

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U65921UP1995PTC035286

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECS9853J

(ii) (a) Name of the company

SONATA FINANCE PRIVATE LIM

(b) Registered office address

II FLOOR, CP. 1, PG. TOWERS,
KURSI ROAD, VIKAS NAGAR
LUCKNOW
Lucknow
Uttar Pradesh
226006

(c) *e-mail ID of the company

cs@sonataindia.com

(d) *Telephone number with STD code

05222334900

(e) Website

www.sonataindia.com

(iii) Date of Incorporation

06/04/1995

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Private Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 30/09/2021

(b) Due date of AGM 30/09/2021

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

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

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	40,000,000	26,453,256	26,453,256	26,453,256
Total amount of equity shares (in Rupees)	400,000,000	264,532,560	264,532,560	264,532,560

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	40,000,000	26,453,256	26,453,256	26,453,256

Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	400,000,000	264,532,560	264,532,560	264,532,560

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	10,000,000	0	0	0
Total amount of preference shares (in rupees)	100,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference shares				
Number of preference shares	10,000,000	0	0	0
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	100,000,000	0	0	0

(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
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	11,976,144	14,477,112	26453256	264,532,560	264,532,560	
Increase during the year	0	0	0	0	0	0
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	0	0	0	0	0
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						
Decrease during the year	0	0	0	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						
At the end of the year	11,976,144	14,477,112	26453256	264,532,560	264,532,560	
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

(ii) Details of stock split/consolidation during the year (for each class of shares)

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"/>
--	----------------------

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

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	3,139	1000000, 750000	2,944,000,000
Partly convertible debentures	0	10	0
Fully convertible debentures	0	10	0
Total			2,944,000,000

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	2,719,000,000	720,000,000	495,000,000	2,944,000,000
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

2,643,714,092.03

(ii) Net worth of the Company

2,791,400,845.2

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	1,366,357	5.17	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)	0	0	0	
10.	Others	0	0	0	
	Total	1,366,357	5.17	0	0

Total number of shareholders (promoters)

1

(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	994,101	3.76	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	4,684,227	17.71	0	
6.	Foreign institutional investors	3,890,700	14.71	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	8,390,808	31.72	0	
10.	Others Trust and Partnership	7,127,063	26.94	0	

	Total	25,086,899	94.84	0	0
--	--------------	------------	-------	---	---

Total number of shareholders (other than promoters)

55

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

56

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

3

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
India Financial Inclusion	LES CASCADES, EDITH CAVELL ST	18/07/2008	MU	1,480,634	5.6
Michael & Susan Dell F	4417 Westlake Drive, Austin, TX 78	20/12/1999	US	918,945	3.47
Creation Investments	2711, Centerville Road, Suite 400, V	01/01/2008	US	1,491,121	5.64

**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	1	1
Members (other than promoters)	47	55
Debenture holders	9	11

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	1	0	1	0	5.17	0
B. Non-Promoter	0	4	0	3	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	3	0	0
C. Nominee Directors representing	0	6	0	6	0	0
(i) Banks & FIs	0	2	0	2	0	0
(ii) Investing institutions	0	4	0	4	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	10	1	9	5.17	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(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)
ANUP KUMAR SINGH	00173413	Managing Director	1,366,357	
RANGANATHAN VARA	01060651	Nominee director	0	
ANAL KUMAR JAIN	01239653	Director	0	
KENNETH DAN VANDE	02545813	Director	0	
PRADIP KUMAR SAHA	02947368	Director	0	
SETHURAMAN GANES	07152185	Director	0	
BENOIT MARIE LUC M	07971713	Nominee director	0	
SANJAY GOYAL	07961517	Nominee director	0	
ADITYA MOHAN	08299455	Nominee director	0	
SAURABH JOHRI	08469704	Nominee director	0	
AKHILESH KUMAR SIM	BFLPS4623C	CFO	0	
PAURVI SRIVASTAVA	DSGPS0523H	Company Secretar	0	

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

1

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)
CHANDNI GUPTA OHF	03613229	Director	26/06/2020	Cessation

