

## DIRECTORS'S REPORT

To,  
The Members,

Your Directors have pleasure in presenting their 26th Directors' Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2020.

### 1. Financial Summary/highlights/Performance of the Company:

(Amount in Rs. Lakhs)

Particulars	31 March 2020 (Consolidated)	31 March 2019 (Consolidated)	31 March 2020 (Standalone)	31 March 2019 (Standalone)
Income from Operations	83,654	67,376	48,070	34,316
Other Income	3,753	2,603	2,574	1,140
Expenses (including depreciation & finance cost)	79,294	65,246	44,822	34,406
Profit before Tax	8,113	4,733	5,822	1,050
Tax Expense/ (Reversal for previous years)	5,480	-5,892	3,747	309
<b>Profit for the year</b>	<b>2,633</b>	<b>10,625</b>	<b>2,075</b>	<b>741</b>
Other Comprehensive Income (net of Income Taxes)	133	8	53	23
Total comprehensive income for the year	2,766	10,633	2,128	764
Earnings Per Share (Basic & diluted)	0.19	0.82	0.15	0.06
Capital Adequacy Ratio (%)	N/A	N/A	29.40%	21.21 %

During the Financial Year, your Company has earned a Profit after Tax ('PAT') of Rs 2,075 Lakhs as against Rs. 741 Lakhs in the previous Financial Year.

### 2. Reserves

There was transfer of INR 426 Lakhs to Statutory Reserve under section 45- IC of the Reserve Bank of India Act, 1934 during the year against last year's 153 Lakhs last year.

### 3. Dividend

During the Financial Year, your Directors have not recommended any interim or final dividend.

### 4. Brief description of the Company's working during the year/State of Company's affair:

The Assets under Management (AUM) as on 31 March 2020 were Rs 315,797 lakhs as compared to Rs. 295,767 lakhs as on 31 March 2019, an increase of 6.77% over the previous year.

Total income during FY 2019 -20 increased to 50,664 Lakhs from Rs. 35,456 Lakhs, an increase of 42.84% over the previous year.

The Company had an excellent year aided by strong volume growth across all its lines of businesses. During FY 2020, the Company launched various new products and variants to strengthen its business model and continue its growth momentum. Your Company has disbursed loans & lease as follows:

Business	Amount In Crores
<b>Corporate</b>	<b>321.5</b>
K12	277.7
<b>Secured</b>	<b>277.7</b>
BL	386.0
LAEP	157.9
SCF	41.1
<b>BL + Paytm</b>	<b>585.1</b>
PL	935.7
TW	172.8
CD	0.1
<b>PL +</b>	<b>1108.5</b>
Micro LAP	23.1
<b>Home Loan</b>	<b>23.1</b>
<b>Total</b>	<b>2315.8</b>

(Standalone Financial Receivable in Rs. Lakhs)

Particulars	March 31, 2020	March 31, 2019
Loans and Advances (Gross)*	300,297	295,767
Revenue from Operations	48,070	34,316

\* excluding Impairment loss allowance

There are no material changes in commitments of settlement of tax liabilities, operation of patent rights, depression in market value of investments, institution of cases by or against the Company, sale or purchase of capital assets or destruction of any assets etc, 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.

No significant and material orders were passed by the any regulator(s) or court(s) or tribunal(s) impacting the going concern status and Company's operations in future.

In line with its conservative approach, the Company continues to strengthen its provisioning norms beyond the RBI regulations by provisioning based on the experience and emerging trends. Consequently, the Company looking at the slow down in the economy and its impact on the business, on account of Covid-19 has taken additional provisioning on its portfolio. The Company continues to monitor its portfolio in view of this.

During Financial Year, the Company has following credit rating

Clix Capital	Long Term Rating	CARE AA – (Negative outlook)
	Short Term Rating	CARE A1+ CRISIL A1+

#### 5. Change in Business and Outlook for 2020-2021:

The Company is a NBFC with focus on lending to MSMEs and retail borrowers. The Company expanded the existing business and launched new products based on strong foundations of technology, analytics and robust risk management system in the current year. However, in view of the pandemic and its impact on the economy, the Company will recalibrate its business lines next year and focus on products keeping in mind the risk and reward parameters.

