

Form No. MGT-7
ANNUAL RETURN
As on the Financial Year ended on 31/03/2024
Of
THREESIXTYONE DEGREE MINDS CONSULTING PRIVATE LIMITED
[Pursuant to Section 92(1) of the Companies Act, 2013
And
Rule 11(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN:	U74910TN2006PTC060463							
	Foreign Company Registration Number/GLN	-							
	Permanent Account Number(PAN) of the Company	AACCT4966H							
ii)	a) Name of the Company	Threesixtyone Degree Minds Consulting Private Limited							
	b)Registered office address	First Floor, No.10, Sathya Gardens, Kamarajar Nagar, 80 Feet Road, Saligramam, Chennai, Tamil Nadu-600093							
	c)email-ID of the company	ram@361dm.com							
	d)*Telephone number with STD code	+91-9884410984							
	e)Website	https://www.361dm.com/							
iii)	Date of Incorporation	July 06, 2006							
iv)	Type of the Company	Private Company							
	Category of the Company	Company limited by shares							
	Sub-category of theCompany	Indian Non-Government Company							
V	Whether company is having share capital	Yes							
Vi	Whether shares listed on recognized Stock Exchange(s)	No							
	(a) Details of stock exchanges where shares are listed	<table border="1"> <thead> <tr> <th>S. No.</th> <th>Stock Exchange Name</th> <th>Code</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>N.A.</td> <td>N.A.</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	N.A.	N.A.
S. No.	Stock Exchange Name	Code							
1	N.A.	N.A.							
	(b) CIN of the Registrar and	U74900TN2015PTC101466							

	Transfer Agent	
	Name of the Registrar and Transfer Agent	Integrated Registry Management Services Private Limited
	Registered office address of the Registrar and Transfer Agents	2 nd Floor, Kences Towers, 1 Ramakrishna Street, North Usman Road, T Nagar, Chennai, Tamil Nadu- 600017
Vii	Financial year From	01/04/2023 to 31/03/2024
Vii	Whether Annual General Meeting (AGM) held	
	(a) If yes, date of AGM	Scheduled to be held on Tuesday, August 27, 2024
	(b) Due date of AGM	30/09/2024
	(c) Whether any extension for AGM granted	No
	(d) If yes, provide the Service Request Number (SRN) of the application form filed for extension	N.A.
	(e) Extended due date of AGM after grant of extension	N.A.
	(f) Specify the reasons for not holding the same	N.A.

I. 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	P	Education	P4	Educational support services	100

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

*No. of Companies for which information is to be given: 2

S. No.	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint venture	% of shares held	Applicable Section
1.	CL Educate Limited	L74899HR1996PLC076897	Holding	38.92%	2(46)

2.	Threesixtyone Degree Minds Consulting Inc., US	-	Subsidiary	100%	2(87)(ii)
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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	50,000	47,622	47,622	47,622
Total amount of equity shares (in rupees)	5,00,000	4,76,220	4,76,220	4,76,220

Number of classes: 1

Class of Shares Equity Shares With Voting Rights	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of equity shares	50,000	47,622	47,622	47,622
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	5,00,000	4,76,220	4,76,220	4,76,220

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	9,50,000	59,000	59,000	59,000
Total amount of preference shares (in rupees)	95,00,000	5,90,000	5,90,000	5,90,000

Number of classes: 1

Class of Shares	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Number of preference shares	9,50,000	59,000	59,000	59,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	95,00,000	5,90,000	5,90,000	5,90,000

(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
	Physical	Demat	Total			
Equity shares						
At the beginning of the year	23,311	-	23,311	2,33,110	2,33,110	0
Increase during the year						
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	23,311	0	23,311	2,33,110	2,33,110	1,14,22,390
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	1,000	0	1,000	10,000	10,000	3,90,000
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	0	0	0	0	0	0
At the end of the year	47,622	0	47,622	4,76,220	4,76,220	1,18,12,390
Preference shares						
At the beginning of the year	59,000	0	59,000	5,90,000	5,90,000	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	0	0	0	0	0	0

Decrease during the year						
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	0	0	0
At the end of the year	59,000	0	59,000	5,90,000	5,90,000	0

ISIN of the equity shares of the company: INE0X3I01018

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

Class of shares		(i)	(ii)	(iii)
Before split/ Consolidation	Number of shares			
	Face value per share			
After split/ consolidation	Face value per share			
	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)-

[Details being provided in a CD/Digital Media]- No

Separate sheet attached for details of transfers- 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 Previous AGM	September 21, 2023
Date of Registration of Transfer	October 06, 2023
Type of transfer	1- Equity- Yes 2- Preference Share 3- Debentures 4- Stock

Number of Shares/Debentures/Units Transferred	2
Amount per Shares/Debentures/Units (in Rs.)	Rs. 10
Ledger Folio of Transferor	019
Transferor's Name	First Name: Srikumar Middle Name: Surname: Rangarajan
Ledger Folio of Transferee	058
Transferee's Name	First Name: BattepattiSai Middle Name: Surname: Sumanth Reddy

