

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

# Annual Return (other than OPCs and Small Companies)

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company	U65921UP1995PTC035286	Pre-fill
Global Location Number (GLN) of the company		
* Permanent Account Number (PAN) of the company	AAECS9853J	
(ii) (a) Name of the company	SONATA FINANCE PRIVATE LIM	
(b) Registered office address	II FLOOR, CP. 1, PG. TOWERS, KURSI ROAD, VIKAS NAGAR LUCKNOW Lucknow Uttar Pradesh 226002	
(c) *e-mail ID of the company	CS*****IA.COM	
(d) *Telephone number with STD code	05*****00	
(e) Website	www.sonataindia.com	
(iii) Date of Incorporation	06/04/1995	

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital  Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)  Yes  No

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	100

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

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

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	KOTAK MAHINDRA BANK LIM	L65110MH1985PLC038137	Holding	100

## 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	40,000,000	26,453,256	26,453,256	26,453,256
Total amount of equity shares (in Rupees)	400,000,000	264,532,560	264,532,560	264,532,560

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	40,000,000	26,453,256	26,453,256	26,453,256

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	400,000,000	264,532,560	264,532,560	264,532,560

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	10,000,000	0	0	0
Total amount of preference shares (in rupees)	100,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	10,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	100,000,000	0	0	0

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	2,033,615	24,419,641	26453256	264,532,560	264,532,560	0
<b>Increase during the year</b>	0	2,033,615	2033615	20,336,150	20,336,150	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
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	0	2,033,615	2033615	20,336,150	20,336,150	
Shares dematerialised during the year						
<b>Decrease during the year</b>	2,033,615	0	2033615	20,336,150	20,336,150	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	2,033,615		2033615	20,336,150	20,336,150	
Shares dematerialised during the year						
<b>At the end of the year</b>	0	26,453,256	26453256	264,532,560	264,532,560	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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	
NA						
<b>Decrease during the year</b>	0	0	0	0	0	0
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	
NA						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

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

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

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  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 the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	3,360	1000000	3,360,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			3,360,000,000

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	3,585,000,000	0	225,000,000	3,360,000,000
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

5,775,798,937.8

(ii) Net worth of the Company

3,893,062,727.43

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	26,453,176	100	0	
5.	Financial institutions	0	0	0	





6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others Nominees holding jointly with B	80	0	0	
	<b>Total</b>	26,453,256	100	0	0

**Total number of shareholders (promoters)**

9

**(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				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	

	<b>Total</b>	0	0	0	0
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Total number of shareholders (other than promoters)

0

Total number of shareholders (Promoters+Public/  
Other than promoters)

9

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	1	9
Members (other than promoters)	65	0
Debenture holders	13	27

**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
<b>A. Promoter</b>	1	0	0	0	0	0
<b>B. Non-Promoter</b>	0	3	1	3	0	0
(i) Non-Independent	0	0	1	3	0	0
(ii) Independent	0	3	0	0	0	0
<b>C. Nominee Directors representing</b>	0	4	0	0	0	0
(i) Banks & FIs	0	1	0	0	0	0
(ii) Investing institutions	0	3	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
<b>Total</b>	1	7	1	3	0	0

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

7

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
ANUP KUMAR SINGH	00173413	Managing Director	0	
ANUP KUMAR SINGH	AYMPS4431P	CEO	0	
DEVARAJAN KANNAN	00498935	Director	0	
TAPOBRAT CHAUDHARI	09291548	Director	10	
MANISH KOTHARI	10546805	Director	10	
AKHILESH KUMAR SINGH	BFLPS4623C	CFO	0	
ANJALI MANWANI SINGH	CDTPM2852G	Company Secretary	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

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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)
SAURABH KUMAR	08469704	Nominee director	14/11/2023	Cessation
PAURVI SRIVASTAVA	DSGPS0523H	Company Secretary	31/05/2023	Cessation
ANJALI MANWANI SINGH	CDTPM2852G	Company Secretary	01/06/2023	Appointment
RANGANATHAN VARADARAJAN	01060651	Nominee director	28/03/2024	Cessation
SHREEKANTA DAS	07306690	Nominee director	28/03/2024	Cessation
REMIKA AGARWAL	09438221	Nominee director	28/03/2024	Cessation
ANAL KUMAR JAIN	01239653	Director	28/03/2024	Cessation
SETHURAMAN GANESAN	07152185	Director	28/03/2024	Cessation
PRADIP KUMAR SINGH	02947368	Director	28/03/2024	Cessation
ANUP KUMAR SINGH	AYMPS4431P	CEO	28/03/2024	Appointment
DEVARAJAN KANNAN	00498935	Director	28/03/2024	Appointment
TAPOBRAT CHAUDHARI	09291548	Director	28/03/2024	Appointment
MANISH KOTHARI	10546805	Director	28/03/2024	Appointment
ANUP KUMAR SINGH	00173413	Managing Director	28/03/2024	Re-Appointment

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

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

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	06/09/2023	66	20	52.88
Extra Ordinary General Meeting	07/07/2023	66	13	11.66
Extra Ordinary General Meeting	10/11/2023	66	14	46.76
Extra Ordinary General Meeting	28/03/2024	9	7	99.99

**B. BOARD MEETINGS**

\*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2023	8	7	87.5
2	10/08/2023	8	7	87.5
3	08/11/2023	8	5	62.5
4	30/01/2024	7	5	71.43
5	01/03/2024	7	7	100
6	28/03/2024	7	5	71.43

