

# 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]



सत्यमेव जयते

# Annual Return

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

L74140KA2000PLC118395

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCT5458K

(ii) (a) Name of the company

TEAMLEASE SERVICES LIMITED

(b) Registered office address

6th Floor, BMT Commercial Complex,  
80 Feet Road, Koramangala  
Bangalore  
Bangalore  
Karnataka  
560095

(c) \*e-mail ID of the company

corporateaffairs@teamlease.cc

(d) \*Telephone number with STD code

08068243000

(e) Website

www.teamleasegroup.com

(iii) Date of Incorporation

02/02/2000

(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	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024
2	BSE LIMITED	1

(b) CIN of the Registrar and Transfer Agent

U72400TG2003PTC041636

Pre-fill

Name of the Registrar and Transfer Agent

KARVY COMPUTERSHARE PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

46,,AVENUE, 4TH STREET,NO.1, BANJARA HILLS,  
HYDERABAD.

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes  No

(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension

Pre-fill

(e) Extended due date of AGM after grant of extension

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	N	Support service to Organizations	N2	Placement agencies and HR management services	99

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
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1	IJIT Education Private Limited	U72200MH2006PTC218082	Subsidiary	100
2	TeamLease Education Foundat	U80903MH2011NPL219138	Subsidiary	100
3	TeamLease Digital Private Limi	U74999MH2016PTC283227	Subsidiary	100
4	Keystone Business Solutions Pr	U72200MH2009PTC304689	Subsidiary	100
5	Evolve Technologies & Service	U50404PN1991PTC062664	Subsidiary	100
6	Cassius Technologies Private L	U72200KL2005PTC018963	Associate	30
7	School Guru Eduserve Private l	U80301MH2010PTC211390	Associate	22.19

#### 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	23,300,000	17,096,769	17,096,769	17,096,769
Total amount of equity shares (in Rupees)	233,000,000	170,967,690	170,967,690	170,967,690

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	23,300,000	17,096,769	17,096,769	17,096,769
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	233,000,000	170,967,690	170,967,690	170,967,690

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	170,000	0	0	0
Total amount of preference shares (in rupees)	17,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
12% Cumulative Convertible Redeemable Preference				
Number of preference shares	170,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	17,000,000	0	0	0

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>				
<b>At the beginning of the year</b>	17,096,769	170,967,690	170,967,690	
<b>Increase during the year</b>	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0

iv. Others, specify				
<b>At the end of the year</b>	17,096,769	170,967,690	170,967,690	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
0	0	0	0	
<b>At the end of the year</b>	0	0	0	

(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"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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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			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

**(iv) \*Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
<b>Total</b>			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

34,407,408,000

(ii) Net worth of the Company

4,326,610,690

**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	5,343	0.03	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)	7,232,350	42.3	0	



10.	Others	0	0	0	
	<b>Total</b>	7,237,693	42.33	0	0

**Total number of shareholders (promoters)**

7

**(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	680,356	3.98	0	
	(ii) Non-resident Indian (NRI)	10,121	0.06	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	920	0.01	0	
5.	Financial institutions	1,139	0.01	0	
6.	Foreign institutional investors	5,766,619	33.73	0	
7.	Mutual funds	993,219	5.81	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,087,558	6.36	0	
10.	Others (Clearing Members+Emplo)	1,319,144	7.72	0	
	<b>Total</b>	9,859,076	57.68	0	0

**Total number of shareholders (other than promoters)**

7,071

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

7,078

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

45

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
FIL INVESTMENTS(MA	CITIBANK N.A. CUSTODY SERVICES		IN	756,053	4.42
T. ROWE PRICE INTERN	JPMORGAN CHASE BANK N.A. IND		IN	750,808	4.39
GOLDMAN SACHS IND	DEUTSCHE BANK AG DB HOUSE, H		IN	700,801	4.1
GOLDMAN SACHS FU	DEUTSCHE BANK AG DB HOUSE, H		IN	569,866	3.33
J P MORGAN FUNDS	JPMORGAN CHASE BANK N.A. IND		IN	509,180	2.98
INDUS INDIA FUND (M	CITIBANK N.A. CUSTODY SERVICES		IN	437,856	2.56
EMERGING MARKETS (	JPMORGAN CHASE BANK N.A. IND		IN	267,642	1.57
GOLDMAN SACHS TRU	JPMORGAN CHASE BANK N.A. IND		IN	178,555	1.04
MANULIFE GLOBAL FU	CITIBANK N.A. CUSTODY SERVICES		IN	168,757	0.99
ROHDEA MASTER FUN	KOTAK MAHINDRA BANK LIMITED		IN	144,634	0.85
NOMURA SINGAPORE	HSBC SECURITIES SERVICES 11TH F		IN	122,521	0.72
JPMORGAN INDIA SM	HSBC SECURITIES SERVICES 11TH F		IN	115,000	0.67
INDUS INDIA FUND (S	CITIBANK N.A. CUSTODY SERVICES		IN	106,000	0.62
SOCIETE GENERALE	SBI SG GLOBAL SECURITIES SERVIC		IN	87,076	0.51
T. ROWE PRICE INTERN	JPMORGAN CHASE BANK N.A. IND		IN	85,736	0.5
EMERGING MARKETS I	JPMORGAN CHASE BANK N.A. IND		IN	80,405	0.47
ACTIVE EMERGING MA	CITIBANK N.A. CUSTODY SERVICES		IN	75,000	0.44
THE CHANCELLOR, MA	JPMORGAN CHASE BANK N.A. IND		IN	73,345	0.43
CAPITAL INTERNATION	JPMORGAN CHASE BANK N.A. IND		IN	61,777	0.36
FIDELITY INDIA FUND	JPMORGAN CHASE BANK N.A. IND		IN	56,906	0.33
JF INDIA EQUITY ACTI	HSBC SECURITIES SERVICES 11TH F		IN	45,000	0.26
VITRUVIUS ASIAN EQU	Standard Chartered Bank, CRESCEI		IN	36,619	0.21
JPMORGAN EASTERN	HSBC SECURITIES SERVICES 11TH F		IN	31,680	0.19
EMPLOYEES PROVIDE	DEUTSCHE BANK AG, DB HOUSE H		IN	30,106	0.18

