

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	Public Limited Company having share capital					
	Company						
v.	Address of the Registered office and	2 nd Floor, Rajlok Building, 24, Nehru Place,					
	contact details	New Delhi - 110019					
		Tel: 011-4627 2400					
vi.	Whether listed company Yes / No	No					
vii.	Name, Address and Contact details of	Karvy Computershare Private Limited,					
	Registrar and Transfer Agent, if any	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.		NIC Code of the Product/ service	% to total turnover
No.	main products / services		of the Company
1	Housing Finance	649 (Other financial service activities, except insurance and	97.88%
		pension funding Activities)	

3. Particulars of Holding, subsidiary and associate Company

Sl. No.	Name and address of the company	CIN/GLN	Holding/ subsidiary/ Associate	% of shares held	Applicab le Section
1	Religare Finvest Limited	U74999DL199	Holding	87.5	2(46)
	(along with nominees)	5PLC064132			

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 Con	Indebtedness of the Company including interest outstanding/accrued but not due for payment									
	Secured Loans excluding deposits	Unsecur ed Loans	Deposits	Total Indebtedness						
Indebtedness at the beginning of the financial year										
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						
Total (i+ii+iii)	8,20,92,86,904.00	-		8,20,92,86,904.00						
Change in Indebtedness during the financial year										
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)						
Indebtedness at the end of the financial year										
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.	Particulars of Remuneration	Name	of MD	/WTD/	Total
no.		Manager			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.	Mr. A.C.	Mr.	Mr. P.	Total
		Shetty	Mahajan	Vikram	Vijaya	Amount
				Talwar	Bhaskar	
1	1. Independent Directors *					
	• Fee for attending board /	1,80,000	1,20,000	20,000	0	3,20,000
	committee meetings					
	• Commission	0	0	0	0	0
	Others, please specify	0	0	0	0	0
	1 1					
2	Total (1)	1,80,000	1,20,000	20,000	NIL	3,20,000
3	2. Other Non-Executive	NIL				
	Directors					
	• Fee for attending board /					
	committee meetings					
	• Commission					
	Others, please specify					
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		Key Managerial Personnel					
	Remuneration	CEO	Con	npany Secre	etary *	CFO	Amount	
		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 Nil Nil	87,252 Nil Nil	8,17,208	3,40,341	Nil Nil Nil	12,44,801 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					
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding					



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

Place: Gurugram

Date: September 05, 2018

By order of the Board of Directors

For Religare Housing Development Finance

Corporation Limited

Sd/-Sd/-

Mr. Ashok Mehta Mr. Malay Kumar Sinha

Director Director

DIN: 00199165 DIN: 08140223

Add: 701, Kalpak Bela CHS, Add: B-1503, Antriksh 31, Perry Cross Road, Nature, Bandra (W), Mumbai – Gautam E

400050

Sector-52, Gautam Buddha Nagar,

Noida, Uttar Pradesh-

201301



Annexure-B.1

Part IV. (MGT-9) Shareholding Pattern of the Company

I. Category-wise Share Holding

Catagory of	No. of Share	Yea		g of the	No. of shar	es held a	the end of the	he Year	% Change
Category of Shareholder	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	during the Year
A. Promoter									
and Promoter									
Group									
(1) Indian									
a)	0	0	0	0	0	0	0	0	0
Individual*/HUF								0	
b) Central	0	0	0	0	0	0	0	0	0
Government/									
State Government(s)									
c) Bodies	34998200	50*	34998250	87.50	34998200	50*	34998250	87.50	0
Corporate	34770400	50"	34770430	67.50	34770400	30"	34770430	07.50	U
d) Financial	0	0	0	0	0	0	0	0	0
Institutions /			U						U
Banks									
e) Any Others	0	0	0	0	0	0	0	0	0
Sub-total (A)	34998200	50*	34998250	87.50	34998200	50*	34998250	87.50	0
(1)	01770200	50	01770200	07.50	01770200		01770200	07.00	v
(2) Foreign									
a) NRIs –	0	0	0	0	0	0	0	0	0
Individuals									·
b) other	0	0	0	0	0	0	0	0	0
Individuals									
c) Body Corp.	0	0	0	0	0	0	0	0	0
d) Bank/FI	0	0	0	0	0	0	0	0	0
e) Any Others	0	0	0	0	0	0	0	0	0
Sub-total (2)	0	0	0	0	0	0	0	0	0
Total	34998200	50*	34998250	87.50	34998200	50*	34998250	87.50	0
Shareholding of									
Promoters									
A=A(1)+A(2)									
B. Public									
Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0		0
b) Banks/FI	0	0	0		0	0	0		0
c) Central Govt.	0	0	0		0	0	0	1	0
d) State Govt.	0	0	0			0	0		0
e) Venture	0	0	0	0	0	0	0	0	0
Capital Funds	_	-	_	_	-	-	_		_
f) Insurance	0	0	0	0	0	0	0	0	0
Companies			^				^		
g) FIIs	0	0	0		0	0	0		0
h) Foreign	0	0	0	0	0	0	0	0	0
Venture Capital									
Funds									