**C. COMMITTEE MEETINGS**

Number of meetings held

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1					

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		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	ANUP KUMAR	6	6	100	11	11	100	No
2	DEVARAJAN	1	1	100	1	1	100	No
3	TAPOBRAT C	1	1	100	1	1	100	Yes
4	MANISH KOT	1	1	100	1	1	100	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Anup Kumar Singh	Managing Director	21,260,000	0	0	0	21,260,000
	Total		21,260,000	0	0	0	21,260,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Akhilesh Kumar Singh	CFO	6,498,720	0	0	0	6,498,720
2	Anjali Manwani Siddhanta	Company Secretary	879,770	0	0	0	879,770
	Total		7,378,490	0	0	0	7,378,490

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	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  No

B. If No, give 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  No

**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.

Name

Anil Kumar

Whether associate or fellow

Associate  Fellow

Certificate of practice number

5592

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director  Digitally signed by Anup Kumar Singh Date: 2024.08.27 11:02:05 +05'30'

DIN of the director

**To be digitally signed by**  Digitally signed by Anjali Manwani Siddiqui Date: 2024.08.27 11:01:28 +05'30'

- Company Secretary
- Company secretary in practice

Membership number  Certificate of practice number

**Attachments**

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

**List of attachments**

<b>Attach</b>	Compliance Certificate in Form MGT-8.pdf Details of shareholder and debentureholder Details of committee.pdf Details of share transfer.pdf
<b>Attach</b>	
<b>Attach</b>	
<b>Attach</b>	

**Remove attachment**

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

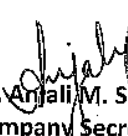
**SONATA FINANCE PVT. LTD.**

II Floor CP-1, PG Towers, Kursi Road, Vikas Nagar,  
Lucknow - 226026, Uttar Pradesh, India  
Email : info@sonataindia.com, Website : www.sonataindia.com  
Ph.: +91-522-2334900, Tol Free : 1800-2100-102  
C.I. No.: U65921UP1995PTC035286  
NBFC MFI Regn. No.: B-12.00445

**List of Shareholders**  
(as on 31<sup>st</sup> March 2024)

Sr.No	First Name	Middle Name	Last Name	DP-ID/ Client id/ Folio Number	Total number of Shares Held (in DEMAT Form)	Class of Shares
1.	Kotak	Mahindra	Bank Limited	1304110000000 675	2,64,53,176	Equity shares
2.	Manish	-	Kothari	IN300214/ 27509166	10	Equity shares
3.	Tapobrat	-	Chaudhuri	IN302814/ 12717763	10	Equity shares
4.	Avan	Kayomars	Doomasia	IN300214/ 27509158	10	Equity shares
5.	Sanjay	Dharmadatt	Bhatt	IN300214/ 27509182	10	Equity shares
6.	Prasad	Narhari	Lanke	IN300214/ 27509123	10	Equity shares
7.	Devang	Chandrakant	Gheewalla	IN300214/ 27509115	10	Equity shares
8.	Paritosh	-	Kashyap	IN300214/ 27509199	10	Equity shares
9.	Sambasiva	Kumar	Balasubrama nian	IN302814/ 12717722	10	Equity shares
	<b>TOTAL</b>				<b>26,453,256</b>	

For Sonata Finance Private Limited

  
Ms. Anjali M. Siddiqui  
(Company Secretary)  
Membership No.- F12612



Regd. Office : II Floor CP-1, PG Towers, Kursi Road, Vikas Nagar, Lucknow - 226026, Uttar Pradesh, India



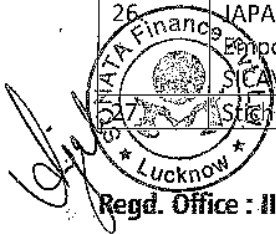


## SONATA FINANCE PVT. LTD.

II Floor CP-1, PG Towers, Kursi Road, Vikas Nagar,  
Lucknow - 226026, Uttar Pradesh, India  
Email : info@sonataindia.com, Website : www.sonataindia.com  
Ph.: +91-522-2334900, Tol Free : 1800-2100-102  
C.I. No.: U65921UP1995PTC035286  
NBFC MFI Regn. No.: B-12.00445

