

PAISALO DIGITAL LIMITED

CIN: L65921DL1992PLC120483

CSC, Pocket-52, Cr Park, Near Police Station, New Delhi- 110019

Tel: 011 43518888, Email: delhi@paisalo.in, Website: www.paisalo.in

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2020

[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:

1.	Corporate Identification Number (CIN)	L65921DL1992PLC120483
2.	Registration Date	March 5, 1992
3.	Name of the Company	Paisalo Digital Limited (Formerly known as S. E. Investments Limited)
4.	Category/Sub-Category of the Company	Company Limited by Shares/Indian Non- Government Company
5.	Address of the Registered office and contact details	CSC, Pocket 52, CR Park, Near Police Station, New Delhi-110019 Email: delhi@paisalo.in Tel. +91 11 43518888
6.	Whether listed company	Equity Shares of the Company are listed on NSE and BSE
7.	Name, Address and Contact details of Registrar and Transfer Agent	M/s Alankit Assignments Limited 4E/2, Jhandewalan Extension, New Delhi-110 055 Contact Person: Mr. J P Rustagi Tel.011-42541955 Email: info@alankit.com

II. Principal Business Activities of the Company:

All the business activities contributing 10% or more of the total turnover of the Company:

S. No.	Name and Description of main products/ services	NIC Code of the Product/ services	% to total turnover of the Company
1.	Financial Services (NBFC)	6,492*	100

*As per National Industrial Classification 2008 (NIC-2008)

III. Particulars of Holding, Subsidiary and Associate Companies:

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Nupur Finvest Pvt. Ltd.	U67120DL1995PTC231086	Subsidiary	100%	2 (87) of Companies Act, 2013

IV. Share Holding Pattern

(Equity Share Capital Breakup as percentage of Total Equity)

a) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year i.e. 01/04/2019				No. of Shares held at the end of the year i.e. 31/03/2020				%Changes during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	73,28,640	-	73,28,640	18.07	73,28,640	-	73,28,640	17.33	0.74
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	32,31,943	-	32,31,943	7.97	44,01,932	-	44,01,932	10.41	2.44
e) Bank/FI	-	-	-	-	-	-	-	-	-
f) Any Other...	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	1,05,60,583	-	1,05,60,583	26.04	1,17,30,572	-	1,17,30,572	27.73	1.69
(2) Foreign									
a) NRIs -Individual	-	-	-	-	-	-	-	-	-
b) Other- Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Crop.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Other.	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A) = (A) (1)+(A) (2)	1,05,60,583	-	1,05,60,583	26.04	1,17,30,572	-	1,17,30,572	27.73	1.69
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	9,67,087	-	9,67,087	2.38	8,99,748	-	8,99,748	2.13	(0.25)
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs/FPI	67,38,187	-	67,38,187	16.61	63,31,975	-	63,31,975	14.97	(1.64)
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B) (1):-	77,05,274	-	77,05,274	18.99	72,31,723	-	72,31,723	17.10	(1.89)
2. Non- Institutions									
a) Bodies Corp.									
i) Indian	48,53,246	-	48,53,246	11.97	54,79,045	-	54,79,045	12.95	0.98
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individual									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	2,98,174	8,406	3,06,580	0.76	4,26,477	6,006	4,32,483	1.02	0.26
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	2,91,532	-	2,91,532	0.72	5,51,417	-	5,51,417	1.30	0.58
c) Other (specify)									
(c-i) Non-Resident Indians	1,057	-	1,057	0.01	1,202	-	1,202	-	-
(c-ii) Clearing Members	928	-	928	0.01	4,637	-	4,637	0.01	-
(c-iii) Resident HUF	10,800	-	10,800	0.03	31,120	-	31,120	0.07	-
Sub-total (B) (2):-	54,55,737	8,406	54,64,143	13.48	64,93,898	6,006	64,99,904	15.37	1.89
Total Public Shareholding (B)=(B)(1)+ (B)(2)	1,31,61,011	8,406	1,31,69,417	32.48	1,37,25,621	6,006	1,37,31,627	32.47	(0.01)
C. Shares held by Custodian	1,68,30,000	-	1,68,30,000	41.49	1,68,30,000	-	1,68,30,000	39.79	(1.70)
Grand Total (A+B+C)	4,05,51,594	8,406	4,05,60,000	100.00	4,22,86,193	6,006	4,22,92,199	100.00	-

b) Shareholding of Promoters (including Promoter Group)

