

Annexure - 1

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:		
1	CIN	U67190MH2008PTC178270
2	Registration Date	25 th January, 2008
3	Name of the Company	Small Business FinCredit India Private Limited (Erstwhile MAPE Finserve Private Limited)
4	Category/Sub-category of the Company	Non Government Company
5	Address of the Registered office & contact details	103, 1 st Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East), Mumbai - 400059 Tel: +91-22-67875300
6	Whether listed company	No
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Name : NSDL Database Management Limited Address : 4 th Floor, Trade World A Wing, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013 Contact details : 022 4914 2700

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
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(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Other Credit granting	64920	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
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SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares	Applicable Section
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1	Arpwood Partners Investment Advisors LLP	116,000,000	17.16	-	90,899,000	13.24	-	(3.92)
2	Lyra Partners Ltd	560,000,000	82.84	-	560,000,000	81.53	-	(1.31)
3	Eight45 Services LLP	-	-	-	25,101,000	3.65	-	3.65
	Total	676,000,000	100	-	676,000,000	98.42	-	(1.58)

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1.	Arpwood Partners Investment Advisors LLP				
	At the beginning of the year	116,000,000	17.16	116,000,000	17.16
	Date wise Increase / Decrease in Promoters shareholding during the year specifying reason for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	i. 1,87,01,000 Equity shares transferred to Eight45 Services LLP on 25.07.2018 ii. 64,00,000 Equity shares transferred to Eight45 Services LLP on 29.09.2018	-	9,08,99,000	-
	At the end of the year	9,08,99,000	13.24	9,08,99,000	13.24
2	Lyra Partners Ltd				
	At the beginning of the year	560,000,000	82.84	560,000,000	82.84
	Date wise Increase / Decrease in Promoters shareholding during the year specifying reason for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	No Change in shareholding during the financial year 2018-19			
	At the end of the year	560,000,000	81.53	560,000,000	81.53
3	Eight45 Services Ltd				
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Promoters shareholding during the year specifying reason for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	i. 1,87,01,000 Equity shares transferred from Arpwood Partners Investment Advisors LLP on 25.07.2018 ii. 64,00,000 Equity shares transferred from Arpwood Partners Investment Advisors LLP on 29.09.2018	-	2,51,01,000	-
	At the end of the year	2,51,01,000	3.65	2,51,01,000	3.65

(iv) Shareholding Pattern of top ten Shareholders*(Other than Directors, Promoters and Holders of GDRs and ADRs): NIL*

SN	For each of the Top 10 shareholders	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
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-

(v) Shareholding of Directors and Key Managerial Personnel: NIL

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares of the Company	% of total shares	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Changes during the year	-	-	-	-
	At the end of the year	-	-	-	-

V. INDEBTEDNESS

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

(Rs. In Crores)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	450.00	-	-	450.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	19.43	-	-	19.43
Total (i+ii+iii)	469.43	-	-	469.43
Change in Indebtedness during the financial year				
* Addition	427.98	-	-	427.98

* Reduction	(31.93)	-	-	(31.93)
Net Change	396.05	-	-	396.05
Indebtedness at the end of the financial year				
i) Principal Amount	845.46	-	-	845.46
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	20.01	-	-	20.01
Total (i+ii+iii)	865.48	-	-	865.48

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
	Name	Mr. Aseem Dhru	(Amount in Rs.)
	Designation	Managing Director	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,78,23,000	1,78,23,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	74,50,000	74,50,000
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5	Others, please specify	-	-
	Total (A)	2,52,73,000	2,52,73,000
	Ceiling as per the Act	-	-

* 1. During the year, Mr. Aseem Dhru was granted 2,70,40,000 stock options under Small Business FinCredit Stock Option Policy II 2018. The stock options granted to Mr. Aseem Dhru would vest with following schedule: (a) 50% on 1st Oct 2019 (b) 25% on 1st Oct 2020 (c) 25% on 1st Apr 2021 and are exercisable (a) in case of Options vested prior to a IPO, at any time after vesting of the Options up to a period of 24 (Twenty Four) months post the date of IPO of the Company, and (b) in case of Options vested after IPO, within 6 (Six) months from the date of the vesting. The Exercise Price is INR 12.50/- per vested Option.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
	Name	Mr. Aseem Avanish Dhru	Mr. Narayan Barasia (w.e.f. 19.12.2018)	Ms. Krupali Harshad Doshi (w.e.f. 24.09.2018)	(Amount in Rs.)
	Designation	CEO	CFO	CS	
1	Gross salary	Part of remuneration to Managing Director/Whole Time Director/ Manager	46,29,000	3,15,000	49,44,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		6,92,000	14,000	7,06,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total		53,21,000	3,29,000	56,50,000

* 2. Mr. Narayan Barasia was appointed as Chief Financial Officer (CFO) of the Company w.e.f. 19th December, 2018.

3. Ms. Krupali Harshad Doshi was appointed as a Company Secretary of the Company with effect from 24th September, 2018 and resigned as Company Secretary w.e.f. 30th March, 2019.

4. During the year, Mr. Narayan Barasia, CFO of the Company was granted 8,00,000 stock options and Ms. Krupali Harshad Doshi, Company Secretary was granted 25,000 stock options respectively under Small Business FinCredit Stock Option Policy 2018. The stock options granted to Ms. Krupali Doshi. However, Ms. Krupali Harshad Doshi resigned from the post of Company Secretary w.e.f. 30th March, 2019 hence the options lapsed.

VII. Penalties/Punishment/Compounding of Offences:

During the financial year 2018-19 there were no penalties, punishment, compounding of offences against the Company.