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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extraordinary General Meet	26/06/2020	48	16	78.31
Annual General Meeting	30/09/2020	48	9	38.35

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	26/06/2020	11	9	81.82
2	22/09/2020	10	9	90
3	12/11/2020	10	9	90
4	03/12/2020	10	10	100
5	24/02/2021	10	9	90

C. COMMITTEE MEETINGS

Number of meetings held

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 30/09/2021 (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	ANUP KUMAR	5	5	100	4	4	100	Yes
2	RANGANATH	5	1	20	5	4	80	No

3	ANAL KUMAR	5	5	100	7	7	100	Yes
4	KENNETH DA	5	5	100	0	0	0	No
5	PRADIP KUM	5	5	100	9	9	100	Yes
6	SETHURAMA	5	5	100	9	9	100	No
7	BENOIT MAR	5	5	100	0	0	0	No
8	SANJAY GOY	5	5	100	2	1	50	No
9	ADITYA MOH	5	5	100	2	2	100	No
10	SAURABH JO	5	4	80	5	5	100	No

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Anup Kumar Singh	Managing Director	10,964,676	0	0	165,324	11,130,000
	Total		10,964,676	0	0	165,324	11,130,000

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Akhilesh Kumar Sin	CFO	3,198,050	0	0	21,600	3,219,650
2	Paurvi Srivastava	Company Secretary	740,978			21,600	762,578
	Total		3,939,028	0	0	43,200	3,982,228

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

1

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
Sonata Finance Pr	Reserve Bank of Ir	23/03/2021	Sections 58G(1)(b)r	Penalty of Rs.15,0	No appeal was made by the co

(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

Anil Kumar

Whether associate or fellow ☐ Associate ☒ Fellow

Certificate of practice number

5592

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.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of the incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of a one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

Declaration

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

- 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.
- 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

Anup Kumar Singh
Digitally signed by Anup Kumar Singh
Date: 2021.11.22
12:18:23 +05'30'

DIN of the director

To be digitally signed by

Pauravi Srivastava
Digitally signed by Pauravi Srivastava
Date: 2021.11.22
12:17:43 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

Certificate of practice number

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

List of attachments

List of shareholders.pdf
List of Debentureholders.pdf
MGT-8.pdf
Details of committee meetings.pdf
Details of share transfers.pdf

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

**SONATA FINANCE PVT. LTD.**II Floor CP-1, PG Towers, Kursi Road, Vikas Nagar,
Lucknow - 226026, Uttar Pradesh, India

Email : info@sonataindia.com, Website : www.sonataindia.com

Ph.: +91-522-2334900, Tol Free : 1800-2100-102

C.I. No.: U65921UP1995PTC035286

NBFC MFI Regn. No.: B-12.00445

Details of Committee Meeting of M/s Sonata Finance Private Limited for the FY 2020-21

S.No.	Type of Meeting	Date of Meeting	Total number of members as on date of Meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	25-06-2020	5	5	100.00%
2	Audit Committee	08-07-2020	5	5	100.00%
3	Audit Committee	21-09-2020	5	5	100.00%
4	Audit Committee	11-11-2020	5	5	100.00%
5	Audit Committee	23-02-2021	5	4	80.00%
6	Corporate Social Responsibility Committee	25-06-2020	4	4	100.00%
7	Corporate Social Responsibility Committee	23-02-2021	4	3	75.00%
8	Risk Management Committee	22-09-2020	6	5	83.33%
9	Risk Management Committee	23-02-2021	6	6	100.00%
10	IT Strategy Committee	21-09-2020	5	5	100.00%
11	IT Strategy Committee	23-02-2021	5	5	100.00%

For Sonata Finance Private Limited

Paurvi Srivastava
Company Secretary
ICSI Membership No. A34110
2D/I/305, Madhwapur, Allahabad-211003

