

DIRECTORS' REPORT

Dear Shareholders,

The Board of Directors have pleasure in presenting the 24th Annual Report of the Company along with Audited Balance Sheet as at 31st March 2021 and the Statement of Profit & Loss for the period ended 31st March 2021 together with the schedules and notes forming part of it, as audited and reported by the Auditors.

Financial Results

The summarized financial results of your Company for the FY 2020 - 2021 are:

Description	2020-2021	2019-2020
Total Income	13,78,52,898	15,65,53,086
Total Expenditure	12,58,97,263	14,34,96,873
Profit before prior period items and tax	1,19,55,635	1,30,56,213
Prior period items	0	0
Profit before tax	1,19,55,635	1,30,56,213
Tax for the year	44,71,350	54,02,680
Less: Deferred Tax	6,75,066	(15,08,694)
Profit/(Loss) for the period	68,09,219	91,62,227

1. Performance Review

The period under review has been the toughest and consequently challenging time for the Company, due to the pandemic Covid-19 and as the members are aware, the situation is yet to reach normalcy.

Thanks to the goodwill your Company enjoys in the market that even during this very difficult year, the performance has been almost at par with that of the previous year.

The Company has reported total turnover of Rs.13.78 Cr. for the financial year as compared to Rs.15.66 Cr. in the previous year. Profit before Tax and Profit after tax is Rs.01.20 Cr. and Rs.0.68 Cr. respectively as against Rs.01.30 Cr. and Rs.0.92 Cr. in the previous year. The revenue from operations of the company witnessed a decrease from Rs.15.65 Cr. in 2019-20 to Rs. 13.78 Cr. in 2020-21.

The economy measures implemented during the pandemic period has helped us to reduce the total expenses to Rs.12.59 Cr. which improved our bottom-line performance. The company has recorded a net profit of Rs. 0.68 Cr. during the financial year 2020-21.

2. Dividend

To augment capital required for supporting and sustaining the growth of the Company, to retain the resources with the Company the Board of Directors has not recommended any dividend for the Financial Year 2020-21.

3. Reserves

During the FY 2020-21 the Company has utilized Rs.1,36,39,000/- from free reserves and Securities Premium Account to issue 13,63,900 fully paid Equity shares of Rs.10/- each as Bonus shares to the members.

During the period under report, the Company has reported a Net Profit of Rs 68,09,219/- and the Board proposes to transfer the same to the Reserves of the Company.

4. Transfer of Unclaimed Dividend to Investor Education and Protection Fund:

The company has not declared dividend so far and hence the provision is not applicable.

5. State of Company's Affairs:

Nature of Business and operations of the Company

During the year under review, there was no change in the nature of business of the Company. The company is mainly into the business of providing different types of retail loans to its customers such as Vehicle Loan, Loan Against Property, Pre-owned Car Loans, Personal Loans and Business Loans. The loan proposals are subject to strict due diligence under robust credit policies including credit check and field verification processes defined for each and every products on offer. The company continued to offer investment opportunities to customers in the form of fully secured Non-Convertible Redeemable Debentures strictly as per the Reserve Bank of India guidelines.

Economic Scenario

Government of India & the Reserve Bank of India have been quite proactive in mitigating the difficulties of the financial sector, due to the ongoing Covid 19 Pandemic. The projected GDP growth in the current financial year points to recovery of the economy and this should augur well for the financial sector.

However, the expectations come with the caveat that the predicted third wave may not play havoc as during the 1st and 2nd waves. However, peoples have learned to live with the pandemic and the current market trends and indications are quite positive about the future and normalcy will return in social life and commercial activities soon.

Business Plans

As discussed in earlier para, even though your company is not an exception to overall market trend and common phenomenon of downward trend on growth prospects and liquidity crunch due to market slow down and Covid'19 pandemic outbreak we have been quite successful in keeping its impact indeed insignificant in our system. We have been able to honour all our financial commitments to statutory bodies, lenders and salaries to our employees during the moratorium period without any interruption.

