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.					

(vi) *Whether shares listed on recognized Stock Exchange(s)

 Corporate Identification Numb 	er (CIN) of the company	U74140MH2008FT	C182494 Pre-fill
Global Location Number (GLN	N) of the company		
* Permanent Account Number	(PAN) of the company	AALCS9822Q	
(a) Name of the company		SODEXO SVC INDIA	A PRIVATE LI
(b) Registered office address			
Sahar Road, Andheri East Mumbai Mumbai City Maharashtra			
(c) *e-mail ID of the company		tejal.shah@sodexo	o.com
(d) *Telephone number with S	TD code	02243214321	
(e) Website			
Date of Incorporation		21/05/2008	
Type of the Company	Category of the Company	Sub-cate	gory of the Company
	Company limited by sha		ubsidiary of Foreign Company

Yes

No

(vii) *Fir	nancial year Fro	om date 01/04/	(2021	DD/MM/Y	YYY) T	o date	31/03/202	22	(DD/M	M/YYYY)
(viii) *W	hether Annual	general meeting	g (AGM) held	(Yes	\bigcirc	No		_	
(a)	If yes, date of	AGM [01/09/2022							
(b)	Due date of A	GM [30/09/2022							
(c)	Whether any e	extension for AG	GM granted		(Y	⁄es	No			
II. PRI	NCIPAL BU	SINESS ACT	TIVITIES OF TH	E COM	PANY					
*	Number of bus	iness activities	1							
S.No	Main Activity group code	Description of I	Main Activity group	Business Activity Code	Desc	cription o	of Business	s Activity		% of turnove of the company
1	К	Financial and	insurance Service	K8		Oth	er financial	activities		100
*No. of (Companies for		ation is to be giver				ill All			
S.No	Name of t	he company	CIN / FCR	N	Holding	g/ Subsic Joint V	liary/Assoc enture	ciate/	% of sh	ares held
1	SODEXO PASS	5 INTERNATIONA				Holo	ding		70	0.79
2		MENTS HOLDING					enture			9.21
(i) * SHA	ARE CAPITA ARE CAPITA iity share capita	L	URES AND OT	HER SE	CURIT	TES OI	THE CO	OMPAN	Y	
	Particula		Authorised capital	lssu capi			scribed apital	Paid up	capital	
Total n	umber of equity	shares	90,000,000	56,980,33	30	56,980,	330	56,980,	330	
Total a	mount of equity s)	shares (in	900,000,000	569,803,	300	56,980,	330	569,803	3,300	
Numbe	er of classes			1						

Issued capital

Subscribed capital

Authorised capital

Class of Shares

EQUITY SHARES

Paid up capital

Number of equity shares	90,000,000	56,980,330	56,980,330	56,980,330
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	900,000,000	569,803,300	56,980,330	569,803,300

(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	C)

Class of shares	A	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	Nu	ımber of sh	ares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	56,980,330	0	56980330	569,803,300	569,803,30	
Increase during the year	0	0	0	0	0	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	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						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	56,980,330	0	56980330	569,803,300	569,803,30	
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						
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						
At the end of the year	0	0	0	0	0	

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

ISIN of the equity shares of the company

			_
0			

Class of	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					
of the first return a	es/Debentures Transfer t any time since the inc vided in a CD/Digital Media]			*	ar (or in the ca	ase
Separate sheet att	ached for details of transfers) Yes	No		
Media may be shown. Date of the previous	annual general meeting	28/09/2021				
Date of registration	of transfer (Date Month Yea	ar) 21/04/2021				
Type of transfe	er Equity Shares 1	- Equity, 2- Prefe	rence Shares,3	- Debenture	s, 4 - Stock	
Number of Shares/ Units Transferred	Debentures/ 2,835,293	Amour Deben	nt per Share/ ture/Unit (in Rs	.) 198		
Ledger Folio of Trar	nsferor 04	,				
Transferor's Name	Zeta Investments Holdings	I P		Zeta		
	Surname	middl	e name	fi	rst name	
Ledger Folio of Trar	nsferee 01					

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

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

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)

` '	•	•			
Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Securities	Securilles	each Offit	Value	each Offit	
Total					
	ll l		II.	II.	- 11

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

(i) Turnover

0

(ii) Net worth of the Company

626,100,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equ	ity	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)	40,334,775	70.79	0	
10.	Others	0	0	0	
	Total	40,334,775	70.79	0	0

Total number	of shareholders	(promoters)
--------------	-----------------	-------------

1			

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

S. No.	Category	Equi	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)	16,645,555	29.21	0		
10.	Others	0	0	0		

	Total	16,645,555	29.21	0	0
Total nun	nber of shareholders (other than prom	oters) 1			
	ber of shareholders (Promoters+Publi n promoters)	c / 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	2	1
Members (other than promoters)	0	1
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		ectors at the end e year	Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	3	1	3	0	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	1	3	1	3	0	0

