

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31st March, 2019

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

I. Registration & Other Details:

1.	CIN	U65993KA1993PTC074590
2.	Registration Date	06/10/1993
3.	Name of the Company	CAPFLOAT FINANCIAL SERVICES PRIVATE LIMITED
4.	Category/Sub-category of the Company	Company Limited by Shares/ Indian Non-Government Company
5.	Address of the Registered office & contact details	New No 3. (Old 211), Gokaldas Platinum, Upper Palace Orchards, Bellary Road, Sadashivnagar Bangalore-560080
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Not Applicable

II. Principal Business Activities of the Company (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Sl. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Financial Services Activities Except Insurance and Pension Funding	64	100

III. Particulars of Holding, Subsidiary and Associate Companies -

Sl. No.	Name and Address of the company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
1.	Thumbworks Technologies Private Limited	U72900PN2014PTC153050	Subsidiary	60.25%	2(87)

CapFloat Financial Services Private Limited (formerly known as Zen Latin Private Limited)

CIN: U65993KA1993PTC074590

New no. 3 (Old no. 211), Gokaldas Platinum, Upper Palace Orchards, Bellary Road, Sadashivnagar, Bangalore, Karnataka 560080

✉ info@capitalfloat.com ☎ 1800-419-0990 🌐 www.capitalfloat.com

IV. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)
Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 1st-April-2018]				No. of Shares held at the end of the year[As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	-	1380014	1380014	82.865%	-	1380014	1380014	82.865%	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
SUB TOTAL:(A)(1)		1380014	1380014	82.865%		1380014	1380014	82.865%	-
(2) Foreign									
a) NRI-Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-
SUB TOTAL (A)(2)		-	-	-		-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)		1380014	1380014	82.865%		1380014	1380014	82.865%	-
B. Public Shareholding									
1. Institutions									

CapFloat Financial Services Private Limited (Formerly known as Zen Ledge Private Limited)

CIN: U65993KA1992PT0074590

Plot No. 3 (Old No. 211), Gokuldas Platform, Ujjain Palace Orchards, Belary Road, Sadashivanagar, Bengaluru, Karnataka 560020

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a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FII's	-	82326	82326	4.943 %	-	82346	82346	4.945 %	0.002%
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	82326	82326	4.943 %	-	82346	82346	4.945 %	0.002%
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	86801	86801	5.212 %	-	115622	115622	6.943 %	1.731%
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify) (ESOP Trust)	-	116235	116235	6.980 %	-	87394	87394	5.247%	(1.733 %)
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign	DopFlon Financial Services Private Limited (formerly known as Zom Loan Private Limited)	-	-	-	-	-	-	-	-

CIN: U65990KA1993PTC014690

Nationals									
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-		203036	203036	12.192 %	-	203016	203016	12.190 %	(0.002 %)
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	285362	285362	17.135 %	-	285362	285362	17.135 %	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	1665376	1665376	100	-	1665376	1665376	100	-

B) Shareholding of Promoter-

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (April 1, 2018)			Shareholding at the end of the year (March 31, 2019)			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares pledged / encumbered to total shares	
1	Gaurav Dinesh Hinduja	690007	41.433%	-	690007	41.433%	-	-
2	Sashank Ramasubban Rishyasringa	690007	41.433%	-	690007	41.433%	-	-
	Total	1380014	82.865%	-	1380014	82.865%	=	-

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

Sl. No.	Particulars	Shareholding at the beginning of the year		Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
NO CHANGE								

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

Sl. No.	Name	Shareholding at the beginning of the year		Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	Rohan Vijay Angrish	83,133	4.992%	-	-	-	83,133	4.992%
2.	Dinesh J Hinduja	552	0.033%	08/06/2018	Decrease	Transfer	532	0.032%
3.	Aspada Investment Company	552	0.033%	-	-	-	552	0.033%
4.	Saif Partners India IV Limited	27,335	1.641%	-	-	-	27,335	1.641%
5.	Sequoia Capital India Investments IV	54,399	3.266%	-	-	-	54,399	3.266%
6.	Creation Investments CF, LLC	20	0.001%	-	-	-	20	0.001%
7.	Ribbit capital Mauritius IV	20	0.001%	-	-	-	20	0.001%
8.	Amazon.com NV Investment Holdings LLC	-	-	08/06/2018	Increase	Transfer	20	0.001%

E) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
1.	Gaurav Dinesh Hinduja (Director)	690007	41.433%		No Change		690007	41.433%

2.	Sashank Ramasubban Rishyasringa (Director)	690007	41.433%	No Change			690007	41.433%
5.	Rajesh Viswanathan (CFO - KMP)	-	-	14/08 /2018	Increase	ESOP Allotment	2500	0.00%

V) **INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amount in Rs.)

	Secured Loans Excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	4,13,51,44,881	14,00,00,000	-	4,27,51,44,881
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	4,13,51,44,881	14,00,00,000	-	4,27,51,44,881
Change in Indebtedness during the financial year				
* Addition	-	51,14,23,800	-	51,14,23,800
* Reduction	3,76,18,11,548	-	-	(3,76,18,11,548)
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	3,73,333,333	65,14,23,800	-	1,02,47,57,133
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	3,73,333,333	65,14,23,800	-	1,02,47,57,133

VI. Remuneration of Directors and Key Managerial Personnel-
A. *Remuneration to Executive Directors:

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of Executive Directors		Total Amount
		Gaurav Dinesh Hinduja	Sashank Ramasubban Rishyasringa	
1	Gross salary	50,00,000	50,00,000	1,00,00,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	50,00,000	50,00,000	1,00,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission- as % of profit - others, specify...	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
	Total (A)	50,00,000	50,00,000	1,00,00,000
	Ceiling as per the Act	Not Applicable	Not Applicable	-

* Appointment of MD/WTD/Manager is not applicable to the Company for the year ended 31st March, 2019 under the provisions of the Companies Act, 2013. However, the Company is paying remuneration to its Executive Directors which is disclosed as above.

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount
1	Independent Directors	Alok Prasad	Rohit Bhagat	
	Fee for attending board committee meetings	14,00,000	7,00,000	21,00,000
	Commission	-	-	-
	Others, please specify	-	-	-
	Total (1)	14,00,000	7,00,000	21,00,000
2	Other Non-Executive Directors	-	-	-
	Fee for attending board committee meetings	-	-	-
	Commission	-	-	-
	Others, please specify	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	14,00,000	7,00,000	21,00,000
	Total Managerial Remuneration	14,00,000	7,00,000	21,00,000
	Overall Ceiling as per the Act	15,00,000	15,00,000	30,00,000

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

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Sushma (CS)	CFO (Rajesh Viswanathan)	Total
1	Gross salary	8,00,000	1,65,57,814	1,73,57,814
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8,00,000	1,65,57,814	1,73,57,814
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL
	- as % of profit	NIL	NIL	NIL
	Others, specify...	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
	Total	8,00,000	1,65,57,814	1,73,57,814

VII. Penalties / Punishment/ Compounding of Offences: NOT APPLICABLE

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. Company					
Penalty	Not Applicable				
Punishment					
Compounding					
B. Directors					
Penalty	Not Applicable				
Punishment					
Compounding					
C. Other Officers In Default					
Penalty	Not Applicable				
Punishment					
Compounding					

For and on behalf of the Board of Directors

For CapFloat Financial Services Private Limited



Director / Authorised Signatory

Name: Gaurav Dinesh Hinduja
 Director
 DIN: 01264801
 Flat No. 61, Tower 2, Pebble Bay Apartment
 Dollors Colony,
 Bangalore-560094

For CapFloat Financial Services Private Limited



Director / Authorised Signatory

Name: Sashank R Rishyasringa
 Director
 DIN: 06466985
 Savista Sanjhariya Thikariya,
 Ajmer Road, Jaipur-302006,
 Rajasthan, India

Place: Bangalore

Date: 27th August 2019