



Annexure-3 to the Directors' Report Extract of Annual Return

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 & OTHER DETAILS :

i	CIN	:	L65993WB1993PLC060377
ii	Registration Date	:	07.10.1993
iii	Name of the Company	:	U. Y. Fincorp Limited (Formerly known as Golden Goenka Fincorp Limited)
iv	Category/Sub-category of the Company	:	Public Limited Company
v	Address of the Registered office & contact details	:	16 Strand Road, 9th Floor, Room No. 908B, Kolkata-700 001 Telephone No. :- 033-4603 2315 Fax No. :- 033-4407 0020
vi	Whether listed company	:	Yes, Listed on The BSE Limited & The Calcutta Stock Exchange Limited
vii	Name, Address & contact details of the Registrar & Share Transfer Agent, if any.	:	Niche Technologies Pvt. Ltd., 3A Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata- 700 017. Telephone No.:- 033-2280 6616/17/18

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:- Non-Banking Finance Company (NBFC) which is principally engaged in lending and investing activities.

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

Sl. No.	Name & Description of main products / services	NIC Code to the Product / Service	% to total turnover of the company
1	Non-Banking Financial Services (Lending & Investing Services)	649	100%

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES :-

Sl. No.	Name & Address of the Company	CIN / GLN	Holding/ Subsidiary/ Associates	% of Shares held	Applicable Section
1	Aristro Capital Markets Limited 24, Park Street, Park Centre, Magma House, 10th Floor, Kolkata- 700 016, West Bengal	U65999WB2009PLC135995	SUBSIDIARY	100%	2(87)
2	Purple Advertising Services Private Limited 45, Shakespeare Sarani, Century Tower 2nd Floor, Kolkata- 700 017, West Bengal	U74300WB2008PTC127335	ASSOCIATE	33.33%	2(6)

Extract of Annual Return (Contd.)

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 (As on 01.04.2019)				No. of Shares held at the end of the year (As on 31.03.2020)				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	PROMOTERS									
(1)	Indian									
	a) Individual / HUF	66952198	0	66952198	35.194	66952198	0	66952198	35.194	0.000
	b) Central Government	0	0	0	0.000	0	0	0	0.000	0.000
	c) State Government	0	0	0	0.000	0	0	0	0.000	0.000
	d) Bodies Corporate	48046208	0	48046208	25.256	48046208	0	48046208	25.256	0.000
	e) Banks / Financial Institutions	0	0	0	0.000	0	0	0	0.000	0.000
	f) Any Other	0	0	0	0.000	0	0	0	0.000	0.000
	Sub-total (A)(1)	114998406	0	114998406	60.450	114998406	0	114998406	60.450	0.000
(2)	Foreign									
	a) NRIs - Individuals	0	0	0	0.000	0	0	0	0.000	0.000
	b) Other - Individuals	0	0	0	0.000	0	0	0	0.000	0.000
	c) Bodies Corporate	0	0	0	0.000	0	0	0	0.000	0.000
	d) Banks / Financial Institutions	0	0	0	0.000	0	0	0	0.000	0.000
	e) Any Other	0	0	0	0.000	0	0	0	0.000	0.000
	Sub-total (A)(2)	0	0	0	0.000	0	0	0	0.000	0.000
	Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	114998406	0	114998406	60.450	114998406	0	114998406	60.450	0.000
B.	PUBLIC SHAREHOLDING									
(1)	Institutions									
	a) Mutual Funds	0	0	0	0.000	0	0	0	0.000	0.000
	b) Banks / Financial Institutions	0	0	0	0.000	99	0	99	0.000	0.000
	c) Central Governments	4000	0	4000	0.002	4000	0	4000	0.002	0.000
	d) State Governments	0	0	0	0.000	0	0	0	0.000	0.000
	e) Venture Capital Funds	0	0	0	0.000	0	0	0	0.000	0.000
	f) Insurance Companies	0	0	0	0.000	0	0	0	0.000	0.000
	g) Foreign Institutional Investors (FIIs)	0	0	0	0.000	0	0	0	0.000	0.000
	h) Foreign Venture Capital Funds	0	0	0	0.000	0	0	0	0.000	0.000
	i) Others (Specify)	0	0	0	0.000	0	0	0	0.000	0.000
	Sub-total (B)(1)	4000	0	4000	0.002	4099	0	4099	0.002	0.000
(2)	Non-Institutions									
	a) Bodies Corporate									
	i) Indian	62576924	27400	62604324	32.908	62986882	15400	63002282	33.118	0.210
	ii) Overseas	0	0	0	0.000	0	0	0	0.000	0.000
	b) Individuals									
	i) Individual shareholders holding nominal share capital upto ₹1 lakh	3708637	242659	3951296	2.077	3649275	121019	3770294	1.982	-0.095
	ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	6995545	0	6995545	3.677	7769650	0	7769650	4.084	0.407
	c) Others (Specify)									
	1. NRI	417518	1000	418518	0.220	504065	1000	505065	0.265	0.045
	2. Overseas Corporate Bodies	0	0	0	0.000	0	0	0	0.000	0.000
	3. Foreign Nationals	0	0	0	0.000	0	0	0	0.000	0.000
	4. Clearing Members	1266240	0	1266240	0.666	41151	0	41151	0.022	-0.644
	5. Trusts	0	0	0	0.000	0	0	0	0.000	0.000
	6. Foreign Bodies - D.R.	0	0	0	0.000	0	0	0	0.000	0.000
	7. IEPF Authority	0	0	0	0.000	147382	0	147382	0.077	0.077
	Sub-total (B)(2)	74964864	271059	75235923	39.548	75098405	137419	75235824	39.548	0.000
	Total Public Shareholding (B) = (B)(1)+(B)(2)	74968864	271059	75239923	39.550	75102504	137419	75239923	39.550	0.000
C.	Shares held by Custodian for GDRs & ADRs	0	0	0	0.000	0	0	0	0.000	0.000
	GRAND TOTAL (A+B+C)	189967270	271059	190238329	100.000	190100910	137419	190238329	100.000	0.000



