

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

L74900MH2000PLC126237

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCK6981G

(ii) (a) Name of the company

CARTRADE TECH LIMITED

(b) Registered office address

12th Floor Vishwaroop IT Park Sector 30A, Vashi NA
Navi Mumbai
Thane
Maharashtra
400705

(c) *e-mail ID of the company

legal@cartrade.com

(d) *Telephone number with STD code

02267398888

(e) Website

https://www.cartradetech.com

(iii) Date of Incorporation

28/04/2000

(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	BSE Limited (BSE)	1
2	National Stock Exchange of India Limited (NSE)	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date 01/04/2022 (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

27/09/2023

(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	J	Information and communication	J7	Data processing, hosting and related activities; web portal	100

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

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

6

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	CARTRADE FINANCE PRIVATE L	U67100MH2019PTC327412	Subsidiary	100
2	SHRIRAM AUTOMALL INDIA LI	U50100TN2010PLC074572	Subsidiary	55.43

3	CARTRADEEXCHANGE SOLUTIONS	U74120MH2012PTC237037	Subsidiary	55.43
4	ADROIT INSPECTION SERVICES	U93000DL2016PTC292367	Subsidiary	55.43
5	AUGEO ASSET MANAGEMENT	U67200DL2019PTC351745	Subsidiary	55.43
6	CARTRADE FOUNDATION	U85300MH2021NPL363767	Subsidiary	99.99

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	60,730,000	46,844,317	46,844,317	46,844,317
Total amount of equity shares (in Rupees)	607,300,000	468,443,170	468,443,170	468,443,170

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	60,730,000	46,844,317	46,844,317	46,844,317
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	607,300,000	468,443,170	468,443,170	468,443,170

(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	25,450	46,597,117	46622567	466,225,670	466,225,670	
Increase during the year	0	221,850	221850	2,217,500	2,217,500	34,288,500
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	221,750	221750	2,217,500	2,217,500	34,288,500
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	100	100	0	0	0
Dematerialization of Shares						
Decrease during the year	100	0	100	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	100	0	100	0	0	
Dematerialization of Shares						
At the end of the year	25,350	46,818,967	46844317	468,443,170	468,443,170	
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	
N.A						
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	
N.A						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE290S01011

(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	<input type="text"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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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"/>
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Ledger Folio of Transferor <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferor's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	Surname	middle name	first name
Ledger Folio of Transferee <div style="border: 1px solid black; width: 500px; height: 25px; margin-left: 10px;"></div>			
Transferee's Name	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>	<div style="border: 1px solid black; width: 100%; height: 25px;"></div>
	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

1,566,749,929.96

(ii) Net worth of the Company

17,677,352,320.32

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)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (promoters)

0

(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	10,151,406	21.67	0	
	(ii) Non-resident Indian (NRI)	452,620	0.97	0	
	(iii) Foreign national (other than NRI)	272,031	0.58	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	6,628	0.01	0	
4.	Banks	1,665	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	32,763,186	69.94	0	
7.	Mutual funds	1,085,079	2.32	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	974,271	2.08	0	
10.	Others Mutual Funds, Alternate Inv	1,137,431	2.43	0	
	Total	46,844,317	100	0	0

Total number of shareholders (other than promoters)

354,671

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

354,671

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

58

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
238 PLAN ASSOCIATE				65,950	
DEWDROPS CAPITAL I				1,665	
KUWAIT INVESTMENT				674,381	
BOFA SECURITIES EUR				111,924	

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
COPTHALL MAURITIUS				8,867	
EASTSPRING INVESTMENT				164,644	
GOLDMAN SACHS CO				64,632	
JANA EMERGING MARKETS				6,131	
JUPITER INDIA FUND				435,712	
KOTAK FUNDS - INDIA				110,498	
M&A ASIAN FUND				165,016	
SPDR PORTFOLIO EMERGING				27,696	
SPDR S&P EMERGING				14,480	
THE PRUDENTIAL ASSURANCE				857,319	
BAY CAPITAL INDIA FUND				1,048,330	
BAY CAPITAL INDIA FUND				262,305	
CASSINI PARTNERS, L.P.				272,255	
KIM PRIVATE PRIME GLOBAL				7,564	
NEUBERGER BERMAN				7,858	
THE SAUDI SECOND INVESTMENT				10,234	
THE UNITED PENSION SERVICES				4,581	
ALBERTA INVESTMENT				20,356	
ALPS/KOTAK INDIA ES				136,844	
CAISSE DE DEPOT ET FIDUCIAR				48,000	
EASTSPRING INVESTMENT				104,600	

