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)

| I. RE | GISTRATION AND OTHER DETAILS | |
|---------|--|--------------------------------|
| (i) * C | orporate Identification Number (CIN) of the company | U85110KA1986PLC008020 Pre-fill |
| G | lobal Location Number (GLN) of the company | |
| * P | ermanent Account Number (PAN) of the company | AABCB2622H |
| (ii) (a | Name of the company | BANGALORE SOFTSELL LIMITE |
| (b) | Registered office address | |
| | NO.334/22, 1ST FLOOR, IST MAIN, 41ST CROSS, 8TH BLOCK JAYANAGAR BANGALORE Bangalore Gamataka GEORGA | 0 |
| (c) | *e-mail ID of the company | sragothaman@bangaloresofts |
| (d | *Telephone number with STD code | 9845011800 |
| (e |) Website | |
| (iii) | Date of Incorporation | 10/12/1986 |
| (iv) | Type of the Company Category of the Company | Sub-category of the Company |
| | Public Company Company limited by share | Indian Non-Government company |
| (v) Wh | ether company is having share capital | /es () No |

| KFIN TECHNOLOGIES PRIVA | ATE LIMITED | | |] |
|--|-----------------------------|------------------------------|---|--------------------------------------|
| | of the Registrar and Trans | sfer Agents | | |
| Selenium, Tower B, Plot No Financial District, Nanakran | | | | |
| vii) *Financial year From date | 01/04/2020 ([| DD/MM/YYY | Y) To date 31/03/2021 | (DD/MM/YYYY) |
| viii) "Whether Annual general | meeting (AGM) held | • | Yes No | |
| (a) If yes, date of AGM | 29/09/2021 | | | |
| (b) Due date of AGM | 30/11/2021 | | | |
| (c) Whether any extension | Ü | COMP. | Yes 🖲 No | |
| . PRINCIPAL BUSINES | 3 ACTIVITIES OF TH | E CUMPA | N T | |
| "Number of business ac | tivities 1 | | | |
| S.No Main Descrip Activity group code | tion of Main Activity group | Business Activity Code | Description of Business Activity | y % of turnover of the company |
| 1 J - Inform | ation and communication | Ji2 - | Publishing of computer operatir system software, application s | |
| PARTICULARS OF HO (INCLUDING JOINT VI | ENTURES) | | SOCIATE COMPANIES Pre-fill All | |
| S.No Name of the comp | pany CIN / FCR | N H | olding/ Subsidiary/Associate/ Joint Venture | % of shares held |
| 1 | | | | |
| | BENTURES AND OTI | IED AFOI | IDITIES OF THE SOUR | |

(i) *SHARE CAPITAL

(a) Equity share capital

| Class of Shares Equity | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Number of equity shares | 11,000,000 | £,909,100 | 9,909,100 | 9,909,100 |
| Nomnal value per share (in rupees) | 5 | 5 | 5 | 5 |
| Total amount of equity shares (in rupees) | 55,000,000 | 49,545,500 | 49,545,500 | 49,545,500 |

(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 |

| | | - | | |
|------|-----|------|------|---|
| Muus | har | ot c | эсса | H |

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

| v. ESOPs | 0 | 0 | 0 | 0 | 0 | n |
|--|-----------|-----------|---------|------------|------------|---|
| | U | 0 | 0 | 0 | U | 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 | 2,923,680 | 6,985,420 | 9909100 | 49,545,500 | 49,545,500 | |
| 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 | | | | | | _ |
| iii. Others, specify Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| | 0 | 0 | 0 | 0 | 0 | 0 |
| Decrease during the year | | _ | | _ | | |

| | fshares | (i) | (ii) | (iii) | | |
|--|--------------------------|----------------------|-------------------------------------|---------------------|--|--|
| Before split / | Number of shares | | | | | |
| Consolidation | Face value per share | | | | | |
| After split / | Number of shares | | | | | |
| Consolidation | Face value per share | | | | | |
| Nil [Details being provided in a CD/Digital Media] Yes No Not Applicable Separate sheet attached for details of transfers Yes No Not Applicable Separate sheet attached for details of transfers No Notes: 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. | | | | | | |
| ate of the previous | s annual general meeting | 29/09/2020 | | | | |
| ate of registration | of transfer (Date Month) | Year) | | | | |
| Type of transf | er | 1 - Equity, 2- Prefe | rence Shares,3 - Del | bentures, 4 - Stock | | |
| lumber of Shares/ Inits Transferred | Debentures/ | | nt per Share/ ture/Unit (in Rs.) | | | |
| edger Folio of Tra | nsferor | 1 | | | | |
| | | | | | | |

