

Form No. MGT-7

ANNUAL RETURN

As on the financial year ended on 31/03/2021

Of

PAYU FINANCE INDIA PRIVATE LIMITED

[Pursuant to Section 92(1) of the Companies Act, 2013  
And

Rule 11(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

(i) Corporate Identification Number (CIN) of the company    
Global Location Number (GLN) of the company   
Permanent Account Number (PAN) of the company.

(ii) (a) Name of The Company   
(b) Registered Office Address   
(c) \*E-Mail ID of the Company   
(d) \*Telephone No. with STD Code   
(e) Website   
(iii) Date of Incorporation

(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  (DD /MM/YYYY) To date  (DD /MM/YYYY)

(vii) Whether Annual General Meeting (AGM) held:- ☐ Yes ☒ No

a) If Yes, date of AGM

b) Due Date of AGM

c) Whether Any Extension For AGM granted ☐ Yes ☒ No

d) if yes, provide the Service Request Number of the application Form filed for extension

e) Extended Due Date after grant of Extension

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of Business Activities

Sr. No	Main Activity group Code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of Total Turnover of Company
1.	K	Financial and insurance Service	K5	Financial and Credit leasing activities	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

\*No. of Companies for which information is to be given

Sr. No	Name of the Company	CIN/FCRN	Holding/ Subsidiary / Joint Venture/Associate	% of Shares held
1.	PayU Payments Private Limited	U72400MH2006PTC 293037	Holding	100

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

### (i) \*SHARE CAPITAL

#### (a) Equity Share Capital

Particulars	Face Value	Authorized Capital	Issued Capital	Subscribed Capital	Paid Up Capital
Total Number of Equity Shares	10	30,000,000	27,100,278	27,100,278	27,100,278
Total amount of Equity Shares(in rupees)	10	300,000,000	271,002,780	271,002,780	271,002,780

#### Number of Classes

Class of Shares	Authorized Capital	Issued Capital	Subscribed Capital	Paid up Capital
<input type="text" value="Equity Shares"/>				

Number of Equity Shares	30,000,000	27,100,278	27,100,278	27,100,278
Nominal Value Per Share( in rupees)	10	10	10	10
Total amount of Equity Shares( in rupees)	300,000,000	271,002,780	271,002,780	271,002,780

**b. Preference Share Capital**

Particulars	Authorised Capital	Issued Capital	Subscribed Capital	Paid up Capital
Total Number of Preference Shares	70,000,000	30,244,636	30,244,636	30,244,636
Total amount of Preference Shares(in rupees)	700,000,000	302,446,360	302,446,360	302,446,360

Number of  Classes:

Class of Shares	Authorized Capital	Issued Capital	Subscribed Capital	Paid up Capital
<b>Compulsorily Convertible Preference shares</b>				
Number of Preference Shares	70,000,000	30,244,636	30,244,636	30,244,636
Nominal Value Per Share(in rupees)	10	10	10	10
Total amount of Preference Shares( in rupees)	700,000,000	302,446,360	302,446,360	302,446,360

**c. Unclassified Share Capital**

Particulars	Authorized Share Capital
Total Amount of Unclassified shares	

**d. Break up of Paid Up Share Capital**

Class of Shares	Number of Shares	Total Nominal Amount	Total Paid-up Amount	Total Premium
<b>Equity Shares</b>				
<b>At the Beginning of the Year</b>	27,100,278	271,002,780	271,002,780	
<b>Increase during the Year</b>	0	0	0	
i) Public Issue	0	0	0	
ii) Right Issue	0	0	0	
iii) Bonus Issue	0	0	0	
iv) Private Placement/ Preferential Allotment	0	0	0	
v) ESOPs	0	0	0	
vi) Sweat Equity Shares Allotted	0	0	0	
vii) Conversion of Preference Shares	0	0	0	
viii) Conversion of Debentures	0	0	0	
ix) GDRs/ADRs	0	0	0	
x) Others, specify <input type="text"/>	0	0	0	