### List of Debenture holders (as on 31<sup>st</sup> March 2024)

Sr.No	First Name	Middle Name	Last Name	Number of debentures	Total amount of debentures (in Rs.)
1.	Northern Arc Income Builder Trust (Series II)	-	-	250	250,000,000.00
2.	BlueOrchard Microfinance Fund	-	-	400	400,000,000.00
3.	JAPAN ASEAN Women Empowerment Fund SA, SICAV-SIF	-	-	400	400,000,000.00
4.	BlueOrchard Microfinance Fund	-	-	400	400,000,000.00
5.	DWM Income Funds S C A SICAV SIF - The Trill Impact-DWM SDGS Credit Fund-VRR	-	-	375	375,000,000.00
6.	Northern Arc Capital Limited	-	-	225	225,000,000.00
7.	Manoharan	-	Sashirekha	1	1,000,000.00
8.	Sandeep	Kumar	Katiyar	1	1,000,000.00
9.	Nafeesa	-	Khan	1	1,000,000.00
10.	Shampa	-	Bhattacharyya	1	1,000,000.00
11.	Kuchimanchi	Venkata	Sanjana	2	2,000,000.00
12.	Robin	Bhanwarlal	Agarwal	1	1,000,000.00
13.	Preeti	-	Bagla	1	1,000,000.00
14.	Debaprasad	-	Bhattacharyya	1	1,000,000.00
15.	Zubeen	-	Mehrotra	1	1,000,000.00
16.	V.	-	Ranganathan	3	3,000,000.00
17.	Hetal	-	Sonpal	20	20,000,000.00
18.	Manoj	-	Dhupelia	5	5,000,000.00
19.	Kawal	Ajai	Verma	1	1,000,000.00
20.	Zainab	Asif	Moonim	1	1,000,000.00
21.	Shikha	Rahul	Khandelwal	1	1,000,000.00
22.	Ambrish	-	Dhupelia	5	5,000,000.00
23.	HD Ventures LLP	-	-	4	4,000,000.00
24.	V M Salgaocar and Brother Private Limited	-	-	100	100,000,000.00
25.	Covid-19 Emerging and Frontier Markets MSME Support Fund SCSP SICAV-RAIF (Global Invest sub-fund)	-	-	380	380,000,000.00
26.	JAPAN ASEAN Women Empowerment Fund SA, SICAV-SIF	-	-	380	380,000,000.00
27.	Stichting Juridisch Eigenaar	-	-	400	400,000,000.00



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	ACTIAM Institutional Microfinance Fund III acting as legal owner of ACTIAM Financial Inclusion Fund VRR (Unlisted)				
	<b>TOTAL</b>			<b>3,360</b>	<b>3,360,000,000.00</b>

For Sonata Finance Private Limited

Ms. Anjal M. Siddiqui  
(Company Secretary)

Membership No. F12612



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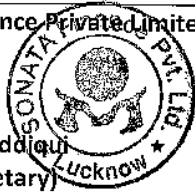
**Details of Committee Meetings of M/s Sonata Finance Private Limited for the FY 2023-24**

Sr. No.	Type of Meeting	Date of Meeting	Total number of members as on date of Meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	29-05-2023	5	5	100.00%
2	Audit Committee	09-08-2023	5	5	100.00%
3	Audit Committee	07-11-2023	5	3	60.00%
4	Audit Committee	29-01-2024	4	3	75.00%
5	Audit Committee	28-03-2024	3	3	100.00%
6	Nomination and Remuneration Committee	30-05-2023	4	4	100.00%
7	Nomination and Remuneration Committee	10-08-2023	4	4	100.00%
8	Nomination and Remuneration Committee	30-01-2024	4	3	75.00%
9	Nomination and Remuneration Committee	28-03-2024	4	3	75.00%
10	Corporate Social Responsibility Committee	29-05-2023	4	4	100.00%
11	Corporate Social Responsibility Committee	09-08-2023	4	4	100.00%
12	Corporate Social Responsibility Committee	07-11-2023	4	3	75.00%
13	Corporate Social Responsibility Committee	29-01-2024	4	3	75.00%
14	Risk Management Committee	29-05-2023	7	6	85.71%
15	Risk Management Committee	09-08-2023	7	5	71.43%
16	Risk Management Committee	07-11-2023	7	6	85.71%
17	Risk Management Committee	29-01-2024	7	7	100.00%
18	IT Strategy Committee	09-08-2023	6	6	100.00%
19	IT Strategy Committee	29-01-2024	6	6	100.00%

For Sonata Finance Private Limited

  
Ms. Anjali M. Siddiqui  
(Company Secretary)

Membership No:- F12612



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**DETAILS OF TRANSFER OF SHARES DURING FY 2023-24**

S. No.	Type of Transfer	Name of Transferor	Name of Transferee	Total Number of shares	Date of Transfer
1.	Equity Shares	Anup Kumar Singh	Kotak Mahindra Bank Limited	1,894,212	28/03/2024
2.	Equity Shares	Caspian Impact Investment Adviser Private Limited, Trustee of Bellwether Microfinance Trust	Kotak Mahindra Bank Limited	672,292	28/03/2024
3.	Equity Shares	Caspian Impact Investment Private Limited	Kotak Mahindra Bank Limited	466,850	28/03/2024
4.	Equity Shares	Swaminathan Shankar Aiyar	Kotak Mahindra Bank Limited	471,375	28/03/2024
5.	Equity Shares	Sonata Employee Welfare Trust	Kotak Mahindra Bank Limited	285,630	28/03/2024
6.	Equity Shares	SIDBI Trustee Company Limited [A/c Samridhi Fund]	Kotak Mahindra Bank Limited	3,274,653	28/03/2024
7.	Equity Shares	Small Industries Development Bank of India (SIDBI)	Kotak Mahindra Bank Limited	707,214	28/03/2024
8.	Equity Shares	India Financial Inclusion Fund, LLC	Kotak Mahindra Bank Limited	1,480,634	28/03/2024
9.	Equity Shares	Michael & Susan Dell Foundation	Kotak Mahindra Bank Limited	918,945	28/03/2024
10.	Equity Shares	Creation Investments Social Ventures Fund I	Kotak Mahindra Bank Limited	1,491,121	28/03/2024
11.	Equity Shares	Creation Investments Social Ventures Fund II, LP.	Kotak Mahindra Bank Limited	5,901,934	28/03/2024
12.	Equity Shares	Societe De Promotion Et De Participation Pour La Cooperation Economique	Kotak Mahindra Bank Limited	3,977,013	28/03/2024
13.	Equity Shares	Legal Owner Triodos Funds B.V. (previously Triodos Custody B.V.), in its capacity as legal owner of Triodos Fair Share Fund	Kotak Mahindra Bank Limited	1,988,507	28/03/2024
14.	Equity Shares	Triodos SICAV II- Triodos Microfinance Fund	Kotak Mahindra Bank Limited	1,988,506	28/03/2024
15.	Equity Shares	Ashish Singh	Kotak Mahindra Bank Limited	47,000	28/03/2024
16.	Equity Shares	Tarun Kumar Srivastava	Kotak Mahindra Bank Limited	47,000	28/03/2024
17.	Equity Shares	Anil Kumar Gupta	Kotak Mahindra Bank Limited	34,400	28/03/2024

