

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

**as on financial year ended on March 31, 2018**

[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	U65990MH2016PTC271587
Registration Date	January 1, 2016
Name of the Company	IndoStar Home Finance Private Limited
Category / Sub-Category of the Company	Private Company Limited by shares, Non-Government Company
Address of the Registered Office and contact details	One Indiabulls Center, 20 <sup>th</sup> Floor, Tower 2A, Jupiter Mills Compound, Senapati Bapat Marg Mumbai 400013 Telephone: +91 22 43157000; Fax: +91 22 43157010; Email id: ihf.legal@indostarcapital.com
Whether listed company (Yes / No)	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	NA

**II. Principal Business Activities of the Company**

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

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1.	Housing Finance Company engaged in lending and allied activities	649	100

**III. Particulars of Holding, Subsidiary and Associate Companies**

Sr. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
1.	IndoStar Capital Finance Limited One Indiabulls Center, 20 <sup>th</sup> Floor, Tower 2A, Jupiter Mills	L65100MH2009PLC268160	Holding Company	100	Section 2(46)

Compound, Senapati Bapat Marg, Mumbai 400013				
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#### IV. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

##### i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>1) Indian</b>									
a) Individual/HUF	--	--	--	--	--	--	--	--	--
b) Central Government	--	--	--	--	--	--	--	--	--
c) State Govt (s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp. <sup>1</sup>	--	1,00,00,000	1,00,00,000	100.00	--	6,50,00,000	6,50,00,000	100.00	0
e) Banks/FI	--	--	--	--	--	--	--	--	--
f) Any Other	--	--	--	--	--	--	--	--	--
<b>Sub-total (A) (1) :-</b>	<b>--</b>	<b>1,00,00,000</b>	<b>1,00,00,000</b>	<b>100.00</b>	<b>--</b>	<b>6,50,00,000</b>	<b>6,50,00,000</b>	<b>100.00</b>	<b>0</b>
<b>2) Foreign</b>									
a) NRIs – Individuals	--	--	--	--	--	--	--	--	--
b) Other – Individuals	--	--	--	--	--	--	--	--	--
c) Bodies Corp.	--	--	--	--	--	--	--	--	--
d) Banks / FI	--	--	--	--	--	--	--	--	--
e) Any Other	--	--	--	--	--	--	--	--	--
<b>Sub-total (A) (2):-</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>--</b>	<b>1,00,00,000</b>	<b>1,00,00,000</b>	<b>100.00</b>	<b>--</b>	<b>6,50,00,000</b>	<b>6,50,00,000</b>	<b>100.00</b>	<b>0</b>
<b>B. Public shareholding</b>	--	--	--	--	--	--	--	--	--
<b>1. Institutions</b>	--	--	--	--	--	--	--	--	--
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--	--
c) Central Government	--	--	--	--	--	--	--	--	--
d) State Govt(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--

<sup>1</sup> As on March 31, 2017, 1 (one) share was held by an individual jointly with IndoStar Capital Finance Limited, the beneficial interest of which was transferred in favour of IndoStar Capital Finance Limited and as on March 31, 2018, 1 (one) share each was held by six individual jointly with IndoStar Capital Finance Limited, the beneficial interest of which was transferred in favour of IndoStar Capital Finance Limited.  
The Company is a wholly owned subsidiary of IndoStar Capital Finance Limited and hence the entire shareholding of the Company is included under the head 'Bodies Corporate'

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
<b>Sub-total (B)(1):-</b>	--	--	--	--	--	--	--	--	--
<b>2. Non-Institutions</b>									
a) Bodies Corp.	--	--	--	--	--	--	--	--	--
i) Indian	--	--	--	--	--	--	--	--	--
ii) Overseas	--	--	--	--	--	--	--	--	--
b) Individuals	--	--	--	--	--	--	--	--	--
i) Individual shareholders holding nominal share capital upto <input type="checkbox"/> 1 lakh	--	--	--	--	--	--	--	--	--
ii) Individual shareholders holding nominal share capital in excess of <input type="checkbox"/> 1 lakh	--	--	--	--	--	--	--	--	--
c) Others	--	--	--	--	--	--	--	--	--
<b>Sub-total (B)(2):-</b>	--	--	--	--	--	--	--	--	--
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	--	--	--	--	--	--	--	--	--
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	--	--	--	--	--	--	--	--	--
<b>Grand Total (A+B+C)</b>	--	<b>1,00,00,000</b>	<b>1,00,00,000</b>	<b>100.00</b>	--	<b>6,50,00,000</b>	<b>6,50,00,000</b>	<b>100.00</b>	<b>0</b>

ii) **Shareholding of Promoters:**

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% 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	IndoStar Capital Finance Limited	99,99,999	99.99	0	6,49,99,994	99.99	0	(Negligible)
2	Mr. Jitendra Bhati jointly with IndoStar Capital Finance Limited	1	Negligible	0	1	Negligible	0	(Negligible)
3	Mr. Pankaj Thapar jointly with IndoStar Capital Finance Limited	--	--	--	1	Negligible	0	Negligible
4	Mr. Prashant Joshi jointly with IndoStar Capital Finance Limited	--	--	--	1	Negligible	0	Negligible
5	Mr. Nishant Kotak jointly with IndoStar Capital Finance Limited	--	--	--	1	Negligible	0	Negligible
6	Mr. Deepak Bakliwal jointly with IndoStar Capital Finance Limited	--	--	--	1	Negligible	0	Negligible
7	Mr. Sanjay Athalye jointly with IndoStar Capital Finance Limited	--	--	--	1	Negligible	0	Negligible
	<b>Total</b>	<b>1,00,00,000</b>	<b>100.00</b>	<b>0</b>	<b>6,50,00,000</b>	<b>100.00</b>	<b>0</b>	<b>--</b>

**iii) Change in Promoters' Shareholding:**

Name	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
IndoStar Capital Finance Limited	At the beginning of the year	1,00,00,000	100.00	1,00,00,000	100.00
	Purchase during the year – June 29, 2017	50,00,000	33.33	1,50,00,000	100.00
	Purchase during the year – December 16, 2017	5,00,00,000	76.92	6,50,00,000	100.00
	At the end of the year	6,50,00,000	100.00	6,50,00,000	100.00

\*During the year under review IndoStar Capital Finance Limited transferred 1 (one) share each to five individuals jointly with IndoStar Capital Finance Limited on December 27, 2017 and subsequently the beneficial interest was also transferred in favour of IndoStar Capital Finance Limited.

