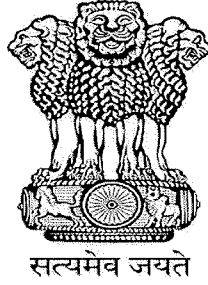


FORM NO. MGT-7

[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]

**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

U65993MH1999PLC123191

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCA3262H

(ii) (a) Name of the company

BANDHAN AMC LIMITED

(b) Registered office address

6th floor, Tower 1C, 841, One World Center Jupiter Mill, S
enapati Bapat Marg
Mumbai
Maharashtra
400013

(c) *e-mail ID of the company

nirav.sanghavi@bandhanamc.com

(d) *Telephone number with STD code

02266289999

(e) Website

www.bandhanamc.com

(iii) Date of Incorporation

20/12/1999

(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

(b) CIN of the Registrar and Transfer Agent

U74999MH2018PTC307859

Pre-fill

Name of the Registrar and Transfer Agent

TSR CONSULTANTS 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 01/04/2022 (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 27/07/2023

(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	K6	Fund Management Services	100

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

*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BANDHAN FINANCIAL HOLDIN	U67190WB2014PLC204317	Holding	59.98
2	IDFC Investment Managers (M		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	350,000,000	331,764,120	331,764,120	331,764,120
Total amount of equity shares (in Rupees)	350,000,000	331,764,120	331,764,120	331,764,120

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	350,000,000	331,764,120	331,764,120	331,764,120
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	350,000,000	331,764,120	331,764,120	331,764,120

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	26,802,120	26802120	26,802,120	26,802,120	
Increase during the year	0	304,962,000	304962000	304,962,000	304,962,000	684,702,794
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	304,117,110	304117110	304,117,110	304,117,110	

iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	844,890	844890	844,890	844,890	684,702,794
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	0	
NIL						
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				0	0	
NIL						
At the end of the year	0	331,764,120	331764120	331,764,120	331,764,120	
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				0	0	
NIL						
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				0	0	
NIL						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE893H01023

(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		26/07/2022	
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	0	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

3,628,322,185

(ii) Net worth of the Company

2,067,640,482

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)	198,985,968	59.98	0	
10.	Others	0	0	0	
	Total	198,985,968	59.98	0	0

Total number of shareholders (promoters)

4

(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	120,840	0.04	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)	127,757,220	38.51	0	
10.	Others Partnership Firm through it	4,900,092	1.48	0	

	Total	132,778,152	40.03	0	0
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Total number of shareholders (other than promoters)

5

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

9

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	7	4
Members (other than promoters)	2	5
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	2	0	0	0	0
B. Non-Promoter	0	2	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	2	0	3	0	0
C. Nominee Directors representing	0	0	0	4	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	2	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	2	0	0
Total	0	4	0	7	0	0

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

10

(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. Nitin Mittal	02584913	Director	0	
Mr. Bhaskar Sen	03193003	Director	0	
Mr. Pankaj Sood	05185378	Nominee director	0	
Mr. Atanu Sen	05339535	Nominee director	0	
Mr. Karni Singh Arha	09279368	Nominee director	0	
Mr. Mahalingam G	09660723	Director	0	
Mr. Ankit Singal	09776472	Nominee director	0	
Mr. Vishal Kapoor	AAEPK6274A	CEO	0	
Mr. Piyush Anchliya	AJOPA5577D	CFO	0	
Mr. Nirav Sanghavi	BDSPS9712H	Company Secretar	0	

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

20

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)
Ms. Veena Mankar	00004168	Director	31/01/2023	Cessation
Ms. Ritu Anand	05154174	Director	31/01/2023	Cessation
Ms. Anita Belani	01532511	Director	31/01/2023	Cessation
Mr. Anand Krishna	00033793	Director	26/07/2022	Change in designation
Mr. Anand Krishna	00033793	Director	31/01/2023	Cessation
Ms. Sharda Agarwal	00022814	Director	24/02/2023	Cessation
Mr. Bhaskar Sen	03193003	Additional director	31/01/2023	Appointment
Mr. Nitin Mittal	02584913	Additional director	31/01/2023	Appointment
Mr. Pankaj Sood	05185378	Nominee director	31/01/2023	Appointment
Mr. Atanu Sen	05339535	Nominee director	31/01/2023	Appointment
Mr. Karni Singh Arha	09279368	Nominee director	31/01/2023	Appointment
Mr. G. Mahalingam	09660723	Additional director	31/01/2023	Appointment
Mr. Ankit Singhal	09776472	Nominee director	31/01/2023	Appointment
Mr. Vishal Kapoor	AAEPK6274A	CEO	20/03/2023	Appointment
Mr. Piyush Anchliya	AJOPA5577D	CFO	20/03/2023	Appointment
Mr. Nirav Sanghavi	BDSPS9712H	Company Secretary	20/03/2023	Appointment
Mr. Bhaskar Sen	03193003	Director	31/01/2023	Change in designation
Mr. Nitin Mittal	02584913	Director	31/01/2023	Change in designation
Ms. Sharda Agarwal	00022814	Director	31/01/2023	Change in designation
Mr. G. Mahalingam	09660723	Director	31/01/2023	Change in designation