The company has put in place fresh business plans for the current year, with equal emphasis on top line and bottom-line performances. We have started financing second hand two-wheelers where competition is weak in comparison to new vehicle loans. Simultaneously, we have started Institutional PL with focus on groups who may not have much exposure to the banking system. Institutional PL is getting acceptance in the market and there

are no competitors in the market. The company is also planning to introduce few more innovative products to tide over the present market situation and also to sustain momentum of growth even in this adverse phase.

Branch Expansion

As you are aware, during the previous financial year your company has taken a decision to hold on the branch expansion plan for the time being and to give more emphasis for consolidation of business in existing branches till market returns to normalcy. Our primary objective was to explore new areas using the existing branches. The directors are pleased to report that considerable progress has been achieved on this front.

6. Disclosures pursuant to Non-Banking Financial Company –Non -Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 dated September 1, 2016

Your company has complied with all applicable regulations prescribed by Reserve Bank of India from time to time.

7. Resource Mobilisation

The Company as an NBFC, mobilisation of resources at optimal cost and its deployment in the most profitable and secured manner constitutes the two important functions of the Company. The major source of funds of the company was credit lines from banks and financial institutions but now the company is giving more emphasis on retail fund mobilisation through allotment of Secured Redeemable Non-Convertible Debentures (NCDs).

Share Capital

The authorized share capital of the Company is `Rs.25 Cr. (2,50,00,000 Equity Shares of Rs. 10/- each) and the paid-up share capital of the Company is 15.0029 Cr. (1,50,02,900 Equity Shares of Rs. 10/- each).

During the financial year the company has issued 13,63,900 fully paid Equity shares of Rs.10/- each as Bonus shares to the existing members in the ratio of 1 (one) Equity Share for every 10 (ten) Equity Shares held.

Issue of Non-Convertible Debentures

To meet the business needs, Company has been issuing Secured, Redeemable and Non-Convertible debentures of varied interest rates

in due compliance to RBI guidelines and relevant sections of Companies Act, 2013 and an amount of Rs.8,05,05,000/- has been mobilized during the period under report. All the debentures are secured and charge is created in favour of Debenture Trustee to secure the interests of debenture holders. As on 31st March, 2021 the outstanding balance of Secured Non-Convertible Debentures is Rs.17.77 Cr as against Rs.10.44 Cr. in the previous year.

Institutional Finance

The Company was mainly depending on institutional finance for its working capital requirements since inception but now the institutional fund houses have stopped debt financing for the time being, in view of the volatile market, which has further aggravated matters. However, discussions are progressing with financial institutions and banks for credit facilities and it is expected to be closed positively soon.

As on March 31, 2021, the total outstanding amount of credit facilities from Banks were Rs.8.14 Cr. as against Rs. 13.68 Cr. as on March 31, 2020.

8. Board Meetings

The Board of Directors has met 15 times to steer the affairs of the Company and the details are as given in **Annexure I**. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013.

9. Directors and Key Managerial Personnel

Resignation of Independent Director

Mr. Rudran Puthukulangara (DIN: 00546638), Independent Director has resigned from the Board of directors with effect from 1st September, 2020 citing personal Reasons.

Appointment of Independent Director

Mr. Ramanathan Annamalai (DIN: 02645247) was appointed as Independent Director in the Annual General Meeting held on 31st December, 2020 to fill vacancy caused due to the resignation of Mr. Rudran Puthukulangara.

Resignation of Executive Director

Mr. Puthamveetil Raman Sathyanarayanan (DIN: 07980702) has resigned from the post of Executive Director of the Company effective 1st October, 2020 due to his pre-occupation elsewhere and continuing as Non-Executive Director of the Company.

There has been no change in the Key Managerial Personnel of the Company during the financial year 2020-21

10. Directors' Responsibility Statement:

In terms of the requirements of section 134(3)(c) read with Rule 8, Companies (Accounts) Rules, 2014 and section 134(5) of the Companies Act 2013 Board of Directors of your Company hereby confirms that: –

- ❖ In the preparation of the Annual Accounts for the year ended 31st March 2021, applicable accounting standards have been followed, along with proper explanation relating to material departures, wherever necessary.
- ❖ The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and the profit of the Company for the year ended on 31st March 2021.
- ❖ The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- ❖ The Directors have prepared the annual accounts on a going concern basis.
- ❖ The Internal Financial Controls to be followed by the Company, as required under the prevailing laws, are properly laid down and such Internal Financial Controls are adequate and operating effectively.
- ❖ The Directors have prepared proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

11. Declaration given by Independent Directors:

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of Companies Act, 2013.