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

(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)
Sebastien Godet	07313939	Director	0	
Aurelien Sonet	07676363	Director	0	
Anish Kumar Sarkar	02475971	Managing Director	0	
Ramakrishna Gaddipati	02357308	Director	0	

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

ppointment/	

0

Nan	ne	beginning / during	Ichange in decignation/	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	Attendance		
				% of total shareholding	
Annual General Meeting	28/09/2021	2	2	100	

B. BOARD MEETINGS

*Number of mee	tings held
----------------	------------

_			
4			

S. No.	Date of meeting	Total Number of directors associated as on the date			
		of meeting	Number of directors attended	% of attendance	
1	01/07/2021	4	4	100	
2	15/09/2021	4	4	100	
3	21/12/2021	4	4	100	
4	14/03/2021	4	3	75	

C. COMMITTEE MEETINGS

Number of meetings held

S. No.	Type of meeting	manting	on the date of	Attendance		
	mooning	Date of meeting		Number of members attended	% of attendance	
1	Nomination an	01/07/2021	3	3	100	
2	Nomination an	21/12/2021	3	3	100	
3	Nomination an	14/03/2022	3	3	100	
4	Budget and Inv	01/07/2021	3	3	100	
5	Budget and Inv	21/12/2021	3	3	100	
6	CSR Committe	14/03/2022	3	2	66.67	

D. *ATTENDANCE OF DIRECTORS

		Board Meetings			Committee Meetings			Whether attended AGM
S. No.	Name of the director	Number of Meetings which director was	Meetings	% of	Number of Meetings which director was	Number of Meetings	% of attendance	held on
		entitled to attend	attended		entitled to attend	attended	allendance	01/09/2022
								(Y/N/NA)
1	Sebastien God	4	4	100	6	6	100	No
2	Aurelien Sone	4	3	75	1	1	100	No
3	Anish Kumar S	4	4	100	6	5	83.33	Yes
4	Ramakrishna (4	4	100	5	5	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Ni	l
----	---

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1	
---	--

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount	
1	Anish Kumar Sarkaı	Managing Direct	30,223,376	0	0	0	30,223,376	
	Total		30,223,376	0	0	0	30,223,376	

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

S. No.	Name	Designation	Gross Sala	ary	Commission	Stock Option/ Sweat equity	Others	Total Amount
Total								
lumber of other d	irectors whose re	muneration de	tails to be ente	red			0	
S. No.	Name	Designation	Gross Sala	ary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1								0
Total								
. MATTERS REI	LATED TO CERT	TIFICATION O	F COMPLIANC	ES AND	DISCLOSU	RES		
B. If No, give r	easons/observati	ons						
	D PUNISHMENT PENALTIES / PUI			OMPANY	//DIRECTOR	S /OFFICERS 🔀	Nil	
Name of the company/ directo officers	Name of the concerned Authority		of Order s	ection ur	the Act and nder which / punished	Details of penalty/ punishment	Details of appeal including present	
(B) DETAILS OF	COMPOUNDING	G OF OFFENC	ES Nil					
Name of the company/ directo officers	Name of the concerned Authority			section ι	the Act and under which committed	Particulars of offence	Amount of com Rupees)	pounding (in
XIII. Whether co	omplete list of sh	nareholders, d	lebenture hold	lers has	been enclos	sed as an attachme	nt	
•	Yes O No							
XIV. COMPLIAN	ICE OF SUB-SE	CTION (2) OF	SECTION 92, I	N CASE	OF LISTED	COMPANIES		
	d company or a c company secreta					rupees or more or tu in Form MGT-8.	rnover of Fifty Cro	re rupees or
Name		Mr. Mohamr	mad Pillikandlu					

Whether associate or fellow	C) Associate Fellow				
Certificate of practice numbe	r [14603				
I/We certify that: (a) The return states the facts, as (b) Unless otherwise expressly s Act during the financial year. (c) The company has not, since the case of a first return since the securities of the company. (d) Where the annual return disc exceeds two hundred, the exces the Act are not to be included in	tated to the cont the date of the cle date of the inco loses the fact that s consists wholly	losure of the last financial year orporation of the company, issues the number of members, (except of persons who under second	he Company has with reference to led any invitation cept in case of a	s complied with a which the last of the public to one person con	all the provision return was subn subscribe for a npany), of the co	nitted or in iny ompany
and not are not to be moraded in	roonering the ric	Declaration				
						_
I am Authorised by the Board of	Directors of the	company vide resolution no	9	dated	21/12/2021	
(DD/MM/YYYY) to sign this form in respect of the subject matter of						der
		ne attachments thereto is true, on suppressed or concealed and				
2. All the required attachn	nents have been	completely and legibly attache	d to this form.			
Note: Attention is also drawn punishment for fraud, punish					ct, 2013 which	provide fo
To be digitally signed by						
Director	ANISH Digitally ANISH KI KUMAR SARKAR SARKAR 10:20:24					
DIN of the director	02475971					
To be digitally signed by	TEJAL Digitally TEJAL PRATIK SHAH Dete: 20:339	PATIK 22.10.20	_			
Company Secretary						
Company secretary in practic	e					
Membership number 7617		Certificate of practice n	number			