**SONATA FINANCE PVT. LTD.**

II Floor CP-1, PG Towers, Kursi Road, Vikas Nagar,

Lucknow - 226026, Uttar Pradesh, India

Email : info@sonataindia.com, Website : www.sonataindia.com

Ph.: +91-522-2334900, Tol Free : 1800-2100-102


C.I. No.: U65921UP1995PTC035286

NBFC MFI Regn. No.: B-12.00445

DETAILS OF TRANSFER OF SHARES DURING FY 2020-21

S. No.	Type of Transfer	Name of Transferor	Folio Number of Transferor	Name of Transferee	Folio Number of Transferee	Total Number of shares	Date of Transfer	Total Consideration (Rs.)
1	Equity Shares	Sonata Employee Welfare Trust	82	Anup Kumar Singh	77	60,000	26.06.2020	40,20,000
2	Equity Shares	Sonata Employee Welfare Trust	82	Anup Kumar Singh	77	1,38,895	22.09.2020	93,05,965
3	Equity Shares	Sonata Employee Welfare Trust	82	Hari Mohan	126	4,520	09.10.2020	1,45,520
4	Equity Shares	Sonata Employee Welfare Trust	82	Ravindra Pratap	127	500	09.10.2020	29,500
5	Equity Shares	Sonata Employee Welfare Trust	82	Digvijay Singh	113	2,800	09.10.2020	72,800
6	Equity Shares	Sonata Employee Welfare Trust	82	Rajnath Yadav	128	3,900	09.10.2020	1,45,900
7	Equity Shares	Sonata Employee Welfare Trust	82	Brijbihari Singh	129	5,200	09.10.2020	1,79,700
8	Equity Shares	Sonata Employee Welfare Trust	82	Suresh Singh	130	1,500	09.10.2020	83,500
9	Equity Shares	Sonata Employee Welfare Trust	82	Narendra Patel	131	375	09.10.2020	22,125
10	Equity Shares	Sonata Employee Welfare Trust	82	Mithun Bose	132	3,000	09.10.2020	1,69,500
11	Equity Shares	Sonata Employee Welfare Trust	82	Jeetendra Kumar Yadav	133	500	12.11.2020	29,500
12	Equity Shares	Sonata Employee Welfare Trust	82	Anup Kumar Singh	77	42,000	12.11.2020	28,14,000
Total						2,63,190		1,70,18,010

For Sonata Finance Private Limited


Paurvi Srivastava
Company Secretary
ICSI Membership No. A34110
2D/I/305, Madhwapur, Allahabad-211003

**SONATA FINANCE PVT. LTD.**

II Floor CP-1, PG Towers, Kursi Road, Vikas Nagar,

Lucknow - 226026, Uttar Pradesh, India

Email : info@sonataindia.com, Website : www.sonataindia.com

Ph.: +91-522-2334900, Tol Free : 1800-2100-102

C.I. No.: U65921UP1995PTC035286

NBFC MFI Regn. No.: B-12.00445

List of Debenture holders**(as on 31st March 2021)**

Sl.no	First Name	Middle Name	Last Name	Reference Number (Folio No.)	Number of debentures	Total amount of debentures (Rs.)
1.	IFMR FIMPACT Investment Fund	-	-	8	150	15,00,00,000.00
2.	IFMR FImpact Long term Multi Asset Class Fund	-	-	11	150	15,00,00,000.00
3.	IFMR FImpact Long term Multi Asset Class Fund	-	-	11	100	10,00,00,000.00
4.	Blue Orchard Micro Finance Fund	-	-	9	670	67,00,00,000.00
5.	Japan Asean Women's Empowerment Fund	-	-	13	780	58,50,00,000.00
6.	IFMR FImpact Medium Term Opportunities Fund	-	-	14	200	20,00,00,000.00
7.	Stichting Juridisch Eigenaar Actiam Institutional Microfinance Fund Iii Acting As Legal Owner Of Actiam Financial Inclusion Fund VRR	-	-	15	210	21,00,00,000.00
8.	Watercredit Investment Fund 1, LLC	-	-	16	159	15,90,00,000.00
9.	State Bank of India	-	-	17	100	10,00,00,000.00
10.	Punjab National Bank	-	-	18	100	10,00,00,000.00
11.	Japan Asean Women Empowerment Fund			19	220	22,00,00,000.00
12.	Microfinance Initiative For Asia (MIFA) Debt Fund SA, SICAV-SIF	-	-	20	300	30,00,00,000.00
	TOTAL				3,139	2,94,40,00,000.00

For Sonata Finance Private Limited

Paurvi Srivastava
Company Secretary
ICSI Membership No. A34110
2D/I/305, Madhwapur, Allahabad-211003



SONATA FINANCE PVT. LTD.

