

Extract of Annual Return – Form MGT-9

**As on the financial year ended March 31, 2018
[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the
Companies (Management and Administration) Rules, 2014]**

Form MGT-9

1. Registration and other details of Company:

i.	CIN	U74899DL1993PLC054259
ii.	Registration Date	30/06/1993
iii.	Name of the Company	Religare Housing Development Finance Corporation Limited
iv.	Category/ Sub-Category of the Company	Public Limited Company having share capital
v.	Address of the Registered office and contact details	2 nd Floor, Rajlok Building, 24, Nehru Place, New Delhi – 110019 Tel: 011-4627 2400
vi.	Whether listed company Yes / No	No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 Tel: 040-67161500

2. Principal Business Activity 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	Housing Finance	649 (Other financial service activities, except insurance and pension funding Activities)	97.88%

3. Particulars of Holding, subsidiary and associate Company

Sl. No.	Name and address of the company	CIN/GLN	Holding/ subsidiary/ Associate	% of shares held	Applicable Section
1	Religare Finvest Limited (along with nominees)	U74999DL1995PLC064132	Holding	87.5	2(46)

4. Shareholding Pattern of the Company -

- a. Category-wise Share Holding – As per **Annexure-B.1**
- b. Shareholding of Promoters – As per **Annexure-B.1**
- c. Change in Promoters' Shareholding (please specify, if there is no change) – **NIL**
- d. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) – As per **Annexure-B.1**

- e. Shareholding of Directors and Key Managerial Personnel: As per **Annexure-B.1** (Mr. Kavi Arora, Mr. Anil Saxena and Mr. Sunil Kumar Garg were holding shares as nominees of Religare Finvest Limited)

5. Indebtedness

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

(Amount in Rs.)

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<u>Indebtedness at the beginning of the financial year</u>				
i) Principal Amount	8,16,38,96,711.00	-		8,16,38,96,711.00
ii) Interest due but not paid	-	-		-
iii) Interest accrued but not due	4,53,90,192.00	-		4,53,90,192.00
<u>Total (i+ii+iii)</u>	8,20,92,86,904.00	-		8,20,92,86,904.00
<u>Change in Indebtedness during the financial year</u>				
Addition	10,13,65,343.30	-		10,13,65,343.30
Reduction	99,68,40,062.30	-	NA	99,68,40,062.30
<u>Net change</u>	(89,54,74,719.00)	-		(89,54,74,719.00)
<u>Indebtedness at the end of the financial year</u>				
i) Principal Amount	7,26,84,21,992.00	-		7,26,84,21,992.00
ii) Interest due but not paid	-	-		-
iii) Interest accrued but not due	29,58,033.00	-		29,58,033.00
Total (i+ii+iii)	7,27,13,80,025.00	-		7,27,13,80,025.00

6. Remuneration of Directors and Key Managerial Personnel mentioning their gross salary, value of perquisites, profits in lieu of salary, etc-

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (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				
6	Total (A)				
7	Ceiling as per the Act				

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Mr. R.K. Shetty	Mr. A.C. Mahajan	Mr. Vikram Talwar	Mr. P. Vijaya Bhaskar	Total Amount
1	1. Independent Directors * • Fee for attending board / committee meetings • Commission • Others, please specify	1,80,000 0 0	1,20,000 0 0	20,000 0 0	0 0 0	3,20,000 0 0
2	Total (1)	1,80,000	1,20,000	20,000	NIL	3,20,000
3	2. Other Non-Executive Directors • Fee for attending board / committee meetings • Commission • Others, please specify	NIL				
4	Total (2)	NIL				
5	Total Remuneration	1,80,000	1,20,000	20,000	NIL	3,20,000
6	Overall Ceiling as per the Act**					

* (1) Rs. 1,80,000 paid as sitting fee for 4 board meetings and 5 Committee meetings attended by Mr. R K. Shetty during 2017-2018; (2) Rs. 1,20,000 paid as sitting fee for 3 board meetings and 3 Committee meetings attended by Mr. Avinash Chander Mahajan

during 2017-2018; and (3) Rs. 20,000 paid as sitting fee for 1 board meeting attended by Mr. Vikram Talwar during 2017-2018.