12. Compliance with Secretarial Standards of ICSI

The Company has complied with Secretarial Standards-1 (SS-1) on Board meetings and Secretarial Standards-2 (SS-2) on General meetings

issued by the Institute of Company Secretaries of India.

13. Policy on appointment and remuneration of Directors and performance evaluation

The Nomination and Remuneration committee of the company has formulated a policy for selection, appointment and remuneration of the directors, senior management personnel as required under Section 178(3) of Companies Act, 2013. The Committee was constituted at the Board meeting held on 5th October, 2019. The committee shall be responsible for Identifying persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the prescribed Criteria and recommend to the Board their appointment and removal. The committee also would Review and carry out the performance of Board members and make recommendations to the Board for improvement of performance if any required. The committees also would determine the qualifications, positive attitudes and independence of a director and recommend to the Board a policy, relating to remuneration for the Directors and KMPs.

14. Auditors and Auditors' Report

M/s A John Morris & Co, Chartered Accountants, Chennai hold office till the conclusion of 26th Annual General Meeting to be held in the year 2023.

The notes on financial statement referred to in the Auditors Reports' are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

15. Reporting of fraud by Auditors

During the year under review the Statutory Auditors have not reported to the Audit Committee under Section 143 (12) of the Companies Act 2013, any instance of fraud committed against the company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

16. Secretarial Audit Report

Secretarial Audit mandated under Section 204 of Companies Act 2013 is not applicable to the Company and hence Secretarial Audit Report is not annexed.

17. Cost Auditors

The company is not required to appoint a Cost

Auditor pursuant to the provisions of the Companies Act, 2013

18. Loans, Guarantees and Investments

The Company has neither provided any loans nor any guarantees nor made any investments during the period under report which comes under the purview of section 186 of the Companies Act.

19. Related Party Transactions under Section 188(1)

All contracts /arrangements / transactions entered by the Company with related parties were in the ordinary course of business and on an arm's length basis. The particulars of contracts/arrangements/ transactions entered by the Company with related parties during the financial year referred to in Section 188(1) of the Companies Act, 2013 in prescribed Form AOC-2 is appended as **Annexure II** to the Directors Report.

Details of all material transaction with related parties are disclosed at Note No.23 to the Financial Statements.

20. Status on Reserves and Surplus:

The Balance of Reserves & Surplus during the period 2019-20 was Rs. 2,75,41,750/- and for 2020-21 is Rs.2,11,53,310/-.

21. Acceptance of Deposits

The Company is a Non-Systemically Important Non-Deposit taking NBFC registered with Reserve Bank of India with Registration No. B-07.00612. The Company has not accepted deposits during the period under report and hence no default has been committed so far in its repayment and no amount is remaining as unpaid and unclaimed at the end of the financial year.

22. Human Resources

Human Resources are the backbone of any industry more so to companies like ours in the Financial Sector. HR Department is considered as the face and mind of the company which contribute to the productive work culture, morale, values, discipline and development of the organisation. It is need of the time to build a robust system through a process of up gradation and skill development to build a strong work culture and professionalism that will contribute to the success of the organisation and employee morale. The Company will continue its efforts in this direction.

The Company regards the employees as its core strength and provides opportunities to all staff for better learning and development.

23. Particulars of employees

None of the employee has received remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

24. Conservation of energy, technology up gradation Research & Development and foreign exchange transaction

The information pertaining to conservation of energy, technology absorption, research & development and foreign exchange earnings and outgo as required under section 134(3)(m) of the Companies Act 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are as follows.

Conservation of Energy and Technology absorption

Your Company being a Non-Banking Financial Company, its activities are not energy intensive. However, your Company has taken adequate measures for conservation of energy and usage of alternative source of energy wherever possible.