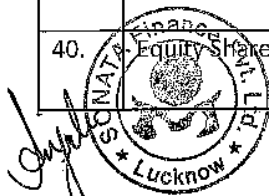


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18.	Equity Shares	Bramhanand	Kotak Mahindra Bank Limited	96,400	28/03/2024
19.	Equity Shares	Dharmendra Kumar Singh	Kotak Mahindra Bank Limited	21,000	28/03/2024
20.	Equity Shares	Vinod Singh	Kotak Mahindra Bank Limited	24,300	28/03/2024
21.	Equity Shares	Vishwanath Pratap Singh	Kotak Mahindra Bank Limited	24,300	28/03/2024
22.	Equity Shares	Jitendra Kumar Yadav	Kotak Mahindra Bank Limited	25,000	28/03/2024
23.	Equity Shares	Hansika Thapliyal	Kotak Mahindra Bank Limited	20,000	28/03/2024
24.	Equity Shares	Mohd. Saif Khan	Kotak Mahindra Bank Limited	44,050	28/03/2024
25.	Equity Shares	Satya Prakash Yadav	Kotak Mahindra Bank Limited	24,000	28/03/2024
26.	Equity Shares	Vinay Pratap Singh	Kotak Mahindra Bank Limited	47,600	28/03/2024
27.	Equity Shares	Sanjeev Kumar Shukla	Kotak Mahindra Bank Limited	24,000	28/03/2024
28.	Equity Shares	Sanjay Kumar Singh	Kotak Mahindra Bank Limited	27,500	28/03/2024
29.	Equity Shares	Manoj Kumar Singh	Kotak Mahindra Bank Limited	23,600	28/03/2024
30.	Equity Shares	Ashok Kumar	Kotak Mahindra Bank Limited	34,000	28/03/2024
31.	Equity Shares	Rohit Singh	Kotak Mahindra Bank Limited	3,000	28/03/2024
32.	Equity Shares	Shyam Kanhaiya	Kotak Mahindra Bank Limited	34,400	28/03/2024
33.	Equity Shares	Sujeet Kumar Pathak	Kotak Mahindra Bank Limited	14,000	28/03/2024
34.	Equity Shares	Anil Kumar Singh	Kotak Mahindra Bank Limited	26,000	28/03/2024
35.	Equity Shares	Lakshman Singh	Kotak Mahindra Bank Limited	18,000	28/03/2024
36.	Equity Shares	Kunvar Digvijay Singh	Kotak Mahindra Bank Limited	19,700	28/03/2024
37.	Equity Shares	Rakesh Kumar Chaudhary	Kotak Mahindra Bank Limited	12,000	28/03/2024
38.	Equity Shares	Raj Kapoor Chaudhary	Kotak Mahindra Bank Limited	14,000	28/03/2024
39.	Equity Shares	Anshuman Tiwari	Kotak Mahindra Bank Limited	10,000	28/03/2024
40.	Equity Shares	Mukesh Kumar Verma	Kotak Mahindra Bank Limited	17,700	28/03/2024



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41.	Equity Shares	Amit Kumar Singh	Kotak Mahindra Bank Limited	6,000	28/03/2024
42.	Equity Shares	Poonam Soni	Kotak Mahindra Bank Limited	12,000	28/03/2024
43.	Equity Shares	Vinod Kumar Singh	Kotak Mahindra Bank Limited	6,000	28/03/2024
44.	Equity Shares	Umesh Chandra Dwivedi	Kotak Mahindra Bank Limited	10,000	28/03/2024
45.	Equity Shares	Shashi Bhushan Singh	Kotak Mahindra Bank Limited	8,000	28/03/2024
46.	Equity Shares	Chandra Shekhar Prajapati	Kotak Mahindra Bank Limited	2,000	28/03/2024
47.	Equity Shares	Sandeep Kumar Singh	Kotak Mahindra Bank Limited	10,000	28/03/2024
48.	Equity Shares	Richa Sharma	Kotak Mahindra Bank Limited	25,000	28/03/2024
49.	Equity Shares	Hari Mohan	Kotak Mahindra Bank Limited	5,520	28/03/2024
50.	Equity Shares	Ravindra Pratap Singh	Kotak Mahindra Bank Limited	6,000	28/03/2024
51.	Equity Shares	Rajnath Yadav	Kotak Mahindra Bank Limited	9,400	28/03/2024
52.	Equity Shares	Brijbhari Singh	Kotak Mahindra Bank Limited	11,700	28/03/2024
53.	Equity Shares	Suresh Kumar Singh	Kotak Mahindra Bank Limited	10,000	28/03/2024
54.	Equity Shares	Narendra Kumar Patel	Kotak Mahindra Bank Limited	5,500	28/03/2024
55.	Equity Shares	Mithun Bose	Kotak Mahindra Bank Limited	6,000	28/03/2024
56.	Equity Shares	Jeetendra Kumar Yadav	Kotak Mahindra Bank Limited	6,000	28/03/2024
57.	Equity Shares	Sunil Kumar Gupta	Kotak Mahindra Bank Limited	12,800	28/03/2024
58.	Equity Shares	Dinesh Kumar Singh	Kotak Mahindra Bank Limited	7,000	28/03/2024
59.	Equity Shares	Niraj Pratap Singh	Kotak Mahindra Bank Limited	1,000	28/03/2024
60.	Equity Shares	Abdul Kadir Ansari	Kotak Mahindra Bank Limited	2,000	28/03/2024
61.	Equity Shares	Chhote Lal	Kotak Mahindra Bank Limited	2,000	28/03/2024



