

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

52*****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 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (DD/MM/YYYY)

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

(a) If yes, date of AGM 13/06/2025

(b) Due date of AGM 30/09/2025

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

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 1

Pre-fill All

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 1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
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
Preference				
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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	26,453,256	26453256	264,532,560	264,532,560	
Increase during the year	0	0	0	0	0	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	0	
NA						
Decrease during the year	0	0	0	0	0	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				0	0	
NA						
At the end of the year	0	26,453,256	26453256	264,532,560	264,532,560	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	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						
Decrease during the year	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						
At the end of the year	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)

0

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	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

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	3,360,000,000	0	3,360,000,000	0
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

2,682,622,509

(ii) Net worth of the Company

3,909,707,706.59

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 K	80	0	0	
	Total	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	

	Total	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	9	9
Members (other than promoters)	0	0
Debenture holders	27	0

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
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	3	1	3	0	0
(ii) Independent	0	0	0	0	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	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
Total	1	3	1	3	0	0

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

6

(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	
ANJALI MANWANI SINGH	CDTPM2852G	Company Secretary	0	

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

1

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)
AKHILESH KUMAR	BFLPS4623C	CFO	13/02/2025	Cessation

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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extraordinary General Meeting	27/04/2024	9	7	99.99
Annual General Meeting	15/07/2024	9	7	99.99

B. BOARD MEETINGS

*Number of meetings held

10

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/04/2024	4	4	100
2	13/05/2024	4	4	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	17/07/2024	4	3	75
4	12/08/2024	4	4	100
5	25/09/2024	4	4	100
6	17/10/2024	4	4	100
7	15/01/2025	4	4	100
8	16/01/2025	4	3	75
9	28/01/2025	4	4	100
10	13/03/2025	4	4	100

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	13/06/2025
								(Y/N/NA)
1	ANUP KUMAR	10	9	90	11	11	100	Yes
2	DEVARAJAN	10	9	90	18	14	77.78	No
3	TAPOBRAT C	10	10	100	18	18	100	Yes
4	MANISH KOT	10	10	100	18	18	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	22,500,000	0	0	0	22,500,000
	Total		22,500,000	0	0	0	22,500,000

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	6,231,707	0	0	0	6,231,707
2	Anjali Manwani Siddhanti	Company Secretary	1,139,454	0	0	0	1,139,454
	Total		7,371,161	0	0	0	7,371,161

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

Whether associate or fellow ☐ Associate ☒ Fellow

Certificate of practice number

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:

- 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.
- 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

Anup Kumar
Singh
Digitally signed by
Anup Kumar Singh
Date: 2025.05.17
15:37:51 +05'30'

DIN of the director

0*1*3*1*

To be digitally signed by

Anjali
Manwani
Siddiqui
Digitally signed by
Anjali Manwani
Siddiqui
Date: 2025.05.17
15:38:22 +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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

Shareholders and Debenture holders.pdf
MGT-8 Signed.pdf
Details of share transfer.pdf
Details of NCD Redemption.pdf
Designated person declaration.pdf
Committee Meetings_FY 24-25.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

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.**

IInd Floor CP-1, PG Tower, Kursi Road, Vikas Nagar,

Lucknow - 226022, Uttar Pradesh, India

Email : info@sonataindia.com, Website : www.sonataindia.com

Ph.: +91-522-2334900, Tol Free : 1800-2100-102

C.I. No.: U65921UP1995PTC035286

Details of Committee Meetings of M/s Sonata Finance Private Limited for the FY 2024-25

S. 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	27-04-2024	3	3	100.00%
2	Audit Committee	16-07-2024	3	2	66.67%
3	Audit Committee	17-10-2024	3	3	100.00%
4	Audit Committee	15-01-2025	3	3	100.00%
5	Audit Committee	16-01-2025	3	3	100.00%
6	Audit Committee	28-01-2025	3	3	100.00%
7	Audit Committee	13-03-2025	3	3	100.00%
8	Nomination and Remuneration Committee	26-04-2024	4	4	100.00%
9	Nomination and Remuneration Committee	17-07-2024	4	3	75.00%
10	Corporate Social Responsibility Committee	26-04-2024	4	4	100.00%
11	Corporate Social Responsibility Committee	17-10-2024	4	4	100.00%
12	Corporate Social Responsibility Committee	15-01-2025	4	4	100.00%
13	Risk Management Committee	26-04-2024	5	5	100.00%
14	Risk Management Committee	16-07-2024	5	4	80.00%
15	Risk Management Committee	17-10-2024	5	5	100.00%
16	IT Strategy Committee	26-04-2024	4	4	100.00%
17	IT Strategy Committee	16-07-2024	4	3	75.00%
18	IT Strategy Committee	17-10-2024	4	4	100.00%