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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			% of 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	
A.	PROMOTERS							
1	Deepak Kothari (HUF)	28000	0.015	0.000	28000	0.015	0.000	0.000
2	Deepak Kothari	33440499	17.578	0.000	33440499	17.578	0.000	0.000
3	Udai Kothari	33483699	17.601	0.000	33483699	17.601	0.000	0.000
4	Lotus Capital Financial Services Limited	37046208	19.474	0.000	37046208	19.474	0.000	0.000
5	U Y Industries Private Ltd	11000000	5.782	0.000	11000000	5.782	0.000	0.000
	T O T A L	114998406	60.450	0.000	114998406	60.450	0.000	0.000

iii) Change in Promoter's Shareholding

Sl No.	Particulars	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	MR. UDAI KOTHARI				
	a) At the beginning of the Year	33483699	17.601		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			33483699	17.601
2	MR. DEEPAK KOTHARI				
	a) At the beginning of the Year	33440499	17.578		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			33440499	17.578
3	DEEPAK KOTHARI (HUF)				
	a) At the beginning of the Year	28000	0.015		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			28000	0.015
4	LOTUS CAPITAL FINANCIAL SERVICES LIMITED				
	a) At the Beginning of the Year	37046208	19.474		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			37046208	19.474
5	U Y INDUSTRIES PRIVATE LTD				
	a) At the Beginning of the Year	11000000	5.782		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			11000000	5.782

Extract of Annual Return (Contd.)

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

Sl No.	For each of Top 10 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	ONWARD SUPPLIERS PRIVATE LIMITED				
	a) At the Beginning of the Year	9500000	4.994		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			9500000	4.994
2	MOONRISE VINCOM PRIVATE LIMITED				
	a) At the Beginning of the Year	7500000	3.942		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			7500000	3.942
3	SANGAM MERCHANTS PVT.LTD.				
	a) At the Beginning of the Year	6712156	3.528		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			6712156	3.528
4	ALLTIME DEALER PRIVATE LIMITED				
	a) At the Beginning of the Year	6056000	3.183		
	b) Changes during the year				
	Date Reason				
	05/04/2019 Transfer	1142234	0.600	7198234	3.784
	10/05/2019 Transfer	505000	0.265	7703234	4.049
	26/07/2019 Transfer	600000	0.315	8303234	4.365
	02/08/2019 Transfer	115297	0.061	8418531	4.425
	c) At the End of the Year			8418531	4.425
5	LADOO GARMENTS PRIVATE LIMITED				
	a) At the Beginning of the Year	3342016	1.757		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			3342016	1.757
6	PMB HOLDINGS PVT LTD				
	a) At the Beginning of the Year	2986636	1.570		
	b) Changes during the year				
	Date Reason				
	05/04/2019 Transfer	-4	0.000	2986632	1.570
	19/07/2019 Transfer	-1	0.000	2986631	1.570



Extract of Annual Return (Contd.)

Sl No.	For each of Top 10 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
	14/02/2020 Transfer	-6	0.000	2986625	1.570
	20/03/2020 Transfer	-2	0.000	2986623	1.570
	c) At the End of the Year			2986623	1.570
7	MAINLAND FINANCE PVT. LTD				
	a) At the Beginning of the Year	2892300	1.520		
	b) Changes during the year				
	Date Reason				
	10/05/2019 Transfer	1260000	0.662	4152300	2.183
	12/07/2019 Transfer	130000	0.068	4282300	2.251
	13/09/2019 Transfer	75000	0.039	4357300	2.290
	25/10/2019 Transfer	299850	0.158	4657150	2.448
	21/02/2020 Transfer	55000	0.029	4712150	2.477
	c) At the End of the Year			4712150	2.477
8	P K GANGWAL AND SONS PVT LTD				
	a) At the Beginning of the Year	1744794	0.917		
	b) Changes during the year				
	Date Reason				
	20/03/2020 Transfer	-1	0.000	1744793	0.917
	c) At the End of the Year			1744793	0.917
9	MAYBORN INVESTMENTS PRIVATE LTD				
	a) At the Beginning of the Year	1600000	0.841		
	b) Changes during the year				
	Date Reason				
	28/02/2020 Transfer	-1600000	-0.841	0	0.000
	c) At the End of the Year			0	0.000
10	HAMSAFAR VINCOM PRIVATE LIMITED				
	a) At the Beginning of the Year	1229261	0.646		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			1229261	0.646



