

FORM NO. MGT-7

[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]



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

L65920MH1989PLC054398

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCT2481Q

(ii) (a) Name of the company

TIMES GUARANTY LIMITED

(b) Registered office address

5th Floor Times Tower, Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai
Mumbai City
Maharashtra
400012

(c) * e-mail ID of the company

corporate.secretarial@timesgr

(d) * Telephone number with STD code

22731386

(e) Website

www.timesguarantylimited.co

(iii) Date of Incorporation

27/11/1989

(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 OF INDIA LIMITED	1,024
2	BOMBAY STOCK EXCHANGE LIMITED	1

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(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

(f) Specify the reasons for not holding the same

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

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BENNETT COLEMAN AND COM	U22120MH1913PLC000391	Holding	74.92

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	19,000,000	9,018,049	9,018,049	8,993,149
Total amount of equity shares (in Rupees)	190,000,000	90,180,490	90,180,490	89,931,490

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	19,000,000	9,018,049	9,018,049	8,993,149
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	190,000,000	90,180,490	90,180,490	89,931,490

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	600,000	0	0	0
Total amount of preference shares (in rupees)	60,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	600,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	60,000,000	0	0	0

(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			
Equity shares						
At the beginning of the year	8,065,507	927,642	8993149	89,931,490	89,931,490	
Increase during the year	0	0	0	0	0	0
i. Public Issues	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	8,065,507	927,642	8993149	89,931,490	89,931,490	
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	
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)

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) <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

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) *Debtentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debtentures	0		0
Partly convertible debtentures	0		0
Fully convertible debtentures	0		0
Total			0

Details of debtentures

Class of debtentures	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 debtentures	0	0	0	0
Partly convertible debtentures	0	0	0	0
Fully convertible debtentures	0	0	0	0

(v) Securities (other than shares and debtentures)

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

87,384,074.82

(ii) Net worth of the Company

411,117,497.3

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	0	0	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)	6,737,399	74.92	0	
10.	Others	0	0	0	
	Total	6,737,399	74.92	0	0

Total number of shareholders (promoters)

1

(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	2,204,214	24.51	0	
	(ii) Non-resident Indian (NRI)	11,517	0.13	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	4,250	0.05	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	500	0.01	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	33,345	0.37	0	
10.	Others Clearing Member	1,924	0.02	0	
	Total	2,255,750	25.09	0	0

Total number of shareholders (other than promoters)

20,423

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

20,424

**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	1	1
Members (other than promoters)	20,515	20,423
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	5	1	5	0	0
(i) Non-Independent	1	3	1	3	0	0
(ii) Independent	0	2	0	2	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	1	5	1	5	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 9

(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)
SIVAKUMAR SUNDAR	00105562	Director	0	
ARUN ARORA	00172044	Director	0	
MITU SAMAR NATH	07244627	Director	0	
ANITA MALUSARE	07773062	Whole-time director	51	
GOPALKRISHNAN RAM	02712174	Director	0	
JAYAPRAKASH NAIR	07816567	Additional director	0	
ANITA MALUSARE	07773062	CEO	51	
PRAMOD KARMAKAR	ADQPK2410H	CFO	1	
SHWETA CHATURVEDI	AFCPC1167P	Company Secretary	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)
SAMEER KARULKAR	08250235	Director	10/02/2021	Cessation
JAYAPRAKASH NAIR	07816567	Additional director	10/02/2021	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENEED MEETINGS

Number of meetings held

1

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	24/09/2020	20,617	53	75.15

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/06/2020	6	6	100
2	13/08/2020	6	6	100
3	11/11/2020	6	5	83.33
4	10/02/2021	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