For Sonata Finance Private Limited

Anjali
Anjali Manwani Siddiqui
Company Secretary
ICSI Membership No. FI2612

Regd. Office : IInd Floor CP-1, PG Tower, Kursi Road, Vikas Nagar, Lucknow - 226022, Uttar Pradesh, India

**SONATA FINANCE PVT. LTD.**

IInd Floor CP-1, PG Tower, Kursi Road, Vikas Nagar,

Lucknow - 226022, Uttar Pradesh, India

Email : info@sonataindia.com, Website : www.sonataindia.com

Ph.: +91-522-2334900, Tol Free : 1800-2100-102

C.I. No.: U65921UP1995PTC035286

To,

The Registrar of Companies,
37/17, Westcott Building,
The Mall, Kanpur-208001

Subject: Details of Designated Persons pursuant to Rule 9(4) of the Companies (Management and Administration) Rules, 2014 and MCA notifications dated October 27, 2023

Respected Sir/ Madam,

Referring to the MCA *notifications dated October 27, 2023* and pursuant to Rule 9(4) of the Companies (Management and Administration) Rules, 2014, as amended; the following persons are deemed to be the designated persons, who shall be responsible for furnishing, and extending co-operation for providing, information to the Registrar or any other authorised officer with respect to beneficial interest in shares of the Company:


Name of Designated Persons	Anup Kumar Singh	Anjali Manwani Siddiqui
Designation	Managing Director & CEO	Company Secretary

We request your good office to kindly take the above facts on records for the purpose of approving the aforementioned e-form.

Thanking You.

Yours faithfully,

For Sonata Finance Private Limited


Anjali Manwani Siddiqui
Company Secretary
ICSI Membership No. FI2612



SONATA FINANCE PVT. LTD.

11nd Floor CP-1, PG Tower, Kursi Road, Vikas Nagar,
Lucknow - 226022, Uttar Pradesh, India
Email : info@sonataindia.com, Website : www.sonataindia.com
Ph.: +91-522-2334900, Tol Free : 1800-2100-102
C.I. No.: U65921UP1995PTC035286

Details of redemption of debentures during FY 2024-25

S.No.	ISIN	Debenture Redeemed	Amount	Due date of redemption	Date of repayment/preclosure
1.	INE509M07279	Northern Arc Income Builder Trust (Series II) with Northern Arc Income Builder Fund (Series II)	25,00,00,000	October 31, 2024	May 15, 2024
2.	INE509M07287	BlueOrchard Microfinance Fund JAPAN ASEAN Women Empowerment Fund SA, SICAV-SIF	80,00,00,000	October 30, 2024	May 15, 2024
3.	INE509M07295	BlueOrchard Microfinance Fund	40,00,00,000	December 10, 2026	May 15, 2024
4.	INE509M07303	DWM INCOME FUNDS S C A SICAV SIF - THE TRILL IMPACT-DWM SDGS CREDIT FUND Northern Arc Capital Limited Other Retail Investors	75,00,00,000	December 23, 2024	May 15, 2024
5.	INE509M07311	Covid-19 Emerging and Frontier Markets MSME Support Fund SCSp SICAV-RAIF	38,00,00,000	July 28, 2027	May 15, 2024
6.	INE509M07345	JAPAN ASEAN Women Empowerment Fund SA, SICAV-SIF	38,00,00,000	September 19, 2027	May 15, 2024
7.	INE509M07352	Stiching Juridisch Eigenaar Actiam Institutional Microfinance Fund III	40,00,00,000	December 22, 2025	May 15, 2024
TOTAL			3,36,00,00,000		

For Sonata Finance Private Limited

Anjali
Anjali Mahwani Siddiqui
Company Secretary
ICSI Membership No. F12612

**SONATA FINANCE PVT. LTD.**

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Lucknow - 226022, Uttar Pradesh, India

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C.I. No.: U65921UP1995PTC035286

List of Shareholders
(as on 31st March 2025)

S. 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	1304110000000675	2,64,53,176	Equity shares
2.	Manish	-	Kothari	IN30021427509166	10*	Equity shares
3.	Tapobrat	-	Chaudhuri	IN30281412717763	10*	Equity shares
4.	Avan	Kayomars	Doomasia	IN30021427509158	10*	10*
5.	Sanjay	Dharmadatt	Bhatt	IN30021427509182	10*	10*
6.	Prasad	Narhari	Lanke	IN30021427509123	10*	10*
7.	Devang	Chandrakant	Gheewalla	IN30021427509115	10*	10*
8.	Paritosh	-	Kashyap	IN30021427509199	10*	10*
9.	Kaynaan	Y	Shums	IN30021427630295	10*	10*
TOTAL					26,453,256	

*Nominees of Kotak Mahindra Bank Limited ("KMBL") holding shares jointly with KMBL.