Similarly, the operations of the company do not require adoption of any specific technology. However, your Company has been in the forefront in implementing latest Information technologies and tools towards enhancing customer convenience as well as security efficiency.

Foreign Exchange Earnings and Outgo

There are no foreign exchange earnings and outgo during the period covered under this report.

25. Internal Audit and Internal Control

During the year under review the provisions of Section 138 of the Companies Act 2013 relating to the Internal Audit is not applicable to the company. However, the Company has followed and adopted appropriate policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's guiding policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures. The Internal Audit system takes care to see that the income leakages are guarded against while minimizing possibilities for

losses. The Internal Audit Department is in charge of an experienced professional having sufficient experience and expertise.

26. Risk Management Policy and its implementation

The risk management policy of the Company aims to identify diverse risks involved while conducting the business and set in motion strategies either to forestall them in advance or mitigate their impacts.

Some of the risks identified by the Company are as given below:

- a) Industrial Risks
- b) Management and Operations Risk
- c) Market Risk
- d) Credit & Liquidity Risk
- e) Systems & Technology Risk
- f) Legal & Compliance Risk

The basic steps involved in our Risk Management Policy are as follows:

- a) Identification of risk
- b) Evaluation of risk
- c) Handling of risk
- d) Implementation of the decisions
- e) Monitoring and reviewing
- f) Taking Corrective actions

27. Constitution of Audit Committee

The provisions of Section 177 of Companies Act, 2013 and rules made there under relating to the constitution of Audit Committee are applicable to our Company. The company has constituted audit committee in the financial year 2019-20

28. Introduction of various Corporate Policies & initiatives

To comply with the various provisions of 'Corporate Governance Mechanisms', and professionalize management of your Company, various Policy initiatives were introduced by the Board in the decision making and its executing process of the Company.

29. CSR Policy

Section 135 of Companies Act, 2013, which deals with Corporate Social Responsibility, is not

applicable to your Company per se. Hence it is not required to formulate policy on corporate social responsibility. However, as a responsible corporate citizen, we believe in the 'Triple Bottom Line' philosophy and contribute towards the sustainable development of People – Human Capital, Planet – Natural Capital and Profit and will introduce policies based on this.

30. Anti-Sexual Harassment Policy & Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition, Redressal) Act 2013

The Internal Complaints Committee constituted by the Company under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013 looks into the complaints of aggrieved women employees, if any, and is instrumental in promoting gender equality and justice and the universally recognized human right to work with dignity, prevention of sexual harassment of women at the workplace. During the year under review, there were no cases filed pursuant to the sexual harassment of women at work place (Prevention, prohibition and Redressal) Act, 2013.

31. Extract Of Annual Return:

The extract of Annual Return in Form No. MGT -9 as per section 134(3)(a) of the Companies Act, 2013 read with Rule 12 of Companies (Management and Administration) Rules 2014, is annexed to this report (**Annexure –3**) and forms integral part of the report.

32. Material Changes between the Date of the Board Report and End of Financial Year

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

33. Subsidiaries, Joint Ventures and Associate

For and on behalf of Board of Directors

(Chakkadath Vijayakumaran Nair)
Managing Director
(DIN: 07702882)

Place: Thrissur
Date: 24.09.2021

Companies

As on 31st March, 2021 the Company does not have any Joint venture or Associate Company or Subsidiary Company. So no company has become or ceased to be the Subsidiary/ Associate/Joint Venture of our company during the financial year under reference.

34. Details of significant and material orders passed by regulators or courts or tribunal

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operation in future.

35. General

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- ❖ Issue of equity shares with differential rights as to dividend, voting or otherwise.
- ❖ Disclosure regarding issue of Employee Stock Options
- ❖ Change in Accounting Policy
- ❖ Disclosure regarding issue of Sweat Equity Shares

36. Acknowledgement

The Board of Directors place on record their deep sense of gratitude to the Government of Kerala and Tamil Nadu, RBI Chennai, Registrar Companies, Coimbatore, Practicing Company Secretaries, Statutory Auditors, Debenture Trustee, South Indian Bank, Thrissur, Federal Bank Thrissur and several other Central and State Government authorities for their continued support. Directors also wish to convey their deep appreciation and gratitude to the shareholders, valued customers and employees for their wholehearted support and co-operation.

