

## ANNEXURE II TO THE BOARD REPORT

### Form No. MGT-9 Extract of Annual Return

**As on the financial year ended on March 31, 2020**

#### RECEIVABLES EXCHANGE OF INDIA LIMITED

"[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.	<b>CIN</b>	U67190MH2016PLC273522
ii.	<b>Registration Date</b>	February 25, 2016
iii.	<b>Name of the Company</b>	Receivables Exchange of India Limited
iv.	<b>Category / Sub-Category of the Company</b>	Company Limited by Shares / Indian Non-Government Company
v.	<b>Address of the Registered office and contact details</b>	Trade Centre (Vatika Business Centre), 1st Floor (Unit No. 02), Office No. 14, BKC, Bandra (East), Mumbai - 51. Tel Phone : 022 - 40771424 Email id.: info@rxil.in
vi.	<b>Whether listed company</b>	No
vii.	<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	KFin Technologies Private Limited Karvy Selenium, Tower- B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500032, India. Toll Free Number : 18003454001 Email :dheeraj.b@kfintech.com

## 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	TReDS Exchange Operator	6619	100%

## 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
			NA		

## 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 Share	Demat	Physical	Total	% of Total Share	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	75,00,000	-	75,00,000	30.00	1,50,00,000	-	1,50,00,000	30.00	-
e) Banks / FI	75,00,000	-	75,00,000	30.00	1,50,00,000	-	1,50,00,000	30.00	-
f) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (1):-</b>	<b>1,50,00,000</b>	<b>-</b>	<b>1,50,00,000</b>	<b>60.00</b>	<b>3,00,00,000</b>	<b>-</b>	<b>3,00,00,000</b>	<b>60.00</b>	<b>-</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (2):-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>1,50,00,000</b>	<b>-</b>	<b>1,50,00,000</b>	<b>60.00</b>	<b>3,00,00,000</b>	<b>-</b>	<b>3,00,00,000</b>	<b>60.00</b>	<b>-</b>

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 Share	Demat	Physical	Total	% of Total Share	
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	69,75,000	-	69,75,000	27.90	1,39,50,000	-	1,39,50,000	27.90	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	<b>69,75,000</b>	<b>-</b>	<b>69,75,000</b>	<b>27.90</b>	<b>1,39,50,000</b>	<b>-</b>	<b>1,39,50,000</b>	<b>27.90</b>	<b>-</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	30,25,000	-	30,25,000	12.10	60,50,000	-	60,50,000	12.10	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)									
<b>Sub-total (B)(2):-</b>	<b>30,25,000</b>	<b>-</b>	<b>30,25,000</b>	<b>12.10</b>	<b>60,50,000</b>	<b>-</b>	<b>60,50,000</b>	<b>12.10</b>	<b>-</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>1,00,00,000</b>	<b>-</b>	<b>1,00,00,000</b>	<b>40.00</b>	<b>2,00,00,000</b>	<b>-</b>	<b>2,00,00,000</b>	<b>40.00</b>	<b>-</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
<b>Grand Total (A+B+C)</b>	<b>2,50,00,000</b>	<b>-</b>	<b>2,50,00,000</b>	<b>100.00</b>	<b>5,00,00,000</b>	<b>-</b>	<b>5,00,00,000</b>	<b>100.00</b>	<b>-</b>

**ii. Shareholding of Promoters**

Sr. No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change during the year
		No. of Share	% of Total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Share	% of Total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Small Industries Development Bank of India (SIDBI)	75,00,000	30.00%	-	1,50,00,000	30.00%	-	0.00%
2	NSE Investments Limited (NSEIL)	75,00,000	30.00%	-	1,50,00,000	30.00%	-	0.00%

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

Sr. No.	Name	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
<b>1</b>	<b>Small Industries Development Bank of India (SIDBI)</b>				
	At the beginning of the year	75,00,000	30.00	1,50,00,000	30.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease	75,00,000			
	At the end of the year	1,50,00,000		1,50,00,000	30.00

Sr. No.	Name	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
<b>2</b>	<b>NSE Investments Limited (NSEIL)</b>				
	At the beginning of the year	75,00,000	100.00	1,50,00,000	30.00
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g.	75,00,000			
	At the end of the year	1,50,00,000		1,50,00,000	30.00

## iv. Shareholding Pattern of top 10 Shareholders (other than Directors, Promoters &amp; Holders of GDRs &amp; ADRs):

Sr. No.	Name	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
<b>1</b>	<b>ICICI Bank Limited (ICICI)</b>				
	At the beginning of the year	25,00,000	10.00	49,95,000	9.99
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus / sweat equity etc.)	24,95,000	-	-	-
	At the End of the year	49,95,000		49,95,000	9.99