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	0	0
Members (other than promoters)	424,642	354,671
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	2	4	2	4	2.09	0.11
(i) Non-Independent	2	1	2	1	2.09	0.11
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	4	2	4	2.09	0.11

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

7

(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)
Vinay Vinod Sanghi	00309085	Managing Director	980,763	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Victor Anthony Perry III	06992828	Director	50,546	
Aneesha Bhandary	07779195	Director	1,000	
Kishori Jayendra Udes	01344073	Director	0	
Vivek Gul Asrani	00114447	Director	0	
Lakshminarayanan Sub	02808698	Director	0	
Lalbahadur Deepnarayan	BAEPP1259B	Company Secretary	1	

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

0

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)

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	27/09/2022	384,921	43	0.01

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	04/05/2022	6	6	100
2	14/07/2022	6	6	100
3	29/07/2022	6	5	83.33
4	27/08/2022	6	5	83.33

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
5	21/10/2022	6	6	100
6	24/01/2023	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

13

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	04/05/2022	3	3	100
2	Nomination and Remuneration	04/05/2022	3	3	100
3	Audit Committee	14/07/2022	3	2	66.67
4	Nomination and Remuneration	14/07/2022	3	3	100
5	Audit Committee	29/07/2022	3	3	100
6	Audit Committee	27/08/2022	3	3	100
7	Nomination and Remuneration	27/08/2022	3	3	100
8	Risk Management	21/09/2022	5	5	100
9	Audit Committee	21/10/2022	3	3	100
10	Audit Committee	24/01/2023	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	27/09/2023
								(Y/N/NA)
1	Vinay Vinod S	6	6	100	12	11	91.67	Yes
2	Victor Anthony	6	3	50	1	0	0	Yes
3	Aneesha Bhar	6	6	100	4	4	100	Yes
4	Kishori Jayenc	6	6	100	9	9	100	Yes

5	Vivek Gul Asrani	6	6	100	5	5	100	No
6	Lakshminarayana	6	6	100	7	7	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Vinay Vinod Sarin	Chairman & Managing Director	63,907,122		140,535,609.33		204,442,731.33
2	Mrs. Aneesha Bhanu	Executive Director	9,034,151		28,653,333.34		37,687,484.34
	Total		72,941,273	0	169,188,942.67	0	242,130,215.67

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Pal Lal Bahadur	Compliance Officer	1,372,937		2,289,671.63		3,662,608.63
	Total		1,372,937		2,289,671.63		3,662,608.63

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Subramanian Lakshmi	Non-Executive -	0			925,000	925,000
2	Kishori Jayendra Uday	Non-Executive -	0			1,025,000	1,025,000
3	Vivek Gul Asrani	Non-Executive -	0			700,000	700,000
4	Victor Anthony Perera	Non-Executive -	0			225,000	225,000
	Total		0			2,875,000	2,875,000

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

Mr. Shriram P. Imartey

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

4545

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. ...

16

dated

09/11/2023

(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

ANEESHA BHANDARY
Digitally signed by ANEESHA BHANDARY

DIN of the director

07779195

To be digitally signed by

PAL LAL BAHADUR DEEPNARAYAN
Digitally signed by PAL LAL BAHADUR DEEPNARAYAN

- ☒ Company Secretary
☐ Company secretary in practice

Membership number 40812

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

MGT-8 March 2023 cartrade.pdf
Annexure Meeting details.pdf
List of FII.pdf
Cartrade Tech Limited Shareholding Patter

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

Annexures

Additional and complete details in reference to Sub-Point C of Point IX of the e-Form MGT-7.

