

**Extract of Annual Return**  
{form (Form No. MGT 9)}

**1. Registration and other details of Company**

- i) CIN: U65999DL1998PTC093849
- ii) Registration Date: 15-05-1998
- iii) Name of the Company: SBI Cards and Payment Services Private Limited
- iv) Category / Sub-Category of the Company: Private Limited Company
- v) Address of the Registered office and contact details  
UNIT 401 & 402, 4TH FLOOR, AGGARWAL MILLENNIUM TOWER, E-1,2,3, NETAJI SUBHASH PLACE, WAZIRPUR, NEW DELHI - 110034  
Telephone with STD : 0124-4589803  
Fax Number : 0124-3987306  
E-Mail Address : payalm.chhabra@sbicard.com
- vi) vi) Whether listed company: No
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any:

**Debentures:**

Name of Registrar & Transfer Agents:	Zuari Investments Limited
Address	First Floor,5 Commercial Centre ,Jasola
Town / City :	New Delhi
State : Pin Code:	110025
Telephone :	91-11-46581300/41697900
With STD Area Code Number	011
Fax Number :	011-40638679
Email Address :	rta@adventz.zuarimoney.com

**Equity Shares:**

• Name of Registrar & Transfer Agents:	Skyline Financial Services Private Limited
• Address	4/A/9, Gundecha Onclave, Kherani Road, Sakinaka,
Town / City :	Mumbai
State : Pin Code:	400072
Telephone :	62215779
With STD Area Code Number	022
Fax Number :	-
Email Address :	Subhashdhingreha@skylinerta.com

**2. Principal Business Activity of the Company:**

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Credit Card Business	Division 64 and 66 Activities through credit cards	100%

**3. Particulars of Holding, subsidiary and associate Company**

Sl. No.	Name and address of the company	CIN/GLN	Holding/ subsidiary / associate	% of shares held	Applicable Section
1	STATE BANK OF INDIA State Bank Bhavan, Corporate Centre, Madame Cama Road, Nariman Point, Mumbai, Maharashtra 400021	-	Holding	74%	Section 2(46)

**4. Shareholding Pattern of the Company**

**a. 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 (1) Indian Banks / FI SBI</b>	471,000	2	471,000	60%	580,899	2	580,900	74%	14%
<b>Sub-total (A) (1):-</b>	471,000	2	471,000	60%	580,899	2	580,900	74%	14%

(2) Foreign Bodies Corp. GE CAPITAL MAURITIUS OVERSEAS INVESTMENTS	314,000,000	-	314,000,000	40%	-	-	-	-	40%
<b>Sub-total (A)(2):-</b>	314,000,000	-	314,000,000	40%	-	-	-	-	40%
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	785,000,000	2	785,000,002	100%	580,899,999	2	580,900,001	74%	26%
<b>B. Public Other Shareholding</b>  Foreign Bodies Corp.  CA Rover Holdings	-	-	-	-	204,100,001	-	204,100,001	26%	26%
<b>Sub-total (B)(1):-</b>	-	-	-	-	204,100,001	-	204,100,001	26%	26%
C. Shares held by Custodian for GDRs & ADRs	Nil								
<b>Grand Total (A+B+C)</b>	785,000,000	2	785,000,002	100%	785,000,000	2	785,000,002	100%	0

b. Shareholding of Promoters

S N o.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding
		No. of Shares	% of total Shares of the	% of Shares Pledged /	No. of Shares	% of total Shares	% of Shares Pledge d /	

			comp any	encum bered to total shares		of the comp any	encum bered to total shares	during the year
1.	SBI	471,000, 002	60%	0	580,90 0,001	74%	0	14%
2	GE CAPITA L MAURI TIUS OVERS EAS INVEST MENTS	314,000, 000	40%	0	-	-	-	40%

c. Change in Promoters' Shareholding:

S N o.		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
1.	At the beginning of the year	785,000,002	100%	785,000,002	100%
2	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease	(204,100,001) (Decrease in Promoter's Shareholding due to Transfer to CA Rover Holdings on 15/12/2017)	26%		
3	At the end of the year	580,900,001	74%	580,900,001	74%