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62.	Equity Shares	Laxmi Narayan Patel	Kotak Mahindra Bank Limited	8,000	28/03/2024
63.	Equity Shares	Deepak Kumar Jagati	Kotak Mahindra Bank Limited	5,500	28/03/2024
64.	Equity Shares	Rakesh Kumar Burman	Kotak Mahindra Bank Limited	8,000	28/03/2024
65.	Equity Shares	Reema Das	Kotak Mahindra Bank Limited	10,000	28/03/2024
66.	Equity Shares	Ajay Kumar Singh	Kotak Mahindra Bank Limited	6,000	28/03/2024
67.	Equity Shares	Kotak Mahindra Bank Limited	Devang Chandrakant Gheewalla (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
68.	Equity Shares	Kotak Mahindra Bank Limited	Prasad Narhari Lanke (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
69.	Equity Shares	Kotak Mahindra Bank Limited	Avan Kayomars Doomasia (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
70.	Equity Shares	Kotak Mahindra Bank Limited	Manish Kothari (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
71.	Equity Shares	Kotak Mahindra Bank Limited	Sanjay Dharmadatta Bhatt (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
72.	Equity Shares	Kotak Mahindra Bank Limited	Paritosh Kashyap (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
73.	Equity Shares	Kotak Mahindra Bank Limited	Sambasiva Kumar Balasubramanian (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
74.	Equity Shares	Kotak Mahindra Bank Limited	Tapobrat Chaudhuri (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024

For Sonata Finance Private Limited

Ms. Anjali M. Siddiqui

(Company Secretary)

Membership No.- F12612

Regd. Office : II Floor CP-1, PG Towers, Kursi Road, Vikas Nagar, Lucknow - 226026, Uttar Pradesh, India

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

**FORM NO. MGT-8**

**[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]**

I have examined the registers, records and books and papers of **Sonata Finance Private Limited** (the Company) (CIN-U65921UP1995PTC035286) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31<sup>st</sup> March 2024. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:

**1. Its status under the Act;**

- a) The Company is a Private Limited Company, in its articles registered under Companies Act, 1956 however, owing to acquisition of 100% equity capital of the Company by Kotak Mahindra Bank Limited ("KMBL") on 28<sup>th</sup> March, 2024, the Company has now become wholly owned subsidiary of KMBL carrying the status of deemed public company pursuant to proviso of section 2 (71) of the Companies Act, 2013.
- b) The Authorized Capital of Company as on 31<sup>st</sup> March 2024 is Rs. 50,00,00,000/- (Rupees Fifty Crores) comprising of 4,00,00,000 Equity Shares of Rs. 10/- each and 1,00,00,000 Preference Shares of Rs. 10/- each and paid-up capital of the Company is Rs. 26,45,32,560/- (Rupees Twenty-Six Crore Forty-Five Lacs Thirty-Two Thousand Five Hundred and Sixty only) comprising of 2,64,53,256 Equity Shares of Rs. 10/- each.
- c) The Company has 9 Members as on 31<sup>st</sup> March 2024.

**2. Maintenance of registers/records & making entries therein within the time prescribed therefore;**

The Company has properly maintained all the Statutory Registers/records in compliance with the provisions of the Act and made the entries therein within the prescribed time.

**3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;**

The Company has filed the requisite forms and returns with the Registrar of Companies, Regional Directors and Central Government generally within the prescribed time and in case of delay if any, the same has been filed with the payment of prescribed additional fee.



**4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed:**

- a) During the year the Board of Directors duly met six (6) times on (i) 30/05/2023 (ii) 10/08/2023 (iii) 08/11/2023 (iv) 30/01/2024 (v) 01/03/2024 and (vi) 28/03/2024.
- b) Annual General Meeting (AGM) of the Members of the Company was held on 06/09/2023.
- c) During the year three (3) Extraordinary General Meetings (EGM) of the Members of the Company were held on (i) 07/07/2023 (ii) 10/11/2023 and (iii) 28/03/2024.
- d) During the year five (5) Audit Committee Meetings were held viz. on (i) 29/05/2023 (ii) 09/08/2023 (iii) 07/11/2023 (iv) 29/01/2024 and (v) 28/03/2024.
- e) During the year four (4) meetings of Nomination and Remuneration Committee were held on (i) 30/05/2023, (ii) 10/08/2023, (iii) 30/01/2024 and (iv) 28/03/2024.
- f) During the year four (4) CSR Committee Meetings were held on (i) 29/05/2023, (ii) 09/08/2023 (iii) 07/11/2023 and (iv) 29/01/2024.
- g) During the year four (4) Risk Management Committee Meetings were held on (i) 29/05/2023, (ii) 09/08/2023, (iii) 07/11/2023 and (iv) 29/01/2024.
- h) During the year two (2) IT Strategy Committee Meetings were held on (i) 09/08/2023 and (ii) 29/01/2024.
- i) During the year two (2) Independent Director Meetings were held on (i) 29/05/2023 and (ii) 30/01/2024.

