

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 (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

L72200TG1991PLC013134

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACI4487J

(ii) (a) Name of the company

CYIENT LIMITED

(b) Registered office address

4TH FLOOR,'A' WING,PLOT NO.11,SOFTWARE UNITSLAYOUT
INFOCITY,MADHAPUR
HYDERABAD
Telangana
500081

(c) *e-mail ID of the company

company.secretary@cyient.com

(d) *Telephone number with STD code

04067641322

(e) Website

https://www.cyient.com/

(iii) Date of Incorporation

28/08/1991

(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	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serili ngampally

(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

(b) Due date of AGM

03/09/2023

(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	J6	Computer programming, consultancy and related activities	100

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

*No. of Companies for which information is to be given 43

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Cyient Europe Limited		Subsidiary	100
2	Cyient Inc.		Subsidiary	100

3	Cyient GmbH		Subsidiary	100
4	Cyient Australia Pty Ltd		Subsidiary	100
5	Cyient Singapore Private Limited		Subsidiary	100
6	Cyient KK		Subsidiary	100
7	Cyient Israel India Limited		Subsidiary	100
8	Cyient Insights Private Limited	U72200TG2013PTC087527	Subsidiary	100
9	Cyient DLM Limited	U31909TG1993PLC141346	Subsidiary	100
10	Cyient Canada Inc.		Subsidiary	100
11	Cyient Defense Services Inc.		Subsidiary	100
12	Cyient Benelux BV		Subsidiary	100
13	Cyient Schweiz GmbH		Subsidiary	100
14	Cyient SRO		Subsidiary	100
15	Cyient NV		Subsidiary	
16	Cyient AB		Subsidiary	100
17	Integrated Global Partners Pty		Subsidiary	100
18	Integrated Global Partners Pte		Subsidiary	100
19	Integrated Global Partners SpA		Subsidiary	100
20	IG Partners South Africa (Pty) L		Subsidiary	100
21	Workforce Delta Pty. Ltd		Subsidiary	100
22	Grit Consulting Pte. Ltd.		Subsidiary	
23	Celfinet - Consultoria EM Telecom		Subsidiary	
24	Metemesonip, Unipessoal Lda;		Subsidiary	
25	Celfinet UK Telecommunicatio		Subsidiary	
26	Celfinet Espana Consultoria en		Subsidiary	
27	Celfinet (Brasil) - Consultoria e		Subsidiary	

28	Celfinet Mexico - Consultoria d		Subsidiary	
29	Sentiec Oyj		Subsidiary	
30	Citec Group Oy Ab		Subsidiary	
31	Citec Oy Ab		Subsidiary	
32	Citec Engineering France Sarl		Subsidiary	
33	Citec AB		Subsidiary	
34	Citec Information & Engineerin		Subsidiary	
35	Citec Group France SAS		Subsidiary	
36	Akilea Overseas Ltd.		Subsidiary	
37	Citec Norway AS		Subsidiary	
38	Citec Engineering India Private	U72200MH2004PTC179939	Subsidiary	
39	Cyient Urban Microskill Centre	U85300TG2018NPL127543	Subsidiary	100
40	Cyient Solutions and Systems I	U72501TG2017PTC116600	Subsidiary	51
41	Infotech HAL Ltd	U29200KA2007PLC043691	Joint Venture	50
42	Celfinet Mozambique – Consul		Subsidiary	
43	Celfinet Germany - Telecommu		Subsidiary	

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	280,000,000	110,575,006	110,575,006	110,575,006
Total amount of equity shares (in Rupees)	1,400,000,000	552,875,030	552,875,030	552,875,030

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of INR 5 each				

Number of equity shares	280,000,000	110,575,006	110,575,006	110,575,006
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	1,400,000,000	552,875,030	552,875,030	552,875,030

(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	612,631	109,704,785	110317416	551,587,080	551,587,080	
		+		+	+	
Increase during the year	0	257,590	257590	1,287,950	1,287,950	0
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	257,590	257590	1,287,950	1,287,950	

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 <div></div>				0	0	
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify <div></div>				0	0	
At the end of the year	612,631	109,962,375	110575006	552,875,030	552,875,030	
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 <div></div>						
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 <div></div>						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE136B01020

(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" value="03/06/2022"/>	
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"/>
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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

(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

22,279,000,000

(ii) Net worth of the Company

34,667,000,000

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	4,822,188	4.36	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)	21,000,000	18.99	0	
10.	Others	0	0	0	
	Total	25,822,188	23.35	0	0

Total number of shareholders (promoters)

