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**)

Pre-fill

Form language Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

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

Global Location Number (GLN) of the company

- * Permanent Account Number (PAN) of the company
- (ii) (a) Name of the company
 - (b) Registered office address

(b) Registered office address	
F-31, Lower Ground Floor, Sushant Shopping Arcade Sushant k-1, B Block DLF QE DIf Qe Gurgaon Haryana	Lo
(c) *e-mail ID of the company	compliance@zfirst.in
(d) *Telephone number with STD code	919990202553

- (e) Website
- (iii) Date of Incorporation

04/02/2022

www.zielfintech.com

U74999HR2022PTC101116

ZFIRST TECHNOLOGIES PRIVAT

AABCZ8986A

(iv)	Type of the Company	Category of the Company		Sub-category of the Company
	Private Company	Company limited	by shares	Indian Non-Government company
(v) Whether company is having share capital		Yes	O No	
(vi) *Whether shares listed on recognized Stock Exchange(s)		⊖ Yes	• No	

(vii) *Financial year From date 0	1/04/2022	(DD/MM/YYYY) To date	31/03/2023	(DD/MM/YYYY)
(viii) *Whether Annual general me	eeting (AGM) held	• Yes	No	
(a) If yes, date of AGM (b) Due date of AGM	22/09/2023 30/09/2023			
(c) Whether any extension fo	or AGM granted	Yes	No	
II. PRINCIPAL BUSINESS	ACTIVITIES OF T	HE COMPANY		

*Number of business activities 1

	Main Activity group code		Business Activity Code		% of turnover of the company
1	к	Financial and insurance Service	К8	Other financial activities	95

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	OXYZO FINANCIAL SERVICES P	U65929DL2016PTC306174	Holding	34.44

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	lssued capital	Subscribed capital	Paid up capital
Total number of equity shares	5,000,000	3,751,100	3,751,100	3,751,100
Total amount of equity shares (in Rupees)	50,000,000	37,511,000	37,511,000	37,511,000

Number of classes

	Authoricod		Subscribed capital	Paid up capital
Number of equity shares	5,000,000	3,751,100	3,751,100	3,751,100

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	50,000,000	37,511,000	37,511,000	37,511,000

(b) Preference share capital

Particulars	Authorised capital	lssued capital	Subscribed capital	Paid-up capital
Total number of preference shares	5,000,000	1,970,000	1,970,000	1,970,000
Total amount of preference shares (in rupees)	50,000,000	19,700,000	19,700,000	19,700,000

Number of classes

Class of shares PREFERENCE		capital	Subscribed capital	Paid up capital
Number of preference shares	5,000,000	1,970,000	1,970,000	1,970,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	50,000,000	19,700,000	19,700,000	19,700,000

1

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	2,114,000	2114000	21,140,000	3,128,030	
Increase during the year	0	1,637,100	1637100	16,371,000	34,382,970	0
i. Pubic 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	1,637,100	1637100	16,371,000	16,371,000	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				0	18,011,970	
Pending calls on shares called					10,011,070	
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
0					0	
At the end of the year	0	3,751,100	3751100	37,511,000	37,511,000	
Preference shares						
Fielelence shales						
At the beginning of the year	0	1,970,000	1970000	19,700,000	19,700,000	
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	0	
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	
0						
At the end of the year	0	1,970,000	1970000	19,700,000	19,700,000	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class o	f shares	(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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]	O 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				2/2022		
Date of registration o	of transfer (Date Month	ı Year)	17/0)2/2023		
Type of transfe	Type of transfer Equity Shares 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock					
Number of Shares/ Debentures/ Units Transferred 100 Amount per Share/ Debenture/Unit (in I			Amount per Share/ Debenture/Unit (in Rs.)	20		
Ledger Folio of Transferor 02		02		<u> </u>		
Transferor's Name	RAI				MANISHA	
	Surname			middle name	first name	
Ledger Folio of Transferee IN30		IN3037	1911(052033		

					1
Transferee's Name					OXYZO FINANCIAL SERVICES P
	Surname		middle name		first name
Date of registration of	of transfer (Date Mon	th Year)	17/02/2023		
Type of transfe	r Preference Sł	na 1 - Eq	uity, 2- Preference Sl	hares,3 -	Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred			Amount per Sł Debenture/Uni		20
Ledger Folio of Trans	sferor	P02			
Transferor's Name	GARG				ASHISH
	Surname		middle name		first name
Ledger Folio of Trans	sferee	IN3037	1911052033		<u>.</u>
Transferee's Name					OXYZO FINANCIAL SERVICES P
	Surname		middle name		first name
Date of registration c	f transfer (Date Mon	th Year)	17/02/2023		
Type of transfe	r Preference Sł	1 - Eq	uity, 2- Preference Sl	hares,3 -	Debentures, 4 - Stock
Number of Shares/ D Units Transferred	Debentures/ 170,00	0	Amount per Sł Debenture/Uni		20
Ledger Folio of Trans	sferor	P05			
Transferor's Name	KHANDAL				JITENDRA
	Surname		middle name		first name
Ledger Folio of Trans	sferee	IN3037	1911052033		

