

ANNUAL RETURN

Form No. MGT-7

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

I. REGISTRATION AND OTHER DETAILS

i. Corporate Identification Number (CIN) of the Company: L65100TN2007PLC064069

Global Location Number (GLN) of the Company: NIL

Permanent Account Number (PAN) of the Company: AAACU9126C

ii. (a) Name of Company: EQUITAS HOLDINGS LIMITED

(b) Registered Office address: No.410A, 4th Floor, Spencer Plaza, Phase II, No.769, Mount Road, Anna Salai, Chennai – 600002.

(c) E-mail ID of the Company: secretarial@equitas.in

(d) Telephone number with STD code: 044 4299 5000

(e) Website: www.equitas.in

iii. Date of Incorporation: 22/06/2007

iv.

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company Limited by Shares	Indian Non- government Company

v. Whether the Company is having share capital: **YES**

vi. Whether shares listed on recognised Stock Exchange: **YES**

(a) Details of stock exchanges where shares are listed

Sr. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent: U74140MH1982PLC028446

Name of the Registrar and Transfer Agent: Karvy Fintech Private Limited

Registered office of the Registrar and Transfer Agent: Karvy Selenium Tower B, Plot No.31&32, Financial District, Nanakramguda, Serilingampally, Hyderabad Rangareddi TG 500032

vii. Financial Year From date: 01/04/2018 To date: 31/03/2019

viii. Whether Annual General Meeting held: **NO**

- (a) If yes, date of AGM: AGM is scheduled to be held on 02/08/2019
 (b) Due date of AGM: 30/09/2019
 (c) Whether any extension for AGM granted: **NO**

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Number of business activities: **1**

Sr. 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	K2	Activities by Trusts, funds and other financial holding companies	100

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

Number of Companies for which information is to be given: **2**

Sr. No.	Name of the Company	CIN/FCRN	Holding subsidiary/ Associate/ Joint Venture	% of shares held
1	EQUITAS SMALL FINANCE BANK LIMITED	U65191TN1993PLC025280	Subsidiary	100
2	EQUITAS TECHNOLOGIES PRIVATE LIMITED	U72900TN2015PTC102697	Subsidiary	99.52

IV. SHARE CAPITAL, DEBENTURE AND OTHER SECURITIES OF THE COMPANY

i. SHARE CAPITAL

(a) Equity Share Capital

Particulars	Authorized capital	Issued capital	Subscribed capital	Paid-up capital
Total number of equity shares	45,00,00,000	34,14,61,498	34,14,61,498	34,14,61,498
Total amount of Equity Shares (in Rupees)	450,00,00,000	341,46,14,980	341,46,14,980	341,46,14,980

Number of classes: **1**

Class of Shares Equity Shares	Authorized capital	Issued capital	Subscribed capital	Paid-up capital
Number of equity shares	44,00,00,000	34,14,61,498	34,14,61,498	34,14,61,498
Nominal value per share (in rupees)	10	10	10	10
Total amount of Equity Shares (in rupees)	440,00,00,000	341,46,14,980	341,46,14,980	341,46,14,980

(b) Preference Share Capital

Particulars	Authorized capital	Issued capital	Subscribed capital	Paid-up capital
Total number of equity shares	1,00,00,000	0	0	0
Total amount of Equity Shares (in Rupees)	10,00,00,000	0	0	0

Number of classes: 0

Class of Shares Equity Shares	Authorized capital	Issued capital	Subscribed capital	Paid-up capital
Number of equity shares	0	0	0	0
Nominal value per share (in Rupees)	0	0	0	0
Total amount of Equity Shares (in Rupees)	0	0	0	0

(c) Unclassified Share Capital

Particulars	Authorized 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				
At the beginning of the year	34,04,29,976	340,42,99,760	340,42,99,760	0
Increase during the year				
i. Public issue	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private placement/ Preferential Allotment	0	0	0	0
v. ESOPs	10,31,522	1,03,15,220	1,03,15,220	48162596.90
vi. Sweat Equity shares allotted	0	0	0	0
vii. Conversion of preference shares	0	0	0	0
viii. Conversion of debentures	0	0	0	0
ix. GDRs/ ADRs	0	0	0	0
x. Others, specify	0	0	0	0
Decrease during the year				

i.	Buy-back of shares	0	0	0	0
ii.	Shares forfeited	0	0	0	0
iii.	Reduction of share capital	0	0	0	0
iv.	Others, specify	0	0	0	0
At the end of the year		34,14,61,498	341,46,14,980	341,46,14,980	481,62,596.90

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

iii. Details of Shares /Debenture Transfer since closure date of last financial year (or in case of first return at any time since the incorporation of the Company) *