#### 6. Details of Subsidiary/Joint Ventures/Associate Companies:

The Company has two subsidiaries Clix Housing Finance Private Limited and Clix Finance India Private Limited. Details of the subsidiaries are to be provided in Form AOC-1 as **Annexure-1** to the Board Report.

#### 7. Deposits

The Company has not accepted any deposits from the public as defined in the Non-Banking Financial Companies (Reserve Bank of India) Directions, as amended till date.

#### 8. Auditors and their Reports

##### i. Statutory Auditor

The Company had appointed M/s. SR Batliboi & Associates LLP, Chartered Accountants, (Registration No: 101049W/E300004) as the Statutory Auditors of the Company in the 24<sup>th</sup> Annual General Meeting ("AGM") for a period of five consecutive financial years.

**Auditors' Report:** The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments, however in the annexure of the Audit Report. The Auditors' Report does not contain any qualification, reservation or adverse remark under the companies act, 2013. No frauds were reported by auditors under Section 143(12) of the Companies Act, 2013.

##### ii. Secretarial Auditor

The Company has appointed M/s VKC & Associates, Company Secretaries as the Secretarial Auditor of the Company. The Auditors' have given some recommendation /observations in their report and, those recommendation are self-explanatory in nature. The management took note of the same and endeavors to incorporate those in future. Secretarial Audit Report is annexed as **Annexure-2**.

## 9. Share Capital

During the year, under review, the Company has:

- Not issued any equity shares with differential rights and no disclosures required per the provisions of Rule 4(4) of Companies (Share Capital and Debentures) Rules, 2014 except as given in the notes of the annual accounts
- Not issued any sweat equity shares and no disclosures required per the provisions of Rule 8(13) of Companies (Share Capital and Debentures) Rules, 2014.
- During the period under review, the Company has increase subscribed capital and paid-up capital of the Company through right issue of 11,05,00,000 shares of Rs. 10/- each. The Subscribed and paid-up capital of the Company now amounts to Rs.1,407,584,452.

## 10. ESOP Scheme/Plan of the Holding Company:

In the current Financial year, Clix Capital Services Private Limited (“**Holding Company**”) has approved and adopted Employee Stock Options Scheme/Plan under Section 62(1)(b) of the Companies Act, 2013, wherein employees of the Company and its subsidiaries are entitled to participate in this scheme. During the Year the Company has granted 23,435,000 no of options.

**Disclosure Pursuant to Rule 12 (9) of Share Capital and Debentures) Rules 2014 to given below;**

Points	1 Apr 19 - 31Mar 20
a) options granted;	23,435,000
(b) options vested;	0
(c) options exercised;	0
(d) the total number of shares arising as a result of exercise of option;	0
(e) options lapsed;	0
(f) the exercise price;	June 2019   Rs. 15.10; Jan 2020   Rs. 14.00
(g) variation of terms of options;	Yes, as per Shareholders approval dated February 20, 2020
(h) money realized by exercise of options;	0
(i) total number of options in force;	23,435,000
(j) employee wise details of options granted to	135 Employees
(i) key managerial personnel;	Bhavesh Gupta, Vikas Aggarwal, Venkataraman Bharatwaj, Rashmi Mohanty, Ashhish K Paanday,
(ii) any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year.	0
(iii) identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant;	0

### 11. Annual Return

The extract of the Annual Return as at March 31, 2020, in the prescribed form MGT 9, forms part of this Board's report as "Annexure - 3".