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

3

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	26/07/2022	9	6	99.96
Extraordinary General Meet	31/01/2023	8	6	98.49
Extraordinary General Meet	20/03/2023	8	6	98.49

B. BOARD MEETINGS

*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	06/04/2022	4	4	100
2	09/05/2022	4	4	100
3	26/07/2022	4	4	100
4	19/10/2022	4	4	100
5	31/01/2023	12	12	100
6	17/02/2023	8	8	100
7	20/03/2023	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

14

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 and Risk	09/05/2022	3	3	100
2	Audit and Risk	26/07/2022	3	3	100
3	Audit and Risk	19/10/2022	3	3	100
4	Audit and Risk	17/02/2023	6	6	100
5	Corporate Soc	09/05/2022	3	3	100
6	Risk Managem	26/07/2022	3	3	100
7	Risk Managem	19/10/2022	3	3	100

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
8	Risk Management	17/02/2023	6	6	100
9	Nomination and Remuneration	09/05/2022	3	3	100
10	Nomination and Remuneration	15/12/2022	3	3	100

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	
								27/07/2023 (Y/N/NA)
1	Mr. Nitin Mittal	3	3	100	4	4	100	Yes
2	Mr. Bhaskar S	3	3	100	5	5	100	Yes
3	Mr. Pankaj So	3	3	100	1	1	100	Yes
4	Mr. Atanu Sen	3	3	100	2	2	100	Yes
5	Mr. Karni Singh	3	3	100	2	2	100	No
6	Mr. Mahalingam	3	3	100	4	4	100	Yes
7	Mr. Ankit Singh	3	3	100	3	3	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

0

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

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	Mr. Vishal Kapoor	CEO	2,751,362	0	4,115,942	134,266	7,001,570

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	Mr. Piyush Anchliya	CFO	423,146	0	448,050	18,473	889,669
3	Mr. Nirav Sanghavi	CS	96,724	0	0	7,083	103,807
	Total		3,271,232	0	4,563,992	159,822	7,995,046

Number of other directors whose remuneration details to be entered

12

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Nitin Mittal	Director	0	0	0	250,000	250,000
2	Mr. Bhaskar Sen	Director	0	0	0	275,000	275,000
3	Mr. Pankaj Sood	Nominee Director	0	0	0	0	0
4	Mr. Atanu Sen	Nominee Director	0	0	0	200,000	200,000
5	Mr. Anand Krishna	Director	0	0	0	425,000	425,000
6	Mr. Karni Arha	Nominee Director	0	0	0	0	0
7	Mr. Mahalingam G	Director	0	0	0	250,000	250,000
8	Mr. Ankit Singal	Nominee Director	0	0	0	0	0
9	Ms. Sharda Agarwal	Director	0	0	0	150,000	150,000
10	Ms. Veena Mankar	Director	0	0	0	450,000	450,000
11	Ms. Ritu Anand	Director	0	0	0	400,000	400,000
12	Ms. Anita Belani	Director	0	0	0	325,000	325,000
	Total		0	0	0	2,725,000	2,725,000

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

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

Kaushik M. Jhaveri

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

2592

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. ...