Extract of Annual Return (Contd.)

Sl No.	For each of Top 10 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
11	MOTI FINVEST LIMITED				
	a) At the Beginning of the Year	0	0.000		
	b) Changes during the year				
	Date Reason				
	13/03/2020 Transfer	1600000	0.841	1600000	0.841
	c) At the End of the Year			1600000	0.841



Extract of Annual Return (Contd.)

v) Shareholding of Directors & Key Managerial Personnel

Sl No.	Particulars	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	MR. UDAI KOTHARI				
	a) At the beginning of the Year	33483699	17.601		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			33483699	17.601
2	MR. DEEPAK KOTHARI				
	a) At the beginning of the Year	33440499	17.578		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			33440499	17.578
3	MR. DINESH BURMAN				
	a) At the beginning of the Year	0	0.000		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			0	0.000
4	MR. GOVIND KUMAR GOYAL				
	a) At the beginning of the Year	0	0.000		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			0	0.000
5	MRS. LEENA HINESH JOBANPUTRA				
	a) At the beginning of the Year	0	0.000		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			0	0.000
6	MR. JIGNESH DALAL				
	a) At the beginning of the Year	0	0.000		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			0	0.000
7	MR. NISHANT SHARADRAO NANDA				
	a) At the beginning of the Year	0	0.000		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			0	0.000
8	MRS. AMRITA MOHTA KOTHARI				
	a) At the beginning of the Year	0	0.000		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			0	0.000
9	MR. ALOK BANERJEE				
	a) At the beginning of the Year	0	0.000		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			0	0.000

Extract of Annual Return (Contd.)

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment (Amount in ₹)

Particulars	Secured Loan excluding deposit	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the Financial Year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total(i+ii+iii)	-	-	-	-
Change in Indebtedness during the Financial Year				
Additions	-	8,50,00,000	-	8,50,00,000
Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the Financial Year				
i) Principal Amount	-	8,50,00,000	-	8,50,00,000
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	8,50,00,000	-	8,50,00,000

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in ₹)

Sl. No	Particulars of Remuneration	Name of the MD/WTD/Manager			Total Amount
		Udai Kothari, Managing Director	Deepak Kothari, Whole-time Director	Dinesh Burman, Whole-time Director	
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) of the Income tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	48,00,000	24,00,000	3,06,000	75,06,000
2	Stock option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	48,00,000	24,00,000	3,06,000	75,06,000
	Overall Ceiling as per the Act	Remuneration is within limits of the Provisions of Section 197 of the Companies Act, 2013 read with Schedule V.			

B. Remuneration to other Directors:

(Amount in ₹)

Sl. No	Particulars of Remuneration	Name of the Directors				Total Amount
		Nishant Sharadrao Nanda	Leena Hinesh Jobanputra	Jignesh Dalal	Govind Kumar Goyal	
1. Independent Directors						
(a)	Fee for attending Board/Committee meetings	30,000	37,000	38,000	34,000	1,39,000
(b)	Commission	-	-	-	-	-
(c)	Others, please specify	-	-	-	-	-
	Total (1)	30,000	37,000	38,000	34,000	1,39,000
2. Other Non Executive Directors						
(a)	Fee for attending Board/Committee meetings	-	-	-	-	-
(b)	Commission	-	-	-	-	-
(c)	Others, please specify.	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	30,000	37,000	38,000	34,000	1,39,000
	Total Managerial Remuneration (A+B)					76,45,000



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

(Amount in ₹)

Sl. No	Particulars of Remuneration	Key Managerial Personnel		Total
		CFO	CS	
		Mr. Alok Banerjee	Mrs. Amrita Mohta Kothari	
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) of the Income tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	12,00,000	8,25,500	20,25,500
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission as % of profit	-	-	-
5	Others, please specify	-	-	-
	Total	12,00,000	8,25,500	20,25,500

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

(Amount in ₹)

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			NIL		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NIL		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NIL		
Punishment					
Compounding					

Registered Office:
16 Strand Road
9th Floor, Room No. 908B
Kolkata-700001
Dated: 29th August, 2020

By Order of the Board
Sd/-
Udai Kothari
(Chairman & Managing Director)
(DIN:- 00284256)