

Annexure – B

Form No. MGT-9 EXTRACT OF ANNUAL RETURN (as on the financial year ended on March 31, 2020)

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i.	CIN	U65910MH1996PLC258722
ii.	Registration Date	December 26, 1996
iii.	Name of the Company	Lendingkart Finance Limited
iv.	Category / Sub-Category of the Company	Company Limited by Shares Non-government Company
v.	Address of the Registered office and contact details	A-303/304, Citi Point, Andheri-Kurla Road, Andheri (East) Mumbai – 400059, Maharashtra. Phone: 022-6697 8727
vi.	Whether listed company	No (The Company became debt listed on 7 th July, 2020)
vii.	Name, Address, and Contact details of Registrar and Transfer Agent, if any.	Registrar & Transfer Agent for Debenture Holders: KFIN Technologies Private Limited Selenium, Tower B, Plot No. 31-32, Gachibowli Financial District, Hyderabad-500 032.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Non-banking financial services- Lending working capital loan to micro, small and medium enterprises	64990	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No	Name and address of the company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
1.	Lendingkart Technologies Private Limited Address: 14 th Floor, D Block, The First, The First Avenue Road, Behind Keshavbaugh Party Plot, Vastrapur Ahmedabad-380015.	U72900GJ2014PTC081539	Holding	100%	2(46)

IV. SHAREHOLDING PATTERN AS ON MARCH 31, 2020
(Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1) Indian									
a) Individual/HUF	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
b) Central Govt.	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
c) State Govt(s)	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
d) Bodies Corp	NIL	3,89,85,920	3,89,85,920	100	4,41,87,925	6	4,41,87,931	100	13.34
e) Banks / FI	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
f) Any Other	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
Subtotal(A)(1):-	NIL	3,89,85,920	3,89,85,920	100	4,41,87,925	6	4,41,87,931	100	13.34
2) Foreign									
NRIs-Individuals	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
b) Other-Individuals	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
c) Bodies Corp.	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
d) Banks / FI	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
e) Any Other....	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
Sub-total(A)(2):-	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	NIL	3,89,85,920	3,89,85,920	100	4,41,87,925	6	4,41,87,931	100	13.34
B.Public Shareholding									
1. Institutions									
a) Mutual Funds	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
b) Banks / FI	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
c) Central Govt	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
d) State Govt(s)	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
e) Venture Capital Funds	NIL	NIL	NIL	0	NIL	NIL	NIL		0
f) Insurance Companies	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
g) FIIs	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
h) Foreign Venture	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Capital Funds									
i) Others (specify)	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
Sub-total (B)(1):-	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
2. Non Institutions									
a) Bodies Corp.									
(i) Indian	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
(ii) Overseas	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
c) Others(Specif y)	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
Sub-total(B)(2)	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	0	NIL	NIL	NIL	0	0
GrandTotal (A+B+C)	NIL	3,89,85,920	3,89,85,920	100	4,41,87,925	6	4,41,87,931	100	13.34

ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1.	Lendingkart Technologies Private Limited	3,89,85,920	100	0	4,41,87,931	100	0	13.34
	Total	3,89,85,920	100	0	4,41,87,931	100	0	13.34

iii. Change in Promoters' Shareholding

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Lendingkart Technologies Private Limited				
	At the beginning of the year	3,89,85,920	100.00		

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Lendingkart Technologies Private Limited				
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc): 11/09/2019: Allotment of shares to Lendingkart Technologies Private Limited (Right Issue)	52,02,011	13.34	4,41,87,931	100.00
	At the End of the year	-	-	4,41,87,931	100.00

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and holders of GDRs and ADRs):

Not Applicable

v. Shareholding of Directors and Key Managerial Personnel:

None of the Directors and Key Managerial Personnel hold any share of the Company as a beneficial owner.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