II Floor CP-1, PG Towers, Kursi Road, Vikas Nagar,
Lucknow - 226026, Uttar Pradesh, India
Email : info@sonataindia.com, Website : www.sonataindia.com
Ph.: +91-522-2334900, Tol Free : 1800-2100-102
C.I. No.: U65921UP1995PTC035286
NBFC MFI Regn. No.: B-12.00445

List of Shareholders (as on 31st March 2021)

Sl.no	First Name	Middle Name	Last Name	Folio Number	DP-ID Client id Account Number	Number of Shares Held	Class of Shares
1.	Anup	Kumar	Singh	77	IN301151	11,25,462	Equity share
2.	Anup	Kumar	Singh	77	-	2,40,895	Equity share
3.	Caspian Advisors	Private Limited		78	IN303622	6,72,292	Equity share
4.	Caspian Impact Investments	Private Limited		80	IN303622	4,66,850	Equity share
5.	Swaminathan	Shankar	Aiyar	81	IN301330	4,71,375	Equity share
6.	Sonata	Employee	Welfare Trust	82	-	12,25,129	Equity share
7.	India Financial	Inclusion Fund LLC		83	IN303622	14,80,634	Equity share
8.	Michael and Susan Dell Foundation			84	IN303622	9,18,945	Equity share
9.	Creation Investments	Social Ventures	Fund I	85	IN303622	14,91,121	Equity share
10.	Creation Investments	Social Ventures	Fund II LP	86	IN303622	59,01,934	Equity share
11.	SIDBI Trustee Company Limited			87	-	32,74,653	Equity share
12.	Ashish		Singh	88	-	29,400	Equity share
13.	Tarun	Kumar	Srivastava	89	-	29,400	Equity share
14.	Anil		Gupta	90	-	29,900	Equity share
15.	Bramhanand			91	-	1,000	Equity share
16.	Dharmendra	Kumar	Singh	92	-	18,000	Equity share
17.	Vinod		Singh	93	-	12,600	Equity share
18.	Vishwanath	Pratap	Singh	94	-	20,300	Equity share
19.	Jitendra		Yadav	95	-	16,481	Equity share
20.	Hansika		Thaplial	96	-	3,000	Equity share
21.	Saif		Khan	97	-	29,250	Equity share
22.	Satya	Prakash	Yadav	98	-	21,000	Equity share

Paurvi Srivastava
Company Secretary
ICSI Membership No. A34110
2D/1/305, Madhwapur, Allahabad-211003

Regd. Office : II Floor CP-1, PG Towers, Kursi Road, Vikas Nagar, Lucknow - 226026, Uttar Pradesh, India



SONATA FINANCE PVT. LTD.

II Floor CP-1, PG Towers, Kursi Road, Vikas Nagar,
Lucknow - 226026, Uttar Pradesh, India
Email : info@sonataindia.com, Website : www.sonataindia.com
Ph.: +91-522-2334900, Tol Free : 1800-2100-102
C.I. No.: U65921UP1995PTC035286
NBFC MFI Regn. No.: B-12.00445