S. No.	Name of Shareholders	No. of Shares held at the beginning of the year i.e. 01.04.2019			No. of Shares held at the end of the year i.e. 31.03.2020			% 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	Mr. Purushottam Agrawal	-	-	-	-	-	-	-
2	Mr. Sunil Agarwal	32,69,940	8.06	-	32,69,940	7.73	-	(0.33)
3	Mrs. Raj Agarwal	20,15,200	4.97	-	20,15,200	4.76	-	(0.21)
4	Ms. Suniti Agarwal	3,58,300	0.88	-	3,58,300	0.85	-	(0.03)
5	Mr. Shantanu Agarwal	16,85,200	4.16	-	16,85,200	3.98	-	(0.18)
6	P. N. Agarwal & Sons (HUF)	-	-	-	-	-	-	-
7	Equilibrated Venture Cflow Private Limited (Formerly Known as Bhavya Electronics & Networks Private Limited)	29,14,223	7.19	-	40,84,212	9.66	-	2.47
8	Pri Caf Private Limited (Formerly Known as Diamond Infradev Private Limited)	2,56,920	0.63	-	2,56,920	0.61	-	(0.02)
9	Pro Fitcch Private Limited (Formerly known as Baba Herbals Pvt. Ltd.)	60,800	0.15	-	60,800	0.14	-	(0.01)
	Total	1,05,60,583	26.04	-	1,17,30,572	27.73	-	1.69

*On June 27, 2019, Company has allotted 17,32,199 equity shares of Rs. 10/- each to the Shareholders of the M/s Agarwal Meadows Private Limited, pursuant to Scheme of Merger between Agarwal Meadows Private Limited (Transferor Company) and Paisalo Digital Limited (Transferee Company) as approved by Hon'ble National Company Law Tribunal, Principal Bench, New Delhi vide its order dated May 17, 20219. Pursuant to such allotment the % of Promoter Shareholding changed during the year.

c) Change in Promoters' Shareholding

S. No.	Name of Shareholder	Shareholding at beginning of year (01.04.2019)		Date wise increase/ decrease in the Shareholding	Cumulative Shareholding during the year	Shareholding at the end of the year (31.03.2020) or on the date of separation, if separated during the year*		
		No. of Shares	% of total shares of the Company			No. of Shares	% of total shares of the Company	
1	Mr. Sunil Agarwal	32,69,940	8.06	Shares	-	32,69,940	32,69,940	7.73
				Date	-			
				Reason	-			
2	Mrs. Raj Agarwal	20,15,200	4.97	Shares	-	20,15,200	20,15,200	4.76
				Date	-			
				Reason	-			
3	Ms. Suneeti Agarwal	3,58,300	0.88	Shares	-	3,58,300	3,58,300	0.85
				Date	-			
				Reason	-			
4	Mr. Santanu Agarwal	16,85,200	4.16	Shares	-	16,85,200	16,85,200	3.98
				Date	-			
				Reason	-			
5	Equilibrated Venture Cflow Private Limited	29,14,223	7.19	Shares	11,69,989	40,84,212	40,84,212	9.66
				Date	27/06/2019			
				Reason	Allotment pursuant to Merger*			
6	Pri Caf Private Limited	2,56,920	0.63	Shares	-	2,56,920	2,56,920	0.61
				Date	-			
				Reason	-			
7	Pro Fitcch Private Limited	60,800	0.15	Shares	-	60,800	60,800	0.14
				Date	-			
				Reason	-			

