

**Annexure 'I'**

**Form No.MGT-9**

**EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON  
March 31, 2020**

**[Pursuant to section 92 (3) of the Companies Act, 2013 and rule 12(1) of the  
Companies (Management and Administration) Rules, 2014]**

**I. REGISTRATION AND OTHER DETAILS:**

i.	CIN	U67100MH2010PTC200030
ii.	Registration Date	12/02/2010
iii.	Name of the Company	SBI Payment Services Private Limited
iv.	Category / Sub-Category of the Company	Company Limited By Shares
v.	Address of the Registered office and contact details	State Bank Bhavan, 12th Floor, Madame Cama Road, Nariman Point, Mumbai – 400021.
vi.	Whether listed company	Yes/No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Pvt. Ltd. Address: 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059 Tel: + 91-22-6263 8200

**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
	Merchant Acquiring Business  (Activities auxiliary to financial service activities n.e.c.)	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
1.	State Bank of India	N.A.	Holding	74	2(46) of Companies Act, 2013

**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. Promoter</b>	0								
<b>1) Indian</b>									
a) Individual/ HUF	0	20	20	0	0	0	0	0	0
b) CentralGovt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	0	0	0	0	0	0	0	0	0
e) Banks / FI	4499980	0	4499980	74%	4500000	0	4500000	74%	0
f) Any Other	0	0	0	0	0	0	0	0	0
<b>Sub-total(A)(1):-</b>	<b>4499980</b>	<b>20</b>	<b>4500000</b>	<b>74%</b>	<b>4500000</b>	<b>0</b>	<b>4500000</b>	<b>74%</b>	<b>0</b>
<b>2) Foreign</b>									
g) NRIs-Individuals	0	0	0	0	0	0	0	0	0
h) Other-Individuals	0	0	0	0	0	0	0	0	0
i) Bodies Corp.	0	0	0	0	0	0	0	0	0
j) Banks / FI	0	0	0	0	0	0	0	0	0
k) Any Other....	0	0	0	0	0	0	0	0	0
<b>Sub-total(A)(2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>4499980</b>	<b>20</b>	<b>4500000</b>	<b>74</b>	<b>4500000</b>	<b>0</b>	<b>4500000</b>	<b>74</b>	<b>0</b>

<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) <b>Mutual Funds</b>	0	0	0	0	0	0	0	0	0
b) <b>Banks / FI</b>	0	0	0	0	0	0	0	0	0
c) <b>Central Govt</b>	0	0	0	0	0	0	0	0	0
d) <b>State Govt(s)</b>	0	0	0	0	0	0	0	0	0
e) <b>Venture Capital Funds</b>	0	0	0	0	0	0	0	0	0
f) <b>Insurance Companies</b>	0	0	0	0	0	0	0	0	0
g) <b>FIs</b>	0	0	0	0	0	0	0	0	0
h) <b>Foreign Venture Capital Funds</b>	0	0	0	0	0	0	0	0	0
i) <b>Others (specify)</b>	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(1)</b>	0	0	0	0	0	0	0	0	0
<b>2. Non Institutions</b>									
a) <b>Bodies Corp.</b>	1581082	0	1581082	26%	1581082	0	1581082	26%	0
<b>(i) Indian</b>									
<b>(ii) Overseas</b>									
b) <b>Individuals</b>	0	0	0	0	0	0	0	0	0
<b>(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh</b>									
<b>(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh</b>									
c) <b>Others(Specify)</b>	0	0	0	0	0	0	0	0	0
<b>Sub-total(B)(2)</b>	1581082	0	1581082	26%	1581082	0	1581082	26%	0

<b>Total Public Shareholding (B)= (B) (1)+ (B) (2)</b>	<b>1581082</b>	<b>0</b>	<b>1581082</b>	<b>26%</b>	<b>1581082</b>	<b>0</b>	<b>1581082</b>	<b>26%</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>6081062</b>	<b>20</b>	<b>6081082</b>	<b>100%</b>	<b>6081082</b>	<b>0</b>	<b>6081082</b>	<b>100%</b>	<b>0</b>

## ii. SHAREHOLDING OF PROMOTER

Sr No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No of shares	% of total shares of the company	% of shares pledge encumbered to total shares	No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	State Bank of India	4499980	74.00	0	4500000	74.00	0	-
2	Shri Ravindra Pandey	10	0.00	0	0	0.00	0	-
3.	Shri Ram Narayana Boga	10	0.00	0	0	0.00	0	-
4	<b>Total</b>	<b>4500000</b>	<b>74.00</b>	<b>0</b>	<b>4500000</b>	<b>74.00</b>	<b>0</b>	-

iii. CHANGE IN PROMOTERS SHARE HOLDING

Sr. No.	Name of the shareholders (Promoters)	Shareholding at the beginning of the Year					Cumulative Share holding during the year	
		No. of Shares at the beginning / end of the year	% of total shares of the company	Date of Debit/Credit	Increase / (Decrease) in Shareholding	Reason	No. of Shares	% of total shares of the company
1	State Bank of India	4499980	74.00	01.04.2019				
				14.10.2019	20	Transfer of 20 equity shares from Shri Ram Narayana Boga and Shri Ravindra Pandey respectively	4500000	74.00
				31.03.2020			4500000	74.00
2	Shri Ram Narayana Boga	10	0.00	01.04.2019				
				14.10.2019	-10	Transfer to State Bank of India	0	0.00
				31.03.2020			0	0.00
3	Shri Ravindra Pandey	10	0.00	01.04.2019				
				14.10.2019	-10	Transfer to State Bank of India		
		0		31.03.2020			0	0.00