Sl.no	First Name	Middle Name	Last Name	Folio Number	DP-ID Client id Account Number	Number of Shares Held	Class of Shares
23.	Vinay	Pratap	Singh	99	-	28,000	Equity share
24.	Sanjeev	Kumar	Shukla	100	-	19,500	Equity share
25.	Sanjay	Kumar	Singh	101	-	27,500	Equity share
26.	Manoj	Kumar	Singh	102	-	19,600	Equity share
27.	Ashok		Kumar	103	-	29,500	Equity share
28.	Rohit		Singh	104	-	3,000	Equity share
29.	Shyam		Kanhiya	105	-	21,400	Equity share
30.	Sujeet		Pathak	106	-	10,000	Equity share
31.	Anil	Kumar	Singh	107	-	20,200	Equity share
32.	Societe de Promotion	et de Participati on pour	la Cooperation Economique SA (PROPARCO)	108	IN301524	6,20,642	Equity share
33.	Societe de Promotion	et de Participati on pour	la Cooperation Economique SA (PROPARCO)	108	-	33,56,371	Equity share
34.	Triodos Custody B.V. acting in its capacity as custodian of Triodos Fair Share Fund			109	IN301799	19,88,507	Equity share
35.	Triodos SICAV II - Triodos Microfinance Fund			110	IN301524	19,88,506	Equity share
36.	Small Industries Development Bank of India			111	IN300812	7,07,214	Equity share
37.	Lakshman		Singh	112	-	15,000	Equity share
38.	Digvijay		Singh	113	-	6,700	Equity share
39.	Rakesh		Chaudhary	114	-	10,500	Equity share
40.	RajKapoor		Chaudhary	115	-	11,500	Equity share
41.	Anshuman		Tiwari	116	-	6,500	Equity share

For Sonata Finance Private Limited
Paurvi Srivastava
Company Secretary
ICSI Membership No. A34110
2D/1305, Madhwapur, Allahabad-201003

**SONATA FINANCE PVT. LTD.**

II Floor CP-1, PG Towers, Kursi Road, Vikas Nagar,

Lucknow - 226026, Uttar Pradesh, India

Email : info@sonataindia.com, Website : www.sonataindia.com

Ph.: +91-522-2334900, Tol Free : 1800-2100-102

C.I. No.: U65921UP1995PTC035286

NBFC MFI Regn. No.: B-12.00445

Sl.no	First Name	Middle Name	Last Name	Folio Number	DP-ID Client id Account Number	Number of Shares Held	Class of Shares
42.	Mukesh	Kumar	Verma	117	-	5,700	Equity share
43.	Amit	Kumar	Singh	118	-	4,500	Equity share
44.	Poonam		Soni	119	-	10,200	Equity share
45.	Vinod		Singh	120	-	4,500	Equity share
46.	Umesh		Dewedi	121	-	5,000	Equity share
47.	Shashi	Bhushan	Singh	122	-	6,000	Equity share
48.	Chandra	Shekhar	Prajapati	123	-	1,500	Equity share
49.	Sandeep	Kumar	Singh	124	-	6,600	Equity share
50.	Richa		Sharma	125	-	20,000	Equity share
51.	Hari		Mohan	126	-	4520	Equity Shares
52.	Ravindra	Pratap	Singh	127	-	500	Equity Shares
53.	Rajnath		Yadav	128	-	3900	Equity Shares
54.	Brijbihari		Singh	129	-	5200	Equity Shares
55.	Suresh		Singh	130	-	1500	Equity Shares
56.	Narendra		Patel	131	-	375	Equity Shares
57.	Mithun		Bose	132	-	3000	Equity Shares
58.	Jeetendra	Kumar	Yadav	133	-	500	Equity Shares
TOTAL						2,64,53,256	

For Sonata Finance Private Limited

Paurvi Srivastava
Company Secretary
ICSI Membership No. A34110
2D/I/305, Madhwapur, Allahabad-211003

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 **Sonata Finance Private Limited** (the Company) **(CIN-U65921UP1995PTC035286)** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March 2021. In my opinion and to the best of my information and according to the examinations carried out by me 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 provisions of the Act & Rules made there under in respect of:

1. Its status under the Act;

a) The Company is a Private Limited Company, Limited by Shares registered under Companies Act, 1956 and has adhered to the provisions of applicable laws to maintain active status under the Act.

b) The Authorized Capital of Company as on 31st March 2021 is Rs. 50,00,00,000/- (Rupees Fifty Crores) comprising of 4,00,00,000 Equity Shares of Rs. 10/- each and 1,00,00,000 Preference Shares of Rs. 10/- Each and paid up capital of the Company is Rs. 26,45,32,560/- (Rupees Twenty-Six Crore Forty-Five Lacs Thirty-Two Thousand Five Hundred and Sixty only) comprising of 2,64,53,256 Equity Shares of Rs. 10/- each.

c) The Company, being a Private Limited Company, has 56 Members (Equity share holders) as on 31st March 2021.

