

Annexure - I
Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the Financial Year ended on 31st March, 2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	U65999MH2009PTC197149
Registration Date	19 th November, 2009
Name of the Company	M POWER MICRO FINANCE PRIVATE LIMITED
Category	Company limited by shares
Sub-Category of the Company	NBFC – Micro Finance Company – Non-Government Company
Address of the Registered office and contact details	B-212, Arjun Centre, Plot No. 231, Govandi Station Road, Govandi, Mumbai – 400088 Website: www.mpowermicro.com; Email: cs@mpowermicro.com
Whether listed company	Yes - Debenture Listed Company uptill 03.10.2018
Name, Address and Contact details of Registrar and Transfer Agent	NSDL Database Management Ltd. 4th Floor, Trade World, A Wing, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013. Contact details: 022 4914 2700

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

Sl. No.	Name & Description of Main Services	NIC Code of the Product / Service	% to total turnover of the company
1.	Micro Finance	65999	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	INDIANIVESH CAPITALS LIMITED	L51909MH1983PLC267005	Holding	57.18	2 (46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

I.) Category-wise Shareholding:

Particulars	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change During year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS									
(1) Indian									
a) Individual/ HUF	-	36,80,000	36,80,000	19.15%	36,80,000	-	36,80,000	19.15%	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Others	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	-	36,80,000	36,80,000	19.15%	36,80,000	-	36,80,000	19.15%	-
(2) Foreign									
a) NRIs - 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)	-	36,80,000	36,80,000	19.15%	36,80,000	-	36,80,000	19.15%	-
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	10,51,200	-	10,51,200	5.47%	10,51,200	-	10,51,200	5.47%	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital funds Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	10,51,200	-	10,51,200	5.47%	10,51,200	-	10,51,200	5.47%	-
(2) Non Institutions									
a) Bodies Corp.	68,00,287	41,89,359	1,09,89,646	57.18%	1,09,89,646	-	1,09,89,646	57.18%	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	2,00,000	5,20,000	7,20,000	3.75%	5,00,000	2,20,000	7,20,000	3.75%	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	13,50,000	14,30,000	27,80,000	14.46%	25,30,000	2,50,000	27,80,000	14.46%	-
c) Others (specify)									
i) Non-Resident (Non-Rep)	-	-	-	-	-	-	-	-	-
ii) Non-Resident (Rep)	-	-	-	-	-	-	-	-	-
iii) Trust	-	-	-	-	-	-	-	-	-
iv) OCB	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	83,50,287	61,39,359	1,44,89,646	75.39%	1,40,81,646	4,70,000	1,44,89,646	75.39%	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	94,01,487	61,39,359	1,55,40,846	80.85%	1,50,70,846	4,70,000	1,55,40,846	80.85%	-
C. SHARES HELD BY CUSTODIAN FOR GDRS & ADRS									
	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	94,01,487	98,19,359	1,92,20,846	100.00	1,87,50,846	4,70,000	1,92,20,846	100.00%	-

ii.) Shareholding of Promoters:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the			% Change in share holding 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.	Mr. K. M. Vishwanathan	29,30,000	15.24%	-	29,30,000	15.24%	-	-
2.	Mr. K. V. Balaji	7,50,000	3.90%	-	7,50,000	3.90%	-	-
	Total	3,680,000	19.15%	-	3,680,000	19.15%	-	-

iii.) Change in Promoters' Shareholding:

There was no change in the shareholding of Promoters during the year under review.

Sr. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr. K.M. Vishwanathan				
	At the Beginning of the Year	29,30,000	15.24%	29,30,000	15.24%
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/Sweat equity etc):	Nil	Nil	Nil	Nil
	At the End of the Year	29,30,000	15.24%	29,30,000	15.24%
2	Mr. K.V. Balaji				
	At the Beginning of the Year	7,50,000	3.90%	7,50,000	3.90%
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/Sweat equity etc):	Nil	Nil	Nil	Nil
	At the End of the Year	7,50,000	3.90%	7,50,000	3.90%

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

Sr. No.	Name of Shareholders For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	IndiaNivesh Capitals Limited				
	At the Beginning of the Year	1,09,89,646	57.18%	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease	-	-	-	-
	At the End of the Year	-	-	1,09,89,646	57.18%
2	AU Small Finance Bank Limited (Formerly AU Financiers (India) Limited)				
	At the Beginning of the Year	10,51,200	5.46%	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease	-	-	-	-
	At the End of the Year	-	-	10,51,200	5.46%
3	Rama Dogra (Transferred from Sudhir Kolte)				
	At the Beginning of the Year	-	-	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease	-	-	-	-
	At the End of the Year	-	-	3,30,000	1.72%

Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) *Continues....*

Sr. No.	Name of Shareholders For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
4	Uma Maheshwari Sunil				
	At the Beginning of the Year	3,00,000	1.56%	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease	-	-	-	-
	At the End of the Year	-	-	3,00,000	1.56%
5	P. Swethambira				
	At the Beginning of the Year	3,00,000	1.56%	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease	-	-	-	-
	At the End of the Year	-	-	3,00,000	2.00%
6	D. Sathya Moorthi				
	At the Beginning of the Year	3,00,000	1.56%	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease	-	-	-	-
	At the End of the Year	-	-	3,00,000	1.56%
7	Manish Tiwari				
	At the Beginning of the Year	2,50,000	1.30%	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease	-	-	-	-
	At the End of the Year	-	-	2,50,000	1.30%
8	R. Rajagopalan				
	At the Beginning of the Year	2,50,000	1.30%	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease	-	-	-	-
	At the End of the Year	-	-	2,50,000	1.30%
9	Ajit Kumar				
	At the Beginning of the Year	2,50,000	1.30%	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease	-	-	-	-
	At the End of the Year	-	-	2,50,000	1.30%
10	V. C. Kumanan				
	At the Beginning of the Year	2,50,000	1.30%	-	-
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease	-	-	-	-
	At the End of the Year	-	-	2,50,000	1.30%