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

S N o.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the compan y	No. of Shares	% of total Shares of the company
1.	At the beginning of the year	-	-	-	-
2	Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease	204,100,0 01 (Increase in Sharehold ing due to Transfer to CA Rover Holdings on 15/12/20 17)	26%		
3	At the end of the year	204,100,0 01	26%	204,100,00 1	26%

e. Shareholding of Directors and Key Managerial Personnel: Nil

**5. Indebtness**

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

	Secured Loans excluding deposits (INR)	Unsecured Loans (INR)	Deposits (INR)	Total Indebtedness (INR)

Indebtedness at the beginning of the financial year				
i) Principal Amount	71,617,176,564	10,862,312,942	-	82,479,489,506
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	146,137,534	-	146,137,534
Total (i+ii+iii)	71,617,176,564	11,008,450,476	-	82,625,627,040
Change in Indebtedness during the financial year				
• Addition	488,811,784,975	141,262,351,934	-	630,074,136,909
• Reduction	472,614,847,185	126,835,049,999	-	599,449,897,184
Net Change	16,196,937,790	14,427,301,935	-	30,624,239,725
Indebtedness at the end of the financial year				
i) Principal Amount	87,804,991,213	24,742,928,301	-	112,547,919,514
ii) Interest due but not paid	-	-	-	-

iii) Interest accrued but not due	9,123,141	692,824,110	-	701,947,251
Total (i+ii+iii)	87,814,114,354	25,435,752,411	-	113,249,866,765

Note: Principal Amount is net of unamortised discount of Rs. 248,624,169 (Previous Year- Rs. 855,652,336) in secured loans & Rs. 107,071,699 (Previous Year- Rs. 37,687,058) in Unsecured loans

**6. Remuneration of Directors and Key Managerial Personnel mentioning their gross salary, value of perquisites, profits in lieu of salary, etc**

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

Sl. no.	Particulars of Remuneration	Total Amount	Total Amount
		Manager/CEO - Shri Vijay Jasuja (01 <sup>st</sup> April 2017 to 14 <sup>th</sup> Dec-2017) *MD & CEO (15-Dec-2017 to 31 <sup>st</sup> - Jan-2018)	*MD & CEO - Shri Hardayal Prasad (01 <sup>st</sup> Feb 2018 to 31 <sup>st</sup> March 2018)
1.	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) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	6,174,917	944,972
2.	Stock Option	0	
3.	Sweat Equity	0	
4.	Commission	0	

	- as % of profit - others, specify...		
5.	Others, please specify	0	
	Total A	6,174,917	944,972
	Ceiling as per the Act	NA	

**\*Remuneration paid in capacity of CEO and not Managing Director.**

**B. Remuneration to other directors:**

S. No.	Particulars of Remuneration	Name of Directors			Total Amount
	Non-Executive Director	Shri Ashwini Kr Sharma	Smt Saraswathy Athmanathan	Shri Percival Sam Billimoria	
1.	Sitting Fee	1,70,000	2,30,000	0	4,00,000
	Total				4,00,000
	Ceiling as per the Act	NA	NA		

**C. Remuneration to key managerial personnel other than MD/manager/WTD**

Sl. no.	Particulars of Remuneration	Total Amount		
		Mr. Praveen Singh CFO (01-April-2017 - 31 <sup>st</sup> Aug-2017)	Mr. Nalin Negi CFO (01st-Sep-2017 to 31 <sup>st</sup> - Mar-2018)	Company Secretary
1.	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) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	2,850,263	0	5,269,131
2.	Stock Option	0	0	0
3.	Sweat Equity	0	0	0
4.	Commission	0	0	0



	- as % of profit - others, specify...			
5.	Others, please specify	0	0	0
	Total A	2,850,263	0	5,269,131

**7. 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					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

Date:

Place:

CHAIRMAN

DIN: 05328267

