

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# Annual Return

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L65990MH1994PLC080451

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AABCT4713F

(ii) (a) Name of the company

AFFLE (INDIA) LIMITED

(b) Registered office address

102, Wellington Business Park-I, Off Andheri Kurla  
Marol, Andheri (East)  
Mumbai  
Mumbai City  
Maharashtra-

(c) \*e-mail ID of the company

kapil@affle.com

(d) \*Telephone number with STD code

01244992914

(e) Website

www.affle.com

(iii) Date of Incorporation

18/08/1994

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	PublicCompany	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,  
Financial District, Nanakramguda, Serilingampally

(vii) \*Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM 24/09/2020

(b) Due date of AGM 30/09/2020

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J8	Other information & communication service activities	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 6

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Affle Holdings Pte. Ltd		Holding	52.62
2	Affle International Pte. Ltd		Subsidiary	100
3	PT. Affle Indonesia		Subsidiary	100

4	Affle MEA FZ-LLC		Subsidiary	100
5	Mediasmart Mobile S.L		Subsidiary	100
6	Mediasmart Mobile Limited		Subsidiary	100

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	30,000,000	25,496,367	25,496,367	25,496,367
Total amount of equity shares (in Rupees)	300,000,000	254,963,670	254,963,670	254,963,670

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	30,000,000	25,496,367	25,496,367	25,496,367
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	300,000,000	254,963,670	254,963,670	254,963,670

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>				
<b>At the beginning of the year</b>	24,288,314	242,883,140	242,883,140	
<b>Increase during the year</b>	1,208,053	12,080,530	12,080,530	887,918,955
i. Public Issues	1,208,053	12,080,530	12,080,530	887,918,955
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify	0	0	0	
0				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify	0	0	0	
0				
<b>At the end of the year</b>	25,496,367	254,963,670	254,963,670	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	

<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
0	0	0	0	
<b>At the end of the year</b>	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil

[Details being provided in a CD/Digital Media]

Yes  No  Not Applicable

Separate sheet attached for details of transfers

Yes  No

(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
<b>Total</b>			0

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
<b>Total</b>					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

**(i) Turnover**

1,822,260,000

**(ii) Net worth of the Company**

1,650,330,000

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	32	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				

	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	17,433,830	68.38	0	
10.	Others	0	0	0	
	<b>Total</b>	17,433,862	68.38	0	0

**Total number of shareholders (promoters)**

3

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1,225,841	4.81	0	
	(ii) Non-resident Indian (NRI)	193,024	0.76	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	8,213	0.03	0	
4.	Banks	12	0	0	

5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	2,245,347	8.81	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,756,273	6.89	0	
10.	Others (Alternative Investment Fund)	2,633,795	10.33	0	
	<b>Total</b>	8,062,505	31.63	0	0

**Total number of shareholders (other than promoters)**

27,548

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

27,551

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	4	27,548
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive



<b>A. Promoter</b>	1	0	1	0	0	0
<b>B. Non-Promoter</b>	3	6	3	6	0	0
(i) Non-Independent	3	1	3	1	0	0
(ii) Independent	0	5	0	5	0	0
<b>C. Nominee Directors Representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	4	6	4	6	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Anuj Khanna Sohum	01363666	Managing Director	32	
Anuj Kumar	01400273	Director	1	
Kapil Mohan Bhutani	00554760	Director	3	01/06/2020
Charles Yong	08160891	Director	0	01/06/2020
MeiTheng Leong	08163996	Director	0	
Bijynath	08160918	Director	0	
Sudhir Mohanlal Jatia	00031969	Director	0	01/06/2020
Naresh Chand Gupta	00172311	Director	0	01/06/2020
Vivek Narayan Gour	00254383	Director	0	
Sumit Mamak Chadha	05207581	Director	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
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Akanksha Gupta	ARHPG1045R	Company Secretary	01/05/2019	Resignation
Parmita Choudhury	AODPC7650P	Company Secretary	01/06/2019	Appointment

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	10/07/2019	7	6	100

### B. BOARD MEETINGS

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01/06/2019	10	10	100
2	29/06/2019	10	10	100
3	06/08/2019	10	9	90
4	28/09/2019	10	9	90
5	09/11/2019	10	10	100
6	03/02/2020	10	9	90
7	21/03/2020	10	9	90

### C. COMMITTEE MEETINGS

Number of meetings held

13

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
S. No.	Type of meeting		Total Number of Members as on	Attendance	