### 12. Conservation of energy, technology absorption and foreign exchange earnings and outgo:

The operations of the Company, being financial services related to require normal consumption of electricity. Given the nature of the activities of the Company the provisions pertaining to conservation of energy and technology absorption are not applicable to the Company. However, the Company is still taking every necessary step to reduce the consumption of energy and technology absorption. The details of Foreign Exchange Earnings and Outgo are as follows:

Particulars	March 31,2020 (Rs. Lakh)	March 31,2019 (Rs. Lakh)
Earnings in foreign exchange (Inflows)		-
Service income and professional fees	-	-
Expenditure in foreign exchange (Outflows)		-
Expenses on ESOP	-	-
Corporate and other Service Charges	-	-
Share Issue expenses	79	-
Legal and professional	11	59
Debt Issuance Cost	17	-
Advertisement and Sales Promotion	-	38
Salary and Wages	-	-

### 13. Corporate Social Responsibility (CSR) Reporting/CSR Policy:

The Board of Directors of the Company adopted the CSR policy and the same has been posted on the website of the Company and will be submitted to the Regulators, if required. (<http://www.clix.capital/our-policies>). The objective of CSR Policy of the Company is to continue to contribute towards social welfare projects for benefits of persons, especially women, focusing on providing education, vocational training, promoting health care facilities to economically weaker and underprivileged section of the Society and to do such other activities as may be permissible under Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014. The Composition of CSR Committee are as follows:

- Pramod Bhasin
- Anil Chawla
- Parth Gandhi
- Shekhar Mohan Lal Daga

During the period under review the Company was not required to spend CSR amount, owing to average loss of Rs. 784 lakhs in last 3 years.

Further, the details about CSR are specified in "Annexure-4".

#### **14. Directors:**

##### **i) Board of Directors and KMP:**

As on 31.03.2020, following members at the Board:

- Pramod Bhasin
- Anil Chawla
- Parth Gandhi
- Shekhar Daga
- Kalpesh Kikani
- Steve Martinez
- Rashmi Mohanty- Whole Time Director & CFO
- Bhavesh Gupta- CEO
- Ashish Kumar-Company Secretary

##### **ii) Change in Key Managerial Personnel ("KMP"):**

The Company has observed following changes in KMP during the period under review;-

The Company has appointed Ms. Rashmi Mohanty as Whole Time Director of the Company on 28.11.2019. In place of Mr. Vikas Aggarwal, the Whole Time Director, resigned on September 23, 2019, Mr. Venkatraman Bharatwaj was working as Whole Time Director of the company from the period between 23.09.2019 to 28.11.2019. Hardeep Singh has Resigned as Chief Financial Officer of the Company, on 23<sup>rd</sup> September 2019. Rashmi Mohanty has been appointed as CFO & Whole Time Director of the Company on 28<sup>th</sup> November 2019. Mrs. Suruchi Nangia resigned from the post of additional director on 23<sup>rd</sup> September, 2019.

##### **iii) Declaration by Independent Directors:**

The criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 is not applicable to the Company.

#### **15. Compensation Committee (formerly known as Nomination and Remuneration Committee) and Formal Annual Evaluation:**

The Fit and Proper Criteria for Directors Policy adopted by the Company is posted on the website of the Company (<http://www.clix.capital/our-policies>).

Pursuant to the said policy, Compensation Committee obtained and took note of Fit and Proper declarations received from all its directors for ascertaining the fit and proper criteria at the time of appointment of directors and on a continuing basis.

Pursuant to the provisions of the Companies Act, 2013 and RBI Directives, the Compensation Committee of the Company has carried out an annual evaluation of the Board of Directors on basis of self-evaluation form received from all directors.

The constitution of the Compensation Committee as on 31<sup>st</sup> March, 2020 was as follows:

- Pramod Bhasin
- Anil Chawla
- Parth Gandhi
- Shekhar Daga

The Board of Directors of the Company has always accepted the recommendations of the Compensation Committee.

**16. Audit Committee:**

The constitution of the Audit Committee as on 31<sup>st</sup> March, 2020 was as follows:

- Pramod Bhasin
- Anil Chawla
- Parth Gandhi
- Shekhar Daga

The Board of Directors of the Company has always accepted the recommendations of the Audit Committee.

**17. Vigil Mechanism**

The Company has a duly adopted Vigil Mechanism which aims to provide a mechanism to the employees and directors of the Company to report instances of unethical behavior, actual or suspected fraud or violation of the Company's code of conduct. It also provides for adequate safeguards against victimization of Directors and employees who avail the mechanism and provides for direct access to the Chairman of the Audit Committee, in exceptional cases. The said policy is available on the website. (<http://www.clix.capital/our-policies>).