(Amount: INR in Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
Gross Principal Amount	99,471	6,800	-	1,06,271
Less: Unmatured discounting charges	-	(77)	-	(77)
i) Net Principal Amount	99,471	6,723	-	1,06,194
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	950	30	-	980
iv) Amortisation	(665)	(5)	-	(670)
Total (i+ii+iii+iv)	99,756	6,748	-	1,06,504
Change in Indebtedness during the financial year				-
- Addition	1,46,664	5,000	-	1,51,664
- Reduction	(93,147)	(8,175)	-	(1,01,322)
- Amortisation	571	80	-	651
Net Change	54,088	(3,095)	-	50,993
Indebtedness at the end of the financial year				-
Principal Amount	1,52,989	3,625	-	1,56,614
Less: Unmatured discounting charges	-	(1)	-	(1)
i) Net Principal Amount	1,52,989	3,624	-	1,56,613
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	1,858	31	-	1,889
iv) Amortisation	(1,002)	(3)	-	(1,005)
Total (i+ii+iii+iv)	1,53,845	3,652	-	1,57,497

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Not Applicable*

* The remuneration to the following KMPs were paid by Lendingkart Technologies Private Limited, holding company of the Company:

- (i) Mr. Mukul Sachan, Whole-time Director for the period from 1st April, 2019 to 31st May, 2019; and
- (ii) Mr. Harshvardhan Lunia, Managing Director, for the period from 1st July, 2019 to 31st March, 2020

B. Remuneration to other directors:

(Amount: INR in Lakhs)

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Mr. Thallapaka Venkateswara Rao *	Mr. Gaurav Mittal	Ms. Divya Himanshu Jain **	
1.	Independent Directors				
	- Fee for attending board / committee meetings	1.50	0.90	-	2.40
	- Commission	-	-	-	-
	- Others, please specify	-	-	-	-
	Total (1)	1.50	0.90	-	2.40
2.	Other Non-Executive Directors				
	- Fee for attending board / committee meetings	-	-	-	-
	- Commission	-	-	-	-
	- Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
3.	Total (1)+(2)	1.50	0.90	-	2.40
4.	Overall Ceiling as per the Act				461.37

* Mr. Thallapaka Venkateswara Rao appointed as an Independent Director of the Company w.e.f 13th November, 2019.

** Ms. Divya Himanshu Jain ceased to be Independent Director w.e.f. 28th June, 2019.

C. Remuneration to key managerial personnel other than MD /Manager /WTD

(Amount: in INR)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total
		Mithun Sundar (CEO) *	Mohit Bajaj (CFO) **	Piyush Kabra (CFO) ***	Umesh Navani (CS)	
1.	Gross salary (INR)					
	(a) Salary as per provisions contained in 17(1) of the Income-tax Act, 1961	24,82,759	7,58,620	43,32,910	8,19,199	83,93,488
	(b) Value of perquisites u/s17(2) Income tax Act, 1961	-	-	-	-	-
	(c) Profits in lieu of salary u/s 17(3) Income-tax Act, 1961	-	-	-	-	-
2.	Stock Options	-	-	69****	14	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-	-	-
5.	Others, please specify Variable Pay (Performance Bonus) Leave Encashment	-	-	14,26,878 10,43,018	- 71,747	- 14,98,625 10,43,018
6.	Total	24,82,759	7,58,620	68,02,806	8,90,946	1,09,35,131

* *Mr. Mithun Sundar was appointed as the Chief Executive Officer, Key Managerial Personnel, w.e.f. 11th February, 2020.*

** *Mr. Mohit Bajaj was appointed as the Chief Financial Officer, Key Managerial Personnel, w.e.f. 11th February, 2020.*

*** *Mr. Piyush Kabra, Chief Financial Officer, Key Managerial Personnel, tendered resignation effective from close of business hours of 29th November, 2019.*

**** *69 Vested options held by Mr. Piyush Kabra*

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

There was no penalty, punishment, or compounding of offence during the financial year ended March 31, 2020.

**For and on behalf of the Board of Directors of
Lendingkart Finance Limited**

Sd/-

**Harshvardhan Lunia
Chairman & Managing Director
DIN: 01189114**

Date: 20th August, 2020

Place: Ahmedabad