v.) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr. K.M. Vishwanathan (Managing Director & CEO)				
	At the Beginning of the Year	29,30,000	15.24%	29,30,000	15.24%
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ Sweat equity etc):	Nil	Nil	Nil	Nil
	At the End of the Year	29,30,000	15.24%	29,30,000	15.24%
2	Mr. K.V. Balaji (Whole Time Director)				
	At the Beginning of the Year	7,50,000	3.90%	7,50,000	3.90%
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ Sweat equity etc):	Nil	Nil	Nil	Nil
	At the End of the Year	7,50,000	3.90%	7,50,000	3.90%
3	Mr. Rajesh Nuwal (Nominee Director of INDIANIVESH Capitals Limited)				
	At the Beginning of the Year	-	-	-	-
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ Sweat equity etc):	-	-	-	-
	At the End of the Year	-	-	-	-
4	Desh Raj Dogra (Independent Director) (Resigned with effect from 23.02.2019)				
	At the Beginning of the Year	-	-	-	-
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ Sweat equity etc):	-	-	-	-
	At the End of the Year	-	-	-	-
5	Ramanathan Annamalai (Independent Director) (Retired with effect from 01.04.2018)				
	At the Beginning of the Year	-	-	-	-
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ Sweat equity etc):	-	-	-	-
	At the End of the Year	-	-	-	-

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
6	Ms. Vanaja Shankar (Independent Director)				
	At the Beginning of the Year	-	-	-	-
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/Sweat equity etc):	-	-	-	-
	At the End of the Year	-	-	-	-
7	Ms. Vibhuti Harsh (Company Secretary)				
	At the Beginning of the Year	-	-	-	-
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/Sweat equity etc):	-	-	-	-
	At the End of the Year	-	-	-	-
8	Mr. Shrikant Sapre (CFO)				
	At the Beginning of the Year	-	-	-	-
	Date wise Increase/Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/Sweat equity etc):	-	-	-	-
	At the End of the Year	-	-	-	-

V INDEBTEDNESS:

Indebtedness of the Company including interest outstanding/accrued but not due for payment **(Amount in Rs.)**

Indebtedness of the financial year	*Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
At the beginning				
i) Principal Amount	1,56,81,81,682	11,24,99,997	-	1,68,06,81,679
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	59,32,403	-	-	59,32,403
Total (i+ii+iii)	1,57,41,14,0851	1,24,99,997	-	1,68,66,14,082
Change in Indebtedness during the financial year				
Addition	1,08,75,00,000	-	-	1,08,75,00,000
Reduction	1,27,57,37,270	1,24,99,997	-	1,28,82,37,267
Net Change	-18,82,37,270	-1,24,99,997	-	-20,07,37,267
At the end				
i) Principal Amount	1,37,99,44,412	10,00,00,000	-	1,47,99,44,412
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	67,63,583	-	-	67,63,583
Total (i+ii+iii)	1,38,67,07,995	10,00,00,000	-	1,48,67,07,995

* Includes Non convertible debentures

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A) Remuneration to Managing Director, Whole-time Directors and/or Manager: (Amount in Rs.)

Sr. No.	Particulars	Name of Directors		Total
		Mr. K. M. Vishwanathan (Managing Director)	Mr. K. V. Balaji (Whole-time Director)	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	47,00,000	41,00,000	88,00,000
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit -	-	-	-
	- Others, specify	-	-	-
5.	Others, please specify- <i>Bonus</i>	-	-	-
6.	Total (A)	47,00,000	41,00,000	88,00,000
7.	Ceiling as per the Act	No ceiling as the Company is Pvt. Ltd. Company		

B) Remuneration to the Other Directors: (Amount in Rs.)

Sr. No.	Particulars	Name of the Director			Total
		Ms. Vanaja Shankar	Mr. Desh Raj Dogra	Mr. Rajesh Nuwal	
1	Independent Directors	60,000	60,000	-	1,20,000
	- Fee for attending Board and committee meetings				
	- Commission				
	- Others, please specify				
	Total (1)	60,000	60,000	-	1,20,000
2	Other Non-Executive Directors	-	-	-	-
	- Fee for attending board / committee meetings				
	- Commission				
	- Others, please specify				
	Total (2)	-	-	-	-
	Total Managerial Remuneration (B)=(1+2)	60,000	60,000	-	1,20,000
	Overall Ceiling	As per the Companies Act			

C) Remuneration to Key Managerial Personnel other than MD/Manager/WTD: (Amount in Rs.)

Sr. No.	Particulars of Remuneration	Name of KMP		Total
		Mr. Shrikant Sapre (CFO)	Ms. Vibhuti Harsh (Company Secretary)	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	27,00,000	8,37,200	35,37,200
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit -	-	-	-
	- Others, specify	-	-	-
5.	Others, please specify- <i>Bonus</i>	-	-	-
	Total	27,00,000	8,37,200	35,37,200
	Overall Limit	As per Companies Act		

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NA

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding Fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
A. Company Penalty Punishment Compounding			NA		
B. Directors Penalty Punishment Compounding			NA		
C. Other Officers In Default Penalty Punishment Compounding			NA		

On Behalf of the Board of Directors
For M Power Micro Finance Private Limited

Sd/-

Sd/-

K. M. Vishwanathan
Managing Director & CEO
DIN : 02778043

K. V. Balaji
Whole-time Director
DIN : 02776220

Place: Mumbai
Date: 25th May 2019