| 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/ D Units Transferred | Number of Shares/ Debentures/ Amount per Share/ Debenture/Unit (in Rs.) | | | | | |
| Ledger Folio of Transferor | | | | | | |
| Transferor's Name | Transferor's Name | | | | | |
| | Surnan | ne . | middle name first name | | | |
| Ledger Folio of Trans | sferee | | | | | |
| Transferee's Name | | | | | | |
| | Surnan | ne | middle name | | first name | |
| (iv) *Debentures (Outstanding as at the end of financial year) Particulars Number of units Nominal value per Total value unit | | | | | | |
| on-convertible debentures 0 | | | 0 | 0 | | |
| artly convertible debentur | artly convertible debentures 0 | | | 0 | 0 | |
| ully convertible debenture | 5 | 0 | | 0 | 0 | |
| otal | | | | | 0 | |
| Details of debentures | | | | | | |

| 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/ D Units Transferred | Number of Shares/ Debentures/ Amount per Share/ Debenture/Unit (in Rs.) | | | | | |
| Ledger Folio of Trans | sferor | | | | | |
| 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)

| | | 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 |

| 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 | |
| | Т | otal 2,674,380 | 26.99 | 0 | 0 |

Total number of shareholders (promoters)

2

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

| 5. No. | Category | Equ | iity | Preference | | |
|--------|---|------------------|------------|------------------|------------|--|
| | | Number of shares | Percentage | Number of shares | Percentage | |
| 1. | Individual/Hindu Undivided Family | | | | | |
| | (i) Indian | 4,699,651 | 47.43 | 0 | | |
| | (ii) Non-resident Indian (NRI) | 205,100 | 2.07 | 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 | | |

| | Total | 7,234,720 | 73.01 | 0 | 0 |
|------------|---------------------------------------|--------------|-------|---|---|
| Total numb | ber of shareholders (other than promo | oters) 4,557 | | | |

Total number of shareholders (Promoters+Public/ Other than promoters) 4,559

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

| Details | At the beginning of the year | At the end of the year |
|-----------------------------------|------------------------------|------------------------|
| Promoters | 2 | 2 |
| Members (other than promoters) | 4,568 | 4,557 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | | irectors at the of the year | | ectors at the end e year | Percentage of shares held by directors as at the end of year | | |
|--------------------------------------|---------------|--------------------------------|-----------|-----------------------------|---|---------------|--|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive | |
| A. Promoter | 2 | 0 | 2 | 0 | 26.98 | 0 | |
| B. Non-Promoter | Promoter 0 1 | | 0 | 1 | Ō | 0 | |
| (i) Non-Independent | dependent 0 1 | | 0 | 1 | 0 | 0 | |
| (ii) Independent | 0 0 | | 0 | 0 | 0 | 0 | |
| C. Nominee Directors representing | 0 | 0 | 0 | 0 | 0 | 0 | |
| (i) Banks & FIs | nks & FIs 0 0 | | 0 | 0 | 0 | 0 | |
| (ii) Investing institutions | 0 0 | | 0 | 0 | 0 | 0 | |
| (iii) Government | | | | | | | |

(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) |
|--------------------|----------|------------------|-----------------------------------|--|
| SUBBIAN RAGOTHAM | 00026750 | Managing Direct | 2,354,570 | |
| USHA PRASHANTH R/ | 00046371 | Whole-time direc | 319,819 | |
| SRINIVAS SATYANAR. | 07752657 | Director | 0 | |

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

| Name | beginning / during | Nature of change (Appointment/ Change in designation/ Cessation) |
|------|--------------------|---|
| | | |

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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

| Type of meeting | Date of meeting | | Attendance Number of members % of total attended shareholding | | |
|------------------------|-----------------|-------|--|-------|--|
| Annual General Meeting | 29/09/2020 | 4,570 | 19 | 37.34 | |