Transferee's Name			[]			
				OXYZO FINANCIAL SERVICES P		
	Surname		middle name	first name		
Date of registration o	f transfer (Date Month	Year)	17/02/2023			
Type of transfer	Preference Sha	1 - Equi	ty, 2- Preference Shares,3	- Debentures, 4 - Stock		
Number of Shares/ Debentures/ Units Transferred			Amount per Share/ Debenture/Unit (in Rs.)20		
Ledger Folio of Trans	sferor	P03				
Transferor's Name	SOOD			ΑΜΙΤΑ		
	Surname		middle name	first name		
Ledger Folio of Trans		11202710	571911052033			
			911052033			
Transferee's Name				OXYZO FINANCIAL SERVICES P		
	Surname		middle name	first name		
Date of registration o	f transfer (Date Month	Year)	17/02/2023			
Type of transfe	Preference Sha] 1 - Equi	ty, 2- Preference Shares,3	- Debentures, 4 - Stock		
Number of Shares/ D Units Transferred	bebentures/ 1,000,00	00	Amount per Share/ Debenture/Unit (in Rs.)20		
Ledger Folio of Trans	sferor	P01				
Transferor's Name			[]			
				SUNKU ADVISORS LLP		
	Surname		middle name	first name		
Ledger Folio of Trans	sferee	IN303719	911052033			

Transferee's Name			OXYZO FINANCIAL SERVICES P			
	Surname	middle name	first name			
Date of registration of transfer (Date Month Year) 20/02/2023						
Type of transfer Preference Sha						
Number of Shares/ D Units Transferred	Debentures/ 250,000	Amount per Share/ Debenture/Unit (in				

IN30371911052033

middle name

middle name

SUPRAJA

first name

OXYZO FINANCIAL SERVICES P

first name

P04

Ledger Folio of Transferor

Ledger Folio of Transferee

SURESH

Surname

Surname

Transferor's Name

Transferee's Name

Date of registration of transfer (Date Month Year)						
Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock						
Number of Shares/ Debentures/ Amount per Share/ Units Transferred Debenture/Unit (in Rs.)						
Ledger Folio of Trans	Ledger Folio of Transferor					
Transferor's Name						
	Surname middle name first n	iame				
Ledger Folio of Trans	sferee					

Transferee's Name			
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	-	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 Image: Comparison of Securities Image: Comparison of Secur

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

30,953,451

(ii) Net worth of the Company

49,248,664

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equ	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage	

1.	Individual/Hindu Undivided Family				
	(i) Indian	3,751,000	100	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	100	0	1,970,000	100
10.	Others 0	0	0	0	0
	Total	3,751,100	100	1,970,000	100

Total number of shareholders (promoters)

4

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

S. No.	Category	Equi	Equity		ence
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				

	Total	0	0	0	0
10.	Others 0	0	0	0	0
9.	Body corporate (not mentioned above)	0	0	0	0
8.	Venture capital	0	0	0	0
7.	Mutual funds	0	0	0	0
6.	Foreign institutional investors	0	0	0	0
5.	Financial institutions	0	0	0	0
4.	Banks	0	0	0	0
3.	Insurance companies	0	0	0	0
	(iii) Government companies	0	0	0	0
	(ii) State Government	0	0	0	0
	(i) Central Government	0	0	0	0

Total number of shareholders (other than promoters)

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

0	
4	

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	4	4
Members (other than promoters)	5	0
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	2	0	1	0	19	0

B. Non-Promoter	0	0	1	3	16	0
(i) Non-Independent	0	0	1	3	16	0
(ii) Independent	0	0	0	0	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	0	2	3	35	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 5

(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)
ASHISH OJHA	05112046	Director	1,071,000	
ABHISHEK SHARMA	09212295	Director	928,000	
ANKUSH JAIN	09786900	Director	0	
GURTEJ SINGH	09820249	Director	0	
VASANT SRIDHAR	07685035	Director	0	

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

Name	DIN/PAN	beginning / during	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Manisha Rai	09437078	Director	20/02/2023	Cessation
ABHISHEK SHARMA	09212295	Additional director	20/02/2023	Appointment
ABHISHEK SHARMA	09212295	Director	22/02/2023	Change in designation
ANKUSH JAIN	09786900	Additional director	20/02/2023	Appointment
ANKUSH JAIN	09786900	Director	22/02/2023	Change in designation
GURTEJ SINGH	09820249	Additional director	20/02/2023	Appointment
GURTEJ SINGH	09820249	Director	22/02/2023	Change in designation
VASANT SRIDHAR	07685035	Additional director	20/02/2023	Appointment
VASANT SRIDHAR	07685035	Director	22/02/2023	Change in designation