**18. Number of meetings of the Board of Directors:**

The details of the Six (6) Board meetings held, in accordance with the applicable guidelines and rules, during the year ended March 31, 2020 are as follows:

S. No.	Date	Directors present
1	May 27, 2019	Pramod Bhasin, Anil Chawla, Parth Gandhi, Shekhar Daga , Suruchi Nangia and Vikas Aggarwal
2	June 28, 2019	Shekhar Daga, Suruchi Nangia and Vikas Aggarwal.
3	September 23, 2019	Anil Chawla and Shekhar Daga
4	November 28, 2019	Pramod Bhasin, Anil Chawla, Parth Gandhi, Shekhar Daga
5	February 14, 2020	Pramod Bhasin, Anil Chawla, Parth Gandhi, Shekhar Daga, Steve Martinez and Rashmi Mohanty
6	February 20, 2020	Pramod Bhasin, Anil Chawla, Kalpesh Kikani and Rashmi Mohanty

The Gap between two Board Meetings was not more than 120 days.

**19. Audit Committee Meetings:**

The details of the Three (3) Audit Committee meetings held, in accordance with the applicable guidelines and rules, during the year ended March 31, 2020 are as follows:

S. No	Date	Members present
1	June 28, 2019	Shekhar Daga, Suruchi Nangia .
2	September 23, 2019	Anil Chawla and Shekhar Daga,
3	February 14, 2020	Pramod Bhasin, Anil Chawla, Parth Gandhi and Shekhar Daga,

**20. Corporate Social Responsibility (CSR) Committee Meetings:**

One CSR Committee meeting held during the year ended March 31, 2020.

S. No	Date	Members present
1	February 20, 2020	Pramod Bhasin and Anil Chawla

**21. Allotment Committee Meeting:**

No Allotment Committee meeting held during the year ended March 31, 2020.

**22. Risk Management Committee ("RMC") Meetings:**

The constitution of the Risk Committee as on 31<sup>st</sup> March, 2020 was as follows:

- Pramod Bhasin
- Anil Chawla
- Parth Gandhi
- Shekhar Daga

One Meeting of the Committee was held on February 14, 2020.

S. No	Date	Members present
1	February 14, 2020	Anil Chawla, Parth Gandhi, Shekhar Daga,

**23. Compensation Committee Meetings:**

The constitution of the Compensation Committee as on 31<sup>st</sup> March, 2020 was as follows:

- Pramod Bhasin
- Anil Chawla
- Parth Gandhi
- Shekhar Daga



The details of the Three (3) Compensation Committee meetings held, in accordance with the applicable guidelines and rules, during the year ended March 31, 2020 are as follows:

S. No.	Date	Directors present
1	May 27, 2019	Pramod Bhasin, Anil Chawla, Parth Gandhi and, Shekhar Daga
2	September 23, 2019	Anil Chawla and, Shekhar Daga
3	November 28, 2019	Anil Chawla and, Shekhar Daga

**24. Number of meetings of the Shareholders:** During the year, the Shareholders met only Three (3) times:

#	Type of Meeting	Date of Meeting	Attendees
1.	Annual General Meeting	September 23, 2019	Plutus Capital Pvt Ltd (Represented by Mukul Kanchan) Plutus Financial Pvt Ltd (Represented by Ashish Kumar)
2	Extra-ordinary General Meeting	December 26, 2019	Plutus Capital Pvt Ltd (Represented by Mukul Kanchan) Plutus Financial Pvt Ltd (Represented by Ashish Kumar)
3	Extra-ordinary General Meeting	February 26, 2020	Plutus Capital Pvt Ltd (Represented by Mukul Kanchan) Plutus Financial Pvt Ltd (Represented by Ashish Kumar)

**25. Particulars of loans, Guarantees/Investments:** Company is a registered Non-Banking Financial Company with RBI hence, Provisions related to Loans, Guarantees/Investments under Section 186 of the Companies Act, 2013 are not applicable to the Company. However, details are mentioned under the relevant head of Financial Statement.