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

C. Committee Meeting

Number of Meeting held 13

Sr. No.	Type of Meeting	Date of meeting	Total Number of members as on the date of meeting	Attendance	
				Number of Members attended	% of attendance.
1.	Audit Committee	04-05-2022	3	3	100
2.	Nomination & Remuneration Committee	04-05-2022	3	3	100
3.	Audit Committee	14-07-2022	3	2	66.67
4.	Nomination & Remuneration Committee	14-07-2022	3	3	100
5.	Audit Committee	29-07-2022	3	3	100
6.	Audit Committee	27-08-2022	3	3	100
7.	Nomination & Remuneration Committee	27-08-2022	3	3	100
8.	Risk Management Committee	21-09-2022	5	5	100
9.	Audit Committee	21-10-2022	3	3	100
10.	Audit Committee	24-01-2023	3	3	100
11.	Stakeholder Relationship Committee	24-01-2023	4	3	75
12.	Internal Complaint Committee	27-02-2023	6	6	100
13.	Risk Management Committee	20-03-2022	5	5	100

Yours sincerely,

For CarTrade Tech Limited

Name: Pal Lal Bahadur

Designation: Company Secretary & Compliance Officer

Mem. No: A40812

CarTrade Tech Limited

Reg. Off. & Corp. Off.: 12th Floor, Vishwaroop IT Park, Sector 30A, Vashi, Navi Mumbai 400705.

W: cartradetech.com | T: +91 22 6739 8888 | E: investor@cartrade.com | CIN: L74900MH2000PLC126237

1. Name of Listed Entity: CarTrade Tech Limited
2. Scrip Code/Name of Scrip/Class of Security: CARTRADE
3. Share Holding Pattern Filed under: 31b
4. Share Holding Pattern as on : 31-Mar-2023
5. **Declaration:** The Listed entity is required to submit the following declaration to the extent of submission of information:-

S. No.	Particulars	Yes/No	
1	Whether the Listed Entity has issued any partly paid up shares?	No	
2	Whether the Listed Entity has issued any Convertible Securities?	No	
3	Whether the Listed Entity has any shares against which depository receipts are issued?	No	
4	Whether the Listed Entity has any shares in locked-in?	No	
5	Whether any shares held by promoters are pledge or otherwise encumbered?	No	
6	Whether the Listed Entity has issued any differential Voting Rights?	No	
7	Whether the Listed Entity has issued any Warrants ?	No	
8	Whether the listed entity has any significant beneficial owner?	Yes	

Table I - Summary Statement holding of specified securities

Category (I)	Category of shareholder (II)	Nos. of shareholders (III)	No. of fully paid up equity shares	No. of Partly paid-up equity shares	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957)	Number of Voting Rights held in each class of securities (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital)	Number of Locked in shares		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form
			held (IV)	held (V)	Receipts (VI)	(VII) = (IV)+(V)+(VI)	As a % of (A+B+C2)	No of Voting Rights			Total as a % of (A+B+C)	Warrants) (X)	(XI)= (VII)+(X) As a % of (A+B+C2)	No. (a)	As a % of total Shares held (b)	No. (a)	As a % of total Share s held (b)	(XIV)
								Classes eg: X	Classes eg: y	Total								
A	Promoter & Promoter Group	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
B	Public	354671	46844317	0	0	46844317	100	4684317	0	46844317	100	0	100	0	0			46746141
C	Non Promoter-Non Public	0	0	0	0	0		0	0	0	0	0		0	0			0
C1	Shares underlying DRs	0	0	0	0	0		0	0	0	0	0		0	0			0
C2	Shares held by Employee Trusts	0	0	0	0	0	0	0	0	0	0	0	0	0	0			0
	Total	354671	46844317	0	0	46844317	100	4684317	0	46844317	100	0	100	0	0	0	0	46746141

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

[illegible]

[illegible]

Table III - Statement showing shareholding pattern of the Public shareholder

[illegible]