13

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	Audit Committee	26/06/2020	3	3	100
2	Audit Committee	13/08/2020	3	3	100
3	Audit Committee	11/11/2020	3	2	66.67
4	Audit Committee	10/02/2021	3	3	100
5	Nomination & I	26/06/2020	3	3	100
6	Nomination & I	13/08/2020	3	3	100
7	Nomination & I	10/02/2021	3	3	100
8	Stakeholder R	10/08/2020	3	3	100
9	Stakeholder R	08/09/2020	3	2	66.67
10	Stakeholder R	29/09/2020	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	
1	SIVAKUMAR	4	3	75	13	12	92.31	
2	ARUN ARORA	4	4	100	7	7	100	
3	MITU SAMAR	4	4	100	13	8	61.54	
4	ANITA MALUSARE	4	4	100	0			
5	GOPALKRISHN	4	4	100	6	6	100	
6	JAYAPRAKASH	1	1	100	0			

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	ANITA MALUSARE	EXECUTIVE DIRECTOR	1,093,577	0	0	0	1,093,577
	Total		1,093,577	0	0	0	1,093,577

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	PRAMOD KARMAR	CFO	443,785	0	0	0	443,785
2	ANITA MALUSARE	CEO	1,093,577	0	0	0	1,093,577
	Total		1,537,362	0	0	0	1,537,362

Number of other directors whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ARUN ARORA	INDEPENDENT	88,500	0	0	0	88,500
2	MITU SAMAR NATH	INDEPENDENT	88,500	0	0	0	88,500
	Total		177,000	0	0	0	177,000

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

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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

Ms. ASHWINI INAMDAR

Whether associate or fellow

Associate Fellow

Certificate of practice number

11226

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

DIN of the director

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

List of 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

-
-
-
-

TGL_List of Share Transfers.pdf
TGL_Committee Meeting_2020-21.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

IX. MEETING OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF BOARD OF DIRECTORS
C. COMMITTEE MEETINGS

S. No.	Type of Meeting	Date of Meeting	Total Number of Members on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee Meeting	26/06/2020	3	3	100
2	Audit Committee Meeting	13/08/2020	3	3	100
3	Audit Committee Meeting	11/11/2020	3	2	66.67
4	Audit Committee Meeting	10/02/2021	3	3	100
5	Nomination & Remuneration Committee Meeting	26/06/2020	3	3	100
6	Nomination & Remuneration Committee Meeting	13/08/2020	3	3	100
7	Nomination & Remuneration Committee Meeting	10/02/2021	3	3	100
8	Stakeholder Relationship Committee Meeting	10/08/2020	3	3	100
9	Stakeholder Relationship Committee Meeting	08/09/2020	3	2	66.67
10	Stakeholder Relationship Committee Meeting	29/09/2020	3	2	66.67
11	Stakeholder Relationship Committee Meeting	11/11/2020	3	2	66.67
12	Stakeholder Relationship Committee Meeting	24/02/2021	3	2	66.67
13	Stakeholder Relationship Committee Meeting	25/03/2021	3	2	66.67

For Times Guaranty Limited



Shweta Chaturvedi
Company Secretary
(ACS 16550)