**IV. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs):**

Sr. No.	Name of the shareholders	Shareholding at the beginning of the Year		Date of Debit/Credit	Increase/ (Decrease) in Shareholding	Reason	Cumulative Share holding during the year (01.04.2019-31.03.2020)	
		No. of Shares at the beginning /end of the year	% of total shares of the company				No. of Shares	% of total shares of the company
1	Hitachi Payment Services Private Limited	1581082	26.00	01.04.2019				
				-	-	-	1581082	26.00
		1581082	26.00	31.03.2020			1581082	26.00

## V. Shareholding of Directors & KMP

Sr. No.	Name of the shareholders (Directors and KMP)	Shareholding at the beginning of the Year		Date of Debit/Credit	Increase/ (Decrease) in Shareholding	Reason	Cumulative Shareholding during the year (01.04.2019-31.03.2020)	
		No. of Shares at the beginning/ end of the year	% of total shares of the company				No. of Shares	% of total shares of the company
1	Shri Ram Narayana Boga	10	0.00	01.04.2019				
				14.10.2019	-10	Transfer	0	0.00
		0	0.00	31.03.2020			0	0.00
2	*Shri Ravindra Pandey	10	0.00	01.04.2019				
				14.10.2019	-10	Transfer	0	0.00
		0	0.00	31.03.2020			0	0.00

\*Note: Shri Ravindra Pandey resigned as Nominee Director and Chairman of the Board w.e.f May 15, 2019

## VI. INDEBTEDNESS

	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	0	0	0	0
iii) Interest accrued but not				
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year				
- Addition	0	0	0	0
- Reduction				
<b>Net Change</b>	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due				
Total (i+ii+iii)	0	0	0	0

**Vii. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

<b>Sr. No.</b>	<b>Particulars of Remuneration</b>	<b>Name of the Director</b>	<b>Total Amount</b>
1	<b>Gross Salary</b>	NIL	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.		
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961		
	(c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		
2	Stock Option		
3	Sweat Equity		
4	Commission		
	as % of profit		
	others (specify)		
5	Others, please specify		
	<b>Ceiling as per the Act</b>		



**B. Remuneration to other Directors:**

**(in INR)**

Sr. No	Particulars of Remuneration	Name of the Directors			Total Amount
		Shri Aravamundan Krishnakumar	Shri Shankar Aggarwal	Shri S Ravi	
1	Independent Directors				
	(a) Fee for attending board committee meetings	4,10,000	3,15,000	1,60,000	8,85,000
	(b) Commission	-	-	-	-
	(c) Others, please specify	-	-	-	-
	<b>Total (1)</b>	4,10,000	3,15,000	1,60,000	8,85,000
2	Other Non-Executive Directors	-	-	-	-
	(a) Fee for attending board committee meetings	-	-	-	-
	(b) Commission	-	-	-	-
	(c) Others, please specify.	-	-	-	-
	<b>Total (2)</b>	-	-	-	-
	<b>Total (B)=(1+2)</b>	<b>4,10,000</b>	<b>3,15,000</b>	<b>1,60,000</b>	<b>8,85,000</b>
	<b>Overall Ceiling as per the Act.</b>	N.A.	N.A.	N.A.	N.A.

**C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD**

(in INR)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		Shri Aditya Sengar, CFO (01.04.2019 to 18.02.2020)	Shri Ritesh Sinha, CFO (Appointed w.e.f 20.02.2020)	Ms. Ekta Dhruva Company Secretary	
1.	<b>Gross Salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	*36,58,461	-	10,75,000	<b>47,33,461</b>
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	10,80,000	1,58,000	-	<b>12,38,000</b>
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit	-	-	-	-
	Others, Specify	-	-	-	-
5	Others please specify	-	-	-	-

**\*Note: Reimbursement of salary to SBI as CFO is deputed by SBI.**

**Viii. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES: NIL**

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	-	-	-	-	-
<b>B. Directors</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. Other Officers In Default</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

**For SBI Payment Services Private Limited**

**Sd/-  
Girikumar Madhavan Nair  
DIN: 08736699  
MD & Chief Executive Officer**

**Sd/-  
Sumil Vikamsey  
DIN: 08323257  
Nominee Director**

**Place: Mumbai  
Date: July 13, 2020**