Date of Previous AGM	September 21, 2023
Date of Registration of Transfer	October 06, 2023
Type of transfer	1- Equity- Yes 2- Preference Share 3- Debentures 4- Stock
Number of Shares/Debentures/Units Transferred	2
Amount per Shares/Debentures/Units (in Rs.)	Rs. 10
Ledger Folio of Transferor	019
Transferor's Name	First Name: Srikumar Middle Name: Surname: Rangarajan
Ledger Folio of Transferee	059
Transferee's Name	First Name: Krishnamurthy Middle Name: Surname: Ramachandran

(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	0	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: Rs. 4,55,56,755

(ii) Net worth of the Company: Rs. (1,57,29,421)

(a) SHARE HOLDING PATTERN – Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family	13,756	28.89	0	0
	(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
	Total	13,756	28.89		

Total number of shareholders (promoters): 3

(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	0	0	0	0
	(i) Indian public	7,016	14.73	59,000	100
	(ii) Non-resident Indian (NRI)	2,998	6.29	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government	0	0	0	0
	(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)	23,852	50.09	0	0
10.	Others	0	0	0	0
	Total	33,866	71.11	59,000	100

Total number of shareholders (other than promoters): 55**Total number of shareholders (Promoters + Public/Other than promoters): 58**

VII. NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	53	55
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	3	0	1	0	4.30	0
B. Non-Promoter	0	0	0	0	0	0
(i) Non-Independent	0	1	1	3	15.62	1.92
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks and 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	1	2	3	19.92	1.92

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

(B) (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any)
Rammohan Parameswaran	01828999	Director	4,586	-
Satya Narayanan Ramakrishnan	00307326	Director	2,046	-
Krishnamurthy Ramachandran	10521748	Additional Director	1,654	-
Nikhil Mahajan	00033404	Additional Director	0	-
Piyush Sharma	08759840	Additional Director	0	-

(ii) Particulars of change in director(s) and Key managerial personnel during the Year: 5

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)
C.P. Gopinathan	01828934	Director	February 23, 2024	Cessation
Ritu Gopinathan	01828948	Director	February 23, 2024	Cessation
Krishnamurthy Ramachandran	10521748	Additional Director	February 24, 2024	Appointment
Nikhil Mahajan	00033404	Additional Director	February 24, 2024	Appointment
Piyush Sharma	08759840	Additional Director	February 24, 2024	Appointment

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

A. MEMBERS/ CLASS/ REQUISITIONED/ CLB/ NCLT/ COURT CONVENED MEETING

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	21/09/2023	56	5	16.79

B. BOARD MEETINGS

Number of meetings held: 16

S. No.	Date of meeting	Total Number of Directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/04/2023	4	3	75
2	28/04/2023	4	4	100
3	22/05/2023	4	2	50
4	29/05/2023	4	3	75
5	09/06/2023	4	3	75
6	13/07/2023	4	3	75
7	30/08/2023	4	3	75
8	06/10/2023	4	3	75
9	11/01/2024	4	2	50
10	01/02/2024	4	4	100
11	02/02/2024	4	2	50
12	15/02/2024	4	4	100
13	17/02/2024	4	2	50
14	24/02/2024	2	2	100
15	23/03/2024	5	5	100
16	30/03/2024	5	5	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 meeting	Attendance	
				Number of members attended	% of attendance

D. ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA) Scheduled to be held on August 27, 2024
		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	
1	Rammohan Parameswaran	16	16	100	0	0	0	-
2	Satya Narayanan Ramakrishnan	16	6	37.5	0	0	0	-
3	Krishnamurthy Ramachandran	2	2	100	0	0	0	-
4	Nikhil Mahajan	2	2	100	0	0	0	-
5	Piyush Sharma	2	2	100	0	0	0	-

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 4

S. No	Name	Designation	Gross salary(in lakhs)	Commission (in lakhs)	Stock Option / Sweat equity	Others (in lakhs)	Total Amount (in lakhs)
1.	C. P. Gopinathan	Director	9.10	0	0	0	9.10
2.	Ritu Gopinathan	Director	9.10	0	0	0	9.10
3.	P. Rammohan	Director	11.40	0	0	0	11.40
4.	Krishnamurthy Ramachandran	Additional Director	1.50	0	1.2	0	2.70
	Total		31.10	0	1.2	0	32.30

B. Number of CEO, CFO and Company secretary whose remuneration details to be entered: Nil

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
-	-	-	-	-	-	-	-
	Total						

C. Number of other Directors whose remuneration details to be entered: Nil

S. No	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	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

B. If No, give the 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

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.

Form MGT-8 is not applicable on the Company.

**For and on behalf of the Board of Directors
Threesixtyone Degree Minds Consulting Private Limited**

**Sd/-
Rammohan Parameswaran
Director
DIN: 01828999
Address: No. 9, Flat No. S3, SSR,
Pankajam Road, Queens Park, Saligramam,
Chennai-600093**

**Sd/-
Krishnamurthy Ramachandran
Director
DIN: 10521748
Address: 8, 7th Cross Street, Karpagam
Gardens, Adyar, Chennai- 600020,
Tamil Nadu**

**Date: August 01, 2024
Place: Chennai**