B. BOARD MEETINGS

*Number of meetings held 4

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | | | |
|--------|-----------------|--|---------------------------------|-----------------|--|
| | | or meeting | Number of directors attended | % of attendance | |
| 1 | 15/05/20:20 | 3 | 3 | 100 | |
| 2 | 07/08/20:20 | 3 | 2 | 66.67 | |

| S | i. No. Ty | pe of eting | Date of meeting | of Mer | Number nbers as | | | At | tendan | ce | | | | | | |
|------------------|---|-----------------------|--|-------------------|----------------------------|--|--------------------------------|-----------------------------------|----------------|--------------------------|----------------------|-------------------------------|--|-----------------|---------|--|
| | | | | on the | | Numb | ober of members nded % of a | | % of attenda | endance | | | | | | |
| *ATT | 1 ENDANCE OF | DIREC | TORS | | | | | | | | | | | | | |
| | | | B11 | | | | | | | | | | | | | |
| | | | Board M | leetings | | | (| Committee | Meetr | igs | Whethe attended A | GM | | | | |
| S. No. | Name of the director | director | gs which Number rwas Meeting | 5 | % of attendance | Number of Meetings which Number of director was Meetings | | Meetings which Number of | | Meetings which Number of | | Meetings which Number of % of | | % of attendance | held on | |
| | | entitled attend | to attended | i | one ruoi r | ~ | entitled to attend | attende | i | anendane | 29/09/202 (Y/N/NA | | | | | |
| 1 | SUBBIAN RA | | 4 4 | | 100 |) | 0 | |) | 0 | Yes | , | | | | |
| 2 | USHA PRASH | | 4 4 | | 100 |) | 0 | |) | 0 | Yes | • | | | | |
| 3 | SRINIVAS SA | | 4 3 | 1 | 75 | | 0 | (|) | 0 | No | , | | | | |
| | Nil | | | | | | | | | | | | | | | |
| umber | of Managing Dire | ctor, Wi | hole-time Director | s and/o | Manager | whose | e remuneration | | | red 2 | | | | | | |
| S. No. | | ctor, Wi | hole-time Director Designation | | Manager s Salary | | e remuneration o | details to Stock Op Sweat e | tion/ | ored 2 Others | Total Amoun | t | | | | |
| | Name | | | Gros | | | | Stock Op | tion/ | 2 | | _ | | | | |
| S. No. | Name SUBBIAN RA | GOTHI | Designation Managing Direct | Gros | s Salary | | ommission | Stock Op Sweat e | tion/ | 2 Others | Amoun | 00 | | | | |
| S. No. | Name SUBBIAN RA | GOTH! | Designation Managing Direct Whole Time Dire | 1,2 | s Salary | | ommission 0 | Stock Op Sweat e | tion/ | Others | 1,200,00 | 00 | | | | |
| S. No. 1 2 | Name SUBBIAN RA USHA PRASH Total | GOTHI EII HANTH | Designation Managing Direct Whole Time Dire | 1,2 1,2 | 00,000 00,000 00,000 | C | O O | Stock Op Sweat er | tion/ | Others | 1,200,00 | 00 | | | | |
| S. No. 1 2 | Name SUBBIAN RAI USHA PRASH Total of CEO, CFO and | GOTHI EII HANTH | Designation Managing Direct Whole Time Direct Direc | 1,2 1,2 2,4 | 00,000 00,000 00,000 | Co | O O | Stock Op Sweat er | tion/ quity | Others O O | 1,200,00 | 00 | | | | |

| W. MATTERS OF ATTER TO STORY AND SECOND MATTER AND SHOULD AND SHOU | | | | | | | | | | | |
|--|--|---------------------|---|-----------------------------------|--|--|--|--|--|--|--|
| XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES | | | | | | | | | | | |
| * A. Whether the company has made compliances and disclosures in respect of applicable Yes Ono provisions of the Companies Act, 2013 during the year | | | | | | | | | | | |
| B. If No, give reasons/observations | | | | | | | | | | | |
| | | | | | | | | | | | |
| XII. PENALTY AND P | UNISHMENT - DET/ | AILS THEREOF | | | | | | | | | |
| (A) DETAILS OF PEN | (A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NII | | | | | | | | | | |
| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | | Details of penalty/ punishment | Details of appeal (if any) including present status | | | | | | |
| (B) DETAILS OF CO | MPOUNDING OF OR | FENCES N | 1 | | | | | | | | |
| 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 comp | lete list of sharehold | ders, debenture hol | ders has been enclos | ed as an attachmer | ıt | | | | | | |
| Ye | s 🔵 No | | | | | | | | | | |
| XIV. COMPLIANCE | 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 | | | | | | | | | | | |
| Whether associat | e or fellow | Associate | e () Fellow | | | | | | | | |
| Certificate of pra | ctice number | | | | | | | | | | |

Declaration I am Authorised by the Board of Directors of the company vide resolution no. .. dated 24/08/2021 (DD/MMYYYY) 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: 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. 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 00026750 To be digitally signed by Ocompany Secretary Company secretary in practice Certificate of practice number Membership number 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