

FORM NO. MGT-7

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



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L65910DL1989PLC034812

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACT0706D

(ii) (a) Name of the company

TOURISM FINANCE CORPORAT

(b) Registered office address

4th Floor, Tower 1, NBCC Plaza
Pushp Vihar, Sector-5, Saket
New Delhi
South Delhi
Delhi
110017

(c) *e-mail ID of the company

sanjayahuja@tfciltd.com

(d) *Telephone number with STD code

01147472200

(e) Website

www.tfciltd.com

(iii) Date of Incorporation

27/01/1989

(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	Bombay Stock Exchange Limited, Mumbai	1
2	National Stock Exchange of India Limited, Mumbai	1,024

(b) CIN of the Registrar and Transfer Agent

U67120WB2011PLC165872

Pre-fill

Name of the Registrar and Transfer Agent

MCS SHARE TRANSFER AGENT LIMITED

Registered office address of the Registrar and Transfer Agents

383 LAKE GARDENS
1ST FLOOR

(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

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	TFCI CAPITAL LIMITED	U74999DL2019PLC352536	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	250,000,000	80,716,748	80,716,748	80,716,748
Total amount of equity shares (in Rupees)	2,500,000,000	807,167,480	807,167,480	807,167,480

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	250,000,000	80,716,748	80,716,748	80,716,748
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,500,000,000	807,167,480	807,167,480	807,167,480

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	250,000,000	0	0	0
Total amount of preference shares (in rupees)	2,500,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	250,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	2,500,000,000	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	1,270,084	79,446,664	80716748	807,167,480	807,167,480	

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 <input type="text"/>						
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 <input type="text"/>						
At the end of the year	1,270,084	79,446,664	80716748	807,167,480	807,167,480	
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 <input type="text"/>						
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						
<input type="text"/>						
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	<input type="text"/>
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) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	22,289	100000,1000000	7,912,400,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			7,912,400,000

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	8,412,400,000	0	500,000,000	7,912,400,000
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

2,584,521,000

(ii) Net worth of the Company

7,916,262,000

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)	7,686,633	9.52	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

3.	Insurance companies	3,822,171	4.74	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	8,061,597	9.99	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,421,502	3	0	
10.	Others	0	0	0	
	Total	21,991,903	27.25	0	0

Total number of shareholders (promoters)

5

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	32,828,587	40.67	0	
	(ii) Non-resident Indian (NRI)	2,953,840	3.66	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	780	0	0	
5.	Financial institutions	7,958	0.01	0	
6.	Foreign institutional investors	13,257,052	16.42	0	
7.	Mutual funds	2,000	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	8,780,540	10.88	0	
10.	Others IEPF Authority, Trust	894,088	1.11	0	
	Total	58,724,845	72.75	0	0

Total number of shareholders (other than promoters)

59,047

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

59,052

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CITRINE FUND LIMITE +	DEUTSCHE BANK AG, DB HOUSE H +			250,000	0.31
POLUS GLOBAL FUND +	ICICI BANK LTD SMS DEPT 1ST FLC +			705,000	0.87
INDIA OPPORTUNITIE +	STANDARD CHARTERED BANK Ser +			8,061,597	9.99
CONNEXOR INVESTM +	BNP PARIBAS HOUSE 1 NORTH AV +			2,325,727	2.88
BRISTOW INVESTMEN +	4TH FLOOR 19 BANK STREET CYBE +			306,544	0.38
SRI SILVERDALE OPPC +	C/O VISTRA (MAURITIUS) LIMITED +			210,000	0.26
VARANIUM INDIA OPI +	SBI SG GLOBAL SECURITIES SERVI +			3,487,943	4.32
NOMURA SINGAPORE +	HSBC SECURITIES SERVICES 11TH +			3,393,000	4.2
THE INDIAMAN FUND +	HSBC SECURITIES SERVICES 11TH +			2,578,838	3.2

**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	6	5
Members (other than promoters)	50,895	59,047
Debenture holders	284	318

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	3	0	3	0	9.52
B. Non-Promoter	2	4	1	4	0	0
(i) Non-Independent	2	0	1	0	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	1	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	1	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	8	1	7	0	9.52

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)
SETHURATHNAM RAVI +	00009790	Director	0	
SUBRAHMONEYAN CH +	00024780	Director	500	
THANKOM T MATHEW +	00025326	Director	0	
SHYAM MAHESHWAR +	01744054	Director	0	
BAPI MUNSHI	02470242	Director	0	
RAVINDER KUMAR SC +	07127966	Director	0	
KOPPARA SAJEEVE T +	08069585	Director	7,686,633	
ANIRBAN SUDARSHAN +	08402393	Managing Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SANJAY AHUJA	ADTPA3451F	Company Secretary	0	
ANOOP BALI	AAHPB5360P	CFO	0	

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

3

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)
BRIJ MOHAN GUPTA	00065035	Whole-time director	26/11/2020	Cessation
SUMAN BILLA	00368821	Nominee director	10/11/2020	Cessation
RAVINDER KUMAR SC	07127966	Director	17/08/2020	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

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	17/08/2020	55,134	56	11.81

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	04/06/2020	10	9	90
2	16/07/2020	10	9	90
3	13/08/2020	10	9	90
4	10/11/2020	10	8	80
5	10/02/2021	8	8	100
6	30/03/2021	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

21

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	26/05/2020	3	3	100
2	Audit Committee	04/06/2020	3	3	100
3	Audit Committee	14/07/2020	3	3	100
4	Audit Committee	13/08/2020	3	3	100
5	Audit Committee	10/11/2020	3	3	100
6	Audit Committee	10/02/2021	3	3	100
7	Nomination & Remuneration	09/06/2020	4	4	100
8	Nomination & Remuneration	10/11/2020	4	3	75
9	Nomination & Remuneration	10/02/2021	4	4	100
10	Nomination & Remuneration	01/03/2021	4	4	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	
1	SETHURATHI	6	6	100	14	14	100	
2	SUBRAHMONY	6	6	100	13	13	100	
3	THANKOM T	6	6	100	11	11	100	
4	SHYAM MAHA	6	5	83.33	10	8	80	
5	BAPI MUNSHI	6	6	100	6	6	100	
6	RAVINDER KI	6	6	100	4	4	100	
7	KOPPARA SA	6	6	100	10	10	100	
8	ANIRBAN SUI	6	6	100	5	5	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	ANIRBAN SUDARS	Managing Director	16,411,764	0	0	956,160	17,367,924
2	BRIJ MOHAN GUP	Whole-time director	3,498,506	0	0	8,427,714	11,926,220
	Total		19,910,270	0	0	9,383,874	29,294,144

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	ANOOP BALI	CFO	3,708,588	0	0	1,228,921	4,937,509
2	SANJAY AHUJA	Company Secretary	2,982,420	0	0	911,345	3,893,765
	Total		6,691,008	0	0	2,140,266	8,831,274

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SETHURATHNAM	Director	708,000	0	0	0	708,000
2	SUBRAHMONEYAI	Director	778,800	0	0	0	778,800
3	THANKOM T MATH	Director	601,800	0	0	0	601,800
4	BAPI MUNSHI	Director	495,600	0	0	0	495,600
5	RAVINDER KUMAR	Director	424,800	0	0	0	424,800
	Total		3,009,000	0	0	0	3,009,000

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

A.N.Kukreja

Whether associate or fellow

Associate Fellow

Certificate of practice number

2318

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

5233

Certificate of practice number

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

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