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

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held	6				
Type of meeting	Date of meeting	Total Number of Members entitled to	Attendance		
			Number of members attended	% of total shareholding	
Annual General Meeting	30/12/2022	9	4	66	
Extra-ordinary General Mee	22/04/2022	9	4	66	
Extra-ordinary General Mee	05/05/2022	9	4	66	
Extra-ordinary General Mee	06/06/2022	9	4	66	
Extra-ordinary General Mee	14/09/2022	9	4	66	
Extra-ordinary General Mee	22/02/2023	4	4	100	

B. BOARD MEETINGS

*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date		Attendance
		of meeting	Number of directors attended	% of attendance
1	30/04/2022	2	2	100
2	04/05/2022	2	2	100
3	11/05/2022	2	2	100
4	14/05/2022	2	2	100
5	17/05/2022	2	2	100
6	20/06/2022	2	2	100
7	01/07/2022	2	2	100
8	22/08/2022	2	2	100
9	06/09/2022	2	2	100
10	21/09/2022	2	2	100
11	05/11/2022	2	2	100
12	19/12/2022	2	2	100

C. COMMITTEE MEETINGS

Nu	mber of meeting	gs held		0		
	S. No.	Type of meeting	Date of meeting		Number of members attended	Attendance % of attendance
	1					

D. *ATTENDANCE OF DIRECTORS

			Board Meetings		Co	ommittee Meetin	gs Whether attended AGM	
S. No.	Name of the director		Meetings	% of	director was	ings which Number of tor was Meetings ed to attended % of attendance	held on	
		entitled to attend	attended		entitled to attend		allendance	22/09/2023 (Y/N/NA)
1	ASHISH OJHA	16	16	100	0	0	0	Yes
2	ABHISHEK SH	1	1	100	0	0	0	Yes

3	ANKUSH JAIN	1	1	100	0	0	0	Yes
4	GURTEJ SINC	1	1	100	0	0	0	Yes
5	VASANT SRIE	1	1	100	0	0	0	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

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

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

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

Number of other directors whose remuneration details to be entered

						2	
S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Abhishek Sharma	Executive Direct	500,000	0	0	0	500,000
2	Ashish Ojha	Executive Direct	500,000	0	0	0	500,000
	Total		1,000,000	0	0	0	1,000,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable Yes O No provisions of the Companies Act, 2013 during the year

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

0

Name of the	Name of the court/ concerned Authority	Date of Order			Details of appeal (if any) including present status
(B) DETAILS OF CO	MPOUNDING OF OF	FENCES 🔀 N	il		
Name of the company/ directors/	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

$ \mathbf{O} $	Yes	\bigcirc	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	
Whether associate or fellow	○ Associate ○ Fellow
Certificate of practice number	

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.

(c) The company has not, since the date of the closure of the last financial year 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 securities of the company.

(d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. 05

29/08/2023

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 compiled 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	ASHISH Digitally signed by ASHISH OJHA OJHA DJHA 13.27.49 +0530'			
DIN of the director	05112046			
To be digitally signed by	KUNDAN Digitaliy signed by KUNDAN KUMAR MISHRA Date: 2023.11.21 17.07.45.40530			
⊖ Company Secretary				
• Company secretary in practic	e			
Membership number 11769		Certificate of prac	ctice number	19844
Attachments				List of attachments
1. List of share holders	, debenture holders		Attach	Clarification letter for Board meetings dates
2. Approval letter for ex	tension of AGM;		Attach	List of shareholder ZFirst_31032023.pdf
3. Copy of MGT-8;			Attach	
4. Optional Attachemen	nt(s), if any		Attach	
				Remove attachment
Modify	Chec	k 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

ZFirst Technologies Private Limited

CIN: U74999HR2022PTC101116

November 16, 2023

To,

The Registrar of Companies, NCT of Delhi, 4th Floor, IFCI Tower, 61, Nehru Place, New Delhi-110019

Sub: Clarification w.r.t point (IX) "MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS" under MGT-7.

Respected Sir/Madam,

This letter is in reference to the above captioned subject in relation the number of Board meetings of ZFirst Technologies Private Limited (hereinafter referred as "Company") held during the financial year 2022-23.

In this regard, we would like to submit details as tabulated below:

B. BOARD MEETINGS

No of Board Meetings held: 16

S. No.	Date of BM	Total Number directors associated as on the date of meeting	Number directors Attended	% of attendance
13.	29 th December, 2022	2	2	100
14.	17th February, 2023	2	2	100
15.	20th February, 2023	2	2	100
16.	27 th March, 2023	5	5	100

Since the form considers a limits number of details, the remaining details are enumerated as above to be taken on record.

Request your good office to take above clarification in your record and oblige.

Yours Faithfully For ZEirst Technologies Private Limited 6 Đ Г Gurtej Singh 5 Director DIN:- 09820249 * Add:- F-31, Lower Ground Floor,

Sushant Shopping Arcade, Sushant Lok-1, B Block, DLF, Gurgaon, Haryana, India-122002

ZFirst Technologies Private Limited

Registered Office:- F-31, Lower Ground Floor, Sushant Shopping Arcade Sushant Lok-1, B Block, DLF QE, Gurgaon, Haryana-122002, India Email: <u>compliance@zfirst.in</u>