(Amith Madhavan)
Whole Time Director
(DIN: 07702830)

Place: Thrissur
Date: 24.09.2021

ANNEXURE I

DETAILS OF BOARD MEETING HELD

No of Board Meeting	Date of Board Meeting	Board Strength	No of Directors Present	No of Board Meeting	Date of Board Meeting	Board Strength	No of Directors Present
1	07.05.2020	6	2	9	23.10.2020	5	4
2	18.05.2020	6	2	10	27.10.2020	5	5
3	28.05.2020	6	4	11	25.11.2020	5	3
4	26.06.2020	6	4	12	16.12.2020	5	3
5	23.07.2020	6	3	13	08.01.2021	6	5
6	24.08.2020	6	4	14	02.03.2021	6	3
7	04.09.2020	5	4	15	26.03.2021	6	4
8	25.09.2020	5	3	16			

Sl. No.	Name of Director	DIN	No. of Meetings held during the tenure of	No. of Meetings Attended
1	Mr. Vijayakumaran Nair	07702882	15	15
2	Mr. PR Sathyanarayanan	07980702	15	06
3	Mr. Amith Madhavan	07702830	15	15
4	Mr. Sanal V Menon	07046818	15	12
5	Mr. N Muthuraman	02375046	15	05
6	Mr. Rudran P	00546638	06	00
7	Mr. Ramanathan A	02645247	03	00

Chakkadath Vijayakumaran Nair
Managing Director
(DIN: 07702882)

Amith Madhavan
Whole Time Director
(DIN: 07702830)

Place: Thrissur
Date: 24.09.2021

Place: Thrissur
Date: 24.09.2021

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

S. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	NA
2	Nature of contracts/arrangements/transaction	NA
3	Duration of the contracts/arrangements/transaction	NA
4	Salient terms of the contracts or arrangements or transaction including the value, if any	NA
5	Justification for entering into such contracts or arrangements or transactions'	NA
6	Date of approval by the Board	NA
7	Amount paid as advances, if any	NA
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NA

2. Details of contracts or arrangements or transactions not at Arm's length basis.

Sl No	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts /arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances if any	Any other Remarks
1	Amith Madhavan	Unsecured Loan	12 Months	13.00%	07.05.2020	Nil	--
2	Amith Madhavan	Unsecured Loan	12 Months	13.00%	28.05.2020	Nil	--
3	Amith Madhavan	Unsecured Loan	12 Months	13.00%	04.09.2020	Nil	--
4	Amith Madhavan	Unsecured Loan	12 Months	13.00%	25.11.2020	Nil	--
5	Amith Madhavan	Unsecured Loan	12 Months	13.00%	08.01.2021	Nil	--
6	Amith Madhavan	Unsecured Loan	12 Months	13.00%	02.03.2021	Nil	--
7	Amith Madhavan	Unsecured Loan	12 Months	13.00%	26.03.2021	Nil	--

Chakkadath Vijayakumaran Nair
Managing Director
(DIN: 07702882)

Amith Madhavan
Whole Time Director
(DIN: 07702830)

Place: Thrissur
Date: 24.09.2021

Place: Thrissur
Date: 24.09.2021

Form No MGT-9
EXTRACT OF ANNUAL RETURN
As on Financial Year ended on 31 March 2021
(Pursuant to section 92(3) of the Companies Act, 2013 and
Rule 12(1) of the Companies (Management and Administration) Rules, 2014

1. REGISTRATION & OTHER DETAILS

01	CIN	U65921TZ1996PLC007015
02	Registration	007015
03	Name of the Company:	TATTVA FINCORP LIMITED
04	Category / Sub-Category of the Company	Company limited by shares
05	Address of the Regd. Office of the Company	F-1, First Floor, Balaji Castle No:11, Father Randy Street, RS Puram, Coimbatore, TN - 640002
06	Whether Listed Company	NO
07	Name, Address & Contact details of the Registrar and Transfer Agent if any:	SKDC Consultants Limited Surya 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayalam Road, Coimbatore, TN - 641 028

2. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

SI No	Name & description of main products and services	NIC Code of the products	Percentage of Turn over
01	Financial and other credit activities	64920	87.21

3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable Section
Not Applicable					

4. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAK UP AS WITH PERCENTAGE OF TOTAL EQUITY.

