

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31st March 2023
[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:-	U65921DL1996PTC081630
ii) Registration Date:-	02/09/1996
iii) Name of the Company:-	VENUS INDIA ASSET-FINANCE PRIVATE LIMITED
iv) Category / Sub-Category of the Company	Company Limited by Shares / Indian Non-Government Company
v) Address of the Registered office and contact details:-	198/12-13, 2 nd Floor, Main Road, Ramesh Market, East of Kailash, New Delhi-110065 0120-4681262
vi) Whether listed company:-	No
vii) Name, Address and Contact details of Registrar and Transfer	N.A.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company are stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Non-Banking Finance Companies	99711	99.23%

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	Venus India Structured Finance Master Limited (Formerly known as Visff No.1 Ltd.)	N.A.	Holding Company	77.77%	2 (87) (ii)

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IV. SHAREHOLDINGPATTERN

(Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding as on 31st March, 2023

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	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Central Govt.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) State Govt.(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) Bodies Corp.	NIL	1,69,13,957	1,69,13,957	17.33%	NIL	1,69,13,957	1,69,13,957	18.24%	0.91%
e) banks /FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f)Any Other....	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (A) (1):-	NIL	1,69,13,957	1,69,13,957	17.33%	NIL	1,69,13,957	1,69,13,957	18.24%	0.91%
(2) Foreign:									
a)NRIs- Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b)Other- Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c)Bodies Corp.	NIL	7,68,52,199	7,68,52,199	78.73 %	NIL	7,21,06,729	7,21,06,729	77.77 %	(0.96%)
d)Banks/FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e)Any Othe.(FII)									
Sub-total(A) (2):-	NIL	7,68,52,199	7,68,52,199	78.73 %	NIL	72106729	72106729	77.77 %	(0.96%)

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Sub-total (B)(2):-	NIL	38,53,676	38,53,676	3.95%	NIL	36,99,974	36,99,974	3.99%	0.04%
Total Public Shareholding (B)=(B)(1)+ (B)(2)	NIL	38,53,676	38,53,676	3.95%	NIL	36,99,974	36,99,974	3.99%	0.04%
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Grand Total (A+B+C)	NIL	9,76,19,832	9,76,19,832	100%	NIL	9,27,20,660	9,27,20,660	100%	NIL

(II) Shareholding of Promoters

S.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.	Venus India Structured Finance Master Limited (Formerly known as Visff No.1 Ltd.)	7,68,52,199	78.73%	NIL	7,21,06,729	77.77%	NIL	(0.96%)
2.	M/s.Goel Investments Ltd.	1,69,13,957	17.33%	NIL	1,69,13,957	18.24%	NIL	0.91%
	TOTAL	9,37,66,156	96.06%	NIL	8,90,20,686	96.01%	NIL	(0.05%)

(iii)Change in Promoters' Shareholding:

Sr. No.	Particulars	Shareholding during 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.	Venus India Structured Finance Master Limited (Formerly known as Visff No.1 Ltd.)				
	As at the Beginning of the Year	7,68,52,199	78.73%	7,68,52,199	78.73%
	Buyback during the year (dt. 16/01/2023)	(47,45,470)	(0.96%)	7,21,06,729	77.77%
	As at the end of the year	7,21,06,729	77.77%	7,21,06,729	77.77%
2.	M/s Goel Investments Ltd.				
	As at the Beginning of the Year	1,69,13,957	17.33%	1,69,13,957	17.33%
	Allotment/Transfer/Buyback during the year	NIL	NIL	1,69,13,957	18.24%
	As at the end of the year	1,69,13,957	18.24%	1,69,13,957	18.24%

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

Sr. No.	Name of Shareholders	Shareholding at the beginning of the year 01.04.2022		Cumulative Shareholding during the year 31.03.2023	
		No. of Shares	% of total Share Capital	No. of Shares	% of total Share Capital
1.	M/s Roop Commercials Pvt Ltd.				
	As at the Beginning of the Year	13,63,636	1.40%	13,63,636	1.47%
	Buyback during the year (16/01/2023)	NIL	NIL	13,63,636	1.47%
	As at the end of the year	13,63,636	1.40%	13,63,636	1.47%
2.	M/s Vinu Promoters Private Limited				
	As at the Beginning of the Year	24,90,040	2.55%	24,90,040	2.55%
	Buyback during the year (16/01/2023)	(1,53,702)	(0.03%)	23,36,338	2.52%
	As at the end of the year	23,36,338	2.52%	23,36,338	2.52%

