

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 AND OTHER DETAILS:

(i)	CIN	U65192DL2016PLC301481
(ii)	Registration Date	16/06/2016
(iii)	Name of the Company	Hero Housing Finance Limited
(iv)	Category/Sub-Category of the Company	Public Company Limited by Shares
(v)	Address of the registered office and contact details	9, Community Centre, Basant Lok, Vasant Vihar, New Delhi 110057 IN Tel: +91 11 49487150, Fax: +91 11 49487197
(vi)	Whether listed Company	No (Only Non-Convertible Debentures and Commercial Papers are listed on NSE)
(vii)	Name, Address and Contact details of Registrar and Transfer Agent	<p>For Equity Shares: Link Intime India Private Limited Noble Heights, 1st Floor, Plot NH 2, C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi - 110058 Tel: +91 11 4141 0592-94, +91 11 4941 1000 Fax: +91 11 4141 0591</p> <p>For Non-Convertible Debentures: KFin Technologies Private Limited* Selenium Tower B, Plot Nos. 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032 Phone: 040 -67161678, Fax: 040- 23001153 Website: www.kfintech.com</p>

*Change of name from "Karvy Fintech Private Limited" to "KFin Technologies Private Limited" w.e.f. December 05, 2019.

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/ services	% to total turnover of the Company
1.	Carry on the business of a Housing Finance Institution without accepting public deposits	64920	100%

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.	Hero FinCorp Limited	U74899DL1991PLC046774	Holding	100%	Section 2(46) of the Companies Act, 2013

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
	Physical	Demat	Total	% of Total Shares	Physical	Demat	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
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.	20	249999980	250000000*	100	0	458333333	458333333*	100	0
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):-	20	249999980	250000000	100	0	458333333	458333333	100	0
(2) Foreign									
a) NRIs - 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)	20	249999980	250000000	100	0	458333333	458333333	100	0
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) FIIs	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 (specify)	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	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0	0	0	0	0	0
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	0	0	0	0	0	0	0	0	0
c) Others-									
HUF	0	0	0	0	0	0	0	0	0
NRI	0	0	0	0	0	0	0	0	0
Sub-total (B) (2):-	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B)=(B) (1) +(B)(2)	0	0	0	0	0	0	0	0	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
GRAND TOTAL (A+B+C)	20	249999980	250000000	100	0	458333333	458333333	100	0

*60 shares held on behalf of Hero FinCorp Limited

ii) Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of 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	% change in shareholding during the year
1.	Hero FinCorp Limited	250000000*	100	Nil	458333333*	100	Nil	Nil

*60 shares held on behalf of Hero FinCorp Limited

iii) Change in Promoters' Shareholding (please specify, if there is no change)

S. No.	Name of the Shareholders	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
1.	HERO FINCORP LIMITED				
	At the beginning of the year	250000000	100	250000000	100
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	Allotment of 208333333 equity shares made to Hero FinCorp Limited (Holding Company) on March 30, 2020 by way of Private Placement of equity shares.			
	At the End of the year	458333333	100	458333333	100

Apart from the above there has been no change in the shareholding of promoter of the Company during the year.

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

S. No.	Name of the Shareholders	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	NIL			
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc.)				
	At the End of the year (or on the date of separation, if separated during the year)	NIL			

v) Shareholding of Directors and Key Managerial Personnel:

S. No.	For Each of the Directors and KMP	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					
1.	Renu Munjal	0	0	0	0
2.	Abhimanyu Munjal*	10	0	10	0
3.	Rahul Munjal*	10	0	10	0
4.	Kavi Arora [#]	0	0	0	0

5.	Vishal Kanodia	0	0	0	0
6.	Vikas Gupta	0	0	0	0

Date wise Increase /Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc): There is no change in shareholding during the financial year.

At the End of the year					
1.	Renu Munjal	0	0	0	0
2.	Abhimanyu Munjal*	10	0	10	0
3.	Rahul Munjal*	10	0	10	0
4.	Apul Nayyar**	0	0	0	0
5.	Vishal Kanodia	0	0	0	0
6.	Vikas Gupta	0	0	0	0

*On behalf of Hero FinCorp Limited.

Suspended and resigned from the post of Chief Executive Officer (CEO) w.e.f. October 12, 2019 and November 18, 2019, respectively.

** Appointed w.e.f. December 06, 2019 as Chief Executive Officer (CEO).

V. INDEBTEDNESS:

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

(Rs. in Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	24,911.28	7,443.43	0.00	32,354.71
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	16.32	61.16	0.00	77.48
Total (i+ii+iii)	24,927.60	7,504.59	0.00	32,432.19
Change in Indebtedness during the financial year				
• Addition	1,33,944.88	65.12	0.00	1,34,010.00
• Reduction	-4,123.86	-5,036.68	0.00	-9,160.54
Net Change	1,29,821.02	-4,971.56	0.00	1,24,849.46
Indebtedness at the end of the financial year				
i) Principal Amount	1,54,260.93	2,471.21	0.00	1,56,732.14
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	487.69	61.82	0.00	549.51
Total (i+ii+iii)	1,54,748.62	2,533.03	0.00	1,57,281.65

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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

(Rs. in Lakhs)

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager Mr. Abhimanyu Munjal	Total Amount
1.	Gross salary	-	-
	(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 u/s 17(3) Income tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission		
	Less: as % of profit paid included above	-	-
	Add: as % of profit provided not included above	-	-
	- others, specify...	-	-
5.	Others, please specify	-	-
	Total (A)	-	-
	Ceiling as per the Act	-	-

B. Remuneration to other Directors:

(Rs. in Lakhs)

S. No.	Particulars of Remuneration	Name of Directors	
1.	Independent Directors	-	-
	• Fee for attending board / committee meetings	-	-
	• Commission	-	-
	• Others, please specify	-	-
	Total Amount	-	-
2.	Other Non-Executive Directors	Mrs. Renu Munjal	Mr. Rahul Munjal
	• Fee for attending board / committee meetings	-	-
	• Commission	-	-
	• Others, please specify	-	-
	Total Amount	-	-
	Overall ceiling as per the Act	-	-

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

(Amount in Rs.)

KEY MANAGERIAL PERSONNEL						
S. No.	Particulars of Remuneration	Kavi Arora (CEO)*	Apul Nayyar (CEO) (Appointed w.e.f. December 06, 2019)	Vikas Gupta (Company Secretary)	Vishal Kanodia (CFO)	Total
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	4,30,61,625	1,01,91,440	-	1,21,35,088	6,53,88,153
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	21,077	0	-	39,600	60,677
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-
2.	Stock Option**	-	-	NIL	10,00,000	10,00,000
3.	Sweat Equity	-	-	NIL		
4.	Commission - as % of profit - others, specify...	-	-	NIL	-	-
5.	Others, please specify	7,02,581	5,14,387	NIL	4,73,100	16,90,068
	Total	4,37,85,283	1,07,05,827	NIL	1,36,47,788	6,81,38,898

*Suspended and resigned w.e.f. October 12, 2019 and November 18, 2019 (close of business hours) respectively.

** 62,50,000 Options held by Mr. Kavi Arora, Chief Executive Officer (CEO) lapsed due to his resignation from the Company w.e.f. November 18, 2019 (close of business hours).

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NIL

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					