(i) Category wise Share Holding

Category of share holder	No of shares held at the beginning of the year				No of shares held at the end of the year				% of Change
	D'mat	Physical	Total	% of shares	D'mat	Physical	Total	% of shares	
Promoters									
1. Indian									

a. Individual / HUF	48,77,500	--	48,77,500	35.76	53,65,250	--	53,65,250	35.76	--
b. Central Govt	--	--	--	--	--	--	--	--	--
c. State Govt(s)	--	--	--	--	--	--	--	--	--
d. Body Corps	--	--	--	--	--	--	--	--	--
e. Banks/FIs	--	--	--	--	--	--	--	--	--
f. Any other	--	--	--	--	--	--	--	--	--
Sub Total A(1)	48,77,500	--	48,77,500	35.76	53,65,250	--	53,65,250	35.76	--
2. Foreign	--	--	--	--	--	--	--	--	--
a. NRI Individuals	--	--	--	--	--	--	--	--	--
b. Other Individuals	--	--	--	--	--	--	--	--	--
c. Body Corporate	--	--	--	--	--	--	--	--	--
d. Any other	--	--	--	--	--	--	--	--	--
Sub total A(2)	--	--	--	--	--	--	--	--	--
Total A	48,77,500	--	48,77,500	35.76	53,65,250	--	53,65,250	35.76	--
Public	--	--	--	--	--	--	--	--	--
Institutions	--	--	--	--	--	--	--	--	--
a. Mutual Funds	--	--	--	--	--	--	--	--	--
b. Banks/FI	--	--	--	--	--	--	--	--	--
c. Central Govt	--	--	--	--	--	--	--	--	--
d. State Govt(s)	--	--	--	--	--	--	--	--	--
e. Venture Capital Funds	--	--	--	--	--	--	--	--	--
f. Insurance	--	--	--	--	--	--	--	--	--
g. FIIs	--	--	--	--	--	--	--	--	--
h. Foreign Capital Venture Funds	--	--	--	--	--	--	--	--	--
I. Others (specify)	--	--	--	--	--	--	--	--	--
Sub Total B(1)	--	NIL	NIL	NIL	--	NIL	NIL	NIL	NIL
Non Institutions	--	--	--	--	--	--	--	--	--
a. Body Corp	--	--	--	--	--	--	--	--	--
i. Indian	--	--	--	--	--	--	--	--	--
ii. Overseas	--	--	--	--	--	--	--	--	--
b. Individuals	--	--	--	--	--	--	--	--	--

Individual shareholders holding nominal share capital upto Rs 1 lakhs	--	--	--	--	8,000	--	8,000	0.05	0.05
Individual shareholders holding share capital in excess of Rs 1 lakh	64,63,990	22,97,510	87,61,500	64.24	96,29,650	--	96,29,650	64.19	(0.05)
HUF	--	--	--	--	--	--	--	--	--
NRIs	--	--	--	--	--	--	--	--	--
Overseas Corporate Bodies	--	--	--	--	--	--	--	--	--
Foreign Nationals	--	--	--	--	--	--	--	--	--
Clearing members	--	--	--	--	--	--	--	--	--
Trusts	--	--	--	--	--	--	--	--	--
Foreign Bodies	--	--	--	--	--	--	--	--	--
Sub Total B2	64,63,990	22,97,510	87,61,500	64.24	96,37,650	--	96,37,650	64.24	0.00
TOTAL B	64,63,990	22,97,510	87,61,500	64.24	96,37,650	--	96,37,650	64.24	0.00
Shares held by custodian for GDR & ADR	--	--	--	--	--	--	--	--	--
Grant Total	1,13,41,490	22,97,510	1,36,39,000	100	1,50,02,900	--	1,50,02,900	100	0.00