		Date of meeting	the date of the meeting	Number of members attended	% of attendance
1	Audit Committee	01/06/2019	3	3	100
2	Audit Committee	29/06/2019	3	3	100
3	Audit Committee	28/09/2019	3	3	100
4	Audit Committee	09/11/2019	3	3	100
5	Audit Committee	03/02/2020	3	3	100
6	Nomination & Remuneration Committee	29/06/2019	3	2	66.67
7	Nomination & Remuneration Committee	21/03/2020	3	2	66.67
8	Risk Management Committee	01/06/2019	4	4	100
9	Risk Management Committee	28/09/2019	4	4	100
10	Corporate Social Responsibility Committee	21/03/2020	3	3	100

#### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	24/09/2020
								(Y/N/NA)
1	Anuj Khanna Sohum	7	7	100	6	6	100	Yes
2	Anuj Kumar	7	6	85.71	2	2	100	Yes
3	Kapil Mohan Bhutani	7	7	100	0	0	0	Yes
4	Charles Yong	7	7	100	2	2	100	Not Applicable
5	MeiTheng Leong	7	7	100	4	4	100	Yes
6	Bijynath	7	7	100	5	4	80	Yes
7	Sudhir Mohanlal Jatia	7	4	57.14	2	1	50	Not Applicable
8	Naresh Chand Gupta	7	7	100	7	7	100	Not Applicable
9	Vivek Narayan Gour	7	7	100	5	5	100	Yes
10	Sumit Mamak Chadha	7	7	100	8	8	100	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL** Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Anuj Khanna Sohum	Managing Director	253,200	0	0	0	253,200
2	Anuj Kumar	Executive Director	11,627,546	0	0	0	11,627,546
	Total		11,880,746	0	0	0	11,880,746

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Kapil Mohan Bhutani	Chief Financial Officer	9,300,000	0	0	0	9,300,000
2	Parmita Choudhury	Company Secretary	713,838	0	0	0	713,838
3	Akanksha Gupta	Company Secretary	150,486	0	0	0	150,486
	Total		10,164,324	0	0	0	10,164,324

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS

 Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(A) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment** Yes  No**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

KIRAN SHARMA

Whether associate or fellow

 Associate  Fellow

Certificate of practice number

3116

**I/We certify that:**

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...

1

dated

01/06/2019

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

LEONG MEI THENG  
Digitally signed by  
LEONG MEI THENG  
Date: 2020.11.23  
20:14:14 +05'30'

DIN of the director

08163996

**To be digitally signed by**

PARMITA CHAUDHURY  
Digitally signed by  
PARMITA CHAUDHURY  
Date: 2020.11.23  
20:15:01 +05'30'

- Company Secretary  
 Company secretary in practice

Membership number

26261

Certificate of practice number

**Attachments**

1. List of shareholders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach  
Attach  
Attach  
Attach

**List of attachments**

Remove attachment

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

# KIRAN SHARMA & CO.

## Company Secretaries

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2015]

### CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records, books and papers of **AFFLE (INDIA) LIMITED** having **CIN: L65990MH1994PLC080451** (the "Company") as required to be maintained under the Companies Act, 2013 (the "Act") and the rules made there-under for the financial year ended as at 31<sup>st</sup> March, 2020.

In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately;
- B. During the aforesaid financial year the Company has complied with provisions of the Act & applicable Rules as detailed hereunder in respect of:
  1. Its status under the Act; (The Company's equity shares were Listed on BSE Limited and National Stock Exchange of India Limited w.e.f 8th August, 2019)
  2. The Company has maintained registers/records & made entries therein within the prescribed time;
  3. The Company has filed all forms and returns as stated in the annual return, with the Registrar of Companies, Central Government, Regional Director, the Tribunal, Court or other authorities (SEBI, NSE & BSE) within the prescribed time or with additional fee wherever required as prescribed under the Act and the rules made there under during the financial year ending as at 31st March 2020;
  4. The Company has called/ convened/ held meetings of Board of Directors or its Committees, and meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minutes Book maintained for the purpose and the same have been signed;
  5. The Company was not required to close its Register of Members during the financial year ending as at 31st March, 2020;



6. The Company has not advanced any loan to its directors and/or persons or firms or Companies referred in section 185 of the Act, during the financial year ending as at 31<sup>st</sup> March, 2020;
7. The Company has entered into transactions with related parties after complying with the provisions of Section 188 of the Act read with rules, during the financial year ended 31<sup>st</sup> March 2020 and these transactions were in the ordinary course of business and at arm's length basis;
8. The Company has made allotment of **12,08,053** equity shares and transfer of **49,53,020** equity shares to the respective applicants in various categories at an offer price of Rs.745 per equity share in connection with the initial public offering opened on July 29, 2019 and closed on July 31, 2019 as per the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. The holdings have been credited to the respective demat account of the allottees and transferee respectively.

