

## Annexure II

### FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2017

[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	U65929TN2003PLC050856
ii) Registration Date	May 12, 2003
iii) Name of the Company	IDFC Bharat Limited (formerly known as Grama Vidiyal Micro Finance 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	No. 9, Paripoorna Towers, Manoranjitham Street, Annamalai Nagar, Tiruchirappalli, Tamil Nadu - 620 018 Tel: +91 431 4500000; Fax: +91 431 2750393
vi) Whether listed company Yes / No	No
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	NSDL Database Management Limited* 4 <sup>th</sup> Floor, Trade World A Wing, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013 Tel: +91 22 4914 2700; Fax: +91 22 4914 2503

\* For electronic connectivity with Depositories.

#### 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: -

SR. NO.	NAME AND DESCRIPTION OF MAIN PRODUCTS / SERVICES	NIC CODE OF THE PRODUCT / SERVICE	% TO TOTAL TURNOVER OF THE COMPANY
1	Micro Finance*	64990	77
2	Business Correspondent ("BC")	66190	23

\* The Company discontinued the business of microfinance from the date of surrendering of and cancellation of NBFC-MFI Licence by RBI w.e.f. October 18, 2016.

#### 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
i)	IDFC Bank Limited	L65110TN2014PLC097792	Holding Company	100	Section 2(46)

#### 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
	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	DEMAT	PHYSICAL	TOTAL	% OF TOTAL SHARES	
<b>A PROMOTERS</b>									
(1) Indian									
a) Individual / HUF	NIL	1,451,661	1,451,661	26.02	NIL	NIL	NIL	NIL	(26.02)
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	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Banks / FI	NIL	NIL	NIL	NIL	5,579,990	6	5,579,996	100.00	100.00
f) Any Other.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>SUB-TOTAL (A) (1)</b>	NIL	1,451,661	1,451,661	26.02	5,579,990	6	5,579,996	100.00	73.98

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		
<b>(2) Foreign</b>										
a) NRIs - Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Other - Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Bodies Corp.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Any Other....	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
SUB-TOTAL (A) (2)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL SHARE HOLDING OF PROMOTER (A) = (A)(1)+(A)(2)	NIL	1,451,661	1,451,661	26.02	5,579,990	6	5,579,996	100.00	73.98	
<b>B PUBLIC SHAREHOLDING</b>										
<b>1 Institutions</b>										
a) Mutual Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Insurance Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
g) FIIs	NIL	2,106,598	2,106,598	37.75	NIL	NIL	NIL	NIL	NIL	(37.75)
h) Foreign Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Others (Trusts)	NIL	1,376,929	1,376,929	24.68	NIL	NIL	NIL	NIL	NIL	(24.68)
SUB-TOTAL (B) (1)	NIL	3,483,527	3,483,527	62.43	NIL	NIL	NIL	NIL	NIL	(62.43)
<b>2 Non -Institutions</b>										
<b>a) Bodies Corp</b>										
i) Indian	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
ii) Overseas	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>b) Individuals</b>										
i) Individual shareholders holding nominal share capital up to ₹ 1 lakh	NIL	140,492	140,492	2.52	NIL	NIL	NIL	NIL	NIL	(2.52)
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	NIL	504,316	504,316	9.04	NIL	NIL	NIL	NIL	NIL	(9.04)
SUB-TOTAL (B) (2)	NIL	644,808	644,808	11.56	NIL	NIL	NIL	NIL	NIL	(11.56)
TOTAL PUBLIC SHARE HOLDING (B) = (B)(1)+(B)(2)	NIL	4,128,335	4,128,335	73.98	NIL	NIL	NIL	NIL	NIL	(73.98)
<b>C SHARES HELD BY CUSTODIAN FOR GDR &amp; ADR</b>										
GRAND TOTAL (A+B+C)	NIL	5,579,996	5,579,996	100.00	5,579,990	6	5,579,996	100.00	NIL	

## (ii) Shareholding of Promoters

SR. NO.	SHAREHOLDER'S NAME	SHAREHOLDING AT THE BEGINNING OF THE YEAR			SHARE HOLDING AT THE END OF THE YEAR			% CHANGE IN SHARE HOLDING 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	Mr. S. Devaraj	1,291,192	23.14	NIL	NIL	NIL	NIL	(23.14)
2	Mr. K. R. Ganesh	54,000	0.97	NIL	NIL	NIL	NIL	(0.97)
3	Mr. R. Raju	43,905	0.79	NIL	NIL	NIL	NIL	(0.79)
4	Dr. T. Rajasekar	21,953	0.39	NIL	NIL	NIL	NIL	(0.39)
5	Dr. Arul Jeganatha Raj	10,976	0.20	NIL	NIL	NIL	NIL	(0.20)
6	Dr. Mary John	10,976	0.20	NIL	NIL	NIL	NIL	(0.20)
7	Ms. D. Shirley	18,659	0.33	NIL	NIL	NIL	NIL	(0.33)
8	IDFC Bank Limited	NIL	NIL	NIL	5,579,996	100.00	NIL	100.00
TOTAL		1,451,661	26.02	NIL	NIL	NIL	NIL	NIL