Proper notices for calling / convening the meetings as aforesaid were issued and further the resolutions which were passed through circulation during the financial year has been recorded in the Minute Book which are duly signed.

**5. Closure of Register of Members / Security holders, as the case may be:**

The Company has not closed its Register of Members and Share Transfer Book during the year under review.

**6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act:**

The Company has not given any advances/loans to its directors and / or persons or firms or companies referred in section 185 of the Act during the financial year ended on 31<sup>st</sup> March 2024.



**7. Contracts/arrangements with related parties as specified in section 188 of the Act:**

During the F.Y. 2023-24, following material contracts or arrangements or transactions were entered with the related parties, in the ordinary course of business and at arm's length basis:

Name of the Related Party & Nature of Relationship	Nature of contracts/arrangements/ transactions	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value	Date(s) of approval by the Board/ Audit Committee	Amount paid as advances
Kotak Mahindra Bank Limited <i>(being the 100% Holding Company of M/s Sonata Finance Private Limited)</i>	Assignment of all loans assets to Kotak Mahindra Bank Limited	30 months	Direct Assignment as per the terms & conditions captured in the Sanction letter dated 18th March, 2024.	Approved by the Board of Directors at their meeting held on 28 <sup>th</sup> March, 2024	Nil
Kotak Mahindra Bank Limited (KMBL) <i>(being the 100% Holding Company of M/s Sonata Finance Private Limited)</i>	Renewal of the existing limit under the Business Correspondent Agreement	24 months	<b>Renewal of limit under Business Correspondent arrangement:</b> on such terms and conditions as captured in the Sanction letter dated 26th March, 2024.	Approved by the Board of Directors at their meeting held on 28 <sup>th</sup> March, 2024	Nil

**8. Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances:**

The details of Transfer of Equity Shares during the FY 2023-24 are as under:

Sr. No.	Type of Transfer	Name of Transferor	Name of Transferee	Number of shares transferred	Date of Transfer
1.	Equity Shares	Anup Kumar Singh	Kotak Mahindra Bank Limited	1,894,212	28/03/2024
2.	Equity Shares	Caspian Impact Investment Adviser Private Limited, Trustee of Bellwether Microfinance Trust	Kotak Mahindra Bank Limited	672,292	28/03/2024
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18.	Equity Shares	Bramhanand	Kotak Mahindra Bank Limited	96,400	28/03/2024
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21.	Equity Shares	Vishwanath Pratap Singh	Kotak Mahindra Bank Limited	24,300	28/03/2024
22.	Equity Shares	Jitendra Kumar Yadav	Kotak Mahindra Bank Limited	25,000	28/03/2024
23.	Equity Shares	Hansika Thapliyal	Kotak Mahindra Bank Limited	20,000	28/03/2024
24.	Equity Shares	Mohd. Saif Khan	Kotak Mahindra Bank Limited	44,050	28/03/2024
25.	Equity Shares	Satya Prakash Yadav	Kotak Mahindra Bank Limited	24,000	28/03/2024
26.	Equity Shares	Vinay Pratap Singh	Kotak Mahindra Bank Limited	47,600	28/03/2024
27.	Equity Shares	Sanjeev Kumar Shukla	Kotak Mahindra Bank Limited	24,000	28/03/2024
28.	Equity Shares	Sanjay Kumar Singh	Kotak Mahindra Bank Limited	27,500	28/03/2024

29.	Equity Shares	Manoj Kumar Singh	Kotak Mahindra Bank Limited	23,600	28/03/2024
30.	Equity Shares	Ashok Kumar	Kotak Mahindra Bank Limited	34,000	28/03/2024
31.	Equity Shares	Rohit Singh	Kotak Mahindra Bank Limited	3,000	28/03/2024
32.	Equity Shares	Shyam Kanhaiya	Kotak Mahindra Bank Limited	34,400	28/03/2024
33.	Equity Shares	Sujeet Kumar Pathak	Kotak Mahindra Bank Limited	14,000	28/03/2024
34.	Equity Shares	Anil Kumar Singh	Kotak Mahindra Bank Limited	26,000	28/03/2024
35.	Equity Shares	Lakshman Singh	Kotak Mahindra Bank Limited	18,000	28/03/2024
36.	Equity Shares	Kunvar Digvijay Singh	Kotak Mahindra Bank Limited	19,700	28/03/2024
37.	Equity Shares	Rakesh Kumar Chaudhary	Kotak Mahindra Bank Limited	12,000	28/03/2024
38.	Equity Shares	Raj Kapoor Chaudhary	Kotak Mahindra Bank Limited	14,000	28/03/2024
39.	Equity Shares	Anshuman Tiwari	Kotak Mahindra Bank Limited	10,000	28/03/2024
40.	Equity Shares	Mukesh Kumar Verma	Kotak Mahindra Bank Limited	17,700	28/03/2024
41.	Equity Shares	Amit Kumar Singh	Kotak Mahindra Bank Limited	6,000	28/03/2024
42.	Equity Shares	Poonam Soni	Kotak Mahindra Bank Limited	12,000	28/03/2024
43.	Equity Shares	Vinod Kumar Singh	Kotak Mahindra Bank Limited	6,000	28/03/2024
44.	Equity Shares	Umesh Chandra Dwivedi	Kotak Mahindra Bank Limited	10,000	28/03/2024
45.	Equity Shares	Shashi Bhushan Singh	Kotak Mahindra Bank Limited	8,000	28/03/2024
46.	Equity Shares	Chandra Shekhar Prajapati	Kotak Mahindra Bank Limited	2,000	28/03/2024
47.	Equity Shares	Sandeep Kumar Singh	Kotak Mahindra Bank Limited	10,000	28/03/2024
48.	Equity Shares	Richa Sharma	Kotak Mahindra Bank Limited	25,000	28/03/2024
49.	Equity Shares	Hari Mohan	Kotak Mahindra Bank Limited	5,520	28/03/2024