**26. Particulars of contracts or arrangements with related parties:**

All contracts or arrangements with related parties, entered into or modified during the financial year, were on arm's length basis and in the ordinary course of business. All such contracts or arrangements approved by the Audit Committee of the Company through omnibus approval and post that noted by the Committee.

No material contracts/arrangements with related party has entered into during the year under review. Accordingly, no transactions reported in Form AOC-2. In line with the requirements of the Act and RBI Directives, the Company has formulated a Policy on Related Party Transactions available on Company's website and be submitted to the Regulators, if required. (<http://www.clix.capital/our-policies>)

The policy intends to ensure that proper approval, reporting and disclosure processes are in place for all transactions between the Company and related parties.

Your Directors draw attention of the members to **Notes** to the financial statement that sets out related party disclosures for the disclosures under Part A of the Schedule V of SEBI LODR.

**27. Managerial Remuneration:** Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 will be submitted with regulators, if required. Any concern person may contact to Company Secretary for such details.

**28. Risk Management Policy:**

End-to-End Risk Management is an integral part of the Company's business strategy. Risk Management in the Company covers amongst others, Credit, Market, Operational and Fraud Risk along with appropriate Collections policies. As part of the robust governance framework, each individual program policy defines the target market, customer selection and acceptance norms, portfolio triggers, desired financial returns, monitoring process etc. The Risk Management Committee (RMC) assists the Board in its oversight of key credit risks and its resultant compliances. The RMC reviews portfolio performance, monitors risk tolerance limits, reviews risk exposures related to specific issues. The company continues to invest in talent, processes and emerging technologies for building a robust and a forward-looking culture towards risk management.

**29. Directors' Responsibility Statement:** As required by Section 134(5) of the Companies Act, 2013, the Directors hereby confirm:

- a. that in the preparation of the annual accounts, the applicable accounting standards have been followed and that no material departures have been made from the same;
- b. that they 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 of the profit of the Company for that period;
- c. that they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. that they have prepared the annual accounts on a going concern basis;
- e. that the directors has devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
- f. the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

**30. Internal Financial Controls:**

The Company has adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design/operation observed per the provisions of Rule 8(5) of the Companies (Accounts) Rules, 2014.

**31. Disclosures under Prevention of Sexual Harassment of Women at Workplace Act, 2013:**

The Company has in place a Policy for prevention of Sexual Harassment, in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been set up to redress complaints. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Company did not receive any complaint regarding sexual harassment during FY 2019-20.

**32. Management Discussion and Analysis Report:**

The Management Discussion and Analysis Report of the Company have been attached as "Annexure-5" to this Report.

**33. Corporate Governance:**

Your Company has a strong and committed corporate governance framework, which encompasses policies, processes and people, by directing, controlling and managing activities with objectivity, transparency and integrity. Your Company is committed to ensure fair and ethical business practice, transparent disclosures and reporting. The focus of the Company is on statutory compliance, regulations and guidelines and ethical conduct of business throughout the organization with primary objective of enhancing stakeholder's value while being a responsible corporate citizen.


**34. Applicability of Cost Records: The Cost Audit Rules are not applicable on the company.**

**35. The Company has complied with all the Applicable Secretarial Standards.**

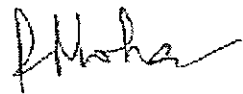
**36. Acknowledgements:**

Directors wish to place on record their heartfelt appreciation for the efforts of the Company's employees and the co-operation extended by the Customers, Suppliers, Bankers and all other business associates and wish that this support will continue in the road ahead with the same commitment.

