

Form No. MGT-9
Extract of Annual Return as on the financial year ended on 31st March 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	U65922TN1999PLC042759
(ii)	Registration Date	2nd July 1999
(iii)	Name of the Company	Sundaram Home Finance Limited
(iv)	Category/Sub-Category of the Company	Housing Finance Company
(v)	Address of the Registered office & contact details	21, Patullos Road, Chennai - 600 002 Ph: 044-28521181, Fax: 044-28586641
(vi)	Whether Listed Company	Yes / No
(vii)	Name, Address and Contact details of Registrar and Transfer Agent	Cameo Corporate Services 'Subramaniam Building' No.1, Club House Road, Chennai - 600 002 Phone: 044 2846 0390

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.

Sl. No.	Name and Description of main products / services	NIC Code of the Product / Service	% to total turnover of the company
1.	Housing Finance	65922	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1	Sundaram Finance Limited 21, Patullos Road, Chennai - 600 002	I65191TN1954PLC002429	Holding Company	100%	2(87)(ii)

IV. SHARE HOLDING PATTERN (Equity Share Capital Break-up 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	
A. Promoters									
1) Indian									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	5,07,28,473	5,07,28,473	50.1%	10,12,54,433	5	10,12,54,438	100%	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(1)	-	5,07,28,473	5,07,28,473	50.1%	10,12,54,433	5	1,01,25,44,38	100%	-
2) Foreign									
a) NRI-Individual	-	-	-	-	-	-	-	-	-
b) Other-Individual	-	-	-	-	-	-	-	-	-
c) Body Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	5,05,25,965	-	5,05,25,965	49.9%	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2)	5,05,25,965	-	5,05,25,965	49.9%	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	5,05,25,965	5,07,28,473	10,12,54,438	100%	10,12,54,433	5	10,12,54,438	100%	-
B. Public Shareholding									
1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1)	-	-	-	-	-	-	-	-	-

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	
2) Non-Institutions									
a) Bodies Corporate									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital up to ₹1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(2)	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)= (B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs and ADRs	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A)+(B)+(C)	5,05,25,965	5,07,28,473	10,12,54,438	100%	10,12,54,433	5	10,12,54,438	100%	-

(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	Sundaram Finance Limited (SFL)	5,07,28,473	50.1%	-	10,12,54,438	100%	-	-
2	BNP Paribas Personal Finance S.A.	5,05,25,965	49.9%	-	-	-	-	-
	Total	10,12,54,438	100%		10,12,54,438	100%	-	-

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of	No. of shares	% of total shares of the company
1	At the beginning of the year				
	Sundaram Finance Limited	5,07,28,473	50.1%	10,12,54,438	100%
	BNP Paribas Personal Finance S.A.,	5,05,25,965	49.9%		
2	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/bonus/sweat equity etc.)	BNP Paribas Personal Finance S.A., transferred their entire holding (49.9%) of 50525965 to Sundaram Finance Limited on 30th September 2019		Sundaram Finance Limited has acquired 50525965 shares representing 49.9% shares held by BNP Paribas Personal Finance S.A., on 30th September 2019.	
3	At the end of the year	10,12,54,438	100%	10,12,54,438	100%

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

Not Applicable

(v) Shareholding of Directors:

Sl. No.	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		Mr. T.T. Srinivasaraghavan, as a nominee of Sundaram Finance Limited			
		No. of shares	% of total shares of the	No. of shares	% of total shares of the company
1	At the beginning of the year	1	Negligible	1	Negligible
2	Date wise Increase/ Decrease in Share-holding during the year specifying the reasons for increase/ decrease (e.g. allotment /transfer /bonus/ sweat equity etc.)	–	–	–	–
3	At the end of the year	1	Negligible	1	Negligible

Shareholding of Key Managerial Personnel:

Sl. No.	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		Mr. G. Sundararajan (KMP) jointly with Mr. V. Swaminathan (KMP), as a nominee of Sundaram Finance Limited			
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	–	–	–	–
2	Date wise Increase/ Decrease in Share-holding during the year specifying the reasons for increase/ decrease (e.g. allotment /transfer/bonus/ sweat equity etc.)	1	0.001% (Transfer of Share as on 30th September 2019)	1	0.001% (Transfer of Share as on 30th September 2019)
3	At the end of the year	1	Negligible	1	Negligible