For Sonata Finance Private Limited

Anjali Mahwani Siddiqui

Company Secretary

ICSI Membership No. FI2612

**SONATA FINANCE PVT. LTD.**

IInd Floor CP-1, PG Tower, Kursi Road, Vikas Nagar,

Lucknow - 226022, Uttar Pradesh, India

Email : info@sonataindia.com, Website : www.sonataindia.com

Ph.: +91-522-2334900, Tol Free : 1800-2100-102

C.I. No.: U65921UP1995PTC035286

List of Debenture holders(as on 31st March 2025)

S. No	First Name	Middle Name	Last Name	Number of debentures	Total amount of debentures (in Rs.)
1.	NIL	NIL	NIL	NIL	NIL

For Sonata Finance Private Limited

Anjali
Anjali Manwani Siddiqui
Company Secretary
ICSI Membership No. F12612

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DETAILS OF TRANSFER OF SHARES DURING FY 2024-25

S. No.	Type of Transfer	Name of Transferor	Name of Transferee	Total Number of shares	Date of Transfer
1.	Equity Shares	Sambasiva Kumar Balasubramanian (jointly with Kotak Mahindra Bank Limited)	Kaynaan Y Shums (jointly with Kotak Mahindra Bank Limited)	10	02/08/2024

For Sonata Finance Private Limited

Anjali
Anjali Mahwani Siddiqui
Company Secretary
ICSI Membership No. F12612

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 31st March 2025. 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 and its officers, 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, being the wholly owned subsidiary of Kotak Mahindra Bank Limited ("KMBL"), the Company is 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 31st March 2025 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 31st March 2025.

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

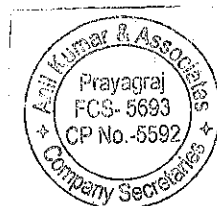
The Company has properly maintained all the Statutory Registers/records in compliance with the provisions of the Act and made the entries therein within the prescribed time.

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 ten (10) times on (i) 27/04/2024 (ii) 13/05/2024 (iii) 17/07/2024 (iv) 12/08/2024 (v) 25/09/2024 (vi) 17/10/2024 (vii) 15/01/2025 (viii) 16/01/2025 (ix) 28/01/2025 and (x) 13/03/2025.



- b) Annual General Meeting (AGM) of the Members of the Company was held on 15/07/2024.
- c) During the year one (1) Extraordinary General Meeting (EGM) of the Members of the Company were held on 27/04/2024.
- d) During the year seven (7) Audit Committee Meetings were held viz. on (i) 27/04/2024 (ii) 16/07/2024 (iii) 17/10/2024 (iv) 15/01/2025 (v) 16/01/2025 (vi) 28/01/2025 and (vii) 13/03/2025.
- e) During the year two (2) meetings of Nomination and Remuneration Committee were held on (i) 26/04/2024 and (ii) 17/07/2024.
- f) During the year three (3) CSR Committee Meetings were held on (i) 26/04/2024 (ii) 17/10/2024 and (iii) 15/01/2025.
- g) During the year three (3) Risk Management Committee Meetings were held on (i) 26/04/2024, (ii) 16/07/2024 and (iii) 17/10/2024.
- h) During the year three (3) IT Strategy Committee Meetings were held on (i) 26/04/2024 (ii) 16/07/2024 and (iii) 17/10/2024.

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 is not obligated to close 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 31st March 2025.

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

During the F.Y. 2024-25, 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 (being the 100% Holding Company of M/s Sonata Finance Private Limited)	Shared Service Agreement	12 months	Kotak Mahindra Bank levies charges on the Company for availing services provided by its various verticals, in accordance with the terms and consideration specified in the agreement. Duration: 01st April, 2024 to 31st March, 2025	Ratified by the Board at their meeting held on 13th March, 2025	Nil



Kotak Mahindra Bank Limited (KMBL) (being the 100% Holding Company of M/s Sonata Finance Private Limited)	Shared Service Agreement	12 months	Kotak Mahindra Bank levies charges on the Company for availing services provided by its various verticals, in accordance with the terms and consideration specified in the agreement Duration: 01st April, 2025 to 31st March, 2026	Approved by the Board at their meeting held on 13th March, 2025.	Nil
Kotak Mahindra Bank Limited (KMBL) (being the 100% Holding Company of M/s Sonata Finance Private Limited)	Modification of terms and conditions under Business Correspondent Arrangement	-	Discontinuation of Business Quality Commitment(BQC) on the BC arrangement with Kotak Mahindra Bank Limited (KMBL/Bank)effective from 1st January, 2025 and revision in interest rate/service charges on the loans sourced on behalf of Bank	Approved by the Board at their meeting held on 13th March, 2025.	Nil

