

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *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

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K8	Other financial activities	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	BAJAJ FINSERV LIMITED	L65923PN2007PLC130075	Holding	80.13

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

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	3,500,000	3,120,000	3,120,000	3,120,000
Total amount of equity shares (in Rupees)	35,000,000	31,200,000	31,200,000	31,200,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY				
Number of equity shares	3,500,000	3,120,000	3,120,000	3,120,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	35,000,000	31,200,000	31,200,000	31,200,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	600	2,499,400	2500000	25,000,000	25,000,000	
Increase during the year	0	620,600	620600	6,200,000	6,200,000	20,745,200
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	620,000	620000	6,200,000	6,200,000	20,745,200

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		600	600			
DEMAT						
Decrease during the year	600	0	600	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	600		600			
DEMAT						
At the end of the year	0	3,120,000	3120000	31,200,000	31,200,000	

Preference shares

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE03LN01013

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

Nil

[Details being provided in a 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 the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) * Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	00	0
Fully convertible debentures	0	0	0
Total			0

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
Total					

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

(i) Turnover

2,031,299,651

(ii) Net worth of the Company

6,529,696,710

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(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)	2,500,000	80.13	0	
10.	Others	0	0	0	
	Total	2,500,000	80.13	0	0

Total number of shareholders (promoters)

7

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(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)	620,000	19.87	0	
10.	Others	0	0	0	

	Total	620,000	19.87	0	0
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Total number of shareholders (other than promoters)

1

**Total number of shareholders (Promoters+Public/
Other than promoters)**

8

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	0	1
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 directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	3	2	5	0	0
(i) Non-Independent	1	3	2	3	0	0
(ii) Independent	0	0	0	2	0	0
C. Nominee Directors representing	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 share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	3	2	5	0	0

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

8

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAKESH INDUPRASAD	02531541	Director	0	
AJAY KESHAV SATHE	05166137	Director	0	
SOURABH CHATTERJ	07952127	Director	0	
GANESH MOHAN	07985728	Director	0	
SUJITH SUKUMARAN	09234416	Whole-time director	0	
MAYUR CHANDRAKAN	01238535	Director	0	
MAYUR PATWARDHAN	07539410	Director	0	
ASHISHKUMAR JAYAN	AJBPP2189F	CEO	0	

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

6

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
RAKESH INDUPRASAD	02531541	Whole-time director	01/03/2022	change in designation
SUJITH SUKUMARAN	09234416	Additional director	20/07/2021	Appointment
SUJITH SUKUMARAN	09234416	Whole-time director	01/11/2021	Change in designation
ASHISHKUMAR JAYAN	AJBPP2189F	CEO	01/03/2022	Appointment
MAYUR CHANDRAKAN	01238535	Additional director	28/03/2022	Appointment
MAYUR PATWARDHAN	07539410	Additional director	28/03/2022	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	19/07/2021	7	7	100
EXTRA ORDINARY GENE	21/07/2021	7	7	100
EXTRA ORDINARY GENE	24/11/2021	7	7	100

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	26/04/2021	4	4	100
2	19/07/2021	4	4	100
3	25/10/2021	5	5	100
4	16/12/2021	5	5	100
5	17/01/2022	5	5	100

C. COMMITTEE MEETINGS

Number of meetings held

0

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1					

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on 25/07/2022 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	RAKESH INDI	5	5	100	0	0	0	Yes
2	AJAY KESHA	5	5	100	0	0	0	Yes

3	SOURABH CH	5	5	100	0	0	0	Yes
4	GANESH MOI	5	5	100	0	0	0	Yes
5	SUJITH SUKL	3	3	100	0	0	0	Yes
6	MAYUR CHAN	0	0	0	0	0	0	Yes
7	MAYUR PATV	0	0	0	0	0	0	Yes

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAKESH INDUPRA	Director	42,043,877	0	44,200,004	899,175	87,143,056
2	SUJITH SUKUMAR	WHOLE TIME D	4,139,015	0	0	52,500	4,191,515
	Total		46,182,892	0	44,200,004	951,675	91,334,571

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ASHISHKUMAR JA	CHIEF EXECUT	0	0	0	0	0
	Total		0	0	0	0	0

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	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 LISTED COMPANIES

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

SHYAMPRASAD D LIMAYE

Whether associate or fellow

Associate Fellow

Certificate of practice number

572

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.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...