Further, there were no instances of buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities during the financial year ending as at 31<sup>st</sup> March, 2020;

9. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the financial year ending as at 31<sup>st</sup> March, 2020;
10. The Company has not declared/paid any dividend and hence there was no need to transfer unpaid/ unclaimed dividend/other amounts to the Investor Education and Protection Fund in accordance with section 125 of the Act and other applicable provisions, during the financial year ending as at 31<sup>st</sup> March, 2020;
11. The Company has complied the provisions of section 134 of the Act for signing of audited financial statement and has also complied with the provisions of sub - sections (3), (4) and (5) of section 134 for report of directors during the financial year ending as at 31<sup>st</sup> March, 2020;
12. The Board of Directors of the Company is duly constituted and has complied with the provisions related to:
  - a) Appointment/ re-appointment/ resignation/ retirement/ filling up casual vacancies of Board of Directors and key managerial personnel during the financial year.
  - b) Disclosures by the directors and key managerial personnel pursuant to provisions of Section 184 of the Act and the rules made there under and remuneration paid to director(s) is in compliance of the act during the financial year ending as at 31<sup>st</sup> march, 2020.





13. The Company has complied with the provisions of section 139 of the Act for appointment/ reappointment/ ~~filling up casual vacancies~~ of statutory auditors of the Company during the financial year ending as at 31st March, 2020;
14. The Company had filed Red Herring Prospectus with SEBI on 19<sup>th</sup> July, 2019. Thereafter the Company filed the Prospectus with SEBI on 1<sup>st</sup> August, 2019. The Company had also filed the Red Herring Prospectus and the Prospectus with Registrar of Companies, Mumbai, Maharashtra. BSE Limited and National Stock Exchange of India Limited had given in principle approval to list the Company's equity shares on 7<sup>th</sup> August, 2019. The Equity share of the Company was listed on BSE Limited and National Stock Exchange of India Limited w.e.f 8<sup>th</sup> August, 2019.
- However, The Company was not required to obtain any other approval from other authorities including NCLT (National Company Law Tribunal), Regional Director during the financial year ending as at 31<sup>st</sup> March, 2020;
15. The Company has not invited, accepted any deposits, during the financial year ending as at 31<sup>st</sup> March, 2020;
16. The Company has not borrowed funds from the Banks, public financial institution, its directors, members or any other person during the financial year ending as at 31<sup>st</sup> March, 2020;
17. The Company has invested into its wholly owned subsidiary (**Affle International Pte. Ltd.**) through investment of fresh equity shares, which is outside the purview of Section 186 of the Act.

The Company has not made any loans, given guarantee or provided security to other bodies corporate or persons which falls under the purview of section 186 of the Act during the financial year ending on 31<sup>st</sup> March, 2020;

18. The Company has not altered its Memorandum of Association and Articles of Association during the financial year ending as at 31st March, 2020.