<b>Decrease during the year</b>	<b>0</b>	<b>0</b>	<b>0</b>	
i) Buy-Back of Shares	0	0	0	
ii) Shares Forfeited	0	0	0	
iii) Reduction of Share Capital	0	0	0	
iv) Others, Specify <div></div>	0	0	0	
<b>At the end of Year</b>	<b>27,100,278</b>	<b>271,002,780</b>	<b>271,002,780</b>	
<b>Preference Shares</b>				
<b>At the Beginning of the Year</b>	<b>30,244,636</b>	<b>302,446,360</b>	<b>302,446,360</b>	
<b>Increase during the Year</b>	<b>0</b>	<b>0</b>	<b>0</b>	
i) Issues of Shares	0	0	0	
ii) Re-Issue of Forfeited Shares	0	0	0	
iii) Others, Specify <div></div>	0	0	0	
<b>Decrease during the year</b>	<b>0</b>	<b>0</b>	<b>0</b>	
i) Redemption of Shares	0	0	0	
ii) Shares Forfeited	0	0	0	
iii) Reduction of Share Capital	0	0	0	
iv) Others, Specify <div></div>	0	0	0	
<b>At the end of Year</b>	<b>30,244,636</b>	<b>302,446,360</b>	<b>302,446,360</b>	

(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 Transfer since closure date of last Financial year (or in the case of first return at any time since the incorporation of the company) \*

✓ Nil

Details being provided in 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 previous AGM

Date of Registration of Transfer of Shares (Date Month Year)			
Type of Transfer		1. Equity 2. Preference 3. Debentures 4. Stock	
Number of Shares/ Debentures/Units Transferred:	Amount Per Share in Rupees:		
Ledger Folio of Transferor			
Transferor's Name			
	Surname	Middle name	First name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	Middle name	First name

Date of Registration of Transfer of Shares			
Type of Transfer		1. Equity 2. Preference 3. Debentures 4. Stock	
Number of Shares/ Debentures Transferred:	Amount Per Share in Rupees:		
Ledger Folio of Transferor			
Transferor's Name			
	Surname	Middle name	First name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	Middle name	First name

**iv) \*Indebtedness Including Debentures (Outstanding as at the end of the 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 interests outstanding/accrued but not due for payment )Excluding Deposits			1,55,00,97,752
Unsecured Loans (including interests outstanding/accrued but not due for payment )Excluding Deposits			0
Deposits			0
<b>Total</b>			<b>1,55,00,97,752</b>

**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)**

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
<b>Total</b>					

**V. \* Turnover and net worth of the company (as defined under Companies Act, 2013)**

i) Turnover 61,70,50,845

ii) Net worth of the Company 4,45,33,76,868

**VI. (a) \*SHARE HOLDING PATTERN- Promoters**

S. No.	Category	Equity		Preference	
		Number of Shares	Percentage	Number of Shares	Percentage
1.	Individual/HUF				
	(i) Indian	0	0	0	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (otherthan NRI)	0	0	0	0
2.	Government				
	(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)	27,100,278	100	30,244,636	100
10.	Others <span style="border: 1px solid black; display: inline-block; width: 150px; height: 15px; vertical-align: middle;"></span>	0	0	0	0
	<b>Total</b>	<b>27,100,278</b>	<b>100</b>	<b>30,244,636</b>	<b>100</b>

**Total Number of Shareholders(promoters)** 3

**(b) \* SHARE HOLDING PATTERN- Public/ Other than promoters**

Sr.No.	Category	Equity		Preference	
		Number of Shares	Percentage	Number of Shares	Percentage
1.	Individual/HUF				
	( 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 <div></div>	0	0	0	
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	

**Total Number of Shareholders(other than promoters)**

0

**Total Number of Shareholders (Promoters + Public/Other than promoters)**

3

## VII. \* NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

Details	As at beginning of the year	As at end of the year
Promoters	3	3
Members(other than promoters)	0	0
Debenture holders	0	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 the directors as at the end of year	
	Executive	Non-Executive	Executive	Non-Executive	Executive	Non-Executive
<b>A. Promoter</b>	0	0	0	0	0	0
<b>B. Non-Promoter</b>	0	4	0	5	0	0
(i) Non-Independent	0	4	0	5	0	0
(ii) Independent	0	0	0	0	0	0
<b>C. Nominee Directors Representing</b>	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 shareholders	0	0	0	0	0	0
v) Others	0	0	0	0	0	0
<b>Total</b>	0	4	0	5	0	0