Others (Specify) i) Qualified Foreign Investors	0	0	0	0	0	0	0	0	0
Sub Total (B)(1)	0	0	0	0.00	0	0	0	0.00	0
2. Non -									
Institutions									
a) Bodies Corp.i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals i) Individuals Shareholders holding Share Capital Upto Rs. 1 Lac	0	36590	36590	0.09	0	36590	36590	0.09	0
ii) Individuals Shareholders holding Share Capital in excess of Rs. 1 Lac	0	0	0	0	0	0	0	0	0
Other (Specify) i) HUF	0	0	0	0	0	0	0	0	0
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	496316 0	4963160	12.41	0	496316 0	4963160	12.41	0
Sub-total B(2)	0	499975 0	4999750	12.50	0	499975 0	4999750	12.50	0
Total B = B (1) + B (2)	0	499975 0	4999750	12.50	0	499975 0	4999750	12.50	0
Total = A + B	34998200	0	39998000	100	34998200	499980 0	39998000	100	0

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

II. Shareholding of Promoters

	Total	34998250	87.5%	NIL	34998250	87.5%	NIL	0
	Limited							
	Finvest							
1	Religare	34998250	87.5%	NIL	34998250	87.5%	NIL	0
				to total shares			to total shares	
			Company	encumbered		Company	encumbered	the Year
J. 110.	Name		the	pledged/		the	pledged/	during
S. No.	Shareholder's	Shares*	Shares of	Shares	Shares*	Shares of	Shares	Change
		No. of	% of Total	% of Total	No. of	% of Total	% of Total	%
		Shareholding at the beginning of the year			Sharehold			

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



III. Change in Promoters' Shareholding (please specify, if there is no change): No Change

S.	Shareholders Name	Shareholding*			Cumulative Shareholding during the year	
No.		No. of Shares	% of Shares of Company	Total the	No. of Shares	% of Total Shares of the Company
	At the beginning of the year					
	Data wise Increase / Decrease in Promoters					
	Shareholding during the year specifying the	There is no change in the Promoter's Shareholding				
	reasons for increase / decrease (e.g. allotment /	between 01.04.2017 to 31.03.2018				
	transfer / bonus / sweat equity etc):					
	At the End of the Year					

IV. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): N.A.

			areholding	Cumulative Shareholding during the year	
S. No.	For each of the Top 10 Shareholders	No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	At the beginning of the year:				
	Maharishi Housing Development Trust	4963160	12.41	4963160	12.41
	Mr. Anand Prakash Srivastava	36568	0.09	36568	0.09
	Mr. Deepak Jain	5	Negligible	5	Negligible
	Mr. Sanjay Srivastava	3	Negligible	3	Negligible
	Mr. Manoj Srivastava	3	Negligible	3	Negligible
	Mrs. Nishi Srivastava	3	Negligible	3	Negligible
	Mr. Rajeev Arora	3	Negligible	3	Negligible
	Mr. Chattar Pal Sharma	3	Negligible	3	Negligible
	Ms. Aditi Srivastava	2	Negligible	2	Negligible
2.	Data wise increase / decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	NIL			
3.	At the end of the year (or on the date of separation, if separated during the year)				
	Maharishi Housing Development Trust	4963160	12.41	4963160	12.41
	Mr. Anand Prakash Srivastava	36568	0.09	36568	0.09
	Mr. Deepak Jain	5	Negligible	5	Negligible
	Mr. Sanjay Srivastava	3	Negligible	3	Negligible
	Mr. Manoj Srivastava	3	Negligible	3	Negligible
	Mrs. Nishi Srivastava	3	Negligible	3	Negligible
	Mr. Rajeev Arora	3	Negligible	3	Negligible
	Mr. Chattar Pal Sharma	3	Negligible	3	Negligible
	Ms. Aditi Srivastava	2	Negligible	2	Negligible



V. Shareholding of Directors and Key Managerial Personnel:

	For each of the Directors and KMP	Shareholding		Cumulative Shareholding during the year	
S. No.		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):				
	Decrease:				
	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/-Sd/-

Mr. Ashok Mehta Mr. Malay Kumar Sinha

Director Director

DIN: 00199165 DIN: 08140223

31, Perry Cross Road, Nature,

Bandra (W), Mumbai -

400050

Add: 701, Kalpak Bela CHS, Add: B-1503, Antriksh Sector-52, Gautam Buddha Nagar, Noida, Uttar Pradesh-

201301