Sr. No.	Name	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
<b>2</b>	<b>State Bank of India (SBI)</b>				
	At the beginning of the year	24,75,000	9.90	49,50,000	9.90
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus / sweat equity etc):	24,75,000	-	-	-
	At the end of the year	49,50,000		49,50,000	9.90

Sr. No.	Name	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
<b>3</b>	<b>YES Bank Limited</b>				
	At the beginning of the year	20,00,000	8.00	40,00,000	8.00
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus / sweat equity etc):	20,00,000	-	-	-
	At the end of the year	40,00,000		40,00,000	8.00%

Sr. No.	Name	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
<b>4</b>	<b>SBI Capital Markets Limited</b>				
	At the beginning of the year	15,25,000	6.10	30,50,000	6.10
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus / sweat equity etc):	15,25,000	-	-	-
	At the end of the year	30,50,000		30,50,000	6.10%

Sr. No.	Name	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
<b>5</b>	<b>ICICI Securities Limited</b>				
	At the beginning of the year	15,00,000	6.00		
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus / sweat equity etc):	No change	-	-	-
	At the end of the year			15,00,000	3.00

Sr. No.	Name	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
<b>6</b>	<b>ICICI Home Finance Limited</b>				
	At the beginning of the year	-	-	15,05,000	3.01
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus / sweat equity etc):	15,05,000	3.01	-	-
	At the end of the year	15,05,000	3.01	15,05,000	3.01

- v. Shareholding of Directors and Key Managerial Personnel: None of the Directors/ Key Managerial Personnel hold shares in the Company

## V. INDEBTEDNESS

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

	Secured Loans excluding deposits	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	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-
Change in Indebtedness during the financial year				
· Addition	-	-	-	-
· Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	-	-	-

## VI. Remuneration of Directors And Key Managerial Personnel

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

Sr.No.	Particulars of Remuneration	Mr. Ketan Gaikwad, MD and CEO
1	Gross salary	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961.	8,857,236
	(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	
2	Stock Option	
3	Sweat Equity	
4	Commission - as % of profit - others, specify...	
5	Others, please specify	
	<b>Total</b>	<b>8,857,236</b>

## iii. Remuneration to other directors:

Sr.No.	Particulars of Remuneration	Name of Directors		Total Amount (Rs.)
		Mr. Janki Ballabh	Mr. Raman Uberoi	
1	<b>Independent Directors</b>			
	- Fee for attending board /committee meetings	1,80,000.00	1,80,000.00	<b>3,60,000.00</b>
	- Commission	-	-	-
	- Others, please specify	-	-	-
	<b>Total (1)</b>	<b>1,80,000.00</b>	<b>1,80,000.00</b>	<b>3,60,000.00</b>
2	<b>Other Non-Executive Directors</b>			
	- Others, please specify			
	- Fee for attending board /committee meetings	-	-	-
	- Commission	-	-	-
	- Others, please specify	-	-	-
	<b>Total (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total (B)=(1+2)</b>	<b>1,80,000.00</b>	<b>1,80,000.00</b>	<b>3,60,000.00</b>
	<b>Total Managerial Remuneration</b>			<b>3,60,000.00</b>
	Ceiling as per the Act	Rs.20000 per board meeting and Rs.10000 per committee meeting		

## iv. Remuneration to key managerial personnel other than md/manager/wtd

#	Particulars of Remuneration	Mr. Kailashkumar Varodia, CFO	Ms. Riya Sawant, CS (1st April 2019 to September 25, 2019)	Ms. Anita Thomas, CS (November 11, 2019 onwards)	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	31,85,660.00	6,06,471.00	2,95,152.00	<b>40,87,283.00</b>
	(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	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	<b>Total</b>	<b>31,85,660.00</b>	<b>6,06,471.00</b>	<b>2,95,152.00</b>	<b>40,87,283.00</b>



**VII. Penalties / punishment/ compounding of offence:**

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			<b>NIL</b>		
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment			<b>NIL</b>		
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment			<b>NIL</b>		
Compounding					

For and on behalf of the Board of Directors Receivables Exchange of India Limited

**Ketan Gaikwad**  
 Managing Director and CEO  
 DIN: 08359705

**Raman Uberoi**  
 Director  
 DIN: 03407353

Date: June 17, 2020  
 Place: Mumbai