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

Name	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
At the beginning of the year	NA			
Date wise Increase / Decrease in Shareholding during the year				
At the end of the year				

**v) Shareholding of Directors and Key Managerial Personnel:**

Name*	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
Mr. Pankaj Thapar jointly with IndoStar Capital Finance Limited	At the beginning of the year	0	--	0	---
	Transfer during the year – December 27, 2017	1	Negligible	1	Negligible
	At the end of the year	1	Negligible	1	Negligible
Mr. Prashant Joshi jointly with IndoStar Capital Finance Limited	At the beginning of the year	0	--	0	--
	Transfer during the year – December 27, 2017	1	Negligible	1	Negligible
	At the end of the year	1	Negligible	1	Negligible

Name*	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
Mr. Sanjay Athalye jointly with IndoStar Capital Finance Limited	At the beginning of the year	0	--	0	--
	Transfer during the year – December 27, 2017	1	Negligible	1	Negligible
	At the end of the year	1	Negligible	1	Negligible

\*Beneficial interest in the share is transferred in favour of IndoStar Capital Finance Limited

## V. Indebtedness

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

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>	--	--	--	--
(i) Principal Amount	--	--	--	--
(ii) Interest due but not paid	--	--	--	--
(iii) Interest accrued but not due	--	--	--	--
<b>Total (i+ii+iii)</b>	--	--	--	--
<b>Change in Indebtedness during the financial year</b>	--	--	--	--
• Addition	--	--	--	--
• Reduction	--	--	--	--
<b>Net Change</b>	--	--	--	--
<b>Indebtedness at the end of the financial year</b>	--	--	--	--
(i) Principal Amount	--	--	--	--
(ii) Interest due but not paid	--	--	--	--
(iii) Interest accrued but not due	--	--	--	--
<b>Total (i+ii+iii)</b>	--	--	--	--

## VI. Remuneration of Directors and Key Managerial Personnel

### A. Remuneration paid to Whole-time Director(s):

Sr. No.	Particulars of Remuneration	Name of Whole-Time Director		Total Amount
		Shreejit Menon	Prabhat Kumar Tripathy	
1	Gross salary			--
	(a) *Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	₹ 2,54,804	₹ 1,77,615	₹ 4,32,419
	(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 - others, specify	--	--	--
5	Others, please specify	--	271	271
	<b>Total (A)</b>	<b>₹ 2,54,804</b>	<b>₹ 177,886</b>	<b>₹ 4,32,690</b>
	<b>Ceiling as per the Companies Act, 2013</b>	INR 11.97 Lac for each Director as on 31 March 2018, pro-rated for the period for which the Director(s) were appointed in financial year 2017-18 – Limit calculated under Schedule V of the Companies Act, 2013		

\*Subsequent to the year under review, Mr. Shreejit Menon was paid bonus of INR 18 Lac and Mr. Prabhat Kumar Tripathy was paid bonus of INR 8 Lac, for their respective association with the Company as employee(s) during financial year 2017-18.

The Whole-Time Directors of the Company are entitled to remuneration by way of monthly salary / fixed component and variable remuneration as per approved terms in their respective Letter(s) of Employment. Further, Mr. Shreejit Menon and Mr. Prabhat Kumar Tripathy were granted 1,00,000 options, each, by IndoStar Capital Finance Limited – Holding Company of the Company. Their respective letter(s) of employment can be terminated by them or the Company by giving 3 months notice or salary in lieu thereof.

**B. Remuneration to other Directors:**

**Independent Directors**

Particulars of Remuneration	Name of Directors	Total Amount
Fee for attending board/committee meetings	--	--
Commission	--	--
Others, please specify	--	--
<b>Total (1)</b>	--	--

**Other Non-Executive Directors**

Particulars of Remuneration	Name of Directors			Total Amount
	Mr. Prashant Joshi	Mr. Pankaj Thapar	Mr. Sanjay Athalye	
Fee for attending board /committee meetings	--	--	--	--
Commission	--	--	--	--
Others, please specify	--	--	--	--
<b>Total (2)</b>	--	--	--	--
<b>Total (B)=(1+2)</b>				
Ceiling as per the Act				--
<b>Total Managerial Remuneration (A+B)</b>				<b>₹ 4,32,690</b>
Overall Ceiling as per the Companies Act, 2013	Overall ceiling shall be accordance with ceiling for Whole-Time Directors as calculated under Schedule V of Companies Act, 2013			

**C. Remuneration to Key Managerial Personnel other than Whole-Time Director**

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Mr. Prashant Shetty (CFO)	Ms. Priyal Shah (CS)	
1	Gross salary	--	--	--	--
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	b) Value of perquisites under section 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	--	--	--	--
	<b>Total</b>	--	--	--	--

**VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act, 2013	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority (RD / NCLT / COURT)	Appeal made, if any
<b>A. COMPANY</b>					
Penalty			Nil		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			Nil		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			Nil		
Punishment					
Compounding					