14

dated

10/05/2023

(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

KARNI
SINGH
ARHA
Digitally signed by
KARNI SINGH ARHA
Date: 2023.09.23
19:00:48 +05'30'

DIN of the director

09279368

To be digitally signed by

NIRAV
DILIP
SANGHAVI
Digitally signed by
NIRAV DILIP
SANGHAVI
Date: 2023.09.23
19:17:50 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

26097

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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

List of Shareholders_Final.pdf
Final_Bhandhan_AMC _MGT-8_FY_2022-
Clarification letter.pdf
Details of Meetings.pdf
Details of Transfer of Shares.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

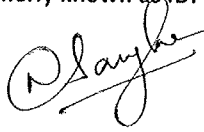
This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

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

C. COMMITTEE MEETINGS (Continuation)

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
11.	Nomination and Remuneration Committee	20/03/2023	5	5	100
12.	Allotment and Share Transfer Committee	11/01/2023	3	3	100
13.	Allotment and Share Transfer Committee	20/03/2023	3	3	100
14.	Independent Directors Meeting	20/03/2023	3	3	100

For Bandhan AMC Limited
(formerly known as IDFC Asset Management Company Limited)



Nirav Sanghavi
Company Secretary
Membership No. - A26097

Date – September 22, 2023

Place - 6th Floor, Tower 1C, One World Centre, Jupiter Mill Compound, 841 Senapati Bapat Marg, Prabhadevi (W) Mumbai – 400013

Annexure to Annual Return – MGT 7

Details of Shares/ Debenture 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)

Date of Registration Transfers of shares	Type of share	Number of shares/ Debentures Transferred	Amount per Share (in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
13/01/2023	Equity	11,080	1	Shares transferred in Demat mode	Mr. Sunil Laxmikant Aryamane	Shares transferred in Demat mode	IDFC Financial Holding Company Limited
16/01/2023	Equity	6,030	1		Mr. Sibesh Kumar		IDFC Financial Holding Company Limited
16/01/2023	Equity	10,730	1		Mr. Chetan Prakash Mankame		IDFC Financial Holding Company Limited
13/01/2023	Equity	17,300	1		Bindu Vijayaraghavan		IDFC Financial Holding Company Limited
16/01/2023	Equity	14,990	1		S Raj Ashok Kumar		IDFC Financial Holding Company Limited
13/01/2023	Equity	17,600	1		Mr. Navneet Batra		IDFC Financial Holding Company Limited
13/01/2023	Equity	24,420	1		Mr. Sanjay Lakra		IDFC Financial Holding Company Limited
16/01/2023	Equity	14,050	1		Mr. Harshal Narendra Joshi		IDFC Financial Holding Company Limited
13/01/2023	Equity	1,40,780	1		Mr. Suyash Choudhary		IDFC Financial Holding Company Limited
13/01/2023	Equity	27,380	1		Ms. Vandana Trivedi		IDFC Financial Holding Company Limited

Bandhan AMC Limited (Formerly known as IDFC Asset Management Company Limited)

Regd. Office Address: 6th Floor, Tower 1C, One World Centre, Jupiter Mill Compound, 841 Senapati Bapat Marg, Prabhadevi (W) Mumbai – 400013

Website: www.bandhanmutual.com, www.bandhanamc.com

Email: investormf@bandhanamc.com Phone: +91-22-66289999 Fax: +91-22-24215051 CIN: U65993MH1999PLC123191

Date of Registration Transfers of shares	Type of share	Number of shares/ Debentures Transferred	Amount per Share (in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
13/01/2023	Equity	11,270	1		Mr. Hardik N Acharya		IDFC Financial Holding Company Limited
13/01/2023	Equity	1,22,780	1		Mr. Anoop Bhaskar		IDFC Financial Holding Company Limited
13/01/2023	Equity	32,600	1		Mr. Daylynn Gerard Paul Pinto		IDFC Financial Holding Company Limited
16/01/2023	Equity	1,57,330	1		Mr. Vishal Kapoor		IDFC Financial Holding Company Limited
13/01/2023	Equity	23,660	1		Mr. Sumit Agrawal		IDFC Financial Holding Company Limited
13/01/2023	Equity	97,970	1		Mr. Gaurab Parija		IDFC Financial Holding Company Limited
13/01/2023	Equity	29,420	1		Mr. Hemant Agrawal		IDFC Financial Holding Company Limited
13/01/2023	Equity	22,500	1		Mr. Amit Arora		IDFC Financial Holding Company Limited
13/01/2023	Equity	3,500	1		Mr. Vikas Raj		IDFC Financial Holding Company Limited
13/01/2023	Equity	1,500	1		Ms. Divyasri K		IDFC Financial Holding Company Limited
13/01/2023	Equity	3,000	1		Mr. Ashish Yashvantsinh Chad		IDFC Financial Holding Company Limited