V. INDEBTEDNESS

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

(₹ in lakhs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	5372,60.84	1289,14.74	1173,76.06	7835,51.64
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not due	133,61.17	11,89.78	56,36.64	201,87.59
Total (i + ii + iii)	5506,22.01	1301,04.52	1230,12.70	8037,39.23
Change in Indebtedness during the financial year (including interest accrued)				
i) Addition	3715,64.49	810,24.23	578,34.68	5104,23.40
ii) Reduction	3325,28.10	1063,84.24	151,27.33	4540,39.67
Net Change (i-ii)	390,36.39	253,60.01	427,07.35	563,83.73
Indebtedness at the end of the financial year				
i) Principal Amount	5764,59.92	1033,99.54	1602,97.42	8401,56.88
ii) Interest due but not paid	–	–	–	–
iii) Interest accrued but not due	131,98.50	13,44.97	54,22.63	199,66.11
Total (i + ii + iii)	5896,58.42	1047,44.51	1657,20.05	8601,22.98

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(₹ in lakhs)

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager		Total Amount
		Mr. Srinivas Acharya, Managing Director (For the year ended 31st March 2020)	Mr. Lakshminarayanan Duraiwamy, Whole-time Director (From 25th October 2019 till 31st March 2020)	
1	Gross Salary			
a)	Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	1,26.50	43.71	1,70.21
b)	Value of perquisites under Section 17(2) Income-tax Act, 1961	7.84	2.57	10.41
c)	Profits in lieu of salary under Section 17(3) Income-tax Act, 1961	–	–	–
2.	Stock Option	23.38	3.39	26.77
3.	Sweat Equity	–	–	–
4.	Commission - as % of profit	75.00	50.00	1,25.00
5.	Contributions to Provident Fund, Superannuation Fund and Gratuity Fund	11.10	6.38	17.48
	Total (A)	2,43.82	1,06.05	3,49.87
	Ceiling as per the Act (5% of Net Profit)			12,83.43

B. Remuneration to other Directors

(₹ in lakhs)

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. N. Ganga Ram	Mrs. Radha Unni	Mr. P.C. Mathew	Mr. P.N. Venkatachalam	
1	Independent Directors					
	• Fee for attending board/ committee meetings	4.55	4.75	0.75	3.05	13.10
	• Commission	7.50	7.50	2.50	5.00	22.50
	Total (1)	12.05	12.25	3.25	8.05	35.60
2	Other Non-Executive Directors	–	–	–	–	–
	• Fee for attending board / committee meetings	–	–	–	–	–
	• Commission	–	–	–	–	–
	Total (2)	–	–	–	–	–
	Total (B) = (1 + 2)	12.05	12.25	3.25	8.05	35.60
	Total Managerial Remuneration (A + B)					3,85.47
	Overall Ceiling as per the Act (11% of Net Profit)					28,23.54

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

(₹ in lakhs)

Sl. No.	Particulars of Remuneration	Mr. G. Sundararajan, Chief Financial Officer	Mr. V. Swaminathan, Company Secretary	Total Amount
1	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	87.37	42.33	1,29.70
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	1.12	5.90	7.02
2	Stock Option	3.90	–	3.90
3	Sweat Equity	–	–	–
4	Commission			
	- as % of profit	–	–	–
	- others, specify	–	–	–
5	Contributions to Provident Fund, Superannuation Fund and Gratuity Fund	7.85	4.44	12.29
	Total (C)	1,00.24	52.67	1,52.91

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

During the year 2019-20, the Company or any of its Directors or Key Managerial Personnel were not liable for any penalty, punishment or any compounding offences under the Companies Act, 2013.

During the year, National Housing Bank (NHB) levied a penalty of Rs 15,000/- for non-compliance of the provisions of Para 30 of the Housing Finance Companies (NHB) Directions, 2010 and para 10(2) of the Non-Convertible Debentures Directions, 2014. The same was paid by the Company with applicable GST within the due date.

sd/-

 Chennai
 20th May 2020

T.T. SRINIVASARAGHAVAN
 Chairman