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

	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	1,451,661	26.02	1,451,661	26.02
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):			#	#
At the end of the year	5,579,996	100.00	5,579,996	100.00

# Inter-se transfer of the promoter

SR. NO.	SHAREHOLDER'S NAME	SHAREHOLDING AT THE BEGINNING OF THE YEAR		DATE	INCREASE/ DECREASE IN SHAREHOLDING	REASON	CUMULATIVE SHAREHOLDING DURING THE YEAR	
		NO. OF SHARES	%				NO. OF SHARES	%
1	Mr. S. Devaraj	1,291,192	23.14	13-10-2016	Decrease	Transfer	NIL	NIL
2	Mr. K. R. Ganesh	54,000	0.97	13-10-2016	Decrease	Transfer	NIL	NIL
3	Mr. R. Raju	43,905	0.79	13-10-2016	Decrease	Transfer	NIL	NIL
4	Dr. T. Rajasekar	21,953	0.39	13-10-2016	Decrease	Transfer	NIL	NIL
5	Dr. Arul Jeganatha Raj	10,976	0.20	13-10-2016	Decrease	Transfer	NIL	NIL
6	Dr. Mary John	10,976	0.20	13-10-2016	Decrease	Transfer	NIL	NIL
7	Ms. D. Shirley	18,659	0.33	13-10-2016	Decrease	Transfer	NIL	NIL
8	IDFC Bank Limited	NIL	NIL	13-10-2016	Increase	Transfer	5,579,996	100.00

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

	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	3,164,623	56.71	3,164,623	56.71
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	NIL	NIL	NIL	NIL

# Date wise Increase / Decrease in Shareholding of each of the Top 10 Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) during the year specifying the reasons:

SR. NO.	SHAREHOLDER'S NAME	SHAREHOLDING AT THE BEGINNING OF THE YEAR		DATE	INCREASE / DECREASE IN SHAREHOLDING	REASON	CUMULATIVE SHAREHOLDING DURING THE YEAR	
		NO. OF SHARES	%				NO. OF SHARES	%
1	Mauritius Unitus Corporation	1,116,557	20.01	13-10-2016	Decrease	Transfer	NIL	NIL
2	MV Mauritius Limited	832,106	14.91	13-10-2016	Decrease	Transfer	NIL	NIL
3	Mr. Vinod Khosla	400,038	7.17	13-10-2016	Decrease	Transfer	NIL	NIL
4	Amar Foundation	157,935	2.83	13-10-2016	Decrease	Transfer	NIL	NIL
5	Employee Welfare Trust	125,641	2.25	13-10-2016	Decrease	Transfer	NIL	NIL
6	GramaVidyal Community Mutual Benefit Trust – Annavasal	107,018	1.92	13-10-2016	Decrease	Transfer	NIL	NIL
7	GramaVidyal Community Mutual Benefit Trust – Mannapparai	106,332	1.91	13-10-2016	Decrease	Transfer	NIL	NIL
8	GramaVidyal Community Mutual Benefit Trust – Cholan Nagar	106,332	1.91	13-10-2016	Decrease	Transfer	NIL	NIL
9	GramaVidyal Community Mutual Benefit Trust – Somarasampet	106,332	1.91	13-10-2016	Decrease	Transfer	NIL	NIL
10	GramaVidyal Community Mutual Benefit Trust – Pudukkottai North	106,332	1.91	13-10-2016	Decrease	Transfer	NIL	NIL

(v) Shareholding of Directors and Key Managerial Personnel:

	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	1,359,243	24.36	1,359,243	24.36
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	#	#	#	#
At the end of the year	NIL	NIL	NIL	NIL

# Date wise Increase / Decrease in Shareholding of each of the KMPs (other than Directors, Promoters and Holders of GDRs and ADRs) during the year specifying the reasons:

SR. NO.	SHAREHOLDER'S NAME	SHAREHOLDING AT THE BEGINNING OF THE YEAR		DATE	INCREASE / DECREASE IN SHAREHOLDING	REASON	CUMULATIVE SHAREHOLDING DURING THE YEAR	
		NO. OF SHARES	%				NO. OF SHARES	%
1	Mr. S. Devaraj	1,291,192	23.14	13-10-2016	Decrease	Transfer	NIL	NIL
2	Dr. T. Rajasekar	21,953	0.39	13-10-2016	Decrease	Transfer	NIL	NIL
3	Mr. Arjun Muralidharan	27,439	0.49	13-10-2016	Decrease	Transfer	NIL	NIL
4	Ms. D. Shirley	18,659	0.33	13-10-2016	Decrease	Transfer	NIL	NIL