NIL

iv. Indebtedness including 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
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits	0	0	0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits	0	0	0
Deposits	0	0	0
Total	0	0	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	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

v. Securities (other than shares and debentures): NA

V. Turnover and Net Worth of the Company

- i. Turnover: 22,51,86,158
- ii. Net worth of the Company: 18,01,56,16,331

VI. (a) SHAREHOLDING PATTERN-Promoters

Sr. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family	0	0	0	0
	(i) Indian	0	0	0	0
	(ii) Non-Resident Indian (NRI)	0	0	0	0
	(iii) Foreign National (other than NRI)	0	0	0	0
2	Government	0	0	0	0
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3	Insurance Companies	0	0	0	0
4	Banks	0	0	0	0
5	Financial institutions	0	0	0	0
6	Foreign Institutional Investors	0	0	0	0
7	Mutual Funds	0	0	0	0
8	Venture Capital	0	0	0	0
9	Body Corporate (not mentioned above)	0	0	0	0
10	Others, specify	0	0	0	0
	Total	0	0	0	0

Total number of shareholders (promoters): 0

(b) SHAREHOLDING PATTERN- Public/ Other than promoters

Sr. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	6,25,79,081	18.33	0	0
	(ii) Non-Resident Indian (NRI)	9,96,280	0.29	0	0
	(iii) Foreign National (other than NRI)	0	0.00	0	0
2	Government				
	(iv) Central Government	0	0	0	0
	(v) State Government	0	0	0	0

	(vi) Government companies	0	0	0	0
3	Insurance Companies	0	0	0	0
4	Banks	58,468	0.01	0	0
5	Financial institutions	63,57,860	1.86	0	0
6	Foreign Institutional Investors	6,34,12,197	18.57	0	0
7	Mutual Funds	12,24,84,019	35.87	0	0
8	Venture Capital	0	0	0	0
9	Body Corporate (not mentioned above)	2,25,67,239	6.61		
10	Others, specify Foreign Bodies Corporate AIF, CM, NBFC and Trusts	6,30,06,354	18.46	0	0
	Total	34,14,61,498	100.00	0	0

Total number of shareholders (other than promoters): 113475

Total number of shareholders (Promoters + Public/ other than promoters): 0

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	0	0
Members (other than promoters)	1,25,545*	1,13,475*
Debenture holders	0	0

The No. of shareholders at the beginning of the year and at the end of the year given above are based on no. of folios, which will differ from the figures provided in Corporate Governance Report. Since the Corporate Governance Report provides pan-wise consolidated no. of shareholders, which is in line with shareholding pattern filed with stock exchanges.

VIII. DETAILS OF DIRECTORS AND KEY MANGERIAL 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	7	1	5	0.41	0
(i) Non- Independent	1	0	1	0	0.41	0
(ii) Independent	0	7	0	5	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	7	1	5	0.41	0

Number of Directors and Key Managerial Personnel (who is not director) as on financial year end date: 8

(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)
Rangachary Nambi Iyengar	00054437	Director	0	
Arun Ramanathan	00308848	Director	0	
Jayshree Ashwinkumar Vyas	00584392	Director	0	
Rajaraman Papagudi Venkatachalam	01658641	Director	0	
Viswanatha Prasad Subbaraman	00574928	Director	0	
Srinivasan Bhaskar	00010000	Whole time Director	1405000	
Srimathy R	BXHPS7703P	CFO	1197	
Deepti R	BDZPD2870G	CS	0	

(ii) Particulars of change in director(s) and Key Managerial Personnel during the year: 5

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)
Raghavan Mukkur Srinivasan	05236790	Director	27/04/2018	Resignation
Yogesh Chand Nanda	01643316	Director	28/03/2019	Cessation
Viswanatha Prasad Subbaraman	00574928	Director	27/07/2018	Change in Designation
Jayashree S Iyer	AEJPI6844G	Company Secretary	02/11/2018	Resignation
Deepti R	BDZPD2870	Company Secretary	03/11/2018	Appointment

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

A. MEMBERS/CLASS/REQUISITIONED/NCLT/COURTCONVENED MEETINGS

Number of Meetings held: 1

Type of Meeting	Date of Meeting	Total Number of Members entitled to attend the Meeting	Attendance	
			Number of members attended	% of Total shareholding
Annual General Meeting	27-07-2018	1,17,619	887	1.42

B. BOARD MEETINGS

Number of Meetings Held: 4

Sr. 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/ 2018	8	7	87.5
2	27/07/2018	7	6	85.71
3	02/11/2018	7	7	100
4	01/02/2019	7	6	85.71

C. COMMITTEE MEETINGS

Number of meetings held:

