

⁴[SCHEDULE V

Annual Return

(See section 159)

Contents and Form of Annual Return of a Company having a share capital

Part I

Contents

1. The address of the registered office of the company.
2. A summary specifying the following in respect of each class of shares:
 - (a) the amount of the authorised share capital of the company and the number of shares into which it is divided;
 - (b) the number of shares issued, from the date of commencement of the company to the date of the company's last annual general meeting;
 - (c) the number of shares subscribed upto the date aforesaid;
 - (d) the paid up share capital upto that date;
3. The total number of non-convertible, partly convertible and fully convertible debentures issued and outstanding on the date referred to in sub-clause (b) of clause 2.
4. Particulars of the total amount of the indebtedness of the company on the date referred to in sub-clause (b) of clause 2 in respect of all charges including mortgages which are required to be registered with the Registrar under this Act.
5. A list-
 - (a) containing the names and addresses of all persons who, on the date of the company's last annual general meeting, are members or debenture holders of the company and of persons who have ceased to be members or debenture holders on or before that day and since the date of the annual general meeting with reference to which the last return was submitted or in the case of the first return, since the incorporation of the company;
 - (b) stating the number of shares or debentures held by each of the existing members or debenture holders, as the case may be, at the date referred to in sub-clause (b) of clause 2, specifying the number of shares or debentures transferred since the date of the annual general meeting with reference to which the last return was submitted or in the case of the first return, since the date of the incorporation of the company by persons who are still members or debenture holders

respectively, the dates or registration of transfers, and the names of transferees and relevant folio containing particulars thereof;

(c) if the names aforesaid are not arranged in alphabetical order having annexed thereto in index sufficient to enable the name of the person therein to be easily found.

6. Particulars specifying name, nationality, date of birth, date of appointment, Election Commission's Identity Card No., if issued, and residential address with respect to the persons who at the date of the company's last annual general meeting are the directors of the company and with respect to any person who at the date is the manager or the secretary of the company together with all such particulars, with respect to those who had ceased to hold such office that is the office of director, manager or secretary on or before the date of the last annual general meeting and since the date of the annual general meeting with respect to which the last return was submitted or in the case of the first return, since the incorporation of the company.

7. Information whether the shares of the company are listed on a recognised stock exchange.

FORM OF ANNUAL RETURN OF A COMPANY HAVING A SHARE CAPITAL

ANNUAL RETURN

The Companies Act, 1956 (1 of 1956)

Schedule V, Part II

(See section 159)

1. Registration Details

Registration No.		State Code . . (Refer Code List 1)
Registration Date		Whether shares listed on .
Date Month Year		recognised Stock Exchange(s)
		Y - Yes, N - No
If Yes, Stock exchange code (Totals)		A B
(Refer Code list 2)		
AGM Held .	Y-Yes	Date of AGM/
	N-No	Due Date DateMonth Year

II. Name and Registered Office Address of Company

Company Name		
Address		
Town/ City		
State		Pin Code
Telephone with STD		
	Area Code	Number
Fax Number		
Email Address		

III. Capital Structure of the Company (Amount in Rs. Thousands)		
Authorised Share Capital Break-up		
Type of Shares	No. of Shares	Nominal Value (in Rs.)
(i) Equity	• • • • • • • •	• • • • •
(ii) Preference	• • • • • • • •	• • • • •
Total Authorised Capital	• • • • • • • • • •	
Issued Share Capital Break-up		
Type of Shares	No. of Shares	Nominal Value (in Rs.)
(i) Equity	• • • • • • • •	• • • • •
(ii) Preference	• • • • • • • •	• • • • •
Total Issued Capital	• • • • • • • • • •	
Subscribed Share Capital Break-up		
Type of Shares	No. of Shares	Nominal Value (in Rs.)
(i) Equity	• • • • • • • •	• • • • •
(ii) Preference	• • • • • • • •	• • • • •
Total Subscribed Capital	• • • • • • • • • •	
Paid Up Share Capital Break-up		
Type of Shares	No. of Shares	Amount Paid up (in Rs.)
(i) Equity	• • • • • • • •	• • • • •
(ii) Preference	• • • • • • • •	• • • • •
Total Paid up Capital	• • • • • • • • • •	
Debentures Break-up		
Type of Debenture	No. of Debentures	Nominal Value (in Rs.)
(i) Non-Convertible	• • • • • • • •	• • • • •

	SurnameMiddle NameFirst Name		
Nationality •	I - Indian	Date of birth	• • • • •
	F – Foreign		Date Month Year
Designation •	C - Chairman-cum-Managing Director		
	W - Whole Time Director, S - Secretary, R - Manager		
	D - Director, M - Managing director		
Date of Appointment Election Commission	• • • • • Date Month Year	Date of Ceasing	• • • • • Date Month Year
Identity Card No. (if issued)	• • • • •		