	Category & Name of the Shareholders (I)	Nos. of shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	Nos. of shares underlying Depository Receipts (VI)	Total nos. shares held VII = IV+V+VI	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) VIII	Number of Voting Rights held in each class of securities (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total Shares held (b)	No. (Not applicable) (a)	As a % of total shares held (Not applicable) (b)	
								Class X	Class Y	Total								
g	Asset reconstruction companies	0	0	0	0	0	0	0	0	0	0	0	0	0	0			0
h	Sovereign Wealth Funds	0	0	0	0	0	0	0	0	0	0	0	0	0	0			0
i	NBFCs registered with RBI	0	0	0	0	0	0	0	0	0	0	0	0	0	0			0
j	Other Financial Institutions	0	0	0	0	0	0	0	0	0	0	0	0	0	0			0
k	Any Other (specify)	0	0	0	0	0	0	0	0	0	0	0	0	0	0			0
	Sub-Total (B)(1)	15	2112665	0	0	2112665	4.51	2112665	0	2112665	4.51	0	4.51	0	0			2112665
2	Institutions (Foreign)	0	0	0	0	0	0	0	0	0	0	0	0	0	0			0
a	Foreign Direct Investment	12	24258410	0	0	24258410	51.79	24258410	0	24258410	51.79	0	51.79	0	0			24258410
	Highdell Investment Ltd	1	8141574	0	0	8141574	17.38	8141574	0	8141574	17.38	0	17.38	0	0			8141574
	Macritchie Investments Pte Ltd	1	7649216	0	0	7649216	16.33	7649216	0	7649216	16.33	0	16.33	0	0			7649216
	CMDB II	1	3468156	0	0	3468156	7.4	3468156	0	3468156	7.4	0	7.4	0	0			3468156

	Category & Name of the Shareholders (I)	Nos. of shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	Nos. of shares underlying Depository Receipts (VI)	Total nos. shares held VII = IV+V+VI	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) VIII	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total shareholding , as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
								No of Voting Rights					Total as a % of Total Voting rights	No. (a)	As a % of total Shares held (b)	No. (Not applicable) (a)		As a % of total shares held (Not applicable) (b)
								Class X	Class Y	Total								
			56			6		56		8156								
	Springfield Venture International	1	1643107	0	0	1643107	3.51	1643107	0	1643107	3.51	0	3.51	0	0			1643107
	MCP3 SPV LLC	1	1299075	0	0	1299075	2.77	1299075	0	1299075	2.77	0	2.77	0	0			1299075
	Malabar India Fund Limited	1	580485	0	0	580485	1.24	580485	0	580485	1.24	0	1.24	0	0			580485
	Malabar Select Fund	1	521911	0	0	521911	1.11	521911	0	521911	1.11	0	1.11	0	0			521911
b	Foreign Venture Capital Investors	0	0	0	0	0	0	0	0	0	0	0	0	0	0			0
c	Sovereign Wealth Funds	0	0	0	0	0	0	0	0	0	0	0	0	0	0			0
d	Foreign Portfolio Investors Category I	55	8459086	0	0	8459086	18.06	8459086	0	8459086	18.06	0	18.06	0	0			8459086
	Bay Capital India Fund Ltd	1	1048330	0	0	1048330	2.24	1048330	0	1048330	2.24	0	2.24	0	0			1048330
	The Prudential Assurance	1	857319	0	0	857319	1.83	857319	0	857319	1.83	0	1.83	0	0			857319

	Category & Name of the Shareholders (I)	Nos. of shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	Nos. of shares underlying Depository Receipts (VI)	Total nos. shares held VII = IV+V+VI	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) VIII	Number of Voting Rights held in each class of securities (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total Shares held (b)	No. (Not applicable) (a)	As a % of total shares held (Not applicable) (b)	
								Class X	Class Y	Total								
	Company Limited																	
	Taiyo Greater India Fund Ltd	1	747300	0	0	747300	1.6	747300	0	747300	1.6	0	1.6	0	0			747300
	Kuwait Investment Authority Fund 225	1	674381	0	0	674381	1.44	674381	0	674381	1.44	0	1.44	0	0			674381
	Goldman Sachs Funds - Goldman Sachs Emerging Markets Equity Portfolio	1	597842	0	0	597842	1.28	597842	0	597842	1.28	0	1.28	0	0			597842
	Goldman Sachs Trust-Goldman Sachs Emerging Markets Equity Fund	1	529897	0	0	529897	1.13	529897	0	529897	1.13	0	1.13	0	0			529897
	Goldman Sachs Funds - Goldman Sachs India	1	513227	0	0	513227	1.1	513227	0	513227	1.1	0	1.1	0	0			513227