*On June 27, 2019, Company has allotted 17,32,199 equity shares of Rs. 10/- each to the Shareholders of the M/s Agarwal Meadows Private Limited, pursuant to Scheme of Merger between Agarwal Meadows Private Limited (Transferor Company) and Paisalo Digital Limited (Transferee Company) as approved by Hon'ble National Company Law Tribunal, Principal Bench, New Delhi vide its order dated May 17, 20219. Pursuant to such allotment the % of Promoter Shareholding changed during the year.

d) Shareholding Pattern of Shareholders holding 1% or more shares
(Other than Directors, Promoters and Holders of GDRs and ADRs)

S. No.	Name of Shareholder	Shareholding at beginning of year (01.04.2019)		Date wise increase/ decrease in the Shareholding			Cumulative Shareholding during the year	Shareholding at the end of the year (31.03.2020) or on the date of separation, if separated during the year*	
		No. of Shares	% of total shares of the Company	Shares	Date	Reason		No. of Shares	% of total shares of the Company
1	The Bank of New York Mellon, DR (Custodian)	1,68,30,000	41.49	-	-	-	1,68,30,000	1,68,30,000	39.79
2	Davos International Fund	18,25,799	4.50	-35,000	24/05/2019	Sale	17,90,799	13,78,413	3.26
				-60,000	14/06/2019	Sale	17,30,799		
				-40,000	21/06/2019	Sale	16,90,799		
				-15,693	20/09/2019	Sale	16,75,106		
				-16,000	27/09/2019	Sale	16,59,106		
				-32,000	04/10/2019	Sale	16,27,106		
				-10,000	11/10/2019	Sale	16,17,106		
				-10,455	18/10/2019	Sale	16,06,651		
				-11,475	22/11/2019	Sale	15,95,176		
				-11,000	06/12/2019	Sale	15,84,176		
3	Elara India Opportunities Fund Limited	18,46,067	4.55	-	-	-	18,46,067	18,46,067	4.36
				-	-	-	18,46,067	18,46,067	4.36
4	Zeal Professional Services Private Limited	13,86,000	3.42	-	-	-	13,86,000	13,86,000	3.28
5	Plutus Terra India Fund	13,37,607	3.30	-	-	-	13,37,607	13,37,607	3.16
6	Life Insurance Corporation of India	9,67,087	2.38	-16,352	08/11/2019	Sale	9,50,735	8,99,748	2.13
				-11,146	15/11/2019	Sale	9,39,589		
				-11,123	29/11/2019	Sale	9,28,466		
				-8	06/12/2019	Sale	9,28,458		
				-1,159	27/12/2019	Sale	9,27,299		
				-10,000	31/12/2019	Sale	9,17,299		
				-1,623	03/01/2020	Sale	9,15,676		
-7,741	10/01/2020	Sale	9,07,935						
7	Antara India Evergreen Fund Ltd	7,55,826	1.86	-	-	-	7,55,826	7,55,826	1.79
8	Nomura Singapore Limited	7,40,000	1.82	-	-	-	7,40,000	7,40,000	1.75
9	Eastern Star Infradev Private	0	0.00	5,62,210	27/06/2020	Allotment	5,62,210	5,62,210	1.33

*% change include the effect of increase in total number of shares of the Company on June 27, 2019 (allotment of 17,32,199 equity shares pursuant to Scheme of Merger)

e) Shareholding of Directors and Key Managerial Personnel:

S. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at beginning of year (01.04.2019)		Date wise increase/ decrease in the Shareholding			Cumulative Shareholding during the year	Shareholding at the end of the year (31.03.2020) or on the date of separation, if separated during the year*	
		No. of Shares	% of total shares of the Company	Shares	Date	Reason		No. of Shares	% of total shares of the Company
1	Mr. Sunil Agarwal	32,69,940	8.06	-	-	-	32,69,940	32,69,940	7.73