Residential Address	• • • • • • • • • •
Town/ City	• • • • •
District	• • • • •
State	• • • • •
Pin Code	• • • • •
Residential Address	• • • • • • • • • •
Town/City	• • • • •
District	• • • • •
State	• • • • •
Pin Code	• • • • •
Residential Address	• • • • • • • • • •
Town/ City	• • • • •
District	• • • • •
State	• • • • •
Pin Code	• • • • •
*Note: Additional Sheets may be attached if needed.	
V. Details of Shares/ Debentures Held at Date of AGM*	
Ledger Folio of Share/ Debenture Holder • • • • •	
Share/ Debenture Holder's Name	
	• • • • • SurnameMiddle NameFirst Name

Father's/ Husband's Name	
	• • • • •
Types of Share/ Debenture	• 1-Equity, 2-Preference Shares,
	3 - Debentures, 4 - Stock
Number of Share/ Debenture Held/	
Stock, if any	• • • • • Amount per share • • • • •
	(in Rs.)
Ledger Folio of Share/ Debenture Holder • • • • •	
Share/ Debenture Holder's Name	
	• • • • •
	SurnameMiddle NameFirst Name
Father's/ Husband's Name	
	• • • • •
Types of Share/ Debenture	• 1-Equity, 2-Preference Shares,
	3 - Debentures, 4 - Stock
Number of Shares/ Debentures Held/	
Stock, if any	• • • • • Amount per share • • • • •
	(in Rs.)
*Note: Separate sheet may be attached if needed. If number of such shareholders exceed 10, if so desired, a text file may be submitted on a floppy or a cartridge tape in the format given in Annexure III.	
Address	• • • • • • • • • •
Town/ City	• • • • •
District	• • • • •
State	• • • • •
Pin Code	• • • • •
Address	• • • • • • • • • •
Town/ City	• • • • •
District	• • • • •
State	• • • • •
Pin Code	• • • • •
Address	• • • • • • • • • •

Town/ City	• • • • •	
District	• • • • •	
State	• • • • •	
Pin Code	• • • • •	
VI. Details of Shares/ Debentures Transfers since date of last AGM (or in the case of the first return at the time since the incorporation of the company)*		
Date of Previous AGM	• • • • • Date Month Year	
Date of Registration of Transfer of shares	• • • • • Date Month Year	
Type of transfer •	1- Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures transferred	• • • • • (in Rs.)	Amount per share • • • • •
Ledger Folio of Transferor	• • • • •	
Transferor's Name	• • • • • SurnameMiddle NameFirst Name	
Ledger Folio of Transferee	• • • • •	
Transferee's Name	• • • • • SurnameMiddle NameFirst Name	
Date of Registration of Transfer of shares	• • • • • Date Month Year	
Type of transfer •	1- Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures transferred	• • • • • (in Rs.)	Amount per share • • • • •
Ledger Folio of Transferor	• • • • •	
Transferor's Name	• • • • • SurnameMiddle NameFirst Name	
Ledger Folio of Transferee	• • • • •	
Transferee's Name	• • • • • SurnameMiddle NameFirst Name	
*Note: Separate sheet may be attached if needed. If number of such transactions exceed 10, if so desired, a text file may be submitted on a floppy or cartridge in the format given in Annexure IV.		

VII. Indebtedness of the Company (Amount in Rs. Thousands) [Secured Loans including interest outstanding/ accrued but not due for payment]	
Amount	• • • • • • • • • •
VIII. Equity Share Capital Break-up (Percentage of Total Equity)	
(i) Government [Central & State(s)]	
• • •	
(ii) Government Companies	
• • •	
(iii) Public Financial Institutions	
• • •	
(iv) Nationalised/Other Banks	
• • •	
(v) Mutual Funds	
• • •	
(vi) Venture Capital	
• • •	
(vii) Foreign Holdings (FIIs/ FCs/ FFIs/ NRIs/ OCBs)	
• • •	
(viii) Bodies Corporate (Not Mentioned Above)	
• • •	
(ix) Directors/ Relatives of Directors	
• • •	
(x) Other top 50 Share Holders [Other than those listed above]	
• • •	

We certify that:

(a) the return states the facts as they stood on the date of the annual general meeting aforesaid, correctly and completely;

(b) since the date of the last annual return the transfer of all shares, debentures, the issue of all further certificates of shares and debentures have been appropriately recorded in the books maintained for the purpose;

(c) the whole of the amount of dividend remaining unpaid or unclaimed for a period of three years from the date of transfer to the special account has been transferred to the General Revenue Account of the Central Government as required under sub-section (5) of section 205A;

(d) the company has not, since the date of the annual general meeting with reference to which the last return was submitted, or in the case of a first return, since the date of the incorporation of the company, issued any invitation to the public to subscribe for any shares or debentures of the company;

(e) where the annual return discloses the fact that the number of members of the company exceeds fifty, the excess consists wholly of persons who under sub-clause (1) section 3 are not to be included in reckoning the number of fifty;

(f) since the date of annual general meeting with reference to which the first return was submitted or in the case of a first return since the date of the incorporation of the private company, no public company or deemed public company has or have held twenty-five per cent, or more of its paid up share capital;

(g) the company did not have an average turnover of Rs. ten crores or more during the relevant period;

(h) since the date of the annual general meeting with reference to which the last annual return was submitted or since the date of incorporation of the company, if it is first return, the company did not hold twenty-five per cent or more of the paid up share capital of one or more public companies; and

(i) the private company did not accept or renew or invite deposits from the public.