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

7

**(B) (i) \* Details of directors and Key managerial personnel as on the closure of financial year**

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Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year, if any)
MANEESH GOEL	07636513	Director	0	
ANIRBAN MUKHERJEE	07157585	Director	0	
PRASHANTH RANGANATHAN	07210181	Director	0	
PRASHANTH RANGANATHAN	BZPPR2488J	CEO(KMP)	0	
GURMEET SINGH MISSION	AKPPM7638B	Company Secretary	0	
HEMANG MADHUSUDAN DATTANI	07741872	Director	0	
SIDDHARTHA JAJODIA	08665743	Director	0	31/05/2021

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

Name	DIN/PAN	Designation at the beginning /during the year	Date of appointment/change in designation	Nature of change (Appointment/change in designation /Cessation)
PRASHANTH RANGANATHAN	07210181	Additional Director	01/04/2020	Appointment
GURMEET SINGH MISSION	AKPPM7638B	Company Secretary	01/07/2020	Appointment
MIKITA GOEL	AWCPG3225B	Company Secretary	30/06/2020	Cessation
SIDDHARTH JAJODIA	08665743	Director	28/09/2020	Change in designation
HEMANG MADHUSUDAN DATTANI	07741872	Director	28/09/2020	Change in designation
PRASHANTH RANGANATHAN	07210181	Director	28/09/2020	Change in designation
ANIRBAN MUKHERJEE	07157585	Director	28/09/2020	Change in designation

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

### A. MEMBERS/CLASS /REQUISITIONED/CLB/NCLT/COURT CONVENED MEETINGS

Number of meetings held:

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	28/09/2020	2	2	100

### B. BOARD MEETINGS

Number of meetings held:

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1.	30/06/2020	5	5	100
2.	28/09/2020	5	5	100
3.	22/01/2021	5	4	80
4.	25/03/2021	5	5	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 meeting	Attendance	
				Number of members attended	% of attendance
1.	Audit Committee	22/01/2021	3	3	100
2.	Audit Committee	25/03/2021	3	3	100
3	CSR Committee	22/01/2021	3	2	66.67

### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended last AGM held on 15/07/2021
		No. of meetings which were entitled to attend	No. of meetings attended	% of attendance	No. of meetings entitled to attend	No. of meetings attended	% of attendance	
1	MANEESH GOEL	4	4	100	3	3	100	No
2	ANIRBAN MUKHERJEE	4	3	75	1	0	0	No

3	PRASHANTH ANGANATHAN	4	4	100	3	3	100	Yes
4	HEMANG MADHUSUDAN DATTANI	4	4	100	-	-	-	No
5	SIDDHARTHA JAJODIA	4	4	100	2	2	100	No

**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

Sr No	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity	Others	Total Amount
1.							0
2.							
	<b>Total</b>						

Number of CEO, CFO and Company secretary whose remuneration details to be entered

Sr No	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity	Others	Total Amount
1.							
2.							

Number of other directors whose remuneration details to be entered

Sr No	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat Equity	Others	Total Amount
1.							
2.							
	<b>Total</b>						

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

**A. CERTIFICATION OF COMPLIANCES**

Whether company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year.

☒ yes ☐ No

If No, give details along with the reasons/observations

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## **XII. PENALTY AND PUNISHMENT- DETAILS THERXOF**

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

Name ofthe company/ directors/ officers	Name ofthe count/ concerned Authority	Date of Order	Name ofthe actand section underwhich penalized /punished	Details of penalty/ punishment	Details ofappeal (ifany) including present status

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

Name of the company/ directors/ officers	Name of the count/ concerned Authority	Date of Order	Name of the act and section under which penalized /punished	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 LISTEDCOMPANIES**

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 

<b>Deepti Joshi</b>
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Whether associate or fellow      ☐ Associate      ☒ **Fellow**

Certificate of practice number 

<b>8968</b>
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### **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 by 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 authorized by the board of Directors of the company vide resolution no.

02/20  
21-22

dated

09/04/2021

(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:

1. 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.
2. 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

DIN of the director

07210181

#### To be digitally signed by

- ☐ Company Secretary
- ☐ Company Secretary in practice

Membership number

17508

Certificate of practice  
number

#### Attachments

1. List of shareholders, debenture holders.
2. Approval letter for extension of AGM, if applicable
3. Copy of MGT-8
4. Optional Attachment(s), if any