For and on behalf of the Board of Directors of  
**Clix Capital Services Private Limited**



**Anil Chawla**  
Director  
DIN: 00016555



**Rashmi Mohanty**  
Director and Chief Financial Officer  
DIN:07072541

## Annexure-1

## FORM NO. AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures  
Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Lakhs)

Sl. No.	Particulars	1	2
1.	Name of the Subsidiary	Clix Finance India Private Limited	Clix Housing Finance Limited (formerly Known as Clix Housing Finance Private Limited)
2.	The date since when subsidiary was acquired	03 October 2016	02 December 2016
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	NA	NA
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	NA	NA
5.	Share capital	41,098	5,500
6.	Reserves and Surplus	34,317	656.58
7.	Total assets	186,825	20,730
8.	Total Liabilities	111,410	15,886.36
9.	Investments	1,589	-
10.	Turnover	34,697	2,315
11.	Profit/(Loss) before taxation	2,329	10.99
12.	Provision for taxation	1,733	-
13.	Profit/(Loss) after taxation	596	10.99
14.	Proposed Dividend	-	-
15.	Extent of shareholding (in percentage)	100	100

**Notes:** The following information shall be furnished at the end of the statement:

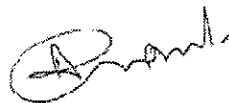
- Names of subsidiaries which are yet to commence operations: NIL
- Names of subsidiaries which have been liquidated or sold during the year: NIL

**Part "B": Associates and Joint Ventures**  
**Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

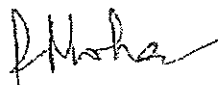
Names of Associates/Joint Ventures			
Relationship with the Company			
1. Latest Audited Balance Sheet Date			
2. Date on which the Associate or Joint Venture was associated or acquired			
3. Shares of Associate or Joint Ventures held by the company on the year end			
No.			
Amount of Investment in Associates/Joint Venture			
Extent of Holding (in percentage)			
4. Description of how there is significant influence			
5. Reason why the associate/joint venture is not consolidated			
6. Net worth attributable to shareholding as per latest audited Balance Sheet			
7. Profit or (Loss) for the year			
i Considered in consolidation			
i. Not Considered in consolidation			

1. Names of associates or joint ventures which are yet to commence operations: **NA**  
2. Names of associates or joint ventures which have been liquidated or sold during the year: **NA**

For and on behalf of the Board of Directors of  
Clix Capital Services Private Limited



**Anil Chawla**  
Director  
DIN: 00016555



**Rashmi Mohanty**  
Director and Chief Financial Officer  
DIN:07072541



**Ashhish K Paanday**  
Company Secretary  
Membership No: A23155

(Annexure- 3)

**EXTRACT OF ANNUAL RETURN  
FORM NO. MGT 9**

Extract of Annual Return as on financial year ended on 31.03.2020  
Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	U65929DL1994PTC116256
2.	Registration Date	11 <sup>th</sup> February, 1994
3.	Name of the Company	Clix Capital Services Private Limited (Formerly known as GE Money Financial Services Private Limited)
4.	Category/Sub-category of the Company	Indian Non-Government Company and a private company with limited liability
5.	Address of the Registered office & contact details	4th floor, Kailash Building, Kasturba Gandhi Marg, Connaught Place New Delhi-1 T: 011-43156000 E: ashhish.paanday@clix.capital W: www.clix.capital
6.	Whether Equity listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s Link Intime India Pvt. Ltd. C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup( w), Mumbai-400078, Maharashtra T: 011-41410592 P: 022-25963838 F: 022-25946969 W: www.linkintime.co.in

**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)

S.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the
1	Income on loans and advances and portfolio buyouts, sale of current investments and fixed deposits etc.	649 (Other financial service activities)	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

#	Name and Address of the Company	CIN/GLN	Holding/subsidiary/ Associate	% of shares	Applicable Section
1	Plutus Financials Pvt Ltd C/o. GFin Corporate Services Ltd, Level 6, GFin Tower, 42 Hotel Street, Cybercity, Ebene 72201, Mauritius	N.A.	Holding Company w.e.f. August 31, 2016	100%	2(46)
2	Clix Finance India Limited 4th floor, Kailash Building, Kasturba Gandhi Marg, Connaught Place New Delhi-1	U74899DL1993ULT055761	Subsidiary Company w.e.f. October 3, 2016	100%	2(87)
3	Clix Housing Finance Private Limited 4th floor, Kailash Building, Kasturba Gandhi Marg, Connaught Place New Delhi-1	U65999DL2016PTC308791	Subsidiary Company w.e.f. December 2, 2016	100%	2(87)