*Due to allotment of 17,32,199 equity shares of Rs. 10/- each on June 27, 2019, to the Shareholders of the M/s Agarwal Meadows Private Limited, pursuant to Scheme of Merger between Agarwal Meadows Private Limited (Transferor Company) and Paisalo Digital Limited (Transferee Company) as approved by Hon'ble National Company Law Tribunal, Principal Bench, New Delhi vide its order dated May 17, 2021 total number of paid-up Share of the Company increased by Rs. 17,32,199, accordingly only percentage of the promoter had been changed.

V. Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Rs. in Million

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness as on 01.04.2019				
i) Principal Amount	7,421.86	2,077.78	0.00	9499.64
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	7,421.86	2,077.78	0.00	9,499.64
Change in Indebtedness during the financial year				
• Addition	750.00	674.80	0.00	0.00
• Reduction	188.85	34.22	0.00	0.00
Net Change	561.15	640.58	0.00	0.00
Indebtedness as on 31.03.2020				
i) Principal Amount	7,983.01	2,718.36	0.00	10,701.37
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	7,983.01	2,718.36	0.00	10,701.37

VI. Remuneration of Directors and Key Managerial Personnel

a) Remuneration to Managing Director, Whole-time Directors, Manager, Company Secretary (CS):

Rs. in Lakhs

S. No.	Particulars of Remuneration	Mr. Sunil Agarwal	Mr. Harish Singh	Mr. Anoop Krishna	Total Amount	Mr. Atul Kumar Agrawal	Mr. Manendra Singh
		MD/CEO	ED/CFO	ED		CFO (w.e.f.18.05.2019)	CS
1	Gross Salary	393.60	30.05	39.60	463.70	18.00	10.80
a)	Salary as per provisions Contained in Section 17(1) of the Income-Tax Act, 1961	—	—	—	—	—	—
b)	Value of perquisites u/s 17(2) Income-Tax Act, 1961 (c) Profits in lieu of Salary under Section 17(3) Income-Tax Act, 1961	—	—	—	—	—	—
2	Stock Option	—	—	—	—	—	—
3	Sweat Equity	—	—	—	—	—	—
4	Commission - as% of profit –	—	—	—	—	—	—
5	Others, please specify	—	—	—	—	—	—
	Total(A)	393.60	30.05	39.60	463.70	18.00	10.80
	Ceiling as per the Act	The total managerial remuneration paid by the Company in respect of financial year 2019-20 is within ceiling limit as prescribed under Section 197 of the Companies Act, 2013					

b) Remuneration to other Directors

S. No.	Name of Director and Designation	Sitting fees for attending Board and Committee Meetings (Amount in INR)	Salary and Perquisite (Amount in INR)	Incentive/ Bonus (Amount in INR)	Total (Amount in INR)
1	Mr. Sunil Srivastav (Independent Director)	1,35,000.00	-	-	1,35,000.00
2	Mr. Gauri Shnakar (Independent Director)	3,45,000.00	-	-	3,45,000.00
3	Mr. Pradeep Agarwal (Independent Director)	4,25,000.00	-	-	4,25,000.00
4	Mr. Naresh Kumar Jain (Independent Director)	2,20,000.00	-	-	2,20,000.00
5	Mr. Raman Aggarwal (Independent Director)	75,000.00	-	-	75,000.00
6	Mrs. Bhama Krishnamurthy (Independent Director)	1,75,000.00	-	-	1,75,000.00

VII. Penalties/Punishment/Compounding of Offences:

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	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Date : August 13, 2020

Place : New Delhi

For Paisalo Digital Ltd.

Sd/-
(Sunil Agarwal)
Managing Director
DIN : 00006991

Sd/-
(Harish Singh)
Executive Director
DIN : 00039501