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Date of Registration Transfers of shares	Type of share	Number of shares/ Debentures Transferred	Amount per Share (in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
13/01/2023	Equity	2,000	1		Mr. Sarabjit Singh		IDFC Financial Holding Company Limited
16/01/2023	Equity	2,500	1		Mr. Rajesh Kumar Soni		IDFC Financial Holding Company Limited
13/01/2023	Equity	2,000	1		Mr. Jatin Ramakant Kedia		IDFC Financial Holding Company Limited
13/01/2023	Equity	2,000	1		Mr. Ekagra Kumar		IDFC Financial Holding Company Limited
16/01/2023	Equity	15,000	1		Mr. Piyush Anchliya		IDFC Financial Holding Company Limited
13/01/2023	Equity	5,000	1		Mr. Sirshendu Basu		IDFC Financial Holding Company Limited
13/01/2023	Equity	17,500	1		Mr. Chetan Saran Mehra		IDFC Financial Holding Company Limited
13/01/2023	Equity	9,000	1		Mr. Dixon Gabriel Almeida		IDFC Financial Holding Company Limited
13/01/2023	Equity	1,600	1		Mr. Anurag Mittal		IDFC Financial Holding Company Limited
31/01/2023	Equity	15,772,841	1		IDFC Financial Holding Company Limited		Bandhan Financial Holdings Limited
31/01/2023	Equity	1	1		IDFC Financial Holding Company Limited		Biplab Kumar Mani jointly with Bandhan Financial

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Date of Registration Transfers of shares	Type of share	Number of shares/ Debentures Transferred	Amount per Share (in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
							Holdings Limited
31/01/2023	Equity	1	1		IDFC Financial Holding Company Limited		Koushik Basu jointly with Bandhan Financial Holdings Limited
31/01/2023	Equity	1	1		IDFC Financial Holding Company Limited		Sagar Ghosh jointly with Bandhan Financial Holdings Limited
31/01/2023	Equity	5,527,388	1		IDFC Financial Holding Company Limited		Lathe Investment Pte. Ltd.
31/01/2023	Equity	5,119,047	1		IDFC Financial Holding Company Limited		Tangerine Investments Limited
31/01/2023	Equity	408,341	1		IDFC Financial Holding Company Limited		Ashley Menezes jointly with Sanjay Kukreja
31/01/2023	Equity	809,260.00	1		IDFC Financial Holding Company Limited		Bandhan Financial Holdings Limited
31/01/2023	Equity	10	1		IDFC Financial Holding Company Limited with Mahendra N Shah		Bandhan Financial Holdings Limited
31/01/2023	Equity	10	1		IDFC Financial Holding Company Limited with Bipin Narandas Gemani		Bandhan Financial Holdings Limited
31/01/2023	Equity	10	1		IDFC Financial Holding Company Limited with Bimal Kishor Giri		Bandhan Financial Holdings Limited

Bandhan AMC Limited (Formerly known as IDFC Asset Management Company Limited)

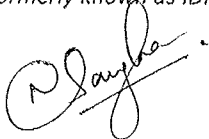
Regd. Office Address: 6th Floor, Tower 1C, One World Centre, Jupiter Mill Compound, 841 Senapati Bapat Marg, Prabhadevi (W) Mumbai – 400013

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Date of Registration Transfers of shares	Type of share	Number of shares/ Debentures Transferred	Amount per Share (in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
31/01/2023	Equity	10	1		IDFC Financial Holding Company Limited with Anupama Vinod Mishra		Bandhan Financial Holdings Limited
31/01/2023	Equity	10	1		IDFC Financial Holding Company Limited with Prerna Porwal		Bandhan Financial Holdings Limited
31/01/2023	Equity	10	1		IDFC Financial Holding Company Limited with Shivangi Maheshkumar Mistry		Bandhan Financial Holdings Limited
28/03/2023	Equity	511,905	1		Tangerine Investments Limited		Defati Investments Holding B V
31/03/2023	Equity	5,630,955	1		Tangerine Investments Limited		Defati Investments Holding B V

For Bandhan AMC Limited
(Formerly known as IDFC Asset Management Company Limited)



Nirav Sanghvi
Company Secretary
Membership No – A26097

Date: September 22, 2023

Address: 6th Floor, Tower 1C, One World Centre, Jupiter Mill Compound, 841 Senapati Bapat Marg, Prabhadevi (W) Mumbai – 400013

Bandhan AMC Limited (Formerly known as IDFC Asset Management Company Limited)

Regd. Office Address: 6th Floor, Tower 1C, One World Centre, Jupiter Mill Compound, 841 Senapati Bapat Marg, Prabhadevi (W) Mumbai – 400013

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FORM NO. MGT-8

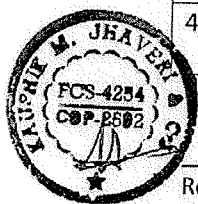
[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of
Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