2. Maintenance of registers/records & making entries therein within the time prescribed therefore;

The Company has properly maintained all the Statutory Registers/records in compliance with the provisions of the Act and made the entries therein within the prescribed time.



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/beyond the prescribed time;**

The Company has filed the requisite forms and returns with the Registrar of Companies, Regional Directors and Central Government generally within the prescribed time and in case of delay if any, the same has been filed with the payment of prescribed additional fee.

4. **Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, 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 Minute Book/registers maintained for the purpose and the same have been signed:**

a) During the year the Board of Directors duly met Five (5) times on (i) 26/06/2020 (ii) 22/09/2020 (iii) 12/11/2020 (iv) 03/12/2020 and (v) 24/02/2021.

b) Annual General Meeting of the Members of the Company was held on 30/09/2020.

c) During the year one Extraordinary General Meetings of the Members of the Company was held on 26/06/2020.

d) During the year five Audit Committee Meetings were held viz. on (i) 25/06/2020 (ii) 08/07/2020 (iii) 21/09/2020 (iv) 11/11/2020 and (v) 23/02/2021.

e) During the year no meeting of Remuneration and Nomination Committee was held.

f) During the year two CSR Committee Meetings were held on 25/06/2020 and 23/02/2021.

g) During the year two Risk Management Committee Meetings were held on 22/09/2020 and 23/02/2021.

h) During the year two IT Strategy Committee Meetings were held on 21/09/2020 and 23/02/2021.

i) During the year Independent Director Meeting was held on 24/02/2021.

Proper notices for calling / convening the meetings as aforesaid were issued and further the resolutions which were passed through circulation during the Financial year has been recorded in the Minute Book which are duly signed.



5. Closure of Register of Members / Security holders, as the case may be:

The Company has not closed its Register of Members and Share Transfer Book during the year under review.

6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act:

The Company has not given any advances/loans to its directors and / or persons or firms or companies referred in section 185 of the Act during the financial year ended on 31st March 2021.

7. Contracts/arrangements with related parties as specified in section 188 of the Act:

As on 31st March, 2021 following material contracts or arrangements or transactions were entered with the related parties, at arm's length basis:

Name of the Related Party & Nature of Relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts / arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value	Date(s) of approval by the Board/ Audit Committee	Amount paid as advances
Vivriti Capital Private Limited (Mr. Kenneth Dan Vander Weele, being common director on the board of Vivriti Capital Private Limited and Sonata Finance Private Limited)	In the Ordinary Course of Business	24 months	Term Loan Facility of Rs. 7,50,00,000 /-(Rupees Seven Crores Fifty Lakhs Only). Interest rate : 13.80% p.a Processing Fees: 1% Security: Exclusive charge by way of hypothecation on receivables of at least 1.1x at all times during the currency of the facility.	Passed through circular resolution dated 17 th September 2019 and taken note in the Audit Committee Meeting held on 11 th November, 2019.	Nil
Vivriti Capital Private Limited (Mr. Kenneth Dan Vander Weele, being common director on the board of Vivriti Capital Private Limited and Sonata Finance Private Limited)	In the Ordinary Course of Business	24 months	To act as a Guarantor, for the term loan facility of Rs. 25,00,00,000/- (Rupees Twenty Five Crores Only) from Axis Bank Limited, to provide unconditional, irrevocable, payable on demand guarantees, that covers minimum of 16% of the initial principal value of the facility amount and the duration is 24 months. Guarantee Cap: Covering	Audit Committee Meeting dated 20 th February, 2020	Nil