12

(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	13,337,596	12.06	0	
	(ii) Non-resident Indian (NRI)	4,902,839	4.43	0	
	(iii) Foreign national (other than NRI)	362,046	0.33	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	487	0	0	
3.	Insurance companies	211,049	0.19	0	
4.	Banks	85	0	0	
5.	Financial institutions	50	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	26,620,696	24.07	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,220,301	1.1	0	
10.	Others AIF, Clearing Members, IEPF	38,097,669	34.45	0	

	Total	84,752,818	76.63	0	0
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Total number of shareholders (other than promoters)

121,529

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

121,541

**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	12	12
Members (other than promoters)	116,285	121,529
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	1	1	1	1	1.73	0.34
B. Non-Promoter	2	7	1	5	0.11	0.79
(i) Non-Independent	2	2	1	1	0.11	0.02
(ii) Independent	0	5	0	4	0	0.77
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	3	8	2	6	1.84	1.13

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

10

(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)
VENKAT RAMA MOHA	00058215	Director	373,820	
MUTHIAHMURUGAPP	00170478	Director	30,000	
BODANAPU GANESH V	00605187	Managing Director	1,913,260	
KARTHIKEYAN NATAR	03099771	Whole-time director	122,072	
VIKAS SEHGAL	05218876	Director	842,100	
VIVEK NARAYAN GOU	00254383	Director	5,000	
MATANGI GOWRISHAI	01518137	Director	0	
RAMESH ABHISHEK	07452293	Director	0	
AJAY AGGARWAL	AGHPA4604M	CFO	73,891	20/04/2023
SUDHEENDHRA PUTT	ALCPP5442Q	Company Secretary		

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

3

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)
Alain A De Taeye	03015749	Director	03/06/2022	Cessation
Vinai Thummalapally	07797921	Director	03/06/2022	Cessation
Ajay Aggarwal	02565242	Whole-time director	02/03/2023	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	03/06/2022	125,330	69	74.08

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	14/04/2022	11	9	81.82
2	21/04/2022	11	10	90.91
3	05/05/2022	11	9	81.82
4	21/07/2022	9	9	100
5	30/09/2022	9	9	100
6	13/10/2022	9	9	100
7	31/10/2022	9	9	100
8	12/01/2023	9	8	88.89
9	31/03/2023	8	8	100

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	20/04/2022	5	5	100
2	Audit Committee	20/07/2022	5	5	100
3	Audit Committee	12/10/2022	5	5	100
4	Audit Committee	11/01/2023	5	5	100
5	Audit Committee	31/03/2023	5	5	100
6	Leadership, NCLT	20/04/2022	3	3	100
7	Leadership, NCLT	12/10/2022	3	3	100
8	Leadership, NCLT	11/01/2023	3	3	100
9	Leadership, NCLT	31/03/2023	3	3	100
10	ESG Committee	20/04/2022	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	
								(Y/N/NA)
1	VENKAT RAM	9	9	100	1	1	100	
2	MUTHIAHMURUGAN	9	9	100	11	11	100	
3	BODANAPU GANESHA	9	9	100	1	1	100	
4	KARTHIKEYA	9	9	100	0	0	0	
5	VIKAS SEHGAL	9	9	100	1	1	100	
6	VIVEK NARAYAN	9	8	88.89	7	7	100	
7	MATANGI GOWDARI	9	8	88.89	5	5	100	
8	RAMESH ABHIRAM	9	9	100	10	10	100	

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

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	BODANAPU GANESHA	Managing Director	15,503,088	149,840,000	0	2,951,640	168,294,728
2	KARTHIKEYAN NARAYAN	Whole-Time Director	23,666,712	77,474,831	54,813,670	1,881,600	157,836,813
3	AJAY AGGARWAL	Whole-Time Director	16,518,276	24,720,271	13,508,890	2,156,435	56,903,872
	Total		55,688,076	252,035,102	68,322,560	6,989,675	383,035,413

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	SUDHEENDHRA PANDIT	Company secretary	4,568,257	0	313,918	221,816	5,103,991
	Total		4,568,257	0	313,918	221,816	5,103,991

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VENKAT RAMA MC	Director	0	6,000,000	0	0	6,000,000
2	MUTHIAH MURUG	Director	0	2,000,000	0	0	2,000,000
3	VIKAS SEHGAL	Director	0	4,031,593	0	0	4,031,593
4	VIVEK NARAYAN C	Director	0	2,000,000	0	0	2,000,000
5	MATANGI GOWRIS	Director	0	2,000,000	0	0	2,000,000
6	RAMESH ABHISHE	Director	0	2,000,000	0	0	2,000,000
	Total		0	18,031,593	0	0	18,031,593

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

S. Chidambaram

Whether associate or fellow

☐

Associate

☒

Fellow

Certificate of practice number

2286

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. ..

4

dated

19/07/2006

(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

00605187

To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

5689

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****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