Date: 18.11.2020  
Place: New Delhi



For Kiran Sharma & Co.  
Company Secretaries

  
Kiran Sharma  
Proprietor  
FCS 4942  
CP :3116

UDIN: F004942B001246303

**AFFLE (INDIA) LIMITED**  
**SHAREHOLDING PATTERN AS ON 31.03.2020**

Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	No of Shareholders	No of fully paid up equity shares held	No of Partly paid up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total no of shares (As a % of (A+B+C2))	Number of Voting Rights held in each class of securities			No of Shares Underlying Outstanding convertible securities	Shareholding as a % assuming full conversion of convertible Securities (as a	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form	
								No of Voting Rights					Total as a % of (A+B+C)	No.	As a % of total Shares held	No.		As a % of total Shares
								Class X	Class Y	Total								
(A)	Promoter & Promoter Group	3	17433862	0	0	17433862	68.38	17433862	0	17433862	68.38	0	68.38	17433862	100.00	0	0	17433862
(B)	Public	27548	8062505	0	0	8062505	31.62	8062505	0	8062505	31.62	0	31.62	1901432	23.58	0	0	8062502
(C)	Non Promoter-Non Public																	
(C1)	Shares underlying DRs	0	0	0	0	0	0	0	0	0	0.00	0	0	0	0	0	0	0
(C2)	Shares held by Employes Trusts	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0	0	0	0	0
	<b>Total:</b>	<b>27551</b>	<b>25496367</b>	<b>0</b>	<b>0</b>	<b>25496367</b>	<b>100.00</b>	<b>25496367</b>	<b>0</b>	<b>25496367</b>	<b>100.00</b>	<b>0</b>	<b>100.00</b>	<b>19335294</b>	<b>75.84</b>	<b>0</b>	<b>0.00</b>	<b>25496364</b>

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Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category	Category & Name of the Shareholder	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding percentage	Number of Voting Rights held in each class of securities			No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding percentage	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form	
								Class X	Class Y	Total			No.	As a % of total Shares held	No.	As a % of total Shares held		
																		No of Voting Rights
(1)	Indian																	
(a)	Individuals/Hindu undivided Family	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(b)	Central Government/State Government(s)	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(c)	Financial Institutions/Banks	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Any Other	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	<b>Sub-Total (A)(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
(2)	Foreign																	
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)	1	32	0	0	32	0.00	32	0	32	0.00	0	0.00	32	100.00	0	0.00	32
	ANUJ KHANNA SOHUM	1	32	0	0	32	0.00	32	0	32	0.00	0	0.00	32	100.00	0	0.00	32
(b)	Government	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(c)	Institutions	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Foreign Portfolio Investor	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(e)	Any Other	2	17433830	0	0	17433830	68.38	17433830	0	17433830	68.38	0	68.38	17433830	100.00	0	0.00	17433830
	AFFLE GLOBAL PTE LTD	1	4017911	0	0	4017911	15.76	4017911	0	4017911	15.76	0	15.76	4017911	100.00	0	0.00	4017911
	AFFLE HOLDINGS PTE LTD	1	13415919	0	0	13415919	52.62	13415919	0	13415919	52.62	0	52.62	13415919	100.00	0	0.00	13415919
	<b>Sub-Total (A)(2)</b>	<b>3</b>	<b>17433862</b>	<b>0</b>	<b>0</b>	<b>17433862</b>	<b>68.38</b>	<b>17433862</b>	<b>0</b>	<b>17433862</b>	<b>68.38</b>	<b>0</b>	<b>68.38</b>	<b>17433862</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>17433862</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b>	<b>3</b>	<b>17433862</b>	<b>0</b>	<b>0</b>	<b>17433862</b>	<b>68.38</b>	<b>17433862</b>	<b>0</b>	<b>17433862</b>	<b>68.38</b>	<b>0</b>	<b>68.38</b>	<b>17433862</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>17433862</b>

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Table III - Statement showing shareholding pattern of the Public shareholder