8. Issue or allotment or transfer or transmission or buyback 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:

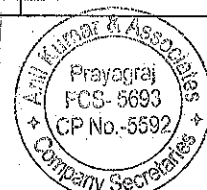
The details of Transfer of Equity Shares during the FY 2024-25 are as under:

Sr. No.	Type of Transfer	Name of Transferor	Name of Transferee	Number of shares transferred	Date of Transfer
1.	Equity Shares	Sambasiva Kumar Balasubramanian (Nominee of Kotak Mahindra Bank Limited holding jointly with Kotak Mahindra Bank Limited)	Kaynaan Y Shums (Nominee of Kotak Mahindra Bank Limited holding jointly with Kotak Mahindra Bank Limited)	10	02/08/2024

Details of redemption of debentures during FY 2024-25 are as under:

During the reporting period the company has pre-closed all its outstanding debentures on May 15, 2024.

S.No.	ISIN	Debenture Redeemed	Principal Amount (in Rs.)
1.	INE509M07279	Northern Arc Income Builder Trust (Series II) with Northern Arc Income Builder Fund (Series II)	25,00,00,000
2.	INE509M07287	BlueOrchard Microfinance Fund JAPAN ASEAN Women Empowerment Fund SA, SICAV-SIF	80,00,00,000
3.	INE509M07295	BlueOrchard Microfinance Fund	40,00,00,000
4.	INE509M07303	DWM INCOME FUNDS S C A SICAV SIF - THE TRILL IMPACT-DWM SDGS CREDIT FUND Northern Arc Capital Limited Other Retail Investors	75,00,00,000
5.	INE509M07311	Covid-19 Emerging and Frontier Markets MSME Support Fund SCSp SICAV-RAIF	38,00,00,000
6.	INE509M07345	JAPAN ASEAN Women Empowerment Fund SA,	38,00,00,000



		SICAV-SIF	
7.	INE509M07352	StichingJuridischEigenaarActiam Microfinance Fund III	Institutional 40,00,00,000
TOTAL			3,36,00,00,000

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:

- 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 31st March, 2025.
- Further there was no pending registration of transfer of shares during the Financial Year ended on 31st March 2025.

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;

- The Audited Financial Statements for the Financial Year ended on 31st March 2025 and the Board's Report has been duly signed as per the requirements of section 134 of the Companies Act, 2013.
- Further the Board's Report for the Financial Year ended on 31st March 2025 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.
- 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;

- The Board of Directors of the Company comprises of 4 (four) Directors during the Financial Year ended on 31st March 2025.

During the F.Y. 2024-25, there was no change in composition of Board of Directors.

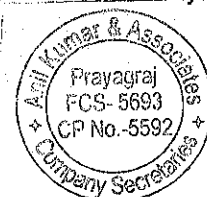
However, Mr. Akhilesh Kumar Singh resigned from the position of Chief Financial Officer of the company, with effect from the close of the business hours of February 13, 2025.

- The change in composition of KMP that took place during the Financial Year ended on 31st March 2025 was made in accordance with the provisions of the Act.

- 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:

The members at the 29th Annual General Meeting (AGM) held on 15th July, 2024 re-appointed M/s BR Maheswari & Co LLP, Chartered accountants (FRN 001035N/N500050) as the Statutory Auditors to hold office till the conclusion of the 30th AGM.



The above re-appointment was 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. However, during the period under review, the Company filed an application with the Hon'ble National Company Law Tribunal (NCLT), Allahabad Bench, on 6th September, 2024, which pronounced the order on 26th May, 2025 sanctioning the Scheme of Amalgamation of Sonata Finance Private Limited (Transferor Company) with BSS Microfinance Limited (Transferee Company) and their respective shareholders and creditors.

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 31st March 2025.

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

During the FY 2024-25, the company had pre-closed all the outstanding facilities from Banks and other financial institutions and necessary reporting's have been made with the Registrar of Companies.

Further, the company has not made any borrowings from its existing directors and members.

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:

The Company has complied with the provisions of Section 186 of the Companies Act, 2013, to the extent applicable, with respect to loans granted, investments made and guarantees and securities provided.

Further the guarantee given by the company has been appropriately disclosed in notes to the audited financial statements for the FY 2024-25.

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

During the period under review, no alterations were made in the provisions of the Memorandum and / or Articles of Association of the Company.

Place: Prayagraj (Allahabad)

Date: 14/06/2025

UDIN: F005693G000599902

For Anil Kumar & Associates

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

ANIL
KUMAR

Digitally signed
by ANIL KUMAR
Date: 2025.06.14
15:29:41 +05'30'