ii) Shareholding of Promoters

SI No	Share Holders' Name	Share Holding at the beginning of the year			Shareholding at the end of the year			% of change during the year
		No of shares	% of total shares	% of shares pledged	No of shares	% of total shares	% of shares pledged	
01	Mr. C Vijayakumaran Nair	23,87,500	17.50	--	26,26,250	17.50	--	NIL
02	Mr. PR Sathyanarayanan	15,00,000	11.00	--	16,50,000	11.00	--	NIL
03	Mr. Amith Madhavan	7,40,000	05.43	--	8,14,000	05.43	--	NIL
04	Mr. Sanal V Menon	2,50,000	01.83	--	2,75,000	01.83	--	NIL

iii) Change in promoters' shareholding:

Name of the promoter	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
C Vijayakumaran Nair	23,87,500	17.50	--	--
Increase / Decrease	--	--	2,38,750	1.09
At the end of the year	26,26,250	17.50	--	--

Name of the promoter	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
PR Sathyanarayanan	15,00,000	11.00	--	--
Increase/ Decrease	--	--	1,50,000	0.99
At the end of the year	16,50,000	11.00	--	--

Name of the promoter	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Amith Madhavan	7,50,000	5.43	--	--
Increase/Decrease	--	--	74,000	0.49
At the end of the year	8,14,000	5.43	--	--

Name of the promoter	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Sanal V Menon	2,50,000	1.83	--	--
Increase/ Decrease	--	--	25,000	0.16
At the end of the year	2,75,000	1.83	--	--

iv) Share Holding pattern of top ten shareholders (other than Directors, Promoters and Holders of GDR & ADRs):

Name of the Share Holder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Mr. CJ Kochu Mathew	4,37,500	03.21	--	--
Increase/Decrease	--	--	43,750	0.29
At the end of the year	4,81,250	03.21	--	--

Name of the Share Holder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Mr. Sathya K	4,00,000	02.93	--	--
Increase/Decrease	--	--	40,000	0.26
At the end of the year	4,40,000	02.93	--	--

Name of the Share Holder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Mr. Suresh Kannan	4,00,000	02.93	--	--
Increase/Decease	--	--	40,000	0.26
At the end of the year	4,40,000	02.93	--	--

Name of the Share Holder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Mr. Santhosh Kumar N	3,75,000	02.75	--	--
Increase/Decease	--	--	37,500	0.25
At the end of the year	4,12,500	02.75	--	--

Name of the Share Holder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Mr. Benny KD	3,50,000	02.57	--	--
Increase/Decease	--	--	35,000	0.24
At the end of the year	3,85,000	02.57	--	--

Name of the Share Holder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Mr. Rajendra Kumar	3,40,184	02.49	--	--
Increase/Decrease	--	--	34,018	0.23
At the end of the year	3,74,202	02.49	--	--

Name of the Share Holder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Ms.Laya Luke	3,15,000	02.31	--	--
Increase/Decrease	--	--	31,500	0.21
At the end of the year	3,46,500	02.31	--	--

Name of the Share Holder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Mr. Satheesh V	3,12,500	02.29	--	--
Increase/Decrease	--	--	31,250	0.21
At the end of the year	3,43,750	02.29	--	--

Name of the Share Holder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Mr. Sabu Joseph	3,10,000	02.27	--	--
Increase/Decrease	--	--	31,000--	0.21
At the end of the year	3,41,000	02.27	--	--

Name of the Share Holder	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Mr. Dinesh Menon	3,04,000	02.23	--	--
Increase/Decrease	--	--	30,400	0.20
At the end of the year	3,34,400	02.23	--	--

v) Share Holding of Directors & Key Managerial Personnel:

Name of the Director	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
C Vijayakumaran Nair	2387500	17.50	--	--
Increase / Decrease	--	--	2,38,750	1.09
At the end of the year	2626250	17.50	--	--

Name of the Director	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Amith Madhavan	7,50,000	5.43	--	--
Increase/Decrease	--	--	74,000	0.49
At the end of the year	8,14,000	5.43	--	--

