

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

Form language English Hindi

Refer the instruction kit for filling the form.

I. REGISTRATION AND OTHER DETAILS

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

U74140DL2012PTC230932

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCU4029K

(ii) (a) Name of the company

UNICOMMERCE ESOLUTIONS F

(b) Registered office address

SproutBox Suryavilas, Suite #181-TR6
First Floor, D-181, Okhla Industrial Area, Phase-1
New Delhi
South Delhi
Delhi
110030

(c) *e-mail ID of the company

companysecretary@snapdeal.

(d) *Telephone number with STD code

01140536181

(e) Website

www.unicommerce.com

(iii) Date of Incorporation

02/02/2012

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 No

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

Yes No

(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

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	J	Information and communication	J8	Other information & communication service activities	100

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	UNICOMMERCE SELLERS SOLU	U72300DL2015PTC281794	Subsidiary	100
2	JASPER INFOTECH PRIVATE LIM	U72300DL2007PTC168097	Holding	100

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	60,000	22,810	22,810	22,810
Total amount of equity shares (in Rupees)	600,000	228,100	228,100	228,100

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				

Number of equity shares	60,000	22,810	22,810	22,810
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	600,000	228,100	228,100	228,100

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	24,440	16,597	16,597	16,597
Total amount of preference shares (in rupees)	2,444,000	1,659,700	1,659,700	1,659,700

Number of classes

2

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
COMPULSORY CONVERTIBLE CUMULATIVE SE				
Number of preference shares	11,350	11,350	11,350	11,350
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	1,135,000	1,135,000	1,135,000	1,135,000
COMPULSORY CONVERTIBLE CUMULATIVE SE				
Number of preference shares	13,090	5,247	5,247	5,247
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	1,309,000	524,700	524,700	524,700

(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				
At the beginning of the year	22,810	228,100	228,100	
Increase during the year	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	0	0	0	
0				
Decrease during the year	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	0	0	0	
0				
At the end of the year	22,810	228,100	228,100	
Preference shares				
At the beginning of the year	16,597	1,658,700	1,659,700	
Increase during the year	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	0	0	0	
0				
Decrease during the year	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				

At the end of the year	16,597	1,659,700	1,659,700	
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(ii) Details of stock split/consolidation during the year (for each class of shares)

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" value="29/09/2017"/>		
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"/>
Ledger Folio of Transferor	<input type="text"/>		
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee	<input type="text"/>		

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

205,723,633

(ii) Net worth of the Company

236,359,740

VI (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		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				
	(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)	22,710	99.56	16,597	100
10.	Others Nominee of Jasper Infotech Pvt. L	100	0.44	0	0
	Total	22,810	100	16,597	100

Total number of shareholders (promoters)

2

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

Total number of shareholders (other than promoters)

0

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

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	1	2
Members (other than promoters)	3	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	0	0	0	0	0	0
B. Non-Promoter	1	3	0	2	0	0
(i) Non-Independent	1	3	0	2	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	0	2	0	0

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

2

(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)
ANKIT KHANDELWAL	06996147	Whole-time director	0	
KAPIL MAKHIJA	07916109	Whole-time director	0	

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

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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)
ANUP VIKAL	03171808	Additional director	02/05/2017	APPOINTMENT
ANUP VIKAL	03171808	Additional director	12/09/2017	CESSATION
ANKIT KHANNA	00180624	Director	28/04/2017	CESSATION
ASHISH CHANDRA	01139696	Director	28/04/2017	CESSATION
PRADEEP DESAI	03557080	Additional director	12/09/2017	CESSATION
VIBHU GARG	05191411	Whole-time director	03/05/2017	CESSATION
VIBHU GARG	AILPG9979P	CEO	06/04/2017	CESSATION
KAPIL MAKHIJA	07916109	Additional director	12/09/2017	APPOINTMENT
ANKIT KHANDELWAL	06996147	Additional director	12/09/2017	APPOINTMENT
ANKIT KHANDELWAL	06996147	Whole-time director	29/09/2017	CHANGE IN DESIGNATION
KAPIL MAKHIJA	07916109	Whole-time director	29/09/2017	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

2

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	29/09/2017	4	2	100
EXTRA ORDINARY GENERAL MEETING	06/04/2017	4	2	100

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	06/04/2017	4	2	50

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
2	02/05/2017	2	2	100
3	12/09/2017	2	2	100
4	09/11/2017	2	2	100
5	11/01/2018	2	2	100

C. COMMITTEE MEETINGS

Number of meetings held

0

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					

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	28/09/2018
								(Y/N/NA)
1	ANKIT KHANE	2	2	100	0	0	0	Yes
2	KAPIL MAKHI	2	2	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

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

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

There is a gap of more than 120 days between two Board Meetings i.e. 02/05/2017 and 12/09/2017.

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

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 (66) 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. ... 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 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

KAPIL
MAKHSJA
Digitally signed by
KAPIL MAKHSJA
Date: 2018.08.27
13:56:55 +05:30

DIN of the director

To be digitally signed by

NARESH
VERMA
Digitally signed by
NARESH VERMA
Date: 2018.08.27
13:56:55 +05:30

Company Secretary

Company secretary in practice

Membership number

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

List of attachments

Attach
Attach
Attach
Attach

Eolutions- List of Share holders 31032011 List of Share Transfer.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

List of Shareholders as on 31st March, 2018



Details of Equity Shares

S No.	Name	Number of Shares of Rs.10/- each
1.	Jasper Infotech Private Limited	22,710
2.	Mr. Ruchir Jain (On behalf of Jasper Infotech Private Limited)	100
	Total	22,810

Details of Preference Shares

S No.	Name	Number of Shares of Rs.100/- each
1.	Jasper Infotech Private Limited	16,597
	Total	16,597

For Unicommerce eSolutions Private Limited


Kapil Makhija
Director
07916109
H No 260 Sector-9
Faridabad
Haryana-121006

Unicommerce eSolutions Pvt. Ltd.

Registered Office : Suite #181-tr6, First floor of Sprout Box Suryavilas, D 161, Okhla Industrial Area Phase 1, New Delhi 110020 INDIA
Corporate Office : Landmark House, Plot Number 65, 2nd Floor, Sector 44, Gurugram, Haryana 122003 INDIA
Tel +91- 828 7790 222, Email- contactus@unicommerce.com, Web : www.unicommerce.com
CIN No - 117414001 2012PTC330492 (2011-2012)



List of Share Transfer of Unicommerce eSolutions Private Limited as on 31st March, 2018

S No.	Date of Transfer	Name of the Transferor and folio No.	Name of the Transferee and folio No.	No. of Equity Shares
1.	06.04.2017	Jasper Infotech Private Limited (07)	Anup Vikal (08)	100
2.	06.04.2017	Ankit Pruthi (01)	Jasper Infotech Private Limited (07)	2528
3.	06.04.2017	Vibhu Garg (03)	Jasper Infotech Private Limited (07)	2528
4.	06.04.2017	Karun Singla (02)	Jasper Infotech Private Limited (07)	2528

For Unicommerce eSolutions Private Limited


Kapil Makhija
Director
07916109
H No 260 Sector-9
Faridabad
Haryana-121006

Unicommerce eSolutions Pvt. Ltd.

Registered Office : Suite #181-tr5, First floor of Sprout Box Suryavilas, D 181, Okhla Industrial Area Phase 1, New Delhi 110020 INDIA
Corporate Office : Landmark House, Plot Number 65, 2nd Floor, Sector 44, Gurugram, Haryana 122003 INDIA
Tel +91- 828 7790 222, Email- contactus@unicommerce.com, Web : www.unicommerce.com