

ANNEXURE-II

FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31/03/2020
[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS:

1	Corporate Identification Number (CIN)	U74899DL1995PLC068688
2	Registration Date	May 18, 1995
3	Name of the Company	SATYA MicroCapital Limited
4	Category/Sub-category of the Company	Public Limited Company/Limited by Shares
5	Address of the Registered Office & contact details	519, 5th Floor, DLF Prime Towers, Okhla Industrial Area, Phase-1, Delhi-110020, India, Phone: +91-11-49724000
6	Whether listed company	Unlisted Company
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Pvt. Ltd 44, Community Centre, Phase-I, Near PVR, Naraina Ind. Area, New Delhi-110028 Phone: +91 11 4141 0592 Website: www.linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10% or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Non-Banking Financial activities / Microfinance activities	64990	100%

III. Particulars of Holding, Subsidiary and Associate Companies

S. No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
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IV. SHAREHOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Shareholding:

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01st April, 2019]				No. of Shares held at the end of the year [As on 31st March, 2020]				% Change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	68,07,500	21,47,500	89,55,000	33.91	92,30,200	25,00,000	1,17,30,200	35.20	1.30
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	13,08,333	0	13,08,333	3.93	3.93
e) Banks / FI	0	0	0	0	0	0	0	0	0



f) Any other	0	0	0	0	0	0	0	0	0
Sub Total (A) (1)	68,07,500	21,47,500	89,55,000	33.91	1,05,38,533	25,00,000	1,30,38,533	39.13	5.22
(2) Foreign									
a) NRI-Individuals	0	0	0	0	0	0	0	0	0
b) Other-Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
Sub Total(A)(2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	68,07,500	21,47,500	89,55,000	33.91	1,05,38,533	25,00,000	1,30,38,533	39.13	5.22
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (Foreign Portfolio Investors)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	0	65,08,901	65,08,901	24.65	72,77,202	6,000	72,83,202	21.86	(2.79)
ii) Overseas	0	67,17,949	67,17,949	25.44	81,35,537	0	81,35,537	24.42	(1.02)
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	23,502	4,26,068	4,49,570	1.70	2,71,230	2,28,704	4,99,934	1.50	-0.20
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	6,79,550	23,23,110	30,02,660	11.37	23,17,605	9,26,917	32,44,522	9.74	(1.63)
c) Qualified Foreign Investor	0	0	0	0					
d-i) Trust	0	6,55,750	6,55,750	2.48	0	10,00,000	10,00,000	3.00	0.52
d-ii) Non Resident Indian	0	0	0	0					
d-iii) Hindu Undivided Family	0	0	0	0					
d-iv) Directors & their Relatives	0	1,20,000	1,20,000	0.45	0	1,20,000	1,20,000	0.36	(0.09)
Sub Total (B)(2)	7,03,052	1,67,51,778	1,74,54,830	66.09	1,80,01,574	22,81,621	2,02,83,195	60.87	(5.22)
Total Public Shareholding (B)=(B)(1)+(B)(2)	7,03,052	1,67,51,778	1,74,54,830	66.09	1,80,01,574	22,81,621	2,02,83,195	60.87	(5.22)

Total (A)+(B):-	75,10,552	1,88,99,278	2,64,09,830	100.00	2,85,40,107	47,81,621	3,33,21,728	100	0.00
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(ii) Shareholding of Promoters:

Sl 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.	Vivek Tiwari	70,14,500	26.56	22.81	97,89,700	29.38	16.34	2.82
2.	Maneesha Gupta	17,55,500	6.65	0.00	17,55,500	5.27	0.00	(1.38)
3.	Ratnesh Tiwari	51,500	0.20	0.00	51,500	0.15	0.00	(0.04)
4.	Koshish Marketing Solutions Private Limited	0	0	0.00	13,08,333	3.93	0.00	3.93
5.	Sadhna Tiwari	20,000	0.08	0.00	20,000	0.06	0.00	(0.02)
6.	Vandna Tiwari	1,13,500	0.43	0.00	1,13,500	0.34	0.00	(0.09)
	TOTAL	89,55,000	33.91	0.00	1,30,38,533	39.13	0.00	5.22

Note - Names of Koshish Marketing Solutions Private Limited has been added to promoter category through Board Resolution dated February 05, 2019