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	Category & Name of the Shareholders (I)	Nos. of shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	Nos. of shares underlying Depository Receipts (VI)	Total nos. shares held VII = IV+V+VI	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) VIII	Number of Voting Rights held in each class of securities (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total shareholding , as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total Shares held (b)	No. (Not applicable) (a)	As a % of total shares held (Not applicable) (b)	
								Class X	Class Y	Total								
	promoters (other than "Immediate Relatives" of promoters disclosed under "Promoter and Promoter Group" category)																	
e	Trusts where any person belonging to "Promoter and Promoter Group" category is "trustee", "beneficiary", or "author of the trust"	0	0	0	0	0	0	0	0	0	0	0	0	0	0			0
f	Investor Education and Protection Fund (IEPF)	0	0	0	0	0	0	0	0	0	0	0	0	0	0			0
g	Resident Individuals	342858	6928049	0	0	6928049	14.79	6928049	0	6928049	14.79	0	14.79	0	0			6928049

	Category & Name of the Shareholders (I)	Nos. of shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	Nos. of shares underlying Depository Receipts (VI)	Total nos. shares held VII = IV+V+VI	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) VIII	Number of Voting Rights held in each class of securities (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total Shares held (b)	No. (Not applicable) (a)	As a % of total shares held (Not applicable) (b)	
								Class X	Class Y	Total								
	holding nominal share capital up to Rs. 2 lakhs									9								
h	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	11	1756021	0	0	1756021	3.75	1756021	0	1756021	3.75	0	3.75	0	0			1683195
i	Non Resident Indians (NRIs)	1439	402074	0	0	402074	0.86	402074	0	402074	0.86	0	0.86	0	0			376724
j	Foreign Nationals	2	272031	0	0	272031	0.58	272031	0	272031	0.58	0	0.58	0	0			272031
k	Foreign Companies	0	0	0	0	0	0	0	0	0	0	0	0	0	0			0
l	Bodies Corporate	529	974271	0	0	974271	2.08	974271	0	974271	2.08	0	2.08	0	0			974271
	Zerodha Broking	1	554531	0	0	554531	1.18	554531	0	554531	1.18	0	1.18	0	0			554531
m	Any Other (specify)	9737	390131	0	0	390131	0.83	390131	0	390131	0.83	0	0.83	0	0			390131
	Clearing Members	33	37593	0	0	37593	0.08	37593	0	37593	0.08	0	0.08	0	0			37593
	HUF	9639	271993	0	0	271993	0.58	271993	0	271993	0.58	0	0.58	0	0			271993

	Category & Name of the Shareholders (I)	Nos. of shareholder (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	Nos. of shares underlying Depository Receipts (VI)	Total nos. shares held VII = IV+V+VI	Shareholding % calculated as per SCRR, 1957 As a % of (A+B+C2) VIII	Number of Voting Rights held in each class of securities (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total shareholding, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
								No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total Shares held (b)	No. (Not applicable) (a)	As a % of total shares held (Not applicable) (b)	
								Class X	Class Y	Total								
	LLP	62	69935	0	0	69935	0.15	69935	0	69935	0.15	0	0.15	0	0			69935
	Trusts	3	10610	0	0	10610	0.02	10610	0	10610	0.02	0	0.02	0	0			10610
	Sub-Total (B)(4)	354586	11968466	0	0	11968466	25.55	11968466	0	11968466	25.55	0	25.55	0	0			11870290
	Total Public Shareholding (B)=(B)(1)+(B)(2)+(B)(3)+(B)(4)	354671	46844317	0	0	46844317	100	46844317	0	46844317	100	0	100	0	0			46746141

Table IV - Statement showing shareholding pattern of the Non Promoter- Non Public shareholder

	Category & Name of the Shareholders (I)	PAN (II)	No. of shareh older (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	Nos. of shares underlying Depository Receipts (VI)	Total no. shares held (VII = IV+V+VI)	Shareholding % calculate d as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total shareholdin g, as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerializ ed form (XIV) (Not Applicable)	
1	Custodian/DR Holder		0	0	0	0	0	0	0	0	0	0	0	0	0	0			0	
2	Employee Benefit Trust / Employee Welfare Trust under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021		0	0	0	0	0	0	0	0	0	0	0	0	0	0			0	
	Total Non-Promoter-Non Public Shareholding (C)= (C)(1)+(C)(2)		0	0	0	0	0		0	0	0	0	0		0	0			0	