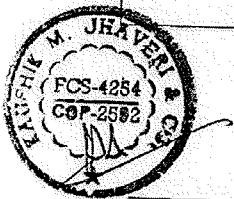
I/We have examined the registers, records and books and papers of **BANDHAN AMC LIMITED (Formerly known as IDFC ASSET MANAGEMENT COMPANY LIMITED)** ("the Company") (having CIN: U65993MH1999PLC123191) as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made there under for the financial year ended on 31st March, 2023. 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 generally 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 therefore;
 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;

Sr. No.	Forms	Purpose	Date of filing
1.	Form PAS-6	Reconciliation of Share Capital Report for half ended as on 31 st March, 2022.	20/05/2022
2.	Form MGT-14	Filing of Resolutions and agreements to the Registrar. (w.r.t Re-appointment of Internal Auditors of the Company and Approval of the Boards' Report and audited financial results of the Company for the year ended March 31, 2022)	02/06/2022
3.	Form ADT-1	Notice to the Registrar by company for appointment of auditors	05/08/2022
4.	Form DIR-12	Regularization of the director in the Annual General Meeting of the Company.	23/08/2022



5.	Form AOC-4 NBFC (IND AS)	Form for filing financial statement and other documents with the Registrar for the F.Y. ending 31st March, 2022.	24/08/2022
6.	Form MGT-7	Annual Return for the financial year ending 31st March, 2022.	22/09/2022
7.	Form PAS-6	Reconciliation of Share Capital Audit Report for half year ended as on 30 th September, 2022.	10/11/2022
8.	Form RUN	Application for Name Reservation.	15/12/2022
9.	Form PAS-3	Filing of Return of Allotment (w.r.t shares allotted under ESOS Scheme)	11/01/2023
10.	Form DIR-12	Particulars of appointment of directors at Board Meeting	24/02/2023
11.	Form MGT-14	Filing of Resolutions and agreements to the Registrar (w.r.t Alteration in Memorandum (MOA) for change in name)	25/02/2023
12.	Form DIR-12	Particulars of appointment of directors at Board Meeting	01/03/2023
13.	Form DIR-12	Particulars of appointment of directors at Board Meeting	01/03/2023
14.	Form DIR-12	Particulars of Resignation of directors	02/03/2023
15.	Form DIR-12	Regularization of the directors at General Meeting of the Company	02/03/2023
16.	Form BEN-2	Particular Disclosure of Beneficial ownership in the shares of the company	14/03/2023
17.	Form MGT-14	Filing of Resolutions and agreements to the Registrar (w.r.t Capitalization of Reserves for issue of Bonus Shares & Appointment of Secretarial Auditors)	18/03/2023
18.	Form DIR-12	Particular of Resignation of Director	18/03/2023
19.	Form PAS-3	Filing of Return of Allotment (w.r.t Allotment of shares as Bonus Issue)	20/03/2023
20.	Form DIR-12	Particulars of appointment of directors at Board Meeting	21/03/2023
21.	Form DIR-12	Regularization of the director at General Meeting of the Company	22/03/2023
22.	Form RUN	Application for Name Reservation	22/03/2023
23.	Form MGT-6	Particular Disclosure of Beneficial Interest	23/03/2023
24.	Form CSR-2	Form Addendum to AOC-4.CSR	30/03/2023
25.	Form DIR-12	Particulars of appointment of directors at Board Meeting	31/03/2023

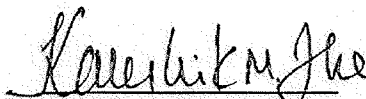


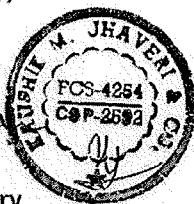
4. calling/convening/holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, generally notices were given and the proceedings including the circular resolutions ~~and resolutions passed by postal ballot, if any,~~ have been generally 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; - **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 were on an arm's length basis and in ordinary course of business.
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 by way of sub-division of shares/conversion of shares and issue of security certificates in applicable instances;~~
9. keeping in abeyance the rights to dividend, rights shares and bonus share spending 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;~~
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/ re-appointments/ ~~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 provision of the Act; -
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, whenever applicable; - **Not Applicable**
17. loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provision of Section 186 of the Act; - **Not Applicable**
18. Alteration of the provisions of the Memorandum and/or Articles of Association of the Company; **during the year the Name Clause of Company was altered**

For Kaushik M. Jhaveri & Co.,


Kaushik Jhaveri
Practising Company Secretary
FCS No.: 4254
CP No.: 2592
UDIN: F004254E001040080
Date: 20th September, 2023
Place: Mumbai



September 22, 2023

To,
The Registrar of Companies,
Mumbai,
Maharashtra.