***In terms of the provisions of the Companies Act, 2013, the remuneration payable to directors other than executive directors shall not exceed 1% of the net profit of the Company.*

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel					Total Amount
		CEO	Company Secretary *			CFO	
		N.A.	Mr. Ankit Kumar Jain	Mr. Ashraf Ali	Ms. Manpreet Kaur Chawla	Mr. Bipin Kabra	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (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	Nil	87,252	8,17,208	3,40,341	Nil	12,44,801
		Nil	Nil			Nil	Nil
		Nil	Nil			Nil	Nil
2	Stock Option	Nil	Nil			Nil	Nil
3	Sweat Equity	Nil	Nil			Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil			Nil	Nil
5	Others, please specify	Nil	Nil			Nil	Nil
6	Total	Nil	87,252	8,17,208	3,40,341	Nil	12,44,801

**(1) Mr. Ankit Kumar Jain resigned from the position of Company Secretary on April 13, 2018; (2) Mr. Ashraf Ali was the Company Secretary of the Company from May 19, 2017 till September 15, 2017; (3) Ms. Manpreet Kaur Chawla was appointed as the Company Secretary on September 16, 2017.*

7. Penalties/punishment/compounding of offences- NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment					
Compounding					

B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment					
Compounding					

Place: Gurugram
Date: September 05, 2018

**By order of the Board of Directors
For Religare Housing Development Finance
Corporation Limited**

**Sd/-
Mr. Ashok Mehta
Director
DIN : 00199165**

Add: 701, Kalpak Bela CHS,
31, Perry Cross Road,
Bandra (W), Mumbai -
400050

**Sd/-
Mr. Malay Kumar Sinha
Director
DIN: 08140223**

Add: B-1503, Antriksh
Nature, Sector-52,
Gautam Buddha Nagar,
Noida, Uttar Pradesh-
201301

Others (Specify)	0	0	0	0	0	0	0	0	0
i) Qualified Foreign Investors									
Sub Total (B)(1)	0	0	0	0.00	0	0	0	0.00	0
2. Non - Institutions									
a) Bodies Corp.	0	0	0	0	0	0	0	0	0
i) Indian									
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	36590	36590	0.09	0	36590	36590	0.09	0
i) Individuals Shareholders holding Share Capital Upto Rs. 1 Lac									
ii) Individuals Shareholders holding Share Capital in excess of Rs. 1 Lac	0	0	0	0	0	0	0	0	0
Other (Specify)	0	0	0	0	0	0	0	0	0
i) HUF									
ii) Clearing Members	0	0	0	0	0	0	0	0	0
iii) Non Resident Indians	0	0	0	0	0	0	0	0	0
iv) Foreign Trusts	0	4963160	4963160	12.41	0	4963160	4963160	12.41	0
Sub-total B(2)	0	4999750	4999750	12.50	0	4999750	4999750	12.50	0
Total B = B (1) + B (2)	0	4999750	4999750	12.50	0	4999750	4999750	12.50	0
Total = A + B	34998200	4999800	39998000	100	34998200	4999800	39998000	100	0

*Equity Shares are held as nominee of Religare Finvest Limited.

II. Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change during the Year
		No. of Shares*	% of Total Shares of the Company	% of Total Shares pledged/encumbered to total shares	No. of Shares*	% of Total Shares of the Company	% of Total Shares pledged/encumbered to total shares	
1	Religare Finvest Limited	34998250	87.5%	NIL	34998250	87.5%	NIL	0
Total		34998250	87.5%	NIL	34998250	87.5%	NIL	0

*Equity shares include the shareholding held by 5 individual nominee shareholders of Religare Finvest Limited

V. Shareholding of Directors and Key Managerial Personnel:

S. No.	For each of the Directors and KMP	Shareholding		Cumulative Shareholding during the year	
		No. of Share	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
	At the beginning of the year				
	Mr. Anil Saxena*	10	Negligible	10	Negligible
	Mr. Sunil Kumar Garg*	10	Negligible	10	Negligible
	Mr. Kavi Arora*	10	Negligible	10	Negligible
	Data wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc) :				
	<u>Decrease:</u>				
	1. Mr. Sunil Kumar Garg* - transfer of shares to Mr. Rajesh Sharma*	10	Negligible	10	Negligible
	2. Mr. Anil Saxena* - transfer of shares to Mr. Punit Arora*	10	Negligible	10	Negligible
	3. Mr. Kavi Arora* - transfer of shares to Mr. Gagan Chhabra*	10	Negligible	10	Negligible
	At the End of the Year				
	NIL				

**Equity shares held as nominee of Religare Finvest Limited*

Place: Gurugram
Date: September 05, 2018

**By order of the Board of Directors
For Religare Housing Development Finance
Corporation Limited**

**Sd/-
Mr. Ashok Mehta
Director
DIN : 00199165
Add: 701, Kalpak Bela CHS,
31, Perry Cross Road,
Bandra (W), Mumbai -
400050**

**Sd/-
Mr. Malay Kumar Sinha
Director
DIN: 08140223
Add: B-1503, Antriksh
Nature, Sector-52,
Gautam Buddha Nagar,
Noida, Uttar Pradesh-
201301**