Name of the Director	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Sanal V Menon	2,50,000	1.83	--	--
Increase/ Decrease	--	--	25,000	0.16
At the end of the year	2,75,000	1.83	--	--

Name of the Director (Independent)	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
N Muthuraman	--	--	--	--
Increase/ Decrease	--	--	--	--
At the end of the year	--	--	--	--

Name of the Director (Independent)	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Ramanathan A	--	--	--	--
Increase/ Decrease	--	--	--	--
At the end of the year	--	--	--	--

Name of the KMP (CS)	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Shinumon KS	--	--	--	--
Increase/ Decrease	--	--	--	--
At the end of the year	--	--	--	--

Name of the KMP (CFO)	Shareholding at the beginning of the year		Cumulative shareholding during the year	
	No of shares	% of share holding	No of shares	% of share holding
Sethumadhavan N	1,45,000	01.06	--	--
Increase/ Decrease			14,500	0.10
At the end of the year	1,59,500	01.06	--	--

5. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
At the beginning of the Financial Year				
i) Principal Amount	33,32,15,147/-	5,83,83,000/-	--	39,15,98,147/-
ii) Interest due but not paid	35,66,003/-	58,68,368/-	--	94,34,371/-
iii) Interest accrued but not due	--	--	--	--
TOTAL	33,67,81,150/-	6,42,51,368/-	--	40,10,32,518/-
Change in indebtedness during the Financial Year	-5,75,44,316/-	24,96,777/-	--	
Net Change	-5,75,44,316/-	24,96,777/-	--	-5,50,47,539/-
Indebtedness at the end of the Financial Year				
i) Principal Amount	27,64,15,406/-	5,83,83,000/-	--	33,47,98,406/-
ii) Interest due but not paid	28,21,428/-	83,65,145/-	--	1,11,86,573/-
iii) Interest accrued but not due	--	--	--	--
TOTAL	27,92,36,834/-	6,67,48,145/-	--	34,59,84,979/-

6. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

i) Remuneration to Managing Director, Whole Time Director and Manager

SI No	Particulars of Remuneration	Name of MD	Total Amount
		Mr. C Vijayakumaran Nair	
01	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) c) Profits in lieu of salary u/s 17(3)	Rs. 2,50,000/- per month Nil Nil	29,16,667.00 Nil Nil
02	Stock Option	--	--
03	Sweat Equity	--	--
04	Commission as per % of profit	--	--
05	Others (Bonus)	--	--
			29,16,667.00

ii) Remuneration to other Directors:

SI No	Name of Other Directors	Particulars of Remuneration	Total Amount
01	Mr. PR Sathyanarayanan	Rs.1,50,000/- per month (up to September, 2020)	8,25,000.00
		Other (Bonus)	0.00
			8,25,000.00
02	Mr. Amith Madhavan	Rs. 1,00,000/- per month	11,66,667.00
		Other (Bonus)	0.00
			11,66,667.00

iii) Remuneration to KMPs:

SI No	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CFO	CS	Total
01	Gross Salary				
	a) Salary as per provisions contained in section 17(1) of the Income Tax Act 1961	NIL	6,41,667.00	6,41,666.00	12,83,333.00
	b) Value of perquisites u/s 17(2)				
	c) Profits in lieu of salary u/s 17(3)				
	Stock Option	--	--	--	--
	Sweat Equity	--	--	--	--
	Commission as per % of profit	--	--	--	--
	Others	--	1500.00	97,900.00	99,400.00
	TOTAL		6,43,167.00	7,39,566.00	1,38,27,733.00

7. PENALTIES/PUNISHMENTS & COMPOUNDING OF OFFENCES

Type	Section of the Companies' Act	Brief Description	Details of the Punishment	Authority	Appeal made if any
COMPANY: NIL					
DIRECTORS: NIL					
OTHER OFFICERS IN DEFAULT: NIL					

Chakkadath Vijayakumaran Nair
Managing Director
(DIN: 07702882)

Amith Madhavan
Whole Time Director
(DIN: 07702830)