## V. INDEBTEDNESS

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

IN

	SECURED LOANS EXCLUDING DEPOSITS	UNSECURED LOANS	DEPOSITS	TOTAL INDEBTEDNESS
Indebtedness at the beginning of the financial year				
i) Principal Amount	10,866,355,116	880,176,534	NIL	11,746,531,650
ii) Interest due but not paid	17,456,915	NIL	NIL	17,456,915
iii) Interest accrued but not due	42,675,255	45,873,502	NIL	88,548,757
<b>TOTAL (I+II+III)</b>	<b>10,926,487,286</b>	<b>926,050,036</b>	<b>NIL</b>	<b>11,852,537,322</b>
Change in Indebtedness during the financial year				
† EEJUJPO	NIL	NIL	NIL	-
† 3FEVDUJPO	(10,926,487,286)	(926,050,036)	NIL	(11,852,537,322)
<b>Net Change</b>	<b>(10,926,487,286)</b>	<b>(926,050,036)</b>	<b>NIL</b>	<b>(11,852,537,322)</b>
Indebtedness at the end of the financial year				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>TOTAL (I+II+III)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

IN ₹

SR. NO.	PARTICULARS OF REMUNERATION	NAME OF MD / WTD / MANAGER			TOTAL AMOUNT
		MR. S. DEVARAJ	MS. D. SHIRLEY <sup>1</sup>	MR. ARJUN MURALIDHARAN <sup>2</sup>	
1.	Gross salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	11,308,000	4,140,000	3,593,240	19,041,240
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under Section 17(3) Income- tax Act, 1961	NIL	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission	NIL	NIL	NIL	NIL
	- as % of profit	NIL	NIL	NIL	NIL
	- others, specify...	NIL	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL	NIL
	TOTAL (A)	11,308,000	4,140,000	3,593,240	19,041,240
	Ceiling as per the Act				

<sup>1</sup> Resigned as Whole Time Director w.e.f October 13, 2016. This remuneration is for the period from April 1, 2016 to October 13, 2016.

<sup>2</sup> Appointed as Managing Director and CEO of the Company w.e.f. October 13, 2016. This remuneration is for the period from October 13, 2016 to March 31, 2017.

### B. Remuneration to other directors:

IN ₹

SR. NO.	PARTICULARS OF REMUNERATION	NAME OF DIRECTORS					TOTAL AMOUNT
		MR. A. KRISHNAMOORTHY	MR. T. RAJASEKAR	MR. RAHUL PRABHAKAR JAKATDAR	MR. PETER MANOHARAN	DR. J. SADAKKADULLA	
1.	Independent Directors						
	Fee for attending board committee meetings	625,000	-	-	150,000	25,000	800,000
	Commission	NIL	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL
	TOTAL (1)	625,000	NIL	NIL	150,000	25,000	800,000
2.	Other Non-Executive Directors						
	Fee for attending board committee meetings	NIL	250,000	500,000	NIL	NIL	750,000
	Commission	NIL	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL
	TOTAL (2)	NIL	250,000	500,000	NIL	NIL	750,000
	TOTAL (B) = (1 + 2)	625,000	250,000	500,000	150,000	25,000	1,550,000
	Overall Ceiling as per the Act						Refer Note

Note: In terms of the provisions of the Companies Act, 2013, the remuneration payable to Directors other than executive Directors shall not exceed 3% of the net profit of the Company. The remuneration paid to the directors is well within the limit

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

IN`

SR. NO.	PARTICULARS OF REMUNERATION	KEY MANAGERIAL PERSONNEL			TOTAL
		MR. ARJUN MURALIDHARAN <sup>1</sup> (CEO)	MR. BOBY XAVIER (CS)	MR. S. PATTABIRAMAN <sup>2</sup> (CFO)	
1.	Gross salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	4,528,000	2,157,651	4,160,000	10,845,651
	(b) Value of Perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(c) Profits in lieu of Salary under Section 17(3) Income-tax Act, 1961	NIL	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission				
	- as % of profit	NIL	NIL	NIL	NIL
	- others, specify...	NIL	NIL	NIL	NIL
5.	Others, please specify	-	NIL	NIL	NIL
	<b>TOTAL (A)</b>	<b>4,528,000</b>	<b>2,157,651</b>	<b>4,160,000</b>	<b>10,845,651</b>

<sup>1</sup>This remuneration is for the period from April 1, 2016 to October 13, 2016 for his position as the CEO.

<sup>2</sup>Resigned as the CFO w.e.f. October 13, 2016. This remuneration is for the period from April 1, 2016 to October 13, 2016.

## VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

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)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	Section 87	Petition filed u/s 87 of the Companies Act, 2013 by Company to Condone the Delay in filling the particulars of satisfaction of Charge.	1000	RD	-
<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Sd/-  
Arjun Muralidharan  
Managing Director and CEO  
DIN: 02726409

Sd/-  
S. Devaraj  
Executive Chairman  
DIN: 01936417