not Applicable.***

18. alteration of the provisions of the Memorandum and / or Articles of Association of the Company; -***Not Applicable.***

Place: Bengaluru
Date: 14th September 2021

C.Dwarakanath
Company Secretary in Practice
CP No: 4847
FCS: 7723