50.	Equity Shares	Ravindra Pratap Singh	Kotak Mahindra Bank Limited	6,000	28/03/2024
51.	Equity Shares	Rajnath Yadav	Kotak Mahindra Bank Limited	9,400	28/03/2024
52.	Equity Shares	Brijbihari Singh	Kotak Mahindra Bank Limited	11,700	28/03/2024
53.	Equity Shares	Suresh Kumar Singh	Kotak Mahindra Bank Limited	10,000	28/03/2024
54.	Equity Shares	Narendra Kumar Patel	Kotak Mahindra Bank Limited	5,500	28/03/2024
55.	Equity Shares	Mithun Bose	Kotak Mahindra Bank Limited	6,000	28/03/2024
56.	Equity Shares	Jeetendra Kumar Yadav	Kotak Mahindra Bank Limited	6,000	28/03/2024
57.	Equity Shares	Sunil Kumar Gupta	Kotak Mahindra Bank Limited	12,800	28/03/2024
58.	Equity Shares	Dinesh Kumar Singh	Kotak Mahindra Bank Limited	7,000	28/03/2024
59.	Equity Shares	Niraj Pratap Singh	Kotak Mahindra Bank Limited	1,000	28/03/2024
60.	Equity Shares	Abdul Kadir Ansari	Kotak Mahindra Bank Limited	2,000	28/03/2024
61.	Equity Shares	Chhote Lal	Kotak Mahindra Bank Limited	2,000	28/03/2024
62.	Equity Shares	Laxmi Narayan Patel	Kotak Mahindra Bank Limited	8,000	28/03/2024
63.	Equity Shares	Deepak Kumar Jagati	Kotak Mahindra Bank Limited	5,500	28/03/2024
64.	Equity Shares	Rakesh Kumar Burman	Kotak Mahindra Bank Limited	8,000	28/03/2024
65.	Equity Shares	Reema Das	Kotak Mahindra Bank Limited	10,000	28/03/2024
66.	Equity Shares	Ajay Kumar Singh	Kotak Mahindra Bank Limited	6,000	28/03/2024
67.	Equity Shares	Kotak Mahindra Bank Limited	Devang Chandrakant Gheewalla  (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
68.	Equity Shares	Kotak Mahindra Bank Limited	Prasad Narhari Lanke  (jointly with Kotak Mahindra Bank)	10	28/03/2024

			Limited)		
69.	Equity Shares	Kotak Mahindra Bank Limited	Avan Kayomars Doomasia  (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
70.	Equity Shares	Kotak Mahindra Bank Limited	Manish Kothari  (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
71.	Equity Shares	Kotak Mahindra Bank Limited	Sanjay Dharmadatta Bhatt  (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
72.	Equity Shares	Kotak Mahindra Bank Limited	Paritosh Kashyap  (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
73.	Equity Shares	Kotak Mahindra Bank Limited	Sambasiva Kumar Balasubramanian  (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024
74.	Equity Shares	Kotak Mahindra Bank Limited	Tapobrat Chaudhuri  (jointly with Kotak Mahindra Bank Limited)	10	28/03/2024

**Details of redemption of debentures during FY 2023-24 are as under:**

Sr. No	Debenture redeemed	Amount (In Rupees)	Due date of redemption	Date of repayment
1.	Northern Arc Money Market Alpha Trust	25,000,000 (Partial Redemption)	31/05/2023	30/05/2023
	Manba Finance Limited	25,000,000 (Partial Redemption)		
2	Northern Arc India Impact Trust	125,000,000 (Full Redemption)	14/08/2023	11/08/2023
3	Northern Arc Money Market Alpha Trust	50,000,000 (Full Redemption)	18/08/2023	16/08/2023
TOTAL		225,000,000		

**9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act:**

- a) The Company has not kept in abeyance the rights to dividend, rights shares on any shareholders of the Company during the financial year ended on 31<sup>st</sup> March, 2024.
- b) Further there was no pending registration of transfer of shares during the Financial Year ended on 31<sup>st</sup> March 2024.

**10. Declaration/ payment of dividend, transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act:**

The Company has neither declared any dividend on equity shares nor transferred any amount to IEPF.

**11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;**

- a) The Audited Financial Statements for the Financial Year ended on 31<sup>st</sup> March 2024 and the Board's Report has been duly signed as per the requirements of section 134 of the Companies Act, 2013.
- b) Further the Board's Report for the Financial Year ended on 31<sup>st</sup> March 2024 contains all the details required under sub-section (3) of Section 134 of the Companies Act, 2013. Further, the Director's Report also states the Director's Responsibility Statement as prescribed under sub-section (5) of Section 134 of the Companies Act, 2013.
- c) The Observation of Auditors in the Auditors' Report and notes to the financial statements are self-explanatory.