Signed

Director: _____

Director/ Managing Director/ Manager/ Secretary: _____

Secretary in whole time practice: _____

CP No.: _____

Note: Certificates to be given by a Director and Manager/ Secretary or by two Directors where there is no manager or secretary. In the case of a company whose shares are listed on a recognised stock exchange, the certificates shall also be signed by a secretary in whole time practice.

Annexure I

Code List 1: State Codes

State Code	State Name	State Code	State Name
01	Andhra Pradesh	02	Assam
03	Bihar	04	Gujarat
05	Haryana	06	Himachal Pradesh
07	Jammu & Kashmir	08	Karnataka

09	Kerala	10	Madhya Pradesh
11	Maharashtra	12	Manipur
13	Meghalaya	14	Nagaland
15	Orissa	16	Punjab
17	Rajasthan	18	Tamil Nadu
20	Uttar Pradesh	21	West Bengal
22	Sikkim	23	Arunachal Pradesh
24	Goa	52	Andaman Islands
53	Chandigarh	54	Dadra Islands
55	Delhi	56	Daman & Diu
57	Lakshadweep	58	Mizoram
59	Pondicherry		

Annexure II

Code List 2: Stock Exchange Codes

Exchange Code	Stock Exchange	Exchange Code	Stock Exchange
A1	Bombay	B1	OTCEI
A2	Delhi	B2	Nagpur
A4	Calcutta	B4	Coimbatore
A8	Madras	B8	Cochin
A16	Bangalore	B16	MP
A32	Hyderabad	B32	Jaipur
A64	Ahmedabad	B64	Rajkot
A128	Pune	B128	Gauhati

A256	Kanpur	B256	Bhubaneshwar
A512	Ludhiana	B512	Magadh
A1024	National Stock Exchange	B1024	Vadodra
		B2048	Rajkot

Note: If listed in more than one exchange, add the respective codes to arrive at the Totals under the same category. For example a company listed in Bombay, Pune, Nagpur and Cochin will fill the exchange codes as follows:

A		1	2	9	B			1	0
---	--	---	---	---	---	--	--	---	---

Annexure III

Shares/ Debentures held: (format for floppies)

1. Registration Details

Field	Type	Length	Format/ Value
State Code	Number	2	
Registration No.	Number	8	
Date of AGM	Date	8	(DD/ MM/ YY)
Date of last AGM	Date	8	(DD/ MM/ YY)

Note: The first text file cid.txt will contain the data for above field for company identification.

V. Shares held by Share Holders

Field	Type	Length	Format/ Value
Ledger folio of Shareholder	Character	8	
Name of shareholder	Character	20	Surname Middle name First name
Father's/ Husband's Name	Character	20	Surname Middle name First name

Residential Address	Character	40	
Town/ City	Character	20	
State	Character	20	
Pin Code	Number	6	
Type of Share/ Debenture	Number	1	1. Equity, 2. Preference.
			3. Debentures, 4. Stock
Number of shares/ Debenture	Number	6	
Amount per Share/ Debenture	Number	6	
Note: The second text file shh.txt will contain the data for above fields for the shareholders/ debenture holders. The file s may be submitted in 5.25" or 3.5" floppies (preferably 3.5") or 60/150 MB Normal Cartridge Tapes (mini Cartridges not acceptable). The Floppies/ Cartridges may be formatted in DOS/ Unix.			
Annexure IV Shares transferred: (format for floppies)			
I. Registration Details			
Field	Type	Length	Format/ Value
State Code	Number	2	
Registration No.	Number	6	
Date of AGM	Date	8	(DD/ MM/ YY)
Date of last AGM	Date	8	(DD/ MM/ YY)
Note: The first text file cid.txt will contain the data for above field for company identification.			
VI. Transactions after the last AGM			
Field	Type	Length	Format/ Value
Date of Transfer of Shares	Date	8	(DD/ MM/ YY)

Type of Share/Debenture	Number	1	1. Equity, 2. Preference.
			3. Debentures, 4. Stock
Number of Shares/ Debenture	Number	6	
Amount per Share/ Debenture	Number	6	
Ledger folio of Transferor	Character	8	
Name of Transferor	Character	20	Surname Middle name First name
Ledger Folio of Transferee	Character	8	
Name of Transferee	Character	20	Surname Middle name First name

Note: The second text file sht.txt will contain the data for above fields for each such share transfer.

The files may be submitted in 5.25" or 3.5" floppies (preferably 3.5") or 60/150 MB Normal Cartridge Tapes (mini Cartridges not acceptable). The Floppies/ Cartridges may be formatted in DOS/ Unix.]

Foot Notes

4. Substituted by Notification No. GSR 389(E), dated 15th. May, 1995.