M 1004, Bhoomi Park, Phase 3
 Malad West, Mumbai-400095

TRANSFER DATE	TYPE	SH/DB	AMTPERSH	FOLIO	SELLER NAME	FOLIO	BUYER NAME
06/07/2020	1	50	000010	00023879	SADHNA GUPTA	ND000001	NATIONAL SECURITY DE
10/08/2020	1	400	000010	00002074	LATABEN DHARAMSHI TH	00442601	LATABEN DHARAMSHI TH
12/08/2020	1	50	000010	00011019	MAHESH KUMAR KAKKAR	ND000001	NATIONAL SECURITY DE
18/08/2020	1	50	000010	00006964	VIJAYKUMAR S SONTH	ND000001	NATIONAL SECURITY DE
25/08/2020	1	50	000010	00003985	GAJRABEN J CHAVDA	CD000001	CENTRAL DEPOSITORY S
01/09/2020	1	100	000010	00041112	ASHOK PANDE	CD000001	CENTRAL DEPOSITORY S
08/09/2020	1	50	000010	00024366	KEKI NARIMAN MARKER	00442602	ROHIN KEKI MARKER
08/09/2020	1	50	000010	00019715	SUDHIR UMEDCHANDA SH	ND000001	NATIONAL SECURITY DE
23/09/2020	1	50	000010	00024825	KRISHAN LAL	ND000001	NATIONAL SECURITY DE
08/10/2020	1	50	000010	00012289	SUNIL R NANDA	CD000001	CENTRAL DEPOSITORY S
26/10/2020	1	50	000010	00002381	SUDHA MAHESH KUMAR K	ND000001	NATIONAL SECURITY DE
03/11/2020	1	50	000010	00442599	SHEELA AGARWAL	CD000001	CENTRAL DEPOSITORY S
11/11/2020	1	50	000010	00035758	RAKESH H SAMPAT	00442603	RAKESH H SAMPAT
30/11/2020	1	50	000010	00006799	NAJOO PATEL	ND000001	NATIONAL SECURITY DE
10/12/2020	1	50	000010	00018768	ASHA POPATRAO WANI	ND000001	NATIONAL SECURITY DE
24/12/2020	1	100	000010	00004644	MALTI SHAH	ND000001	NATIONAL SECURITY DE
30/12/2020	1	50	000010	00442602	ROHIN KEKI MARKER	ND000001	NATIONAL SECURITY DE
14/01/2021	1	50	000010	00442603	RAKESH H SAMPAT	ND000001	NATIONAL SECURITY DE
25/01/2021	1	100	000010	00004641	DIPAK SHAH	CD000001	CENTRAL DEPOSITORY S
03/02/2021	1	50	000010	00442600	ATUL NAHAR	CD000001	CENTRAL DEPOSITORY S
04/02/2021	1	50	000010	00041694	KAMUBEN VITHALBHAI P	ND000001	NATIONAL SECURITY DE
08/02/2021	1	50	000010	00037471	ANOOP GOYAL	CD000001	CENTRAL DEPOSITORY S
10/02/2021	1	50	000010	00019829	SATWANT KUMAR SHARMA	ND000001	NATIONAL SECURITY DE
24/02/2021	1	50	000010	00005922	PRAKASH CHAND P SHAH	00442604	MANJULA BAI P SHAH
01/03/2021	1	50	000010	00022978	MRUDULA AJIT KOPPIKA	CD000001	CENTRAL DEPOSITORY S
10/03/2021	1	250	000010	00035669	VASUDHA JAIN	CD000001	CENTRAL DEPOSITORY S
12/03/2021	1	50	000010	00039608	ALPA CHANDRESH JOGAN	CD000001	CENTRAL DEPOSITORY S
25/03/2021	1	50	000010	00023205	REENA MEHRA	00442605	REENA MEHRA

Mehta & Mehta

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018
TEL.: +91-22-6611 9696 • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Form No. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Times Guaranty Limited** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under **for the financial year ended on March 31, 2021**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, 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 thereof;
 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 the prescribed time;
 4. calling/convening/holding meetings of Board of Directors or its Committees, 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 **(during the financial year under review not applicable to the Company);**
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 **(during the financial year under review not applicable to the Company);**
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 under The Companies Act, 2013**(during the financial year under review not applicable to the Company);**
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/ratification/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 **(during the financial year under review not applicable to the Company);**
15. acceptance/renewal/repayment of deposits **(during the financial year under review not applicable to the Company);**
16. borrowings from its Directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in



that respect, wherever applicable(**during the financial year under review not applicable to the Company**);

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 (**during the financial year under review not applicable to the Company**);
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company(**during the financial year under review not applicable to the Company**);

Note: Due to lockdown under COVID-19, Certification on this Form No. MGT-8 is done on the basis of the documents made available to us in the electronic form (i.e. scanned copies shared via email) by the Secretarial Team of the Company and such documents will be verified physically after the lockdown is lifted.

**For Mehta & Mehta,
Company Secretaries
(ICSI Unique Code P1996MH007500)**



**Dipti Mehta
Partner
UDIN: F003667C000847983**

**PCS No:3667
CP No: 23905**

**Place: Mumbai
Date: August 27, 2021**