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CAPITAL GROUP EMEF	JPMORGAN CHASE BANK N.A. IND		IN	29,213	0.17

**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	7	7
Members (other than promoters)	5,920	7,071
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
<b>A. Promoter</b>	2	0	2	0	0	0
<b>B. Non-Promoter</b>	0	4	0	3	0	0
(i) Non-Independent	0	1	0	0	0	0
(ii) Independent	0	3	0	3	0	0
<b>C. Nominee Directors representing</b>	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	3	0	0

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)
ASHOK KUMAR NEDU	00151814	Managing Director	0	
MANISH MAHENDRA S	00969601	Whole-time directo	0	
V RAGHUNATHAN	00254091	Director	0	
NARAYAN RAMACHAN	01873080	Director	0	
LATIKA PRAKASH PRA	07118801	Director	0	
NARAYANA SWAMY R	ACDPV2279B	CFO	38,525	
MRUTHUNJAYA MURT	ACWPM0838L	Company Secretar	0	31/05/2018

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

1

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)
GOPAL JAIN	00032308	Director	08/08/2017	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	07/07/2017	5,223	61	39.2

**B. BOARD MEETINGS**

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	18/05/2017	6	4	66.67
2	08/08/2017	6	6	100
3	07/11/2017	5	5	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	30/01/2018	5	5	100
5	26/03/2018	5	5	100

### C. COMMITTEE MEETINGS

Number of meetings held

8

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	18/05/2017	4	4	100
2	Audit Committee	08/08/2017	4	3	75
3	Audit Committee	07/11/2017	3	3	100
4	Audit Committee	30/01/2018	3	3	100
5	Nomination and Remuneration	18/05/2017	3	3	100
6	Stakeholders Forum	16/02/2018	3	2	66.67
7	Corporate Social Responsibility	08/08/2017	3	2	66.67
8	Corporate Social Responsibility	30/01/2018	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	19/12/2018
								(Y/N/NA)
1	ASHOK KUMAR	5	5	100	3	3	100	Yes
2	MANISH MAHAPATRA	5	4	80	3	3	100	No
3	V RAGHUNATH	5	5	100	8	6	75	No
4	NARAYAN RAJ	5	5	100	5	5	100	No
5	LATIKA PRAKASH	5	5	100	5	5	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	ASHOK KUMAR NE	Managing Direct	9,903,297	0	0	0	9,903,297
2	MANISH MAHENDR	Whole-time Dire	8,724,004	0	0	0	8,724,004
	Total		18,627,301	0	0	0	18,627,301

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAVI VISHWANATI	CFO	9,116,808	0	3,602,516	0	12,719,324
2	MRUTHUNJAYA M	Company Secre	2,484,383	0	0	0	2,484,383
	Total		11,601,191	0	3,602,516	0	15,203,707

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	LATIKA PRAKASH	Independent Dir	0	0	0	150,200	150,200
2	NARAYAN RAMAC	Independent Dir	0	0	0	150,200	150,200
3	V RAGHUNATHAN	Independent Dir	0	0	0	150,150	150,150
	Total		0	0	0	450,550	450,550

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

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

B. If No, give reasons/observations

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

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

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Mukesh Kumar Siroya

Whether associate or fellow

Associate  Fellow

Certificate of practice number

4157

**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. ... 04 dated 16/05/2018

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

To be digitally signed by

Director



DIN of the director

00151814

To be digitally signed by



Company Secretary

Company secretary in practice

Membership number

29098

Certificate of practice number

**Attachments**

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

**Attach**

**Attach**

**Attach**

**Attach**

**List of attachments**

Approval Letter for Extension of AGM.pdf

MGT-8\_2018-TEAM LEASE SERVICES LI

List of FII.pdf

Annexure I Committe Meetings.pdf

**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**