Attachments	List of attachments
1. List of share holders, debenture holders	Attach MGT-8 - Sodexo SVC - 2022.pdf
2. Approval letter for extension of AGM;	Attach List of Shareholders.pdf
3. Copy of MGT-8;	Attach
4. Optional Attachement(s), if any	Attach
	Remove attachment
Modify Check Form	Prescrutiny

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



SODEXO SVC INDIA PVT. LTD

SHAREHOLDING PATTERN AS ON 31ST MARCH, 2022

Name of Share holders	No. of Shares held	Face Value per share	Total Value of Shares (Rs.)	Percentage Holding (%)
Sodexo Pass International, France	4,03,34,775	10	40,33,47,750	70.79
Zeta Investments Holding Pte Ltd, Singapore	1,66,45,555	10	16,64,55,550	29.21
TOTAL	5,69,80,330	10	56,98,03,300	100

For Sodexo SVC India Private Limited

TEJAL Digitally signed by TEJAL PRATIK SHAH Date: 2022.10.20 12:40:22 +05'30'

Name: Tejal Shah

Designation: Company Secretary Membership Number: 7617

Address: 503/ 504, 5th Floor, B-Wing, Hiranandani Fulcrum, Sahar Road, Andheri (East), Mumbai – 400 099





FORM NO. MGT-8

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

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records, books and papers **Sodexo SVC India Private Limited** ("the company") CIN No. **U74140MH2008FTC182494** having its Registered Office at **503 & 504**, **5**th **Floor**, **B Wing**, **Hiranandani Fulcrum**, **Sahar Road**, **Andheri (East)**, **Mumbai 400099** 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, 2022. In our opinion and information to the extent provided by the Company, its officers, agents and authorised representatives during the conduct of audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by The Ministry of Corporate Affairs warranted due to the spread of the COVID-19 pandemic, 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 generally complied with provisions of the Act & Rules made thereunder in respect of:
- 1. its status under the Act.
- 2. maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3. filing of forms as stated in the annual return, with the Registrar of Companies and other authorities:
- 4. calling/convening/holding meetings of Board of Directors and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, notices were given and the proceedings including the circular resolutions have been recorded in the Minute Book / registers maintained for the purpose and the same have been signed;

- 5. the Register of Members was not required to be closed;
- 6. no advances/loans have been made to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7. contracts/arrangements with related parties as specified in section 188 of the Act were entered in the ordinary course of business and were at arm's length basis;
- 8. transfer of shares and issue of security certificates in all instances;
 - there was no issue and allotment, transmission or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/ securities during the year.
- 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
- 10. No dividend was declared during the year;
 - there was no unclaimed or unpaid dividend or other amounts which was required to be transferred to Investor Education and Protection Fund in accordance with the provisions of section 125 of the Act;
- 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/disclosures of the Directors and the remuneration paid to them
- 13. appointment / re-appointments of auditors as per the provisions of section 139 of the Act;

Continuation Sheet

14. no approvals were required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

- 15. the Company has not accepted any Fixed Deposits during the year;
- 16. there were no borrowings from directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;;
- 17. there were no investments, loans 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 of Association of the Company;

there were no alterations to the Articles of Association of the Company during the year.

> For Parikh & Associates Company Secretaries

Date: October 20, 2022

Place: Mumbai

MOHAMMAD FAKRUDDIN PILLIKANDLU

Digitally signed by MOHAMMAD FAKRUDDIN PILLIKANDLU Date: 2022.10.20 12:08:14 +05'30'

Signature: Mohammad Pillikandlu Partner

> FCS: 10619 CP No: 14603 UDIN: F010619D001309147

PR: 1129/2021

This Report is to be read with our letter of even date which is annexed as Annexure A to Form MGT-8 and Forms an integral part of this report.

Continuation Sheet

'Annexure A to Form MGT-8'

To,

Sodexo SVC India Private Limited

Our Certificate on the Annual Return (Form MGT-8) of even date is to be read along with this letter.

- 1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices we followed provide a reasonable basis for our opinion.
- 3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- 4. The Compliance of the provisions of Companies Act, 2013, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of records on test basis.

For Parikh & Associates Company Secretaries

Date: October 20, 2022

Place: Mumbai

MOHAMMAD FAKRUDDIN PILLIKANDLU

Digitally signed by MOHAMMAD FAKRUDDIN PILLIKANDLU Date: 2022.10.20 12:08:31 +05'30'

Signature: Mohammad Pillikandlu

Partner

FCS: 10619 CP No: 14603 UDIN: F010619D001309147

PR: 1129/2021