**12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;**

- a) The Board of Directors of the Company comprises of 4 (four) Directors during the Financial Year ended on 31<sup>st</sup> March 2024.

During the F.Y. 2023-24, the changes in the composition of Board of Directors and Key Managerial Personnel (KMP) of the company are as follows:

1. Ms. Paurvi Srivastava (ACS No. 34110) resigned from the position of Company Secretary w.e.f. 31<sup>st</sup> May, 2023 and Ms. Anjali Manwani Siddiqui (FCS No. 12612) was appointed as the Company Secretary of the Company w.e.f. 01<sup>st</sup> June, 2023.
2. Mr. Saurabh Kumar Johri (DIN: 08469704) Nominee Director representing Caspian Impact Investment Adviser Private Limited, Trustee of Bellwether Microfinance Trust; Caspian Impact Investments Private Limited and India Financial Inclusion Fund, LLC ceased to be a director on the Board w.e.f. 14<sup>th</sup> November, 2023, due to withdrawal of nomination by the nominating authority.



3. Mr. Anup Kumar Singh (DIN: 00173413) was appointed as the Chief Executive Officer and re-appointed as the Managing Director of the Company for the period of five consecutive years w.e.f. 28<sup>th</sup> March, 2024.

4. Pursuant to the acquisition of the Company by Kotak Mahindra Bank Limited, following new directors were appointed on the Board w.e.f. 28<sup>th</sup> March, 2024:

Name	Designation	DIN
Devarajan Kannan	Non-Executive Director and Chairman	00498935
Manish Kothari	Non-Executive Director	10546805
Tapobrat Chaudhuri	Non-Executive Director	09291548

5. Pursuant to the acquisition by Kotak Mahindra Bank Limited, the resignation of the following directors was approved by the Board in its meeting held on 28<sup>th</sup> March, 2024, with immediate effect:

Name	Designation	DIN
Pradip Kumar Saha	Independent Director	02947368
Sethuraman Ganesh	Independent Director	07152185
Anal Kumar Jain	Independent Director	01239653
Ranganathan Varadarajan Dilip Kumar	Nominee Director	01060651
Remika Agarwal	Nominee Director	09438221
Shreekanta Das	Nominee Director	07306690

b) The changes in composition of the Board of Directors and KMPs that took place during the Financial Year ended on 31<sup>st</sup> March 2024 were made in accordance with the provisions of the Act.

c) Further the Directors and Key Managerial Personnel had made the required disclosures.

**13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act:**

During the FY 2023-24, M/s B R Maheswari & Co LLP, Chartered accountants (FRN 001035N/N500050) were appointed as Statutory Auditors of the Company in the EGM held on 07<sup>th</sup> July 2023, commencing from the audit of first quarter of the FY 2023-24, to fill the casual vacancy caused due to resignation of M/s BSR & Co. LLP (FRN 101248W/W-100022) and to hold the office until the conclusion of 28<sup>th</sup> Annual General Meeting (AGM) of the Company, held on September 06, 2023.

Further, the members at the 28<sup>th</sup> AGM held on 06<sup>th</sup> September, 2023 appointed M/s BR Maheswari & Co LLP, Chartered accountants (FRN 001035N/N500050) as the Statutory Auditors of the Company for the FY 2023-24, commencing from the conclusion of the 28<sup>th</sup> AGM until the conclusion of the 29<sup>th</sup> AGM of the Company to be held for the F.Y. 2023-24.

The above appointments were made as per the provisions of section 139, 141 142 and other applicable provisions of the Companies Act, 2013.





**14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act:**

As per the information and explanation provided by the Company, the Company is not required to obtain any approval from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.

**15. Acceptance/ renewal/ repayment of deposits:**

The Company has not accepted or renewed any amount falling within the purview of provisions of section 73 of Companies Act, 2013 read with the Companies (Acceptance of Deposits) rules, 2015 during the Financial Year ended on 31<sup>st</sup> March 2024.

**16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;**

The funds borrowed from Banks and other financial institutions, has been duly informed/ filed with the Registrar of Companies, U.P. Further, the satisfaction of loans has been duly registered.

**17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act:**

Being a Non-Banking Financial Company the provisions of section 186 of the Act are not applicable.

**18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company:**

During the period under review, alterations were made in the Articles of Association of the Company.

1. The members of the company in the Extraordinary General Meeting (EGM) held on 10<sup>th</sup> November, 2023, approved and adopted the amended set of Articles of Association, to empower the debenture trustee to appoint Nominee Director on the Board of the company, in accordance with Regulation 23(6) of the SEBI (Issue and Listing of Non- Convertible Securities) Regulations 2021, as amended.
2. The members of the company in the EGM held on 28<sup>th</sup> March, 2024 approved and adopted the amended and restated Articles of Association, pursuant to the share purchase agreements executed in relation to acquisition of 100% of the issued and paid- up share capital of the company to Kotak Mahindra Bank Limited.

Place: Prayagraj  
Date: 02/08/2024  
UDIN: F005693F000883891

**For Anil Kumar & Associates**

*Anil Kumar*  
**(ANIL KUMAR)**  
Proprietor  
C.P.No.: 5592  
M. No.: FCS-5693