(b) Individuals	-	-	-	-	-	-	-	-	-
(i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	-	-	-	-	-	-	-	-	-
(ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	-	-	-	-	-	-	-	-	-
(c) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub- Total (B)(2): Total Public Shareholding (B)=(B)(1)+(B)(2)</b>									
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	14075844520	-	1407584452	100	1297084452	-	1297084452	100	0.00

### 2. Promoters' Shareholding

#	Shareholder's 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 Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Plutus Financials Pvt Ltd	129,70,84,45	100	N.A.	1407584452	100	N.A.	N.A.
2.	Plutus Capital Pvt Ltd	0	-	-	2	-	-	-

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

#	Particulars	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	129,70,84,452		N.A.	N.A.
	11050000 shares have been issued on right basis on 30.09.2019	11,05,00,000	N.A.	1,40,75,84,452	100
	At the end of the year	1,40,75,84,452	N.A.	N.A.	N.A.



4. Shareholding Pattern of top Ten Shareholders: Not Applicable  
(Other than Directors, Promoters and Holders of GDRs and ADRs):

S	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding at the end of 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	NA	NA	NA	NA
2	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc)		NA	NA	NA
3	At the end of the year	NA	NA	NA	NA

5. Shareholding of Directors and Key Managerial Personnel:

S. No.	Shareholding of each Directors and each 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	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

V. INDEBTEDNESS -INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT.

Particular	Secured Loan	Unsecured loan	Deposit	Total
<b>Indebtness at the beginning of the year</b>				
Principal amount	15,571,506,130.88	10,936,923,629.02		26,508,429,759.90
Interest due but not paid				
Interest accrued but not due	174,075,962.14	-		174,075,962.14
<b>Total</b>	<b>15,745,582,093.02</b>	<b>10,936,923,629.02</b>		<b>26,682,505,722.04</b>
<b>Change in indebtedness during the year</b>				
Addition	8,993,628,775.04	2,748,041,800.00		11,741,670,575.04
Reduction	8,900,877,377.25	4,062,227,204.39		12,963,104,581.64
Net change	92,751,397.79	(1,314,185,404.39)		(1,221,434,006.60)
<b>Indebtness at the end of the year</b>				
Principal amount	15,664,257,529.01	9,622,738,224.63	-	25,286,995,753.64



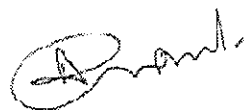
C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

(In lakhs)

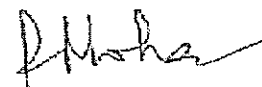
Particulars of Remuneration	Key Managerial Personnel			Total
	(Company Secretary)	(Chief Executive Officer) Bhavesh Gupta	(Chief Financial Officer)	
Gross salary	-	303	-	303
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
Stock Option	-	125	-	125
Sweat Equity	-	-	-	-
Commission - as % of profit - others, specify	-	-	-	-
Others, please specify	-	-	-	-
Total (A)	-	428	-	428
Ceiling as per the Act	Not	Not Applicable	Not Applicable	-

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	N.A.	-	N.A.	-	-
Punishment	N.A.	-	N.A.	-	-
Compounding	N.A.	-	N.A.	-	-
<b>B. DIRECTORS</b>					
Penalty	N.A.	-	N.A.	-	-
Punishment	N.A.	-	N.A.	-	-
Compounding	N.A.	-	N.A.	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	N.A.	-	N.A.	-	-
Punishment	N.A.	-	N.A.	-	-
Compounding	N.A.	-	N.A.	-	-



Anil Chawla  
Director  
DIN: 00016555



Rashmi Mohanty  
Director and Chief Financial Officer  
DIN:07072541

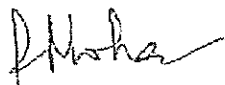


6. As we have also informed in the previous report, the Company intends to define its CSR initiatives around setting the foundation of various programs at a small scale to learn from on-ground realities, getting feedback from community and then putting an enhanced sustainable model to ensure maximum benefit to the community. Company seeks to undertake review of its previous CSR initiatives, assess its impact and then define new initiatives. For this motive, during the year, the Company has not spent on the CSR activities. Moving forward the Company will endeavour to spend on CSR activities in accordance with the prescribed limits.