Sr. 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	Audit	27/04/2018	4	3	75
2	Audit	27/07/2018	3	2	66.67
3	Audit	02/11/2018	3	3	100
4	Audit	01/02/2019	3	3	100
5	Nomination, Remuneration and Governance Committee	27/04/2018	4	4	100
6	Nomination, Remuneration and Governance Committee	27/07/2018	4	4	100
7	Nomination, Remuneration and Governance Committee	02/11/2018	4	4	100

8	Nomination, Remuneration and Governance Committee	01/02/2019	4	3	75
9	CSR Committee	27/04/2018	4	4	100
10	CSR Committee	01/02/2019	4	3	75
11	Stakeholders Relationship Committee	27/04/2018	3	3	100
12	Stakeholders Relationship Committee	02/11/2018	3	3	100
13	Stakeholders Relationship Committee	01/02/2019	3	2	66.67
14	IT Strategy Committee	27/04/2018	2	2	100
15	IT Strategy Committee	27/07/2018	2	2	100
16	IT Strategy Committee	01/02/2019	2	2	100
17	SFB Listing Committee	21/11/2018	7	6	85.71
18	SFB Listing Committee	26/11/2018	7	5	71.43
19	SFB Listing Committee	10/12/2018	8	6	75
20	SFB Listing Committee	14/01/2019	8	7	87.5

D. ATTENDANCE OF DIRECTORS

Sr. No.	Name of the Director	Board Meetin			Committee Meetings			Whether attended AGM held on 02.08.2019
		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	Rangachary N	4	4	100	0	0	0	Yes
2	Arun Ramanathan	4	3	75	13	10	76.92	No
3	Jayshree Ashwinkumar Vyas	4	4	100	6	6	100	No
4	Rajaraman Papagudi Venkatachalam	4	4	100	17	17	100	Yes

5	Viswanatha Prasad Subbaraman	4	4	100	15	15	100	Yes
6	Srinivasan Bhaskar	4	4	100	6	6	100	Yes

X. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 1

(Amount in Rs.)

Sr. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity*	Others	Total Amount**
1	Bhaskar Srinivasan	ED & CEO	60,39,300	0	0	2,87,136	63,26,436
Total			60,39,300	0	0	2,87,136	63,26,436

Number of CEO, CFO and Company Secretary whose remuneration details to be entered: 3

(Amount in Rs.)

Sr. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity*	Others	Total Amount**
1	Jayashree S Iyer	Company Secretary (upto November 2, 2018)	26,62,101	0	3,30,685	82,752	30,75,538
2	Deepti R	Company Secretary(from November 3, 2018)	3,02,347	0	0	14,520	3,16,867
3	Srimathy R	CFO	15,45,636	0	0	74,304	16,19,940
Total			45,10,084	0	3,30,685	1,71,576	50,12,345

Number of other directors whose remuneration details to be entered: 7

Sr. No.	Name	Designation	Gross Salary	Commission #	Stock Option/ Sweat Equity	Others (Sitting fees for Board and Committee meetings)	Total Amount
1	Mr Rangachary N	Independent Director	0	4,41,870	0	2,25,000	6,66,870
2	Mr Arun Ramanathan	Independent Director	0	-	0	4,25,000	4,25,000
3	Mr Jayshree Ashwinkumar Vyas	Independent Director	0	2,20,940	0	3,75,000	5,95,935
4	Mr Raghavan M S	Independent Director	0	15,740	0	0	15,738
5	Mr Rajaraman P V	Independent Director	0	2,20,940	0	6,50,000	8,70,935
6	Mr Viswantha Prasad Subbaraman	Independent Director	0	3,31,400	0	6,00,000	9,31,403
7	Mr Yogesh Chand Nanda	Independent Director	0	2,19,120	0	3,00,000	5,19,119
Total			0	14,50,010	0	25,75,000	40,25,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- A. Whether the Company has made compliances and disclosure in respect of applicable provisions of the Companies Act, 2013 during the year: **YES**
- B. If No, give reasons/observations- **NA**

XII. PENALTY AND PUNISHMENT- DETAILS THEREOF

(A) DETAILS OF PENALTIES/PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS: **NIL**

(B) DETAILS OF COMPOUNDING OF OFFENCES: **NIL**

XIII. WHETHER COMPLETE LIST OF SHAREHOLDERS, DEBENTURE HOLDERS HAS BEEN ENCLOSED AS AN ATTACHEMENT:

The details are available with the Company and can be obtained by members upon request.

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, INCASE OF LISTED COMPANIES

In case of a listed company or 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:

Form MGT-8 will be obtained from the Company's Secretarial Auditors for FY 2018-19 prior to filing the return with Registrar of Companies.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in his Return, the Company has complied with all the provisions of the Act during the financial year.

For Equitas Holdings Limited

Place : Chennai
Date : May 10, 2019

Deepti R
Company Secretary

Bhaskar S
ED & CEO