16

dated

25/10/2021

(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

05166137

To be digitally signed by



Company Secretary

Company secretary in practice

Membership number

1587

Certificate of practice number

572

Attachments

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

Attach

Attach

Attach

Attach

List of attachments

BFSD-List of shareholders-31 March 2022.
Clarification Note.pdf
BFSD MGT 8 2022.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

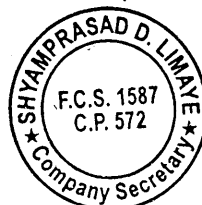
Form No. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

I have examined, the registers, records and books and papers of **BAJAJ FINSERV DIRECT LIMITED (CIN U65923PN2014PLC150522)** (the "Company") as required to be maintained under the Companies Act, 2013 (the "Act") and the rules made thereunder for the financial year ended on 31st March, 2022. In my opinion and to the best of my information and according to the examinations carried out by me, with the limitation of physical interaction and verification of records caused by COVID-19 Pandemic lock down, and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with the provisions of the Act and the Rules made there under, whenever and wherever applicable, in respect of:
1. Its status under the Act;
 2. Maintenance of registers / records and making entries therein within the time prescribed therefor;
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time / within time limit as extended by the Ministry of Corporate Affairs due to COVID-19 pandemic;
 4. Calling / convening / holding meeting of the Board of Directors or its committees, if any, and the meetings of the members of the Company on dates as stated in the annual return in respect of which proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the minutes book / registers maintained for the purpose and the same have been signed;
 5. Closure of register of members / security holders, as the case may be;
 6. Advances / loans to its Directors and / or persons or firms or companies referred in Section 185 of the Act;
 7. Contracts / arrangements with related parties as specified in Section 188 of the Act;
 8. Issue, allotment, transfer or transmission or buyback of securities / redemption of preference shares or debentures / alteration or reduction of share capital / conversion of shares / securities and issue of security certificates;

BFSD



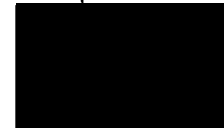
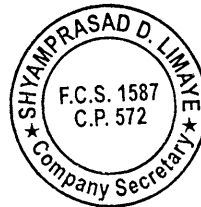
1

9. Keeping in abeyance rights to dividend, rights shares and bonus shares;
10. Declaration / payment of dividend; transfer of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;
11. Signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
12. Constitution / appointment / re-appointments / retirement / filling up casual vacancies / disclosures of the Directors, Key Managerial Personnel and the Remuneration paid to them;
13. Appointment / re-appointment / ratification of appointment / filling up casual vacancies of auditors as per the provisions of Section 139 of the Act;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15. Acceptance / renewal / repayment of deposits;
16. Borrowings from its directors, members, public financial institutions, banks and others and creation / modification / satisfaction of charges in that respect, wherever applicable;
17. Loans and Investments or Guarantees given or providing of securities to other bodies corporate or persons falling under provisions of Section 186 of the Act;
18. Alteration of the provisions of the Memorandum and / or Articles of Association of the Company.

Place : Pune

Date : 13/09/2022

UDIN : F001587D000960886



Shyamprasad D Limaye
FCS: 1587 CP: 572

**List of the shareholder as on 31 March 2022**

Sr. No.	Name of the holder	DPID Client ID	Nature of Share	No. of shares
1.	Bajaj Finserv Limited	IN300360 [REDACTED]	Equity	2,499,400
2.	Bajaj Finserv Limited jointly with Sreenivasan Sivasubramoniam	IN300484 [REDACTED]	Equity	100
3.	Bajaj Finserv Limited jointly with Rajivnayan Rahul Kumar Bajaj	IN300484 [REDACTED]	Equity	100
4.	Bajaj Finserv Limited jointly with Rajagopalan	44700 [REDACTED]	Equity	100
5.	Bajaj Finserv Limited jointly with Kevin Pius	44700 [REDACTED]	Equity	100
6.	Bajaj Finserv Limited jointly with Sridhar	44700 [REDACTED]	Equity	100
7.	Bajaj Finserv Limited jointly with Sanjivnayan Rahul Kumar Bajaj	44700 [REDACTED]	Equity	100
8.	Bajaj Finance Limited	IN301330 [REDACTED]	Equity	6,20,000
	TOTAL			3,120,000

For **Bajaj Finserv Direct Limited**

Sd/-

Uma Shende
Authorised Signatory**Corporate Office**4th Floor, B2 Building,
Cerebrum IT Park, Kalyani Nagar,
Pune – 411 014, Maharashtra, India.**Registered Office:**Bajaj Auto Limited Complex,
Mumbai – Pune Road, Akurdi,
Pune – 411 035, Maharashtra, India.**Corporate ID NO:**U65923PN2014PLC150522
☎ 020-67064900

BAJAJ FINSERV DIRECT LIMITED

CLARIFICATION NOTE

Point no. X - 'Number of CEO, CFO and Company secretary whose remuneration details to be entered'

Shri Ashishkumar Jayantilal Panchal, has been appointed as the Chief Executive Officer (CEO) of the Company w.e.f. 1 March 2022 at NIL remuneration. He has been deputed from Bajaj Finance Limited (BFL) (a group Company).

BFL pays remuneration to Shri Panchal, which is reimbursed by the Company to BFL.

Hence the details of remuneration is shown as NIL, as Shri Panchal is not directly drawing any remuneration from the Company.