Subject: Clarification Note for e-Form MGT 7

Dear Sir/Madam,

This is to inform your good office that we made following adjustments:

1. Part -VIII, Details of Directors and Key Managerial Personnel

(A) Composition of Board of Directors

Mr. Karni Singh Arha and Mr. Atanu Sen were appointed as Nominee Directors with effect from January 31, 2023, representing Bandhan Financial Holding Limited (Promoter). The same is shown as "2" under the row "Others" at point C - Nominee Directors representing.

2. Part -IX, Remuneration of Directors and Key Managerial Personnel (KMPs)

Mr. Vishal Kapoor – CEO, Mr. Piyush Anchliya – CFO and Mr. Nirav Sanghavi – CS have been appointed as KMPs with effect from March 20, 2023 and accordingly the Remuneration of KMPs is calculated on proportionate basis i.e. for the period March 20, 2023 to March 31, 2023.

Request you to kindly take the aforesaid information/clarification on record.

For **Bandhan AMC Limited**

(Formerly known as IDFC Asset Management Company Limited)



Nirav Sanghvi
Company Secretary
Membership No – A26097

Date: September 22, 2023

Address: 6th Floor, Tower 1C, One World Centre, Jupiter Mill Compound, 841 Senapati Bapat Marg, Prabhadevi (W) Mumbai – 400013

Name of Company: Bandhan AMC Limited
Authorised Capital: Equity – Rs. 35,00,00,000

Shareholding Pattern of Bandhan AMC Limited as on March 31, 2023

Name of Shareholder	No. of Shares held	Paid up capital	% to total capital
Bandhan Financial Holdings Limited	19,89,85,932	19,89,85,932	59.98
Lathe Investment Pte. Ltd.	6,63,28,656	6,63,28,656	19.99
Tangerine Investments Limited	5,52,85,704	5,52,85,704	16.66
Mr. Ashley Menezes and Mr. Sanjay Kukreja (<i>Partners of M/s Infinity Partners</i>)	49,00,092	49,00,092	1.48
Mr. Rajendra K Mishra	1,20,840	1,20,840	0.04
Defati Investments Holding B V	61,42,860	61,42,860	1.85
Sagar Ghosh Jointly with Bandhan Financial Holdings Limited*	12	12	0.00
Biplab Kumar Mani jointly with Bandhan Financial Holdings Limited*	12	12	0.00
Kousik Basu jointly with Bandhan Financial Holdings Limited*	12	12	0.00
Total	33,17,64,120	33,17,64,120	100

* Beneficial Interest in the shares is held by Bandhan Financial Holdings Limited

For Bandhan AMC Limited
(formerly known as IDFC Asset Management Company Limited)



Nirav Sanghavi
Company Secretary

Membership No. - A26097

Date – September 21, 2023

Place - 6th Floor, Tower 1C, One World Centre, Jupiter Mill Compound, 841 Senapati Bapat Marg, Prabhadevi (W),
Mumbai – 400013

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Microsoft Excel - Shareholders-MST_7

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First Name	Middle Name	Last Name	Folio Number	DP ID-Client Id Account Number	Number of Shares held	Class of Shares
TANGERINE INVESTMENTS LIMITED				IN301348-20230411	55,285,704	Equity share
DEFATI INVESTMENTS HOLDING B V				IN303173-20402418	6,142,860	Equity share
ASHLEY MENEZES WITH SANJAY KUKREJA				IN303173-20356546	4,900,092	Equity share
SAGAR GHOSH WITH BANDHAN FINANCIAL HOLDINGS LIMITED				IN300118-11823987	12	Equity share
BIPLAB KUMAR MAI BANDHAN FINANCIAL HOLDINGS LIMITED				IN300118-11823995	12	Equity share
KOUSIK BASU WITH BANDHAN FINANCIAL HOLDINGS LIMITED				IN300118-11823900	12	Equity share
RAJENDRA		MISHRA		IN301549-54977583	120,840	Equity share
BANDHAN FINANCIAL HOLDINGS LIMITED				IN301549-60265275	198,965,932	Equity share
LATHE INVESTMENT PTE LTD				IN300054-10033272	66,328,656	Equity share

Microsoft Excel

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