(iii) Change in Promoters' Shareholding

Sl No.	Name & Type of Transaction	Shareholding at the beginning of year		Transactions during the year		Cumulative Shareholding at the end of year	
		No of Shares held	% of total Shares of the company	Date of Transaction	No. of Shares	No of Shares held	% of total Shares of the company
1.	Vivek Tiwari	70,14,500	70,14,500				
	Transfer			21-May-19	12,000	70,26,500	26.61
	Transfer			21-May-19	20,000	70,46,500	26.68
	Transfer			21-May-19	37,000	70,83,500	26.82
	Transfer			03-Jul-19	1,000	70,84,500	26.83
	Transfer			03-Jul-19	2,200	70,86,700	26.83
	Transfer			26-Jul-19	1,85,000	72,71,700	27.53
	Transfer			26-Jul-19	4,000	72,75,700	27.55
	Allotment			26-Jul-19	25,00,000	97,75,700	33.20
	Transfer			06-Feb-20	14,000	97,89,700	29.38
	At the end of Year					97,89,700	29.38
2.	Ratnesh Tiwari	51,500	0.20	-	-	51,500	0.15
	At the end of Year					51,500	0.15
3.	Maneesha Gupta	17,55,500	6.65	-	-	17,55,500	5.27
	At the end of Year					17,55,500	5.27
4.	Sadhna Tiwari	20,000	0.08	-	-	20,000	0.06
	At the end of Year					20,000	0.06
5.	Koshish Marketing Solutions Private Limited	-	-				
	Allotment			26-Jul-19	5,33,333	5,33,333	1.81
	Right Issue			18-Oct-19	7,75,000	13,08,333	3.93



At the end of Year						13,08,333	3.93
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(iv) Shareholding Pattern of top ten Shareholders: (Other than Directors and Promoters)

Name of Shareholder	For each of the Top 10 Shareholders	Shareholding		Transactions during the year		Cumulative shareholding at the end of the year	
		No of Shares	% of total Shares of the company	Date of Transaction	No. of Shares	No of Shares held	% of total Shares of the company
Gojo & Company, Inc	At the beginning of the year	67,17,949	25.44				
	Increase in Shareholding due to Allotment of Equity Shares on 04.09.2019			04.09.2019	6,42,126	73,60,075	23.89
	Increase in Shareholding due to Allotment of Equity Shares by way of Right Issue on 18.10.2019			18.10.2019	7,75,462	81,35,537	24.42
	At the end of the year					81,35,537	24.42
DIA Vikas Capital Private Limited	At the beginning of the year	63,96,901	25.44				
	Increase in Shareholding due to Allotment of Equity Shares on 04.09.2019			04.09.2019	3,76,574	67,73,475	20.33
	At the end of the year					67,73,475	20.33
SATYA Employee Welfare Trust	At the beginning of the year	6,55,750	2.48				
	Increase in Shareholding due to Allotment of Equity Shares on 04.09.2019			04.09.2019	3,44,250	10,00,000	3.00
	At the end of the year					10,00,000	3.00
Shekhar Mahajan	At the beginning of the year	3,00,000	1.14				
	Increase in Shareholding due allotment of Equity shares by way of Right Issue on 18-10-2019			18.10.2019	39,090	3,39,090	1.02
	At the end of the year					3,39,090	1.02
Koshish Sustainable Solutions Private Limited	At the beginning of the year	-	-				
	Increase in Shareholding due allotment of Equity shares by way of Right Issue on 18-10-2019			18.10.2019	2,72,727	2,72,727	0.82
	At the end of the year					2,72,727	0.82

Neeraj Maheshwari	At the beginning of the year	1,56,000	0.59				
	At the end of the year					1,56,000	0.47
Avishek Sarkar	At the beginning of the year	1,45,000	0.55				
	At the end of the year					1,45,000	0.55
Mahabal Metals Private Limited	At the beginning of the year	-	-				
	Increase in Shareholding due allotment of Equity shares by way of Right Issue on 18-10-2019			18.10.2019	1,25,000	1,25,000	0.38
	At the end of the year					1,25,000	0.38
Subhash Acharya	At the beginning of the year	1,19,000	0.45				
	At the end of the year					1,19,000	0.36
Prime M2i Consulting Private Limited	At the beginning of the year	1,06,000	0.40				
	At the end of the year					1,06,000	0.32

(v) Shareholding of Directors and Key Managerial Personnel:

Name of Directors and Key Managerial Personnel	Shareholding of Each Directors and each Key Managerial Personnel	Shareholding		Cumulative Shareholding during the year	
		No of Shares	% of total Shares of the company	No of Shares	% of total Shares of the company
Vivek Tiwari Managing Director, CEO & CIO	At the beginning of the year	70,14,500	26.56%		
	21-May-19	12,000		70,26,500	26.61
	21-May-19	20,000		70,46,500	26.68
	21-May-19	37,000		70,83,500	26.82
	03-Jul-19	1,000		70,84,500	26.83
	03-Jul-19	2,200		70,86,700	26.83
	26-Jul-19	185,000		72,71,700	27.53
	26-Jul-19	4,000		72,75,700	27.55
	26-Jul-19	25,00,000		97,75,700	33.20
	06-Feb-20	14,000		97,89,700	29.38
	At the end of the year			97,89,700	29.38
Ratnesh Tiwari Director	At the beginning of the year	51,500	0.20		
	At the end of the year			51,500	0.15

Rahul Gupta Director	At the beginning of the year	1,10,000	0.42		
	At the end of the year			1,10,000	0.33
Rachna Khantwal Company Secretary	At the beginning of the year				
	18-Oct-2019	1,000	0.003		
	At the end of the year			1,000	0.003
Sudhindra Sharma Chief Financial Officer	At the beginning of the year	98,000	0.37		
	At the end of the year			98,000	0.29

V. INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment (31 March, 2020)

(In Crores)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year 01.04.2019				
i) Principal Amount	521.02	62.50	-	583.52
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	2.96	1.04	-	4.00
Total (i+ii+iii)	523.98	63.54	-	587.52
Change in Indebtedness during the financial year				
Addition	398.32	44.00	-	442.32
Reduction	236.12	31.89	-	268.01
Net Change	162.20	12.11	-	174.31
Indebtedness at the end of the financial year 31.03.2020				
i) Principal Amount	683.21	74.61	-	757.82
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	6.55	0.87	-	7.42
Total (i+ii+iii)	689.77	75.48	-	765.24

Note:- Above working is based on I-GAAP Financial as on March 31, 2020 & doesn't include any IND-AS Adjustment & reclassification.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl. No	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1	Gross Salary	Vivek Tiwari (Managing Director, CEO & CIO)	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,59,96,499	1,59,96,499
	(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	Provident Fund	5,04,000	5,04,000
	Total (A)		
	Ceiling as per the Act	Remuneration is being paid as per Schedule V of the Companies Act, 2013	

B. Remuneration to Other Directors

Sl. No	Particulars of Remuneration	Name of Director						Total Amount
1	Independent Directors	Mukul Jaiswal	Rahul Gupta	C.P. Mohan	Vijayalakshmi Das	Naveen Surya appointed w.e.f Aug 29, 2019	Surekha Marandi appointed w.e.f Feb 28, 2020	
	Sitting Fee (Board / Committee meetings)	3,69,000	3,78,000	2,89,333	36,000	1,72,800	0	12,45,133
	Commission							
	Others, please specify							
	Total (1)	3,69,000	3,78,000	2,89,333	36,000	1,72,800	0	12,45,133
2	Other Non-Executive Directors	Ratnesh Tiwari	Saneesh Singh	Sanjay Gandhi				Total Amount
	Fee for attending board committee meetings	2,43,000	4,23,000	4,23,000				10,89,000
	Commission							Nil
	Others, please specify							Nil
	Total (1)	2,43,000	4,23,000	4,23,000				10,89,000
Total (B)=(1+2)	6,12,000	8,01,000	7,12,333	36,000	1,72,800	0	23,34,133	
	Total Managerial Remuneration							
	Overall Ceiling as per the Act	Remuneration is being paid as per Schedule V of the Companies Act, 2013						

C. Remuneration to Key Managerial Personnel Other than Managing Director:

Sl. No	Particulars of Remuneration	Name		Total
		Rachna Khantwal Company Secretary (appointed w.e.f 19.09.2018)	Sudhindra Sharma, Chief Financial Officer	
1	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	5,52,408	57,62,136	63,14,544
	(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	Provident Fund	33,370	3,05,454	3,38,824
	Total (A)	5,85,778	60,67,590	66,53,368

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

No penalties, punishments & Compounding of offence were imposed on the Company during Financial year 2019-20.