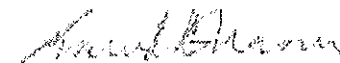
The Company is committed to support implementation and monitoring of CSR objectives and policy of the Company.

7. The CSR Committee hereby confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives of the Company.

For and on behalf of  
**Clix Capital Services Private Limited**



**Rashmi Mohanty**  
Director and Chief Financial Officer  
DIN:07072541



**Pramod Bhasin**  
Director & Chairman, CSR Committee  
DIN: 01197009

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****1. Industry structure and developments including Risks and concerns related thereto:**

India has emerged as one of the fastest growing major economy in the world and as per the World Bank estimated to grow 4.2 per cent in 2019-20.

The Non-banking Finance Companies (NBFCs) sector has been growing steadily over last few years. NBFCs have helped Indian financial system by creating sustainable models, with advanced analytical and technological capabilities to support unbanked, new to credit and micro segments in an efficient and profitable manner.

**2. Opportunities and Threats:**

A lot of tech-savvy online based NBFCs have emerged and the market is growing fast and carries the potential to absorb more players willing to address needs of the various segments that have been under-served thus far. Despite the Covid situation, which can be a hindrance for near term Covid Situations, there is tremendous potential for fintech companies that are providing business loans to SMEs and personal loans to consumers in long term.

**3. Outlook:**

Company has initiated steps to expand existing business and launch new products based on strong foundations of technology, analytics and robust risk management system. Company plans to hire highly trained and diverse team to achieve business growth in FY 19-20 and 18-19.

Company has formulated new IT strategy & defined implementation timelines to build a comprehensive technology platform. Company has taken steps to enhance sales force effectiveness, differentiated underwriting and initiate Fin-Tech partnerships. During FY 19-20 and onwards company plans to setup branches across various locations to expand business.

Company has invested on resources to enhance analytics and technology which will help to introduce new products and increase customer base of the Company.

**4. Internal control systems and their adequacy:**

The Company has well-defined organizational structure, policy guidelines, defined authority matrix for authorization of transactions and internal controls to ensure efficiency of operations, compliance with internal policies and applicable laws and regulations as well as protection of assets of the company. The company periodically performs risk & controls assessments around systems & processes to identify inherent risks, understand existing controls measures and determine residual risks requiring management attention.

The internal control system is supplemented by extensive internal audits, regular reviews by management and standard policies and guidelines to ensure reliability of financial and all other records to prepare financial statements and other data. The Audit Committee of the Board reviews internal audit reports to assess the effectiveness of controls and compliance with regulatory guidelines and gives such directions to the Management as necessary / considered appropriate. The Company has framed a compliance procedures to effectively monitor and supervise the compliance function in accordance with the statutory requirements.

**5. Discussion on financial performance with respect to operational performance:**

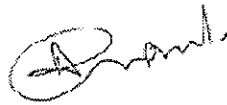
During current Financial Year, your Company has earned a Profit After Tax ('PAT') of INR 2,075 Lakhs as against 741 Lakhs in the previous Financial Year driven by income from lending activities.

**6. Material developments in Human Resources/Industrial Relations front, including number of people employed:**

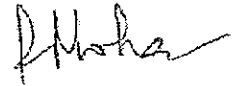
The Company ensures compliance of employment and labour laws, tracking changes in applicable regulations on a regular basis. The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules thereunder for prevention and redressal of complaints of sexual harassment at the workplace.

The Company is hiring best talent from the Indian Market for the Business Development of the Company.

For and on behalf of the Board of Directors of  
**Clix Capital Services Private Limited**



**Anil Chawla**  
Director  
DIN: 00016555



**Rashmi Mohanty**  
Director and Chief Financial Officer  
DIN:07072541