Category	Category & Name of the Shareholder	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities			No of Shares Underlying convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form	
								No of Voting Rights					Total as a % of (A+B+C)	No.	As a % of total Shares held	No.		As a % of total Shares held
								Class X	Class Y	Total								
(1)	Institutions																	
(a)	Mutual Funds	7	2245347	0	0	2245347	8.81	2245347	0	2245347	8.81	0	8.81	0	0.00	NA	NA	2245347
	ADITYA BIRLA SUN LIFE TRUSTEE PRIVATE LIMITED A/C	1	428022	0	0	428022	1.68	428022	0	428022	1.68	0	1.68	0	0.00	NA	NA	428022
	ADITYA BIRLA SUN LIFE EQUITY ADVANTAGE FUND																	
	L AND T MUTUAL FUND TRUSTEE LTD-L AND T MID CAP FUND	1	516272	0	0	516272	2.02	516272	0	516272	2.02	0	2.02	0	0.00	NA	NA	516272
	RELIANCE CAPITAL TRUSTEE CO LTD-A/C NIPPON INDIA SMALL CAP FUND	1	992132	0	0	992132	3.89	992132	0	992132	3.89	0	3.89	0	0.00	NA	NA	992132
(b)	Venture Capital Funds	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(c)	Alternate Investment Funds	5	651639	0	0	651639	2.56	651639	0	651639	2.56	0	2.56	285214	43.77	NA	NA	651639
	MALABAR VALUE FUND	1	285214	0	0	285214	1.12	285214	0	285214	1.12	0	1.12	285214	100.00	NA	NA	285214
(d)	Foreign Venture Capital Investors	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(e)	Foreign Portfolio Investors	26	1922675	0	0	1922675	7.54	1922675	0	1922675	7.54	0	7.54	0	0.00	NA	NA	1922675
	ABERDEEN STANDARD ASIA FOCUS PLC	1	388501	0	0	388501	1.52	388501	0	388501	1.52	0	1.52	0	0.00	NA	NA	388501
	KUWAIT INVESTMENT AUTHORITY FUND 225	1	262958	0	0	262958	1.03	262958	0	262958	1.03	0	1.03	0	0.00	NA	NA	262958
	FRANKLIN TEMPLETON INVESTMENT FUNDS	1	487102	0	0	487102	1.91	487102	0	487102	1.91	0	1.91	0	0.00	NA	NA	487102
(f)	Financial Institutions/Banks	1	12	0	0	12	0.00	12	0	12	0.00	0	0.00	0	0.00	NA	NA	12
(g)	Insurance Companies	1	8213	0	0	8213	0.03	8213	0	8213	0.03	0	0.03	0	0.00	NA	NA	8213
(h)	Provident Funds/Pension Funds	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(i)	Any Other																	
	FOREIGN CORPORATE BODIES	1	1616214	0	0	1616214	6.34	1616214	0	1616214	6.34	0	6.34	1616214	100.00	NA	NA	1616214
	MALABAR INDIA FUND LIMITED	1	1616214	0	0	1616214	6.34	1616214	0	1616214	6.34	0	6.34	1616214	100.00	NA	NA	1616214
	<b>Sub Total (B)(1)</b>	<b>41</b>	<b>6444100</b>	<b>0</b>	<b>0</b>	<b>6444100</b>	<b>25.27</b>	<b>6444100</b>	<b>0</b>	<b>6444100</b>	<b>25.27</b>	<b>0</b>	<b>25.27</b>	<b>1901428</b>	<b>29.51</b>	<b>NA</b>	<b>NA</b>	<b>6444100</b>
(2)	Central Government/State Government(s)/President of India	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
	<b>Sub Total (B)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>NA</b>	<b>NA</b>	<b>0</b>
(3)	Non-Institutions																	
(a)	i. Individual shareholders holding nominal share capital up to 10%	26620	1225837	0	0	1225837	4.81	1225837	0	1225837	4.81	0	4.81	0	0.00	NA	NA	1225834
	ii. Individual shareholders holding nominal share capital in excess of 10%	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(b)	NBFCs Registered with RBI	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(c)	Employee Trusts	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(d)	Overseas Depositories (Holding DRs)(Balancing figure)	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(e)	Any Other																	
	TRUSTS	1	30	0	0	30	0.00	30	0	30	0.00	0	0.00	0	0.00	NA	NA	30
	NON RESIDENT INDIANS	402	154159	0	0	154159	0.60	154159	0	154159	0.60	0	0.60	0	0.00	NA	NA	154159
	CLEARING MEMBERS	115	59451	0	0	59451	0.23	59451	0	59451	0.23	0	0.23	0	0.00	NA	NA	59451
	DIRECTORS	2	4	0	0	4	0.00	4	0	4	0.00	4	100.00	NA	NA	NA	NA	4
	NON RESIDENT INDIAN NON REPATRIABLE	159	38865	0	0	38865	0.15	38865	0	38865	0.15	0	0.15	0	0.00	NA	NA	38865
	BODIES CORPORATES	208	140059	0	0	140059	0.55	140059	0	140059	0.55	0	0.55	0	0.00	NA	NA	140059
	<b>Sub Total (B)(3)</b>	<b>27507</b>	<b>1618405</b>	<b>0</b>	<b>0</b>	<b>1618405</b>	<b>6.35</b>	<b>1618405</b>	<b>0</b>	<b>1618405</b>	<b>6.35</b>	<b>0</b>	<b>6.35</b>	<b>4</b>	<b>0.00</b>			<b>1618402</b>
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)</b>	<b>27548</b>	<b>8062505</b>	<b>0</b>	<b>0</b>	<b>8062505</b>	<b>31.62</b>	<b>8062505</b>	<b>0</b>	<b>8062505</b>	<b>31.62</b>	<b>0</b>	<b>31.62</b>	<b>1901432</b>	<b>23.58</b>			<b>8062502</b>

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