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(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of Directors	Shareholding at the beginning of the year		Change in Shareholding		Shareholding at the end of the year	
		No. of Shares	% of total Share capital	Increase	Decrease	No. of Shares	% of total Share capital
1	Mr. Vikas Mehrotra	NIL	NIL	NIL	NIL	NIL	NIL
2	Mr. Gaurav Goel	NIL	NIL	NIL	NIL	NIL	NIL
3	Dr. Doraiswamy Srinivas	NIL	NIL	NIL	NIL	NIL	NIL
4	Ms. Purna Bajaj**	NA	NA	NA	NA	NIL	NIL
5	Mr. Saket Misra*	NIL	NIL	NIL	NIL	NA	NA
6	Ms. Indu Singh	NIL	NIL	NIL	NIL	NIL	NIL

*Mr. Saket Misra has resigned from the post of Manager of the company w.e.f 31/01/2023.

**Ms. Purna Bajaj has appointed as Chief Executive Officer ("CEO") of the Company w.e.f. 01/02/2023

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount (A)	1,90,26,41,833	NIL	NIL	1,90,26,41,833
ii) Interest due but not paid	20,55,214	NIL	NIL	20,55,214
iii) Interest accrued but not due	1,01,44,932	NIL	NIL	1,01,44,932
Total (i+ii+iii)	1,91,48,41,979	NIL	NIL	1,91,48,41,979
Change in Indebtedness during the financial year				
Additions	NIL	NIL	NIL	NIL
Deletions	1,25,62,76,805	NIL	NIL	1,25,62,76,805
(B) Net Change	-1,25,62,76,805	NIL	NIL	-1,25,62,76,805
Indebtedness at the end of the financial year				
i) Principal Amount (A+B)	64,63,65,028	NIL	NIL	64,63,65,028

ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	7,855	NIL	NIL	7,855
Total (i+ii+iii)	64,63,72,883	NIL	NIL	64,63,72,883

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	Amount Rs.
		Mr. Saket Misra (Manager)*	
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 under section 17(3) Income- tax Act, 1961	Rs 187,96,774/- NIL NIL	Rs 187,96,774/- Nil Nil
2.	Stock Option	NIL	NIL
3.	Sweat Equity	NIL	NIL
4.	Commission -as % of profit -others, specify...	NIL	NIL
5.	Others (Reimbursement of expenses)	15,30,755	15,30,755
	Total (A)	Rs. 2,03,27,529/-	Rs. 2,03,27,529/-
	Ceiling as per the Act	N.A.	N.A.

*Mr. Saket Misra has resigned from the post of Manager of the company w.e.f 31/01/2023.

B. Remuneration to other Directors:

Sl. no.	Particulars of Remuneration	Name of Directors	Total Amount
	Independent Directors • Fee for attending board/committee meetings • Commission Others, please specify	NIL	NIL
	Total (1)	NIL	NIL

	Other Non-Executive Directors • Fee for attending board/committee meetings • Commission • Others, (Professional services)	NIL NIL NIL	NIL NIL NIL
	Total (2)	NIL	NIL
	Total (B)=(1+2)	NIL	NIL
	Total Managerial Remuneration(A+B)	NIL	NIL
	Overall Ceiling as per the Act	NIL	NIL

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

Sl. no.	Particulars of Remuneration	Name of KMP		Total Amount
		Indu Singh (Company Secretary)	Prerna Bajaj* (CEO)	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Rs. 7,27,325/-	Rs 21,12,572/-	Rs. 28,39,897/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL
4.	Commission			
	-as % of profit	NIL	NIL	NIL
	-others, specify...	NIL	NIL	NIL
5.	Others, please specify	NIL	Rs. 66,224/-	Rs. 66,224/-
	Total	Rs. 7,27,325/-	Rs. 21,78,796/-	Rs.29,06,121/-

*Ms. Prerna Bajaj has appointed as Chief Executive Officer ("CEO") of the Coampny w.e.f. 01/02/2023

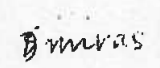
VII. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES:

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

For and on behalf of the Board of Directors

Venus India Asset Finance Private Limited


Gaurav Goel
 Director
 DIN: 00076111
 Add 61, Friends Colony,
 New Delhi-110065
 Date: 02/09/2023
 Place: Delhi


Doraiswamy Srinivas
 Director
 DIN No.: 06553495
 Address: 63 Ashley
 Gardens, Ambrosden
 AV, London, SW1P1QG,
 United Kingdom
 Date: 01/09/2023
 Place: London