			minimum of 16% of the initial principal value of the facility amount.		
Vivriti Capital Private Limited (Mr. Kenneth Dan Vander Weele, being common director on the board of Vivriti Capital Private Limited and Sonata Finance Private Limited)	In the Ordinary Course of Business	24 months	Term Loan Facility of Rs. 15,00,00,000 /- (Rupees Fifteen Crores Only) Interest rate : 14.5% p.a Processing Fees: 1% Security: Exclusive charge by way of hypothecation on receivables of at least 1.1x at all times during the currency of the facility.	Passed through circular resolution dated 21 st March 2020 and taken note in the Audit Committee Meeting held on 25 th June, 2020.	Nil
Vivriti Capital Private Limited (Mr. Kenneth Dan Vander Weele, being common director on the board of Vivriti Capital Private Limited and Sonata Finance Private Limited)	In the Ordinary Course of Business	24 months	Term Loan Facility of Rs. 13,00,00,000 /- (Rupees Thirteen Crores Only) Interest rate: 13.75% p.a Processing Fees: 1% Primary Security: Exclusive charge by way of hypothecation upto 1.1x on identified receivables from assets created out of the loan amount. Cash Collateral: In the form of fixed deposit for an amount equivalent to (i) 5% (five percent) of the aggregate loan amount outstanding at the time of occurrence of the Rating Downgrade Event, in case of occurrence of the First Rating Downgrade Event; and (ii) 10% (ten percent) of the aggregate loan amount outstanding at the time of occurrence of the Rating Downgrade Event, in case of occurrence of the Second Rating Downgrade Event with a scheduled commercial bank as acceptable to the lender	Passed through circular resolution dated 03rd February, 2021 and taken note in the Audit Committee Meeting held on 23rd February, 2021.	Nil

8. Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances:

Details of Transfer of Equity Shares during FY 2020-21 are as under:

Sr. No.	Transferor	Transferee	Total Number of shares	Date of Transfer	Total Consideration	Share Certificate No.
1	Sonata Employee Welfare Trust	Anup Kumar Singh	60,000	26.06.2020	40,20,000	462, 463
2	Sonata Employee Welfare Trust	Anup Kumar Singh	1,38,895	22.09.2020	93,05,965	465
3	Sonata Employee Welfare Trust	Hari Mohan	4,520	09.10.2020	1,45,520	467
4	Sonata Employee Welfare Trust	Ravindra Pratap	500	09.10.2020	29,500	468
5	Sonata Employee Welfare Trust	Digvijay Singh	2,800	09.10.2020	72,800	469
6	Sonata Employee Welfare Trust	Rajnath Yadav	3,900	09.10.2020	1,45,900	470
7	Sonata Employee Welfare Trust	Brijbihari Singh	5,200	09.10.2020	1,79,700	471
8	Sonata Employee Welfare Trust	Suresh Singh	1,500	09.10.2020	83,500	472
9	Sonata Employee Welfare Trust	Narendra Patel	375	09.10.2020	22,125	473
10	Sonata Employee Welfare Trust	Mithun Bose	3000	09.10.2020	1,69,500	474
11	Sonata Employee Welfare Trust	Jeetendra Kumar Yadav	500	12.11.2020	29,500	476
12	Sonata Employee Welfare Trust	Anup Kumar Singh	42,000	12.11.2020	28,14,000	477
Total			2,63,190		1,70,18,010	

Details of redemption of debentures during FY 2020-21 are as under:

Sl. No	Debenture redeemed/repaid	Amount (In Rupees)	Date of redemption/repayment
1.	Blue Orchard Micro Finance Fund	30,00,00,000	30.09.2020
2.	Japan Asean Women's Empowerment Fund	19,50,00,000 (Partially Redeemed)	17.08.2020

Details of allotment of debentures in Demat form during FY 2020-21 are as under:

Sl. No	Debenture redeemed/repaid	Amount (In Rupees)	Date of allotment
1.	State Bank of India	10,00,00,000	28.09.2020
2.	Punjab National Bank	10,00,00,000	19.11.2020
3.	Japan ASEAN Women Empowerment Fund SA, SICAV- SIF	22,00,00,000	18.03.2021
4.	Microfinance Initiative for Asia (MIFA) Debt Fund SA	30,00,00,000	25.03.2021

9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act:

a) The Company has not kept in abeyance the rights to dividend, rights shares on any Shareholders of the Company during the financial year ended on 31st March, 2021.

b) Further there was no pending registration of transfer of shares during the Financial Year ended on 31st March 2021.

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:

The Company has neither declared any dividend on equity shares nor transferred any amount to IEPF.

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;

a) The Audited Financial Statements for the Financial Year ended on 31st March 2021 and Board's Report has been duly signed as per the requirements of section 134 of the Companies Act, 2013.

b) Further the Board's Report for the Financial Year ended on 31st March 2021 contains all the details required under sub section (3) of Section 134 of the Companies Act, 2013. Further the Director's Report also states Director's

Responsibility Statement as prescribed under sub section (5) of Section 134 of the Companies Act, 2013.

- c) The Observation of Auditors in the Auditors' Report and notes to the financial statements are self-explanatory.

12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

- a) The Board of Directors of the Company comprises of 10 (Ten) Directors during the Financial Year ended on 31st March 2021.
- b) The changes in composition of the Board of Directors that took place during the Financial Year ended on 31st March 2021 were made in accordance with the provisions of the Act.
- c) Further the Directors and Key Managerial Personnel had made the required disclosures.

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act:

M/s S. R. Batliboi & Associates LLP, Chartered Accountants, Kolkata were appointed as the statutory auditors of the company by the members at the 24th Annual General Meeting of the Company held on September 30, 2019 for the period of 4 years until the conclusion of the Annual General Meeting to be held for the FY 2022-23.

However, pursuant to RBI circular bearing no. DoS. CO. ARG/ SEC. 01/ 08.91.001/ 2021- 22 dated April 27, 2021 stating guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) by the Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) from the Financial Year 2021-22 onwards, the proposal for replacing the existing auditors of the Company was placed and approved in the Annual General Meeting held for the Financial Year ended 2020-21.

Further, the Company in its Annual General Meeting held on September 30, 2021 appointed M/s BSR & Co., LLP, Chartered Accountants, (ICAI Firm Registration No. 101248W/W-100022) as Statutory Auditor for a period, commencing from the audit of the second Half year for the FY 2021-22 in replacement of the M/s S. R. Batliboi & Associates LLP, Chartered Accountants, until the conclusion of the 29th Annual General Meeting of the Company to be held for the F.Y. 2023-24 subject to the satisfaction of eligibility norm on yearly basis.

The members of the company resolved that the existing auditors, M/s S. R. Batliboi & Associates LLP, Chartered Accountants, shall complete the Statutory Audit for the first Half year for the FY 2021-22 shall accordingly vacate the office, upon the



adoption of their Audit Report for the said period by the Board of Directors, in compliance with the RBI directions.

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:

As per the information and explanation provided by the Company, the Company is not required to obtain any approval 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:

The Company has not accepted or renewed any amount falling within the purview of provisions of section 73 of Companies Act, 2013 read with the Companies (Acceptance of Deposits) rules, 2015 during the Financial Year ended on 31st March 2021.

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

The funds borrowed from Banks and other financial institutions, has been duly informed/filed with the Registrar of Companies, U.P. Further, the satisfaction of loans have been duly registered

17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act:


Being a Non-Banking Financial Company the provisions of section 186 of the Act are not applicable.

18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company:

During the period under review, no alterations were made in the provisions of the Memorandum and/ or Articles of Association of the Company.

Place: Prayagraj
Date: 30/10/2021
UDIN: F005693C001331261

For Anil Kumar & Associates


(ANIL KUMAR)
Proprietor
C.P.No.: 5592
M. No.: FCS-5693