Table V - Statement showing shareholding pattern of the Significant Beneficiary Owner (SBO)

	Name	Passport No. in case of a foreign national	Nationality	Details of holding/ exercise of right of the SBO in the reporting company, whether direct or indirect*					Date of creation / acquisition of significant beneficial interest
				Shares	Voting rights	Rights on distributable dividend or any other distribution	Exercise of control	Exercise of significant influence	
1	Charles Kaye	673740442	United States of America	17.38	0	0			
A	HIGHDELL INVESTMENT LIMITED		Mauritius	17.38			No	No	27-Aug-2022

Table II- Unclaim Details

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.	
No. of shareholders	No of share held

Table III- Unclaim Details

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.	
No. of shareholders	No of share held

Table III- Person in Concert

Details of the shareholders acting as persons in Concert including their Shareholding			
Name of shareholder	Name of PAC	No. of share	Holding %



S. P. Imartey & Associates, Company Secretaries

E-601, Ekta Vivek CHSL., Kandarpada, Near D'Mart, Link Road, Dahisar (West), Mumbai - 400 068.

E-mail :- spimarteyandassociates@gmail.com

Form No. MGT - 8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **CARTRADE TECH LIMITED** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under for the financial year ended on 31st March, 2023. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under, to the extent applicable / undertaken, 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;
 - 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, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
 - 5. closure of Register of Members/Security holders, as the case maybe.
 - 6. advances/loans to its directors and/or persons or firms or companies referred in Section



S. P. Imartey & Associates, Company Secretaries

E-601, Ekta Vivek CHSL., Kandarpada, Near D'Mart, Link Road, Dahisar (West), Mumbai - 400 068.

E-mail :- spimarteyandassociates@gmail.com

185 of the Act;

7. contracts/arrangements with related parties as specified in Section 188 of the Act;
8. issue or allotment or transfer or transmission or buyback of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issue of security certificates in all instances;

During the period under review, the Company has issued and allotted following equity shares:

-

- a. 38,000 equity shares of ₹ 10/- each of the Company upon exercise of vested ESOP Options under Employee Stock Option Plan 2011 and Employee Stock Option Plan 2015, vide Board Resolution dated May 04, 2022;
 - b. 9,174 equity shares of ₹ 10/- each of the Company upon exercise of vested option under Employee Stock Option Plan 2015 vide Circular Resolution dated June 28, 2022;
 - c. 18,000 equity shares of ₹ 10/- each of the Company upon exercise of vested option under Employee Stock Option Plan 2015 vide Circular Resolution dated October 05, 2022;
 - d. 83,750 equity shares of ₹ 10/- each of the Company upon exercise of vested option under Employee Stock Option Plan 2015 vide Circular Resolution dated November 23, 2022;
 - e. 72,826 equity shares of ₹ 10/- each of the Company upon exercise of vested option under Employee Stock Option Plan 2011 and Employee Stock Option Plan 2015 vide Circular Resolution dated March 30, 2023;
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act; **(Not Applicable during the period under review)**
 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



S. P. Imartey & Associates, Company Secretaries

E-601, Ekta Vivek CHSL., Kandarpada, Near D'Mart, Link Road, Dahisar (West), Mumbai - 400 068.

E-mail :- spimarteyandassociates@gmail.com

125 of the Act; **(Not Applicable during the period under review)**

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-appointment/filling up casual vacancies of auditors as per the provisions of the Section 139 of the Act; **(Not Applicable during the period under review)**
14. approvals required to be taken from the Central Government, Tribunal, Regional Directors, Registrar, Court or such other authorities under the various provisions of the Act,
15. acceptance/renewal/repayment of deposits; **(Not Applicable during the period under review)**
16. borrowings from its Directors, members, public, financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable; **(Not Applicable during the period under review)**
17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. Alteration of the provisions of the memorandum and/or Articles of Association of the Company.

For S. P. Imartey & Associates

Shriram
Prabhakar Imartey
Digitally signed by Shriram
Prabhakar Imartey
Date: 2023.09.28 14:34:13
+05'30'

Shriram P. Imartey

Practising Company Secretary

Mem. No.: F 5933 C. P. No.: 4545

Date: 27th September, 2023

Place: Mumbai

UDIN: F005933E001111191

Peer Review Certificate Number: 2480/2022